

# Form 605

Corporations Law  
Section 671B

## Notice of ceasing to be a substantial holder

To: Company Name/Scheme WORLEYPARSONS LIMITED  
ACN/ARSN 096 090 158

### 1. Details of substantial holder (1)

Name UBS Group AG and its related bodies corporate

ACN/ARSN (if applicable): \_\_\_\_\_

The holder ceased to be a substantial shareholder on **18 April 2017**

The previous notice was given to the company on **19 April 2017**

The previous notice was dated **13 April 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 |
|------------------------|----------------------------------------|----------------------|-----------------------------------------------|---------------------------------------------|-------------------------|
| Please see Appendix 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                               | N/A                   |

### 4. Addresses

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

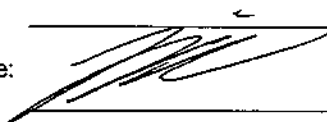
| Name                                                                                                                                                        | Address |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------|---------|
| Details of all UBS offices can be found through the following link: <a href="http://apps2.ubs.com/locationfinder/">http://apps2.ubs.com/locationfinder/</a> |         |

**SIGNATURE**

Print Name: Kyu-Ri Kim

Capacity: Authorised signatory

Sign Here:

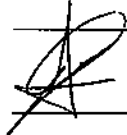


Date: 21 April 2017

Print Name: Serene Peh

Capacity: Authorised signatory

Sign Here:



Date: 21 April 2017

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Contact details for this notice:

