

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Macmahon Holdings Limited (MAH)

ACN/ARSN 007 634 406

1. Details of substantial holder (1)

Name i) Leighton Holdings Limited (**Leighton**)
 ii) Leighton Holdings Investments Pty Limited (**LHI**)
 iii) Each of Leighton's controlled entities as set out in Annexure "A" excluding LHI (**Leighton Controlled Entities**)
 iv) HOCHTIEF AG (**HOCHTIEF**) and its subsidiaries as set out in Annexure "B"
 v) Actividades de Construcción y Servicios, SA and its Group subsidiaries (**ACS**)

ACN/ARSN (if applicable) i) 004 482 982
 ii) 126 876 953

There was a change in the interests of the
substantial holder on 21/12/2012
The previous disclosure was given to the company 09/06/2009
The previous disclosure was dated 09/06/2009

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous disclosure		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary shares	127,975,641	18.56%	246,631,927	24.17%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
16/06/2009	LHI Leighton and Leighton Controlled Entities (see Annexure A) HOCHTIEF and its subsidiaries (see Annexure B) ACS	Participation in the retail component of the accelerated non-renounceable pro rata entitlement offer (Entitlement Offer) announced by MAH on 14 May 2009. Overall voting power reduced due to the issue of 44,039,762 new securities by MAH under the retail component of the Entitlement Offer	\$1,245,523.20	3,892,260 Ordinary Shares	3,892,260

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
16/06/2009	LHI Leighton and Leighton Controlled Entities (see Annexure A) HOCHTIEF and its subsidiaries (see Annexure B) ACS	On market purchase	\$587,587.32	1,632,187 Ordinary Shares	1,632,187
17/06/2009	LHI Leighton and Leighton Controlled Entities (see Annexure A) HOCHTIEF and its subsidiaries (see Annexure B) ACS	On market purchase	\$1,620,417.21	4,504,913 Ordinary Shares	4,504,913
18/06/2009	LHI Leighton and Leighton Controlled Entities (see Annexure A) HOCHTIEF and its subsidiaries (see Annexure B) ACS	On market purchase	\$339,938.27	950,079 Ordinary Shares	950,079
19/06/2009	LHI Leighton and Leighton Controlled Entities (see Annexure A) HOCHTIEF and its subsidiaries (see Annexure B) ACS	On market purchase	\$11,957.76	33,216 Ordinary Shares	33,216
22/06/2009	LHI Leighton and Leighton Controlled Entities (see Annexure A) HOCHTIEF and its subsidiaries (see Annexure B) ACS	On market purchase	\$150,094.08	416,928 Ordinary Shares	416,928
23/08/2011	LHI Leighton and Leighton Controlled Entities (see Annexure A) HOCHTIEF and its subsidiaries (see Annexure B) ACS	Voting power reduced due to the conversion of 4,920,000 Class A Performance Rights granted to Mr Bowen.	Not applicable as the change in voting power is due to conversion of Class A Performance Rights, and none of the parties to this notice participated in the conversion.		

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
7/12/2011	LHI Leighton and Leighton Controlled Entities (see Annexure A) HOCHTIEF and its subsidiaries (see Annexure B) ACS	On market purchase	\$230,102.35	399,622 Ordinary Shares	399,622
8/12/2011	LHI Leighton and Leighton Controlled Entities (see Annexure A) HOCHTIEF and its subsidiaries (see Annexure B) ACS	On market purchase	\$662,354.44	1,143,173 Ordinary Shares	1,143,173
9/12/2011	LHI Leighton and Leighton Controlled Entities (see Annexure A) HOCHTIEF and its subsidiaries (see Annexure B) ACS	On market purchase	\$193,331.68	336,229 Ordinary Shares	336,229
12/12/2011	LHI Leighton and Leighton Controlled Entities (see Annexure A) HOCHTIEF and its subsidiaries (see Annexure B) ACS	On market purchase	\$139,927.57	242,972 Ordinary Shares	242,972
13/12/2011	LHI Leighton and Leighton Controlled Entities (see Annexure A) HOCHTIEF and its subsidiaries (see Annexure B) ACS	On market purchase	\$420,545.52	731,638 Ordinary Shares	731,638
14/12/2011	LHI Leighton and Leighton Controlled Entities (see Annexure A) HOCHTIEF and its subsidiaries (see Annexure B) ACS	On market purchase	\$284,152.95	494,265 Ordinary Shares	494,265

