

Form 605

Corporations Act 2001

Section 671B

Notice of ceasing to be a substantial holder

To Company Name/Scheme Downer EDI Ltd
ACN/ARSN ACN 003 872 848

1. Details of substantial holder (1)

Name Credit Suisse Holdings (Australia) Limited (on behalf of Credit Suisse Group AG and its affiliates)
ACN/ARSN (if applicable) 008 496 713
The holder ceased to be a substantial holder on 28-Mar-2017
The previous notice was given to the company on 31-Mar-2017
The previous notice was dated 31-Mar-2017

2. Changes in relevant interests

Particulars of each change in , or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (4)	Consideration given in relation to change (5)	Class (6) and number of securities affected	Person's votes affected
See Annexure "A"					

3. Changes in association

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) with, the substantial holder in relation to voting interests in the company or scheme are as follows:


Name and ACN/ARSN (if applicable)	Nature of association
N/A	

4. Addresses

The addresses of persons named in this form are as follows:

Name	Address
See Annexure "B"	

Signature

print name Lucy Repasky capacity Company Secretary
sign here  date 03-Apr-2017

Annexure "A"

2. Changes in relevant interests

Particulars of each change in , or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (4)	Consideration given in relation to change (5)	Class (6) and number of securities affected	Person's votes affected
28-Mar-2017	Credit Suisse Equities (Australia) Limited	Acquired on market	647,670.11 AUD	111,700 Common Stock	111,700
28-Mar-2017	Credit Suisse Equities (Australia) Limited	Acquired on market	164,798.92 AUD	28,811 Common Stock	28,811
28-Mar-2017	Credit Suisse Equities (Australia) Limited	Acquired on market	290,500.00 AUD	50,000 Common Stock	50,000
28-Mar-2017	Credit Suisse Equities (Australia) Limited	Acquired on market	99,961.90 AUD	17,261 Common Stock	17,261
28-Mar-2017	Credit Suisse Equities (Australia) Limited	Acquired on market	525,769.21 AUD	90,603 Common Stock	90,603
28-Mar-2017	Credit Suisse Equities (Australia) Limited	Acquired on market	88,395.60 AUD	15,200 Common Stock	15,200
28-Mar-2017	Credit Suisse Equities (Australia) Limited	Acquired on market	97,993.21 AUD	16,905 Common Stock	16,905
28-Mar-2017	Credit Suisse Equities (Australia) Limited	Acquired on market	129,334.65 AUD	22,301 Common Stock	22,301
28-Mar-2017	Credit Suisse Equities (Australia) Limited	Disposed on market	255,288.90 AUD	-45,998 Common Stock	-45,998
28-Mar-2017	Credit Suisse Equities (Australia) Limited	Disposed on market	133,519.01 AUD	-23,908 Common Stock	-23,908
28-Mar-2017	Credit Suisse Equities (Australia) Limited	Disposed on market	158,453.08 AUD	-28,564 Common Stock	-28,564
28-Mar-2017	Credit Suisse Equities (Australia) Limited	Disposed on market	628,220.54 AUD	-113,146 Common Stock	-113,146
28-Mar-2017	Credit Suisse Equities (Australia) Limited	Disposed on market	324,496.96 AUD	-57,169 Common Stock	-57,169
28-Mar-2017	Credit Suisse Equities (Australia) Limited	Disposed on market	442,440.64 AUD	-77,948 Common Stock	-77,948
28-Mar-2017	Credit Suisse Equities (Australia) Limited	Disposed on market	681,288.00 AUD	-120,000 Common Stock	-120,000
28-Mar-2017	Credit Suisse Equities (Australia) Limited	Disposed on market	3,641,219.64 AUD	-657,711 Common Stock	-657,711
28-Mar-2017	Credit Suisse Equities (Australia) Limited	Disposed on market	479,473.25 AUD	-85,998 Common Stock	-85,998
28-Mar-2017	Credit Suisse Equities (Australia) Limited	Stock returned under ASLA	Refer to Annexure C of Notice	-1,000,000 Common Stock	-1,000,000
28-Mar-2017	Credit Suisse Equities (Australia) Limited	Stock returned under ASLA	Refer to Annexure C of Notice	-1,000,000 Common Stock	-1,000,000
28-Mar-2017	Credit Suisse Equities (Australia) Limited	Stock returned under ASLA	Refer to Annexure C of Notice	-1,000,000 Common Stock	-1,000,000
28-Mar-2017	Credit Suisse Equities (Australia) Limited	Stock returned under ASLA	Refer to Annexure C of Notice	-1,000,000 Common Stock	-1,000,000
28-Mar-2017	Credit Suisse Equities (Australia) Limited	Stock returned under ASLA	Refer to Annexure C of Notice	-1,000,000 Common Stock	-1,000,000
28-Mar-2017	Credit Suisse Securities (Europe) Limited	Acquired on market	7,859.00 AUD	1,355 Common Stock	1,355
28-Mar-2017	Credit Suisse Funds AG	Acquired on market	190,344.40 AUD	32,818 Common Stock	32,818

This is Annexure "A" referred to in the Form 605 "Notice of ceasing to be a substantial holder"

Signature

Credit Suisse Holdings (Australia) Limited (ACN 008 496 713)

print name

Lucy Repasky

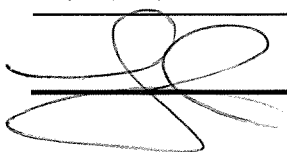
capacity

Company Secretary

sign here

date

03-Apr-2017

A handwritten signature in black ink, appearing to be 'Lucy Repasky', is written over a horizontal line. The signature is stylized with loops and a long horizontal stroke at the end.

