#### Notice of initial substantial holder

To:Company Name/Scheme

The Secretary
Downer EDI Limited
Level 2

39 Delhi Road North Ryde NSW 2113

Ph: (02) 9468 9700 Fax: (02) 9813 8915

**ACN** 

003 872 848

1. Details of substantial shareholder

Name & ACN (if applicable)

National Australia Bank Limited (ACN 004 044 937) and its associated entities listed in Annexure A

The holder became a substantial holder on 09/01/2015

#### 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 had a relevant interest in on the date the substantial holder became a substantial holder are as follows:

Class of securities	Number of	Persons' votes	Voting power
	securities		
Fully paid ordinary	22,061,792	22,061,792	5.067%
shares			

#### 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	Class and number of securities
MLC Investments Limited	Power to control the voting and /or disposal of securities pursuant to its position as the responsible entity or trustee of various managed investment schemes and trusts	Fully paid ordinary shares 8,820,839
MLC Wealth Management Limited	Power to control the voting and /or disposal of securities pursuant to its position as the responsible entity or trustee of various managed investment schemes and trusts.	Fully paid ordinary shares 11,728
NabInvest Managed Investments Limited	Power to control the voting and /or disposal of securities pursuant to its position as the responsible entity or trustee of certain managed investment schemes or trusts (NAB ICS and SPF investments).	Fully paid ordinary shares 367
MLC Wealth Management Limited	Power to exercise voting rights pursuant to position held as the Registrable Superannuation Entity licensee for the superannuation products it issues.	Fully paid ordinary shares 348,446
MLC Limited	Power to control the voting and /or disposal of securities pursuant to position held as manager under investment mandate.	Fully paid ordinary shares 269

DOW

National Australia Bank Limited	Power to control the voting and /or disposal of securities pursuant to securities lending agreements.	Fully paid ordinary shares 3,221,488
National Australia Bank Limited	Power to control the voting and /or disposal of securities pursuant to securities lending agreements.	Fully paid ordinary shares 1,516,249
Antares Capital Partners Limited	Power to control the voting and /or disposal of securities pursuant to its position as the responsible entity or trustee of various managed investment schemes or trusts.	Fully paid ordinary shares 5,892,406
Antares Capital Partners Limited	Power to control the voting and /or disposal of securities pursuant to its position as an investment manager in accordance with investment mandates and as an investment manager of Antares Capital Partners Limited trusts.	Fully paid ordinary shares 2,250,000
TOTAL		22,061,792

**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	Class and number of securities
MLC Investments Limited	National Nominees Limited (ACN 004 278 899)		Fully paid ordinary shares 8,820,839
MLC Wealth Management Limited	National Nominees Limited (ACN 004 278 899)		Fully paid ordinary shares 11,728
Nablnvest Managed Investments Limited	National Nominees Limited (ACN 004 278 899)		Fully paid ordinary shares 367
MLC Wealth Management Limited	Navigator Australia Limited (ACN 006 302 987)		Fully paid ordinary shares 348,446
MLC Limited	Navigator Australia Limited (ACN 006 302 987)		Fully paid ordinary shares 269
National Australia Bank Limited	National Nominees Limited (ACN 004 278 899)		Fully paid ordinary shares 3,221,488
National Australia Bank Limited	National Nominees Limited (ACN 004 278 899)		Fully paid ordinary shares 1,516,249
Antares Capital Partners Limited	National Nominees Limited (ACN 004 278 899)		Fully paid ordinary shares 5,892,406

Limited	(ACN 001 450 522)	Grand total	shares 2,250,000
Antares Capital Partners	UBS Nominees Pty Limited		Fully paid ordinary

# 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		Class and number of securities
		Cash	Non-cash	Fully paid ordinary shares
MLC Investments Limited	30/12/2014	\$255,201.92		54,589
MLC Limited	23/12/2014	\$63.70		14
MLC Wealth Management Limited	23/12/2014	\$25,021.57		5,241
MLC Wealth Management Limited	24/12/2014	\$10,018.02		2,188
National Australia Bank Limited	19/12/2014 to 09/01/2015 - Securities Lending	No consideration directly referable to the securities provided by NAB		Refer to Appendix 1 Table
National Australia Bank Limited	7/01/2015 - Stock borrow (refer Appendix 2)	No consideration directly referable to the securities provided by NAB		179,898
National Australia Bank Limited	19/12/2014 - Stock return (refer Appendix 2)	No consideration directly referable to the securities provided by NAB		50,422
National Australia Bank Limited	8/01/2015 - Stock return (refer Appendix 2)	No consideration directly referable to the securities provided by NAB		28,341
National Australia Bank Limited	9/01/2015 - Stock return (refer Appendix 2)	No consideration directly referable to the securities provided by NAB		35,308

### 6. Associates

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

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Name and ACN/ARSN (if applicable	Nature of association
MLC Investments Limited	MLC Investments Limited is a wholly owned subsidiary of MLC Holdings Limited whose ultimate parent is National Australia Bank Limited.
MLC Wealth Management Limited	MLC Wealth Management Limited is a wholly owned subsidiary of National Wealth Management Holdings Limited whose ultimate parent is National Australia Bank Limited.
Antares Capital Partners Limited	Antares Capital Partners Limited is a wholly owned subsidiary of National Wealth Management Holdings Limited whose ultimate parent is National Australia Bank Limited.
MLC Limited	MLC Limited is a wholly owned subsidiary of MLC Holdings Limited whose ultimate parent is National Australia Bank Limited.
NabInvest Managed Investments Limited	NabInvest Managed Investments Limited is a wholly owned subsidiary of National Australia Group Services Limited whose ultimate parent is National Australia Bank Limited.