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
15/12/2011	LHI Leighton and Leighton Controlled Entities (see Annexure A) HOCHTIEF and its subsidiaries (see Annexure B) ACS	On market purchase	\$144,898.78	254,253 Ordinary Shares	254,253
16/12/2011	LHI Leighton and Leighton Controlled Entities (see Annexure A) HOCHTIEF and its subsidiaries (see Annexure B) ACS	On market purchase	\$185,870.39	333,759 Ordinary Shares	333,759
19/12/2011	LHI Leighton and Leighton Controlled Entities (see Annexure A) HOCHTIEF and its subsidiaries (see Annexure B) ACS	On market purchase	\$91,141.48	164,783 Ordinary Shares	164,783
22/12/2011	LHI Leighton and Leighton Controlled Entities (see Annexure A) HOCHTIEF and its subsidiaries (see Annexure B) ACS	On market purchase	\$7,183.71	12,603 Ordinary Shares	12,603
23/12/2011	LHI Leighton and Leighton Controlled Entities (see Annexure A) HOCHTIEF and its subsidiaries (see Annexure B) ACS	On market purchase	\$3,324.24	5,832 Ordinary Shares	5,832
29/12/2011	LHI Leighton and Leighton Controlled Entities (see Annexure A) HOCHTIEF and its subsidiaries (see Annexure B) ACS	On market purchase	\$17,753.40	31,223 Ordinary Shares	31,223
30/12/2011	LHI Leighton and Leighton Controlled Entities (see Annexure A) HOCHTIEF and its subsidiaries (see Annexure B) ACS	On market purchase	\$25,339.50	45,000 Ordinary Shares	45,000

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
3/01/2012	LHI Leighton and Leighton Controlled Entities (see Annexure A) HOCHTIEF and its subsidiaries (see Annexure B) ACS	On market purchase	\$23,608.16	41,659 Ordinary Shares	41,659
4/01/2012	LHI Leighton and Leighton Controlled Entities (see Annexure A) HOCHTIEF and its subsidiaries (see Annexure B) ACS	On market purchase	\$2,089.62	3,666 Ordinary Shares	3,666
9/01/2012	LHI Leighton and Leighton Controlled Entities (see Annexure A) HOCHTIEF and its subsidiaries (see Annexure B) ACS	On market purchase	\$11,400.00	20,000 Ordinary Shares	20,000
19/01/2012	LHI Leighton and Leighton Controlled Entities (see Annexure A) HOCHTIEF and its subsidiaries (see Annexure B) ACS	On market purchase	\$1,984.62	3,201 Ordinary Shares	3,201
23/07/2012	LHI Leighton and Leighton Controlled Entities (see Annexure A) HOCHTIEF and its subsidiaries (see Annexure B) ACS	Voting power reduced due to the conversion of 2,684,333 Class B Performance Rights granted to Mr Bowen.	Not applicable as the change in voting power is due to conversion of Class B Performance Rights, and none of the parties to this notice participated in the conversion.		
17/10/2012	LHI Leighton and Leighton Controlled Entities (see Annexure A) HOCHTIEF and its subsidiaries (see Annexure B) ACS	Voting power reduced due to the issue of 15,701,523 new securities by MAH pursuant to MAH's Dividend Reinvestment Plan.	Not applicable as the change in voting power is due to issue of new securities by MAH, and none of the parties to this notice participated in the new issue.		
9/11/2012	LHI Leighton and Leighton Controlled Entities (see Annexure A) HOCHTIEF and its subsidiaries (see Annexure B) ACS	On market purchase	\$49,434.74	164,235 Ordinary Shares	164,235

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
21/12/2012	LHI Leighton and Leighton Controlled Entities (see Annexure A) HOCHTIEF and its subsidiaries (see Annexure B) ACS	Participation in the institutional component of the accelerated non-renounceable pro rata entitlement offer (Entitlement Offer) announced by MAH on 12 December 2012.	\$16,447,774.40	102,798,590 Ordinary Shares	102,798,590

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
LHI	LHI	LHI	Registered holder	246,631,927	246,631,927
Leighton, and Leighton Controlled Entities (see Annexure A)	LHI	LHI	Relevant interest in any security in which LHI holds a relevant interest, under section 608(3) of the Corporations Act 2001.	246,631,927	246,631,927
HOCHTIEF and its subsidiaries (see Annexure B)	LHI	LHI	Relevant interest in any security in which LHI holds a relevant interest, under section 608(3) of the Corporations Act 2001.	246,631,927	246,631,927
ACS	LHI	LHI	Relevant interest in any security in which LHI holds a relevant interest, under section 608(3) of the Corporations Act 2001.	246,631,927	246,631,927

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
ACS	Notified on 17 September 2010 that it had become a substantial holder of MAH by virtue of its shareholding in HOCHTIEF, which gives it a relevant interest in all securities held by Leighton and Leighton Controlled Entities.

