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25 August 2017

SUCCESSFUL COMPLETION OF INSTITUTIONAL PLACEMENT

Diversified engineering and infrastructure company RCR Tomlinson Ltd (ASX: RCR) ("RCR") today announces the successful completion of its fully underwritten institutional placement ("Institutional Placement") of new fully paid ordinary shares ("New Shares"), as first announced to the market on Thursday, 24 August 2017.

The Institutional Placement was strongly supported by existing and new institutional shareholders, and raised approximately \$75 million through the issue of approximately 21 million New Shares at \$3.55 per New Share, representing a 5.1% discount on the last closing price of RCR shares traded on Wednesday, 23 August 2017.

Proceeds from the Institutional Placement will be used to maintain balance sheet flexibility and will enable RCR to take full advantage of its growing pipeline of projects in the renewable energy, rail and transport markets, and to selectively invest in solar projects alongside RCR's project partners.

New Shares issued under the placement will rank equally with existing shares from allotment and will be entitled to the final dividend for FY17 of 6.0 cents per share, payable on 6 October 2017.

Settlement of the New Shares is expected to take place on Tuesday, 29 August 2017, and the issue and quotation of the New Shares is expected to occur on Wednesday, 30 August 2017.

RCR has requested that its trading halt be lifted with effect from the open of market today.

RCR's Managing Director, Dr Paul Dalglish said "RCR is delighted with the success of the Institutional Placement and the strong support shown by both our existing institutional shareholders and the broader market of institutional investors."

SHARE PURCHASE PLAN TO OPEN 31 AUGUST 2017

As announced on Thursday 24 August 2017, in addition to the Institutional Placement, RCR will undertake a non-underwritten Share Purchase Plan ("SPP") enabling eligible RCR shareholders ("Eligible Shareholders")¹ to apply for up to \$15,000 worth of shares at \$3.55 per New Share, being the same price paid by institutional investors under the Institutional Placement.

The SPP is intended to raise a maximum of \$15 million. RCR's Board may decide, to accept applications (in whole or in part) that result in the SPP raising more or less than this amount, in their absolute discretion.

The SPP is expected to open at 9.00 am (AEST) on Thursday, 31 August 2017 and to close at 5.00pm (AEST) on Friday, 15 September 2017.

New Shares issued under the SPP will rank equally with existing ordinary shares in RCR and will be entitled to the final dividend for FY17 of 6.0 cents per share, payable on 5 October 2017.

Further details of the SPP will be provided in a separate announcement on or around 28 August 2017. A SPP offer booklet will be despatched to all eligible shareholders on or around 31 August 2017.

¹ Eligible Shareholders under the SPP - Being holders of fully paid ordinary shares in RCR at 7.00pm (AEST) on the Record Date (23 August 2017) and whose address on the share register is in Australia or New Zealand, provided that such shareholders are not in the United States, or acting for the account or benefit of a person in the United States. The SPP is also being extended to Eligible Shareholders who are custodians to participate in the SPP on behalf of certain eligible beneficiaries on the terms and conditions in the SPP Booklet.

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IMPORTANT INFORMATION AND DISCLAIMER

RCR's performance is subject to a range of risks that can impact performance (including those summarised in the 2017 Annual Report) and factors outside of the control of RCR (for example, the timing for commencement of projects or awards of tenders). Risks related to both Order Book and Preferred Contractor Status include amongst other things, timing, cancellation and delays to contracts or project delivery and therefore are not sufficiently certain. Investors or potential investors are therefore cautioned on placing undue reliance on any forward-looking information.

This release contains certain forward-looking statements. Examples of forward-looking statements used in this release include: "expect", "estimate", "intend", "may" and "designed". Indications of, and guidance on, future earnings, Order Book, Preferred Contractor Status and financial position and performance are also forward-looking statements. Forward-looking statements, opinions and estimates provided in this release are based on assumptions and contingencies that are subject to change without notice. Forward-looking statements are not a guarantee of future performance and are subject to a variety of risks and uncertainties beyond RCR's ability to control or predict, which could cause actual events or results to differ materially from those anticipated in such forward-looking statements.

This release does not include all available information on RCR and should not be used in isolation as a basis to invest in RCR. Any potential investors should refer to RCR's other public releases and statutory reports and consult their professional advisers before considering investing in RCR.

This release has been prepared for publication in Australia and may not be distributed or released in the United States or to persons acting for the account or benefit of any "U.S. Person" (as defined in rule 902(k) under the U.S. Securities Act of 1933, as amended ("**U.S. Securities Act**") ("**U.S. Persons**"). This release does not constitute an offer to sell, or a solicitation of an offer to buy, securities in the United States or for the account or benefit of U.S. Persons or any other jurisdiction. Any securities described in this release have not been, and will not be, registered under the U.S. Securities Act or the securities laws of any other state or jurisdiction of the United States and may not be offered or sold in the United States or to, or for the account or benefit of U.S. Persons except in transactions exempt from, or not subject to, registration under the U.S. Securities Act and applicable U.S. state securities laws.

About RCR

RCR Tomlinson Ltd (ASX code: RCR) is a diversified engineering and infrastructure company, working with some of the world's leading organisations to provide intelligent engineering solutions to the **Infrastructure**, **Energy** and **Resources** sectors. RCR has 119 years of history in the engineering sector and owns some of Australia's oldest engineering businesses including RCR Tomlinson™, O'Donnell Griffin™, Haden™, and Resolve FM™.

RCR's core capabilities encompass development, engineering, procurement, construction, operation and maintenance of major infrastructure, energy and resource projects. These include power generation plants (using a wide range of fuels, solar, wind and battery), water and waste treatment systems, rail and road tunnel infrastructure, rail signalling and overhead wiring systems, mineral processing and material handling plants, integrated oil & gas services (both onshore and offshore), supply of RCR proprietary materials handling and process equipment, and property services including facilities management, HVAC and electrical services.

RCR has operations across Australia, Asia and New Zealand. Additional information is available at www.rcrtom.com.au

E.I. Engineering Intelligence™. That's What We Do.