

24 June 2013

Leighton Holdings Limited ABN 57 004 482 982

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ASX Market Announcements
Australian Securities Exchange Limited
Level 4
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SYDNEY NSW 2000

Listing Rule 3.17 - Shareholder Update for the 3 months to 31 March 2013

Further to the release of the Company's results for the 3 months ended 31 March 2013 to the Australian Securities Exchange on 6 May 2013, please find attached a copy of our Shareholder Update for the 3 months to 31 March 2013 as at 20 May 2013 containing highlights during the period and various feature articles. This report is now in a printed format and will be mailed to shareholders today.

Yours faithfully LEIGHTON HOLDINGS LIMITED

VANESSA REES Company Secretary





Financial Highlights

Leighton Holdings Limited recently announced Net Profit after Tax (NPAT)¹ of \$123 million for the first quarter of financial year 2013, compared to a loss of \$80 million in the prior comparable period. Revenue was \$5.4 billion, compared to \$5.1 billion in the prior comparable period.

Chief Executive Officer, Mr Hamish Tyrwhitt, said that it was pleasing to report a rise in NPAT margin in quarter one to 2.3% compared to the full year 2012 margin of 1.9%.

"This result reflects the advantages of the Group's diverse business portfolio, benefitting from both our geographic spread and the range of sectors in which we operate. It was delivered against the backdrop of a challenging macroeconomic environment especially in contract mining and some adverse weather conditions in Queensland and Western Australia," Mr Tyrwhitt said.

"Our work in hand was \$42.2 billion, with over \$4 billion of work awarded during the period. We are not targeting top-line growth, rather, we are onboarding projects with good margins as demonstrated by a closing project margin-in-hand of over 10%. The net decline of \$1.3 billion from December 2012 reflects this discipline but also indicates a softening in the overall level of contract awards in construction and contract mining.

"During the quarter, we continued our capital recycling initiatives by reaching agreement for the sale of our telecommunication infrastructure assets. The sale will unlock an enterprise value of around \$885 million and, through retaining a 30% share in the joint venture, we will continue to have ongoing exposure to this sector," Mr Tyrwhitt said.

The Group's gearing² increased from 35.0% to 47.7% in the quarter, driven by the early payment of the equity in BrisConnections

(\$200 million) and the scheduled final dividend payment (\$202 million), together with seasonal deterioration in working capital. It also reflects an increased level of net project underclaims from both scope growth and contract variations.

"Management of underclaims was noted as a key focus at the time of our 2012 results. Importantly, we have detailed plans in place to reduce these underclaims and expect resolution on a number of the claims during the remainder of the year," said Mr Tyrwhitt.

"Notwithstanding current market conditions, we remain on track to deliver a full year underlying NPAT within our previous guidance range of \$520 to \$600 million and a gearing level within the target band of 25% to 35% by year-end.

"The importance of our 'stabilise, rebase and grow' strategy in today's challenging environment is self-evident. Throughout the remainder of the year, we will continue to rebuild our operating model and progress net margin expansion and cash flow initiatives, in order to realise further improvements in 2014 and beyond. Rebased, we will have the right platform to leverage long-term growth domestically and internationally and to deliver sustainable returns to our shareholders," Mr Tyrwhitt concluded. •

¹ NPAT and Underlying NPAT were \$123 million. There were no gains/ losses on sale and impairments on investments.

² Gearing is expressed as the ratio of net debt and operating leases to net debt, operating leases and shareholder equity.

Key performance features for the three months ended 31 March¹

Income Statement information (\$M)	3 months ended 31 Mar 2013 Unaudited	3 months ended 31 Mar 2012 Unaudited	% Change
Revenue - Group	4,863	4,137	17.5
- Joint ventures and associates	488	957	(49.0
Total revenue ²	5,351	5,094	5.0
Profit/(loss) before tax	151	(104)	245.2
Income tax (expense)/benefit	(30)	23	(230.4
Profit/(loss) after tax	121	(81)	249.4
Profit/(loss) attributable to minority interests	2	1	100.0
Profit after tax attributable to members (NI	PAT) 123	(80)	253.8
	As at	Asat	

Balance Sheet information (\$M)	As at 31 Mar 2013 Unaudited	As at 31 Mar 2012 Unaudited	% Change
Total assets	11,390	9,939	14.6
Total liabilities	8,590	7,490	14.7
Net assets	2,800	2,449	14.3
Net tangible assets	2,495	2,175	14.7
Net tangible assets per share (\$)	\$7.40	\$6.45	14.7
•			•

^{1.} All Income Statement data reflects three months to March for the respective years. For periods prior to March 2012, the data was derived from the nine months to March results, less the prior six months to December results.