6. Addresses

The addresses of persons named in this form are as follows:

Name	Address
LHI	472 Pacific Highway, St Leonards, NSW 2065
Leighton and Leighton Controlled Entities	472 Pacific Highway, St Leonards, NSW 2065
HOCHTIEF AG and its subsidiaries	Opernplatz 2, 45128 Essen, Germany
ACS	Avda. Pio n ^o 102, 28036 Madrid, Spain

Signature

print name Richard Willcock

capacity Company Secretary

sign here

date 21 /12/ 2012

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included on any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

Annexure A

This is annexure A of 4 pages referred to in Form 604 Notice of change of interest of substantial holder in connection with Leighton Holdings Limited.

Richard Willcock
Company Secretary

21 / 12 / 2012
Date

Leighton Group Entities

Each of the following entities is an associate of Leighton because Leighton controls it (s 12(2)(a)):

LEIGHTON HOLDINGS LIMITED AND CONTROLLED ENTITIES		Interest held	Place of Incorporation
1	LEIGHTON HOLDINGS LIMITED		VIC
2	111 MARGARET STREET PTY LTD	50%	QLD
3	145 ANN STREET PTY LTD	100%	QLD
4	145 ANN STREET TRUST	100%	
5	512 WICKHAM STREET PTY LTD	100%	NSW
6	512 WICKHAM STREET TRUST	100%	
7	A.C.N. 112 829 624 PTY LTD	100%	NSW
8	A.C.N. 126 130 738 PTY LTD	100%	VIC
9	A.C.N. 151 868 601 PTY. LTD.	100%	VIC
10	ASHMORE DEVELOPMENTS PTY LIMITED	100%	NSW
11	AUSINDO HOLDINGS PTE LTD	100%	Singapore
12	AUSTRALIA-SINGAPORE CABLE (AUSTRALIA) PTY LIMITED	100%	VIC
13	AUSTRALIA-SINGAPORE CABLE (INTERNATIONAL) LIMITED	100%	Bermuda
14	AUSTRALIA-SINGAPORE CABLE (SINGAPORE) PTE LTD	100%	Singapore
15	BOGGO ROAD PROJECT PTY LIMITED	100%	QLD
16	BOGGO ROAD PROJECT TRUST	100%	QLD
17	BOS AUSTRALIA PTY. LTD.	100%	WA
18	BROAD CONSTRUCTION SERVICES (NSW/VIC) PTY LTD	100%	WA
19	BROAD CONSTRUCTION SERVICES (NT) PTY LTD	100%	WA
20	BROAD CONSTRUCTION SERVICES (QLD) PTY LTD	100%	QLD
21	BROAD CONSTRUCTION SERVICES (SA) PTY LTD	100%	SA
22	BROAD CONSTRUCTION SERVICES (VIC) PTY LTD	100%	WA
23	BROAD CONSTRUCTION SERVICES (WA) PTY LTD	100%	WA
24	BROAD GROUP HOLDINGS PTY LTD	100%	WA
25	CHARGEPOINT PTY LTD	100%	NSW
26	D.M.B. PTY. LTD.	50%	QLD
27	DEEP BLUE CONSORTIUM PTY LTD	73%	QLD
28	DELRON CLEANING PTY LTD	80%	WA
29	DELRON GROUP FACILITY SERVICES PTY LIMITED	80%	WA
30	DEVINE BACCHUS MARSH PTY LTD	50%	QLD
31	DEVINE CONSTRUCTIONS PTY LTD	50%	QLD
32	DEVINE FUNDS PTY LTD	50%	VIC
33	DEVINE FUNDS UNIT TRUST	50%	
34	DEVINE HOMES PTY LTD	50%	QLD
35	DEVINE LAND PTY LTD	50%	QLD
36	DEVINE LIMITED	50%	QLD
37	DEVINE MANAGEMENT SERVICES PTY LTD	50%	QLD
38	DEVINE QUEENSLAND NO.10 PTY LTD	50%	QLD
39	DEVINE SPRINGWOOD NO 1 PTY LTD	50%	NSW
40	DEVINE SPRINGWOOD NO. 2 PTY LTD	50%	QLD
41	DEVINE SPRINGWOOD NO. 3 PTY LTD	50%	QLD
42	DOUBLEONE 3 PTY LTD	50%	QLD
43	DOUBLEONE 3 UNIT TRUST	50%	
44	EWENISSA PTY. LIMITED	100%	ACT
45	GIDDENS INVESTMENT LIMITED	100%	Hong Kong
46	GREEN CONSTRUCTION COMPANY	100%	United States
47	GRIDCOMM PTY LTD	100%	VIC

