

2 September 2019

The Manager - Listings  
Australian Securities Exchange Limited  
Exchange Centre  
20 Bridge Street  
SYDNEY NSW 2000

*Via electronic lodgement*

Dear Sir / Madam

**Brambles Limited: Appendix 3D**

Pursuant to ASX Listing Rule 3.8A, enclosed is an Appendix 3D relating to Brambles' on-market share buy-back announced to the market on 25 February 2019.

Yours faithfully  
**Brambles Limited**

**Robert Gerrard**  
Group Company Secretary

# Appendix 3D

## Changes relating to buy-back (except minimum holding buy-back)

*Information and documents given to ASX become ASX's property and may be made public.*

Introduced 1/9/99. Origin: Appendix 7B. Amended 13/3/2000, 30/9/2001, 11/01/10

Name of entity	ABN/ARSN
Brambles Limited	89 118 896 021

We (the entity) give ASX the following information.

1 Date that an Appendix 3C or the last Appendix 3D was given to ASX	25 February 2019
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### Information about the change

Complete each item for which there has been a change and items 9 and 10.

Column 1 (Details announced to market in Appendix 3C or last Appendix 3D)	Column 2 (Details of change to buy-back proposals)
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#### On-market buy-back

2 Name of broker who will act on the company's behalf	UBS AG, Australia Branch	Each of UBS AG, Australia Branch and Credit Suisse Equities (Australia) Limited
3 Deleted 30/9/2001.		
4 If the company/trust intends to buy back a maximum number of shares/units – that number  <small>Note: This requires a figure to be included, not a percentage. The reference to a maximum number is to the total number including shares/units already bought back and shares/units remaining to be bought back. If the total has not changed, the item does not need to be completed.</small>	Up to 159,115,225 shares, being 10% of the Company's lowest issued share capital in the last 12 months.	No change

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+ See chapter 19 for defined terms.

**Appendix 3D**  
**Changes relating to buy-back**

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	<b>Column 1</b> (Details announced to market in Appendix 3C or last Appendix 3D)	<b>Column 2</b> (Details of change to buy-back proposals)
5	If the company/trust intends to buy back a maximum number of shares/units – the number remaining to be bought back	Up to 159,115,225 shares, being 10% of the Company's lowest issued share capital in the last 12 months. The remaining number of shares available under the buy back is 143,516,182.
6	If the company/trust intends to buy-back shares/units within a period of time – that period of time; if the company/trust intends that the buy-back be of unlimited duration - that intention	No change
7	If the company/trust intends to buy back shares/units if conditions are met – those conditions	No change

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+ See chapter 19 for defined terms.

**All buy-backs**

8	Any other change	N/A	N/A
9	Reason for change	Details provided of the two brokers which will each be acting on the Company's behalf in relation to the buy back.	
10	Any other information material to a shareholder's/unitholder's decision whether to accept the offer ( <i>eg, details of any proposed takeover bid</i> )	N/A	

**Compliance statement**

1. The company is in compliance with all Corporations Act requirements relevant to this buy-back.

*or, for trusts only:*

1. The trust is in compliance with all requirements of the Corporations Act as modified by Class Order 07/422, and of the trust's constitution, relevant to this buy-back.
2. There is no information that the listing rules require to be disclosed that has not already been disclosed, or is not contained in, or attached to, this form.

Sign here: .....

(Company secretary)

Date: 2 September 2019

Print name: Robert Gerrard

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<sup>+</sup> See chapter 19 for defined terms.