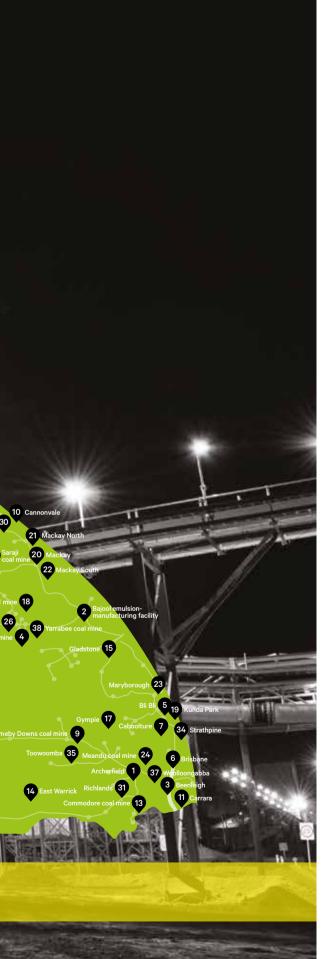
Downer in Queensland





Loc	ation	Ш	les	Ŧ	O	3-3
1	Archerfield	•				
2	Bajool emulsion manufacturing facility					•
3	Beenleigh			•		
4	Blackwater coal mine					•
5	Bli Bli	-				
6	Brisbane		-			
7	Caboolture					
8	Cairns	-				
9	Cameby Downs coal mine					-
10	Cannonvale			•		
11	Carrara				•	
12	Century zinc mine					•
13	Commodore coal mine					•
14	East Warrick			•		
15	Gladstone				•	
16	Goonyella Riverside coal mine					-
17	Gympie	-				
18	Jellinbah coal mine					•
19	Kunda Park	•				
20	Mackay	•	•			
21	Mackay North			•		
22	Mackay South			•		
23	Maryborough			•		
24	Meandu coal mine					•
25	Millennium coal mine					-
26	Minerva coal mine					-
27	Mt Isa				•	
28	Peak Downs coal mine					-
29	Portsmith	•				
30	Proserpine					
31	Richlands				-	
32	Roma			•		
33	Saraji coal mine					
34	Strathpine	•				
35	Toowoomba					
36	Townsville					
37	Woolloongabba					
38	Yarrabee coal mine					





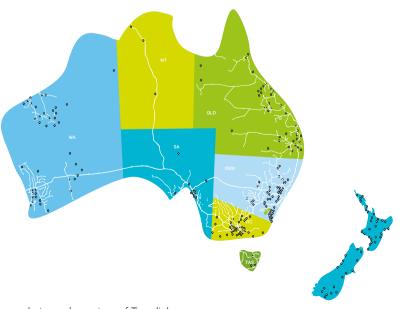
About Downer

Downer is a leading provider of services to customers in markets including:

- Transport Services;
- Rail;
- Utilities Services;
- Technology and Communications Services;
- Engineering, Construction & Maintenance; and
- Mining.

Downer employs about
19,000 employees across more
than 200 sites and projects, mostly
in Australia and New Zealand, but
also in the Asia-Pacific region,
South America and Southern Africa,
with about 3,500 employees
in Queensland across almost
40 sites and projects.

We build strong relationships of trust with our customers, truly understanding and predicting their needs and bringing them world leading insights and solutions.



Our Purpose, Promise and Pillars

Our business is founded on four pillars which support our Promise and our Purpose:

Our Purpose

We exist to create and sustain the modern environment by building trusted relationships with our public and private sector customers.

Our Promise

To work closely with our customers to help them succeed, using world leading insights and solutions.

Our Pillars

Safety Zero Harm is

Zero Harm is embedded in Downer's culture and is fundamental to the company's future success



Delivery

We build trust by delivering on our promises with **excellence** while focusing on safety, value for money and efficiency

