

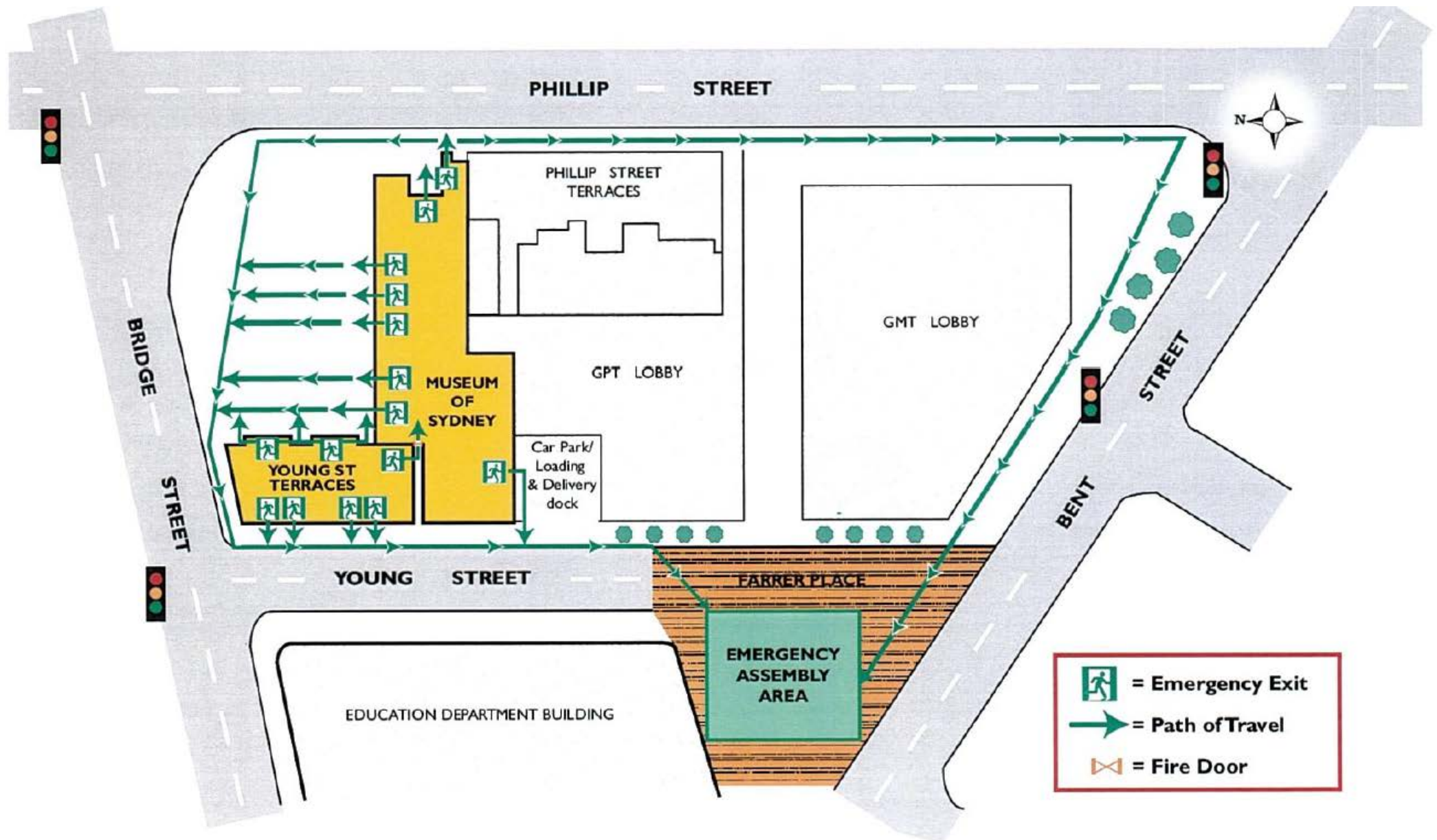
**2015**

# Annual General Meeting



Sydney, NSW | 6 November 2015

# Emergency Assembly Area





# Board of Directors & CFO



Mr Roderick Brown

Independent Non-Executive Director  
and Chairman



Mr Paul Dippie

Independent Non-Executive Director



Ms Eva Skira

Independent Non-Executive Director



Ms Sue Palmer

Independent Non-Executive Director



Dr Paul Dalglish

Managing Director  
and Chief Executive Officer



Mr Bruce James

Independent Non-Executive Director



Mr Lloyd Jones

Independent Non-Executive Director



Mr Andrew Phipps

Chief Financial Officer

# Agenda

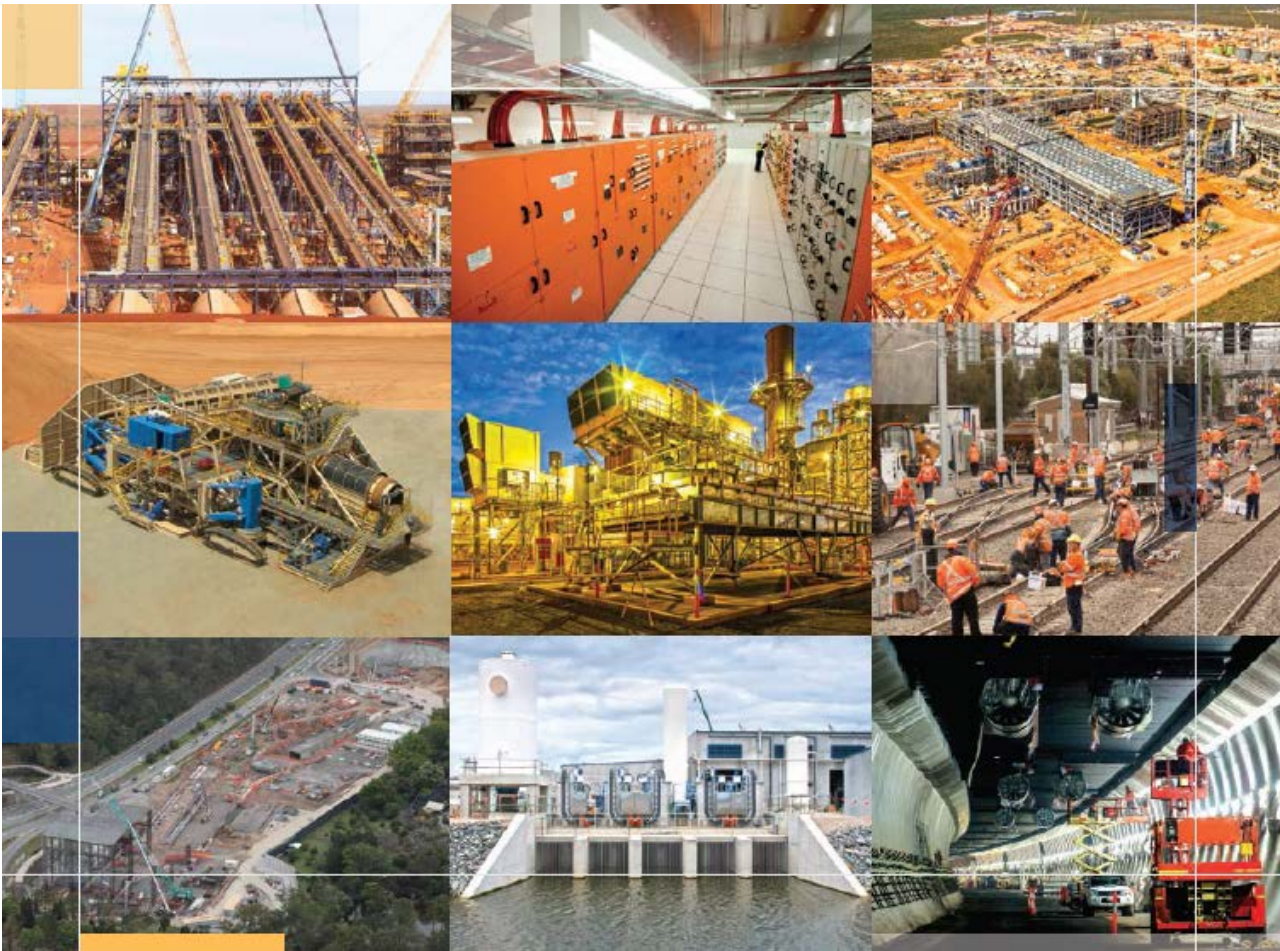


1. Chairman's Address
2. Items of Business
3. Close Formal Business of AGM
4. Managing Director's Address
5. Refreshments