	LEIGHTON HOLDINGS LIMITED AND CONTROLLED ENTITIES	Interest held	Place of Incorporation
48	HAMILTON HARBOUR DEVELOPMENTS PTY LTD	75%	QLD
49	HAMILTON HARBOUR UNIT TRUST (DEVINE HAMILTON UNIT TRUST)	75%	
50	HUNTER VALLEY EARTHMOVING CO PTY LTD	100%	NSW
51	HWE COCKATOO PTY LTD	100%	NT
52	HWE MAINTENANCE SERVICES PTY LTD	100%	WA
53	HWE MINING PTY LIMITED	100%	VIC
54	HWE NEWMAN ASSETS PTY LIMITED	100%	VIC
55	INFOPLEX PTY LTD	100%	NSW
56	JARRAH WOOD PTY LTD	100%	WA
57	JH RAIL HOLDINGS PTY LTD	59%	VIC
58	JH RAIL INVESTMENTS PTY LTD	59%	VIC
59	JH RAIL OPERATIONS PTY LTD	59%	VIC
60	JHG MUTUAL LIMITED	100%	NSW
61	JOETEL PTY. LIMITED	59%	ACT
62	JOHN HOLLAND (NZ) LTD	100%	New Zealand
63	JOHN HOLLAND - LEIGHTON (SOUTH EAST ASIA) JOINT VENTURE	100%	Hong Kong
64	JOHN HOLLAND AD HOLDINGS PTY LTD	100%	VIC
65	JOHN HOLLAND AD INVESTMENTS PTY LTD	100%	VIC
66	JOHN HOLLAND AD OPERATIONS PTY LTD	100%	VIC
67	JOHN HOLLAND AVIATION SERVICES PTY LTD	100%	VIC
68	JOHN HOLLAND DEVELOPMENT AND INVESTMENT PTY LTD	100%	VIC
69	JOHN HOLLAND ENGINEERING PTY LTD	100%	VIC
70	JOHN HOLLAND GROUP PTY LTD	100%	VIC
71	JOHN HOLLAND INFRASTRUCTURE NOMINEES PTY LTD	100%	VIC
72	JOHN HOLLAND INFRASTRUCTURE PTY LTD	100%	VIC
73	JOHN HOLLAND INFRASTRUCTURE TRUST	100%	
74	JOHN HOLLAND INVESTMENT PTY LTD	100%	VIC
75	JOHN HOLLAND MELBOURNE RAIL FRANCHISE PTY LTD	100%	VIC
76	JOHN HOLLAND PTY LTD	100%	VIC
77	JOHN HOLLAND QUEENSLAND PTY LTD	100%	VIC
78	JOHN HOLLAND RAIL PTY LTD	100%	WA
79	JOHN HOLLAND SERVICES PTY LTD	100%	VIC
80	KINGSCLIFF RESORT TRUST	100%	QLD
81	LCPL (PNG) LIMITED	100%	Papua New Guinea
82	LEIGHTON (PNG) LIMITED	100%	Papua New Guinea
83	LEIGHTON ADMIN SERVICES PTY. LIMITED	100%	NSW
84	LEIGHTON AFRICA (BOTSWANA) (PROPRIETARY) LIMITED	100%	Botswana
85	LEIGHTON AFRICA (MAURITIUS) LIMITED	100%	Mauritius
86	LEIGHTON AFRICA (SOUTH AFRICA) (PROPRIETARY) LIMITED	100%	South Africa
87	LEIGHTON ARRANGING PTY. LTD.	100%	NSW
88	LEIGHTON ASIA (CHINA) LIMITED	100%	Hong Kong
89	LEIGHTON ASIA (HONG KONG) HOLDINGS (NO. 2) LIMITED	100%	Hong Kong
90	LEIGHTON ASIA LIMITED	100%	Hong Kong
91	LEIGHTON ASIA SOUTHERN PTE LTD	100%	Singapore
92	LEIGHTON CONTRACTORS (ASIA) LIMITED	100%	Hong Kong
93	LEIGHTON CONTRACTORS (CHINA) LIMITED	100%	Hong Kong
94	LEIGHTON CONTRACTORS (INDO-CHINA) LIMITED	100%	Hong Kong
95	LEIGHTON CONTRACTORS (LAOS) SOLE CO., LIMITED	100%	Lao People's Democratic Republic
96	LEIGHTON CONTRACTORS (MALAYSIA) SDN BHD	100%	Malaysia
97	LEIGHTON CONTRACTORS (PHILIPPINES), INC.	40%	Philippines
98	LEIGHTON CONTRACTORS ASIA (CAMBODIA) CO. LIMITED	100%	Cambodia
99	LEIGHTON CONTRACTORS ASIA (VIETNAM) LIMITED	100%	Vietnam
100	LEIGHTON CONTRACTORS INC.	100%	United States
101	LEIGHTON CONTRACTORS INFRASTRUCTURE NOMINEES PTY LTD	100%	VIC
102	LEIGHTON CONTRACTORS INFRASTRUCTURE PTY LTD	100%	VIC
103	LEIGHTON CONTRACTORS INFRASTRUCTURE TRUST	100%	
104	LEIGHTON CONTRACTORS LANKA (PRIVATE) LIMITED	100%	Sri Lanka
105	LEIGHTON CONTRACTORS MAURITIUS LIMITED	100%	Mauritius

