



CIMIC Group Limited  
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24 December 2015

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

**RE: SECOND SUPPLEMENTARY BIDDER'S STATEMENT**

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

# **SECOND SUPPLEMENTARY BIDDER'S STATEMENT**

**In relation to the Offer by**

**CIMIC RESIDENTIAL INVESTMENTS PTY LTD**  
ACN 124 839 069

**to acquire fully paid ordinary shares in**

**DEVINE LIMITED**  
ABN 004 482 982

**Devine independent directors have  
unanimously recommended<sup>1</sup> that you**

# **ACCEPT**

## **CRI's Offer**

<sup>1</sup> In the absence of a superior proposal.

**THIS IS AN IMPORTANT DOCUMENT AND REQUIRES YOUR IMMEDIATE  
ATTENTION**

If you are in doubt as to how to deal with this document, you should consult your financial or other professional adviser as soon as possible. For further information, you may also call the CIMIC Offer Information Line on 1300 362 398 (for calls made within Australia) or +612 8355 1004 (for calls made from outside Australia) from Monday to Friday between 9:00am and 5:00pm (AEDT).

## SECOND SUPPLEMENTARY BIDDER'S STATEMENT

### 1. INTRODUCTION

This document is a supplementary bidder's statement under section 643 of the *Corporations Act 2001* (Cth).

It is the second supplementary bidder's statement (**Second Supplementary Bidder's Statement**) issued by CIMIC Residential Investments Pty Ltd ACN 124 839 069 (**CRI**) to the bidder's statement dated 12 November 2015 lodged with the ASX, Devine and ASIC on 12 November 2015 (**Original Bidder's Statement**) and the first supplementary bidder's statement (**First Supplementary Bidder's Statement**) dated 17 December 2015 lodged with the ASX, Devine and ASIC on 17 December 2015 issued by CRI in connection with its off-market takeover bid for all of the ordinary shares in Devine Limited ABN 004 482 982 (**Devine**) that CRI does not already own.

This Second Supplementary Bidder's Statement supplements, and should be read together with, the Original Bidder's Statement and First Supplementary Bidder's Statement. This document will prevail in the event of any inconsistency with the Original Bidder's Statement and First Supplementary Bidder's Statement. Unless the context requires otherwise, defined terms in the Original Bidder's Statement have the same meaning where used in this document.

A copy of this document was lodged with ASIC on and is dated 24 December 2015. Neither ASIC nor any of its officers takes any responsibility for the contents of this document.

### 2. THE OFFER

#### 2.1 The Offer has been declared final

On 24 December 2015, CIMIC announced that the Offer is final and that the Offer will close as scheduled at 7.00pm on 29 December 2015. The announcement by CIMIC dated 24 December 2015 is attached to this Second Supplementary Bidder's Statement.

### 3. APPROVAL OF SECOND SUPPLEMENTARY BIDDER'S STATEMENT

This Second Supplementary Bidder's Statement has been approved by a resolution passed by the directors of CRI.

**DATED** 24 December 2015

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



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Louise Griffiths  
Company Secretary

**24 DECEMBER 2015      CIMIC DECLARES OFFER FOR DEVINE FINAL**

In respect of its off-market takeover Offer for Devine Limited (**Devine**), CIMIC through its wholly owned subsidiary CIMIC Residential Investments Pty Ltd (CRI), has today announced its Offer of \$0.75 in cash per Devine share is final and the Offer will close as scheduled on 29 December 2015.

There will be no extension in the Offer and the Offer will not be increased. If investors wish to accept into the Offer they must do so before 7.00pm (AEDT) on 29 December 2015.

**Offer Unconditional**

CIMIC declared the Offer freed from all defeating conditions on 10 December 2015.

Irrespective of the level of acceptances, CIMIC will proceed with its intentions as outlined in its Bidder's Statement dated 12 November 2015.

**How to Accept the Offer**

To accept the Offer investors should follow the instructions set out in Section 1.2 of the Bidder's Statement and on the Acceptance Form which accompanied the Bidder's Statement. Acceptance must be received before the Offer Period ends at 7.00pm (AEDT) on 29 December 2015.

**Information Line**

If you have any queries about the Offer, investors may call the CIMIC Offer Information Line on 1300 362 398 (for calls made within Australia) or +612 8355 1004 (for calls made from outside Australia) between 9.00am and 5.00pm (AEDT) Monday to Friday.

ENDS

**Issued by CIMIC Group Limited** ABN 57 004 482 982 [www.cimic.com.au](http://www.cimic.com.au)

**Further information**

Ms Marta Olba, Group Manager Investor Relations T+61 2 9925 6134

Ms Fiona Tyndall, General Manager Communications T+61 2 9925 6188

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CIMIC Group Limited (ASX: CIM), founded in Australia in 1949, is one of the world's leading international contractors and the world's largest contract miner. CIMIC, previously known as Leighton Holdings, was listed on the Australian Securities Exchange in 1962 and has its head office in Sydney, Australia. CIMIC provides construction, mining, engineering, concessions, and operation and maintenance services to the infrastructure, resources and property markets. It operates in approximately 20 countries throughout the Asia Pacific, the Middle East, Sub-Saharan Africa and South America and employed approximately 23,000 people as at 30 September 2015.