

31 January 2002



Lend Lease  
Corporation Limited  
ABN 32 000 226 228

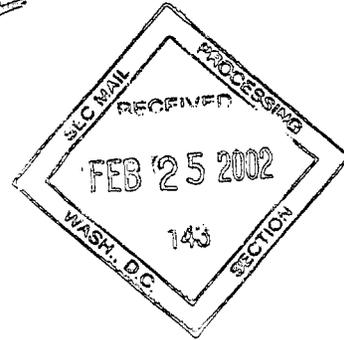
Level 46  
Tower Building  
Australia Square  
Sydney NSW 2000  
Australia

Telephone  
02 9236 6111  
Facsimile  
02 9252 2192  
DX 10230 SSE

www.lendlease.com

Securities and Exchange Commission  
450 Fifth Street, NW  
Washington DC 20549  
U S A

SUPPL



Attention: Filing Clerk

Dear Sir

Re: **Company:** Lend Lease Corporation Limited  
**File No:** 82 - 3498

Pursuant to Rule 12g3-2(b) of the Securities Exchange Act of 1934, the following documents are submitted in respect of the above registration:

| Date            | Document   |
|-----------------|--|
| 31 January 2002 | Announcement to Australian Stock Exchange Appendix 3B - New Issue Announcement, Application for Quotation of Additional Securities and Agreement |
| 31 January 2002 | Australian Securities and Investments Commission Lodgement Form 207 - Notification of Share Issue  |

Yours faithfully

*S. Sharpe*

**S J Sharpe**  
Company Secretary

T **PROCESSED**  
MAR 14 2002  
THOMSON  
FINANCIAL

*dlw 3/7*

# Lend Lease

CORPORATION

31 January 2002

The Manager  
Companies Section  
Australian Stock Exchange Limited (Sydney)

The Manager  
Companies Section  
New Zealand Stock Exchange

By electronic lodgement

By facsimile: 0015 64 4 473 1470

Pages: Eight (8) pages

Dear Sir

Re: **Stock Exchange Announcement  
Appendix 3B**

Attached is Appendix 3B (New Issue Announcement, Application for Quotation of Additional Securities and Agreement) in relation to ordinary shares allotted to the Company's Employee Share Plans pursuant to the shareholders' special business resolution No. 3 at the Annual General Meeting held on 27 October 1988.

Yours faithfully  
LEND LEASE CORPORATION LIMITED

*S. Sharpe*

**S J SHARPE**  
Company Secretary

Lend Lease  
Corporation Limited  
ABN 32 000 226 228

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Tower Building  
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Sydney NSW 2000  
Australia

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# Appendix 3B

## New issue announcement, application for quotation of additional securities and agreement

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

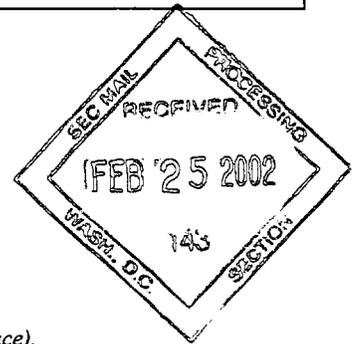
Introduced 1/7/96. Origin: Appendix 5. Amended 1/7/98, 1/9/99, 1/7/2000, 30/9/2001.

Name of entity

LEND LEASE CORPORATION LIMITED

ABN

32 000 226 228



We (the entity) give ASX the following information.

### Part 1 - All issues

*You must complete the relevant sections (attach sheets if there is not enough space).*

- |   |  |   |
|---|--|---|
| 1 | +Class of +securities issued or to be issued   | ORDINARY SHARES   |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued  | 2,141,571   |
| 3 | Principal terms of the +securities (eg, if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion) | SHARES ALLOTTED TO THE COMPANY'S EMPLOYEE SHARE PLANS PURSUANT TO SHAREHOLDERS' SPECIAL BUSINESS RESOLUTION NO. 3 AT THE ANNUAL GENERAL MEETING HELD ON 27 OCTOBER 1988 |

+ See chapter 19 for defined terms.

4 Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?