Total Revenue²

\$5.4 billion

3 months to 31 March 2013

2009 2010 2011 2012 2013

Profit after tax

attributable to members (NPAT)

3 months to 31 March 2013

^{2.} Including the Group's share of Joint Ventures and Associates.

15 January 2013

LEIGHTON CONTRACTORS TO BUILD ESSO HIGHLANDS LTD OFFICE FACILITIES IN PNG

Leighton Contractors' Papua New Guinea (PNG) operations, Leighton PNG, was awarded a circa \$200 million contract to construct Esso Highlands Limited's permanent head office in Port Moresby, PNG.

17 January 2013

VISIONSTREAM SECURES \$90 MILLION CONTRACT FOR TELSTRA REMEDIATION

Visionstream Australia Pty Ltd (Visionstream), a wholly owned subsidiary of Leighton Contractors, announced a contract with Telstra worth approximately \$90 million for the provision of services as part of Telstra's infrastructure deployment for the National Broadband Network.

18 January 2013

MACMAHON SHAREHOLDERS TO VOTE ON SALE OF CONSTRUCTION ASSETS TO LEIGHTON

Independent Directors unanimously recommended that shareholders vote in favour of the Proposed Transaction with Leighton.

25 January 2013

THIESS AWARDED MAJOR SYDNEY WATER CONTRACT

Thiess was awarded a five-year Sydney Water operation and facilities maintenance services contract valued at \$175 million. Thiess is working collaboratively with Sydney Water to ensure the delivery of valued water solutions to Sydney Water customers.

29 January 2013

LEIGHTON COMMENCES CONSTRUCTION ON WYNN COTAI PROJECT IN MACAU

Following Leighton Contractors (Asia) Limited's announcement that it had been selected as preferred proponent to design and build the world's largest gaming hub for Wynn Resorts in Macau, the construction company confirmed it had agreed the first component of works, worth A\$222 million.

7 February 2013

JOHN HOLLAND AWARDED \$186 MILLION CAPE LAMBERT PORT B WHARF EXTENSION CONTRACT

John Holland was awarded a \$186 million contract to deliver the Cape Lambert Port B -Wharf Extension project on behalf of Rio Tinto Iron Ore Expansion Projects.

13 February 2013

LEIGHTON REPORTS PROFIT OF \$450 MILLION, REBUILDS FOR SUSTAINABLE GROWTH

Leighton Holdings Limited announced Net Profit after Tax of \$450 million for the year ended 31 December 2012. Underlying Net Profit after Tax was \$448 million.

19 February 2013

COLLINSVILLE COAL MINE

Following a review of operations at the Collinsville Coal Mine in Central Queensland, Thiess and Xstrata Coal entered into a transition agreement to take the mine back to an owner-operator model from August 2013.

LEIGHTON UPDATES MARKET ON BRISCONNECTIONS

Leighton Holdings Limited noted the announcement that the Board of BrisConnections (BCS) had decided to place the BrisConnections Group into voluntary administration. Leighton Holdings fully impaired the balance of its deferred equity commitment to BCS in the 2012 Financial Year.

20 February 2013

LEIGHTON IN EXCLUSIVE NEGOTIATIONS TO SELL 70% OF TELECOMMUNICATIONS ASSETS

Leighton Holdings Limited announced that the Company had begun exclusive negotiations to sell 70% of its telecommunications assets which include Nextgen Networks, Metronode and Infoplex to the Ontario Teachers' Pension Plan, through its Long Term Equities Division. The sale price values 100% of these assets at \$885 million.

25 February 2013

LEIGHTON CONTRACTORS AWARDED EXPANDED CONTRACT FOR GORGON PROJECT

The value of Leighton Contractors' contract to deliver the civils and underground works package for the Chevron-operated Gorgon Project increased by \$975 million to an estimated value of \$1.789 billion.

27 February 2013

SALE OF MACMAHON CONSTRUCTION PROJECTS TO LEIGHTON APPROVED

Leighton Holdings Limited advised that the sale of ten construction projects from Macmahon Holdings Limited to Leighton had been approved by the shareholders of Macmahon.

