Board of Directors

Kathryn Fagg
Non-executive Chairman

Mike Kane
CEO & Managing Director

Peter Alexander
Non-executive Director

Dr Eileen Doyle
Non-executive Director

John Marlay
Non-executive Director

Karen Moses
Non-executive Director

Paul Rayner
Non-executive Director
Executive Committee

Mike Kane
CEO & Managing Director

Rosaline Ng
Group President Ventures & CFO

Ross Harper
Group President Operations

Wayne Manners
President & CEO, Boral Australia

David Mariner
President & CEO, Boral North America

Frederic de Rougemont
CEO, USG Boral

Linda Coates
Group Human Resources Director

Kylie FitzGerald
Group Communications & Investor Relations Director

Dominic Millgate
Company Secretary

Damien Sullivan
Group General Counsel
Chairman’s address

Kathryn Fagg
Safety performance

Employee and contractor recordable injury frequency rate\(^1\) of 7.5, a 14% improvement on the prior year

![Employee and contractor RIFR chart](chart.png)

---

1. Recordable injury frequency rate (RIFR) is the combined lost time injury frequency rate (LTIFR) and medical treatment injury frequency rate (MTIFR). Per million hours worked for employees and contractors in 100% owned businesses including Headwaters, and all joint ventures businesses regardless of equity interest from FY2018 onwards. Data for prior years only includes 50% owned joint ventures and excludes Headwaters
FY2019 financial results
Delivering improved earnings from continuing operations

<table>
<thead>
<tr>
<th>FY2019 vs FY2018</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>REVENUE</strong> (^1,2)</td>
</tr>
<tr>
<td>$5,801m</td>
</tr>
<tr>
<td><strong>EBITDA</strong> (^1,2)</td>
</tr>
<tr>
<td>$1,033m</td>
</tr>
<tr>
<td><strong>Net profit after tax</strong> (^2)</td>
</tr>
<tr>
<td>$440m</td>
</tr>
<tr>
<td><strong>ROFE</strong> (^3) from</td>
</tr>
<tr>
<td>8.2%</td>
</tr>
</tbody>
</table>

- Year-four synergy target
  - US$115m
    - On track
- Full year dividend
  - 26.5 cents
    - steady

---

1. Excluding discontinued operations
2. Excluding significant items
3. Return on funds employed (ROFE) is based on EBIT before significant items on funds employed at period end
Boral’s purpose is to help our customers **build something great**

Our key strategic objective is to deliver shareholder returns that exceed the cost of capital through the cycle

**Boral North America**
a leading supplier of building products and largest fly ash marketer in the USA

**USG Boral**
a gypsum-based, interior linings product leader in Asia, Australasia and the Middle East

**Boral Australia**
a leading, vertically integrated construction materials player supplying residential, non-residential and infrastructure construction markets
2019 Sustainability reporting and performance

Reporting and disclosures
• Updated materiality review undertaken
• Reporting UN Sustainable Development Goals we can most significantly impact
• Climate-related impacts more comprehensively addressed in line with TCFD
• Enhanced approach to assessing modern slavery risk

FY2019 highlights
✓ 14% improvement in RIFR
✓ A further 7% reduction in Scope 1 & 2 emissions and emissions intensity
✓ Since 2012 energy use and CO₂-e emissions reduced by 27% and 32% respectively
✓ 10% of revenue from lower carbon, high-recycled-content products
✓ Increased representation of women
✓ Pay equity 1:1 in Boral Australia
Building a sustainable business
Our environmental sustainability is embedded in Boral’s business strategy

Boral’s Scope 1 & 2 GHG emissions, million tonnes CO$_2$-e

- Absolute GHG emissions of 2.4 million tonnes CO$_2$-e have reduced 32% since FY2012$^1$

---

1. For 100% owned operations and Boral’s share of 50%-owned JVs. It excludes some JVs which in aggregate are deemed not to have material emissions. For the purpose of this analysis, emissions associated with Boral’s Australian plasterboard business in FY2012, which was part of Boral Building Products have been reclassified as USG Boral GHG emissions.
Senior leadership changes announced in Feb-2019

Well positioned around executive capability today and in the future

Operations leadership

CEO & Managing Director
Mike Kane

Group President Ventures & CFO
(incl. Chair of USG Boral)
Ros Ng

Group President Operations
Ross Harper

New appointment / expanded roles

CEO, USG Boral
Frederic de Rougemont

CEO, Meridian Brick
Chris Fenwick

President & CEO, Boral Australia
Wayne Manners

President & CEO, Boral North America
David Mariner
CEO & Managing Director’s address

