

Media/ASX and NZX Release

2 October 2020

DISTRIBUTION SCHEDULE AND TOP 20 HOLDERS

Downer EDI Limited ("**Downer**") refers to its unconditional takeover offer ("**Offer**") for Spotless Group Holdings Limited ("**Spotless**") which closed at 7:00pm (Sydney time) on 21 September 2020. Pursuant to ASX Listing Rule 3.4, Downer EDI Limited ("**Downer**") provides the following information to ASX.

Distribution of holders of equity securities

Shareholder distribution of quoted equity securities (fully paid ordinary shares in Downer) as at 1 October 2020 is as follows:

FULLY PAID ORDINARY SHARES (Total)			Range of shares as of 1/10/2020	
Range of holdings	Number of shareholders	Shareholders%	Ordinary shares held	Shares %
1 - 1,000	14,345	54.42%	6,171,593	0.88%
1,001 - 5,000	9,160	34.75%	20,954,727	2.99%
5,001 - 10,000	1,681	6.38%	12,002,654	1.71%
10,001 - 100,000	1,112	4.22%	23,682,489	3.38%
100,001 and over	60	0.23%	638,480,891	91.04%
Total	26,358		701,292,354	100.00%

Optionholder distribution of unquoted equity securities (Downer Contingent Share Options or DCSOs) as at 1 October 2020 is as follows:

DOWNER CONTINGENT SHARE OPTIONS (Total)			Range of DCSOs as of 1/10/2020	
Range of holdings	Number of optionholders	Optionholders%	DCSOs held	DCSOs %
1 - 1,000	136	85.52%	25,591	0.35%
1,001 - 5,000	14	8.81%	28,479	0.38%
5,001 - 10,000	3	1.89%	19,154	0.26%
10,001 - 100,000	4	2.52%	72,322	0.98%
100,001 and over	2	1.26%	7,251,982	98.03%
Total	159		7,397,528	100.00

20 largest shareholders

Downer's 20 largest shareholders of ordinary fully paid shares as at 1 October 2020 are as follows.

Rank	Shareholders	Shares held	% of issued shares
1	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	228,564,014	32.59%
2	CHASE MANHATTAN NOMINEES LIMITED	178,368,981	25.43%
3	CITICORP NOMINEES PTY LIMITED	90,415,942	12.89%
4	NATIONAL NOMINEES LIMITED	61,495,218	8.77%
5	BNP PARIBAS NOMS PTY LTD <DRP>	25,974,316	3.70%
6	BNP PARIBAS NOMINEES PTY LTD <AGENCY LENDING DRP A/C>	12,593,882	1.80%
7	ARGO INVESTMENTS LTD	7,665,059	1.09%
8	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED <NT-COMNWLTH SUPER CORP A/C>	6,540,818	0.93%
9	CITICORP NOMINEES PTY LIMITED <COLONIAL FIRST STATE INV A/C>	4,343,060	0.62%
10	SANDHURST TRUSTEES LTD <HARPER BERNAYS LTD A/C>	3,359,361	0.48%
11	NETWEALTH INVESTMENTS LIMITED <WRAP SERVICES A/C>	2,218,732	0.32%
12	CPU SHARE PLANS PTY LIMITED	1,576,665	0.22%
13	CPU SHARE PLANS PTY LTD <PRV CONTROL A/C>	1,507,005	0.21%
14	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	1,341,487	0.19%
15	BNP PARIBAS NOMINEES PTY LTD <IB AU NOMS RETAILCLIENT DRP>	1,258,068	0.18%
16	GRANT FENN	1,133,786	0.16%
17	AMP LIFE LTD	925,861	0.13%
18	MR BARRY SYDNEY PATTERSON + MRS GLENICE MARGARET PATTERSON	891,642	0.13%
19	UBS NOMINEES PTY LTD	815,427	0.12%
20	NAVIGATOR AUSTRALIA LIMITED <REDPOINT INDUSTRIALS SMA A/C>	449,373	0.06%
Totals: Top 20 holders of FULLY PAID ORDINARY SHARES (Total)		631,438,697	90.04%
Total Remaining Holders Balance		69,853,657	9.96%

Authorised for release by Downer's Group General Counsel and Company Secretary, Robert Regan.

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About Downer

Downer is the leading provider of integrated services in Australia and New Zealand and customers are at the heart of everything it does. It exists to create and sustain the modern environment and its promise is to work closely with its customers to help them succeed, using world-leading insights and solutions to design, build and sustain assets, infrastructure and facilities. For more information visit www.downergroup.com