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14 June 2018

The Manager
Market Announcements 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 is lodged in compliance with the Listing Rules.

The attached Appendix 3Y relates to an off market transfer of Adelaide Brighton Limited shares from Barro Group Pty Ltd to Ageflow Pty Ltd, which did not previously hold any Adelaide Brighton Limited shares, and both these companies are associates of Adelaide Brighton Limited's director Mr Raymond Barro.

Please note there is no change in the total number of Adelaide Brighton Limited shares held by Mr Barro, Barro Properties Pty Ltd and their associates.

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

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 March 2018

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) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Relevant interest in: (a) Dogidogi Pty Ltd ("Dogidogi") <Raymond Barro Family A/C> (b) David Barro Testamentary Trust ("the Trust") (c) Barro Properties Pty Limited ("Barro Properties")
Date of change	7 June 2018
No. of securities held prior to change	Total of 222,051,055 indirectly held as follows: (a) 487,121 – Dogidogi. (b) 567,875 - the Trust, of which Raymond Barro is one of the Trustees. (c) 202,096,059 - 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 62,652,619 shares in ABL, and Christabel Investments Pty Ltd ("Christabel"), a subsidiary of Barro Group, is the owner of 163,772 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 21,583 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.
Class	Ordinary
Number acquired	3,630,000 shares by Ageflow Pty Ltd ("Ageflow") via off market transfer
Number disposed	3,630,000 shares by Barro Group via off market transfer
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$6.75 per share

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

<p>No. of securities held after change</p>	<p>Total of 222,051,055 indirectly held as follows: (a) 487,121 – Dogidogi. (b) 567,875 - the Trust, of which Raymond Barro is one of the Trustees. (c) 202,096,059 - 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 59,022,619 shares in ABL; Christabel, a subsidiary of Barro Group, is the owner of 163,772 shares in ABL and Ageflow which is the owner of 3,630,000 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, Christabel and Ageflow. (e) Belinda Barro is the owner of 21,583 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.</p>
<p>Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>Off market transfer. The change relates to the transfer of 3,630,000 shares in Adelaide Brighton Ltd from Barro Group Pty Ltd to Ageflow Pty Ltd. There is no change to the total number of shares in Adelaide Brighton Ltd owned by Barro Properties Pty Ltd and its associates.</p>

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

+ See chapter 19 for defined terms.