Mike Kane
Boral North America's rail cars serving as mobile fly ash storage capacity
Boral North America’s landfill reclaim operation at Montour, Pennsylvania
Safety performance improving in all divisions

Employee and contractor recordable injury frequency rate (RIFR)\(^1\) per million hours worked

### Divisional

<table>
<thead>
<tr>
<th>Division</th>
<th>FY2018</th>
<th>FY2019</th>
</tr>
</thead>
<tbody>
<tr>
<td>Boral Australia</td>
<td>11.3</td>
<td>10.5</td>
</tr>
<tr>
<td>Boral North America</td>
<td>8.9</td>
<td>7.6</td>
</tr>
<tr>
<td>USG Boral</td>
<td>4.5</td>
<td>3.4</td>
</tr>
</tbody>
</table>

### Boral Group

<table>
<thead>
<tr>
<th>Year</th>
<th>MTIFR</th>
<th>LTIFR</th>
</tr>
</thead>
<tbody>
<tr>
<td>FY2013</td>
<td>17.4</td>
<td>1.9</td>
</tr>
<tr>
<td>FY2014</td>
<td>15.5</td>
<td>1.9</td>
</tr>
<tr>
<td>FY2015</td>
<td>13.6</td>
<td>1.8</td>
</tr>
<tr>
<td>FY2016</td>
<td>12.1</td>
<td>1.3</td>
</tr>
<tr>
<td>FY2017</td>
<td>8.8</td>
<td>1.5</td>
</tr>
<tr>
<td>FY2018</td>
<td>8.1</td>
<td>1.6</td>
</tr>
<tr>
<td>FY2019</td>
<td>8.7</td>
<td>1.3</td>
</tr>
</tbody>
</table>

### Comparable data

<table>
<thead>
<tr>
<th>Year</th>
<th>MTIFR</th>
<th>LTIFR</th>
</tr>
</thead>
<tbody>
<tr>
<td>FY2013</td>
<td>10.5</td>
<td>3.4</td>
</tr>
<tr>
<td>FY2014</td>
<td>8.7</td>
<td>6.2</td>
</tr>
<tr>
<td>FY2015</td>
<td>7.5</td>
<td>6.6</td>
</tr>
<tr>
<td>FY2016</td>
<td>7.1</td>
<td>7.1</td>
</tr>
<tr>
<td>FY2017</td>
<td>6.2</td>
<td>6.2</td>
</tr>
</tbody>
</table>

\(^1\) Recordable injury frequency rate (RIFR) is the combined lost time injury frequency rate (LTIFR) and medical treatment injury frequency rate (MTIFR). Per million hours worked for employees and contractors in 100% owned businesses including Headwaters, and all joint ventures businesses regardless of equity interest from FY2018 onwards. Data for prior years only includes 50% owned joint ventures and excludes Headwaters.
## FY2019 divisional performance

Three focused and well-positioned divisions, delivering substantial benefits through improvement initiatives

<table>
<thead>
<tr>
<th>Boral Australia</th>
<th>Boral North America</th>
<th>USG Boral</th>
</tr>
</thead>
<tbody>
<tr>
<td>› $593 million EBITDA</td>
<td>› $415 million (US$297 million) EBITDA</td>
<td>› $252 million underlying EBITDA (100% of JV)</td>
</tr>
<tr>
<td>› EBITDA margins 16.6%</td>
<td>› EBITDA margins 18.6%</td>
<td>› $57 million of post-tax earnings to Boral (50% share)</td>
</tr>
<tr>
<td>› ROFE(^1) of 15.1%, well above cost of capital</td>
<td>› ROFE(^1) of 5.6%</td>
<td>› EBITDA margins 15.7%</td>
</tr>
<tr>
<td>› $28 million savings from supply chain optimisation, Organisational Effectiveness and rightsizing programs; expect a further $40-$50 million in FY2020</td>
<td>› Synergies of US$32 million, slightly ahead of plan; on track to deliver year-four synergy target of US$115 million</td>
<td>› ROFE(^1) of 8.1%</td>
</tr>
<tr>
<td></td>
<td></td>
<td>› Cost savings of $4.5 million realised through project Horizon; expect to deliver ~$21 million of annualised savings by FY2021</td>
</tr>
</tbody>
</table>

1. Return on funds employed (ROFE) is based on EBIT before significant items on funds employed at period end
Owning 100% of USG Boral Australia & NZ will be value-creating for Boral’s shareholders

