Rule 3.8A

Appendix 3E

Daily share buy-back notice (except minimum holding buy-back and selective buy-back)

Information and documents given to ASX become ASX's property and may be made public. Introduced 1/9/99. Origin: rule 3.6, Appendix 7C. Amended 30/9/2001, 11/01/10

Name of entity	ABN/ARSN
Downer EDI Limited	97 003 872 848

We (the entity) give ASX the following information.

Information about buy-back

1 Type of buy-back On-market

Date Appendix 3C was given to 27 April 2021 2 ASX

Total of all shares/units bought back, or in relation to which acceptances have been received, before, and on, previous day

		Before previous day	Previous day
3	Number of shares/units bought back or if buy-back is an equal access scheme, in relation to which acceptances have been received	15,783,700	370,726
4	Total consideration paid or payable for the shares/units	\$98,164,745.67	\$2,245,376.16

⁺ See chapter 19 for defined terms.

		Before previous day	Previous day
5	If huy book is an an market huy	1: 1 - + + + +	
5	If buy-back is an on-mark et buy- back	highest price paid: \$6.79 date: 16 September 2021	highest price paid: \$6.08
		lowest price paid: \$5.43 date: 21 June 2021	lowest price paid: \$6.03
			highest price allowed under rule 7.33: \$6.4859

Participation by directors

6 Deleted 30/9/2001.

How many shares/units may still be bought back?

7 7

If the company/trust has disclosed an intention to buy back a maximum number of shares/units - the remaining number of shares/units to be bought back

53,945,574

Compliance statement

1. The company is in compliance with all Corporations Act requirements relevant to this buy-back.

or, for trusts only:

- 1. The trust is in compliance with all requirements of the Corporations Act as modified by Class Order 07/422, and of the trust's constitution, relevant to this buy-back.
- 2. There is no information that the listing rules require to be disclosed that has not already been disclosed, or is not contained in, or attached to, this form.

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Sign here:

..... Date: 15 November 2021 Company secretary

Print name:

Robert Regan

⁺ See chapter 19 for defined terms.