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Adelaide Brighton Ltd
ACN 007 596 018

12 June 2012

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

Dear Sir/Madam

Attached is Appendix 3Y lodged in compliance with the Listing Rules.

The attached Appendix 3Y relates to share purchases by Barro Properties Pty Ltd, and not purchases by Raymond Barro on his personal account.

Yours faithfully

Marcus Clayton
Company Secretary

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

Rule 3.19A.2

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

Name of entity	**Adelaide Brighton Ltd (ABL)**
ABN	**15 007 596 018**

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.

Name of Director	Raymond Barro
Date of last notice	21 February 2012

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.

Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Relevant interest in: (a) Cobolgraphics Pty Ltd <Raymond Barro Family A/C> ("Cobolgraphics") (b) David Barro Testamentary Trust ("the Trust") (c) Barro Properties Pty Limited ("Barro Properties")
Date of change	4 June 2012, 6 June 2012, 7 June 2012, 8 June 2012 and 12 June 2012
No. of securities held prior to change	Total of 131,321,146 indirectly held as follows: (a) 475,900 - Cobolgraphics Pty Ltd <Raymond Barro Family A/C>. (b) 554,794 - the Trust, of which Raymond Barro is one of the Trustees. (c) 130,290,452 - Barro Properties, of which Raymond Barro has an interest in, both directly and indirectly in his capacity as one of the Trustees of the Trust. In addition: (d) Raymond Barro is an associate of Barro Group Pty Ltd ("Barro Group") which is the owner of 42,744,804 shares in ABL, and Christabel Investments Pty Ltd ("Christabel"), a subsidiary of Barro Group, is the owner of 100,000 shares in ABL. In the interests of keeping the market fully informed, Raymond Barro has elected to disclose this information because he is an associate of Barro Group and Christabel. (e) Belinda Barro is the owner of 21,086 shares in ABL. In the interests of keeping the market fully informed, Raymond Barro has elected to disclose this information because Belinda Barro is his spouse. Raymond Barro does not have a relevant interest in these shares.

+ See chapter 19 for defined terms.

Class	Ordinary
Number acquired	Purchased by Barro Properties Pty Ltd: 4 June 2012 – 610,000 ordinary shares 6 June 2012 – 4,000,000 ordinary shares 7 June 2012 – 8,050,000 ordinary shares 8 June 2012 – 326,856 ordinary shares 12 June 2012 – 873,144 ordinary shares Purchased by Christabel Investments Pty Ltd: 4 June 2012 – 60,000 ordinary shares
Number disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Barro Properties Pty Ltd purchases: 4 June 2012 – $2.83 per share 6 June 2012 – $3.00 per share 7 June 2012 – $3.01 per share 8 June 2012 - $2.97 per share 12 June 2012 – $3.00 per share Christabel Investments Pty Ltd purchases: 4 June 2012 –$2.83 per share
No. of securities held after change	Total of 145,181,146 indirectly held as follows: (a) 475,900 - Cobolgraphics Pty Ltd <Raymond Barro Family A/C>. (b) 554,794 - the Trust, of which Raymond Barro is one of the Trustees. (c) 144,150,452 - Barro Properties, of which Raymond Barro has an interest in, both directly and indirectly in his capacity as one of the Trustees of the Trust. In addition: (d) Raymond Barro is an associate of Barro Group which is the owner of 42,744,804 shares in ABL, and Christabel, a subsidiary of Barro Group, is the owner of 160,000 shares in ABL. In the interests of keeping the market fully informed, Raymond Barro has elected to disclose this information because he is an associate of Barro Group and Christabel. (e) Belinda Barro is the owner of 21,086 shares in ABL. In the interests of keeping the market fully informed, Raymond Barro has elected to disclose this information because Belinda Barro is his spouse. Raymond Barro does not have a relevant interest in these shares.
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	On market

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.**Detail of contract**	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	N/A
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	N/A

Part 3 – +Closed period

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