

CIMIC Group Limited ABN 57 004 482 982

Level 25, 177 Pacific Highway North Sydney, NSW 2060 Australia PO Box 1002 Crows Nest, NSW 1585 Australia T +61 2 9925 6666 F +61 2 9925 6000

cimic.com.au

2 March 2020

ASX Market Announcements Australian Securities Exchange Limited Level 4 20 Bridge Street SYDNEY NSW 2000

2020 AGM NOTICE OF MEETING AND VOTING FORM

In accordance with Listing Rule 3.17, please find attached copies of the Notice of Meeting and Voting Form for CIMIC Group's 2020 Annual General Meeting (AGM).

The AGM will be held in the Wentworth Ballroom, Sofitel Sydney Wentworth, 61-101 Phillip Street, Sydney, New South Wales, on Wednesday 1 April 2020 at 10.00am (Sydney time).

The Notice of Meeting and Voting Form together with the Company's 2019 Annual Report will be dispatched to shareholders today.

The 2019 Annual Report was previously released to the ASX on 4 February 2020.

These documents are also available on the CIMIC Group website at www.cimic.com.au.

Yours faithfully CIMIC GROUP LIMITED

L Nikolopoulos

Company Secretary



To: The Shareholders

CIMIC Group Limited (**CIMIC** or the **Company**) will hold its Annual General Meeting (**AGM**) at 10.00am (Sydney time) on Wednesday, 1 April 2020 at the **Wentworth Ballroom**, <u>Sofitel Sydney Wentworth</u>, 61-101 Phillip Street Sydney, New South Wales, for the purpose of transacting the business set out in this Notice.

The Explanatory Notes and the voting information form part of this Notice and should be read in conjunction with it.

BUSINESS

1 Annual Financial Report and Directors' and Auditor's Reports

To receive the financial report, directors' report and auditor's report for the Company and its controlled entities for the financial year ended 31 December 2019 (2019 Financial Year).

Note: There is no requirement for shareholders to approve these reports.

2 Remuneration Report

To consider and if thought fit pass the following resolution as a non-binding ordinary resolution:

"That for the purposes of section 250R(2) of the Corporations Act 2001 (Cth) and for all other purposes, the Remuneration Report for the 2019 Financial Year be adopted."

Note: The vote on this resolution is non-binding.

3 Re-election of Directors

To consider and if thought fit pass the following resolutions as ordinary resolutions:

- 3.1 **Re-election of Marcelino Fernández Verdes as a director of the Company**That Marcelino Fernández Verdes, who retires by rotation and offers himself for re-election, be re-elected as a director of the Company.
- 3.2 **Re-election of José Luis del Valle Pérez as a director of the Company**That José Luis del Valle Pérez, who retires by rotation and offers himself for re-election, be re-elected as a director of the Company.
- 3.3 **Re-election of Pedro López Jiménez as a director of the Company**That Pedro López Jiménez, who retires by rotation and offers himself for re-election, be re-elected as a director of the Company.

By Order of the Board

Louise Griffiths, Company Secretary Sydney

2 March 2020

Invitation

After the meeting, all shareholders are invited to join the Directors for light refreshments.



KEY DATES

Eligibility to attend and vote

You are eligible to attend and vote at the meeting if you are registered as a CIMIC shareholder at 7.00 pm (Sydney time) on Monday, 30 March 2020.

Last date to submit Voting Form

Your completed Voting Form must be received by CIMIC's Share Registrar, Computershare Investor Services, no later than 10.00 am (Sydney time) on Monday, 30 March 2020.

MEETING NOTES

The Chairman intends to vote undirected proxies on, and in favour of, all resolutions set out in this Notice to the extent permitted by law.

The Chairman will call a poll for all proposed resolutions. Please refer to the explanatory notes for further information on the proposed resolutions and applicable voting exclusions.

QUESTIONS FROM SHAREHOLDERS

Shareholders may direct questions during the meeting to the Chairman about the operations and management of CIMIC, or to CIMIC's auditor about the content of the auditor's report and the conduct of the audit for the 2019 Financial Year.

Shareholders may also submit written questions by no later than 5.00 pm (Sydney time) on Wednesday 25 March 2020. Responses to the most frequently asked questions will be consolidated and made available at the meeting and posted on CIMIC's website as soon as practicable after the meeting.