# 2015 Annual General Meeting



Chairman's Address



# Formal Business Items



1. Annual Financial Statements, Directors' Report and Auditor's Report
2. Re-election of Directors
  - (a) Re-election of Mr Paul Dippie
  - (b) Re-election of Mr Roderick Brown
3. Adoption of the Remuneration Report
4. Adoption of RCR Performance Incentive Plan
5. Approval of Grant of Performance Rights to the Managing Director



## Item 2(a) – Re-election of Mr Paul Dippie



Item 2(a)	For	Against	Open/ Usable	Abstain
Re-election of Mr Paul Dippie	74,067,614	3,758,938	557,944	36,956
	94.49%	4.80%	0.71%	N/A



*Independent Non-Executive Director  
NZCE, MAICD*

Mr Dippie is an engineer by profession. He has held various senior management positions, and was a principal and the Managing Director of Easteel Industries Ltd, prior to its acquisition by RCR in 2005. He now serves on the boards of private entities and the not for profit sector. Mr Dippie has extensive experience in international marketing and procurement, and a wide understanding of the markets and customers in the energy and resources industries.

*Board Committee Membership:  
Member of Audit and Risk Committee*

## Item 2(b) – Re-election of Mr Roderick Brown



Item 2(b)	For	Against	Open/ Usable	Abstain
Re-election of Mr Roderick Brown	77,777,081	55,046	552,369	36,956
	99.22%	0.07%	0.71%	N/A



*Independent Non-Executive Director and Chairman  
AWASM, AICD, AusIMM*

Mr Brown is an engineer with extensive experience in marketing and general management. He has held various senior management positions, including Managing Director, with companies involved in the engineering, manufacturing, mining, and industrial service sectors in Australia, USA and Europe and has over 20 years experience as a Company Director.

*Board Committee Memberships:  
Member of Remuneration and Nomination Committee  
Chairman of Takeover Response Committee*



## Item 3 – Adoption of Remuneration Report



Item 3	For	Against	Open/ Usable	Abstain
Remuneration Report	65,736,569	9,876,820	685,271	851,617
	86.16%	12.94%	0.90%	N/A

## Item 4 – Adoption of Performance Incentive Plan



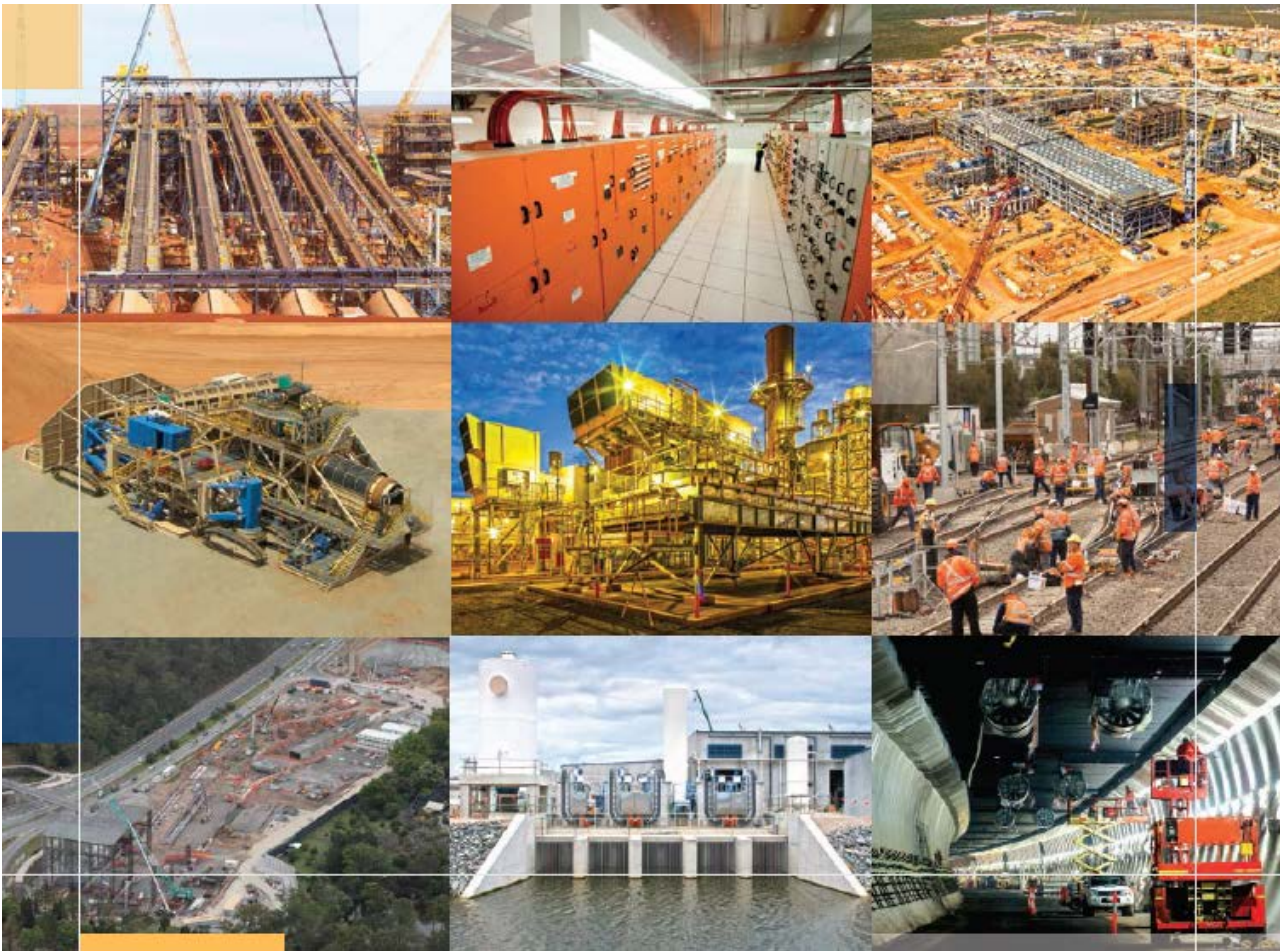
Item 4	For	Against	Open/ Usable	Abstain
RCR Performance Incentive Plan	73,229,225	2,812,105	530,944	191,900
	95.63%	3.68%	0.69%	N/A

## Item 5 – Grant of Performance Rights



Item 5	For	Against	Open/ Usable	Abstain
Grant of Performance Rights to the Managing Director	73,224,146	2,880,394	676,161	369,576
	95.36%	3.76%	0.88%	N/A





**2015**

# Annual General Meeting



Managing Director's Presentation



RCR-installed Tertiary Supply Pump Intake  
– Melbourne Water Treatment Facility, VIC

# Company Overview



# Company Overview



RCR is a leading provider of integrated engineering solutions in the infrastructure, energy and resources sectors.

**One of Australia's most diversified engineering and infrastructure companies,** RCR uses in-house expertise to provide a comprehensive range of engineering and construction projects from design and manufacture, to construction, installation, maintenance and off-site repair.

**Delivered through our three business streams,** RCR Infrastructure, RCR Energy and RCR Resources employ 3,817 people supporting major infrastructure, energy and resource projects across our extensive network of operations in Australia, New Zealand and Asia.

**RCR's core capabilities** include design & construction of power stations and steam generation plants; structural, mechanical, piping and electrical construction and maintenance; onshore and offshore oil & gas construction, brownfield modification and asset lifecycle support services; and high voltage power systems, rail signalling, telecommunications, water & wastewater solutions and overhead wiring systems for the infrastructure sector.



