

*Level 1  
157 Grenfell Street  
Adelaide SA 5000*

*GPO Box 2155  
Adelaide SA 5001*



*Adelaide Brighton Ltd  
ACN 007 596 018*

*Telephone (08) 8223 8000  
International +618 8223 8000  
Facsimile (08) 8215 0030  
[www.adbri.com.au](http://www.adbri.com.au)*

20 May 2011

The Manager  
Company Announcement Office  
Australian Securities Exchange Limited  
Exchange Centre  
20 Bridge Street  
SYDNEY NSW 2000

Dear Sir/Madam

Appendix 3Y Change of Director's Interest Notice

Attached is an Appendix 3Y which has been updated to use the current version of Appendix 3Y form, rather than the superseded form.

Yours faithfully

**Marcus Clayton**  
Company Secretary

FOR FURTHER INFORMATION:      MS LUBA ALEXANDER  
GROUP CORPORATE AFFAIRS ADVISER  
TELEPHONE 0418 535 636

# Appendix 3Y

## Change of Director's Interest Notice

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 30/09/01 Amended 01/01/11

<b>Name of entity</b>	<b>Adelaide Brighton Ltd (ABL)</b>
<b>ABN</b>	<b>15 007 596 018</b>

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	Mark Peter Chellew
<b>Date of last notice</b>	3 September 2010

### Part 1 - Change of director's relevant interests in securities

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Direct or indirect interest</b>	Direct and indirect
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Relevant interest in Trustee and Superannuation accounts
<b>Date of change</b>	13 May 2011 and 19 May 2011
<b>No. of securities held prior to change</b>	<b>Ordinary shares:</b> 10,888 direct; 437,478 indirect; Total direct and indirect shares held is 448,366 <b>Awards:</b> 2,235,000 direct
<b>Class</b>	Ordinary
<b>Number acquired</b>	435,000 ordinary shares on 13 May 2011
<b>Number disposed</b>	435,000 ordinary shares on 19 May 2011
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	13 May 2011 – not applicable. Allocated pursuant to exercise of awards under the Adelaide Brighton Ltd Executive Performance Share Plan  19 May 2011 – disposed 435,000 @ \$3.0872 each (average price)
<b>No. of securities held after change</b>	<b>Ordinary shares:</b> 10,888 direct; 437,478 indirect; Total direct and indirect shares held is \$448,366 <b>Awards:</b> 1,800,000 direct
<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	On market

+ See chapter 19 for defined terms.

**Appendix 3Y**  
**Change of Director's Interest Notice**

---

**Part 2 – Change of director's interests in contracts**

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part. <b>Detail of contract</b>	N/A
<b>Nature of interest</b>	N/A
<b>Name of registered holder (if issued securities)</b>	N/A
<b>Date of change</b>	N/A
<b>No. and class of securities to which interest related prior to change</b> Note: Details are only required for a contract in relation to which the interest has changed	N/A
<b>Interest acquired</b>	N/A
<b>Interest disposed</b>	N/A
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	N/A
<b>Interest after change</b>	N/A

**Part 3 – <sup>+</sup>Closed period**

<b>Were the interests in the securities or contracts detailed above traded during a <sup>+</sup>closed period where prior written clearance was required?</b>	NO
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	N/A
<b>If prior written clearance was provided, on what date was this provided?</b>	N/A

---

<sup>+</sup> See chapter 19 for defined terms.