Please send any written questions to CIMIC's Share Registrar:

By hand: Computershare Investor Services Pty Limited

Level 3, 60 Carrington Street

Sydney NSW 2000

Australia

By mail: Computershare Investor Services Pty Limited

GPO Box 242

Melbourne VIC 3001

By email: returningofficer@computershare.com.au

By facsimile: (within Australia) 1800 783 447

(outside Australia) +61 3 9473 2555

YOUR PRIVACY

Attendees at the meeting may be video recorded. A live AGM webcast will be available on CIMIC's website.



HOW TO VOTE

Direct voting

You may vote directly on resolutions considered at the meeting without attending the meeting or appointing a proxy.

To vote by direct vote, mark Box 1 (in "Step 1") on the Voting Form. You must complete the voting directions for Items 2, 3.1, 3.2 and 3.3 (in "Step 2") by marking "For", "Against" or "Abstain" for your vote to be counted.

If you cast a direct vote, you are still entitled to attend the meeting. However, your attendance will cancel your direct vote unless you advise CIMIC or Computershare Investor Services otherwise.

Appointing a proxy

You can appoint a proxy to attend and vote on your behalf as an alternative to attending the meeting in person or casting a direct vote.

To appoint a proxy, mark Box 2 (in "Step 1") on the Voting Form. You can direct your proxy how to vote on Items 2, 3.1, 3.2 and 3.3 (in "Step 2") by marking "For", "Against" or "Abstain".

A proxy does not need to be a shareholder of CIMIC. A proxy may be an individual or a company. If you are entitled to cast two or more votes at the meeting, you may appoint up to two proxies. If you appoint two proxies, you should write both names on the Voting Form and specify the percentage of votes or number of votes for each proxy in step 1. If you do not specify a percentage or number, each proxy may exercise half of the votes. Proxies given by corporations may be executed either in accordance with the *Corporations Act 2001* (Cth) (**Corporations Act**) or under the hand of a duly authorised officer or attorney. The proxy form and the power of attorney or other authority under which the proxy form is signed (if any), or a certified copy of the power of attorney or authority, must be received by Computershare Investor Services no later than 10.00 am (Sydney time) on Monday 30 March 2020. See below in 'Submitting Your Voting Form' for contact details of Computershare Investor Services Pty Limited.

If you sign the enclosed Voting Form, and mark both Box 1 and Box 2 (in "Step 1"), or neither, the Chairman will be appointed as your proxy. The Chairman intends to vote undirected proxies on, and in favour of, all the proposed resolutions.

If you appoint a proxy, you may still attend the meeting. However, your proxy's rights to speak and vote will be suspended while you are present at the meeting.

Attending the meeting in person

Eligible shareholders may attend the meeting and vote in person. You can register from 9.00 am (Sydney time) on the day of the meeting.

If you intend to attend the meeting in person, you do not need to submit a Voting Form.

You may still attend the meeting and vote in person even if you have lodged a direct vote or appointed a proxy. You will be provided with a poll voting card on the day. If you have previously submitted a Voting Form, your attendance will cancel your direct vote (unless you instruct CIMIC or Computershare Investor Services otherwise) or suspend your proxy appointment while you are present at the meeting.

Please bring your personalised Voting Form with you as it will help you to register your attendance at the meeting. If you do not bring your Voting Form with you, you can still attend the meeting but representatives from Computershare Investor Services will need to verify your identity.



IMPACT OF YOUR PROXY APPOINTMENT ON YOUR VOTING INSTRUCTIONS

If you appoint the Chairman as your proxy and do not direct him how to vote, you are authorising the Chairman to cast your undirected vote on all proposed resolutions to the extent permitted by law.

If you appoint any other member of CIMIC's key management personnel (**KMP**) or their closely related party as your proxy, they will not be able to vote your proxy on Item 2 (Remuneration Report) unless you have directed them how to vote by completing Item 2 (in "Step 2") on the Voting Form.

"Closely related party" is defined in the Corporations Act and includes, for example, a spouse, child, dependant and certain other close family members of a member of the KMP, as well as any company controlled by a member of the KMP.

If you intend to appoint a member of the KMP, or their closely related party or the Chairman as your proxy, you are encouraged to direct them how to vote on Items 2 and 3 (in "Step 2)" on the Voting Form by marking "For", "Against" or "Abstain" for each of these items of business.