	LEIGHTON HOLDINGS LIMITED AND CONTROLLED ENTITIES	Interest held	Place of Incorporation
106	LEIGHTON CONTRACTORS PTY LIMITED	100%	NSW
107	LEIGHTON ENGINEERING & CONSTRUCTION (SINGAPORE) PTE LTD	100%	Singapore
108	LEIGHTON ENGINEERING JOINT VENTURE	70%	Malaysia
109	LEIGHTON ENGINEERING SDN BHD	100%	Malaysia
110	LEIGHTON FINANCE (USA) PTY. LTD.	100%	NSW
111	LEIGHTON FINANCE INTERNATIONAL PTY LIMITED	100%	NSW
112	LEIGHTON FINANCE LTD	100%	NSW
113	LEIGHTON FOUNDATION ENGINEERING (ASIA) LIMITED	100%	Hong Kong
114	LEIGHTON FUNDS MANAGEMENT PTY LIMITED	100%	QLD
115	LEIGHTON GEOTECH LIMITED	49%	Thailand
116	LEIGHTON HARBOUR TRUST	100%	
117	LEIGHTON HOLDINGS INFRASTRUCTURE NOMINEES PTY LTD	100%	VIC
118	LEIGHTON HOLDINGS INFRASTRUCTURE PTY LTD	100%	VIC
119	LEIGHTON HOLDINGS INFRASTRUCTURE TRUST	100%	
120	LEIGHTON HOLDINGS INVESTMENTS PTY. LIMITED	100%	VIC
121	LEIGHTON HOLLAND BROWSE JV	100%	WA
122	LEIGHTON INFRASTRUCTURE INVESTMENTS PTY LIMITED	100%	NSW
123	LEIGHTON INTERNATIONAL FZ LLC	100%	United Arab Emirates
124	LEIGHTON INTERNATIONAL HOLDINGS LIMITED	100%	Cayman Islands
125	LEIGHTON INTERNATIONAL LIMITED	100%	Cayman Islands
126	LEIGHTON INTERNATIONAL MAURITIUS HOLDINGS LIMITED NO. 4	100%	Mauritius
127	LEIGHTON INTERNATIONAL PROJECTS (INDIA) PRIVATE LIMITED	100%	India
128	LEIGHTON INVESTMENTS MAURITIUS LIMITED	100%	Mauritius
129	LEIGHTON INVESTMENTS MAURITIUS LIMITED NO. 2	100%	Mauritius
130	LEIGHTON INVESTMENTS MAURITIUS LIMITED NO. 4	100%	Mauritius
131	LEIGHTON JOHN HOLLAND JOINT VENTURE (Lai Chi Kok)	100%	Hong Kong
132	LEIGHTON LLC	100%	Mongolia
133	LEIGHTON MIDDLE EAST AND AFRICA (HOLDING) LIMITED	100%	Cayman Islands
134	LEIGHTON MOTORWAY INVESTMENTS NO. 2 PTY LIMITED	100%	VIC
135	LEIGHTON OFFSHORE ARABIA CO., LTD	100%	Saudi Arabia
136	LEIGHTON OFFSHORE AUSTRALIA PTY LTD	100%	VIC
137	LEIGHTON OFFSHORE PTE LTD	100%	Singapore
138	LEIGHTON OFFSHORE SDN BHD	100%	Malaysia
139	LEIGHTON OFFSHORE-JOHN HOLLAND JOINT VENTURE	100%	Singapore
140	LEIGHTON PACIFIC ST LEONARDS PTY LIMITED	100%	VIC
141	LEIGHTON PACIFIC ST LEONARDS UNIT TRUST	100%	
142	LEIGHTON PORTFOLIO SERVICES PTY LIMITED	100%	ACT
143	LEIGHTON PROJECTS CONSULTING (SHANGHAI) LIMITED	100%	China
144	LEIGHTON PROPERTIES (BRISBANE) PTY LIMITED	100%	QLD
145	LEIGHTON PROPERTIES (VIC) PTY LTD	100%	VIC
146	LEIGHTON PROPERTIES (WA) PTY LIMITED	100%	NSW
147	LEIGHTON PROPERTIES PTY LIMITED	100%	QLD
148	LEIGHTON PROPERTIES RESORTS PTY LIMITED	100%	VIC
149	LEIGHTON PROPERTY DEVELOPMENT PTY LIMITED	100%	NSW
150	LEIGHTON PROPERTY FUNDS MANAGEMENT LIMITED	100%	ACT
151	LEIGHTON PROPERTY MANAGEMENT PTY LIMITED	100%	NSW
152	LEIGHTON RESIDENTIAL INVESTMENTS PTY. LTD.	100%	VIC
153	LEIGHTON SERVICES AUSTRALIA PTY LIMITED	100%	NSW
154	LEIGHTON STAFF SHARES PTY. LTD.	100%	VIC
155	LEIGHTON USA INC.	100%	United States
156	LEIGHTON-JOHN HOLLAND JOINT VENTURE	100%	Hong Kong
157	LEIGHTON-LNS JOINT VENTURE	80%	Hong Kong
158	LEIGHTON-MACMAHON JOINT VENTURE	75%	Hong Kong
159	LH HOLDINGS CO PTY LTD	100%	VIC
160	LMENA NO. 1 PTY. LIMITED	100%	VIC
161	LMENA PTY. LIMITED	100%	VIC
162	LPWRAP PTY LTD	100%	VIC
163	MARTOX PTY. LIMITED	59%	NSW

