

**FAX COVER SHEET**

DATE: 23 APRIL 2020	
TO: Market Announcements Office	FROM: RICKY NEWSOME
COMPANY: ASX	T. ROWE PRICE ASSOCIATES, INC.
FAX NUMBER: 61 2 9347 0005	FAX NUMBER: 410-345-2035
PHONE NUMBER:	PHONE NUMBER: 410-345-2306
NUMBER OF PAGES INCLUDING COVER SHEET: 3	

To Whom It May Concern:

See attached **Form 605** for **Worley Limited**.

Please contact me at the above phone number or by email at richard.newsome@troweprice.com if you have any questions.

This form is also being sent to the company.

Regards,

Ricky Newsome
T. Rowe Price Associates, Inc.
Legal Compliance
Phone: (410) 345-2306
Fax: (410) 345-2035

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Form 605

Corporations Act 2001

Section 671B

Notice of ceasing to be a substantial holder

In Company Name/Scheme

Worley Ltd

ACN/ARSN

096 090 158**1. Details of substantial holder(1)**

Name

T. Rowe Price Associates, Inc.

ACN/ARSN (if applicable)

The holder ceased to be a
substantial holder on21/04/2020

The previous notice was given to the company on

02/04/2020

The previous notice was dated

31/03/2020**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 1					

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

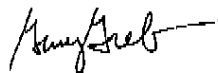
4. Addresses

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

Name	Address
T. Rowe Price Associates, Inc.	100 East Pratt Street, Baltimore, MD 20202
T. Rowe Price International Ltd	60 Queen Victoria Street, London, EC4N 4T2, United Kingdom

Signatureprint name Gary Grebcapacity Vice President

sign here

date 23 / 04 / 2020

Annexure 1

<u>Date of Change</u>	<u>Person whose relevant Interest changed</u>	<u>Nature of change</u>	<u>Consideration given in relation to change (AUD)</u>	<u>Class and number of securities</u>	<u>Person's votes affected</u>
1-Apr-20	T. Rowe Price International Ltd.	Purchase	6.366	1,303 ordinary shares	1,303
2-Apr-20	T. Rowe Price International Ltd.	Purchase	6.655	22,453 ordinary shares	22,453
2-Apr-20	T. Rowe Price International Ltd.	Sale	6.655	22,636 ordinary shares	22,636
2-Apr-20	T. Rowe Price International Ltd.	Purchase	6.655	862 ordinary shares	862
7-Apr-20	T. Rowe Price Associates, Inc.	Sale	7.280	1,493 ordinary shares	1,493
9-Apr-20	T. Rowe Price International Ltd.	Purchase	7.190	1,500 ordinary shares	1,500
9-Apr-20	T. Rowe Price Associates, Inc.	Purchase	7.088	26,188 ordinary shares	26,188
14-Apr-20	T. Rowe Price International Ltd.	Purchase	7.833	23,147 ordinary shares	23,147
17-Apr-20	T. Rowe Price Associates, Inc.	Purchase	7.406	10,000 ordinary shares	10,000
17-Apr-20	T. Rowe Price Associates, Inc.	Purchase	7.340	58,091 ordinary shares	58,091
17-Apr-20	T. Rowe Price Associates, Inc.	Purchase	7.433	71,995 ordinary shares	71,995
17-Apr-20	T. Rowe Price Associates, Inc.	Sale	7.502	913 ordinary shares	913
20-Apr-20	T. Rowe Price International Ltd.	Sale	7.186	10,871 ordinary shares	10,871
20-Apr-20	T. Rowe Price International Ltd.	Sale	7.057	102,102 ordinary shares	102,102
20-Apr-20	T. Rowe Price International Ltd.	Sale	7.186	8,028 ordinary shares	8,028
20-Apr-20	T. Rowe Price International Ltd.	Sale	7.057	75,399 ordinary shares	75,399
20-Apr-20	T. Rowe Price International Ltd.	Sale	7.186	2,370 ordinary shares	2,370
20-Apr-20	T. Rowe Price International Ltd.	Sale	7.057	22,256 ordinary shares	22,256
20-Apr-20	T. Rowe Price International Ltd.	Sale	7.186	833 ordinary shares	833
20-Apr-20	T. Rowe Price International Ltd.	Sale	7.057	7,826 ordinary shares	7,826
20-Apr-20	T. Rowe Price International Ltd.	Sale	7.186	8 ordinary shares	8
20-Apr-20	T. Rowe Price International Ltd.	Sale	7.057	75 ordinary shares	75
20-Apr-20	T. Rowe Price International Ltd.	Sale	7.186	2 ordinary shares	2
20-Apr-20	T. Rowe Price International Ltd.	Sale	7.057	23 ordinary shares	23
21-Apr-20	T. Rowe Price International Ltd.	Sale	7.013	3,760 ordinary shares	3,760
21-Apr-20	T. Rowe Price International Ltd.	Sale	7.013	2,777 ordinary shares	2,777
21-Apr-20	T. Rowe Price International Ltd.	Sale	7.013	819 ordinary shares	819
21-Apr-20	T. Rowe Price Associates, Inc.	Sale	6.788	21,397 ordinary shares	21,397
21-Apr-20	T. Rowe Price Associates, Inc.	Sale	6.788	22,341 ordinary shares	22,341
21-Apr-20	T. Rowe Price International Ltd.	Sale	7.013	288 ordinary shares	288
21-Apr-20	T. Rowe Price International Ltd.	Sale	7.013	3 ordinary shares	3
21-Apr-20	T. Rowe Price International Ltd.	Sale	7.013	1 ordinary shares	1

This is annexure 1 referred to on page 1 of Form 605 (Notice of change of interest of substantial holder)



Gary Greb, Vice President

23-Apr-20