# 7. Addresses

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

•	ned in this form are as follows:
Name	Address
National Australia Bank	Level 1
Limited	800 Bourke Street
	DOCKLANDS VIC 3008
MLC Investments Limited	Ground Floor
	MLC Building
	105-153 Miller Street
	NORTH SYDNEY NSW 2060
MLC Limited	Ground Floor
	MLC Building
	105-153 Miller Street
	NORTH SYDNEY NSW 2060
National Nominees Limited	Level 1
	800 Bourke Street
	DOCKLANDS VIC 3008
MLC Wealth Management	Ground Floor
Limited	MLC Building
	105-153 Miller Street
	NORTH SYDNEY NSW 2060
Navigator Australia Limited	Ground Floor
	MLC Building
	105-153 Miller Street
	NORTH SYDNEY NSW 2060
UBS Nominees Pty Limited	Level 16, Chifley Tower
	2 Chifley Square
	SYDNEY NSW 2000
NabInvest Managed	Ground Floor
Investments Limited	MLC Building
	105-153 Miller Street
	NORTH SYDNEY NSW 2060
Antares Capital Partners	Ground Floor
Limited	MLC Building
	105-153 Miller Street
	NORTH SYDNEY NSW 2060

Signature	Name	Fiona Last	Capacity Company Secretary for and on behalf of National Australia Bank Limited
	Signature		Date 14/01/2015

Appendix 1 - DOW

National Australia Bank Limited and	National Australia Bank Limited and
Securities Borrowing Agreement (SBA) clients	AMSLA Counterparties
(i) UNISUPER LIMITED	(a) DEUTSCHE SECURITIES AUSTRALIA LIMITED
(ii) TELSTRA SUPER PTY LTD	( b ) UBS SECURITIES AUSTRALIA LTD
MOTOR TRADES ASSOCIATION OF AUSTRALIA	
(iv) SUPERANNUATION FUND PTY LIMITED	( e ) JP MORGAN SECURITIES AUSTRALIA LIMITED
(v) CARE SUPER PTY LTD	(g) INSTINET AUSTRALIA PTY LTD
(vii) VICSUPER PTY LTD	
19/12/2014 to 9/1/2015	19/12/2014 to 9/1/2015
Specific dates for each transfer can be found by matching the number reference in the 'Type of agreement and parties to agreement' field to the accompanying list of transactions.	Specific dates for each transfer can be found by matching the number reference in the 'Type of agreement and parties to agreement' field to the accompanying list of transactions.
Registered owner	Registered owner
The registered owner holds voting rights. However, in certain circumstances the lender may request for the borrower to use best endeavours to arrange for voting instructions to be exercised in accordance with the instructions from the lender.	The registered owner holds voting rights. However, in certain circumstances the lender may request for the borrower to use best endeavours to arrange for voting instructions to be exercised in accordance with the instructions from the lender.
On demand	On demand
Yes - at notice	Yes - at notice
Yes - at notice	Yes - at notice
Ves or equivalent protection under Securities Borrowing Agreement	Yes, or equivalent protection under AMSLA.
	Securities Borrowing Agreement (SBA) clients  (i) UNISUPER LIMITED  (ii) TELSTRA SUPER PTY LTD  MOTOR TRADES ASSOCIATION OF AUSTRALIA  (iv) SUPERANNUATION FUND PTY LIMITED  (v) CARE SUPER PTY LTD  (vii) VICSUPER PTY LTD  19/12/2014 to 9/1/2015  Specific dates for each transfer can be found by matching the number reference in the 'Type of agreement and parties to agreement' field to the accompanying list of transactions.  Registered owner  The registered owner holds voting rights. However, in certain circumstances the lender may request for the borrower to use best endeavours to arrange for voting instructions to be exercised in accordance with the instructions from the lender.  On demand  Yes - at notice

National Australia Bank Limited will, if required by the company or responsible entity to whom the prescribed form must be given or ASIC give a copy of the agreements to the company, responsible entity or ASIC.

Appendix 1- DOW

Appendix 1-	DOW		No. of		AMSLA
Date	Nature of Change	Consideration	Securities	Class	Counterparty
	Return Security	Consideration	-102500		(a)
	Return Security		-22200		(a)
	Return Security		-4900		(a)
	Return Security		-44100		(a)
	Return Security		-100000		(a)
	Return Security		-59400		(a)
	Return Security		-200000		(b)
	Settle Sec Loan		9000		(a)
	Return Security		-200000		(b)
	Return Security		-2700		(a)
	Settle Sec Loan		64000		(a)
	Return Security		-150000		( b )
	Return Security		-130000		(b)
	Settle Sec Loan		10000		(b)
					` '
	Settle Sec Loan		35000		(b)
	Collateral Return Se	•	-28000		(b)
	Collateral Return Se	curity	-160000		(b)
	Return Security		-52100		( a )
	Settle Sec Loan		50000		(g)
	Return Security		-10000		(b)
	Return Security		-35000		(b)
	Collateral Return Se	•	-135000		(b)
	Collateral Return Se	curity	-50000		(b)
	Return Security		-10900		(a)
	Settle Sec Loan		50000		(a)
	Settle Sec Loan		100000		(a)
	Settle Sec Loan		50000		(a)
	Return Security		-50000		(g)
	Collateral Return Se		-184000		(b)
	Collateral Return Se	curity	-23000		(b)
	Return Security		-10700		(a)
	Return Security		-15800		( a )
	Return Security		-5000		(a)
	Return Security		-9000		(a)
	Collateral Return Se	curity	-66000		(b)
	Return Security		-25400		(a)
	Settle Sec Loan		50000		( a )
	Settle Sec Loan		45000		(a)
	Settle Sec Loan		10000		(b)
	Return Security		-200	ORD	(a)
5/01/2015	Settle Sec Loan		11000	ORD	(a)
5/01/2015	Return Security		-10000	ORD	(b)
5/01/2015	Settle Sec Loan		400914	ORD	(b)
	Settle Sec Loan		250000	ORD	(b)
6/01/2015	Settle Sec Loan		35660	ORD	(b)
6/01/2015	Return Security		-159000	ORD	(b)
6/01/2015	Collateral Return Se	curity	-22000	ORD	(b)