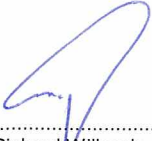
	LEIGHTON HOLDINGS LIMITED AND CONTROLLED ENTITIES	Interest held	Place of Incorporation
164	MENETTE PTY LTD	100%	VIC
165	METRO DEVELOPMENTS AUSTRALIA PTY LTD	100%	WA
166	METRONODE (NSW) PTY LTD	100%	VIC
167	METRONODE INVESTMENTS PTY LIMITED	100%	NSW
168	METRONODE M2 PTY LTD	100%	VIC
169	METRONODE NEW ZEALAND LIMITED	100%	New Zealand
170	METRONODE PTY LTD	100%	VIC
171	METRONODE S2 PTY LTD	100%	VIC
172	MOONAMANG JOINT VENTURE PTY LTD	100%	WA
173	MOOROOKYLE DEVINE PTY LTD	50%	VIC
174	NESTDEEN PTY LTD	100%	QLD
175	NEXTGEN NETWORKS PTY LIMITED	100%	ACT
176	NEXTGEN PURE DATA PTY LTD	100%	VIC
177	NEXTGEN TELECOM (WA) PTY LTD	100%	WA
178	NEXTGEN TELECOM PTY LTD	100%	VIC
179	NEXUS POINT SOLUTIONS PTY. LTD.	100%	NSW
180	OPAL INSURANCE (SINGAPORE) PTE LTD	100%	Singapore
181	PIONEER HOMES AUSTRALIA PTY LTD	50%	QLD
182	PLANT AND EQUIPMENT LEASING PTY LIMITED	100%	NSW
183	PT CINERE SERPONG JAYA	100%	Indonesia
184	PT LEIGHTON CONTRACTORS INDONESIA	100%	Indonesia
185	PT NGAWI KERTOSONO JAYA	95%	Indonesia
186	PT SOLO NGAWI JAYA	95%	Indonesia
187	PT THIESS CONTRACTORS INDONESIA	100%	Indonesia
188	RIVER LINKS DEVELOPMENTS PTY LTD	100%	QLD
189	RIVERSTONE RISE GLADSTONE PTY LTD	50%	QLD
190	RIVERSTONE RISE GLADSTONE UNIT TRUST	50%	
191	SILVERTON GROUP (AUST) PTY LTD	100%	WA
192	SILVERTON GROUP PTY LTD	100%	WA
193	TALCLIFF PTY. LTD.	50%	QLD
194	TECHNICAL RESOURCES PTY. LIMITED	100%	NSW
195	TELECOMMUNICATION INFRASTRUCTURE PTY LTD	100%	VIC
196	THAI LEIGHTON LIMITED	49%	Thailand
197	THIESS (MAURITIUS) PTY LTD	100%	Mauritius
198	THIESS CONTRACTORS (MALAYSIA) SDN. BHD.	100%	Malaysia
199	THIESS CONTRACTORS (PNG) LIMITED	100%	Papua New Guinea
200	THIESS INDIA PVT LTD	100%	India
201	THIESS INFRACO PTY LTD	100%	QLD
202	THIESS INFRASTRUCTURE NOMINEES PTY LTD	100%	VIC
203	THIESS INFRASTRUCTURE PTY LTD	100%	VIC
