### **Form 603**

Corporations Act 2001 Section 671B

### Notice of initial substantial holder

To Company Name/Scheme	Worley Limited
ACN/ARSN	096 090 158
Details of substantial holder (1)	
Name	Vanguard Group (The Vanguard Group, Inc. and its controlled entities including those
ACN/ARSN (if applicable)	listed in Annexure A) N/A
The holder became a substantial holder on	20 September 2024

#### 2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Ordinary	26,765,760	26,765,760	5.065%

#### 3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Vanguard Group	Vanguard Group is the manager of various Mutual funds and accounts and in that capacity has the power to dispose of the shares. The other members of Vanguard Group have a relevant interest under section 608(3) of the Corporations Act.	Ordinary – 26,765,760

#### 4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Vanguard Group	Brown Brothers Harriman	Various funds and other accounts of Vanguard Group	Ordinary – 921,326
Vanguard Group	BNY Mellon	Various funds and other accounts of Vanguard Group	Ordinary - 1,818,340
Vanguard Group	JP Morgan Chase Bank, N.A.	Various funds and other accounts of Vanguard Group	Ordinary – 19,297,344
Vanguard Group	State Street Bank and Trust Company	Various funds and other accounts of Vanguard	Ordinary - 4,728,750

#### 5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)	Class and number of securities			
See Annexure A						

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### 6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
N/A	N/A

### 7. Addresses

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

Name	Address
Vanguard Group	P.O. Box 2600, V26 Valley Forge, PA 19482 USA

print name	Shawn Acker	capacity	Compliance Manager
	- 0		
	HON HOUR		
sign here	THOUN ACKER	date	25 September 2024

#### **DIRECTIONS**

- (1) If there are a number of substantial holders with similar or related interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 7 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an Associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
  - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. If subsection 671B(4) applies, a copy of
  - any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract,
  - scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
  - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the
    - securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).
  - See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Details of the consideration must include any and all benefits, moneys and other, that any person from whom a relevant interest has acquired has, or
  - may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a
  - contingency. Details must be included of any benefit paid on behalf of the substantial holder of its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.

