



Fletcher Building
Limited
Private Bag 92114
Auckland 1142
810 Great South Road
Penrose
Auckland 1061
New Zealand

fbu.com
+64 9 525 9000

Lisa Banh
ASX Compliance
20 Bridge Street
Sydney
NSW 2000

12 November 2015

Dear Lisa

I refer to your letter dated 10 November 2015.

The Appendix 3Y that was lodged with ASX on 23 October 2015 contained an error as to the date of change of interest. The date should have been 22 October 2015. The error occurred as 14 October 2015 was the date previously used on that form (for the disclosure on 19 October 2015) and had not been updated.

The notice on 23 October 2015 relates to the offer of shares to Mark Adamson under the Employee Long-term Share Scheme. The offer was made on 22 October 2015 and the shares were transferred into his name on 29 October 2015.

Please let me know if you require any further information.

Yours faithfully

A handwritten signature in blue ink, appearing to read 'G. Williams'.

Gillian Williams
Assistant Company Secretary



10 November 2015

Mr Charles Bolt
Company Secretary
Fletcher Building Limited
Private Bag 92114
Auckland Mail Centre
Auckland NZ 1001

By email:

Dear Mr Bolt,

Fletcher Building Limited (the “Entity”): Appendix 3Y – Change of Director’s Interest Notice

We refer to the following;

1. The Appendix 3Y lodged by the Entity with ASX on Friday, 23 October 2015 for Mr Mark Duncan Adamson (the “Director’s Notice”);
2. Listing rule 3.19A which requires an entity to tell ASX the following:

3.19A.2 A change to a notifiable interest of a director of the entity (or in the case of a trust, a director of the responsible entity of the trust) including whether the change occurred during a closed period where prior written clearance was required and, if so, whether prior written clearance was provided. The entity must complete Appendix 3Y and give it to ASX no more than 5 business days after the change occurs

3. Listing rule 3.19B which states as follows.

An entity must make such arrangements as are necessary with a director of the entity (or in the case of a trust, a director of the responsible entity of the trust) to ensure that the director discloses to the entity all the information required by the entity to give ASX completed Appendices 3X, 3Y and 3Z within the time period allowed by listing rule 3.19.A. The entity must enforce the arrangements with the director.

The Appendix 3Y for each of the directors indicate that a change in Director’s notifiable interest occurred on 14 October 2015. It appears that the Director’s Notice should have been lodged with ASX by 21 October 2015. Consequently, the Entity may be in breach of listing rules 3.19A and/or 3.19B.



Please note that ASX is required to record details of breaches of the listing rules by listed entities for its reporting requirements.

ASX reminds the Entity of its contract with ASX to comply with the listing rules. In the circumstances ASX considers that it is appropriate that the Entity make necessary arrangements to ensure there is not a reoccurrence of a breach of the listing rules.

Having regard to listing rules 3.19A and 3.19B and Guidance Note 22: *Director Disclosure of Interests and Transactions in Securities - Obligations of Listed Entities*, under listing rule 18.7 we ask that you answer each of the following questions.

1. Please explain why the Appendices were lodged late.
2. What arrangements does the Entity have in place under listing rule 3.19B with its directors to ensure that it is able to meet its disclosure obligations under listing rule 3.19A?
3. If the current arrangements are inadequate or not being enforced, what additional steps does the Entity intend to take to ensure compliance with listing rule 3.19B?

Your response should be sent to me by e-mail at lisa.banh@asx.com.au. It should not be sent to the ASX Market Announcements Office.

A response is requested as soon as possible and, in any event, not later than 10.30 a.m. A.E.S.T. on Thursday, 12 November 2015.

Under listing rule 18.7A, a copy of this letter and your response will be released to the market, so your response should be in a form suitable for release and must separately address each of the questions asked.

If you have any queries or concerns about any of the above, please contact me immediately.

Yours sincerely

[Sent electronically without signature]

Lisa Banh

Senior Adviser, Listings Compliance