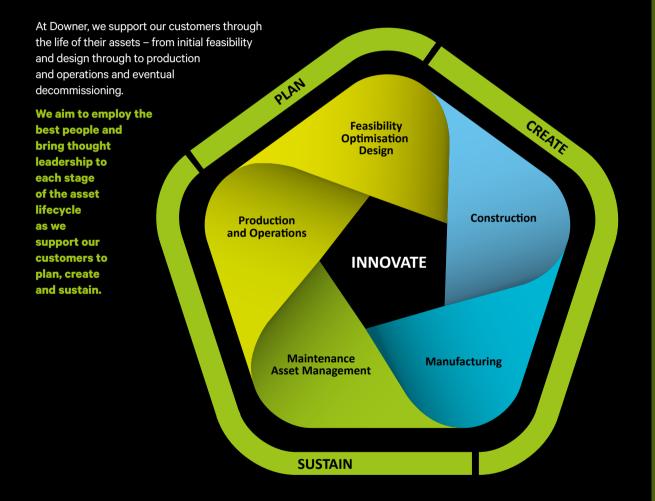
Relationships

We **collaborate**to build and
sustain enduring
relationships
based on trust
and **integrity**

Thought leadership

We remain at the forefront of our industry by employing the best people and having the **courage** to challenge the status quo

Our Expertise



Transport Services









Transport Services comprises Downer's road, rail infrastructure, bridge, airport and port businesses. It features a broad range of transport infrastructure services including earthworks, civil construction, asset management, maintenance, surfacing and stabilisation, supply of bituminous products and logistics, open space and facilities management and rail track signalling and electrification works.

Road Services

Our customers include all of Australia's State road authorities. the New Zealand Transport Agency and the majority of local government councils and authorities in both countries.

In Australia, our major contracts include:

- Road Asset Management Contract (South East Queensland) - commencing in November 2013, this five year contract with the Department of Transport and Main Roads covers the maintenance of approximately 800 lane kilometres of urban and rural roads north of Brisbane:
- **North East Maintenance** Alliance (Victoria) - Downer has been working with VicRoads since 2010 to deliver routine, periodic and minor improvements to more than 3.000 kilometres of roads in Victoria's North East:

- **Sydney West Zone Stewardship** Maintenance Contract (New South Wales) – awarded in 2014. this seven year contract involves the planning, design and delivery of programs of maintenance and improvement for road and bridge assets on a network of 2,200 lane kilometres; and
- **Integrated Service** Arrangements (Western Australia) - awarded in 2010, these three relationship-based arrangements involve the delivery of extensive network asset management services over 6,600 road kilometres.

In New Zealand, our major customers include the New Zealand Transport Agency and Auckland Transport:

Downer works closely with the **New Zealand Transport** Agency on the maintenance, management and delivery of services for State highways across the country. Downer maintains over 5,500 kilometres of the State highway network, providing services that range from maintenance and surfacing to avalanche and snow clearing:

Downer performs a wide range of services for Auckland Transport including road maintenance, construction and surfacing across more than 3,000 kilometres of CBD, urban, rural and unsealed roads covering Central Auckland, the Hauraki Gulf Islands, South West Urban and Northern rural networks.

We have formed strategic partnerships to meet the changing needs of our customers, for example the **DownerMouchel** joint venture in Australia that delivers several of our major contracts. In New Zealand, Downer has established a number of alliances with local and regional councils to deliver contracts in a pure partnership. Strong, collaborative leadership ensures the alliance can respond to physical works and enquiries, political issues, budgets and changing asset needs. Our alliances include the Infrastructure Alliance in Hamilton, Wanganui Alliance, Tararua Alliance, Waikato District Alliance and the recently formed Milford Road Alliance with the Transport Agency in Te Anau.



We continuously invest in innovation and state-of-the-art technology to ensure we remain at the forefront of our industry. For example, Downer:

- is building new asphalt plants that use more recycled products and substantially less energy;
- supplied and installed the multimodal 'smartcard' system in Perth;
- designs, installs and maintains intelligent transport systems on high capacity road networks in Sydney, Perth and Wellington, New Zealand; and
- has been commissioned to lead the team developing Auckland Transport's first connected bus shelter prototype.

Downer is also a leading manufacturer and supplier of bitumen based products providing our customers with asphalt, blended binders and emulsion products.

Rail infrastructure, airport and port services

Downer provides a range of **rail infrastructure services** to its customers including earthworks, civil and rail track construction and signalling and electrification works.

Downer also provides airport and port services including pavement construction, facilities maintenance, communications technologies, open space and asset management and turnkey electrical and communication systems. It also provides whole-of-life asset solutions for associated infrastructure such as roads, rail lines and car parks.

In New Zealand and the Pacific,

Downer delivers integrated airport and port infrastructure solutions. Our comprehensive range of capabilities includes asphalt and concrete pavement construction, maintenance, facilities management, technical network solutions and lighting installation and intelligent transport solutions.