To Company Worley limited 096 090 158

ACN/ARSN

**Substantial Holder Name** 

Vanguard Group

N/A ACN/ARSN

Date of change	Person whose relevant interest changed	Nature of Change(6)	Consideration given in relation to change(7)	Class	Number of securities affected	Person's votes
	The Vanguard Group, Inc.	BUY	15.07	Ordinary	300	300
•	The Vanguard Group, Inc.	BUY	15.07	Ordinary	5,812	5,812
•	The Vanguard Group, Inc.	BUY	15.00	Ordinary	200	200
•	The Vanguard Group, Inc.	BUY	15.00	Ordinary	13,733	13,733
•	The Vanguard Group, Inc.	BUY	14.91	Ordinary	3,060	3,060
,	The Vanguard Group, Inc.	BUY	14.82	Ordinary	3,060	3,060
•	The Vanguard Group, Inc.	BUY	14.65	Ordinary	6,916	6,916
•	The Vanguard Group, Inc.	SELL	14.65	Ordinary	(2,827)	(2,827)
3-Jun-2024	The Vanguard Group, Inc.	BUY	14.63	Ordinary	9,576	9,576
4-Jun-2024	The Vanguard Group, Inc.	SELL	14.53	Ordinary	(2,045)	(2,045)
5-Jun-2024	The Vanguard Group, Inc.	SELL	14.54	Ordinary	(6,544)	(6,544)
7-Jun-2024	The Vanguard Group, Inc.	BUY	14.49	Ordinary	400	400
7-Jun-2024	The Vanguard Group, Inc.	BUY	14.48	Ordinary	113,600	113,600
11-Jun-2024	The Vanguard Group, Inc.	BUY	14.42	Ordinary	1,368	1,368
11-Jun-2024	The Vanguard Group, Inc.	BUY	14.42	Ordinary	304	304
12-Jun-2024	The Vanguard Group, Inc.	BUY	14.47	Ordinary	1,140	1,140
13-Jun-2024	The Vanguard Group, Inc.	BUY	14.22	Ordinary	526	526
14-Jun-2024	The Vanguard Group, Inc.	BUY	14.14	Ordinary	608	608
17-Jun-2024	The Vanguard Group, Inc.	BUY	14.10	Ordinary	4,310	4,310
17-Jun-2024	The Vanguard Group, Inc.	BUY	14.10	Ordinary	1,724	1,724
18-Jun-2024	The Vanguard Group, Inc.	BUY	13.97	Ordinary	152	152
18-Jun-2024	The Vanguard Group, Inc.	BUY	13.98	Ordinary	4,896	4,896
18-Jun-2024	The Vanguard Group, Inc.	BUY	13.98	Ordinary	5,172	5,172
18-Jun-2024	The Vanguard Group, Inc.	BUY	13.98	Ordinary	3,800	3,800
	The Vanguard Group, Inc.	BUY	14.16	Ordinary	9,050	9,050
	The Vanguard Group, Inc.	BUY	14.25	Ordinary	72,815	72,815
	The Vanguard Group, Inc.	SELL	14.25	Ordinary	(4,136)	(4,136)
	The Vanguard Group, Inc.	SELL	14.24	Ordinary	(3,272)	
	The Vanguard Group, Inc.	BUY	14.25	-	10,384	10,384
	The Vanguard Group, Inc.	SELL	14.25	Ordinary	(432)	(432)
	The Vanguard Group, Inc.	BUY	14.25	Ordinary	4,268	4,268
	The Vanguard Group, Inc.	BUY	14.25	Ordinary	5,351	5,351
	The Vanguard Group, Inc.	BUY	14.26	Ordinary	310	310
	The Vanguard Group, Inc.	BUY	14.53	Ordinary	1,044	1,044
	The Vanguard Group, Inc.	BUY	14.43	Ordinary	1,293	1,293
	The Vanguard Group, Inc.	BUY	14.43	Ordinary	1,900	1,900
	The Vanguard Group, Inc.	SELL	14.71	Ordinary	(200)	(200)
	The Vanguard Group, Inc.	BUY	14.71	Ordinary	25,739	25,739
	The Vanguard Group, Inc.	BUY	14.71	Ordinary	527	527
	The Vanguard Group, Inc.	BUY BUY	14.53 14.63	Ordinary Ordinary	2,850	2,850 18,274
	The Vanguard Group, Inc.				18,274	·
	The Vanguard Group, Inc. The Vanguard Group, Inc.	SELL BUY	14.93 14.81	Ordinary Ordinary	(5,642) 1,863	(5,642) 1,863
	The Vanguard Group, Inc. The Vanguard Group, Inc.	BUY	14.81	Ordinary	3,105	3,105
	The Vanguard Group, Inc.	BUY	14.54	Ordinary	537	537
	The Vanguard Group, Inc.	BUY	14.73	Ordinary	203	203
	The Vanguard Group, Inc.	BUY	14.73	Ordinary	290	290
	The Vanguard Group, Inc.	BUY	14.71	Ordinary	825	825
	The Vanguard Group, Inc.	BUY	14.43	Ordinary	145	145
	The Vanguard Group, Inc.	BUY	14.50	Ordinary	20,159	20,159
	The Vanguard Group, Inc.	BUY	14.32	Ordinary	2,470	2,470
	The Vanguard Group, Inc.	BUY	14.50	Ordinary	15,176	15,176
	The Vanguard Group, Inc.	BUY	14.43	Ordinary	2,701	2,701
	The Vanguard Group, Inc.	SELL	14.62	Ordinary	(1,302)	(1,302)
	The Vanguard Group, Inc.	BUY	14.62	Ordinary	1,520	1,520
	The Vanguard Group, Inc.	BUY	14.70	Ordinary	3,105	3,105
	The Vanguard Group, Inc.	BUY	14.73	Ordinary	1,044	1,044
	The Vanguard Group, Inc.	BUY	14.73	Ordinary	145	145
	The Vanguard Group, Inc.	SELL		Ordinary	(200)	
	The Vanguard Group, Inc.	BUY	14.88	Ordinary	4,561	4,561
	The Vanguard Group, Inc.	BUY	14.88	Ordinary	290	290
	The Vanguard Group, Inc.	BUY	15.01	Ordinary	4,968	4,968

