



# media release

28 September 2001

## Shareholders Approve Restructuring – 98% Vote YES

James Hardie Industries Limited (JHIL) announced that shareholders overwhelmingly approved the group's corporate restructuring at a Scheme Meeting held today. Almost 98% of the votes were in favour of the proposal.

Shareholders passed a resolution that will see them exchange their shares in JHIL for an investment in the new parent company James Hardie Industries NV on a one-for-one basis after the NSW Supreme Court approves the Scheme. Court approval is being sought next week.

James Hardie Industries NV (JHI NV), to be commonly known as James Hardie, will have its primary listing on the Australian Stock Exchange (ASX). Trading as JHI NV is expected to begin by mid-October at which time the ASX code will change from HAH to JHX.

Shareholders will be able to trade their investment in James Hardie as they do today and the ASX is expected to account for the majority of the trading as it does today.

S&P/ASX Index Services has confirmed that the new James Hardie will have the same index weighting as JHIL at 100%.

James Hardie's CEO, Mr Peter Macdonald said, "Shareholders today have given an overwhelming vote of support for the corporate restructuring of James Hardie. A higher than normal number of proxies were cast and 98% of the votes were in favour of the proposal.

"The new structure provides a unique solution to the unique structural issues faced by James Hardie and will optimise returns to shareholders, 90% of whom are Australian, as the company continues to grow its fibre cement business internationally.

"The immediate and tangible benefits of the restructuring will significantly increase after-tax earnings compared to retaining the current structure, all other things being equal. This means a higher level of returns will be available for reinvestment in our business or for dividends and other forms of returns to shareholders.

"James Hardie will remain a prominent, Australian listed public company. Australian shareholders will now enjoy higher returns from the growth of the company overseas rather than being penalised by unusually high foreign taxes as this occurs.

"We regard today's result as a strong vote of confidence in the long-term growth strategy of the company, which remains intact, despite the prospect of near-term economic uncertainty.

"Having addressed our structural issues we will be able to focus and capitalise on the global potential of our unique fibre cement technology," Mr Macdonald said.