Recent examples include the extension and resurfacing of the **Queenstown International Airport**, widening work at the **Christchurch International Airport** as well as the **Munda Airport Runway** Rehabilitation project in the **Solomon Islands**.







We help our customers to ensure they get the most out of their investment in rail assets. Downer offers a complete range of rail solutions in rolling stock and infrastructure. We partner with the world's leading technology companies so we can offer technology and process led innovation and maintenance solutions bringing increased availability, improved reliability and reduced costs.

We have an extensive national footprint in key rail locations and centres of excellence in:

- Cardiff:
- Malaga;
- Maryborough; and
- Newport.

Maryborough

Downer's Maryborough Maintenance Centre (MMC) in Queensland is one of the Rail division's key sites, employing over 250 skilled workers.

The MMC incorporates dedicated shop floor layouts for the provision of maintenance and overhaul services for bogies, wheel sets, pneumatic and electronic equipment. Production lines are supported by dedicated material handling equipment, allowing for flexible production line implementation that can be tailored to the customer's scope of work. This provides the most efficient and effective workflow with the capability to overhaul large quantities of equipment using a 24/7, three shift rotation to reduce fleet downtimes.

Downer has recently invested \$10 million in the MMC to increase capacity and provide advanced rolling stock weighing facilities with additional testing and commissioning.

Our through-life-support services include a 24-hour Fleet Control Centre.

We are committed to innovation and use technology to reliably and safely extend maintenance cycles and increase the time trains spend in service.

We also develop our own technology to ensure we are bringing the best technical and process innovation solution to serve the needs of our customers.

Passenger

We have delivered more than 1,150 passenger cars to Australian operators, including:

- Tilt Trains (Queensland);
- all the electric passenger cars for Brisbane and Perth;

- Millennium trains (New South Wales); and
- the Waratah Train Project (New South Wales), the largest ever rolling stock project in Australia.

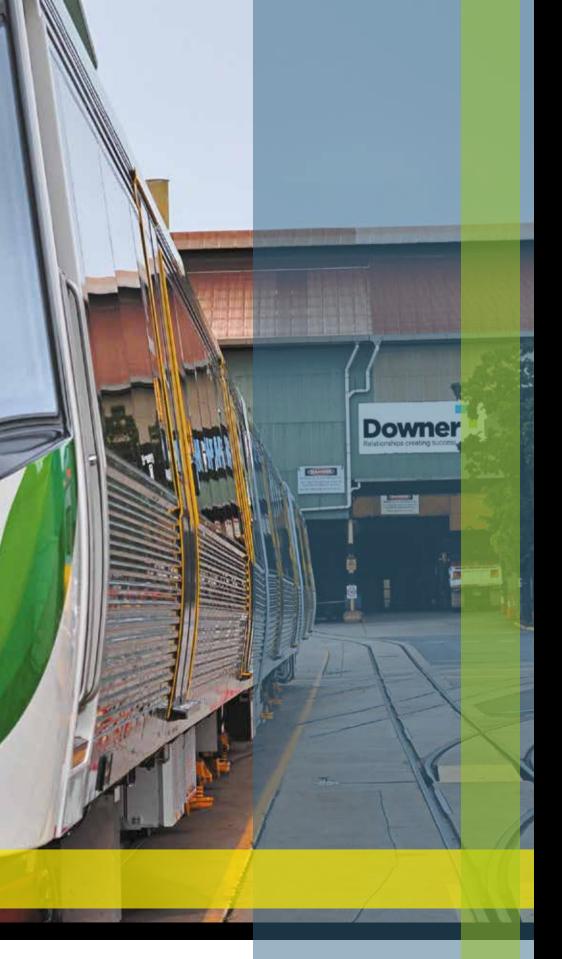
Customers include Queensland Rail, Metro Trains Melbourne, Sydney Trains and Public Transport Authority (WA).

Freight

We have extensive experience in the design, customisation and delivery of diesel-electric freight locomotives, wagons and support vehicles throughout Australia.

Customers include Pacific National, Aurizon, BHP Billiton, Genesee & Wyoming and SCT Logistics.







Keolis Downer

Keolis Downer is Australia's largest private provider of multi-modal public transport. It is a joint venture between Downer and Keolis, one of the world's leading public transport operators.

