

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

**FORM 6-K**

**Report of Foreign Private Issuer Pursuant to Rule 13a-16 or 15d-16  
under the Securities Exchange Act of 1934**

For the Month of September 2023

1-15240  
(Commission File Number)

**JAMES HARDIE INDUSTRIES plc**  
(Translation of registrant's name into English)

First Floor, Block A  
One Park Place  
Upper Hatch Street, Dublin 2, D02, FD79, Ireland  
(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

Form 20-F..X.... Form 40-F.....

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1): Not Applicable

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7): Not Applicable

---

**TABLE OF CONTENTS**

<a href="#">Forward-Looking Statements</a>	3
<a href="#">Exhibit Index</a>	5
<a href="#">Signatures</a>	6

## *Forward-Looking Statements*

This Form 6-K contains forward-looking statements. James Hardie Industries plc (the "company") may from time to time make forward-looking statements in its periodic reports filed with or furnished to the Securities and Exchange Commission, on Forms 20-F and 6-K, in its annual reports to shareholders, in offering circulars, invitation memoranda and prospectuses, in media releases and other written materials and in oral statements made by the company's officers, directors or employees to analysts, institutional investors, existing and potential lenders, representatives of the media and others. Statements that are not historical facts are forward-looking statements and such forward-looking statements are statements made pursuant to the Safe Harbor Provisions of the Private Securities Litigation Reform Act of 1995.

Examples of forward-looking statements include:

- statements about the company's future performance;
- projections of the company's results of operations or financial condition;
- statements regarding the company's plans, objectives or goals, including those relating to strategies, initiatives, competition, acquisitions, dispositions and/or its products;
- expectations concerning the costs associated with the suspension or closure of operations at any of the company's plants and future plans with respect to any such plants;
- expectations concerning the costs associated with the significant capital expenditure projects at any of the company's plants and future plans with respect to any such projects;
- expectations regarding the extension or renewal of the company's credit facilities including changes to terms, covenants or ratios;
- expectations concerning dividend payments and share buy-backs;
- statements concerning the company's corporate and tax domiciles and structures and potential changes to them, including potential tax charges;
- statements regarding tax liabilities and related audits, reviews and proceedings;
- statements regarding the possible consequences and/or potential outcome of legal proceedings brought against us and the potential liabilities, if any, associated with such proceedings;
- expectations about the timing and amount of contributions to AICF, a special purpose fund for the compensation of proven Australian asbestos-related personal injury and death claims;
- expectations concerning the adequacy of the company's warranty provisions and estimates for future warranty-related costs;
- statements regarding the company's ability to manage legal and regulatory matters (including but not limited to product liability, environmental, intellectual property and competition law matters) and to resolve any such pending legal and regulatory matters within current estimates and in anticipation of certain third-party recoveries; and
- statements about economic or housing market conditions in the regions in which we operate, including but not limited to, the levels of new home construction and home renovations, unemployment levels, changes in consumer income, changes or stability in housing values, the availability of mortgages and other financing, mortgage and other interest rates, housing affordability and supply, the levels of foreclosures and home resales, currency exchange rates, and builder and consumer confidence.

Words such as "believe," "anticipate," "plan," "expect," "intend," "target," "estimate," "project," "predict," "forecast," "guideline," "aim," "will," "should," "likely," "continue," "may," "objective," "outlook" and similar expressions are intended to identify forward-looking statements but are not the exclusive means of identifying such statements. Readers are cautioned not to place undue reliance on these forward-looking statements and all such forward-looking statements are qualified in their entirety by reference to the following cautionary statements.

Forward-looking statements are based on the Company's current expectations, estimates and assumptions and because forward-looking statements address future results, events and conditions, they, by their very nature, involve inherent risks and uncertainties, many of which are unforeseeable and beyond the Company's control. Such known and unknown risks, uncertainties and other factors may cause actual results, performance or other achievements to differ materially from the anticipated results, performance or achievements expressed, projected or implied by these forward-looking statements. These factors, some of which are discussed under "Risk Factors" in Section 3 of the Form 20-F filed with the Securities and Exchange Commission on 16 May 2023, include, but are not limited to: all matters relating to or arising out of the prior manufacture of products that contained asbestos by current and former Company subsidiaries; required contributions to AICF, any shortfall in AICF funding and the effect of currency exchange rate movements on the amount recorded in the Company's financial statements as an asbestos liability; compliance with and changes in tax laws and treatments; competition and product pricing in the markets in which the Company operates; the consequences of product failures or defects; exposure to environmental, asbestos, putative consumer class action or other legal proceedings; general economic and market conditions; the supply and cost of raw materials; possible increases in competition and the potential that competitors could copy the Company's products; compliance with and changes in environmental and health and safety laws; risks of conducting business internationally; compliance with and changes in laws and regulations; currency exchange risks; dependence on customer preference and the concentration of the Company's customer base; dependence on residential and commercial construction markets; the effect of adverse changes in climate or weather patterns; use of accounting estimates; and all other risks identified in the Company's reports filed with Australian, Irish and US securities regulatory agencies and exchanges (as appropriate). The Company cautions you that the foregoing list of factors is not exhaustive and that other risks and uncertainties may cause actual results to differ materially from those referenced in the Company's forward-looking statements. Forward-looking statements speak only as of the date they are made and are statements of the Company's current expectations concerning future results, events and conditions. The Company assumes no obligation to update any forward-looking statements or information except as required by law.

