

**Form 604
Corporations Act 2001
Section 671B**

Notice of Change of Interests of Substantial Holder

To: **DOWNER EDI LIMITED**

ACN/ARSN:

1. Details of substantial holder (1)

Name: FIL Limited and the entities listed in Annexure A ("FIL")
ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on	01 June 2020
The previous notice was given to the company on	18 July 2019
The previous notice was dated	18 July 2019

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of Securities (4)	Previous Notice Person's votes	Previous Notice Voting Power (5)	Present Notice Person's votes	Present Notice Voting Power (5)
COMMON STOCK	30,566,556	5.14%	38,754,631	6.52%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate 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 (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
				COMMON STOCK	COMMON STOCK
07/23/2019	FIL	SELL	6.9181 AUD	104,519	104,519
10/02/2019	FIL	BUY	7.7450 AUD	35,964	35,964
10/03/2019	FIL	BUY	7.6662 AUD	239,946	239,946
10/04/2019	FIL	BUY	7.6500 AUD	995,364	995,364
11/11/2019	FIL	TRANSITION OUT	8.2300 AUD	578,985	578,985
11/13/2019	FIL	BUY	8.0667 AUD	87,613	87,613
11/13/2019	FIL	BUY	8.0667 AUD	112,387	112,387
11/13/2019	FIL	SELL	8.0206 AUD	22,046	22,046
11/14/2019	FIL	BUY	8.1071 AUD	378,459	378,459
11/14/2019	FIL	BUY	8.1071 AUD	485,470	485,470

11/18/2019	FIL	BUY	8.0300 AUD	230,639	230,639
11/18/2019	FIL	BUY	8.0300 AUD	295,853	295,853
11/19/2019	FIL	BUY	8.1310 AUD	87,653	87,653
11/19/2019	FIL	BUY	8.1310 AUD	112,347	112,347
11/19/2019	FIL	BUY	8.1550 AUD	183,532	183,532
11/19/2019	FIL	BUY	8.1550 AUD	235,519	235,519
02/26/2020	FIL	SELL	6.0196 AUD	469,554	469,554
04/24/2020	FIL	TRANSITION OUT	3.5300 AUD	174,569	174,569
05/11/2020	FIL	BUY	4.1483 AUD	21,053	21,053
05/11/2020	FIL	BUY	4.1723 AUD	945,616	945,616
05/27/2020	FIL	BUY	4.5591 AUD	1,651	1,651
05/27/2020	FIL	BUY	4.5591 AUD	14,775	14,775
05/27/2020	FIL	BUY	4.5591 AUD	18,529	18,529
05/27/2020	FIL	BUY	4.5591 AUD	22,001	22,001
05/27/2020	FIL	BUY	4.5591 AUD	26,086	26,086
05/27/2020	FIL	BUY	4.5591 AUD	62,158	62,158
05/27/2020	FIL	BUY	4.5636 AUD	1,651	1,651
05/27/2020	FIL	BUY	4.5636 AUD	41,002	41,002
05/27/2020	FIL	BUY	4.5636 AUD	51,416	51,416
05/27/2020	FIL	BUY	4.5636 AUD	61,047	61,047
05/27/2020	FIL	BUY	4.5636 AUD	72,391	72,391
05/27/2020	FIL	BUY	4.5636 AUD	172,493	172,493
05/28/2020	FIL	BUY	4.6641 AUD	1,627	1,627
05/28/2020	FIL	BUY	4.6641 AUD	63,934	63,934
05/28/2020	FIL	BUY	4.6641 AUD	80,175	80,175
05/28/2020	FIL	BUY	4.6641 AUD	95,194	95,194
05/28/2020	FIL	BUY	4.6641 AUD	112,879	112,879
05/28/2020	FIL	BUY	4.6641 AUD	268,970	268,970
05/29/2020	FIL	BUY	4.5321 AUD	3,081	3,081
05/29/2020	FIL	BUY	4.5321 AUD	125,098	125,098
05/29/2020	FIL	BUY	4.5321 AUD	156,876	156,876
05/29/2020	FIL	BUY	4.5321 AUD	186,264	186,264
05/29/2020	FIL	BUY	4.5321 AUD	220,867	220,867
05/29/2020	FIL	BUY	4.5321 AUD	526,285	526,285
06/01/2020	FIL	BUY	4.4962 AUD	6,835	6,835
06/01/2020	FIL	BUY	4.4962 AUD	277,603	277,603
06/01/2020	FIL	BUY	4.4962 AUD	348,121	348,121
06/01/2020	FIL	BUY	4.4962 AUD	413,333	413,333
06/01/2020	FIL	BUY	4.4962 AUD	490,122	490,122
06/01/2020	FIL	BUY	4.4962 AUD	1,167,869	1,167,869
			Total Buys	9,537,748	9,537,748
			Total Sells	(596,119)	(596,119)
			Total Transition Out	(753,554)	(753,554)
			Total Movement	8,188,075	8,188,075

4. Present Relevant Interest

Particulars of each relevant interest of the substantial holder in voting securities after the change are as

follows:

Refer to Annexure A

5. Changes in Association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) 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	

6. Addresses

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

Refer to Annexure A



Sign Here _____

Dated: 03 June 2020

Jen Li

Head of Regulatory Reporting, Asia Pacific

Duly authorized under Powers of Attorney by and on behalf of FIL Limited

Annexure A

Investment Manager	Address	Custodian	Nature of Relevant Interest	Sum of Numerator Shares
FIL Investment Management (Australia) Limited	Level 11, 167 Macquarie Street, Sydney, NSW 2000, Australia	BNP PARIBAS SEC SRVS ITALY	Investment Discretion / Voting Power	281,398
		BROWN BROS HARRIMN LTD LUX (C)		1,271,274
		BROWN BROTHERS HARRIMAN AND CO		123,636
		CITIBANK LONDON		5,266,240
		JP MORGAN, BOURNEMOUTH (C)		7,644,035
		NATIONAL ASTL BK MELBOURNE (S)		3,180,594
		NORTHERN TRUST LONDON (C)		4,858,537
FIL Responsible Entity (Australia) Limited	Level 11, 167 Macquarie Street, Sydney, NSW 2000, Australia	JP MORGAN, BOURNEMOUTH (C)		16,128,917
Grand Total				38,754,631