Strong employee base  
including 208 apprentices



Diverse operations  
through 3 divisions



Strategically located  
across 5 countries



# Our Core Capabilities



## Tunnel Infrastructure



Mechanical & Electrical installation of HV and LV distribution systems, lighting and power, air conditioning, ventilation and fire detection & suppression

## Innovative Mining Technologies



Design & manufacture of innovative, award-winning solutions, including fully track-mounted in-pit mining units, apron and belt feeders, conveyors, stackers and bucket-wheel excavators

## Turnkey Energy Generation



Design, supply, manufacture & installation of open cycle and combined cycle power plants and boilers, using a range of fuels and technologies

## HVAC, Communications and E&I



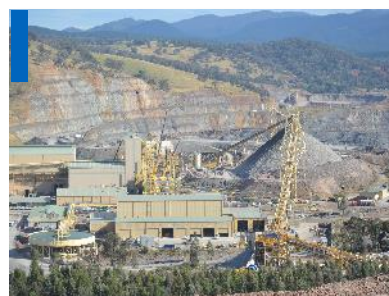
End-to-end solutions for the design, fabrication, construction, installation and maintenance of HV electrical and instrumentation systems; HVAC; and communication & data networks

## Rail Infrastructure



Specialist services in rail signaling design & installation, overhead wiring systems, computer-based interlocking systems and Automatic Train Protection (ATP)

## EPC - Above & Below Ground



Turnkey design and construction projects including engineering, procurement and construction (EPC) services, in-house fabrication, mechanical and E&I installation; and commissioning

## SMPE&I/Modular Construction



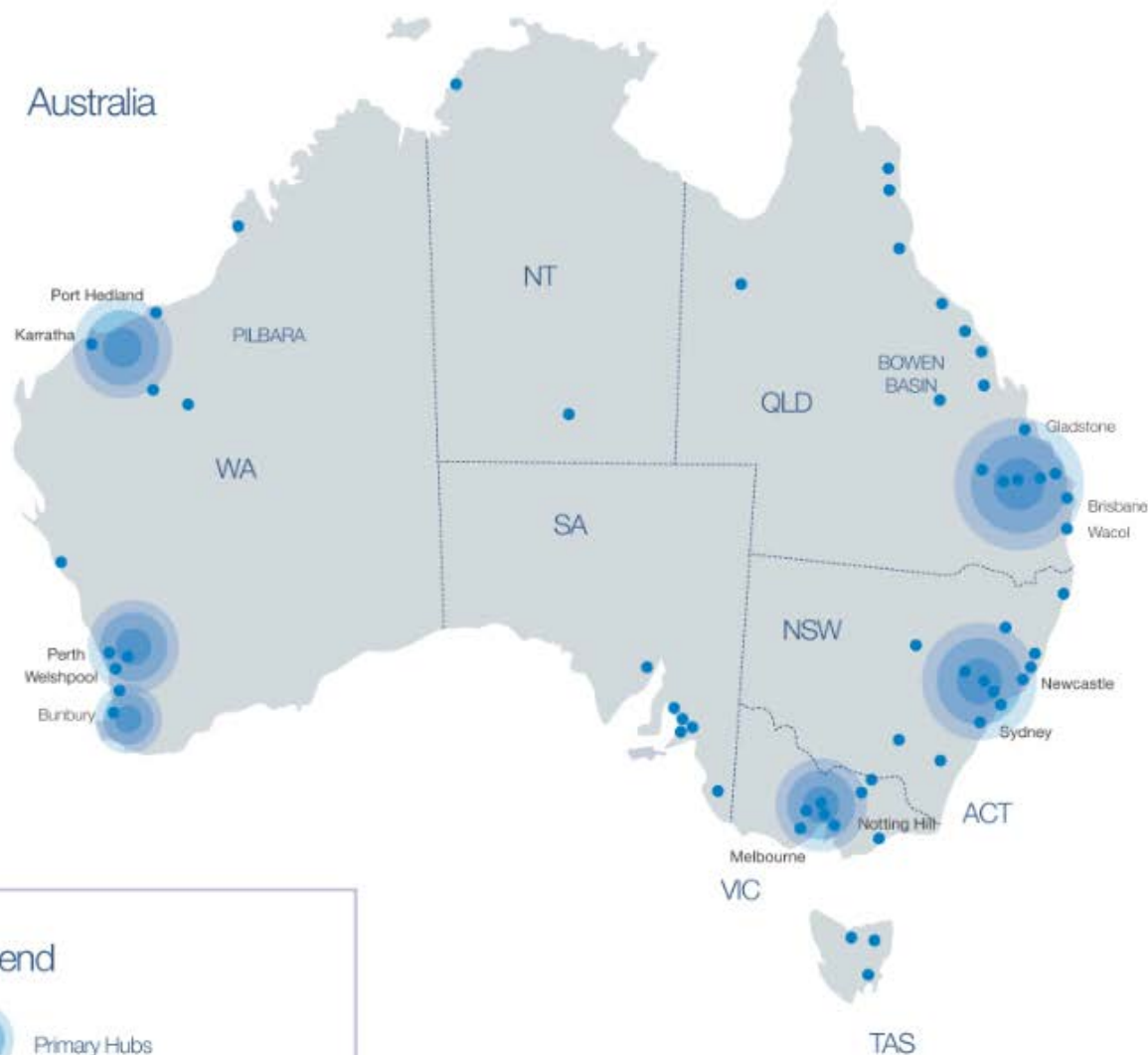
Innovative modular construction solutions and integrated Structural, Mechanical Piping, Electrical & Instrumentation packages

## Oil & Gas – Onshore and Offshore



Fully integrated service providing construction, brownfield modification and asset lifecycle support services to both onshore and offshore facilities