7/01/2015 Settle Sec Lo	an	5000	ORD	(a)
7/01/2015 Settle Sec Lo	an	50000	ORD	(a)
7/01/2015 Return Secui	rity	-55042	ORD	(b)
7/01/2015 Collateral Re	turn Security	-21000	ORD	(b)
7/01/2015 Collateral Re	turn Security	-21000	ORD	(b)
7/01/2015 Pending Loan	า	200000	ORD	(b)
8/01/2015 Return Secui	rity	-50000	ORD	(a)
8/01/2015 Return Secui	rity	-11000	ORD	(a)
8/01/2015 Settle Sec Lo	an	100000	ORD	(a)
8/01/2015 Settle Sec Lo	an	100000	ORD	(a)
8/01/2015 Return Secui	rity	-5000	ORD	(a)
8/01/2015 Settle Sec Lo		200000	ORD	(b)
8/01/2015 Settle Sec Lo	an	5000	ORD	(b)
8/01/2015 Return Secui	rity	-85962	ORD	(b)
8/01/2015 Pending Loa	า	200000	ORD	(b)
9/01/2015 Return Secui	rity	-800	ORD	(a)
9/01/2015 Settle Sec Lo	an	567000	ORD	(a)
9/01/2015 Return Secui	rity	-53582	ORD	(b)
9/01/2015 Collateral Se		450000	ORD	(e)
9/01/2015 Pending Loa		100000		(a)
9/01/2015 Pending Loa	า	100000	ORD	(b)

Appendix 1- DOW

Appendix 1-	DOW		No. of		SBA
Date	Nature of Change	Consideration	Securities	Class	Counterparty
	Return Security	Consideration	-102500		(ii)
	Return Security		-22200		(iv)
	Return Security		-4900		(i)
	Return Security		-44100		(i)
	Return Security		-20926		(i)
	Return Security		-79074		(iv)
	Return Security		-59400		(i)
	Return Security		-200000		(v)
	Settle Sec Loan		9000		(iv)
	Return Security		-200000		(v)
	Return Security		-2700		(iv)
	Settle Sec Loan		64000		(iv)
			-150000		
	Return Security Return Security		-150000		(v)
					(v)
	Settle Sec Loan Settle Sec Loan		10000		(ii)
			35000		(ii)
	Return Security		-52100		(i)
	Settle Sec Loan		50000		(vii)
	Return Security		-10000		(ii)
	Return Security		-35000		(ii)
	Return Security		-10900		(i)
	Settle Sec Loan		50000		(iv)
	Settle Sec Loan		100000		(iv)
	Settle Sec Loan		50000		(iv)
	Return Security		-50000		(vii)
	Return Security		-5233		(vii)
	Return Security		-5467		(ii)
	Return Security		-15800		(vii)
	Return Security		-5000		(i)
	Return Security		-9000		(iv)
	Return Security		-25400		(iv)
	Settle Sec Loan		50000		(vii)
	Settle Sec Loan		21033		(vii)
· · · · · · · · · · · · · · · · · · ·	Settle Sec Loan		23967		(ii)
	Settle Sec Loan		10000		(vii)
	Return Security		-200		(vii)
	Settle Sec Loan		11000		(i)
	Return Security		-10000		(vii)
	Settle Sec Loan		400914		(i)
6/01/2015	Settle Sec Loan		195482	ORD	(vii)
6/01/2015	Settle Sec Loan		54518	ORD	(ii)
6/01/2015	Settle Sec Loan		35660	ORD	(i)
6/01/2015	Return Security		-159000	ORD	(i)
7/01/2015	Re-Alloc Rtn		-18398	ORD	(iv)
7/01/2015	Re-Alloc Loan		18398	ORD	(i)
	Settle Sec Loan		5000	ORD	(i)
7/01/2015	Settle Sec Loan		50000	ORD	(i)

7/01/2015 Return Security	-55042 ORD	(i)
7/01/2015 Pending Loan	200000 ORD	(i)
8/01/2015 Return Security	-50000 ORD	(iv)
8/01/2015 Re-Alloc Rtn	-37623 ORD	(iv)
8/01/2015 Re-Alloc Loan	37623 ORD	(i)
8/01/2015 Return Security	-11000 ORD	(i)
8/01/2015 Settle Sec Loan	100000 ORD	(i)
8/01/2015 Settle Sec Loan	100000 ORD	(i)
8/01/2015 Return Security	-5000 ORD	(i)
8/01/2015 Settle Sec Loan	200000 ORD	(i)
8/01/2015 Settle Sec Loan	5000 ORD	(i)
8/01/2015 Return Security	-85962 ORD	(i)
8/01/2015 Pending Loan	200000 ORD	(i)
9/01/2015 Return Security	-800 ORD	(iv)
9/01/2015 Settle Sec Loan	380883 ORD	(i)
9/01/2015 Settle Sec Loan	10200 ORD	(vii)
9/01/2015 Settle Sec Loan	175917 ORD	(ii)
9/01/2015 Return Security	-53582 ORD	(i)
9/01/2015 Pending Loan	100000 ORD	(v)
9/01/2015 Pending Loan	66206 ORD	(ii)
9/01/2015 Pending Loan	33794 ORD	(v)