YES

If the additional securities do not rank equally, please state:

- the date from which they do
- the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

5 Issue price or consideration

\$0.50

6 Purpose of the issue  
(If issued as consideration for the acquisition of assets, clearly identify those assets)

SHARES ALLOTTED TO THE COMPANY'S EMPLOYEE SHARE PLANS PURSUANT TO SHAREHOLDERS' SPECIAL BUSINESS RESOLUTION NO. 3 AT THE ANNUAL GENERAL MEETING HELD ON 27 OCTOBER 1988

7 Dates of entering +securities into uncertificated holdings or despatch of certificates

31 JANUARY 2002

|   | Number      | +Class          |
|---|-------------|-----------------|
| 8 Number and +class of all +securities quoted on ASX (including the securities in clause 2 if applicable) | 433,027,360 | ORDINARY SHARES |

+ See chapter 19 for defined terms.

|    |   |   |                    |
|----|---|---|--------------------|
| 9  | Number and <sup>+</sup> class of all <sup>+</sup> securities not quoted on ASX (including the securities in clause 2 if applicable) | Number  | <sup>+</sup> Class |
|    |   | NIL   | NIL                |
| 10 | Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)                                  | RANK EQUALLY FROM DATE OF ALLOTMENT WITH ALL OTHER EXISTING ORDINARY SHARES |                    |

## Part 2 - Bonus issue or pro rata issue

|    |   |     |
|----|---|-----|
| 11 | Is security holder approval required?   | N/A |
| 12 | Is the issue renounceable or non-renounceable?  | N/A |
| 13 | Ratio in which the <sup>+</sup> securities will be offered  | N/A |
| 14 | <sup>+</sup> Class of <sup>+</sup> securities to which the offer relates  | N/A |
| 15 | <sup>+</sup> Record date to determine entitlements  | N/A |
| 16 | Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?  | N/A |
| 17 | Policy for deciding entitlements in relation to fractions   | N/A |
| 18 | Names of countries in which the entity has <sup>+</sup> security holders who will not be sent new issue documents<br><br>Note: Security holders must be told how their entitlements are to be dealt with.<br><br>Cross reference: rule 7.7. | N/A |
| 19 | Closing date for receipt of acceptances or renunciations  | N/A |

+ See chapter 19 for defined terms.

|    |   |     |
|----|---|-----|
| 20 | Names of any underwriters   | N/A |
| 21 | Amount of any underwriting fee or commission  | N/A |
| 22 | Names of any brokers to the issue   | N/A |
| 23 | Fee or commission payable to the broker to the issue  | N/A |
| 24 | Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of +security holders   | N/A |
| 25 | If the issue is contingent on +security holders' approval, the date of the meeting  | N/A |
| 26 | Date entitlement and acceptance form and prospectus will be sent to persons entitled  | N/A |
| 27 | If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders | N/A |
| 28 | Date rights trading will begin (if applicable)  | N/A |
| 29 | Date rights trading will end (if applicable)  | N/A |
| 30 | How do +security holders sell their entitlements <i>in full</i> through a broker?   | N/A |
| 31 | How do +security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?  | N/A |
| 32 | How do +security holders dispose of their entitlements (except by sale through a broker)?   | N/A |

+ See chapter 19 for defined terms.

33 +Despatch date

N/A

### Part 3 - Quotation of securities

*You need only complete this section if you are applying for quotation of securities*

34 Type of securities  
(tick one)

(a)  Securities described in Part 1

(b)  All other securities

Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

### Entities that have ticked box 34(a)

#### Additional securities forming a new class of securities

*(If the additional securities do not form a new class, go to 43)*

*Tick to indicate you are providing the information or documents*

35  If the +securities are +equity securities, the names of the 20 largest holders of the additional +securities, and the number and percentage of additional +securities held by those holders

36  If the +securities are +equity securities, a distribution schedule of the additional +securities setting out the number of holders in the categories  
1 - 1,000  
1,001 - 5,000  
5,001 - 10,000  
10,001 - 100,000  
100,001 and over

37  A copy of any trust deed for the additional +securities

*(now go to 43)*

### Entities that have ticked box 34(b)

38 Number of securities for which  
+quotation is sought

+ See chapter 19 for defined terms.

39 Class of +securities for which quotation is sought

40 Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?

