



13 September 2017

Dear Opus Shareholder

NOTICE OF VARIATION - INCREASE IN OFFER PRICE

On 30 August 2017, WSP NZ Acquisition Limited (WSP) made a full takeover offer (Offer) to acquire all the fully paid ordinary shares (Shares) on issue in Opus International Consultants Limited (Opus) at a price of \$1.78 per Share, with a permitted dividend of \$0.07 per Share. This meant the total effective consideration payable to you if you accepted the Offer was \$1.85 per Share. You should have already received an offer document for the Offer (Offer Document).

After discussion with Opus, WSP has agreed to allow Opus to declare an additional cash dividend of \$0.07 per Share (plus any available imputation credits) (the Additional Dividend) and to increase its Offer price to \$1.85 per Share. In accordance with clause 4.1 of the Offer Document, the consideration payable by WSP to each accepting Opus shareholder will then reduce by an amount equal to the Additional Dividend (i.e. from \$1.85 to \$1.78).

For the avoidance of doubt, the condition in clause 3.1(a) of the Offer Document is waived in respect of the Additional Dividend.

This increase to WSP's Offer price means that, if you accept the Offer, **you will receive a total effective consideration of \$1.92 per Share**. You will receive \$0.14 per Share in dividends paid by Opus, together with \$1.78 per Share paid by WSP (after adjusting for the Additional Dividend as outlined above).

This change is made in accordance with Rule 27 of the Takeovers Code.

All other terms of the Offer remain as set out in the Offer Document (as varied by this notice). If you wish to **accept** the Offer, please return the acceptance form before the closing date of **11:59 pm on 27 November 2017**. If you have already accepted the Offer, you do not need to do anything.

Yours sincerely,

Alexandre L'Heureux
President and Chief Executive Officer
WSP Global Inc.

Guy Templeton
Director
WSP NZ Acquisition Limited

cc: The Takeovers Panel
Level 3, Solnet House
70 The Terrace
PO Box 1171
Wellington 6011
By email:
takeovers.panel@takeovers.govt.nz

cc: NZX Limited
Level 2, NZX Centre
11 Cable Street
PO Box 2959
Wellington
By email: announce@nzx.com

cc: Opus International Consultants Limited
9th Floor, Majestic Centre
11 Cable Street
100 Willis Street
Wellington 6011
By email: Alison.Swan@opus.co.nz