# **APPENDIX 2 – DOW**

Type of agreement and parties to agreement	National Australia Bank Limited and Securities Borrowing Agreement clients	
	AMSLA Counterparties Barclays Bank PLC	
Transfer dates	19 December 2014 to 9 January 2015	
Holder of voting rights	Registered owner	
Are there any restrictions on voting	No	
Scheduled date of return (if any)	N/A	
Does the borrower have the right to return early?	Yes – at notice	
Does the lender have the right to recall early?	Yes – at notice	
Will the securities be returned on settlement?	Yes, or equivalent protection under Securities Borrowing Agreement /AMSLA	

National Australia Bank Limited will, if required by the company or responsible entity to whom the prescribed form must be given or ASIC, give a copy of the agreements to the company, responsible entity or ASIC.

This is Annexure A of 10 pages referred to in the Form 603 Notice of initial substantial holder signed by me and dated 14/01/2015.

Fiona Last, Company Secretary

W M POOL - EQUITIES TRUST NO.25
WM POOL - EQUITIES TRUST NO. 13
WM POOL - EQUITIES TRUST NO.24
1-6 HIGHBANKS RESIDENTIAL MANAGEMENT COMPANY LIMITED
11 TUDOR HILL RESIDENTIAL MANAGEMENT COMPANY LIMITED
26-28 CENTRAL ROAD RESIDENTIAL MANAGEMENT COMPANY LIMITED
A.C.N. 083 784 463 LIMITED
ACCESS FUND NO 1
ACCESS FUND NO 10
ACCESS FUND NO 11
ACCESS FUND NO 12
ACCESS FUND NO 13
ACCESS FUND NO 14
ACCESS FUND NO 15
ACCESS FUND NO 16
ACCESS FUND NO 17
ACCESS FUND NO 18
ACCESS FUND NO 19
ACCESS FUND NO 2
ACCESS FUND NO 20
ACCESS FUND NO 21
ACCESS FUND NO 22
ACCESS FUND NO 23
ACCESS FUND NO 24
ACCESS FUND NO 25
ACCESS FUND NO 26
ACCESS FUND NO 27
ACCESS FUND NO 28
ACCESS FUND NO 29
ACCESS FUND NO 3
ACCESS FUND NO 30
ACCESS FUND NO 31
ACCESS FUND NO 32
ACCESS FUND NO 4
ACCESS FUND NO 5
ACCESS FUND NO 6
ACCESS FUND NO 7
ACCESS FUND NO 8
ACCESS FUND NO 9
ADVANTEDGE FINANCIAL SERVICES HOLDINGS PTY LTD
ADVANTEDGE FINANCIAL SERVICES PTY LTD

ADVANTEDGE FINANCIAL SOLUTIONS PTY LTD
AF&L DRAGON LEASING PTY LTD
AF&L VISTA PTY LTD
AFSH NOMINEES PTY LTD
ALICE CORPORATION PTY LTD
ALTERNATIVE ASSETS AIRPORTS TRUST
ALTERNATIVE ASSETS BRISBANE AIRPORTS TRUST
ALTERNATIVE ASSETS INFRASTRUCTURE TRUST
ALTERNATIVE EQUITY - INFRASTRUCTURE (APTC) TRUST
ALTERNATIVE EQUITY - INFRASTRUCTURE (RAIL) TRUST
ALTERNATIVE EQUITY BACL TRUST
ANCHORAGE HOME LOANS PTY LTD
ANGARA COMPANY LIMITED
ANTARES CAPITAL PARTNERS LTD
ANTARES INDEX ENHANCED AUSTRALIAN FIXED INTEREST TRUST
APOGEE FINANCIAL PLANNING LIMITED
ARDB LIMITED
ASIBOND PTY. LIMITED
ATM ACCESS AUSTRALIA LIMITED
AUSMAQ (NZ) LIMITED
AUSMAQ LIMITED
AUSTRALIAN COMPANY NUMBER 094 484 625 LIMITED
AUSTRALIAN PAYMENTS CLEARING ASSOCIATION LIMITED
AUSTRALIAN SHARES INDEX FUND
BANK OF NEW ZEALAND
BASTION INFRASTRUCTURE GROUP INC.
BLSSA PTY LTD
BNZ AGRICAPITAL LIMITED
BNZ BRANCH PROPERTIES LTD
BNZ CASH PIE UNIT TRUST
BNZ CORPORATION LTD
BNZ EQUITY INVESTMENTS NO.2 LIMITED
BNZ FACILITIES MANAGEMENT LIMITED
BNZ INCOME MANAGEMENT LIMITED
BNZ INCOME SECURITIES 2 LIMITED
BNZ INCOME SECURITIES LIMITED
BNZ INSURANCE SERVICES LIMITED
BNZ INTERNATIONAL FUNDING LTD
BNZ INVESTMENT SERVICES LIMITED
BNZ INVESTMENTS LTD
BNZ LIFE INSURANCE LIMITED
BNZ PROPERTIES (AUCKLAND) LTD
BNZ PROPERTIES LTD
BNZ PROPERTY INVESTMENTS LTD
BNZ RMBS TRUST SERIES 2008-1
C.B. NOMINEES LIMITED
C.B.C. PROPERTIES LIMITED
CAMBRIDGE REAL ESTATE INVESTMENTS PTE LTD
CARDLINK SERVICES LIMITED
CARDS NZ LIMITED
UANDO INA LIIVII I ED