## EXHIBIT INDEX

<b>Exhibit No.</b>	<b>Description</b>
<a href="#">99.1</a>	Change in Substantial Holding
<a href="#">99.2</a>	Application for quotation of securities - JHX

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: 22 September 2023

**James Hardie Industries plc**

By: /s/ Aoife Rockett

Aoife Rockett  
Company Secretary

## EXHIBIT INDEX

<b>Exhibit No.</b>	<b>Description</b>
<a href="#">99.1</a>	Change in Substantial Holding
<a href="#">99.2</a>	Application for quotation of securities - JHX



**James Hardie Industries plc**  
1<sup>st</sup> Floor, Block A,  
One Park Place,  
Upper Hatch Street, Dublin 2,  
D02 FD79, Ireland

T: +353 (0) 1 411 6924  
F: +353 (0) 1 479 1128

18 September 2023

The Manager  
Company Announcements Office  
Australian Securities Exchange Limited  
20 Bridge Street  
SYDNEY NSW 2000

Dear Sir/Madam

### **Substantial Holding Notice**

As required under ASX Listing Rule 3.17.3 please see attached copy of the substantial holding notice received by James Hardie on 15 September 2023.

Regards

Aoife Rockett  
**Company Secretary**

*This announcement has been authorised for release by the Company Secretary, Ms Aoife Rockett.*



1<sup>st</sup> Floor, Block A, One Park Place, Upper Hatch Street, Dublin 2, D02 FD79, Ireland.

**Directors:** Anne Lloyd (Chairperson, USA), Peter-John Davis (Aus), Persio Lisboa (USA), Renee Peterson (USA), Rada Rodriguez (Sweden), Suzanne B. Rowland (USA), Nigel Stein (UK), Harold Wiens (USA).

**Chief Executive Officer and Director:** Aaron Erter (USA)

**Company number:** 485719

**ARBN:** 097 829 895

---

**Sydney**

Level 2, 5 Martin Place  
Sydney NSW 2000 Australia  
GPO Box 3698  
Sydney NSW 2001  
www.challenger.com.au  
Telephone 02 9994 7000

14 September 2023

Aoife Rockett  
Group Company Secretary  
James Hardie Industries plc  
Europa House, 2<sup>nd</sup> Floor  
Harcourt Centre  
Harcourt Street  
Dublin 2, Ireland

By email: [Aoife.Rockett@jameshardie.com](mailto:Aoife.Rockett@jameshardie.com), [investor.relations@jameshardie.com.au](mailto:investor.relations@jameshardie.com.au)

Dear Sir/Madam

**Notification of change in disclosable interest under the Companies Act 2014**

This notification is given in fulfillment of the duty imposed pursuant to Section 1048 and/or Section 1050 of the Companies Act 2014.

Challenger Limited on behalf of its subsidiary Fidante Partners Limited and on behalf of its associates Greencape Capital Pty Limited, Alphinity Investment Management Pty Ltd and WaveStone Capital Pty Limited (**Challenger Companies**) has a relevant share capital holding (as defined in Section 1047 of the Companies Act 2014) in James Hardie Industries PLC (**JHX**) which requires disclosure under Section 1048 and/or Section 1050 of the Companies Act 2014 as first notified to JHX on 23 October 2018.

On 12 September 2023, there was a change in the share capital held by the Challenger Companies such that the shareholding decreased through a percentage point, with the Challenger Companies having an aggregated interest in JHX of 4.9284% of ordinary share capital (being a reduction from 5.0108%) which is held as set out in Part 1 of Schedule 1 to this letter.

If you have any questions in relation to the above, please contact me at +61 2 9994 7094.

Kind regards



Linda Matthews  
Company Secretary  
Challenger Limited

Challenger Life Company Limited ABN 44 072 486 938 AFSL 234670  
Challenger Bank Limited ABN 54 087 651 750 AFSL/Australian Credit Licence 245606  
Challenger Investment Partners Limited ABN 29 092 382 842 AFSL 234678  
Challenger Retirement and Investment Services Limited ABN 80 115 534 453 AFSL 295642 RSE Licence No. L0001304  
Challenger Mortgage Management Pty Ltd ABN 72 087 271 109 Challenger Securitisation Management Pty Ltd ABN 56 100 346 898 AFSL 244593  
Challenger Investment Solutions Management Pty Ltd ABN 63 130 035 353 AFSL 487354

---

50150/0622



Schedule 1

Part 1

Registered Holder	Number of Chess Depository Interests	Held %
J. P. Morgan Nominees Australia Pty Limited	5,953,680	1.3600%
Citicorp Nominees Pty Limited	6,105,583	1.3947%
National Nominees Limited	1,443,736	0.3298%
HSBC Custody Nominees (Australia) Limited	7,456,856	1.7034%
BNP Paribas Nominees Pty Limited	544,754	0.1244%
UBS Nominees Pty Limited	70,206	0.0160%
		4.9284%

