

# Disclosure of movement of 1% or more in substantial holding or change in nature of relevant interest, or both

*Sections 277 and 278, Financial Markets Conduct Act 2013*

**Note:** This form must be completed in accordance with the instructions at the end of the form.

**To New Zealand Stock Exchange**  
and  
**To Fletcher Building Ltd**

Relevant event being disclosed: Movement of 1% or more in the substantial holding

Date of relevant event: 20 February 2023

Date this disclosure made: 21 February 2023

Date last disclosure made: 20 December 2022

## **Substantial product holder(s) giving disclosure**

Full name(s): Allan Gray Australia Pty Ltd (Allan Gray Australia) and its related bodies corporate as set out in Table 1 of Annexure A (together Allan Gray Group), as investment manager for the funds or investment mandates listed at Table 2 of Annexure A.

## **Summary of substantial holding**

Class of quoted voting products: Ordinary shares

### Summary for **Allan Gray Group**

For **this** disclosure,—

(a) total number held in class: **77,173,047**

(b) total in class: **783,043,596**

(c) total percentage held in class: **9.856%**

For **last** disclosure,—

(a) total number held in class: **69,019,537**

(b) total in class: **783,043,596**

(c) total percentage held in class: **8.814%**

## **Details of transactions and events giving rise to relevant event**

Details of the transactions or other events requiring disclosure: **See Annexure B**

## **Details after relevant event**

Details for Allan Gray Australia Pty Ltd (Allan Gray Australia) and its related bodies corporate as set out in Table 1 of Annexure A (together Allan Gray Group), as investment manager for the funds or investment mandates listed at Table 2 of Annexure A.

Nature of relevant interest(s): As investment manager for the funds or investment mandates listed at Table 2 of Annexure A that hold **Fletcher Building Ltd.** shares as set out in Annexure B.

For that relevant interest,—

(a) number held in class: **77,173,047**

(b) percentage held in class: **9.856%**

I current registered holder(s): **See Annexure B**

(d) registered holder(s) once transfers are registered: **See Annexure B**

**Additional information**

Address(es) of substantial product holder(s): C/- Allan Gray Australia, Level 2 Challis House, 4 Martin Place Sydney, NSW 2000, Australia

Contact details: Elizabeth Lee, Company Secretary, Telephone +61 2 8224 8632, Email: elizabeth.lee@allangray.com.au

Nature of connection between substantial product holders: Related bodies corporate, as set out in **Table 1 of Annexure A**

Name of any other person believed to have given, or believed to be required to give, a disclosure under the Financial Markets Conduct Act 2013 in relation to the financial products to which this disclosure relates: **N/A**

**Certification**

I, **Elizabeth Lee, Company Secretary, Allan Gray Australia** certify that, to the best of my knowledge and belief, the information contained in this disclosure is correct and that I am duly authorised to make this disclosure by all persons for whom it is made.

## ANNEXURE A OF 1 PAGE REFERRED TO IN THE ABOVE FORM

### Fletcher Building Ltd

#### Table 1 – Related bodies corporate

The following entities are associates of Allan Gray Australia Pty Ltd (AGA) and each other by virtue of being related bodies corporate.

Orbis Allan Gray Limited	Orbis Mansfield Street Properties Ltd
Orbis Holdings Limited	Orbis Investment Management (BVI) Limited (OIMLBVI)
Orbis Investment Management Limited (OIML)	Orbis Investment Advisory Pty Limited
Orbis Asset Management Limited (OAML)	Allan Gray (Holdings) Pty Ltd
Orbis Administration Limited	Orbis Investment Management (Hong Kong) Limited
Orbis Investment Research Limited	Orbis Client Services (Canada) Limited
Orbis Investment Management (MIS) Limited	Orbis Holdings (UK) Limited
Triple Blue Holdings Limited	Orbis Investment Management (Europe) LLP
Pictet Overseas Trust Corporation and Pictet Trustee Company SA	Orbis Investment Management (Luxembourg) S.A
Allan & Gill Gray Foundation (Guernsey)	EmCap Limited (Guernsey) (EMCAP)

#### Table 2 – Funds

An entity within the Group acts as investment manager for some or all of the assets in the following funds.

