

RINKER GROUP LTD  
Form SC 14D9/A  
January 30, 2007

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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## SCHEDULE 14D-9

Solicitation/Recommendation Statement Under  
Section 14(d)(4) of the Securities Exchange Act of 1934

(Amendment No. 9)

## RINKER GROUP LIMITED

(Name of Subject Company)

## RINKER GROUP LIMITED

(Name of Person(s) Filing Statement)

### Ordinary Shares

American Depositary Shares, each representing the right to receive five Ordinary Shares

(Title of Class of Securities)

Ordinary Shares (ISIN: AU000000RIN3)

American Depositary Shares (CUSIP: 76687M101)

(CUSIP Number of Class of Securities)

Peter Abraham

General Counsel & Company Secretary, Rinker Group Limited

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Check the box if the filing relates solely to preliminary communications made before the commencement of a tender offer.

This Amendment No. 9 amends and supplements the Solicitation/Recommendation Statement on Schedule 14D-9 filed by Rinker Group Limited ( Rinker ) with the Securities and Exchange Commission on November 28, 2006 (as amended, the Statement ) relating to the offer by CEMEX Australia Pty Ltd, a corporation incorporated under the laws of Australia and a wholly-owned subsidiary of CEMEX, S.A.B. de C.V., to purchase all of the ordinary shares of Rinker including Rinker s American Depositary Shares which each represents the right to receive five Rinker Shares.

Capitalized terms used but not defined herein have the meanings assigned to such terms in the Statement.

**Item 9. Exhibits.**

Item 9 is amended and supplemented by adding the following thereto:

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**Exhibit No. Description**

- (a)(23) Rinker Group Limited 3rd quarter trading update news release, dated January 30, 2007, and financial information for quarter ended December 31, 2006
  - (a)(24) Transcript of conference call conducted by Rinker Group Limited on January 30, 2007
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**SIGNATURE**

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: January 30, 2007

RINKER GROUP LIMITED

*By:*

*/s/ THOMAS BURMEISTER*  
*Name: Thomas Burmeister*  
*Title: Chief Financial Officer*

**INDEX TO EXHIBITS**

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