CASH ACCOUNT INCOME FUND
CASH SERVICES AUSTRALIA PTY LIMITED
CBC HOLDINGS LIMITED
CGF NO. 9 LIMITED
CHOICE LEND PTY LTD
CLYDESDALE BANK ASSET FINANCE LIMITED
CLYDESDALE BANK PLC
CNA-CAPITAL INTERNATIONAL - EMERGING MARKETS EQUITY TRUST
CRAIG YR HAUL MANAGEMENT COMPANY LIMITED
CRUICKSHANK ASSET MANAGEMENT PTY LTD
CUSTOM CREDIT CORPORATION LTD (IN LIQUIDATION)
CUSTOM CREDIT HOLDINGS LTD (IN LIQUIDATION)
DIBA EQUITIES LIMITED
DIBA INVESTMENTS LIMITED
EFTPOS ACCESS AUSTRALIA LIMITED
ELLY INVESTMENTS PTY LTD
EQUITY MANAGEMENT UNIT HOLDINGS PTY LTD
EUROCLEAR PLC
EXPERIAN AUSTRALIA CREDIT SERVICES PTY LTD
FAIRVIEW EQUITY PARTNERS EMERGING COMPANIES FUND
FAIRVIEW EQUITY PARTNERS PTY LTD
FAIRWAY VIEWS (COMPTON AVENUE) MANAGEMENT COMPANY LTD
FASTLEND PTY LTD
FINANCE & SYSTEMS TECHNOLOGY HOLDINGS PTY LIMITED
FINANCE & SYSTEMS TECHNOLOGY PTY LTD
FINTRACK MEMBERS PTY LTD
GODFREY PEMBROKE LIMITED
GRACECHURCH COMMERCIAL INVESTMENTS LIMITED (IN LIQUIDATION)
GREAT WESTERN BANCORP, INC
GREENOAK HOUSE RESIDENTIAL MANAGEMENT COMPANY LIMITED
GUIDESTAR FINANCIAL GROUP LIMITED( IN LIQUIDATION)
GW DEVELOPMENT AMERICAS, INC
GWM ADVISER SERVICES LIMITED
HAVEN ROAD MANAGEMENT COMPANY LTD
HEGIRA LIMITED
HICAPS PTY LTD
HORIZON 1 BOND PORTFOLIO
HORIZON 2 INCOME PORTFOLIO
HORIZON 3 CONSERVATIVE GROWTH PORTFOLIO
HORIZON 4 BALANCED PORTFOLIO
HORIZON 5 GROWTH PORTFOLIO
HORIZON 6 SHARE PORTFOLIO
HORIZON 7 ACCELERATED GROWTH PORTFOLIO
I.C.NOMINEES PTY LTD
INDEPENDENT MORTGAGE AFFILIATES PTY LIMITED
INFRASTRUCTURE NATURAL RESOURCES TRUST
INTEGRATED SEPARATELY MANAGED ACCOUNT
INTERMEDE INVESTMENT PARTNERS LIMITED
INVIA CUSTODIAN PTY LIMITED
JANA AUSTRALIAN SHARE LONG SHORT TRUST
5.10.C. Condition of the Lord Chort Tixon

JANA CASH TRUST
JANA CORE AUSTRALIAN SHARE TRUST
JANA CORE GLOBAL SHARE TRUST  JANA CORE GLOBAL SHARE TRUST WITH CURRENCY HEDGED
JANA CORPORATE INVESTMENT SERVICES LIMITED
JANA DIVERSIFIED FIXED INCOME TRUST
JANA CHORAL ORBODIUNITIES FUND
JANA GLOBAL CHARE LONG CHORT TRUCT
JANA GLOBAL SHARE LONG SHORT TRUST
JANA HIGH ALPHA AUSTRALIAN SHARE TRUST
JANA HIGH ALPHA GLOBAL SHARE TRUST
JANA INVESTMENT ADVISERS PTY LIMITED
JANA PASSIVE AUSTRALIAN SHARE TRUST
JANA PASSIVE GLOBAL SHARE TRUST
JANA PROPERTY TRUST
JANA TRIPLEPOINT FUND
JBWERE (NZ) HOLDINGS LIMITED
JBWERE (NZ) NOMINEES LIMITED
JBWERE (NZ) PTY LTD
JBWERE LIMITED
LCH CLEARNET GROUP LIMITED
LIMEHOUSE INVESTMENTS PTY LIMITED
LINTON SPRINGS RESIDENTIAL MANAGEMENT COMPANY LIMITED
LODESTAR AUSTRALIAN EQUITY INCOME FUND
LODESTAR AUSTRALIAN STRATEGIC SHARE FUND
LONG - TERM ABSOLUTE RETURN PORTFOLIO
LONG TERM INCOME FUND
LOYALTY NEW ZEALAND LIMITED
MARGIN LENDING (NZ) LIMITED
MEDFIN AUSTRALIA PTY LIMITED
MERITUM FINANCIAL GROUP PTY LTD
MERITUM FINANCIAL PLANNING PTY LTD
METRICS CREDIT PARTNERS PTY LTD
MLC (NCIT) AUSTRALIAN SHARE TRUST
MLC (NCIT) DIVERSIFIED DEBT TRUST
MLC (NCIT) GLOBAL SHARE TRUST
MLC (NCIT) GLOBAL SHARE TRUST WITH CURRENCY HEDGED
MLC (NCIT) MODERATE TRUST
MLC (NCIT) SHORT-MATURITY DIVERSIFIED DEBT TRUST
MLC ALLIANCE HOLDINGS PTY LIMITED
MLC GLOBAL PROPERTY FUND
MLC HEDGED GLOBAL SHARE FUND
MLC HOLDINGS LIMITED
MLC INTERNATIONAL HOLDINGS (SINGAPORE) PTE LTD
MLC INVESTMENT TRUST PLATINUM GLOBAL FUND
MLC INVESTMENTS LIMITED
MLC LIFETIME COMPANY LIMITED
MLC LIMITED
MLC MASTERKEY UNIT TRUST ACCELERATED GROWTH PORTFOLIO
MLC MASTERKEY UNIT TRUST AUSTRALIAN SHARE FUND

