

9 February 2016

The Manager
Company Announcements Office
ASX Limited
Level 4
20 Bridge Street
Sydney NSW 2000

Dear Sir or Madam

**Takeover Bid by Ferrovia Services Australia Pty Ltd
(ACN 609 542 556) in relation to Broadspectrum Limited**

On behalf of Ferrovia Services Australia Pty Limited, in accordance with section 647(3) of the *Corporations Act 2001* (Cth), attached is a Fifth Supplementary Bidder's Statement dated 9 February 2016, incorporating a notice of variation extending the offer period in relation to the takeover bid pursuant to section 650D(1) of the *Corporations Act 2001* (Cth) (**Corporations Act**).

The Fifth Supplementary Bidder's Statement supplements and is to be read together with the replacement Bidder's Statement dated 23 December 2015 (which reflects the original Bidder's Statement dated 7 December 2015 as amended by the First Supplementary Bidder's Statement dated 23 December 2015), Second Supplementary Bidder's Statement dated 20 January 2016, Third Supplementary Bidder's Statement dated 27 January 2016 and Fourth Supplementary Bidder's Statement dated 1 February 2016.

Yours faithfully



Kate Zorzi
Company Secretary
Ferrovia Services Australia Pty Ltd
Kate.Zorzi@allens.com.au
+61 3 9613 8218

Attach

This document is a supplementary bidder's statement dated 9 February 2016 under section 643 of the *Corporations Act 2001* (Cth) (the **Corporations Act**). It incorporates a notice under section 650D of the Corporations Act. This is the fifth supplementary bidder's statement issued by Ferrovial Services Australia Pty Ltd (ACN 609 542 556) (**Ferrovial**) in relation to its takeover offer for Broadspectrum Limited (ABN 69 000 484 417) (**Broadspectrum**) dated 6 January 2016 (the **Offer**).

This supplementary bidder's statement (**Fifth Supplementary Bidder's Statement**) supplements and is to be read together with the Replacement Bidder's Statement dated 23 December 2015 (which reflects the Original Bidder's Statement dated 7 December 2015 as amended by the first supplementary Bidder's Statement dated 23 December 2015), the Second Supplementary Bidder's Statement dated 20 January 2016, the Third Supplementary Bidder's Statement dated 27 January 2016 and the Fourth Supplementary Bidder's Statement dated 1 February 2016 given by Ferrovial to Broadspectrum (collectively the **Bidder's Statement**). This Fifth Supplementary Bidder's Statement will prevail to the extent to any inconsistency with the Bidder's Statement.

A copy of this Fifth Supplementary Bidder's Statement was lodged with ASIC on 9 February 2016. Neither ASIC nor any of its officers take any responsibility for the contents of this Fifth Supplementary Bidder's Statement. This Fifth Supplementary Bidder's Statement has been approved by a resolution passed by the directors of Ferrovial. Words and phrases defined in the Bidder's Statement have the same meaning in this Fifth Supplementary Bidder's Statement unless context requires otherwise.

9 February 2016

FERROVIAL TO CONSIDER ITS OPTIONS FOLLOWING BROADSPECTRUM'S LOSS OF PREFERRED TENDERER STATUS ON DIBP

Dear Broadspectrum shareholder,

On 8 February 2016 Broadspectrum released its First Supplementary Target's Statement. This disclosed that Broadspectrum has been advised by DIBP that the existing tender process for a new five year contract with the DIBP to provide welfare and garrison support services at the regional processing centres in Nauru and Manus Province has been changed. Broadspectrum had previously stated that it was the preferred tenderer, with the new contract expected to commence in March 2016. Now, it appears that Broadspectrum will compete with another party to submit an amended tender which may not be resolved until the end of the year.

The changes to the DIBP contract status are a significant and negative change, which adversely impacts the valuation of Broadspectrum.

This change has also resulted in a breach of the defeating condition as set out in Section 7.6(g)(iii) of the Bidder's Statement.

Ferrovial will now consider the implications of this change on Broadspectrum's business and Ferrovial's Offer for Broadspectrum.

Ferrovial gives notice under section 650D of the Corporations Act that it varies the Offer contained in the Bidder's Statement by extending the period during which the Offer will remain open by a further two weeks so that the Offer will now close at 7:00pm (Sydney time) on 7 March 2016.

Accordingly, the Bidder's Statement is amended by replacing all references to "22 February 2016" in the Bidder's Statement with references to "7 March 2016".

For the purposes of section 630(2) of the Corporations Act, Ferrovial confirms that the new date for giving notice of the status of defeating conditions will be 26 February 2016. The Offer is not free from any of the conditions set out in section 7.6 of the Bidder's Statement and (as far as Ferrovial knows) none of those conditions have been fulfilled.

If you have any questions about the Offer, please contact the Offer Information Line on 1300 782 154 (within Australia) or + 61 3 9415 4131 (from outside Australia) or your stockbroker, or legal or financial adviser.

Yours sincerely



Santiago Olivares, Director

SIGNED on behalf of Ferrovial Services Australia Pty Ltd

Dated 9 February 2016