

Appendix 3Y

Change of Director's Interest Notice

18 March 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	Pedro López Jiménez
Date of last notice	24 February 2015

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	<ul style="list-style-type: none">February 2015 (acquisition 468,750 rights to ordinary shares in ACS)February 2015 (purchase of 450 rights to ordinary shares in ACS)26 February 2015 (conversion of 469,200 rights into 6,800 shares in ACS)

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

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"> • 218,750 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"> • Rights to ordinary shares • Ordinary shares
Number acquired	Direct <ul style="list-style-type: none"> • Nil Indirect <ul style="list-style-type: none"> • 219,075 rights to ordinary shares in ACS by FIDALSER, S.L. • 250,125 rights to ordinary shares in ACS by FAPIN MOBI, S.L. • 3,175 ordinary shares in ACS acquired by FIDALSER, S.L. on conversion of 219,075 rights (above) • 3,625 ordinary shares in ACS acquired by FAPIN MOBI, S.L. on conversion of 250,125 rights (above)
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	<ul style="list-style-type: none"> • €205.74 cash consideration paid for 450 rights to ordinary shares • *€210,934.26 – non-cash value of 468,750 rights to ordinary shares • Total value: €211,140 – on conversion of 469,200 rights into 6,800 ordinary shares (*€210,934.26 + €205.74) • <i>*non-cash value based on the total gross cash value of dividend Mr Jiménez would have been entitled to had he elected to receive his dividend (under an optional scrip dividend) as a cash payment.</i>

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

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"> 221,925 ordinary shares in ACS held by FIDALSER, S.L. 253,625 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	Indirect acquisitions <ul style="list-style-type: none"> 468,750 rights to ordinary shares were granted pursuant to an optional scrip dividend executed by ACS 450 rights to ordinary shares were purchased in connection with the optional script dividend executed by ACS 469,200 rights to ordinary shares were converted on a 69:1 basis into 6,800 ordinary shares in ACS

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	
Interest after change	

Part 3 – ⁺Closed period

⁺ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

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.