Annexure "B"

4. Addresses

The addresses of persons named in this form are as follows:

Name	Address
Credit Suisse Holdings (Australia) Limited (ACN 008 496 713)	Level 31, Gateway, 1 Macquarie Place, Sydney NSW 2000, Australia
Credit Suisse Fourth Nominees Pty Limited (ACN 069 126 432)	Level 31, Gateway, 1 Macquarie Place, Sydney NSW 2000, Australia
Credit Suisse Equities (Australia) Limited (ACN 068 232 708)	Level 31, Gateway, 1 Macquarie Place, Sydney NSW 2000, Australia
Credit Suisse Securities (Europe) Limited (ARBN 099554131)	One Cabot Square, London, E14 4QJ
Credit Suisse Funds AG	Giesshübelstrasse 30, Zurich, 8045

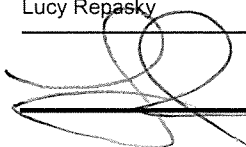
This is Annexure "B" referred to in the Form 605 "Notice of ceasing to be a substantial holder"

Signature

Credit Suisse Holdings (Australia) Limited (ACN 008 496 713)

print name Lucy Repasky capacity Company Secretary

sign here date 03-Apr-2017



Annexure "C"

This is Annexure "C" referred to in the Form 605 "Notice of ceasing to be a substantial holder"

Signature


Credit Suisse Holdings (Australia) Limited (ACN 008 496 713)

print name Lucy Repasky

capacity Company Secretary

sign here

date 03-Apr-2017

A handwritten signature in black ink, appearing to be 'Lucy Repasky', written over a horizontal line.

Prescribed information**Schedule**

Type of agreement	Australian Securities Lending Agreement
Parties to agreement	Credit Suisse Equities (Australia) Limited and JP Morgan Nominees (Australia) Limited
Transfer date	28-Mar-2017
Holder of voting rights	Borrower
Are there any restrictions on voting rights?	Yes
If yes, detail	Voting rights to be exercised in accordance with lender's instructions provided such instructions are received 7 days prior.
Scheduled return date (if any)	N/A
Does the borrower have the right to return early?	Yes
If yes, detail	With 2 business days prior to a notice by Midday.
Does the lender have the right to recall early?	Yes
If yes, detail	With 4 business days prior notice.
Will the securities be returned on settlement?	Yes
If yes, detail any exceptions	If an event of default occurs in respect of either the lender or the borrower, the obligation of the borrower to deliver the securities to the lender will be netted off against the obligation of the lender to return securities or cash held by the lender as collateral.

Prescribed information**Schedule**

Type of agreement	Australian Securities Lending Agreement
Parties to agreement	Credit Suisse Equities (Australia) Limited and Citibank NA Sydney
Transfer date	28-Mar-2017
Holder of voting rights	Borrower
Are there any restrictions on voting rights?	Yes
If yes, detail	Voting rights to be exercised in accordance with lender's instructions provided such instructions are received 7 days prior.
Scheduled return date (if any)	N/A
Does the borrower have the right to return early?	Yes
If yes, detail	At Will
Does the lender have the right to recall early?	Yes
If yes, detail	With 4 business days prior notice.
Will the securities be returned on settlement?	Yes
If yes, detail any exceptions	If an event of default occurs in respect of either the lender or the borrower, the obligation of the borrower to deliver the securities to the lender will be netted off against the obligation of the lender to return securities or cash held by the lender as collateral.

Prescribed information**Schedule**

Type of agreement	Australian Securities Lending Agreement
Parties to agreement	Credit Suisse Equities (Australia) Limited and State Street Bank & Trust Co
Transfer date	28-Mar-2017
Holder of voting rights	Borrower
Are there any restrictions on voting rights?	No
If yes, detail	N/A
Scheduled return date (if any)	N/A
Does the borrower have the right to return early?	Yes
If yes, detail	At Will
Does the lender have the right to recall early?	Yes
If yes, detail	With 4 business days prior notice.
Will the securities be returned on settlement?	Yes
If yes, detail any exceptions	If an event of default occurs in respect of either the lender or the borrower, the obligation of the borrower to deliver the securities to the lender will be netted off against the obligation of the lender to return securities or cash held by the lender as collateral.