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To ASX Market Announcements, Melbourne

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Our Ref AXC 1140705

Date 17 March 2017

Number of pages (including this one): 5

Subject **Takeover bid for Bradken Limited – Notice of status of conditions**

Dear Sir/Madam,

We act for Hitachi Construction Machinery Co., Ltd. (**HCM**).

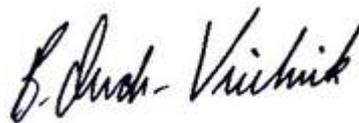
In accordance with subsection 630(5)(b) of the Corporations Act 2001 (Cth) (**Act**), we enclose a notice of status of conditions from HCM under section 630(3) of the Act.

A copy of the attached notice has separately been given to Bradken.

Yours faithfully



Alberto Colla
Partner



Bart Oude-Vrielink
Partner

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If you do not receive all pages please telephone +61 3 8608 2000

IMPORTANT - The contents of this facsimile may be privileged and confidential. Any unauthorised use of the contents is expressly prohibited. If you have received the document in error, please advise us by telephone (reverse charges) immediately and then shred the document. Thank you.

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PRESS RELEASE

For immediate release

ASX ANNOUNCEMENT

HCM OFFER UPDATE AND NOTICE OF STATUS OF CONDITIONS

(Friday, 17 March 2017) – Hitachi Construction Machinery Co., Ltd. (HCM) refers to its off-market takeover bid for all of the ordinary shares in Bradken Limited (HCM Offer and Bradken respectively).

As at 7.00pm on 16 March 2017, the Bradken Shares in which HCM has a relevant interest as a result of acceptances of the HCM Offer is 68.62% of the Bradken Shares on issue.

In accordance with Section 630(3) of the *Corporations Act 2001* (Cth), HCM attaches a notice of status of conditions. This notice confirms that the HCM Offer is unconditional.

With the HCM Offer scheduled to close in one week, Bradken Shareholders are urged to accept the HCM Offer without delay or risk losing the value presented by the HCM Offer. As the HCM Offer is now unconditional and final and with HCM's ownership interest approaching 70%, there is no reason to delay your acceptance of the HCM Offer.

Bradken Shareholders who do not accept the HCM Offer before the closing date will be minority shareholders in Bradken. This has number of disadvantages including:

1. Bradken may be removed from the official list of ASX.¹ If Bradken is delisted from ASX, there will be no ongoing public market in Bradken shares;
2. if Bradken remains listed on ASX, the market price of Bradken Shares is likely to fall significantly;
3. if Bradken remains listed on ASX, the liquidity of Bradken Shares is likely to be substantially reduced;
4. HCM is already in a position to cast the majority of votes at a general meeting of Bradken. This means that HCM is able to control the composition of Bradken's board of directors and senior management and the strategic direction of Bradken's business; and
5. if HCM acquires more than 75% but less than 90% of the Bradken Shares, HCM will be able to propose and pass special resolutions of Bradken. This will enable HCM to, among other things, change Bradken's constitution.

Accordingly, Bradken shareholders who have not yet accepted the HCM Offer should do so **promptly and without delay** to ensure that their acceptance is received by Computershare before the HCM Offer is due to close at 7.00pm (AEDT) on Friday, **24 March 2017**.

How to ACCEPT the recommended HCM Offer

Acceptance Forms can be sent by post. HCM will also process signed Acceptance Forms sent by email or fax. However, where an Acceptance Form is sent by email or fax, the original Acceptance Form (including any documents required in order to validly process acceptances, such as certified copies of powers of attorney) must still be posted in accordance with the instructions on the Acceptance Form, and HCM will not be obliged to pay the consideration until it receives those documents.

¹ See further Section 5.4 of HCM's Bidder's Statement dated 25 October 2016.

Issuer Sponsored Holders (Securityholder Reference Number beginning with "I"):

To accept the HCM Offer, a validly completed Acceptance Form must be received at the postal address indicated on the form before the end of the Offer Period. Alternatively, Acceptance Forms sent by facsimile to +61 3 9473 2093 or by email to HCMOffer@computershare.com.au will also be processed by HCM (subject to receipt before the end of the Offer Period of the emailed or faxed Acceptance Form and any original supporting documents required in order to validly process any such Acceptance Forms).

