

# 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>	James Hardie Industries plc
<b>ARBN</b>	097 829 895

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>	Louis GRIES
<b>Date of last notice</b>	29 August 2017

### 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
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Not applicable
<b>Date of change</b>	Two separate events <ul style="list-style-type: none"> <li>• 18 September 2017</li> <li>• 19 September 2017</li> </ul>
<b>No. of securities held prior to change</b>	404,038 ordinary shares/CUFS registered in the name of the Director (of which 32,555 are in a holding lock until 16 September 2018, 16,659 are in holding lock until 19 September 2018 39,490 are in a holding lock until 20 September 2018.
<b>Class</b>	Ordinary shares/CUFS

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<p><b>Number acquired</b></p>	<p>139,788 ordinary shares/CUFS following vesting of 139,788 Return on Capital Employed Restricted Stock Units (ROCE RSUs) on 18 September 2017.</p> <p>97,629 ordinary shares/CUFS following vesting of and 97,629 Relative Total Shareholder Return Restricted Stock Units (Relative TSR RSUs) Relative TSR RSUs on 19 September 2017.</p>
<p><b>Number disposed</b></p>	<p>90,010 ordinary shares/CUFS sold on 18 September 2017.</p> <p>46,938 ordinary shares/CUFS sold on 19 September 2017.</p>
<p><b>Value/Consideration</b>  Note: If consideration is non-cash, provide details and estimated valuation</p>	<ul style="list-style-type: none"> <li>• Vesting of ROCE RSUs on 18 September 2017 - Nil;</li> <li>• Vesting of Relative TSR RSUs on 19 September 2017 - Nil;</li> <li>• Sale of ordinary shares/CUFS issued pursuant to vesting of ROCE RSUs on 18 September 2017 - \$1,550,519.46; and</li> <li>• Sale of ordinary shares/CUFS issued pursuant to vesting of Relative TSR RSUs on 19 September 2017 - \$819,560.95.</li> </ul>
<p><b>No. of securities held after change</b></p>	<p>Current relevant interest is:</p> <p>504,507 ordinary shares/CUFS registered in the name of the Director (of which 32,555 are in a holding lock until 16 September 2018, 16,659 are in holding lock until 19 September 2018 39,490 are in a holding lock until 20 September 2018, 12,445 are in a holding lock until 18 September 2019 and 12,673 are in a holding lock until 19 September 2019).</p>

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<p><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</p>	<p>Four separate events:</p> <ul style="list-style-type: none"> <li>• 139,788 ordinary shares/CUFS issued pursuant to vesting of 139,788 ROCE RSUs on 18 September 2017.</li> <li>• 97,629 ordinary shares/CUFS issued pursuant to vesting of 97,629 Relative TSR RSUs on 19 September 2017.</li> <li>• The on-market sale of ordinary shares/CUFS issued pursuant to vesting of ROCE RSUs and Relative TSR RSUs as follows: <ul style="list-style-type: none"> <li>- 90,010 on 18 September 2017; and</li> <li>- 46,938 on 19 September 2017</li> </ul> <ul style="list-style-type: none"> <li>○ The disposal of 136,948 shares is required to fund (i) US State and Federal withholding tax obligations (which are payable on vesting of RSUs) and (ii) sale costs;</li> <li>○ 100% of the remaining shares have been retained, 25% of which are subject to a two-year holding lock in accordance with the James Hardie stock accumulation policy.</li> </ul> </li> </ul> <p>Following the sale the shareholding of the Director is currently more than 150% of his Board-approved shareholding target.</p>
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**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>	Not applicable
<b>Nature of interest</b>	Restricted Stock Units (RSUs) are contractual entitlements to issued ordinary shares/CUFS upon satisfaction of certain conditions.
<b>Name of registered holder (if issued securities)</b>	Not applicable

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<b>Date of change</b>	Two separate events <ul style="list-style-type: none"> <li>• 18 September 2017 – Vesting and cancellation of RSUs</li> <li>• 19 September 2017 – Vesting of RSUs</li> </ul>
<b>No. and class of securities to which interest related prior to change</b> <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	<ul style="list-style-type: none"> <li>• 1,017,921 Relative TSR RSUs; and</li> <li>• 818,527 ROCE RSUs.</li> </ul>
<b>Interest acquired</b>	Not applicable
<b>Interest disposed</b>	<p>139,788 ROCE RSUs vested on 18 September 2017.</p> <p>93,192 ROCE RSUs were cancelled on 18 September 2017 as the performance conditions for vesting were not met.</p> <p>97,629 Relative TSR RSUs vested on 19 September 2017.</p>
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	No cash consideration was paid to exercise the RSUs.
<b>Interest after change</b>	Current interests in contracts: <ul style="list-style-type: none"> <li>• 920,292 Relative TSR RSUs; and</li> <li>• 585,547 ROCE RSUs.</li> </ul>

**Part 3 – +Closed period**

<b>Were the interests in the securities or contracts detailed above traded during a +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>	Not applicable
<b>If prior written clearance was provided, on what date was this provided?</b>	Not applicable

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