## Annexure A

Date of change	Person whose relevant interest changed	Nature of Change(6)	Consideration given in relation to change(7)	Class	Number of securities affected	Person's votes
		BUY	15.05	Ordinary	1,124	1,124
	<u> </u>	BUY	15.02	Ordinary	21,058	21,058
	The Vanguard Group, Inc.	BUY	14.93	Ordinary	290	290
	The Vanguard Group, Inc.	BUY	15.06	Ordinary	639	639
		SELL	15.06	Ordinary	(3,428)	(3,428)
30-Jul-2024	The Vanguard Group, Inc.	BUY	14.96	Ordinary	200	200
31-Jul-2024	The Vanguard Group, Inc.	BUY	15.18	Ordinary	1,074	1,074
31-Jul-2024	The Vanguard Group, Inc.	BUY	15.17	Ordinary	3,105	3,105
1-Aug-2024	The Vanguard Group, Inc.	BUY	15.25	Ordinary	2,974	2,974
	3 17	BUY	14.70	Ordinary	200	200
	3 17	BUY	14.70	Ordinary	200	200
	J ,	BUY	14.70	Ordinary	435	435
	The Vanguard Group, Inc.	SELL	14.47	Ordinary	(1,227)	(1,227)
	3 17	BUY	14.27	Ordinary	38,151	38,151
	<u> </u>	SELL	14.08	Ordinary	(868)	` '
	3 17	BUY	14.07	Ordinary	20,105	20,105
	J ,	BUY	14.09	Ordinary	3,105	3,105
	The Vanguard Group, Inc.	SELL BUY	14.09	Ordinary	(5,208)	•
	J ,		14.10	Ordinary	32,676	32,676
	1,	SELL BUY	14.14 13.91	Ordinary Ordinary	(2,548) 870	(2,548) 870
		BUY	13.91	Ordinary	219	219
		BUY	13.96	Ordinary	17,221	17,221
	•	BUY	13.96	Ordinary	41,544	41,544
		BUY	14.07	Ordinary	903	903
		BUY	14.07	Ordinary	200	200
		BUY	14.07	Ordinary	952	952
		BUY		Ordinary	3,130	3,130
	The Vanguard Group, Inc.	BUY	14.24	Ordinary	870	870
		BUY	14.49	Ordinary	15,923	15,923
19-Aug-2024	The Vanguard Group, Inc.	BUY	14.60	Ordinary	4,940	4,940
20-Aug-2024	The Vanguard Group, Inc.	BUY	14.64	Ordinary	300	300
20-Aug-2024	The Vanguard Group, Inc.	BUY	14.64	Ordinary	1,305	1,305
23-Aug-2024	The Vanguard Group, Inc.	BUY	14.23	Ordinary	3,200	3,200
	J ,	BUY	14.41	Ordinary	950	950
	9 1,	BUY	15.16	Ordinary	100	100
	The Vanguard Group, Inc.	SELL	15.31	Ordinary	(2,380)	
	The Vanguard Group, Inc.	SELL	15.41	Ordinary	(1,302)	
	3 17	BUY	14.72	Ordinary	288	288
· · · · · · · · · · · · · · · · · · ·	J ,	BUY	14.76	Ordinary	2,970	2,970
•	The Vanguard Group, Inc.	SELL	14.76	Ordinary	(952)	(952)
· · · · · · · · · · · · · · · · · · ·	J ,	BUY BUY	14.61 14.39	Ordinary Ordinary	100 3,035	3,035
· · · · · · · · · · · · · · · · · · ·		BUY	14.75	Ordinary	200	200
		SELL	14.75	Ordinary	(3,332)	
· · · · · · · · · · · · · · · · · · ·	The Vanguard Group, Inc.	SELL	14.89	Ordinary	(1,400)	
•		BUY	14.92	Ordinary	272	272
· · · · · · · · · · · · · · · · · · ·		BUY	14.92	Ordinary	3,506	3,506
· · · · · · · · · · · · · · · · · · ·		BUY	14.67	Ordinary	3,040	3,040
· · · · · · · · · · · · · · · · · · ·	•	BUY	14.54	Ordinary	5,096	5,096
12-Sep-2024	The Vanguard Group, Inc.	BUY	14.76	Ordinary	200	200
13-Sep-2024	The Vanguard Group, Inc.	BUY	14.89	Ordinary	645	645
13-Sep-2024	The Vanguard Group, Inc.	BUY	14.92	Ordinary	3,040	3,040
· · · · · · · · · · · · · · · · · · ·	J 17	BUY	14.92	Ordinary	4,750	4,750
17-Sep-2024	The Vanguard Group, Inc.	BUY	14.58	Ordinary	200	200
·	J ,	BUY	14.59	Ordinary	435	435
· · · · · · · · · · · · · · · · · · ·	J ,	BUY	14.52	Ordinary	825	825
	17	BUY	14.50	Ordinary	435	435
· · · · · · · · · · · · · · · · · · ·		BUY		Ordinary	3,272	3,272
•		BUY	14.60	Ordinary	7,600	7,600
	J 17	BUY	14.58	Ordinary	6,341	6,341
· · · · · · · · · · · · · · · · · · ·	J ,	BUY	14.59	Ordinary	30,473	30,473 70
· · · · · · · · · · · · · · · · · · ·	<u> </u>	BUY BUY	14.58 14.59	Ordinary Ordinary	70 330	330
	<u> </u>	SELL	14.59	Ordinary	(50,415)	
· · · · · · · · · · · · · · · · · · ·		BUY	14.58	Ordinary	1,145	1,145
	•	BUY	14.59	Ordinary	5,498	5,498
· · · · · · · · · · · · · · · · · · ·	The Vanguard Group, Inc.	SELL	14.58	Ordinary	(3,772)	
		SELL	14.58	Ordinary	(20,084)	