No	Fund name	Registered holder / Persons entitled to be registered holder
1.	Allan Gray Australia Equity Fund	Citibank N.A., Sydney Branch
2.	Allan Gray Australia Balanced Fund	Citibank N.A., Sydney Branch
3.	Allan Gray Australia Stable Fund	Citibank N.A., Sydney Branch
4.	AMP Capital Specialist Australian Share Fund	BNP Paribas Fund Services Australasia Pty Ltd
5.	AMP Super Fund	BNP Paribas Fund Services Australasia Pty Ltd
6.	Future Directions Australian Equity Fund	BNP Paribas Fund Services Australasia Pty Ltd
7.	Morningstar Australian Shares High Alpha Fund	JP Morgan Chase Bank
8.	Construction and Building Unions Superannuation Fund	JP Morgan Chase Bank
9.	HESTA Superannuation Fund	JP Morgan Chase Bank
10.	Hostplus Pooled Superannuation Trust	Citibank N.A., Sydney Branch
11.	Russell Investments Australian Opportunities Fund	State Street Australia Ltd
12.	Equisuper	National Custodian Services
13.	Non-Government Schools Superannuation Fund	State Street Australia Ltd
14.	REST Superannuation Fund	State Street Australia Ltd
15.	Government Employees Superannuation Board	Northern Trust Corporation
16.	Orbis Global Equity Fund (Australia Registered)	Citibank N.A., Sydney Branch
17.	Orbis Emerging Markets Equity Fund (Australia Registered)	Citibank N.A., Sydney Branch
18.	Orbis Global Equity LE Fund (Australia Registered)	Citibank N.A., Sydney Branch
19.	Orbis Global Balanced Fund (Australia Registered)	Citibank N.A., Sydney Branch
20.	Orbis Global Equity Fund Limited	Citibank N.A., Sydney Branch
21.	Orbis Optimal SA Fund Limited	Citibank N.A., Sydney Branch
22.	Institutional Global Equity Fund	Citibank N.A., Sydney Branch
23.	Orbis Optimal LP	Citibank N.A., Sydney Branch
24.	Orbis International Equity LP	Citibank N.A., Sydney Branch
25.	Orbis Institutional Global Equity LP	Citibank N.A., Sydney Branch
26.	Orbis Institutional International Equity LP	Citibank N.A., Sydney Branch
27.	Orbis Institutional U.S. Equity LP	Citibank N.A., Sydney Branch
28.	Orbis Institutional Emerging Markets Equity LP	Citibank N.A., Sydney Branch
29.	Orbis SICAV – Global Equity Fund	Citibank N.A., Sydney Branch
30.	Orbis SICAV – Emerging Markets Fund	Citibank N.A., Sydney Branch
31.	Orbis SICAV – Global Balanced Fund	Citibank N.A., Sydney Branch
32.	Orbis SICAV – International Equity	Citibank N.A., Sydney Branch
33.	Orbis OEIC Global Equity Fund	Citibank N.A., Sydney Branch
34.	Orbis Institutional Global Equity (OFO)	Citibank N.A., Sydney Branch
35.	OEIC Global Balanced Fund	Citibank N.A., Sydney Branch
36.	OEIC Global Cautious Fund	Citibank N.A., Sydney Branch
37.	Orbis SICAV Global Cautious Fund	Citibank N.A., Sydney Branch

**ANNEXURE B OF 1 PAGE REFERRED TO IN THE ABOVE FORM****Fletcher Building Ltd****Table 3 - Trades giving rise to a change in relevant interest**

Ordinary Shares

Date of change	Person whose relevant interest changed	Nature of change	Number of securities	Consideration	Currency
10 Nov 2022 to 19 Dec 2022	AGA and its associates listed in Table 1	Buys	8,241,415	37,392,626	AUD
10 Nov 2022 to 19 Dec 2022	AGA and its associates listed in Table 1	Sells	87,905	436,888	AUD

*All trades occur on market, via in-specie, under a dividend reinvestment plan, or pursuant to a capital raising (as applicable).*

**Table 4 – current registered holder(s)**

Ordinary Shares

Holder of relevant interest	Registered holder of securities / Person entitled to be registered as holder	Number of securities held
AGA and its associates listed in Table 1	BNP Paribas Fund Services Australasia Pty Ltd	4,817,123
AGA and its associates listed in Table 1	Citibank N.A., Sydney Branch	38,314,212
AGA and its associates listed in Table 1	JP Morgan Chase Bank	13,125,355
AGA and its associates listed in Table 1	National Custodian Services	6,996,360
AGA and its associates listed in Table 1	Northern Trust Corporation	3,290,742
AGA and its associates listed in Table 1	State Street Australia Ltd	10,629,255
<b>Total</b>		<b>77,173,047</b>

*An entity within the Group acts as investment manager for the funds set out in Table 2 and the above registered holders hold all or some of the assets within those funds.*