CHESS Holders (Holder Identification Number beginning with "X"):

If your Bradken shares are held in a broker sponsored holding, to accept the HCM Offer please contact your broker directly before the end of the Offer Period. Alternatively you can return your validly completed Acceptance Form to the postal address indicated on the form.

Acceptance Forms sent by facsimile to +61 3 9473 2093 or by email to HCMOffer@computershare.com.au will also be processed by HCM (subject to receipt of original documents).

Validly completed Acceptance Forms need to be received at the relevant address, or processed by sponsoring brokers, by no later than 7.00pm AEDT on 24 March 2017. Acceptance forms sent to any other address, facsimile or email address may not be accepted.

Information Line

Bradken shareholders who have any other questions about the recommended HCM Offer or want to request a new Acceptance Form may call the HCM Offer Information Line on 1300 648 150 (toll free within Australia) or +61 3 9415 4156 (not toll free from outside Australia).

CORPORATIONS ACT 2001 (Cth)

NOTICE BY

HITACHI CONSTRUCTION MACHINERY CO., LTD.

UNDER SECTION 630(3) – STATUS OF CONDITIONS

Hitachi Construction Machinery Co., Ltd. (**HCM**) gives notice, under section 630(3) of the *Corporations Act 2001* (Cth), that in relation to its off-market takeover bid for Bradken Limited ACN 108 693 009:

- (a) on 1 November 2016, HCM gave notice that the condition relating to HSR Antitrust Approval set out in paragraph 2(c) of Appendix 2 to the Bidder's Statement dated 25 October 2016, as supplemented by its first supplementary bidder's statement dated 30 January 2017 (**Bidder's Statement**) was fulfilled;
- (b) on 21 November 2016, HCM gave notice that the condition relating to CCB Clearance set out in paragraph 2(b) of Appendix 2 to the Bidder's Statement was fulfilled;
- (c) on 28 November 2016, HCM gave notice that the condition relating to ACCC Informal Clearance set out in paragraph 2(a) of Appendix 2 to the Bidder's Statement was fulfilled;
- (d) on 30 November 2016, HCM gave notice that the FIRB Condition set out in paragraph 1 of Appendix 2 to the Bidder's Statement was fulfilled;
- (e) on 30 January 2017, HCM gave notice that the condition relating to the South African Competition Approval set out in paragraph 2(d) of Appendix 2 to the Bidder's Statement was fulfilled;
- (f) on 30 January 2017, HCM gave notice that the condition relating to DDTC Approval set out in paragraph 4 of Appendix 2 to the Bidder's Statement was fulfilled;
- (g) on 13 February 2017, HCM:
 - (i) gave notice at the condition relating to approval from CFIUS set out in paragraph 3 of Appendix 2 to the Bidder's Statement was fulfilled; and
 - (ii) declared the HCM Offer and any contract resulting from acceptances of the HCM Offer free from the then remaining conditions set out in Appendix 2 to the Bidder's Statement, except for the minimum acceptance condition set out in paragraph 5 of Appendix 2 to the Bidder's Statement (**Minimum Acceptance Condition**); and
- (h) on 9 March 2017, HCM declared the HCM Offer free from the then remaining condition, being the Minimum Acceptance Condition;

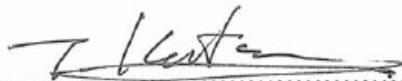
Accordingly, as at 9 March 2017, the HCM Offer became unconditional.

As at the date of this notice, HCM's voting power in Bradken Limited is 68.62%, comprising 143,254,064 shares out of a total of 208,771,990 ordinary shares on issue.

Unless the context otherwise requires, defined terms in the Bidder's Statement have the same meaning in this notice.

DATE 17 March 2017

Signed for and on behalf of HCM by



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Signature

Name Tetsuo Katsurayama

Director of Hitachi Construction Machinery Co., Ltd.