# Strategically Located



## Legend



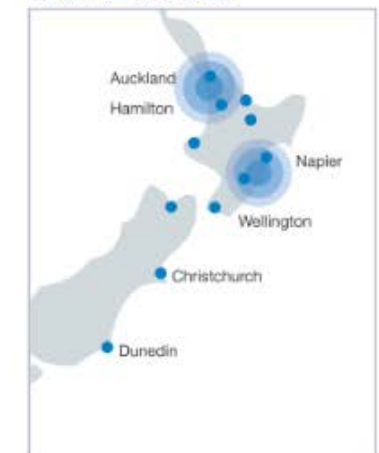
Primary Hubs



Branch Location



## New Zealand

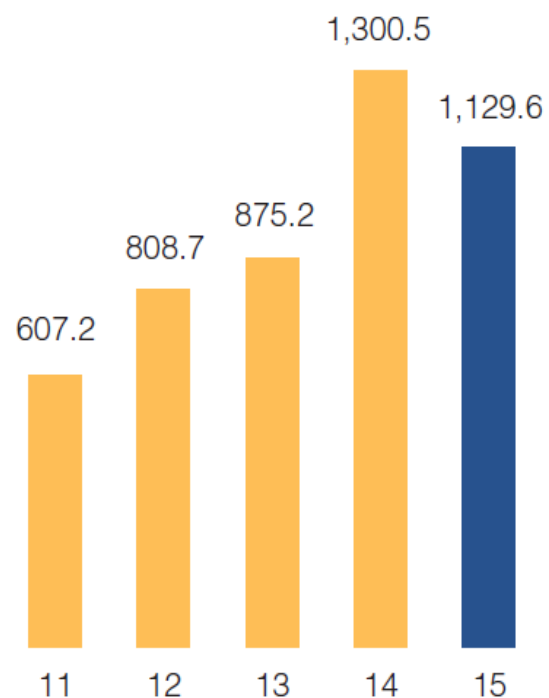


# Long Term Returns to Shareholders



## Revenue

\$M

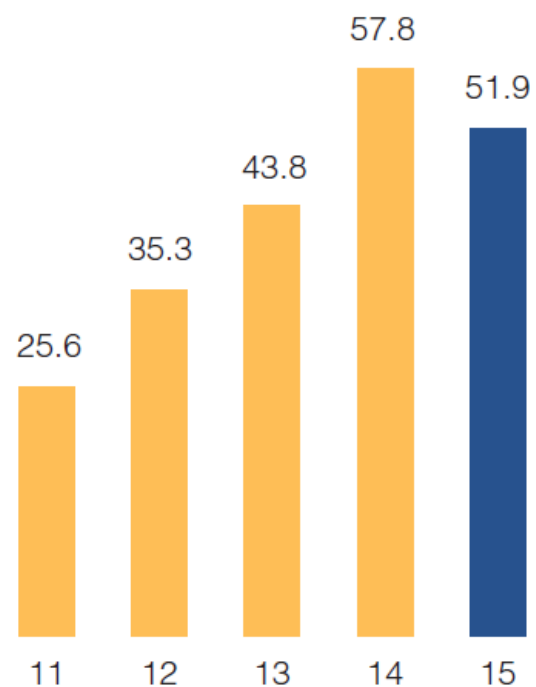


CAGR

**17%**

## EBIT

\$M

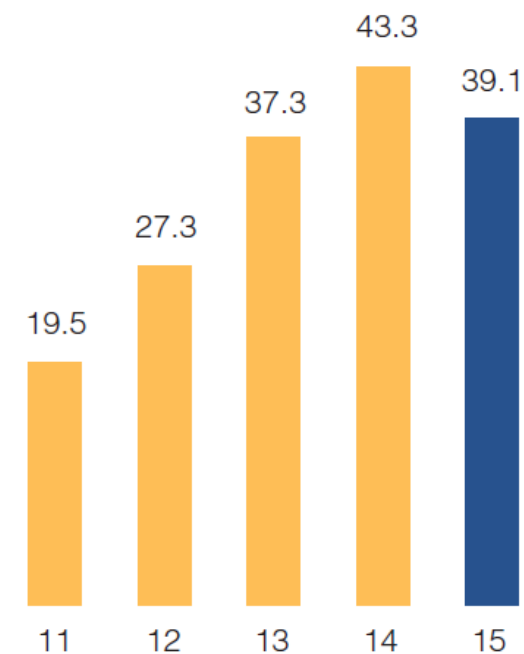


CAGR

**19%**

## NPAT

\$M



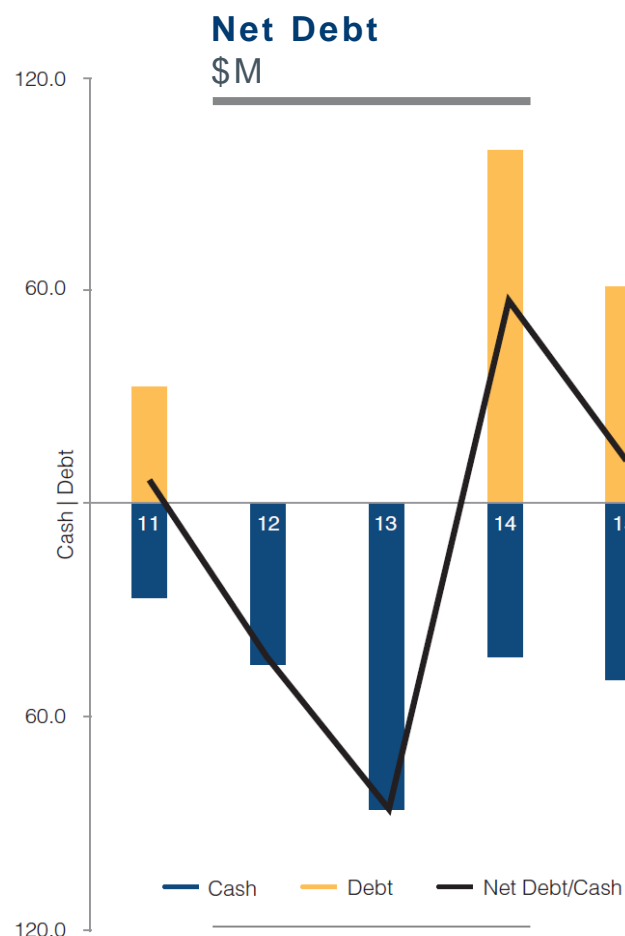
CAGR

**19%**

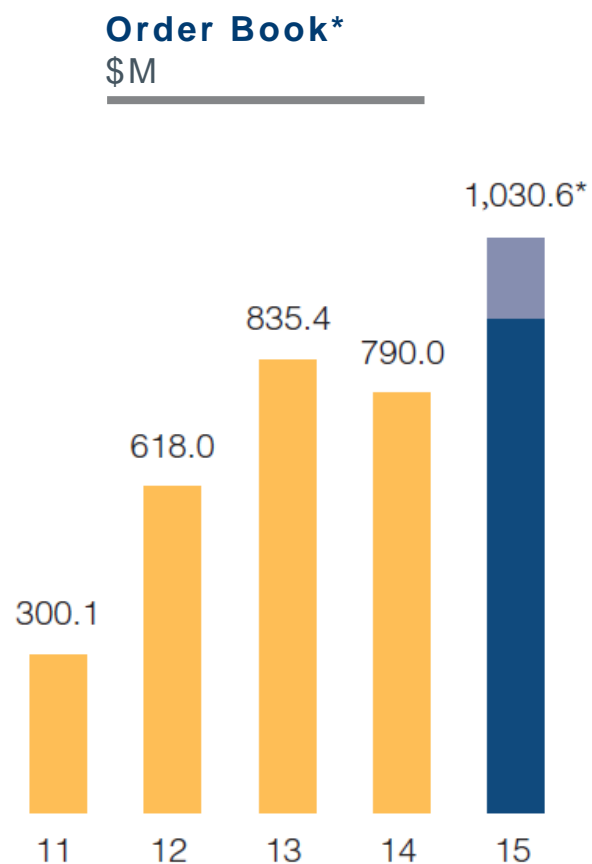
\* CAGR = Compound Annual Growth Rate



# Positioning to Deliver Growth

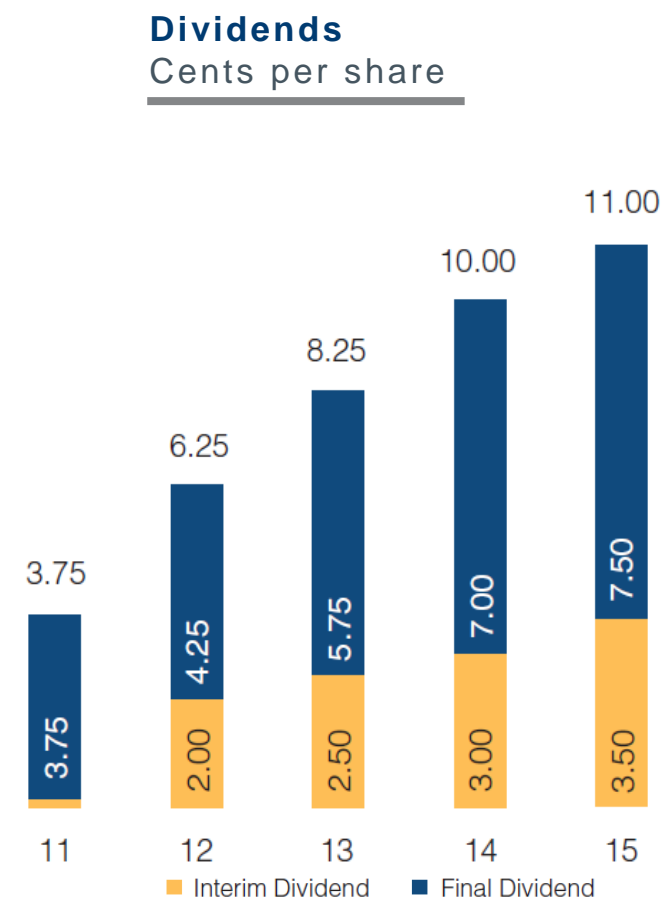


**↓ 79%**



**↑ 30%**

\* Includes Water Corporation ECS

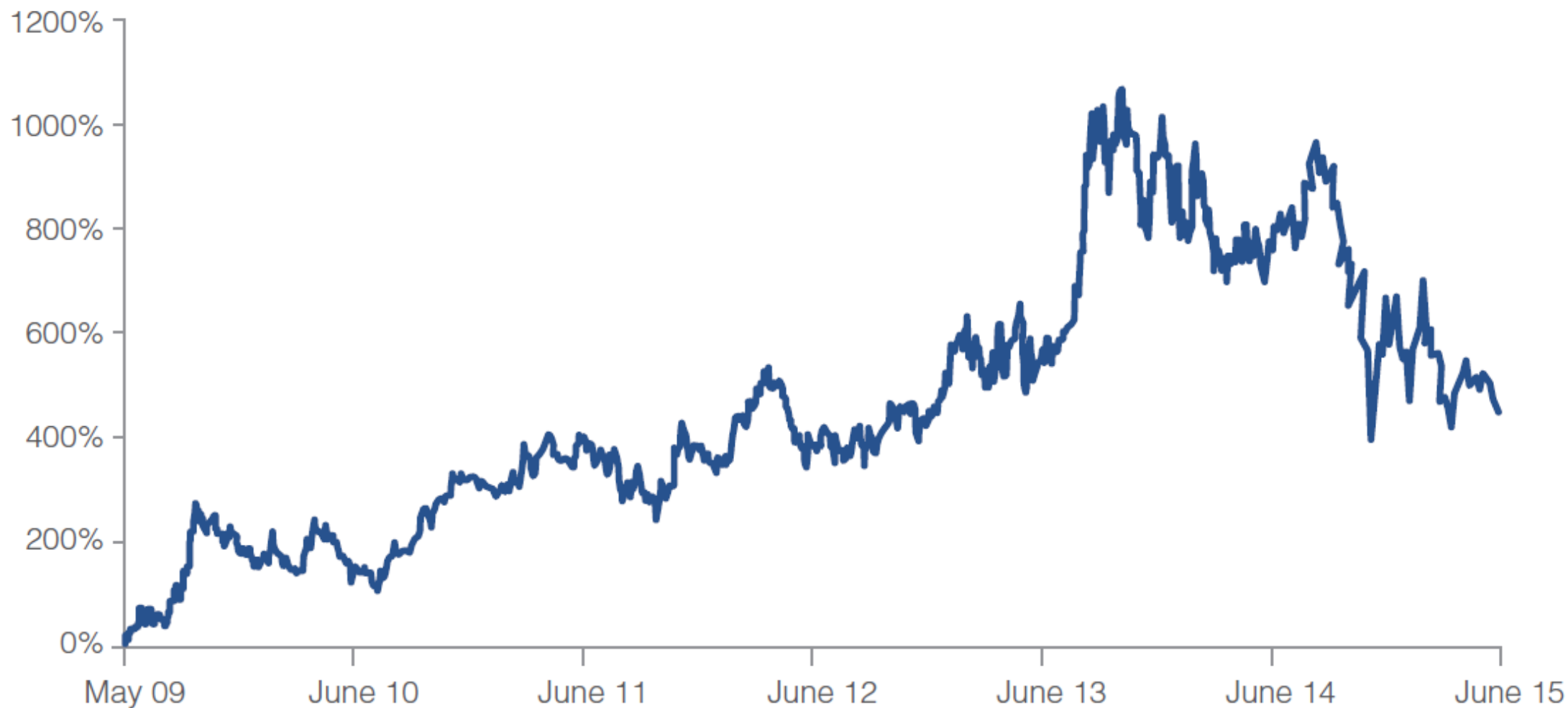


**↑ 10%**

# Total Shareholder Returns



Total Shareholder Return 25 May 2009 - 30 June 2015





Novo Rail Alliance - Pulling HV cabling into substation, NSW

# Financial Performance For FY15



# FY15 Highlights



For the Year Ended 30 June 2015

- Strong financial performance in FY15
