

Appendix 3Y

Change of Director's Interest Notice

24 February 2015

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

Name of entity:	Leighton Holdings Limited (LHL)
ABN:	57 004 482 982

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.

Name of Director	Marcelino Fernández Verdes
Date of last notice	6 February 2014

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.

Direct or indirect interest	Direct
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	N/A
Date of change	(a) 30 May 2014 (b) 18 July 2014
No. of securities held prior to change	Direct <ul style="list-style-type: none">• 2,745 ordinary shares held in LHL• 576 ordinary shares held in ACS, Actividades de Construcción y Servicios, S.A.,(ACS) which is LHL's ultimate parent company• 2,643 ordinary shares in HOCHTIEF Aktiengesellschaft (HOCHTIEF), a related body corporate of LHL Indirect <ul style="list-style-type: none">• 1,463,589 ordinary shares held in ACS by Gesguiver, S.L, a controlled entity of the director
Class	Ordinary shares

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Number acquired	(a) 7,671 ordinary shares in HOCHTIEF (b) 12 ordinary shares in ACS
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	(a) €508,970.85 (b) Nil
No. of securities held after change	Direct <ul style="list-style-type: none"> • 2,745 ordinary shares held in LHL • 588 ordinary shares held in ACS • 10,314 ordinary shares held in HOCHTIEF Indirect <ul style="list-style-type: none"> • 1,463,589 ordinary shares held in ACS by Gesguiver, S.L, a controlled entity of the director
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	(a) Transfer from HOCHTIEF (b) On-market acquisition

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.

Detail of contract	N/A
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	

+ See chapter 19 for defined terms.

Interest after change	
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Part 3 – ⁺Closed period

Were the interests in the securities or contracts detailed above traded during a ⁺ closed period where prior written clearance was required?	N/A
If so, was prior written clearance provided to allow the trade to proceed during this period?	
If prior written clearance was provided, on what date was this provided?	

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Introduced 30/09/01 Amended 01/01/11

Name of entity: Leighton Holdings Limited (LHL)
ABN: 57 004 482 982

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.

Name of Director	Pedro López Jiménez
Date of last notice	5 August 2014

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.

Direct or indirect interest	Direct and Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	<ul style="list-style-type: none">FIDALSER, S.L. is a controlled entity of Mr JiménezFAPIN MOBI, S.L. is a controlled entity of Mr Jiménez These two entities have interests in ACS, Actividades de Construcción y Servicios, S.A. (ACS) which is LHL's ultimate parent company.
Date of change	22 January 2015
No. of securities held prior to change	Direct <ul style="list-style-type: none">1,192 ordinary shares in LHL Indirect <ul style="list-style-type: none">418,750 ordinary shares in ACS held by FIDALSER, S.L.250,000 ordinary shares in ACS by FAPIN MOBI, S.L.
Class	<ul style="list-style-type: none">Ordinary shares for both direct and indirect interests

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Number acquired	Nil
Number disposed	200,000 ordinary shares in ACS held by FIDALSER,S.L.
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	€6,242,000
No. of securities held after change	Direct <ul style="list-style-type: none"> • 1,192 ordinary shares in LHL Indirect <ul style="list-style-type: none"> • 218,750 ordinary shares in ACS held by FIDALSER, S.L. • 250,000 ordinary shares in ACS by FAPIN MOBI, S.L.
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	On-market trade

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.

Detail of contract	N/A
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	

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Interest acquired	
Interest disposed	
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	
Interest after change	

Part 3 – ⁺Closed period

Were the interests in the securities or contracts detailed above traded during a ⁺closed period where prior written clearance was required?	N/A
If so, was prior written clearance provided to allow the trade to proceed during this period?	
If prior written clearance was provided, on what date was this provided?	

⁺ See chapter 19 for defined terms.