

OPT OUT AND CLAIM REGISTRATION NOTICE

FEDERAL COURT OF AUSTRALIA

CIMIC Class Action

What is this Notice?

On 23 November 2016, a class action was commenced by Inabu Pty Ltd (ACN 003 657 654) as trustee for the Alidas Superannuation Fund (ABN 38 718 529 455) in the Federal Court of Australia against CIMIC Group Limited (ACN 004 482 982) (formerly known as Leighton Holdings Limited). The Federal Court has ordered that this Notice be published for the information of persons who are members of the class on whose behalf the action is brought.

If you purchased shares in CIMIC (**LEI shares**) between 23 November 2010 and 3 October 2013 (inclusive), you should read this notice carefully as it may affect your ability to participate in the class action.

If there is anything in this notice that you do not understand, you should seek legal advice. Any questions you have concerning the matters contained in this notice should not be directed to the Court.

Key points to be aware of

1. If you wish to register to obtain compensation from any settlement of this proceeding you must:
 - a. Have already signed a retainer with Inabu's solicitors, Maurice Blackburn, to act for you and/or signed a funding agreement with Harbour Fund III, L.P. (**Harbour**) in relation to this proceeding and, to the extent you have not already done so, provide all the information required in the online CIMIC Class Member Registration Form accessible at the domain hosted by Maurice Blackburn <https://classaction.mauriceblackburn.com.au/shareholder/CIMIC>; or
 - b. Before 4pm on **2 October 2018** complete and submit the online CIMIC Class Member Registration Form accessible at the domain hosted by Maurice Blackburn <https://classaction.mauriceblackburn.com.au/shareholder/CIMIC>.
2. If you do not wish to be involved in the class action, before 4pm on **2 October 2018**, you must complete and submit an opt out notice in the form available on the Maurice Blackburn website.
3. If you have not already retained Maurice Blackburn and/or signed a funding agreement with Harbour and you do nothing in response to this notice, your rights (if any) may be determined without your participation.

What is a class action?

A class action is an action brought by one person (applicant) on his or her own behalf and on behalf of a group of people (class members) against another person (respondent), where the applicant and the class members have similar claims against the respondent.

Class members are bound by any judgment or settlement in the class action, unless they have opted out of the proceeding. This means that:

1. If the class action is successful, class members may be eligible for a share of any settlement sum or Court-awarded damages;
2. If the class action is unsuccessful, class members are bound by that result; and
3. Regardless of the outcome of the class action, class members will not be able to pursue their claims against the respondent in separate legal proceedings unless they have opted out.

The applicant does not need to seek the consent of class members to commence a class action on behalf of those persons. However, class members can cease to be class members by opting out of the class action. Unless you opt out, you will be bound by the outcome of the class action. An explanation of how class members may opt out of this proceeding is set out below.

The CIMIC class action

The CIMIC class action was commenced on 23 November 2016 by Inabu. Inabu brings the proceeding on its own behalf, and on behalf of all persons who are class members as defined in the proceeding. The definition of class member is set out below.

Inabu alleges that CIMIC failed to comply with its continuous disclosure obligations under Australian corporate laws, and engaged in misleading and deceptive conduct, by withholding from shareholders that senior executives had knowledge, or knowledge of a risk that an offshore subsidiary was, or may have been engaged in corrupt conduct in order to secure construction work in Iraq.

Inabu claims that this conduct breached CIMIC's continuous disclosure obligations under the *Corporations Act 2001* (Cth) (**Corporations Act**) and the ASX Listing Rules and the prohibition against misleading or deceptive conduct under the Corporations Act and the Australian Consumer Law.

Inabu claims that it and the class members suffered loss as a result of these alleged breaches. CIMIC denies the allegations and is defending the class action.

The CIMIC class action is funded by Harbour.

Are you a class member?

You are a class member in the CIMIC class action if you:

1. acquired an interest in fully paid ordinary shares in CIMIC Group Limited (formerly known as Leighton Holdings Limited) (**LEI shares**) during the period between 23 November 2010 and 3 October 2013 (**Relevant Period**);
2. suffered loss or damage by reason of the conduct of the respondent as alleged by the applicant in its Further Amended Statement of Claim; and
3. were not during any part of the Relevant Period, and are not any of the following:
 - a. a related party (as defined by s 228 of the Corporations Act) of CIMIC;

- b. a related body corporate (as defined by s 50 of the Corporations Act) of CIMIC;
- c. an associated entity (as defined by s 50AAA of the Corporations Act) of CIMIC;
- d. an officer or a close associate (as defined by s 9 of the Corporations Act) of CIMIC; or
- e. a judge or the Chief Justice of the Federal Court of Australia or a Justice or the Chief Justice of the High Court of Australia.

If you are not a class member in the CIMIC class action, you may disregard this Notice. If you are a class member, you should read this Notice carefully as it will affect your rights. If you are unsure whether you are a class member, you should contact Maurice Blackburn Lawyers at CIMICGroupClassAction@mauriceblackburn.com.au or seek your own legal advice without delay.