- 70% of Revenue and Earnings from Infrastructure and Energy
- Net Debt down to **\$12.2M**; Gearing\* **3.7%**
- Record Order Book of **\$1.03B\*\***
- Revenue of **\$1.13B**
- EBIT of **\$51.9M**
- Operating margins up to **4.6%**
- NPAT of **\$39.1M**
- Total Dividends up **10%** to **11.0 cents per share**
- Safety continues to improve; **16%** reduction in **LTIFR** to **1.1**
- On-Market Buy-Back Program

## Order Book\*\*

**↑ 30%**

## Dividends

**↑ 10%**

## Net Debt

**↓ 79%**

\* Gearing = (Net Debt/(Net Debt + Equity))

\*\* Includes Water Corporation ECS



# Financial Performance



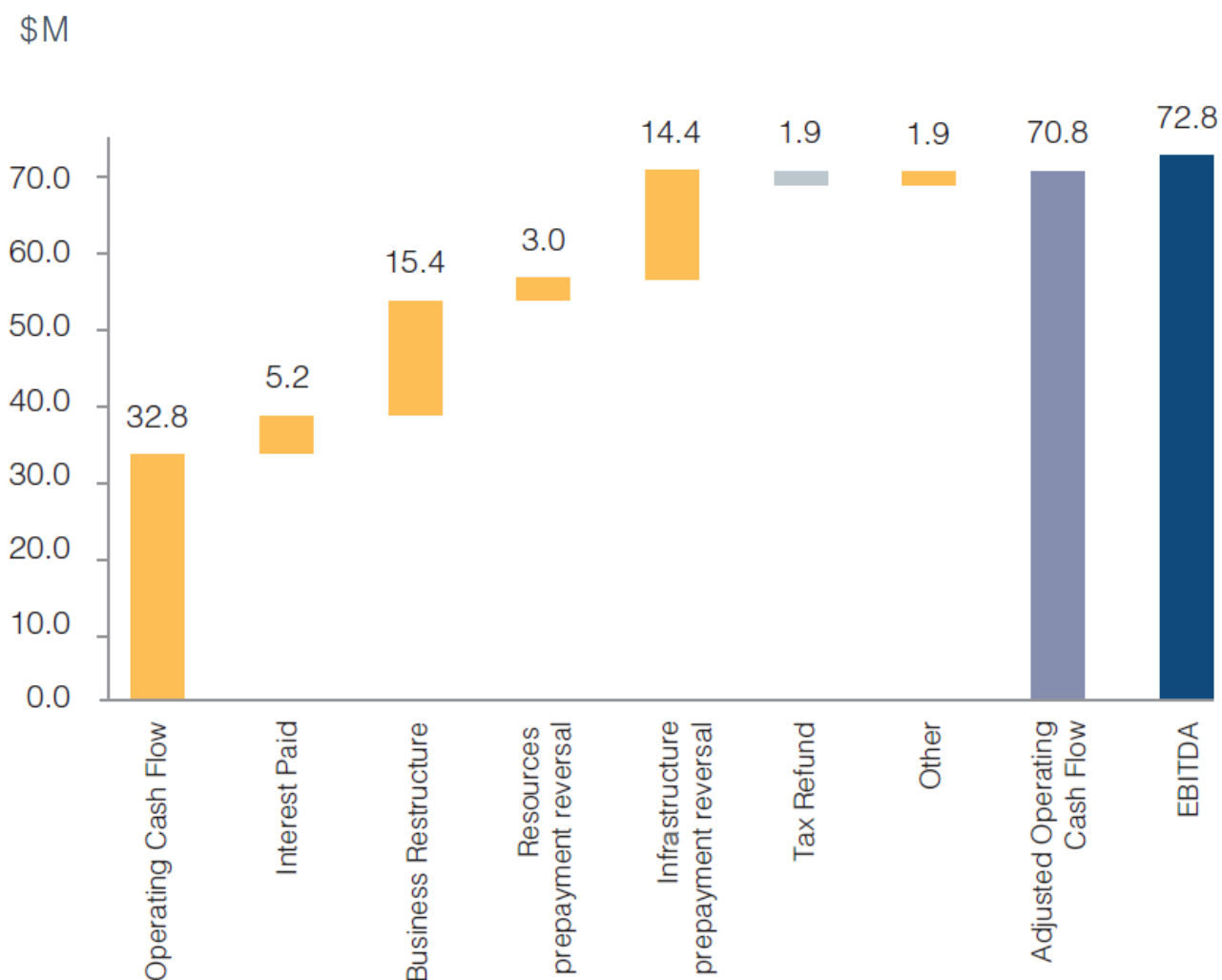
For the Year Ended 30 June:	FY15	FY14
	\$M	\$M
<b>Revenue</b>	<b>1,130</b>	<b>1,300</b>
EBITDA	72.8	79.6
Depreciation	(13.3)	(14.7)
Amortisation	(7.6)	(7.1)
<b>EBIT</b>	<b>51.9</b>	<b>57.8</b>
<b>EBIT %</b>	<b>4.6%</b>	<b>4.4%</b>
Net Interest	(4.2)	(6.7)
<b>PBT</b>	<b>47.7</b>	<b>51.1</b>
Tax	(8.6)	(7.8)
<b>NPAT</b>	<b>39.1</b>	<b>43.3</b>

