



# ASX Announcement & Appendix 3C

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**19 February 2015**

## **CALIBRE GROUP INITIATES AN ON-MARKET SHARE BUY-BACK**

Calibre Group Limited (ASX code: CGH) is pleased to announce its intention to undertake an on-market share Buy-back ("Buy-back") as part of its capital management strategy.

Calibre's CEO and Managing Director, Mr. Peter Reichler said: "The Buy-back reflects the solid cash position of the Group and represents the best value for its shareholders in light of current market conditions. The Group remains committed to its strategy of diversification through organic and acquisitive growth."

The total number of shares to be purchased by Calibre under the Buy-back will depend on the prevailing share price and business and market conditions and is anticipated to be up to 7 million shares. The Buy-back will be open no earlier than 14 days from this notice, 9 March 2015, and continue until no later than 12 months thereafter.

This on-market Buy-back forms part of the Company's ongoing capital management program. In addition, the Company may from time to time acquire Calibre shares on-market for our existing employee share plan arrangements.

An Appendix 3C in respect of the Buy-back is attached to this announcement. Calibre reserves the right to suspend or terminate the Buy-back at any time and there is no guarantee that Calibre will repurchase the shares referred to above.

For further information please contact:

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### **Company Secretary**

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Calibre Group Limited ("CGH") offers a diversified range of services to the resources, infrastructure and transport sectors in Australasia. Companies within the Group specialise in engineering, construction, maintenance and built environment services. Listed on the Australian Securities Exchange (ASX Code: CGH).

# Appendix 3C

## Announcement of buy-back (except minimum holding buy-back)

Information and documents given to ASX become ASX's property and may be made public.

Introduced 1/9/99. Origin: Appendix 7B. Amended 13/3/2000, 30/9/2001, 11/01/10

Name of entity

CALIBRE GROUP LIMITED  
(ASX:CGH)

ABN/ARSN

44 100 255 623

We (the entity) give ASX the following information.

### Information about buy-back

1	Type of buy-back	On-market
2	<sup>+</sup> Class of shares/units which is the subject of the buy-back (eg, ordinary/preference)	Ordinary
3	Voting rights (eg, one for one)	One-for-one
4	Fully paid/partly paid (and if partly paid, details of how much has been paid and how much is outstanding)	Fully Paid
5	Number of shares/units in the <sup>+</sup> class on issue	349,337,122
6	Whether shareholder/unitholder approval is required for buy-back	Not required – within the 10/20 limit
7	Reason for buy-back	Capital management

<sup>+</sup> See chapter 19 for defined terms.

## Appendix 3C

### Announcement of buy-back

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- |   |   |  |
|---|---|--|
| 8 | Any other information material to a shareholder's/unitholder's decision whether to accept the offer ( <i>eg, details of any proposed takeover bid</i> ) | No other material information. Calibre remains actively engaged in seeking growth opportunities, including M&A transactions, for the business. |
|---|---|--|

### On-market buy-back

- |    |   |   |
|----|---|---|
| 9  | Name of broker who will act on the company's behalf   | UBS AG, Australia Branch  |
| 10 | Deleted 30/9/2001.  | N/A   |
| 11 | If the company/trust intends to buy back a maximum number of shares - that number<br><br><small>Note: This requires a figure to be included, not a percentage.</small>                        | Up to 7,000,000 (seven million) shares  |
| 12 | If the company/trust intends to buy back shares/units within a period of time - that period of time; if the company/trust intends that the buy-back be of unlimited duration - that intention | Maximum 12 months duration, from 9 March 2015 to 19 February 2015.  |
| 13 | If the company/trust intends to buy back shares/units if conditions are met - those conditions  | No specific conditions. The Company will buy-back shares in an orderly manner at such times and in such circumstances as is considered beneficial to the capital management of Calibre. |

### Employee share scheme buy-back

- |    |   |     |
|----|---|-----|
| 14 | Number of shares proposed to be bought back | N/A |
| 15 | Price to be offered for shares              | N/A |

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<sup>+</sup> See chapter 19 for defined terms.

**Selective buy-back**

- |    |  |     |
|----|--|-----|
| 16 | Name of person or description of class of person whose shares are proposed to be bought back | N/A |
| 17 | Number of shares proposed to be bought back  | N/A |
| 18 | Price to be offered for shares   | N/A |

**Equal access scheme**

- |    |   |     |
|----|---|-----|
| 19 | Percentage of shares proposed to be bought back   | N/A |
| 20 | Total number of shares proposed to be bought back if all offers are accepted                          | N/A |
| 21 | Price to be offered for shares  | N/A |
| 22 | +Record date for participation in offer<br><br><small>Cross reference: Appendix 7A, clause 9.</small> | N/A |

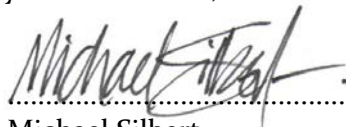
**Compliance statement**

1. The company is in compliance with all Corporations Act requirements relevant to this buy-back.

*or, for trusts only:*

1. The trust is in compliance with all requirements of the Corporations Act as modified by Class Order 07/422, and of the trust's constitution, relevant to this buy-back.
2. There is no information that the listing rules require to be disclosed that has not already been disclosed, or is not contained in, or attached to, this form.

Sign here:



Michael Silbert  
Company Secretary

..... Date: 19 February 2015.

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<sup>+</sup> See chapter 19 for defined terms.