Serene Peh  
Group Risk Control  
(T) +65 6495 5283

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| WORK - Appendix A |                                        |                  |                                           |                      |
|-------------------|----------------------------------------|------------------|-------------------------------------------|----------------------|
| Date of change    | Person whose relevant interest changed | Nature of Change | Consideration given in relation to change | Number of securities |
| 14-Apr-17         | UBS Securities LLC                     | Stock borrowed   | N/A                                       | 300,000              |
| 14-Apr-17         | UBS AG London Branch                   | Stock returned   | N/A                                       | (300,000)            |
| 18-Apr-17         | UBS AG London Branch                   | Stock returned   | N/A                                       | (4,996,600)          |
| 18-Apr-17         | UBS Securities Australia Ltd           | Sell             | 1,922,957                                 | (167,505)            |
| 18-Apr-17         | UBS Securities Australia Ltd           | Sell             | 69                                        | (6)                  |
| 18-Apr-17         | UBS Securities Australia Ltd           | Sell             | 46                                        | (4)                  |
| 18-Apr-17         | UBS Securities Australia Ltd           | Sell             | 80                                        | (7)                  |
| 18-Apr-17         | UBS Securities Australia Ltd           | Sell             | 23                                        | (2)                  |
| 18-Apr-17         | UBS Securities Australia Ltd           | Sell             | 11                                        | (1)                  |
| 18-Apr-17         | UBS Securities Australia Ltd           | Sell             | 34                                        | (3)                  |
| 18-Apr-17         | UBS Securities Australia Ltd           | Sell             | 46                                        | (4)                  |
| 18-Apr-17         | UBS Securities Australia Ltd           | Sell             | 92                                        | (8)                  |
| 18-Apr-17         | UBS Securities Australia Ltd           | Buy              | 80                                        | 7                    |
| 18-Apr-17         | UBS Securities Australia Ltd           | Buy              | 23                                        | 2                    |
| 18-Apr-17         | UBS Securities Australia Ltd           | Buy              | 23                                        | 2                    |
| 18-Apr-17         | UBS Securities Australia Ltd           | Buy              | 11                                        | 1                    |
| 18-Apr-17         | UBS Securities Australia Ltd           | Buy              | 34                                        | 3                    |
| 18-Apr-17         | UBS Securities Australia Ltd           | Buy              | 46                                        | 4                    |
| 18-Apr-17         | UBS Securities Australia Ltd           | Buy              | 80                                        | 781                  |
| 18-Apr-17         | UBS Securities Australia Ltd           | Buy              | 630                                       | 55                   |
| 18-Apr-17         | UBS Securities Australia Ltd           | Buy              | 286,488                                   | 24,912               |
| 18-Apr-17         | UBS Securities Australia Ltd           | Sell             | 47,365                                    | (4,142)              |
| 18-Apr-17         | UBS Securities Australia Ltd           | Buy              | 204,578                                   | 17,911               |
| 18-Apr-17         | UBS Securities Australia Ltd           | Sell             | 213,181                                   | (18,650)             |
| 18-Apr-17         | UBS Securities Australia Ltd           | Buy              | 937,598                                   | 81,565               |
| 18-Apr-17         | UBS Securities Australia Ltd           | Buy              | 1,170,647                                 | 102,443              |
| 18-Apr-17         | UBS Securities Australia Ltd           | Buy              | 1,922,957                                 | 167,505              |
| 18-Apr-17         | UBS Securities Australia Ltd           | Buy              | 3,143                                     | 274                  |
| 18-Apr-17         | UBS Securities Australia Ltd           | Sell             | 197,041                                   | (17,209)             |
| 18-Apr-17         | UBS Securities Australia Ltd           | Buy              | 61,340                                    | 5,362                |
| 18-Apr-17         | UBS Securities Australia Ltd           | Buy              | 116,095                                   | 10,062               |
| 18-Apr-17         | UBS Securities Australia Ltd           | Buy              | 212,301                                   | 18,550               |
| 18-Apr-17         | UBS Securities Australia Ltd           | Sell             | 103,703                                   | (9,086)              |
| 18-Apr-17         | UBS Securities Australia Ltd           | Buy              | 852,586                                   | 73,963               |
| 18-Apr-17         | UBS Securities Australia Ltd           | Sell             | 42,021                                    | (3,648)              |
| 18-Apr-17         | UBS Securities Australia Ltd           | Sell             | 19,489                                    | (1,692)              |
| 18-Apr-17         | UBS Securities Australia Ltd           | Sell             | 957,121                                   | (83,482)             |
| 18-Apr-17         | UBS Securities Australia Ltd           | Sell             | 1,122,103                                 | (98,164)             |
| 18-Apr-17         | UBS Securities Australia Ltd           | Buy              | 2,177,753                                 | 189,789              |
| 18-Apr-17         | UBS Securities Australia Ltd           | Buy              | 12,958                                    | 1,134                |
| 18-Apr-17         | UBS Securities Australia Ltd           | Buy              | 1,922,957                                 | 167,505              |
| 18-Apr-17         | UBS AG London Branch                   | Sell             | 13,858                                    | (1,205)              |
| 18-Apr-17         | UBS AG London Branch                   | Sell             | 633                                       | (55)                 |
| 18-Apr-17         | UBS AG London Branch                   | Sell             | 3,195                                     | (279)                |
| 18-Apr-17         | UBS AG London Branch                   | Sell             | 5,416                                     | (473)                |
| 18-Apr-17         | UBS AG London Branch                   | Sell             | 6,475                                     | (568)                |
| 18-Apr-17         | UBS AG London Branch                   | Sell             | 262                                       | (23)                 |
| 18-Apr-17         | UBS AG London Branch                   | Sell             | 2,077                                     | (182)                |
| 18-Apr-17         | UBS AG London Branch                   | Sell             | 3,312                                     | (291)                |
| 18-Apr-17         | UBS AG London Branch                   | Sell             | 512                                       | (45)                 |
| 18-Apr-17         | UBS AG London Branch                   | Sell             | 1,366                                     | (120)                |
| 18-Apr-17         | UBS AG London Branch                   | Sell             | 3,710                                     | (326)                |
| 18-Apr-17         | UBS AG London Branch                   | Sell             | 2,329                                     | (205)                |
| 18-Apr-17         | UBS AG London Branch                   | Sell             | 1,295                                     | (114)                |
| 18-Apr-17         | UBS AG London Branch                   | Sell             | 3,272                                     | (288)                |
| 18-Apr-17         | UBS AG London Branch                   | Sell             | 2,011                                     | (177)                |
| 18-Apr-17         | UBS AG London Branch                   | Sell             | 8,942                                     | (781)                |
| 18-Apr-17         | UBS AG London Branch                   | Sell             | 3,272                                     | (286)                |
| 18-Apr-17         | UBS AG London Branch                   | Sell             | 629                                       | (55)                 |
| 18-Apr-17         | UBS AG London Branch                   | Sell             | 447                                       | (39)                 |
| 18-Apr-17         | UBS AG London Branch                   | Sell             | 57                                        | (5)                  |
| 18-Apr-17         | UBS AG London Branch                   | Sell             | 378                                       | (33)                 |
| 18-Apr-17         | UBS AG London Branch                   | Sell             | 538                                       | (47)                 |
| 18-Apr-17         | UBS AG London Branch                   | Sell             | 1,225                                     | (107)                |
| 18-Apr-17         | UBS AG London Branch                   | Sell             | 1,386                                     | (121)                |

|           |                      |      |         |        |          |
|-----------|----------------------|------|---------|--------|----------|
| 18-Apr-17 | UBS AG London Branch | Sell | 951     | (83)   | Ordinary |
| 18-Apr-17 | UBS AG London Branch | Sell | 7,760   | (678)  | Ordinary |
| 18-Apr-17 | UBS AG London Branch | Sell | 1,136   | (99)   | Ordinary |
| 18-Apr-17 | UBS AG London Branch | Sell | 1,589   | (139)  | Ordinary |
| 18-Apr-17 | UBS AG London Branch | Sell | 702     | (61)   | Ordinary |
| 18-Apr-17 | UBS AG London Branch | Sell | 69      | (6)    | Ordinary |
| 18-Apr-17 | UBS AG London Branch | Sell | 2,498   | (217)  | Ordinary |
| 18-Apr-17 | UBS Asset Management | Buy  | 233,557 | 20,287 | Ordinary |
| 18-Apr-17 | UBS Asset Management | Buy  | 270,696 | 23,513 | Ordinary |