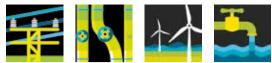
Keolis Downer operates and maintains the world's largest light rail network, Yarra Trams in Melbourne, and also the **Gold Coast light rail system in Queensland**.

In April 2015, Keolis Downer entered the bus market through the acquisition of Australian Transit Enterprises, one of Australia's largest route, school and charter bus businesses with a fleet of over 900 buses in South Australia, Western Australia and Queensland.

Keolis Downer is committed to the development of integrated transport solutions that provide seamless connections for people, supporting modern lifestyles and shaping urban environments. Keolis Downer has a long-term commitment to Australia and New Zealand and is focused on growth in light rail, heavy rail and bus operations.



Utilities Services









Our Utilities division operates from over 10 locations in Queensland.

Power and Gas

Downer offers customers a wide range of services including planning, designing, constructing, operating, maintaining, managing and decommissioning power and gas network assets.

Over the past four years, Downer has erected over 1,000 steel lattice transmission towers. It has designed and built over 100 substations and every year it connects 35,000 new power and gas customers.

It also maintains over 62,000 kilometres of electricity and gas networks across more than 115,000 square kilometres.

Our customers in Queensland include Ergon Energy and Powerlink Queensland.

Water

Downer provides complete water lifecycle solutions for municipal and industrial water users, with expertise including waste and waste water treatment, pumping and water transfer, desalination and water re-use, and abstraction and dewatering.

Supporting its customers across the full asset lifecycle from the conceptual development of a project through design, construction, commissioning and optimisation, Downer also operates and maintains treatment, storage, pump station and network assets.

Our customers in Queensland include Logan City Council, **Mackay Regional Council, Whitsunday Regional Council and Queensland Urban Utilities.**

Renewable energy

Downer is one of Australia's largest and most experienced providers in the renewable energy market, offering design, build and maintenance services for:

- wind farms and wind turbine sites;
- solar farms:
- landfill methane generation plants;
- sugar cane waste (Bagasse) fired cogeneration plants; and
- other biomass fired cogeneration plants.

Downer offers the services required for the entire asset life-cycle including procurement, assembly, construction and commissioning.





Technology and Communication Services



Technology & Communications Services provides an endto-end ICT service offering comprising feasibility, design, civil construction, network construction, commissioning, testing, operations and maintenance, across fibre, copper and radio networks in Australia and New Zealand.

Customers include nbn™, Telstra, Foxtel, Chorus, Spark and Vodafone.

Our expertise in the feasibility and design phases of the life cycle provides customers with a high level of assurance and reduces uncertainty at the beginning of the investment process.

Downer has an enviable track record of delivering both fixed and mobile networks across both Australia and New Zealand

Downer has delivered Australia's first fully integrated, multi-modal electronic fare payment system for public transport. We remain a leader in intelligent transport technology systems (ITS) and have delivered multiple successful projects across Australia and New Zealand.

Comprehensive project and program management capabilities are supported by our world class engineering and technical capabilities, allowing us to deliver projects safely, cost effectively and on time.







We offer end-to-end Information and Communication Technology (ICT) solutions to customers in Australia and New Zealand"



Engineering, Construction & Maintenance (EC&M)







With teams located across Australia. we work with customers in the public and private sectors delivering design, engineering, construction, maintenance and ongoing management of critical assets.

Our multi-disciplined teams project manage and self-execute a wide range of services for greenfield and brownfield projects.

Enabling technologies delivered by our Engineering and Technology group bring innovative solutions for improved business performance across all stages of the asset lifecycle.

Our teams deliver services for complex oil and gas, mining and industrial projects as well as critical infrastructure facilities such as datacentres, airports, public transport systems and hospitals.

Supporting customers across all stages of the asset lifecycle our services include:

- feasibility studies and cost planning;
- engineering design/verification;
- structural, mechanical and piping;
- electrical and instrumentation;
- high voltage:
- mineral process equipment design and manufacture;
- security and communications;
- commissioning;

- operations maintenance;
- shutdowns, turnarounds and outages;
- strategic asset management; and
- decommissioning.

Bringing a depth of experience and innovative approaches, our teams reliably and safely deliver specialised services to customers across a range of industry sectors including:

- CSG/LNG:
- petrochemical;
- bulk materials handling;
- defence:
- social infrastructure:
- resources: and
- industrial minerals.