## Annexure A

Date of change	Person whose relevant interest changed	Nature of Change(6)	Consideration given in relation to change(7)	Class	Number of securities affected	Person's votes
	Vanguard Investments Australia Ltd.	BUY	15.07	Ordinary	1,588	1,588
·	Vanguard Investments Australia Ltd.	BUY	15.21	Ordinary	3,980	3,980
-	Vanguard Investments Australia Ltd.	BUY	15.04	Ordinary	5,174	5,174
•	Vanguard Investments Australia Ltd.	BUY	15.04	Ordinary	3,980	3,980
	Vanguard Investments Australia Ltd.	BUY	14.66	Ordinary	3,990	3,990
•	Vanguard Investments Australia Ltd.	BUY	14.66	Ordinary	2,394	2,394
·	Vanguard Investments Australia Ltd.	BUY	14.66	Ordinary	3,192	3,192
	Vanguard Investments Australia Ltd.	BUY	14.65	Ordinary	2,827	2,827
· · · · · · · · · · · · · · · · · · ·	Vanguard Investments Australia Ltd.	BUY	14.65	Ordinary	285	285
•	Vanguard Investments Australia Ltd.	BUY	14.57	Ordinary	1,995	1,995
	Vanguard Investments Australia Ltd.	SELL	14.57	Ordinary	(9,846)	(9,846)
	Vanguard Investments Australia Ltd.	BUY	14.48	Ordinary	1,995	1,995
11-Jun-2024	Vanguard Investments Australia Ltd.	BUY	14.42	Ordinary	5,213	5,213
12-Jun-2024	Vanguard Investments Australia Ltd.	BUY	14.39	Ordinary	400	400
13-Jun-2024	Vanguard Investments Australia Ltd.	BUY	14.22	Ordinary	4,800	4,800
13-Jun-2024	Vanguard Investments Australia Ltd.	BUY	14.22	Ordinary	3,284	3,284
14-Jun-2024	Vanguard Investments Australia Ltd.	BUY	14.14	Ordinary	3,192	3,192
17-Jun-2024	Vanguard Investments Australia Ltd.	BUY	14.05	Ordinary	6,865	6,865
18-Jun-2024	Vanguard Investments Australia Ltd.	BUY	13.97	Ordinary	2,388	2,388
19-Jun-2024	Vanguard Investments Australia Ltd.	BUY	13.97	Ordinary	3,970	3,970
19-Jun-2024	Vanguard Investments Australia Ltd.	BUY	13.97	Ordinary	6,827	6,827
21-Jun-2024	Vanguard Investments Australia Ltd.	BUY	14.25	Ordinary	56,170	56,170
24-Jun-2024	Vanguard Investments Australia Ltd.	BUY	14.26	Ordinary	3,960	3,960
24-Jun-2024	Vanguard Investments Australia Ltd.	BUY	14.26	Ordinary	1,980	1,980
27-Jun-2024	Vanguard Investments Australia Ltd.	BUY	14.70	Ordinary	11,060	11,060
27-Jun-2024	Vanguard Investments Australia Ltd.	BUY	14.70	Ordinary	5,530	5,530
1-Jul-2024	Vanguard Investments Australia Ltd.	BUY	14.88	Ordinary	3,910	3,910
3-Jul-2024	Vanguard Investments Australia Ltd.	BUY	14.54	Ordinary	3,910	3,910
4-Jul-2024	Vanguard Investments Australia Ltd.	BUY	14.78	Ordinary	8,240	8,240
5-Jul-2024	Vanguard Investments Australia Ltd.	BUY	14.73	Ordinary	4,944	4,944
8-Jul-2024	Vanguard Investments Australia Ltd.	BUY	14.58	Ordinary	3,890	3,890
9-Jul-2024	Vanguard Investments Australia Ltd.	BUY	14.43	Ordinary	7,760	7,760
12-Jul-2024	Vanguard Investments Australia Ltd.	BUY	14.73	Ordinary	2,709	2,709