If the additional securities do not rank equally, please state:

- the date from which they do
- the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

41 Reason for request for quotation now

Example: In the case of restricted securities, end of restriction period

(if issued upon conversion of another security, clearly identify that other security)

|   | Number | +Class |
|---|--------|--------|
| 42 Number and +class of all +securities quoted on ASX (including the securities in clause 38) |        |        |

(now go to 43)

## All entities

### Fees

43 Payment method (tick one)

Cheque attached

Electronic payment made

Note: Payment may be made electronically if Appendix 3B is given to ASX electronically at the same time.

+ See chapter 19 for defined terms.



Periodic payment as agreed with the home branch has been arranged

Note: Arrangements can be made for employee incentive schemes that involve frequent issues of securities.

**Quotation agreement**

1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX may quote the +securities on any conditions it decides.

2 We warrant the following to ASX.

- The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
- There is no reason why those +securities should not be granted +quotation.
- An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under section 737 or 738 of the Corporations Act at the time that we request that the +securities be quoted.

3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.

4 We give ASX the information and documents required by this form. If any information or document not available now, will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here: S. Sharpe Date: 31/1/2002  
(Director/Company secretary)

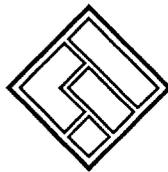
Print name: Susan June SHARPE

=====

+ See chapter 19 for defined terms.

lodging party or agent name Lend Lease Corporation Limited  
 office, level, building name or PO Box no. Level 46 Tower Building  
 street number & name Australia Square  
 suburb/city Sydney state/territory NSW postcode 2000  
 telephone ( 02 ) 9236-6111  
 facsimile ( 02 ) 9252-2192  
 DX number \_\_\_\_\_ suburb/city \_\_\_\_\_

|       |                          |       |                          |
|-------|--------------------------|-------|--------------------------|
| ASS.  | <input type="checkbox"/> | REQ-A | <input type="checkbox"/> |
| CASH. | <input type="checkbox"/> | REQ-P | <input type="checkbox"/> |
| PRCC. | <input type="checkbox"/> |       |                          |



Australian Securities & Investments Commission

form **207**

Notification of  
**share issue**

Corporations Act 2001  
**254X(1)**

company name Lend Lease Corporation Limited  
 A.C.N. 000 226 228

**Details of the issue**

date of issue (d/m/y) 31 / 01 / 2002 or period of issue (d/m/y) from / / to / /

**Class of shares** - show only details of shares which have been issued.

If you are listing any of the common classes of shares shown below, show only the class code.

If you are listing a different class of share, at 'class code' show a letter code of no more than 4 letters and then show the full title.

| class code | full title      |
|------------|-----------------|
| ORD        | Ordinary Shares |

| code | full title      | code | full title                           |
|------|-----------------|------|--------------------------------------|
| A    | A               | PRF  | preference                           |
| B    | B ...etc        | CUMP | cumulative preference                |
| EMP  | employee's      | NCP  | non-cumulative preference            |
| FOU  | founders        | REDP | redeemable preference                |
| LG   | life governor's | NRP  | non-redeemable preference            |
| MAN  | management      | CRP  | cumulative redeemable preference     |
| ORD  | ordinary        | NCRP | non-cumulative redeemable preference |
| RED  | redeemable      | PARP | participative preference             |
| SPE  | special         |      |                                      |

**Details of shares issued**

| class of share  | number issued | amount (if any) paid, or agreed to be considered as paid, per share | amount unpaid (if any), per share |
|-----------------|---------------|---|-----------------------------------|
| Ordinary Shares | 2,141,571     | \$0.50  | N/A                               |
|                 |               |   |                                   |
|                 |               |   |                                   |

- Have all shares been issued for cash only? Yes  No   
 If Yes, lodge this form. No other forms are required. If No, see item 2
- Were some or all of the shares issued under a written contract Yes  No   
 If Yes, Proprietary companies must also lodge a Form 207Z certifying that all stamp duties have been paid.  
 Public companies must also lodge a Form 207Z and either a Form 208 or a copy of the contract.  
 If No, Public companies must also lodge a Form 208.

Small Business (less than 20 employees), please provide an estimate of the time taken to complete this form

**Include**

- The time actually spent reading the instructions, working on the question and obtaining the information
- The time spent by all employees in collecting and providing this information

hrs mins

**Signature**

I certify that the information in this form is true and complete.

print name Susan June SHARPE capacity Company Secretary

sign here

*S. Sharpe*

date 31 / 1 / 2002