In Queensland our engineering, construction and maintenance teams are recognised for safely delivering valued services for major industrial, oil and gas, social infrastructure and resources projects.

With teams located in key regions including Brisbane, Gold Coast, Surat Basin, Gladstone, Mackay, Townsville and Mt Isa, our services are delivered to locally based customers and the Queensland operations of customers with a national footprint.

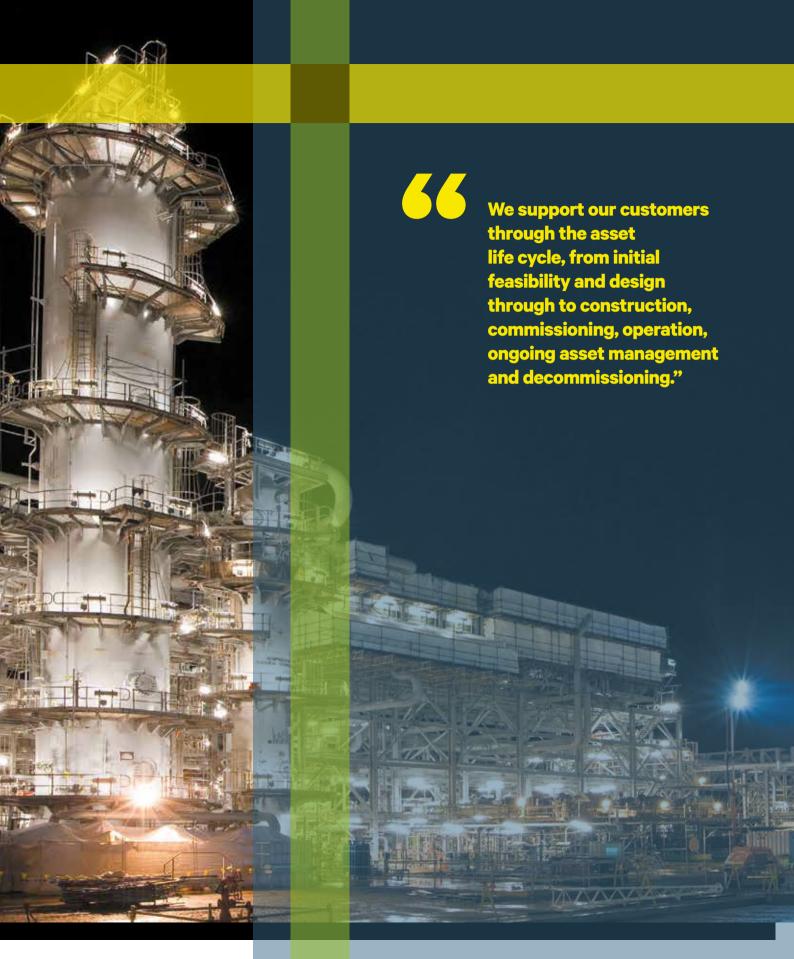
We deliver services for projects ranging from small sustainable capital works to major growth infrastructure projects.

Supporting the resources sector our Mineral Technologies and QCC Resources teams provide fine mineral benefaction solutions for Coal and Mineral Sands operations.

Our on call facilities management and maintenance services continue to ensure critical infrastructure is maintained for customers across the state.



4



Case study - Meandu Mine

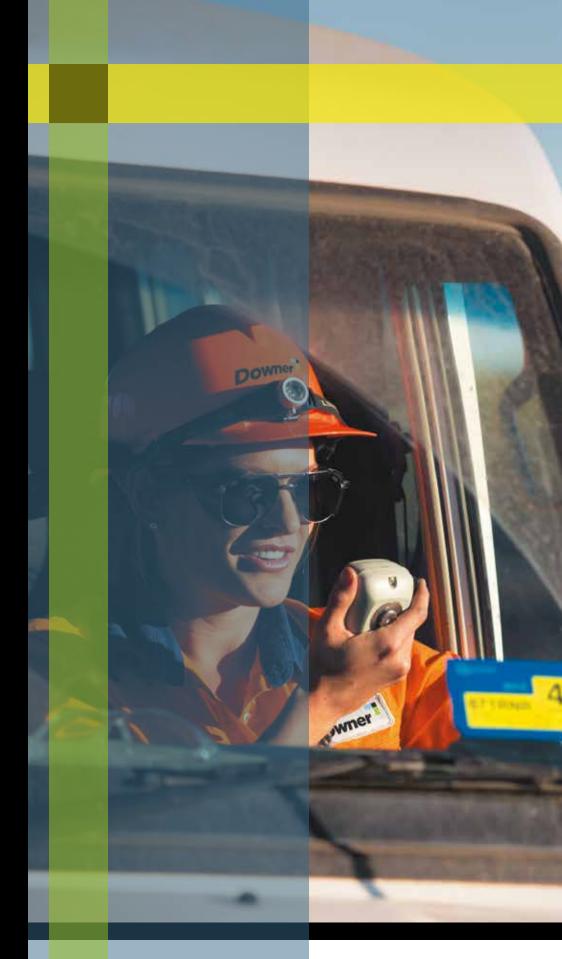
Downer provides a total mine service to Stanwell Corporation's Meandu Mine to deliver approximately 4 million tonnes of product coal per year to the adjacent Tarong and Tarong North power stations.