Numbers have been subject to rounding

- Order Book up **45%** on HY15 to **\$1.03B**
- **70%** of Revenue and Earnings from Infrastructure and Energy
- EBITDA margin up to **6.4%**
- EBIT margin up to **4.6%**
- Interest expense down to **\$4.2M**
- Effective tax rate of **18%**:
  - Reflecting credits for R&D
  - FY16 tax rate closer to **30%**

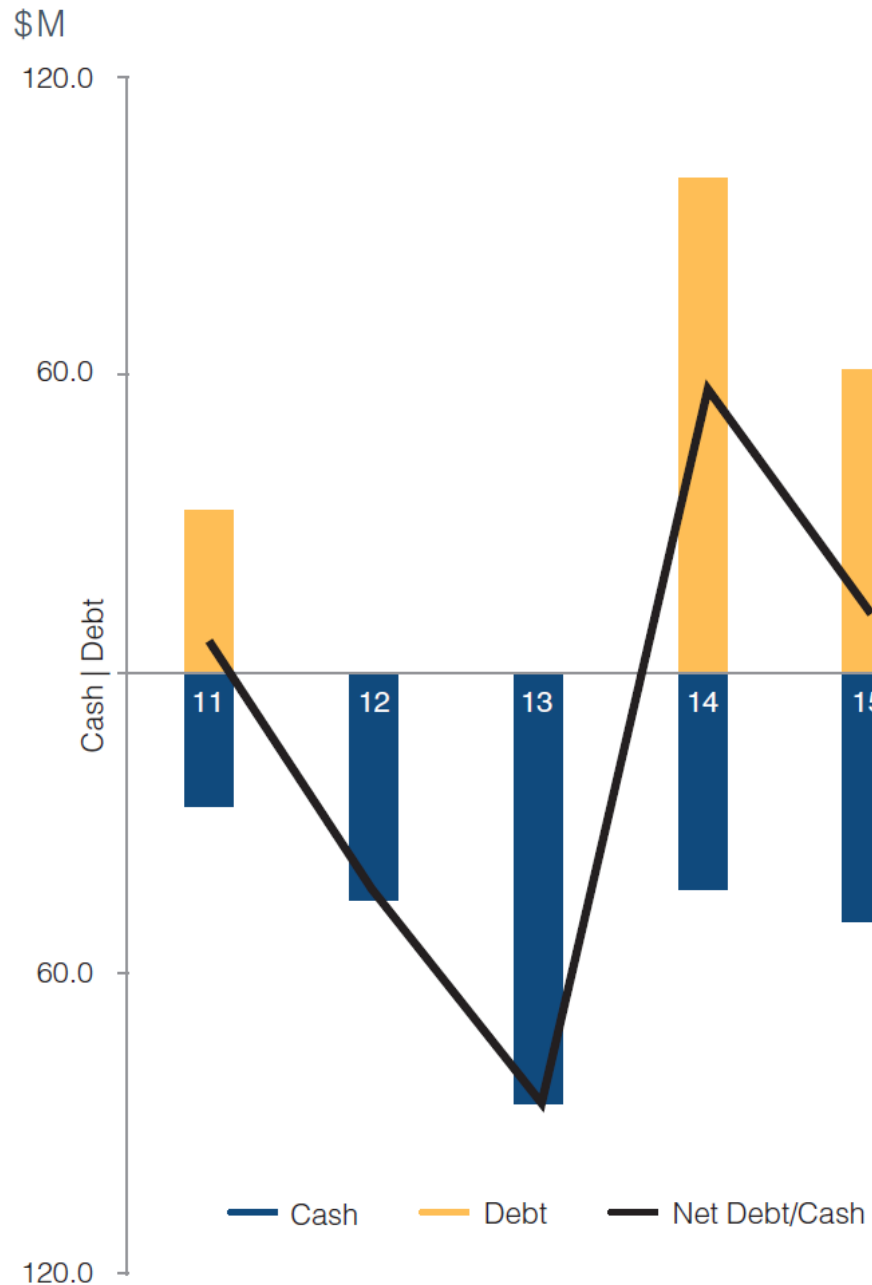


# Operating Cash Flow



- Strong operating cash flow
- **97.3%** conversion of EBITDA
- Focus on cash and working capital
- Interest paid **\$5.2M**
- Business restructure **\$15.4M**
- Resources prepayment reversal of **\$3.0M**
- Infrastructure prepayment reversal **\$14.4M**
- Net tax refund **\$1.9M**

# Net Debt and Capital Management



- Net Debt down to **\$12.2M** (June 2015) from **\$90.5M** (Dec 2013)
- Gearing **3.7%**
- Completed the sale and lease back of four properties in the first half of the year
- On-Market Share Buy-Back Program
- Dividends paid **\$14.6M**
- FY15 Dividends up **10%**

# Funding Facilities

	30 June 15	30 June 14
<b>Funding Summary</b>	<b>\$M</b>	<b>\$M</b>
Senior Debt and Working Capital Facility	231	270
Insurance Bonding Facilities	150	150
<b>Total Facilities</b>	<b>381</b>	<b>420</b>
Less: Senior Debt Utilised	61	100
Less: Non-Cash Facilities Utilised	81	128
<b>Available Facilities</b>	<b>239</b>	<b>192</b>
Plus: Cash	49	43
<b>Total Cash/Funding Facilities Available</b>	<b>288</b>	<b>235</b>

<b>Key Financial Ratios</b>		
Net Debt	\$12.2M	\$57.2M
Gearing	3.7%	16.5%
Facility Utilisation	37%	54%
Available Cash	\$124M	\$93M
Debt Facility Expiry	Nov 2017	July 2016

- Capacity to support future growth and acquisitions
- Strong balance sheet
- Banking Facilities renewed to provide:
  - greater liquidity
  - operating flexibility
  - longer debt maturity
- Available Cash **\$124M**
- Total CBA Facility **\$231M**
  - **\$61M** in senior debt
  - **\$170M** working capital and guarantee facility
- **\$150M** Insurance Bonding Facilities



RCR designed and supplied Heat Recovery Steam Generators  
for BHP Billiton's - Yarnima Power Station, WA

# Review of Operations For FY15







RCR delivered Mechanical & Electrical fit-out at Transcity JV's Legacy Way Tunnel, Brisbane, QLD