News and media releases

27 February 2013

GROUNDBREAKING 567 COLLINS STREET IN MELBOURNE

At its formal groundbreaking ceremony, Leighton Properties announced that it had formally signed Leighton Contractors to almost 13,000 sqm of its 567 Collins St building in Melbourne, Victoria

28 February 2013

LEIGHTON AWARDED CONTRACT FOR TIN SHUI WAI HOSPITAL IN HONG KONG

Leighton Contractors (Asia) Limited, a part of the Leighton Asia, India and Offshore Group, secured a design and build contract for a new hospital in Tin Shui Wai, Hong Kong. The contract is valued at approximately A\$370 million.

1 March 2013

INVESTA FUNDS ACQUIRE 567 COLLINS STREET IN MELBOURNE

Leighton Properties announced that ASX-listed Investa Office Fund (IOF) and Investa Commercial Property Fund (ICPF) have jointly acquired 567 Collins Street in Melbourne for approximately \$462 million.

6 March 2013

JOHN HOLLAND AWARDED \$148 MILLION MOOREBANK UNITS RELOCATION SUB-CONTRACT

John Holland has been awarded a \$148 million sub-contract as part of the \$870 million Moorebank Units Relocation at Holsworthy Army Barracks.

8 March 2013

LEIGHTON CONTRACTORS AND TFNSW IN ALLIANCE TO DELIVER EPPING TO THORNLEIGH THIRD TRACK PROJECT

Leighton Contractors was selected by Transport for NSW to deliver the Epping to Thornleigh Third Track (ETTT) project in an Alliance contract worth \$120 million to the company. The \$265 million ETTT Alliance, will design and construct approximately 6 kilometres of new track, three turnouts, bridgeworks and station works.

11 March 2013

NEW THIESS CONTRACT ON CHEVRON-OPERATED GORGON PROJECT

Thiess signed a new contract to deliver further civil works on the Chevron-operated Gorgon Project in Western Australia. Under the agreement, Thiess will deliver miscellaneous civil works up to the value of \$212 million over the next two years.

13 March 2013

LEIGHTON CONTRACTORS AND NZTA IN ALLIANCE TO DELIVER SH16 CAUSEWAY UPGRADE PROJECT FOR AUCKLAND

Leighton Contractors and its Causeway Alliance partners were contracted by the New Zealand Transport Agency (NZTA) to deliver the NZ\$220 million Causeway Upgrade Project on State Highway 16 (SH16) (Northwestern Motorway) in Auckland.

14 March 2013

LEIGHTON CONTINUES PORTFOLIO
REALIGNMENT-JOHN HOLLAND
COMMUNICATIONS TO MOVE TO VISIONSTREAM

Leighton Holdings Limited announced an inprinciple agreement to transfer John Holland's Communications business unit, and most of its contracts, to Visionstream, a wholly owned subsidiary of Leighton Contractors.

15 March 2013

VISIONSTREAM SECURES \$334 MILLION CONTRACT FOR NBN VICTORIA, QUEENSLAND AND SOUTHERN NEW SOUTH WALES

Visionstream Australia Pty Ltd (Visionstream), part of Leighton Contractors, was awarded a significant contract with NBNCo initially worth \$334 Million for the roll out of the National Broadband Network in Victoria, Queensland and southern New South Wales.

18 March 2013

LEIGHTON SECURES A\$656 MILLION SHATIN TO CENTRAL LINK RAIL PROJECT

Leighton Contractors (Asia) Limited, a part of the Leighton Asia, India and Offshore Group, secured an A\$656 million contract from the MTR Corporation to construct a critical component of its Shatin to Central Link (SCL) development in Hong Kong.

22 March 2013

LEIGHTON BOARD CHANGES

The Chairman of Leighton Holdings Limited, Mr Stephen Johns and two Non-executive Directors, Mr Wayne Osborn and Mr Ian Macfarlane AC, tendered their resignation from the Board.

24 March 2013

LEIGHTON APPOINTS BOB HUMPHRIS CHAIRMAN, CONFIRMS BOARD INDEPENDENCE

The Board of Leighton Holdings Limited advised that Mr Bob Humphris OAM was elected Chairman of the Company. Ms Paula Dwyer was appointed Deputy Chairman.