You may inspect copies of the relevant documents filed in connection with the CIMIC class action:

1. During business hours at the Sydney office of Maurice Blackburn;
2. On the Federal Court website at <http://www.fedcourt.gov.au>; or
3. At a District Registry of the Federal Court in Sydney, Melbourne, Canberra, Brisbane, Perth, Adelaide, Hobart or Darwin.

What class members must do

If you have already signed a retainer with Maurice Blackburn and/or a funding agreement with Harbour in relation to this class action, you are deemed to have already registered. You may be required to provide further information concerning your dealings in LEI shares if Maurice Blackburn requests it.

If you are a class member in the CIMIC class action, and have not retained Maurice Blackburn and/or signed a funding agreement with Harbour, you must select one of the following options by 4pm on **2 October 2018**:

Option 1 – Register your interest in receiving compensation in a settlement of this proceeding

If you wish to make a claim for any loss you may have suffered as a result of CIMIC's alleged conduct, you must complete the online CIMIC Class Member Registration Form accessible at <https://classaction.mauriceblackburn.com.au/shareholder/CIMIC>.

Registration Forms must be completed online before 4 pm on **2 October 2018**. Registration Forms completed after this time will not be accepted and you will be treated as having not responded to this notice (see Option 3 below).

Option 2 – Opt out and cease to be a class member

If you do not wish to remain a class member in the CIMIC class action, you must opt out of the proceeding by completing the opt out notice that is available on the Maurice Blackburn website at <http://www.mauriceblackburn.com.au>. If you opt out of the CIMIC class action you will:

1. Not be affected by any orders made in the CIMIC class action;

2. Not be permitted to participate in the distribution of any damages award or settlement outcome; and
3. Be entitled to commence separate legal proceedings against CIMIC in relation to the matters the subject of the CIMIC class action on your own behalf if you so wish.

Completed opt out notices must be submitted to the Australian Capital Territory District Registry of the Federal Court of Australia at Nigel Bowen Commonwealth Law Courts Building, Childers Street, Canberra City ACT 2601 on or before 4pm on **2 October 2018**. Opt out notices received after this time will not be accepted and you will be treated as having not responded to this notice (see Option 3 below).

Option 3 – Not respond to this Notice

If you do nothing, i.e. you do not act in accordance with Options 1 or 2 above, you will remain a class member in the CIMIC class action and be bound by any judgment or settlement agreement in the proceeding. However if there is a settlement, you will not be entitled to make a claim for part of that settlement.

In other words, if you do nothing, you will lose your right to share in the proceeds of any settlement with CIMIC in relation to the matters the subject of the allegations made against CIMIC in the CIMIC class action.

If Inabu and CIMIC reach an in-principle settlement of the CIMIC class action, Inabu will seek orders that are commonly sought in relation to the settlement of class actions. The effect of these orders will be that all class members as defined in the CIMIC class action will be bound by the settlement of that proceeding and will be prohibited from bringing a further claim against CIMIC in relation to the same issues as are raised in the CIMIC class action.

Will you be liable for legal costs?

You will not become liable for legal costs simply by remaining as a class member for the determination of common questions or by registering your interest in receiving compensation.

If the CIMIC class action is unsuccessful, the litigation funder Harbour will pay Inabu's costs and satisfy any order against Inabu to pay CIMIC's costs.

You should be aware that courts commonly make orders requiring class members who recover compensation through a class action to make a contribution from that compensation to the legal costs and/or funding costs involved in running the proceeding. To date, this has been done by way of funding equalisation orders or common fund orders.

Funding equalisation orders adjust the returns to funded and unfunded group members so they are equal. Courts have made these orders in the past in recognition that fairness requires that class members receive the same rate of return, whether or not they signed a funding agreement. Common fund orders require class members who receive compensation to pay a percentage of it to the litigation funder who has funded the proceeding.

If the Court makes orders requiring class members to make a contribution from any compensation that they receive to the legal or funding costs of the proceeding, this will not exceed the amount of compensation received and you will not be left out of pocket as a result.

Other matters

If the CIMIC class action resolves by way of a judgment in favour of Inabu or by way of a negotiated settlement, then the finalisation of your personal claim might require work to be done in processing your claim. If such work is required you may need legal assistance. You may enter into a retainer agreement with Maurice Blackburn (or other solicitors) to do that work if it becomes necessary and you will be liable for legal costs associated with the determination of issues concerned only with your claim.

If the CIMIC class action resolves by way of a settlement, class members will be required to verify their trade data as a condition of receiving compensation by providing either:

- (a) documentary evidence (eg trade confirmations); or
- (b) a statutory declaration as to the accuracy of the information provided.

Questions

If you are unclear about whether you are a class member, or if you have any other questions regarding the CIMIC class action, you should contact Maurice Blackburn at CIMICGroupClassAction@mauriceblackburn.com.au or by writing to Maurice Blackburn, Level 32, 201 Elizabeth Street, Sydney NSW 2000, Attention: Rebecca Gilsenan. Alternatively, you can seek legal advice from other solicitors.