

BESIX GROUP TO PROCEED WITH COMPULSORY ACQUISITION FOLLOWING SUCCESSFUL OFF-MARKET TAKEOVER OFFER FOR WATPAC

- BESIX Group will proceed with compulsory acquisition of all remaining Watpac shares after increasing stake in Watpac to 91.8%
- BESIX Group to focus on long-term industrial strategy in Australia to the benefit of Watpac's clients, stakeholders and employees

Watpac Limited (**Watpac** or **Company**) and BESIX Group SA (**BESIX**) announce that at 6pm AEST on 3 December 2018, BESIX's unconditional off-market takeover bid closed with BESIX increasing its strategic stake in Watpac from 28.1% to 91.8%¹. BESIX Group will proceed with compulsory acquisition of all remaining Watpac shares and will issue the necessary documents for this process in the near future.

Following this successful transaction to acquire a controlling interest in Watpac, BESIX intends to expand its strategic support to Watpac as outlined in the Bidder's Statement.

Rik Vandenberghe, CEO of BESIX Group: "We are extremely satisfied with the result. Our strategic objectives for the Watpac business have always been to create opportunities for diversification into other contracting segments, to enhance access to technical skills and leverage our extensive international network. We have the resources to support Watpac, and implementing these strategies is now where our focus lies."

"We will work with the Watpac team to share knowledge and develop new opportunities for the business, its clients and its employees. It is an exciting time for both Watpac and BESIX staff who are at the forefront of this significant transition and can boost their skillsets with a greater network and platform."

Martin Monro, Managing Director and CEO of Watpac: "The natural alignment between Watpac and BESIX is evident, as supported by a successful partnership which began between these two organisations in 2013. The team at Watpac are excited by the prospect of broadening our operational expertise and competing for more diverse projects which should ultimately lead to more growth for our business. I'm particularly excited by the opportunity it provides to our clients to utilise an expanded suite of technical capabilities and for our employees who now have the opportunity to be part of a truly international business."

An update on the timing of suspension of quotation of Watpac's shares and delisting will be given when the compulsory acquisition process is formally commenced.

About Watpac: Watpac is an Australian contracting company listed on the Australian Securities Exchange. Founded 35 years ago, the company's activities cover a wide range of projects across all main states of Australia. Watpac employs over 700 people in Brisbane, Sydney, Melbourne, Adelaide, Perth, Townsville and elsewhere throughout Australia. The company enjoyed revenues of approximately 1.1bn AUD in FY18.

About BESIX: Based in Brussels, Belgium, BESIX operates in Europe, the Middle East, Oceania, Africa and Asia and employs over 14,000 people throughout the world. Since first going into action in 1909, over the years BESIX has grown into a multidisciplinary group with a leading position in its markets: construction, property development and concessions. BESIX Contracting specializes in construction, infrastructure and marine works,

¹ As disclosed in the Form 604 lodged by BESIX on 4 December 2018.



often working on projects where there is a high level of complexity. Its achievements in this area include some of the most iconic construction works of recent decades, among them the Burj Khalifa in Dubai, the tallest tower in the world. BESIX has a turnover in excess of 3.6bn AUD.

BESIX has been active in Australia since 2011, primarily in marine works. In 2011, Bechtel – as main contractor for Chevron – awarded BESIX the EPC contract for a breakwater and wharves for the marine offloading facility at the Wheatstone LNG Project in the northern part of Western Australia. The total project value was c. 350m AUD and the works were successfully completed by the end of 2015. In 2017, Fortescue Metals Group awarded BESIX the Design & Build contract for the new tug infrastructure at Port Hedland, also in Western Australia. The project has been handed over to FMG to their satisfaction with outstanding safety performance, and has a final value in excess of 30m AUD.

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