

June 19, 2015

**CIMIC Announces Total Consideration for Debt Securities Subject to Cash Tender Offer**

CIMIC Finance (USA) Pty Ltd (ABN 76 132 500 684; formerly Leighton Finance (USA) Pty Ltd) (the “Company”), a direct wholly-owned subsidiary of CIMIC Group Limited (ABN 57 004 482 982; formerly Leighton Holdings Limited) (the “Parent Guarantor”), hereby announces the Total Consideration for its previously announced cash tender offer (the “Tender Offer”) for any and all of its outstanding US\$500,000,000 5.950% Guaranteed Senior Notes due 2022 (the “Notes”). The terms and conditions of the Tender Offer are described in the Tender Offer Memorandum dated June 15, 2015 (the “Tender Offer Memorandum”) and the related Letter of Transmittal and Notice of Guaranteed Delivery (together, the “Offer Materials”). Capitalized terms used but not otherwise defined in this announcement have the meanings given to them in the Tender Offer Memorandum.

The Purchase Price to be paid for each US\$1,000 principal amount of Notes validly tendered and accepted for payment pursuant to the Tender Offer was calculated by The Hongkong and Shanghai Banking Corporation Limited and Société Générale (together, the “Dealer Managers”) at 2:00 p.m., New York City time, today and is set forth in the table below:

<u>Title of Security</u>	<u>Outstanding Principal Amount</u>	<u>CUSIP Numbers</u>	<u>ISIN</u>	<u>Reference US Treasury Security<sup>(1)</sup></u>	<u>Bloomberg Reference Page</u>	<u>Fixed Spread (basis points)</u>	<u>Purchase Price<sup>(2)</sup></u>
5.950% Guaranteed Senior Notes due 2022	US\$500,000,000	Reg S: Q55038AA3 144A: 52535PAA7	Reg S: USQ55038AA33 144A: US52535PAA75	UST 1.625% due November 15, 2022	PX7	230	US\$1,099.63

(1) The yield on the relevant Reference US Treasury Security at 2 p.m., New York City time, today was 2.057%.

(2) Per each US\$1,000 principal amount of Notes accepted for purchase.

The Total Consideration per each US\$1,000 principal amount of Notes validly tendered and accepted for purchase by the Company pursuant to the Tender Offer will be the sum of (a) the Purchase Price per US\$1,000 principal amount of Notes plus (b) accrued and unpaid interest for each US\$1,000 principal amount of Notes from the immediately preceding interest payment date for the Notes up to (but excluding) the Settlement Date, which is expected to be June 24, 2015.

The Tender Offer will expire at 5:00 p.m., New York City time, today, June 19, 2015, unless extended or earlier terminated (such time and date, as the same may be extended, the “Expiration Time”). Holders of Notes must validly tender and not validly withdraw their Notes before the Expiration Time to receive the Total Consideration. Notes validly tendered may be withdrawn at any time at or prior to the Expiration Time, but not thereafter.

Payment of the Total Consideration for Notes that are tendered by Holders (and not validly withdrawn) prior to the Expiration Time and accepted by the Company for purchase is expected to be made on June 24, 2015, unless the Tender Offer is extended or earlier terminated.

The Tender Offer is subject to the satisfaction or waiver of certain conditions set forth in the Tender Offer Memorandum. The Company has expressly reserved the right, in its sole discretion but subject to applicable law, to terminate, withdraw, extend or otherwise amend the Tender Offer at any time. If the Company takes any of these actions, a public announcement will be made in respect thereof.

The terms and conditions of the Tender Offer are set forth solely in the Offer Materials, copies of which are available at the following web address: <http://www.dfking.com/cimic>

For additional information regarding the terms of the Tender Offer, please contact: The Hongkong and Shanghai Banking Corporation at +1 (888) HSBC-4LM (US toll free), +852 2822 4100 (Hong Kong), +44 207 992 6237 (London) or +1 212 525 5552 (New York), [liability.management@hsbcib.com](mailto:liability.management@hsbcib.com) or Société Générale at +1 855 881 2108 (US toll free) or +44 207 676 7579 (London), [liability.management@sgcib.com](mailto:liability.management@sgcib.com). Requests for documents may be directed to D.F. King & Co., Inc., which is acting as the tender agent and information agent for the Tender Offer (the “Information Agent”), at +1 (866) 387-0017 (US toll free) or +1 (212) 269-5550 (collect for banks and brokers), [cimic@dfking.com](mailto:cimic@dfking.com).

This press release does not constitute an offer or an invitation to participate in the Tender Offer nor does it constitute a notice of redemption under the optional redemption provisions of the indenture governing the Notes. The Tender Offer is being made pursuant to the Offer Materials, which set forth the complete terms and conditions of the Tender Offer. Holders are urged to read the Offer Materials carefully before making any decision with respect to their Notes. The Tender Offer is not being made to, nor will the Company accept tenders of Notes from, holders in any jurisdiction in which it is unlawful to participate in the Tender Offer. None of the Company, the Parent Guarantor, the Dealer Managers, the Information Agent or the trustee for the Notes makes any recommendation as to whether holders should tender Notes in response to the Tender Offer. Neither the Tender Offer Memorandum nor any related documents have been filed with, and have not been approved or reviewed by, any federal or state securities commission or regulatory authority of any country. No authority has passed upon the accuracy or adequacy of the Tender Offer Statement or any related documents, and it is unlawful and may be a criminal offense to make any representation to the contrary.

*Certain statements in this press release, including those describing the completion of the Tender Offer, constitute forward-looking statements. These statements are not historical facts but instead represent only the belief of the Company and the Parent Guarantor regarding future events, many of which, by their nature, are inherently uncertain and outside their control. It is possible that actual results will differ, possibly materially, from the anticipated results indicated in such forward-looking statements.*

**CIMIC GROUP LIMITED**