MLC MASTERKEY UNIT TRUST AUSTRALIAN SHARE GROWTH STYLE FUND
MLC MASTERKEY UNIT TRUST AUSTRALIAN SHARE VALUE STYLE FUND
MLC MASTERKEY UNIT TRUST BALANCED PORTFOLIO
MLC MASTERKEY UNIT TRUST BOND PORTFOLIO
MLC MASTERKEY UNIT TRUST CASH FUND
MLC MASTERKEY UNIT TRUST CONSERVATIVE GROWTH PORTFOLIO
MLC MASTERKEY UNIT TRUST GLOBAL SHARE FUND
MLC MASTERKEY UNIT TRUST GLOBAL SHARE GROWTH STYLE FUND
MLC MASTERKEY UNIT TRUST GLOBAL SHARE VALUE STYLE FUND
MLC MASTERKEY UNIT TRUST GROWTH PORTFOLIO
MLC MASTERKEY UNIT TRUST INCOME PORTFOLIO
MLC MASTERKEY UNIT TRUST INCOMEBUILDER
MLC MASTERKEY UNIT TRUST MLC CAPITAL INTERNATIONAL GLOBAL SHARE FUND
MLC MASTERKEY UNIT TRUST MLC-PLATINUM GLOBAL FUND
MLC MASTERKEY UNIT TRUST PROPERTY SECURITIES FUND
MLC MASTERKEY UNIT TRUST SHARE INDEX FUND
MLC MASTERKEY UNIT TRUST SHARE PORTFOLIO
MLC NOMINEES PTY LTD
MLC PE EVERGREEN TRUST
MLC PROPERTIES PTY. LIMITED
MLC SAVINGS LIMITED (IN LIQUIDATION)
MLC TRUST MANAGEMENT COMPANY LIMITED (IN LIQUIDATION)
MLC VC TRUST
MLC VINTAGE YEAR TRUST (2008)
MLC VINTAGE YEAR TRUST (2009)
MLC VINTAGE YEAR TRUST (2010)
MLC WEALTH MANAGEMENT LIMITED
MLC WHOLESALE AUSTRALIAN SHARE FUND
MLC WHOLESALE DIVERSIFIED DEBT FUND
MLCI HORIZON 7 TRUST
MLCI POOL - PRIVATE EQUITY TRUST
MLCIC TAILORED TRUST NO. 2
MLCIC TAILORED TRUST NO.1
MLCIC TAILORED TRUST NO.3
MONDEX AUSTRALIA PTY LTD (IN LIQUIDATION)
MORTGAGE SUPPORT SERVICES PTY LTD
MSRA HOLDINGS, INC
MSS MF PTY LTD
MSS MFA PTY LTD
MUDCHUTE PTY LIMITED
NAB ASSET MANAGEMENT LIMITED
NAB CAPITAL LLC
NAB EUROPE LIMITED
NAB GOLD, LLC
NAB INVESTMENTS LIMITED
NAB IRON, LLC
NAB PRIVATE WEALTH ADVISORY LIMITED
NAB PROPERTIES AUSTRALIA LIMITED
NABCAPITAL LEASING (NO. 1) PTY LIMITED (IN LIQUIDATION)
NABCAPITAL LEASING (NO.2) PTY LIMITED