- **US$200 million investment**, FY2019 EBITDA multiple ~5.7 times\(^1\)
- Additional **A$576 million of reported revenue for Boral**, based on FY2019, and with **EBITDA margins >16%, significant EBITDA uplift**
- **USG Boral Australia & NZ is a high-performing business**, generating **strong cash flows**, underpinned by leading **Sheetrock® technology**
- Continued access to **USG’s intellectual property**\(^2\) and support from USG and USG Boral
- **Continue to trade as USG Boral** and **sell the successful Sheetrock®** in Australia and New Zealand – we expect a **seamless transition**
- **Boral has agreed to grant Knauf a call option**\(^3\) to purchase 50% of the business within five years, subject to regulatory approval
- **Boral retains entire free cash flow** under Boral’s 100% ownership

---

1. Based on USD/AUD exchange rate of $0.7145 on 30 June 2019
2. A single, low percentage royalty-based fee (of <0.5% of relevant revenues) has been agreed. This fee includes Boral retaining exclusive access in Australia and NZ to USG’s Sheetrock® technology currently employed in USG Boral until 2024 and non-exclusive access beyond 2024; and exclusive access to USG’s mark II Sheetrock® technology (EcoSmart) until 2024 and non-exclusive access beyond 2024, and other R&D and breakthrough technologies.
3. Boral has agreed to grant Knauf a call option to buy 50% share for US$200 million (with potential adjustments primarily in relation to Knauf paying 50% of growth capital expenditure invested into the business under Boral’s ownership) within five years. The grant and exercise of the call option will be subject to Australian and NZ regulatory approvals.
4. Other plants include metal products, cornice production and joint compounds.
A new expanded USG Boral Asia joint venture

Once completed, the expanded USG Boral Asia JV will deliver a stronger growth platform in Asia.

Operating footprint

Number of operating sites

- USG Boral plasterboard plants: 15
- USG Boral other plants: 20
- USG Boral gypsum mines: 1
- KNAUF plasterboard plants: 9
- KNAUF other plants: 16
- KNAUF gypsum mines: 1

Plasterboard manufacturing capacity

- USG Boral’s 562 million m² combined with Knauf’s 220 million m² of capacity creates a 782 million m² network of manufacturing plants.

1. Other plants include USB Boral JV owned mineral fibre ceiling tile, metal ceiling grid, metal products, joint compounds, mineral wool and cornice production.
2. Includes new capacity coming on line in USG Boral Vietnam and India, and Knauf’s new capacity in the Philippines.
USG Boral transaction summary

- Boral’s direct funding requirement of US$335 million (after the USG Boral JV self-funds a proportion of the investment\(^1\)) to be through debt and proceeds from divestments
- ~3-5% EPS accretion on pro-forma FY2019 basis, before synergies
- Synergies of ~US$30 million p.a. expected in year 4

---

1. The USG Boral JV will self-fund US$262 million of the $532.5 million investment (using US$50 million proceeds from Middle East sale, up to US$200 million of debt, plus cash). The balance of US$270 million will be equally funded by Knauf and Boral – being US$135 million each. Boral’s direct total funding of US$335 million is US$200 million to buy 50% of USG Boral Australia & NZ plus Boral’s US$135 million share of funding for the USG Boral JV to acquire Knauf Asia Plasterboard
2. Represents 100% ownership of USG Boral’s current ownership of the Middle East / Oman entities
# 1Q FY2020 trading

<table>
<thead>
<tr>
<th>Boral Group</th>
<th>Boral Australia</th>
<th>Boral North America</th>
<th>USG Boral</th>
</tr>
</thead>
</table>
| › As expected, volume pressures in several businesses reflecting softer activity | › 1Q earnings lower due to softer housing market and delays in infrastructure projects  
   - 8% lower concrete volumes and flat asphalt volumes  
   - Disruptions at Berrima & Peppertree resulted in adverse earnings impact of ~$10 million  
   - Secured supply to Westgate Tunnel, Norfolk Island airport and Queens Wharf | › 1Q earnings slightly lower than prior year  
   - Early signs of US housing market improving yet to flow through, but should benefit 2H  
   - As expected in Fly Ash, lower earnings from site services  
   - Signed MOU for significant fly ash project | › 1Q earnings slightly lower than last year  
   - Slowdown in residential construction in Australia, and continued downturn in South Korea  
   - partially offset by improvements in Thailand and China |
Reaffirming FY2020 NPAT outlook guidance

| FY2020       | • Boral’s full year FY2020 earnings outlook remains unchanged  
|             | • We continue to expect NPAT\(^1\) to be ~5-15% lower in FY2020 relative to FY2019, reflecting lower earnings and higher depreciation charges  
|             | • Expect FY2020 Property earnings to be ~$55-$65 million  
|             | *FY2020 guidance excludes additional earnings expected when USG Boral Knauf transaction closes, anticipated in early 2020, and implications of new IFRS Leasing Standard on FY2020 reported earnings*

| 1H FY2020    | • Expect Boral’s EBITDA in 1H to be ~5% lower than prior year  
|             | • Expect 1H Property earnings of ~$30 million to only partially offset impact of lower volumes and higher costs, including one-off Peppertree and Berrima costs

| 2H FY2020    | • Expect EBITDA to be broadly similar to 2H EBITDA reported last year, before additional earnings expected from USG Boral transaction with Knauf

