

# Appendix 3Y

## Change of Director's Interest Notice

*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	James Hardie Industries plc
ARBN	097 829 895

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	Louis GRIES
Date of last notice	23 September 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>	Not applicable
Date of change	17 March 2015
No. of securities held prior to change	<ul style="list-style-type: none"><li>496,269 ordinary shares/CUFS registered in the name of the Director (of which 5,910 are subject to a holding lock until 7 June 2015, 79,241 are in a holding lock until 18 March 2016, 21,747 are in a holding lock until 6 June 2016 and 3,021 are in a holding lock until 17 September 2016).</li></ul>
Class	Ordinary shares/CUFS
Number acquired	200,261 ordinary shares/CUFS following vesting of Relative TSR Restricted Stock Units (Relative TSR RSUs).

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+ See chapter 19 for defined terms.

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Number disposed	174,252 ordinary shares/CUFS sold
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	<ul style="list-style-type: none"> <li>• Vesting of Relative TSR RSUs – Nil; and</li> <li>• Sale of ordinary shares/CUFS issued pursuant to vesting of Relative TSR RSUs -\$2,605,877.15.</li> </ul>
No. of securities held after change	Current relevant interest is: <ul style="list-style-type: none"> <li>• 522,278 ordinary shares/CUFS registered in the name of the Director (of which 5,910 are subject to a holding lock until 7 June 2015, 79,241 are in a holding lock until 18 March 2016, 21,747 are in a holding lock until 6 June 2016, 3,021 are in a holding lock until 17 September 2016 and 26,009 are in a holding lock until 17 March 2017).</li> </ul>

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<p><b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>Two separate events:</p> <ul style="list-style-type: none"> <li>• 200,261 ordinary shares/CUFS issued pursuant to vesting of Relative TSR RSUs.</li> <li>• The on-market sale of ordinary shares/CUFS issued pursuant to vesting of Relative TSR RSUs. <ul style="list-style-type: none"> <li>○ The disposal of some of the shares is required to fund (i) US State and Federal withholding tax obligations (which are payable on vesting of RSUs) and (ii) sale costs;</li> <li>○ 75% of the remaining shares were sold on-market in compliance with the James Hardie stock accumulation policy; and</li> <li>○ 25% of the remaining shares have been retained and are subject to a two-year holding lock in accordance with the James Hardie stock accumulation policy. Following the sale the shareholding of the Director is currently more than 150% of his Board-approved shareholding target.</li> </ul> </li> </ul>
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## 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	Not applicable
Nature of interest	Restricted Stock Units (RSUs) are contractual entitlements to receive or be issued ordinary shares/CUFS upon satisfaction of certain conditions.
Name of registered holder (if issued securities)	Not applicable
Date of change	17 March 2015

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<b>No. and class of securities to which interest related prior to change</b> <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	<ul style="list-style-type: none"> <li>• 1,565,159 Relative TSR RSUs; and</li> <li>• 796,289 ROCE RSUs.</li> </ul>
<b>Interest acquired</b>	Not applicable
<b>Interest disposed</b>	200,261 Relative TSR RSUs vested on 17 March 2015.
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	No cash consideration was paid to exercise the RSUs.
<b>Interest after change</b>	Current interests in contracts: <ul style="list-style-type: none"> <li>• 1,364,898 Relative TSR RSUs; and</li> <li>• 796,289 ROCE RSUs.</li> </ul>

**Part 3 – <sup>+</sup>Closed period**

Were the interests in the securities or contracts detailed above traded during a <sup>+</sup> closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	Not applicable
If prior written clearance was provided, on what date was this provided?	Not applicable

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