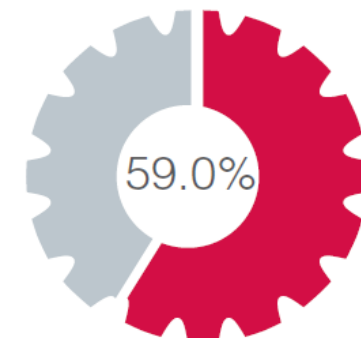
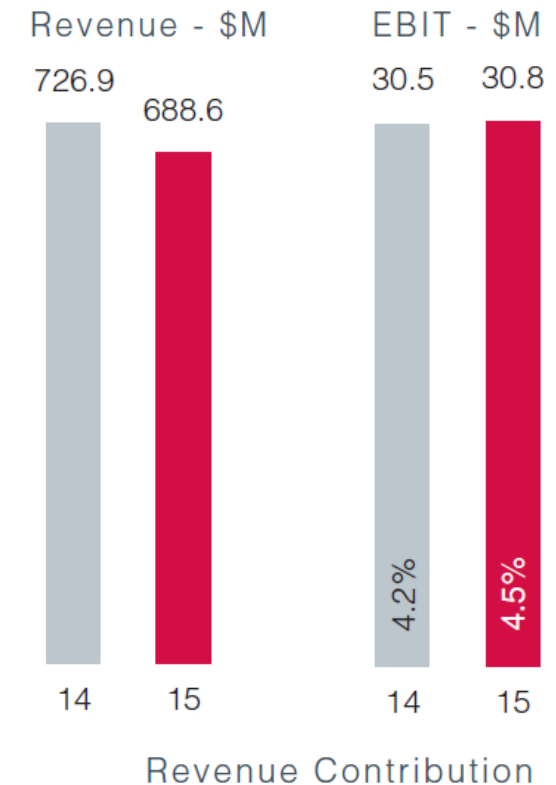


## Performance – FY15

- Improved margins, up to **4.5%**
- Benefits of cost-reduction strategies being realised
- Novo Rail Alliance solid performance in 6<sup>th</sup> year
  - Commenced \$81M Wynyard Station upgrade
- Completion of M&E + HVAC works on Legacy Way Tunnel
- Oil & Gas services contracts at Gorgon, Pluto, Wheatstone and Curtis Island
- Solid recurring revenue base for HVAC, E&I and FM

## Opportunities

- Targeting large opportunities in rail, transport and water
- Focus on ‘turnkey’ capability and vertical integration
- Major opportunities include:
  - Large Road Tunnels
  - Rail and Light Rail projects in NSW, VIC, WA and NZ (RCR awarded 10 Projects in Melbourne)
  - NSW Transmission and Distribution
  - Onshore and Offshore services to LNG producers





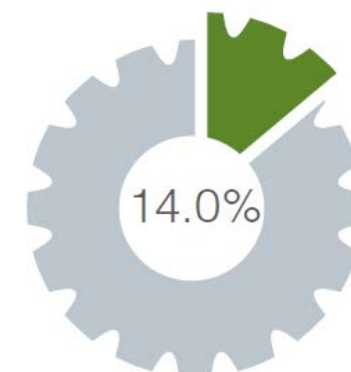
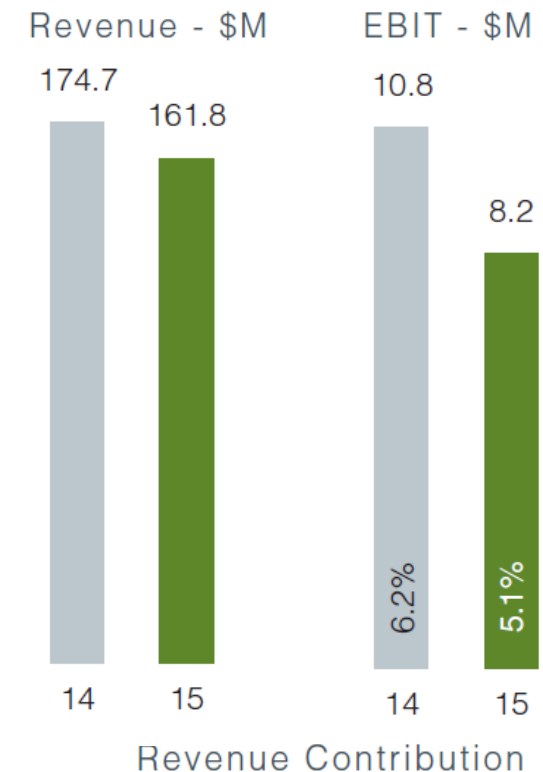
RCR Proprietary Heat Recovery Steam Generators, for BHP Billiton's Yarnima Power Station, WA

## Performance – FY15

- Record order book at the end of FY15
- Expanding reach into Asian energy markets:
  - Awarded Thai Oil in Sriracha, Thailand
  - Finalising negotiation on Senipah power project
- Expanded engineering capability in Asia
- Further growth in upgrades and maintenance business
- Long term power station maintenance contracts won include:
  - NRG Gladstone
  - AGL Torrens Island

## Opportunities

- Tendering turnkey power projects in SE Asia
  - Indonesia and Thailand
- ECI for Adani - MOU extended to March 2016
- Pipeline of Projects for Closing Steam Cycle







RCR SMP/E&I works at Roy Hill operations, WA

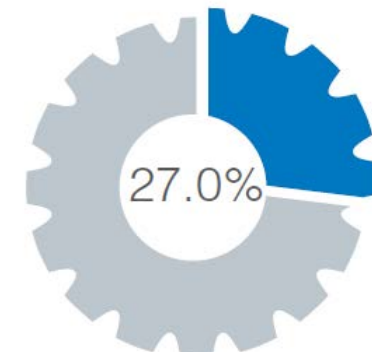
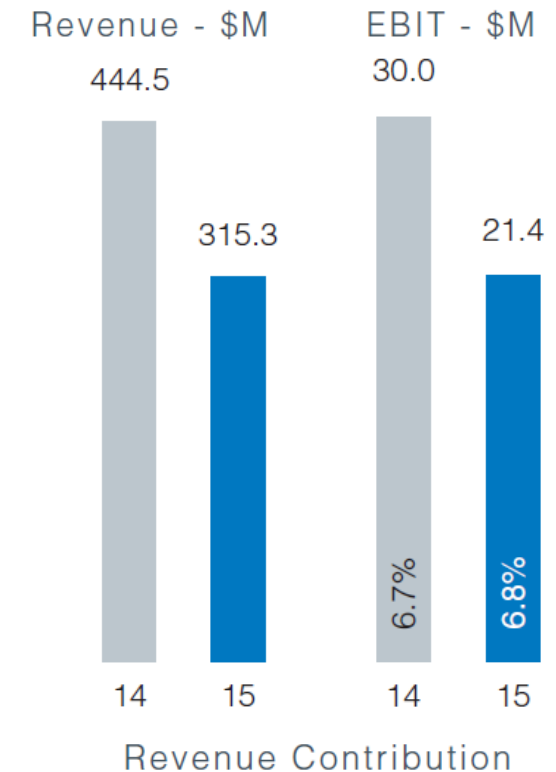


## Performance – FY15

- Increased margin of **6.8%**
- Revenue of **\$315.3M**
- OSR and Heat Treatment generated solid recurring revenues
- Major Project Activity:
  - Newcrest - Cadia Panel Cave 2
  - Rio Tinto - West Angelas Deposit B
  - Rio Tinto - Mesa J (IP2C)
  - Wheatstone - Heat Treatment (offshore platform)
  - SMP/E&I works and equipment supply to Roy Hill

## Opportunities

- Major projects for Mineral Sands, Coal, Nickel, Zinc and Alumina
- Cost reduction and debottlenecking in Iron Ore
- Sustaining capital works and asset maintenance
- New equipment sales into Africa and Asia



RCR Electrical fit-out of the cross-passage at  
Transcity JV's Legacy Way Tunnel, Brisbane, QLD

Sustainability





# Safety, Environment & People



## Safety Performance

- Safety performance continues to improve
- LTIFR improved **16%** to **1.1**

## Environmental Performance

- Zero reportable environmental incidents
- Remained below reporting level for carbon emissions

## Workforce

- Long tradition of employing our own people and trades
- Workforce of **3,817** in Australia, New Zealand and Asia
- Apprentices and trainees **208**

## Leading Indicators

- **574,632** Stop & Think actions completed
- **26,993** Tool Box & Pre-start meetings conducted
- **28,041** Unsafe Acts prevented
- **27,110** Job Safety Hazard Analyses completed

All Indications are for the Year Ended 30 June 2015



RCR Heat Treatment works on Off-shore platform for Wheatstone



RCR Facilities Management works for Intel, Vietnam





RCR carrying out ventilation fan installation  
at the Legacy Way Tunnel, Brisbane, QLD

# Our Project Experience





# Project Experience - Rail



## Novo Rail Alliance

**Project:** Infrastructure works

**Client:** Transport for NSW

**Location:** Sydney, NSW

Novo Rail is an alliance with Transport for NSW (TfNSW) in partnership with RCR, Aurecon and Laing O'Rourke to deliver a substantial portfolio of rail infrastructure work across Sydney's rail network.

