

12 DECEMBER 2016 CIMIC ANNOUNCES FURTHER ON-MARKET SHARE BUY-BACK

On 12 December 2016, the Board of CIMIC Group Limited (**CIMIC**) approved a proposal to conduct a further on-market share buy-back of up to 10% of CIMIC's fully paid ordinary shares for a period of 12 months commencing on 29 December 2016 (**New Buy Back**).

CIMIC's current on-market share buy-back (announced on 14 December 2015) will end on 28 December 2016¹.

The New Buy Back announced today will continue to improve shareholder returns and enhance capital efficiency, while maintaining sufficient balance sheet flexibility to pursue future growth and investment opportunities.

The initiative again reflects CIMIC's strong balance sheet position, solid cash flow generation, and disciplined approach to capital management.

The New Buy Back will be funded by a combination of CIMIC's existing cash balances and working capital facilities.

It will be within the '10/12 limit' permitted by the *Corporations Act 2001* (Cth) and therefore does not require shareholder approval.

The timing and number of shares purchased will depend on the CIMIC share price and market conditions.

An Appendix 3C in respect of the New Buy Back is attached.

ENDS

Issued by CIMIC Group Limited ABN 57 004 482 982 www.cimic.com.au

Further information

Ms Marta Olba, Group Manager Investor Relations T+61 2 9925 6134

Ms Fiona Tyndall, General Manager Communications T+61 2 9925 6188

CIMIC Group Limited (ASX: CIM) is one of the world's leading international contractors and the world's largest contract miner. CIMIC Group has operations that have been in existence since 1934, was listed on the Australian Securities Exchange in 1962 and has its head office in Sydney, Australia. CIMIC provides construction, mining, mineral processing, engineering, concessions, and operation and maintenance services to the infrastructure, resources and property markets. It operates in more than 20 countries throughout the Asia Pacific, the Middle East, North America, Sub-Saharan Africa and South America and, as at 30 September 2016, employed approximately 44,000 people directly and through its investments.

¹ Unless the maximum number of shares acquired within the '10/12 limit' permitted by the *Corporations Act 2001* (Cth) are bought back before this date.

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	ABN/ARSN
CIMIC Group Limited	57 004 482 982

We (the entity) give ASX the following information.

Information about buy-back

1	Type of buy-back	On-market
2	⁺ Class of shares/units which is the subject of the buy-back (eg, ordinary/preference)	Ordinary shares
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 ⁺ class on issue	324,254,097
6	Whether shareholder/unitholder approval is required for buy-back	No
7	Reason for buy-back	Ongoing capital management

⁺ See chapter 19 for defined terms.

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>)	Please refer to the ASX release dated 12 December 2016
---	---	--

On-market buy-back

9	Name of broker who will act on the company's behalf	Merrill Lynch Equities (Australia) Limited
---	---	--

10	Deleted 30/9/2001.	
----	--------------------	--

11	If the company/trust intends to buy back a maximum number of shares - that number <small>Note: This requires a figure to be included, not a percentage.</small>	Up to 32,425,409 shares (being approximately equal to 10% of the entity's ordinary shares currently on issue)
----	--	---

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	12 months from 29 December 2016
----	---	--

13	If the company/trust intends to buy back shares/units if conditions are met - those conditions	N/A
----	--	-----

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
----	--------------------------------	-----

Selective buy-back

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

Equal access scheme

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

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:
Company secretary

Date: 12 December 2016

Print name: Louise Griffiths

⁺ See chapter 19 for defined terms.