---

1. Net profit after tax, excluding significant items
## Expected 2H FY2020 earnings skew

**Underpinned by**

| **Boral Australia** | Expected ramp up of several major projects, including Queens Wharf and Westgate Tunnel  
| | Already planned improvement initiatives expected to deliver savings of ~US$40-50 million in FY2020  
| | Further cost savings initiatives that aggressively address spend control, improve operational efficiencies and accelerate procurement savings |
| **Boral North America** | Both volume growth and price increases expected to contribute to 2H earnings growth, particularly in fourth quarter – which is seasonally the strongest quarter for the year  
| | Additional comprehensive improvement program of more than 50 initiatives expected to deliver benefits, primarily from January  
| | Initiatives are in addition to ~US$20 million of synergies expected in FY2020 |
| **USG Boral** | Expect a broadly balanced first half and second half of underlying earnings from USG Boral – prior to impact of increased earnings that we will receive following closure of the transaction with Knauf |
A lower carbon footprint

32% reduction in Scope 1 & 2 GHG emissions since FY2012

**GHG emissions from operations¹**

- **Australia**
- **North America**
- **Asia**

<table>
<thead>
<tr>
<th>Year</th>
<th>Absolute emissions (m tonnes CO₂-e)</th>
<th>Emissions intensity (tonnes CO₂-e per A$m revenue)</th>
</tr>
</thead>
<tbody>
<tr>
<td>FY12</td>
<td>671</td>
<td>3.54</td>
</tr>
<tr>
<td>FY13</td>
<td>644</td>
<td>3.41</td>
</tr>
<tr>
<td>FY14</td>
<td>582</td>
<td>3.14</td>
</tr>
<tr>
<td>FY15</td>
<td>523</td>
<td>2.64</td>
</tr>
<tr>
<td>FY16</td>
<td>552</td>
<td>2.46</td>
</tr>
<tr>
<td>FY17</td>
<td>491</td>
<td>2.46</td>
</tr>
<tr>
<td>FY18</td>
<td>488</td>
<td>2.46</td>
</tr>
<tr>
<td>FY19</td>
<td>375</td>
<td>348</td>
</tr>
</tbody>
</table>

- **Absolute GHG emissions** of 2.4m tonnes CO₂-e pa (Scope 1 & 2)
  - ↓ 7% in FY2019
  - ↓ 32% since FY2012

- **Emissions intensity²** of 348 tonnes CO₂-e/A$m revenue
  - ↓ 7% in FY2019
  - ↓ 48% since FY2012
  - **Target:** 10-20% reduction in intensity by FY2023 from FY2018

- **Boral’s fly ash in the supply chain:**
  - ~5.1m tonnes pa of avoided CO₂-e emissions
  - **Target:** avoid a further 1.1–1.5m tonnes CO₂-e pa in supply chain on FY2018 through increased fly ash supply by FY2022³

---

¹ For 100% owned operations and Boral’s share of 50%-owned JVs. It excludes some JVs which in aggregate are deemed not to have material emissions

² Based on Group-reported revenue adjusted to include a 50% share of underlying revenues from USG Boral and meridian Brick JVs, which are equity accounted

³ Based on target to increase net supply of fly ash by 1.5–2.0m tons pa by FY2022
Investment in innovation benefits customers with development of more sustainable products; currently ~10% of revenues from lower carbon and high-recycled products
**Boral’s multi-year transformation journey**

We have delivered significant gains and we are focused on delivering continued improvements

<table>
<thead>
<tr>
<th>FY2019 vs FY2012</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Recordable injury frequency rate</strong></td>
</tr>
<tr>
<td>7.5</td>
</tr>
<tr>
<td>from 19.0</td>
</tr>
<tr>
<td><strong>EBITDA</strong>&lt;sup&gt;1&lt;/sup&gt;</td>
</tr>
<tr>
<td>$1,037m</td>
</tr>
<tr>
<td>from $473m</td>
</tr>
<tr>
<td><strong>Net profit after tax</strong>&lt;sup&gt;1&lt;/sup&gt;</td>
</tr>
<tr>
<td>$440m</td>
</tr>
<tr>
<td>from $440m</td>
</tr>
</tbody>
</table>