---





## Announcement Summary

---

Entity name

JAMES HARDIE INDUSTRIES PLC

Announcement Type

New announcement

Date of this announcement

Friday September 22, 2023

The +securities to be quoted are:

+Securities issued under an +employee incentive scheme that are not subject to a restriction on transfer or that are to be quoted notwithstanding there is a restriction on transfer

Total number of +securities to be quoted

ASX +security code	Security description	Number of +securities to be quoted	Issue date
JHX	CHESS DEPOSITARY INTERESTS 1:1	4,276	18/09/2023

Refer to next page for full details of the announcement







Part 1 - Entity and announcement details

---

1.1 Name of entity

JAMES HARDIE INDUSTRIES PLC

We (the entity named above) apply for +quotation of the following +securities and agree to the matters set out in Appendix 2A of the ASX Listing Rules.

1.2 Registered number type

ARBN

Registration number

097829895

1.3 ASX issuer code

JHX

1.4 The announcement is

New announcement

1.5 Date of this announcement

22/9/2023





## Part 2 - Type of Issue

---

2.1 The +securities to be quoted are:

+Securities issued under an +employee incentive scheme that are not subject to a restriction on transfer or that are to be quoted notwithstanding there is a restriction on transfer

2.2 The +securities to be quoted are:

Additional +securities in a class that is already quoted on ASX ("existing class")





Part 3B - number and type of +securities to be quoted (existing class) where issue has not previously been notified to ASX in an Appendix 3B

Additional +securities to be quoted in an existing class issued under an +employee incentive scheme

FROM (Existing Class)  
ASX +security code and description  
JHXAK : RESTRICTED STOCK UNIT

TO (Existing Class)  
ASX +security code and description  
JHX : CHESS DEPOSITARY INTERESTS 1:1

Please state the number of +securities issued under the +employee incentive scheme that are not subject to a restriction on transfer or that are to be quoted notwithstanding there is a restriction on transfer  
4,276

Please provide details of a URL link for a document lodged with ASX detailing the terms of the +employee incentive scheme or a summary of the terms

The terms of the James Hardie 2020 Non-Executive Director Equity Plan were summarised in the Notice of Meeting at Item 9 and the applicable Explanatory Notes. That publication is accessible at: [https://ir.jameshardie.com.au/jh/shareholder\\_meetings.jsp](https://ir.jameshardie.com.au/jh/shareholder_meetings.jsp)

Are any of these +securities being issued to +key management personnel (KMP) or an +associate  
 Yes

Provide details of the KMP or +associates being issued +securities

Name of KMP	Name of registered holder	Number of +securities
Persio Lisboa	Same	352
Anne Lloyd	Same	337
Rada Rodruguez	Same	352
Nigel Stein	Same	350
		---

Harold Wiens	Same	355
--------------	------	-----

Suzanne Rowland	Same	355
-----------------	------	-----

---

Application for quotation of +securities

4 / 7

---



## Application for quotation of +securities

---

Renee Peterson	Same	1,817
Peter John Davis	Same	358

Issue date

18/9/2023

Will the +securities to be quoted rank equally in all respects from their issue date with the existing issued +securities in that class?

Yes

### Issue details

---

Number of +securities to be quoted

4,276

Are the +securities being issued for a cash consideration?

No

Please describe the consideration being provided for the +securities

na

Please provide an estimate (in AUD) of the value of the consideration being provided per +security for the +securities to be quoted

0.000000

Any other information the entity wishes to provide about the +securities to be quoted

James Hardie Industries plc maintains a sponsored Level 2 American Depositary Receipt (ADR) program with Deutsche Bank Trust Company Americas. An ADR is a negotiable US dollar denominated certificate representing ownership of a CUFS and in turn, an ordinary share in James Hardie Industries plc.

---







Part 4 - Issued capital following quotation

---

Following the quotation of the +securities the subject of this application, the issued capital of the entity will comprise:  
(A discrepancy in these figures compared to your own may be due to a matter of timing if there is more than one application for quotation/issuance currently with ASX for processing.)

4.1 Quoted +securities (total number of each +class of +securities quoted on ASX following the +quotation of the +securities subject of this application)

ASX +security code and description	Total number of +securities on issue
JHX : CHESS DEPOSITARY INTERESTS 1:1	437,772,838

4.2 Unquoted +securities (total number of each +class of +securities issued but not quoted on ASX)

ASX +security code and description	Total number of +securities on issue
JHXAK : RESTRICTED STOCK UNIT	3,563,919
JHXAL : OPTION EXPIRING 03-NOV-2027 EX \$33.05	269,221





Part 5 - Other Listing Rule requirements

---

5.1 Are the +securities being issued under an exception in Listing Rule 7.2 and therefore the issue does not need any security holder approval under Listing Rule 7.1?

No

5.2 Has the entity obtained, or is it obtaining, +security holder approval for the issue under listing rule 7.1?

No

5.2b Are any of the +securities being issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?

No

5.2c Are any of the +securities being issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?

N/A