NARIA (FOT (III) A MITTER
NABINVEST (UK) LIMITED
NABINVEST CAPITAL PARTNERS PTY LIMITED
NABINVEST OXLEY SINGAPORE PTE LTD
NABINVEST UK RE LIMITED
NABSECURITIES, LLC
NAM NT RAIL PTY LIMITED
NATIONAL AMERICAS CAPITAL INVESTMENTS, LLC
NATIONAL AMERICAS HOLDINGS LIMITED
NATIONAL AMERICAS HOLDINGS LLC
NATIONAL AMERICAS INVESTMENT, INC.
NATIONAL ASSET MANAGEMENT LIMITED
NATIONAL AUSTRALIA BALANCED FUND
NATIONAL AUSTRALIA BANK LIMITED
NATIONAL AUSTRALIA BANK PENSION TRUSTEE (UK) LIMITED
NATIONAL AUSTRALIA BANK REPRESENTAÇÕES LTDA (IN LIQUIDATION)
NATIONAL AUSTRALIA BANK SUPERANNUATION FUND PTY LTD
NATIONAL AUSTRALIA CORPORATE SERVICES LIMITED
NATIONAL AUSTRALIA DIVIDEND IMPUTATION FUND
NATIONAL AUSTRALIA FINANCE (ASIA) LIMITED
NATIONAL AUSTRALIA FINANCE (ASSET LEASING) LLP
NATIONAL AUSTRALIA FINANCE (COMMERCIAL LEASING) LIMITED
NATIONAL AUSTRALIA FINANCE (EQUIPMENT LEASING) LIMITED
NATIONAL AUSTRALIA FINANCE (EUROPE HOLDINGS) LIMITED
NATIONAL AUSTRALIA FINANCE (INFRASTRUCTURE LEASING NO.1) LIMITED
NATIONAL AUSTRALIA FINANCE (INFRASTRUCTURE LEASING NO.2) LIMITED
NATIONAL AUSTRALIA FINANCE (LEASING) LIMITED
NATIONAL AUSTRALIA FINANCE (VESSEL LEASING NO.1) LIMITED
NATIONAL AUSTRALIA FINANCE (VESSEL LEASING NO.2) LIMITED
NATIONAL AUSTRALIA FINANCE (VESSEL LEASING NO.3) LIMITED
NATIONAL AUSTRALIA FINANCE (VESSEL LEASING NO.4) LIMITED
NATIONAL AUSTRALIA FINANCE (VESSEL LEASING NO.5) LIMITED
NATIONAL AUSTRALIA FINANCE (VESSEL LEASING NO.6) LIMITED
NATIONAL AUSTRALIA FINANCE (VESSEL LEASING) LIMITED
NATIONAL AUSTRALIA FINANCIAL MANAGEMENT LIMITED
NATIONAL AUSTRALIA FUNDING (DELAWARE) INC.
NATIONAL AUSTRALIA GROUP (NZ) LIMITED
NATIONAL AUSTRALIA GROUP EUROPE INVESTMENTS LIMITED
NATIONAL AUSTRALIA GROUP EUROPE LIMITED
NATIONAL AUSTRALIA GROUP EUROPE SERVICES LIMITED
NATIONAL AUSTRALIA GROUP SERVICES LTD
NATIONAL AUSTRALIA GROUP SSP TRUSTEE LIMITED
NATIONAL AUSTRALIA INSURANCE SERVICES LTD
NATIONAL AUSTRALIA INVESTMENT CAPITAL LIMITED
NATIONAL AUSTRALIA MANAGERS LIMITED
NATIONAL AUSTRALIA MERCHANT BANK (SINGAPORE) LIMITED
NATIONAL AUSTRALIA MONTHLY INCOME FUND
NATIONAL AUSTRALIA PKI HOLDINGS LLC
NATIONAL AUSTRALIA PROPERTY FUND
NATIONAL AUSTRALIA SECURITIES LIMITED (IN LIQUIDATION)
NATIONAL AUSTRALIA TRUSTEES LIMITED

NATIONAL AUSTRALIA UNDERWRITERS LIMITED
NATIONAL CAPITAL FUNDING (UK) PLC
NATIONAL CAPITAL HOLDINGS I INC.
NATIONAL CAPITAL INSTRUMENTS [AUD] LLC 2
NATIONAL CAPITAL INSTRUMENTS [EURO] LLC 1
NATIONAL CAPITAL INSTRUMENTS II LLC 2
NATIONAL CAPITAL INSTRUMENTS II LLC1
NATIONAL CAPITAL INSTRUMENTS [AUD] LLC 1
NATIONAL CAPITAL INSTRUMENTS [EURO] LLC 2
NATIONAL CAPITAL TRUST I
NATIONAL CAPITAL TRUST II (DELAWARE)
NATIONAL CAPITAL TRUST III
NATIONAL E-CONVEYANCING DEVELOPMENT LIMITED
NATIONAL EQUITIES LIMITED
NATIONAL EUROPE HOLDINGS (WEALTH MANAGEMENT) LIMITED (IN LIQUIDATION)
NATIONAL FUNDING HOLDINGS PTY LTD
NATIONAL FUNDING TRUST I
NATIONAL FUNDING TRUST II (DELAWARE)
NATIONAL GLOBAL MBS MANAGER PTY LTD (IN LIQUIDATION)
NATIONAL HK INVESTMENTS LIMITED
NATIONAL MARGIN SERVICES PTY LIMITED
NATIONAL MARKETS GROUP LIMITED
NATIONAL MORTGAGE SECURITIES, INC.
NATIONAL NOMINEES LIMITED
NATIONAL OBU PTY LIMITED
NATIONAL WEALTH MANAGEMENT EUROPE HOLDINGS LIMITED
NATIONAL WEALTH MANAGEMENT EUROPE SERVICES LIMITED (IN LIQUIDATION)
NATIONAL WEALTH MANAGEMENT HOLDINGS LIMITED
NATIONAL WEALTH MANAGEMENT INTERNATIONAL HOLDINGS LTD
NATIONAL WEALTH MANAGEMENT NEW ZEALAND HOLDINGS LTD
NATIONAL WEALTH MANAGEMENT SERVICES LTD
NAUTILUS INSURANCE (EUROPE) LIMITED
NAUTILUS INSURANCE PTE LIMITED
NAVIGATOR AUSTRALIA LIMITED
NAVIGATOR INCOME TRUST
NBA LEASING PTY. LIMITED
NBA PROPERTIES LIMITED
NCIT- PROPERTY SECURITIES TRUST
NCP-CAPITAL INTERNATIONAL GLOBAL EQUITY TRUST WITH CURRENCY
NMS NOMINEES PTY LIMITED
NORTHWARD CAPITAL AUSTRALIAN EQUITY
NORTHWARD CAPITAL PTY LIMITED
NSIM ENHANCED CASH TRUST
NULIS NOMINEES (AUSTRALIA) LIMITED
NWMH SUB (CANADA) INC
NWMH SUB LIMITED
PARTOWN PTY. LIMITED
PAYMARK LIMITED
PAYMENTS NZ LIMITED
PENGANA HOLDINGS PTY LTD