1. Excluding significant items
2. Return on funds employed (ROFE) is based on EBIT before significant items on funds employed at period end
3. Adjusted to reflect the bonus element in the renounceable entitlement offer that occurred during November and December 2016
Annual General Meeting

Formal business

Working together to build something great
Item 1 – Financial reports

Item 2 – Re-election of directors

Item 2.1 To re-elect Eileen Doyle as a Director

To consider and, if thought fit, to pass the following resolution as an ordinary resolution:

“That Eileen Doyle, who retires in accordance with clause 6.3(b) of the Company’s Constitution, being eligible, be re-elected as a Director of the Company.”
Eileen Doyle
Non-executive Director
Item 2.1
To re-elect Eileen Doyle as a Director

<table>
<thead>
<tr>
<th>Proxies</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>For</td>
<td>721,073,347</td>
</tr>
<tr>
<td>Open</td>
<td>7,799,369</td>
</tr>
<tr>
<td>Against</td>
<td>8,346,612</td>
</tr>
</tbody>
</table>

% to be cast FOR the resolution* 98.6%

* On basis open proxies in favour of the Chairman of the Meeting are voted FOR
Item 2 – Re-election of directors

Item 2.2 To re-elect Karen Moses as a Director

To consider and, if thought fit, to pass the following resolution as an ordinary resolution:

“That Karen Moses, who retires in accordance with clause 6.3(b) of the Company’s Constitution, being eligible, be re-elected as a Director of the Company.”
Karen Moses
Non-executive Director
**Item 2.2**
To re-elect Karen Moses as a Director

<table>
<thead>
<tr>
<th>Proxies</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>For</td>
<td>498,097,659</td>
</tr>
<tr>
<td>Open</td>
<td>5,449,010</td>
</tr>
<tr>
<td>Against</td>
<td>233,687,613</td>
</tr>
</tbody>
</table>

% to be cast FOR the resolution* 68.0%

* On basis open proxies in favour of the Chairman of the Meeting are voted FOR
Chairman of Remuneration & Nomination Committee

John Marlay
2019 Remuneration outcomes

Remuneration structured to focus executives on strategy delivery and align with shareholder value creation

Zero STIs were paid in FY2019 for the CEO and most KMP and their teams and Zero LTI awards vested in FY2019

Boral EBIT ($A million) and Senior executive STI paid (% of target)

Vested CEO LTI grants ($A million) and TSR percentile outcome (%)
Item 3
Remuneration Report

To consider and, if thought fit, to pass the following resolution as a non-binding ordinary resolution:

“To adopt the Remuneration Report for the year ended 30 June 2019.”
## Item 3
Remuneration Report

<table>
<thead>
<tr>
<th>Proxies</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>For</td>
<td>585,762,019</td>
</tr>
<tr>
<td>Open</td>
<td>7,725,543</td>
</tr>
<tr>
<td>Against</td>
<td>136,399,194</td>
</tr>
</tbody>
</table>

*To be cast FOR the resolution*

81.5%

* On basis open proxies in favour of the Chairman of the Meeting are voted FOR
Item 4
Award of LT1 Rights to Mike Kane, CEO & Managing Director

To consider and, if thought fit, to pass the following resolution as an ordinary resolution:

“That approval is given for the award to Mike Kane, the CEO & Managing Director, of rights to fully paid ordinary shares in the Company on the terms described in the Explanatory Notes to the Notice of Meeting.”
Item 4
Award of LTI Rights to Mike Kane, CEO & Managing Director

<table>
<thead>
<tr>
<th>Proxies</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>For</td>
<td>660,514,630</td>
</tr>
<tr>
<td>Open</td>
<td>7,616,309</td>
</tr>
<tr>
<td>Against</td>
<td>66,267,032</td>
</tr>
</tbody>
</table>

% to be cast FOR the resolution*

* On basis open proxies in favour of the Chairman of the Meeting are voted FOR
The material contained in this document is a presentation of information about the Group’s activities current at the date of the presentation, 6 November 2019. It is provided in summary form and does not purport to be complete. It should be read in conjunction with the Group’s periodic reporting and other announcements lodged with the Australian Securities Exchange (ASX).

To the extent that this document may contain forward-looking statements, such statements are not guarantees or predictions of future performance, and involve known and unknown risks, uncertainties and other factors, many of which are beyond our control, and which may cause actual results to differ materially from those expressed in the statements contained in this release.

This document is not intended to be relied upon as advice to investors or potential investors and does not take into account the investment objectives, financial situation or needs of any particular investor.