The Chairman's voting intentions

The Chairman intends to vote undirected proxies on, and in favour of, all the proposed resolutions to the extent permitted by law. If there is a change to how the Chairman intends to vote undirected proxies, CIMIC will make an announcement to the market.

The Chairman's decision on the validity of a direct vote, vote cast by a proxy or vote cast in person, is conclusive.

SUBMITTING YOUR VOTING FORM

Your completed Voting Form must be received by Computershare Investor Services no later than 10.00 am (Sydney time) on Monday, 30 March 2020. An original or a certified copy of any power of attorney or other authority under which the Voting Form was signed must also be received by this time unless previously provided to Computershare Investor Services.

You can lodge your vote:

- online at www.investorvote.com.au by following the instructions. You will need your Securityholder Reference Number (SRN) or Holder Identification Number (HIN), which is set out on the enclosed Voting Form; or
- by completing the enclosed Voting Form and:
 - posting it to Computershare Investor Services using the reply paid envelope or to the following address:

Computershare Investor Services Pty Limited

GPO Box 242

Melbourne VIC 3001

- faxing it to (03) 9473 2555
- hand delivering it to Computershare Investor Services Pty Limited, Level 3, 60 Carrington Street, Sydney NSW 2000; or
- using a mobile device by scanning the QR code on the front of the Voting Form. To scan the
 QR code you will need a QR code reader application that can be downloaded for free on your
 mobile device. You will also need your SRN or HIN and postcode for your shareholding.



EXPLANATORY NOTES

The explanatory notes form part of the Notice and should be read in conjunction with it. The Explanatory Notes provide additional information in relation to each Item of business for the meeting.

ITEM 1 – ANNUAL FINANCIAL REPORT AND DIRECTORS' AND AUDITOR'S REPORTS

Shareholders will be given a reasonable opportunity at the meeting to ask questions about, or make comments on, the Financial Report and the Directors' and Auditor's Reports as well as on the management of the Company. These reports form part of the Company's 2019 Annual Report which is accessible on the Company's website, at: www.cimic.com.au/investor-and-media-centre/publications.

Shareholders will be given a reasonable opportunity at the meeting to ask questions of the Company's external auditor, Deloitte Touche Tohmatsu, relevant to:

- the conduct of the audit;
- the preparation and content of the Auditor's Report;
- the accounting policies adopted by the Company in relation to the preparation of the financial statements; and
- the independence of the auditor in relation to the conduct of the audit.

ITEM 2 – REMUNERATION REPORT

The Remuneration Report on pages 46 to 57 of the Company's 2019 Annual Report sets out the remuneration policies of the Company and reports on the remuneration arrangements in place for Non-executive Directors, Executive Directors and the KMP during the 2019 Financial Year.

In accordance with section 250SA(1) of the Corporations Act, Shareholders will have a reasonable opportunity at the meeting to ask questions about, or make comments on, the Remuneration Report before calling for a vote.

As prescribed by the Corporations Act, the vote on the adoption of the Remuneration Report is advisory only and does not bind the Directors or the Company. However, the Board does take the outcome of the vote and discussion at the meeting into account in setting remuneration policies for future years. In accordance with the requirements of the Corporations Act, if 25% or more of the votes cast are against the adoption of the Remuneration Report at two consecutive annual general meetings, shareholders will, broadly, be required to vote at the second of those annual general meetings on a resolution that another meeting be held within 90 days at which all of the Company's directors (other than the managing director) at the time of the last annual general meeting must cease to be directors and be subject to re-election by shareholders.

Recommendation

The Board unanimously recommends that shareholders vote in favour of Item 2.

Voting exclusions

CIMIC will disregard any votes cast in favour of the resolution relating to Item 2:

- by or on behalf of a member of the KMP whose remuneration is disclosed in the Remuneration Report or a closely related party of a member of the KMP, regardless of the capacity in which the vote is cast; and
- as a proxy by a member of the KMP at the date of the meeting, or a closely related party of a member of the KMP,



- unless the vote is cast as proxy for a person entitled to vote on Item 2 in accordance with a direction on the proxy form; or
- by the Chairman of the meeting pursuant to an express authorisation to exercise the proxy even though Item 2 is connected directly or indirectly with the remuneration of CIMIC's KMP.

ITEM 3 - RE-ELECTION OF DIRECTORS

Each of the Directors seeking re-election will address shareholders at the meeting. The following is a summary of their qualifications and experience.

