

VOTING BY PROXY



Leighton Holdings Limited
A.B.N 57 004 482 982

LODGEMENT:

ONLINE
www.computershare.com/au/proxy/lei

IN PERSON
Share Registry
Computershare Investor Services Pty Limited,
Level 3, 60 Carrington Street, Sydney
NSW 2000 Australia

BY MAIL
Share Registry
Computershare Investor Services Pty Limited,
GPO Box 242, Melbourne
VIC 8060 Australia

BY FAX
61 3 9473 2118

 **FOR YOUR VOTE TO BE EFFECTIVE YOUR PROXY FORM MUST BE RECEIVED 48 HOURS BEFORE 10.00am, 8 November 2007**



YOUR COMPLETE AGM PACK IS AVAILABLE ONLINE, SIMPLY VISIT:
www.leighton.com.au

- Cast your proxy vote
- Access your annual report
- Review and update your securityholding

YOUR SECURE ONLINE ACCESS INFORMATION

SRN/HIN:

POST CODE:

! FOR SECURITY REASONS IT IS
IMPORTANT THAT YOU KEEP
YOUR SRN/HIN CONFIDENTIAL.

HOW TO COMPLETE THIS PROXY FORM *Please read these notes prior to completion of the voting form.*

VOTES ON ITEMS OF BUSINESS

Appointment of a Proxy. If you wish to appoint the Chairman of the Meeting as your proxy, mark the box. If the individual or body corporate you wish to appoint as your proxy is someone other than the Chairman of the Meeting please write the full name of that individual or body corporate in the space provided. If you leave this section blank, or your named proxy does not attend the meeting, the Chairman of the Meeting will be your proxy. A proxy need not be a securityholder of the company. Do not write the name of the issuer company or the registered securityholder in the space.

Appointment of a second Proxy. You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the proportion or number of votes each proxy may exercise, otherwise each proxy may exercise half of the votes. Fractions of votes will be disregarded.

Voting 100% of your holding. You may direct your proxy how to vote by placing a mark in one of the boxes opposite each item of business. All your securities will be voted in accordance with such a direction. If you do not mark any of the boxes on a given item, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

Voting a portion of your holding. You may indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of securities you wish to vote in the appropriate box or boxes. The sum of the votes cast on each item or the percentages for and against an item must not exceed your voting entitlement or 100%.

A separate Proxy Form should be used for each proxy. You can obtain additional forms by telephoning the company's share registry or you may copy this form. If you lodge two proxies please lodge both forms together.

SIGNING INSTRUCTIONS

Individual: where the holding is in one name, the holder must sign.

Joint Holding: where the holding is in more than one name, all of the securityholders should sign.

Power of Attorney and Authorised Persons: to sign under Power of Attorney or in the case of a company, as an authorised officer of the company, you must have already lodged the Power of Attorney or other authority with the registry. If you have not previously lodged the Power of Attorney or other authority for notation, please attach a certified photocopy of the Power of Attorney or other authority to this form when you return it.

Companies: Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place.

If a representative of a corporate securityholder or proxy is to attend the meeting the appropriate "Certificate of Appointment of Corporate Representative" should be produced prior to admission. A form of the certificate may be obtained by telephoning the company's share registry or at www.computershare.com.

STEP 1 APPOINT A PROXY TO VOTE ON YOUR BEHALF

I/We being a member/s of Leighton Holdings Limited hereby appoint

the Chairman of the Meeting **OR**



Please leave this box blank if you have selected the Chairman of the Meeting. Do not insert your own name(s).

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, as the proxy sees fit) at the Annual General Meeting of Leighton Holdings Limited to be held at The Grand Ballroom, Four Seasons Hotel, 199 George Street, Sydney NSW on 8 November 2007 at 10.00am and at any adjournment of that meeting.

IMPORTANT: FOR ITEM 4 BELOW If the Chairman of the Meeting is your nominated proxy, or may be appointed by default, and you have not directed your proxy how to vote on Item 4 below, please place a mark in this box. By marking this box you acknowledge that the Chairman of the Meeting may exercise your proxy even if he has an interest in the outcome of that Item and that votes cast by him, other than as proxy holder, would be disregarded because of that interest. If you do not mark this box, and you have not directed your proxy how to vote, the Chairman of the Meeting will not cast your votes on Item 4 and your votes will not be counted in computing the required majority if a poll is called on this Item. The Chairman of the Meeting intends to vote undirected proxies in favour of Item 4.

STEP 2 ITEMS OF BUSINESS

PLEASE NOTE: If you mark the **Abstain** box for a particular item, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your votes will not be counted in computing the required majority on a poll.

ORDINARY BUSINESS

		For	Against	Abstain ¹
1	To receive the Financial Report and Reports of the Directors and Auditor for the year ended 30 June 2007	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2	To adopt the Remuneration Report for the year ended 30 June 2007	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.1	To re-elect R D Humphris as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.2	To re-elect Dr H P Keitel as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.3	To re-elect Dr P M Noé as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.4	To re-elect D P Robinson as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.5	To elect Dr H H Lütkestratkötter as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.6	To elect I J Macfarlane as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4	To increase the maximum annual remuneration of non-executive directors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

In addition to the intention advised above, the Chairman of the Meeting intends to vote undirected proxies in favour of each item of business.

SIGN SIGNATURE OF SECURITYHOLDER(S) *This section must be completed.*

Individual or Securityholder 1

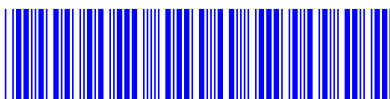
Sole Director and Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director/Company Secretary



Change of name and/or address. If your name and/or address is incorrect, please mark this box and make the correction on this form. Securityholders sponsored by a broker (reference number commences with 'X') should advise your broker of any changes. Please note, you cannot change ownership of your securities using this form.