28 March 2013

TOP AWARD HONOURS THIESS HEALTH EXCELLENCE

Thiess took out the Infrastructure Partnerships Australia Contractor Excellence Award for its redevelopment of Sydney's Royal North Shore Hospital.

LEIGHTON REACHES AGREEMENT FOR THE SALE OF TELECOMMUNICATIONS ASSETS

Leighton Holdings Limited announced that the Company had reached agreement with Ontario Teachers' Pension Plan for the sale of approximately 70% of Leighton's telecommunications assets which include the Nextgen Networks, Metronode and Infoplex businesses.

52nd Annual General Meeting

Leighton Holdings Limited recently held its 52nd Annual General Meeting at the Four Seasons Hotel in Sydney.

Resolutions	For	Against	Abstain
2: Remuneration Report	242,615,985	2,264,093	460,361
3: Re-election of Directors -	•••••	••••••	•••••••
3.1: Mr Robert Douglas Humphris	243,983,798	1,015,749	508,429
3.2: Mr David Robinson	236,782,637	8,496,488	224,813
3.3: Mr Marcelino Fernández Verdes	211,112,542	34,118,370	261,468
4: Increase in the maximum aggregate annual	••••••	••••••	••••••
remuneration of Non-executive Directors	200,336,833	44,524,229	197,307
5: Approval of incentive grants to Executive Directo	rs -		
5.1: Approval of incentive grants to			
Mr Hamish Tyrwhitt	242,901,469	2,184,268	381,847
5.2: Approval of incentive grants to			
Mr Peter Gregg	242,603,560	2,235,603	379,338



Around 300 shareholders, current and former employees, and other interested parties gathered to listen to presentations by the Chairman, Bob Humphris OAM and Chief Executive Officer, Hamish Tyrwhitt.

Mr Humphris said that the Board was focused on further improving every aspect of the Company's operations, after the Group's position strengthened during 2012.

"We have a market position that is the envy of our peers and are committed to delivering improved performance from our existing capital structure and sustainable returns to shareholders. And, I am pleased to say, we are making good progress on doing just that. We are establishing a solid platform for improving future profitability," he said.

"We are working to identify and appoint four new independent Directors with the skills and experience to contribute to the further development of Leighton. Our focus is on the quality of our Directors. We expect to be in a position to announce appointments before the end of June."

Chief Executive Officer Mr Hamish Tyrwhitt said the first quarter results, delivered in a challenging macroeconomic environment, indicated the Company was on track to deliver this year's forecast.

"Our strength lies in our size, diversity and the international reach of our portfolio. Much attention has been given to the cancellation or delay to large resource-related capital projects in Australia. Leighton earned approximately 5% of total revenue last year from the construction of coal and iron ore projects. Where we did benefit was from the huge investment in the gas sector," he said.

Continuing its 'stabilise, rebase and grow' strategy, Mr Tyrwhitt said Leighton's priorities were to improve profitability, strengthen the balance sheet and focus on capital management.

The Group will target a sustainable net margin of 3 to 4% by working smarter and reducing costs. Mr Tyrwhitt highlighted the establishment of a centralised contract mining equipment company, named FleetCo, and the development of Centres of Excellence as key initiatives.

"The Centres of Excellence will house a set of specialist competencies that we have recognised as an important source of value creation. In essence, we are looking at what we do best and what cannot easily be replicated by our competitors, in order to frame where and how we grow.

"Another opportunity is in the development of a broader range of funding for infrastructure. Governments cannot fund this demand alone and the private sector needs to play an increasing role. With innovative financing and delivery models, governments will be able to access funding sources to help meet the estimated US\$60 trillion in global infrastructure investment required by 2030. This will be a great opportunity for Leighton within its geographic footprint."

Mr Tyrwhitt said Leighton was uniquely placed as the only construction company with a full footprint across Asia and it would protect its strong position. Further into the future, the Group would expand into growing regions such as South East Asia. India and Sub-Saharan Africa.

"It is clear that we need to move our focus from an Australian-centric approach to one where we export our skills to markets where our services are valued and where we can add value. By delivering excellence on the global stage, we can position the Group for relevance and resilience," he said

A number of resolutions were put to the meeting and all were carried on a poll, and a summary of the voting on each resolution is set out above. Following the meeting, the Board and senior management team mingled with shareholders and guests for an hour over light refreshments.



