



CIMIC Group Limited
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16 December 2015

Singapore Exchange (SGX)
2 Shenton Way
19-00 SGX Centre 1
Singapore 068804

RE: NOTICE OF STATUS OF DEFEATING CONDITIONS

Please find attached a copy of a release issued by CIMIC Residential Investments Pty Ltd, a subsidiary company of CIMIC Group Limited, parent company of CIMIC Finance (USA) Pty Ltd.

Yours faithfully
CIMIC RESIDENTIAL INVESTMENTS PTY LIMITED

LOUISE GRIFFITHS
Company Secretary

NOTICE OF STATUS OF DEFEATING CONDITIONS
UNDER SECTION 630(3) OF THE CORPORATIONS ACT 2001 (CTH)

TO: Devine Limited (ACN 010 769 365) (**Devine**)

AND TO: ASX Limited (ACN 008 624 691)

This is a notice given by CIMIC Residential Investments Pty Ltd (ACN 124 839 069) (**CRI**) in relation to the offers dated 26 November 2015 made under its off-market takeover bid for all the ordinary shares in Devine that CRI does not already own (**Offer**), pursuant to its bidder's statement dated 12 November 2015 (**Bidder's Statement**).

In accordance with section 630(3) of the *Corporations Act 2001* (Cth), CRI gives notice that:

- (a) the Offers and any contract arising from the acceptance of the Offers are free from all conditions contained in section 9.8(a) of the Bidder's Statement; and
- (b) as at the date of this notice, so far as CRI knows, CRI's voting power in Devine is 52.19%.

DATED 16 December 2015

SIGNED for and on behalf of CIMIC Residential Investments Pty Ltd.

A handwritten signature in black ink, appearing to be 'L. Griffiths', written over a horizontal line.

Louise Griffiths, Company Secretary, CRI