

21 May 2014

Singapore Exchange (SGX)  
2 Shenton Way  
#19-00 SGX Centre 1  
Singapore 068804

**RE: Final Director's Interest Notices (Appendix 3Z)**

Please find attached three Australian Securities Exchange Appendix 3Z Final Director's Interest Notices for Paula Dwyer who resigned, and Vickki McFadden and Russell Higgins AO who retired from the Board of Leighton Holdings Limited (the 'Company') at the conclusion of the Company's Annual General Meeting held on Monday 19 May 2014.

Leighton Holdings Limited is the parent company of Leighton Holdings Limited.

Yours faithfully  
LEIGHTON HOLDINGS LIMITED

VANESSA REES  
Group Company Secretary

# Appendix 3Z

## Final Director's Interest Notice

21 May 2014

*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 30/9/2001.

|                       |                           |
|-----------------------|---------------------------|
| <b>Name of entity</b> | Leighton Holdings Limited |
| <b>ABN</b>            | 57 004 482 982            |

We (the entity) give ASX the following information under listing rule 3.19A.3 and as agent for the director for the purposes of section 205G of the Corporations Act.

|                                                 |                  |
|-------------------------------------------------|------------------|
| <b>Name of director</b>                         | Paula Jane Dwyer |
| <b>Date of last notice</b>                      | 8 May 2014       |
| <b>Date that director ceased to be director</b> | 19 May 2014      |

### Part 1 – Director's relevant interests in securities of which the director is the registered holder

*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>Number &amp; class of securities</b> |
| NIL                                     |

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+ See chapter 19 for defined terms.

## Appendix 3Z

### Final Director's Interest Notice

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#### Part 2 – Director's relevant interests in securities of which the director is not the registered holder

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.

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

| <b>Name of holder &amp; nature of interest</b><br><small>Note: Provide details of the circumstances giving rise to the relevant interest</small> | <b>Number &amp; class of securities</b> |
|--------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------|
| Happell Company Pty Ltd as trustee of the Happell Superannuation Fund, of which the Director is a beneficiary.                                   | 3,125 Ordinary Shares.                  |

#### Part 3 – Director's interests in contracts

|                                                              |     |
|--------------------------------------------------------------|-----|
| <b>Detail of contract</b>                                    | N/A |
| <b>Nature of interest</b>                                    |     |
| <b>Name of registered holder (if issued securities)</b>      |     |
| <b>No. and class of securities to which interest relates</b> |     |

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## Final Director's Interest Notice

21 May 2014

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Introduced 30/9/2001.

|                       |                           |
|-----------------------|---------------------------|
| <b>Name of entity</b> | Leighton Holdings Limited |
| <b>ABN</b>            | 57 004 482 982            |

We (the entity) give ASX the following information under listing rule 3.19A.3 and as agent for the director for the purposes of section 205G of the Corporations Act.

|                                                 |                      |
|-------------------------------------------------|----------------------|
| <b>Name of director</b>                         | Vickki Anne McFadden |
| <b>Date of last notice</b>                      | 8 May 2014           |
| <b>Date that director ceased to be director</b> | 19 May 2014          |

### Part 1 – Director's relevant interests in securities of which the director is the registered holder

*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>Number &amp; class of securities</b> |
| NIL                                     |

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+ See chapter 19 for defined terms.

## Appendix 3Z

### Final Director's Interest Notice

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#### Part 2 – Director's relevant interests in securities of which the director is not the registered holder

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.

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

| <b>Name of holder &amp; nature of interest</b><br><small>Note: Provide details of the circumstances giving rise to the relevant interest</small> | <b>Number &amp; class of securities</b> |
|--------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------|
| Tallis Custody Pty Limited as trustee of the V McFadden Super Fund A/C, of which the Director is a beneficiary.                                  | 4,375 Ordinary Shares.                  |

#### Part 3 – Director's interests in contracts

|                                                              |     |
|--------------------------------------------------------------|-----|
| <b>Detail of contract</b>                                    | N/A |
| <b>Nature of interest</b>                                    |     |
| <b>Name of registered holder (if issued securities)</b>      |     |
| <b>No. and class of securities to which interest relates</b> |     |

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Introduced 30/9/2001.

|                       |                           |
|-----------------------|---------------------------|
| <b>Name of entity</b> | Leighton Holdings Limited |
| <b>ABN</b>            | 57 004 482 982            |

We (the entity) give ASX the following information under listing rule 3.19A.3 and as agent for the director for the purposes of section 205G of the Corporations Act.

|                                                 |                       |
|-------------------------------------------------|-----------------------|
| <b>Name of director</b>                         | Russell Allan Higgins |
| <b>Date of last notice</b>                      | 8 May 2014            |
| <b>Date that director ceased to be director</b> | 19 May 2014           |

### Part 1 – Director's relevant interests in securities of which the director is the registered holder

*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>Number &amp; class of securities</b> |
| NIL                                     |

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+ See chapter 19 for defined terms.

## Appendix 3Z

### Final Director's Interest Notice

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#### Part 2 – Director's relevant interests in securities of which the director is not the registered holder

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.

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

| <b>Name of holder &amp; nature of interest</b><br><small>Note: Provide details of the circumstances giving rise to the relevant interest</small> | <b>Number &amp; class of securities</b> |
|--------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------|
| Clarity Research Pty Ltd (Higgins Family Account) is a controlled entity of Mr Higgins.                                                          | 3,807 Ordinary Shares.                  |

#### Part 3 – Director's interests in contracts

|                                                              |     |
|--------------------------------------------------------------|-----|
| <b>Detail of contract</b>                                    | N/A |
| <b>Nature of interest</b>                                    |     |
| <b>Name of registered holder (if issued securities)</b>      |     |
| <b>No. and class of securities to which interest relates</b> |     |

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+ See chapter 19 for defined terms.