Item 3.1 – Re-election of Marcelino Fernández Verdes as a Director of the Company

Mr Marcelino Fernández Verdes will retire by rotation in accordance with the directors' rotation provision under clause 7.1(d) of the Constitution and in accordance with ASX Listing Rule 14.4 and offers himself for re-election as a Director of the Company at this meeting.

Details for Mr Fernández Verdes are set out below:

Mr Marcelino Fernández Verdes Executive Chairman

MEng (Civil)

Appointed Executive Chairman in June 2014 having been a Non-executive Director from October 2012 until March 2014. Mr Fernández Verdes was CEO and Managing Director of the Company from March 2014 until October 2016.

Mr Fernández Verdes studied construction engineering at the University of Barcelona and has held a variety of positions in the construction industry since 1984. In 1994, he became General Manager of OCP and in 1997, General Manager of ACS Proyectos, Obras y Construcciones, and then took over as Chairman and CEO in 2000. Following the merger between ACS and Dragados in 2003, Mr Fernández Verdes took office as Chairman and CEO of Dragados S.A. He served as Chairman and CEO of Construction, Environment and Concessions at ACS Actividades de Construcción y Servicios S.A. from 2006. Mr Fernández Verdes was appointed to the Executive Committee of the ACS Group in 2000, and to the Board of Directors of ACS Servicios y Concesiones, S.L. (Chairman and CEO) in 2006. Mr Fernández Verdes has been a member of the Executive Board of HOCHTIEF AG in Essen since April 2012. In November 2012, he was appointed Chairman of the Executive Board of HOCHTIEF AG and assumed responsibility for the HOCHTIEF Asia Pacific division. In May 2017, he became a member of the Board of Directors of ACS Group, as CEO. Since May 2018, he has been the President of the Board of Directors of Abertis.

Recommendation

The Board (excluding Mr Marcelino Fernández Verdes) unanimously recommends that shareholders vote **in favour** of Item 3.1.



Item 3.2 – Re-election of José Luis del Valle Pérez as a Director of the Company

Mr José Luis del Valle Pérez will retire by rotation in accordance with the director rotation provision under clause 7.1(d) of the Constitution and in accordance with ASX Listing Rule 14.4 and offers himself for re-election as a Director of the Company at this meeting.

Details for Mr José Luis del Valle Pérez' are set out below:

Mr José Luis del Valle Pérez Non-executive Director

LLB

Appointed Non-executive Director in March 2014.

Member of the Ethics, Compliance and Sustainability Committee and the Remuneration and Nomination Committee.

Mr del Valle Pérez completed a degree in Law from the University Complutense of Madrid in 1971 and, since 1974, has been Abogado del Estado de España (State Attorney of Spain). He has been a Member of the Bar Association of Madrid since 1976. As Spanish State Attorney he performed his duties in the Delegations of the Ministry of Finance and the Courts of Justice of Burgos and of Toledo, and in the Legal Departments of the Ministry of Health and of the Ministry of Labour and Social Security. Mr del Valle Pérez was previously a Director of the legal department of the political party UCD (from 1977 to 1981) and a Member of the Parliament (Congreso de los Diputados) of Spain (from 1979 to 1982). He was also Deputy Minister for Territorial Administration from 1981 to 1982. Since 1983 Mr del Valle Pérez has been a Director of and/or legal advisor to many Spanish companies, including Banesto (merged with Banco Santander), Continental Industrias del Caucho (a subsidiary of Continental AG), Fococafé and Continental Hispánica (a subsidiary of Continental Grain Inc).

Mr del Valle Pérez is a member and Board Secretary of ACS Group and a number of its subsidiaries, is a Director and Board Secretary of Dragados, S.A., a member of Cobra Gestión de Infraestructuras, S.A. and is currently a member of the Supervisory Board of HOCHTIEF AG.

Recommendation

The Board (excluding Mr José Luis del Valle Pérez) unanimously recommends that shareholders vote **in favour** of Item 3.2.

Item 3.3 – Re-election of Pedro López Jiménez as a Director of the Company

Mr Pedro López Jiménez will retire by rotation in accordance with the director rotation provision under clause 7.1(d) of the Constitution and in accordance with ASX Listing Rule 14.4 and offers himself for re-election as a Director of the Company at this meeting.

Details for Mr Pedro López Jiménez are set out below:

Mr Pedro López Jiménez Non-executive Director

MEng (Civil), MBA

Appointed Non-executive Director in March 2014.

