

RINKER GROUP LTD  
Form SC 14D9/A  
March 14, 2007

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

---

**SCHEDULE 14D-9**

---

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

**(Amendment No. 11)**

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

Edgar Filing: RINKER GROUP LTD - Form SC 14D9/A

Level 8, Tower B, 799 Pacific Highway

Chatswood NSW 2067, Australia

+61 2 9412 6600

WITH COPIES TO:

Philip T. Ruegger III, Esq.

Alan M. Klein, Esq.

Simpson Thacher & Bartlett LLP

425 Lexington Avenue

New York, New York 10017

(212) 455-2000

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

---

## Edgar Filing: RINKER GROUP LTD - Form SC 14D9/A

This Amendment No. 11 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:

<b>Exhibit No.</b>	<b>Description</b>
(a)(25)	Rinker Group Limited communication to employees dated March 14, 2007 as posted on Rinker Group Limited s internal website

**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: March 14, 2007

RINKER GROUP LIMITED.

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

**INDEX TO EXHIBITS**

Exhibit

No.            **Description**

(a)(25)      Rinker Group Limited communication to employees dated March 14, 2007 as posted on Rinker Group Limited's internal website

4

---