204	THIESS INFRASTRUCTURE TRUST	100%	VIC
205	THIESS INVESTMENTS PTY LIMITED	100%	QLD
206	THIESS JOHN HOLLAND JOINT VENTURE (Airport Link)	100%	QLD
207	THIESS JOHN HOLLAND JOINT VENTURE (Eastlink)	100%	VIC
208	THIESS JOHN HOLLAND JOINT VENTURE (Lane Cove Tunnel)	100%	NSW
209	THIESS JOHN HOLLAND MOTORWAY SERVICES	100%	QLD
210	THIESS JOHN HOLLAND MOTORWAY SERVICES	100%	QLD
211	THIESS MINECS INDIA PVT LTD	90%	India
212	THIESS NC	100%	New Caledonia
213	THIESS NZ LIMITED	100%	New Zealand
214	THIESS PTY LTD	100%	QLD
215	THIESS SERVICES JOHN HOLLAND SERVICES JOINT VENTURE	100%	QLD
216	THIESS SERVICES LIMITED	100%	New Zealand
217	THIESS SERVICES PTY LTD	100%	QLD
218	THIESS SOUTHLAND PTY LTD	100%	NSW
219	THINK CONSULTING GROUP PTY LTD	100%	VIC
220	TOWNSVILLE CITY PROJECT PTY LTD	75%	NSW
221	TOWNSVILLE CITY PROJECT TRUST	75%	QLD
222	VISION HOLD PTY LIMITED	100%	NSW

LEIGHTON HOLDINGS LIMITED AND CONTROLLED ENTITIES**Interest held****Place of Incorporation**

223	VISIONSTREAM AUSTRALIA PTY LIMITED	100%	NSW
224	VISIONSTREAM PTY LIMITED	100%	QLD
225	VISIONSTREAM SERVICES PTY LIMITED	100%	NSW
226	VYTEL PTY LIMITED	100%	NSW
227	WAI MING CONTRACTING COMPANY LIMITED	100%	Hong Kong
228	WESTERN PORT HIGHWAY TRUST	100%	
229	YOLTAX PTY. LIMITED	59%	NSW
230	ZELMEX PTY. LIMITED	59%	ACT

Annexure B

This is annexure B of 1 page referred to in Form 604 Notice of change of interest of substantial holder in connection with HOCHTIEF AG.


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Richard Willcock
Company Secretary

21/12/2012

HOCHTIEF AG Group Entities

Each of the entities below has a relevant interest in any securities in which Leighton has a relevant interest under s 608(3), and so is a substantial holder in Macmahon Holdings Limited:

HOCHTIEF AG

HOCHTIEF Asia Pacific GmbH

HOCHTIEF Australia Holdings Limited ACN 103 181 675