17-Jul-2024	Vanguard Investments Australia Ltd.	BUY	15.10	Ordinary	385	385
18-Jul-2024	Vanguard Investments Australia Ltd.	BUY	14.90	Ordinary	1,925	1,925
18-Jul-2024	Vanguard Investments Australia Ltd.	BUY	14.90	Ordinary	770	770
22-Jul-2024	Vanguard Investments Australia Ltd.	BUY	15.05	Ordinary	3,850	3,850
22-Jul-2024	Vanguard Investments Australia Ltd.	BUY	15.02	Ordinary	25,404	25,404
23-Jul-2024	Vanguard Investments Australia Ltd.	BUY	15.19	Ordinary	2,280	2,280
23-Jul-2024	ĕ	BUY	15.19	Ordinary	8,895	8,895
	<u> </u>	BUY	15.23	Ordinary	2,304	2,304
	9	BUY	14.93	Ordinary	5,094	5,094
	Vanguard Investments Australia Ltd.	BUY	14.90	Ordinary	3,830	3,830
	Vanguard Investments Australia Ltd.	BUY	14.70	Ordinary	3,840	3,840
	S	BUY	14.70	Ordinary	4,608	4,608
	Vanguard Investments Australia Ltd.	BUY	14.17	Ordinary	8,085	8,085
	5	BUY	14.17	Ordinary	13,475	13,475
	Vanguard Investments Australia Ltd.	BUY	14.14	Ordinary	4,596	4,596
	Vanguard Investments Australia Ltd.	BUY	13.91	Ordinary	3,447	3,447
	ĕ	BUY	14.07	Ordinary	6,528	6,528
	Vanguard Investments Australia Ltd.	BUY	14.24	Ordinary	2,310	2,310
	3	BUY	14.53	Ordinary	1,935	1,935
	Vanguard Investments Australia Ltd.	BUY	14.12	Ordinary	1,950	1,950
	Vanguard Investments Australia Ltd.	BUY	14.12	Ordinary	3,900	3,900
	S	BUY	14.12	Ordinary	3,388	3,388
	Vanguard Investments Australia Ltd.	BUY	15.23	Ordinary	6,628	6,628
	Vanguard Investments Australia Ltd.	SELL	15.23	Ordinary	(25,159)	
·	Vanguard Investments Australia Ltd.	BUY	14.96	Ordinary	3,830	3,830
	Vanguard Investments Australia Ltd.	BUY BUY		Ordinary	4,983	4,983
·	Vanguard Investments Australia Ltd.		14.96	Ordinary	1,661	1,661
•	Vanguard Investments Australia Ltd.	SELL	14.92	Ordinary	(1,930)	
-	Vanguard Investments Australia Ltd.	SELL BUY	14.92	Ordinary	(6,644)	
	Vanguard Investments Australia Ltd.		14.71	Ordinary	4,992	4,992
<b>-</b>	Vanguard Investments Australia Ltd.	BUY	14.71	Ordinary	6,528	6,528
<b>'</b>	Vanguard Investments Australia Ltd.	SELL	14.58	Ordinary	(3,474)	
	Vanguard Investments Australia Ltd. Vanguard Investments Australia Ltd.	SELL BUY	14.59 14.58	Ordinary Ordinary	(2,702) 66,715	(2,702) 66,715
<u> </u>	Vanguard Investments Australia Ltd.  Vanguard Investments Australia Ltd.	BUY	14.58	Ordinary	320,674	320,674
	vanguaru ilivestillelits Australia Lta.	וסמו	14.59	Orumary	320,074	320,074

# Annexure A

			Consideration			
			given in relation		Number of	Person's votes
Date of change	Person whose relevant interest changed	Nature of Change(6)	to change(7)	Class	securities affected	affected

This is Annexure A of 4 pages referred to in Form 603, Notice of initial substantial holder.

Signature:

Name: Shawn Acker

Capacity: Compliance Manager

Date: 25 September 2024