

Form 605Corporations Act 2001
Section 671B**Notice of ceasing to be a substantial holder**To Company Name/Scheme Downer EDI LimitedACN/ARSN 003 872 848**1. Details of substantial holder(1)**Name T. Rowe Price Associates, Inc.

ACN/ARSN (if applicable) _____

The holder ceased to be a
substantial holder on 06 /12 /2022The previous notice was given to the company on 27 /10 /2022The previous notice was dated 31 /10 /2022**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 4TZ, United Kingdom

Signatureprint name Gary Greb capacity Vice President

sign here

date 08 / 12 / 2022

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-Nov-22	T. Rowe Price International Ltd	Purchase	4.5287	20,819 ordinary shares	20,819
2-Nov-22	T. Rowe Price International Ltd	Purchase	4.5642	6,451 ordinary shares	6,451
10-Nov-22	T. Rowe Price International Ltd	Sale	4.7899	1,219 ordinary shares	1,219
10-Nov-22	T. Rowe Price International Ltd	Sale	4.7899	3,202 ordinary shares	3,202
14-Nov-22	T. Rowe Price International Ltd	Purchase	5.0319	15,946 ordinary shares	15,946
15-Nov-22	T. Rowe Price International Ltd	Sale	5.0451	3,793 ordinary shares	3,793
15-Nov-22	T. Rowe Price International Ltd	Sale	5.0451	3,644 ordinary shares	3,644
28-Nov-22	T. Rowe Price International Ltd	Purchase	5.1557	10,000 ordinary shares	10,000
2-Dec-22	T. Rowe Price International Ltd	Purchase	5.0187	11,598 ordinary shares	11,598
2-Dec-22	T. Rowe Price International Ltd	Sale	5.0174	967 ordinary shares	967
6-Dec-22	T. Rowe Price International Ltd	Sale	4.8100	149,603 ordinary shares	149,603

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



Gary Greb, Vice President

8-Dec-22