Member of the Ethics, Compliance and Sustainability Committee and the Remuneration and Nomination Committee.

Mr López Jiménez is Ingeniero de Caminos Canales y Puertos and an MBA from IESE Business School, Madrid. He has been awarded the Grand Cross of Isabel La Católica.



During his career, Mr López Jiménez has held the following positions: General Director of Ports for the Ministry of Public Works (Spain), Secretary of State of Urban Affairs and Public Works (Spain), Board Member of Instituto Nacional de Industria (State owned holding company), Manager of the Thermal Plant Constructions in Hidroelectrica Española, CEO of Empresarios Agrupados (thermal and nuclear plants engineering and construction management), Chairman and CEO of Endesa S.A., Board Member of Unión Eléctrica S.A. and Empresa Nacional Hidroelectrica de la Ribagorçana, Chairman of Unión Fenosa S.A., Vice Chairman of Indra Sistemas S.A., Board Member of CESPA, Board Member of ENCE S.A., Board Member of Keller Group plc, and Chairman of Gtceisu Construcción S.A. Additionally, he was the founder of CEOE (Confederation of Spanish Industries), and Member of its first Executive Committee, founder and first Chairman of FEIE (Federation of Spanish Utility Companies), Board Member of Club Español de Energía (Spanish Energy Association) and Board Member of the Alcala University.

Mr López Jiménez is currently a Board Member of ACS Group and Vice Chairman of its Executive Committee, Chairman of Dragados S.A., Chairman of ACS Servicios y Concesiones S.L. and Vice Chairman ACS Servicios Comunicaciones y Energia S.L.; Chair of Supervisory Board of HOCHTIEF AG, and Board Member of Abertis.

Mr López Jiménez is also Vice Chairman of the Royal Board of the National Library of Spain and Board Member of the Malaga Picasso Museum.

Mr López Jiménez is currently the 1st Vice Chairman of the European Club Association (E.C.A) and Vice Chairman of the Real Madrid Football Club.

Recommendation

The Board (excluding Mr Pedro López Jiménez) unanimously recommends that shareholders vote in favour of Item 3.3.





MR SAM SAMPLE

123 SAMPLE STREET THE SAMPLE HILL SAMPLE ESTATE SAMPLEVILLE VIC 3030

FLAT 123

Need assistance?



Phone:

1300 850 505 (within Australia) +61 3 9415 4000 (outside Australia)



www.investorcentre.com/contact



YOUR VOTE IS IMPORTANT

For your proxy appointment to be effective it must be received by 10:00am (Sydney Time) on Monday, 30 March 2020.

Proxy Form

How to Vote on Items of Business

All your securities will be voted in accordance with your directions.

APPOINTMENT OF PROXY

Voting 100% of your holding: Direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box your proxy may vote or abstain as they choose (to the extent permitted by law). If you mark more than one box on an item your vote will be invalid on that item.

Voting a portion of your holding: Indicate a portion of your voting rights by inserting the percentage or number of securities you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.

Appointing a second proxy: You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage of votes or number of securities for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage of votes or number of securities for each in Step 1 overleaf.

A proxy need not be a securityholder of the Company.

SIGNING INSTRUCTIONS FOR POSTAL FORMS

Individual: Where the holding is in one name, the securityholder must sign.

Joint Holding: Where the holding is in more than one name, all of the securityholders should sign.

Power of Attorney: If you have not already lodged the Power of Attorney with the registry, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please sign in the appropriate place to indicate the office held. Delete titles as applicable.

ATTENDING THE MEETING

If you are attending in person, please bring this form with you to assist registration.

Corporate Representative

If a representative of a corporate securityholder or proxy is to attend the meeting you will need to provide the appropriate "Appointment of Corporate Representative" prior to admission. A form may be obtained from Computershare or online at www.investorcentre.com under the help tab, "Printable Forms".

Lodge your Proxy Form:



Online:

Lodge your vote online at www.investorvote.com.au using your secure access information or use your mobile device to scan the personalised QR code.

Your secure access information is



Control Number: 999999 SRN/HIN: 19999999999

PIN: 99999

For Intermediary Online subscribers (custodians) go to www.intermediaryonline.com

By Mail:

Computershare Investor Services Pty Limited GPO Box 242 Melbourne VIC 3001 Australia

By Fax:

1800 783 447 within Australia or +61 3 9473 2555 outside Australia



PLEASE NOTE: For security reasons it is important that you keep your SRN/HIN confidential.