Downer is responsible for the management and operation of the mine and its services include:

- mine planning;
- drilling;
- blasting;
- overburden removal;
- coal mining and coal processing;
- rehabilitation;
- civil works; and
- maintenance of mobile and fixed plant.

The project uses a combination of dragline and truck-and-shovel operations.

Meandu Mine currently has four working pits, with sufficient coal to fuel the stations until at least 2037.



Mining







We support our coal and metalliferous mining customers at all stages of the mining lifecycle, with a wide range of services including:

- asset management;
- blasting services, explosives manufacture and supply;
- civil projects (mine site infrastructure);
- crushing;
- exploration drilling;
- mine closure and mine site rehabilitation;
- mine planning and design;
- mobile plant maintenance;

- open cut mining;
- training and development for ATSI employees;
- tyre management (through our subsidiary - Otraco International); and
- underground mining.

Our customers include
BHP Mitsubishi Alliance,
Crocodile Gold Corp, Fortescue
Metals Group, Idemitsu Australia
Resources, Karara Mining,
Milmerran Power Partners,
Rio Tinto, Roy Hill Iron Ore,
Stanwell Corporation and
Yancoal Australia.

While we pride ourselves on the excellence of our work, we recognise that it is also our industry-leading approach to sustainable development that gives us a competitive edge. Sustainable development means having an unwavering focus on Zero Harm and a commitment to environmental sustainability, as well as being a valued member of the minerals industry and of the communities in which we operate.

In Queensland, we provide mining services to a number of coal mines including: Blackwater, Cameby Downs, Commodore, Goonyella Riverside, Jellinbah, Meandu, Millennium, Minerva, Peak Downs, Saraji and Yarrabee.



Downer is Australia's leading diversified mining contractor with around 3,500 employees working across more than 50 sites in Australia, Papua New Guinea, South America and South Africa."





Community Relationships

Downer is a large and diverse business. We often work in regional and remote locations and also short term locations. We work towards creating successful relationships with these communities and we implement a range of strategies focusing on social responsibility, local and indigenous employment, cultural heritage management and stakeholder engagement.

In Australia, our Indigenous community programs include our relationships with Jawun and Wall of Hands.

Downer supports many other community and not-for-profit organisations, including:

- **Great Barrier Reef Foundation:**
- The Smith Family; and
- Westpac Rescue Helicopter Service, New England North West.



Great Barrier Reef Foundation

The Maryborough team participating in Pink Shirt Friday in support of the Queensland Breast Cancer Council.



We understand the importance of building strong relationships with our local communities"

Jawun

Downer is proud to support Jawun, a not-for-profit organisation which works with corporate, government and philanthropic partners to offer skills and resources to Indigenous communities. Jawun's mission is to build the capacity of Indigenous people so they can choose a life they have reason to value.

Jawun places skilled people from companies like Downer, and also government agencies, into Indigenous organisations. These secondees transfer skills and support indigenous leaders to achieve their goals.

The Jawun experience is a wonderful opportunity for Downer employees to make a contribution to our Indigenous communities and also develop their personal and work skills in a unique and challenging way.







Our People

Our people are our greatest asset because they deliver results for our customers, the communities in which we operate and each other.

Downer is dedicated to nurturing its staff personally and professionally through skills development, competitive benefits, career pathways and fostering a proudly diverse workplace.

The health and safety of our people is our first priority. Zero Harm is embedded in Downer's culture and is fundamental to the company's future success.





www.downergroup.com www.downercareers.com









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