Novo Rail offers a 'whole of project' full turnkey capability including industry-leading engineering, project management, rail signalling systems design, power systems, civil and rail infrastructure delivery.

As a key part of the Novo Rail Alliance, RCR is focused on construction of substations, power and protection systems, rail signaling & associated equipment, with future project work under the extension at the discretion of TfNSW.

TfNSW signed a contract with the Novo Rail Alliance Partners, extending delivery of essential signaling, electrical, civil and track projects for a further five years from 1 January 2014.

# Project Experience – Tunnels



## Legacy Way Tunnel Works

Project: Mechanical & Electrical Works

Client: Transcity JV

Location: Brisbane, QLD

Legacy Way is a \$1.5 billion, 4.6km road tunnel which connects the Western Freeway at Toowong with the Inner City Bypass (ICB) at Kelvin Grove.

RCR's scope of work comprised the mechanical and electrical installation of HV and LV distribution systems; lighting and general purpose power; jet and axial fans, smoke and air volume dampers; air conditioning, ventilation and pressurization systems; fire detection and suppression services; cable containment and support; earthing and testing; and commissioning activities.

The Legacy Way tunnel opened officially in June 2015.



# Project Experience – Water



## Adelaide Desalination Plant

Project: ADP Electrical Works

Client: Adelaide Aqua

Location: Adelaide, SA

RCR was engaged under an Early Contract Involvement (ECI) agreement to deliver critical electrical works during construction of the Adelaide Desalination Plant (ADP).

The plant is designed to deliver up to 100 billion litres of water each year, and is located approximately 25km southwest of Adelaide Metropolitan Area.

RCR's integrated service model leverages significant intellectual property and experience to deliver critical water and wastewater infrastructure solutions.

Key capabilities include design, civil construction, mechanical & electrical, fabrication and installation services.



# Project Experience – Electrical



## Canberra Airport

Project: Int'l Terminal Upgrade

Client: Canberra Airport

Location: Canberra, ACT

RCR was awarded the mechanical and electrical contract for the award winning Canberra new International Airport Terminal. RCR provided value engineering and constructability reviews as part of early client involvement, and adopted a collaborative approach with Construction Control and the Airport to ensure timely delivery with minimal disruption.

The state-of-the-art new terminal included a new aircraft apron, multi-level car parks, an indoor taxi rank and two level dual lane axial roadways. RCR also completed the diversion works of the old terminal.

### Scope Included:

- LV & HV Reticulation Network
- Transformer & Switchboard Installations
- General, architectural & runway lighting
- Communication & Data network
- Detailed design, supply, test & commission
- Co-generation unit

# Project Experience – Facilities Management



## University of Wollongong – Innovation Campus

Project: Facilities Management Works  
Client: University of Wollongong  
Location: Wollongong, NSW

The Innovation Campus is a world-class, award-winning research and commercial precinct on 33 hectares developed by the University of Wollongong.

RCR was engaged to provide preventive maintenance, break-down repair services, corrective maintenance, minor works, fixed plant and equipment.

RCR's scope included electrical services, mechanical and HVAC, fire protection, hydraulic services, access control and security, building management and control systems, vertical transportation, painting and essential services, emergency warning and intercom systems.

# Project Experience – Energy



Example of completed Heat Recovery Steam Generators

## Thai Oil HRSGs

Project: Thai Oil Refinery – Design  
& Supply of HRSGs  
Location: Sriracha, Thailand  
Client: CTCI Corporation/Thai Oil

RCR was awarded a full design and supply contract by CTCI Corporation as part of the Thai Oil Public Company Limited Small Power Producer Project at their Sriracha Refinery, Thailand.

This order was won against several international competitors. RCR has been contracted to provide two supplementary fired, dual pressure, natural circulation Heat Recovery Steam generators (HRSGs)

Award of this contract builds on RCR Energy's long-standing relationship with Thai Oil, having previously provided HRSGs based on RCR's proprietary design, which reduces installation complexity through the use of an innovative modular construction approach.

It also establishes RCR in the Combined Cycle Power Plant market in SE Asia.



# Project Experience – SMPE&I



## Roy Hill Iron Ore

Project: Roy Hill Iron Ore Project

Client: Samsung C&T

Location: Pilbara, Western Australia

RCR has been engaged to carry out Structural, Mechanical, Piping, Electrical & Instrumentation (SMP/E&I) works at the Roy Hill Iron Ore Project in Western Australia.

Under the direction of the EPC contractor (Samsung C&T, RCR has been awarded multiple packages to support construction of the Ore Processing Facility and associated mine infrastructure.

The work, won on the back of our strong capability and contracting models developed for Fortescue's Solomon Project, has RCR constructing Ore Processing Facilities to high quality with a rigorous schedule.

RCR has also designed & supplied 35 apron/belt feeders to support operations at Roy Hill.

# Project Experience – SMP



## West Angelas - SMP

Project: West Angelas Deposit B

Client: Rio Tinto

Location: Pilbara, WA

RCR was awarded the SMP installation project at Deposit B of Rio Tinto's West Angelas operations (WADB) in the Pilbara Region of Western Australia.

The project, which includes the upgrade of the existing West Angelas facilities in order to produce 35 Mtpa from ore sources at Deposit A and Deposit B, will involve SMP works comprising fabrication, supply, delivery to site, construction, pre-commissioning, and provision of labour for the commissioning of the Structural, Mechanical and Piping scope associated with the WADB Project.

The core project works for the new processing plant included:

- New Product Feed Hopper
- New Apron Feeder
- New Conveyor Installation
- New Transfer Station between
- Addition/ Modification to Existing Transfer Station
- Addition/ Modification to Existing Sample Station
- Existing conveyor upgrade



# Project Experience – Oil & Gas



## Gorgon – Barrow Island

Project: SMP/E&I and Commissioning

Client: CKJV

Location: Barrow Island, WA

Early in 2015, RCR was awarded a construction support contract at the Chevron-operated Gorgon Project in North-West WA.

RCR's scope in this landmark project is to support CKJV with SMP/E&I construction and commissioning works on the 15 mtpa LNG Plant on Barrow Island. This contract showcases some of RCR's core capabilities within one of Australia's most exciting and iconic resources projects.

RCR's experience at Barrow & Curtis Islands; Pluto LNG and Karratha Gas Plants for Woodside Energy; and the Moomba and GLNG facilities for Santos has positioned us for growth in the key oil & gas sector, particularly for major ongoing maintenance revenues.

RCR delivers fully integrated mechanical and E&I services for construction, brownfield modification and asset lifecycle support services to both onshore and offshore facilities.



RCR is carrying out construction & installation services at the Chevron-operated Gorgon Project, North-West WA

# Our Strategy





## **RCR's Strategic Objectives**

RCR is focused on growth in the Australian and Asia Pacific market particularly in infrastructure and oil & gas.

### **We aim to:**

- Provide services direct to customers as prime contractor
- Target larger project opportunities over multiple years
- Diversify revenue: infrastructure, oil & gas, water and geographic reach

### **Specific initiatives include:**

- Acquired Water Corporation ECS business
- Improve branding throughout Australasia
- Large turnkey EPC projects in resources, rail and water
- Further integration of the acquisitions and improve profitability
- Focus on rail, transport and power infrastructure
- Further grow Energy business in SE Asia
- Continue to grow through M&A and new revenue streams

# Disclaimer



This presentation and any oral presentation accompanying it has been prepared by RCR Tomlinson Ltd ("RCR" or "the Company").

**Summary of information:** This presentation contains general and background information about RCR's activities current as at the date of the presentation and should not be considered to be comprehensive or to comprise all the information that an investor should consider when making an investment decision. The information is provided in summary form, has not been independently verified, and should not be considered to be comprehensive or complete. RCR is not responsible for providing updated information and assumes no responsibility to do so.

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