MR SAM SAMPLE MR SAM SAMPLE FLAT 123 123 SAMPLE STREET THE SAMPLE HILL SAMPLE ESTATE SAMPLEVILLE VIC 3030

Change of address. If incorrect,
mark this box and make the
correction in the space to the left.
Securityholders sponsored by a
broker (reference number
commences with 'X') should advise
your broker of any changes



I 999999999

V	oting	Form

Please mark to indicate your directions

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At the Annual Genera Street Sydney, New S	dicate How Your Vote Wi al Meeting of Cimic Group Limited to be South Wales on Wednesday, 1 April 20 member/s of Cimic Group Limited direc	e held at the W 20 at 10:00an	/entworth Ballroom, Sofitel Sydney We n (Sydney Time) and at any adjournme			X) that		
A Vote Directly OR	accordance with directions in Step 2 Direct vote to be recorded you must mark FOR, AGAINS					• •		
B Appoint a proxy to vote on your behalf as	Ve hereby appoint: The Chairman of the Meeting failing the individual or body corporate my/our proxy to act generally at the modifications have been given, and to the	eeting on my/o	you individual or body corporate is name our behalf and to vote in accordance w		the Chairman sert your own man of the	n of the name(s Meeting		
the Meeting as my/ou proxy on Item 2 (exce with the remuneration Important Note: If the	d to exercise undirected proxies on ur proxy (or the Chairman becomes my ept where I/we have indicated a differer n of a member of key management persecondarking the appropriate box in step 2.	our proxy by on the control of the c	default), I/we expressly authorise the 0 tion in step 2) even though Item 2 is coincludes the Chairman.	Chairman to e onnected dire	exercise my ectly or indi	y/our rectly		
PLEASE NOTE: If you he or a poll and your votes	ms of Business nave appointed a proxy and you mark the Ab will not be counted in computing the required seen cast on that item and no vote will be cou-	d majority. If you	are directly voting and you mark the Absta		tem, it will be	treated		
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3.2 To re-elect Jos	sé Luis del Valle Pérez as a Director							
3.3 To re-elect Peo	dro López Jiménez as a Director							
Step 3 Sig	peting intends to vote undirected proxies in fa tention on any resolution, in which case an A gnature of Securityholder polder 1 Securityholder 2	SX announcem	ent will be made. section must be completed.	s, the Chairma	n of the Mee	ting may		
Individual or Securityh	older 1 Securityholder 2		Securityholder 3					
Sole Director & Sole C	ompany Secretary Director		Director/Company Secretary		/ 	/ to		







All correspondence to:
Computershare Investor Services Pty Limited
GPO Box 2975 Melbourne
Victoria 3001 Australia
Enquiries (within Australia) 1300 132 211
(outside Australia) +61 3 9415 4070
Facsimile +61 3 9473 2500
www.computershare.com

CIMRM

MR RETURN SAMPLE 123 SAMPLE STREET SAMPLE SURBURB SAMPLETOWN VIC 3030

Dear Securityholder,

We have been trying to contact you in connection with your securityholding in CIMIC Group Limited. Unfortunately, our correspondence has been returned to us marked "Unknown at the current address". For security reasons we have flagged this against your securityholding which will exclude you from future mailings, other than notices of meeting.

Please note if you have previously elected to receive a hard copy Annual Report (including the financial report, directors' report and auditor's report) the dispatch of that report to you has been suspended but will be resumed on receipt of instructions from you to do so.

We value you as a securityholder and request that you supply your current address so that we can keep you informed about our Company. Where the correspondence has been returned to us in error we request that you advise us of this so that we may correct our records.

You are requested to include the following:

- > Securityholder Reference Number (SRN);
- > ASX trading code;
- > Name of company in which security is held;
- > Old address; and
- > New address.

Please ensure that the notification is signed by all holders and forwarded to our Share Registry at:

Computershare Investor Services Pty Limited GPO Box 2975 Melbourne Victoria 3001 Australia

Note: If your holding is sponsored within the CHESS environment you need to advise your sponsoring participant (in most cases this would be your broker) of your change of address so that your records with CHESS are also updated.

Yours sincerely

CIMIC Group Limited

Samples/000002/000003/i12