PENNLEY PTY LTD
PERIDIEM GLOBAL INVESTORS LLC
PFS NOMINEES PTY LIMITED
PLAN AUSTRALIA FINANCIAL SERVICES PTY. LTD (IN LIQUIDATION)
PLAN AUSTRALIA OPERATIONS PTY. LTD.
PLAN AUSTRALIA PTY LTD (IN LIQUIDATION)
PLAN GROUP NOMINEES PTY LTD
PLAN LENDING PTY. LTD.
PLAN TECHNOLOGIES PTY. LTD (IN LIQUIDATION)
PLAZA VENTURES LIMITED
PLUM FINANCIAL SERVICES LIMITED
PMJI INC.
PORTSMOUTH INVESTMENT COMPANY PTY LIMITED (IN LIQUIDATION)
PRE SELECT AUSTRALIAN EQUITY FUND
PRE SELECT AUSTRALIAN SMALL COMPANIES FUND
PRE SELECT BALANCED FUND
PRE SELECT BOUTIQUE AUSTRALIAN EQUITY FUND
PRE SELECT CONSERVATIVE FUND
PRE SELECT GROWTH FUND
PRE SELECT HIGH GROWTH FUND
PRE SELECT INTERNATIONAL EQUITY FUND
PRESIMA INC.
PROFESSIONAL LENDERS ASSOCIATION NETWORK OF AUSTRALIA PTY. LTD.
PUGET LIMITED
QW RAIL LEASING LIMITED
REDPOINT INVESTMENT MANAGEMENT PTY LTD
RMBS 2006-2 FINANCE COMPANY PTY LIMITED (IN LIQUIDATION)
RMBS 2006-2 HOLDINGS PTY LIMITED (IN LIQUIDATION)
RMBS 2006-2 INVESTMENT COMPANY PTY LTD (IN LIQUIDATION)
SHADWELL HOLDINGS (UK) LIMITED
SOCIETY FOR WORLDWIDE INTERBANK FINANCIAL TELECOMMUNICATION
ST JOHNS PLACE RESIDENTIAL MANAGEMENT COMPANY LIMITED
ST VINCENT (EQUITIES) LIMITED
STAR COMMODITIES PTY LTD
STARFISH COMPANY LIMITED
TASOVAC PTY LIMITED
TEMPCO NO.1
THE DEEP IN HULL LIMITED
THE PUGET LIMITED PARTNERSHIP
THE SCOTTISH AGRICULTURAL SECURITIES CORPORATION P.L.C.
THE TRUSTEE FOR NOIT - GLOBAL EQUITIES TRUST NO 2
THE TRUSTEE FOR WM POOL - EQUITIES TRUST NO. 35
THE TRUSTEE FOR WM POOL - EQUITIES TRUST NO. 36
THE TRUSTEE FOR WM POOL - LTAR PART 1 NS TRUST
TOKARA PTY LTD
TOP 200 FUND  VALEWIN PTY, LIMITED
VIPRO PTY LTD
VYNOTAS PTY. LTD.
W M POOL - EQUITIES NO. 23 TRUST
W WIT OOL - EQUITIES NO. 23 TROST

WEALTHUR GEOLIDITIES LIMITED
WEALTHHUB SECURITIES NOMINEES BY LIMITED
WEALTHHUB SECURITIES NOMINEES PTY LIMITED
WHOLESALE INCOME BUILDER
WHOLESALE AUSTRALIAN SHARE GROWTH STYLE FUND
WHOLESALE AUSTRALIAN SHARE VALUE STYLE FUND
WHOLESALE CAPITAL INTERNATIONAL GLOBAL SHARE FUND
WHOLESALE GLOBAL SHARE FUND
WHOLESALE GLOBAL SHARE GROWTH STYLE FUND
WHOLESALE GLOBAL SHARE VALUE STYLE FUND
WHOLESALE PROPERTY SECURITIES FUND
WILTSHIRE CAPITAL LIMIITED
WILTSHIRE CAPITAL MANAGEMENT LIMITED
WM AUSTRALIA PTY LIMITED
WM FIXED ASSETS (2) PTY LIMITED
WM GROUP PTY LIMITED
WM LIFE AUSTRALIA LIMITED
WM POOL - BANK OF IRELAND GLOBAL EQUITIES TRUST
WM POOL - BEM AGGRESSIVE AUSTRALIAN EQUITIES TRUST
WM POOL - BEM AUSTRALIAN EQUITIES TRUST
WM POOL - BLACKROCK GLOBAL FIXED INTEREST (S) TRUST
WM POOL - BRIDGEWATER GLOBAL FIXED INTEREST TRUST
WM POOL - CAPITAL INTERNATIONAL GLOBAL EQUITIES TRUST
WM POOL - CONCORD AUSTRALIAN EQUITIES TRUST
WM POOL - CONTANGO AUSTRALIAN EQUITIES TRUST
WM POOL - DIMENSIONAL AUSTRALIAN EQUITIES TRUST
WM POOL - EQUITIES TRUST NO 14
WM POOL - EQUITIES TRUST NO 20
WM POOL - EQUITIES TRUST NO. 15
WM POOL - EQUITIES TRUST NO. 16
WM POOL - EQUITIES TRUST NO. 17
WM POOL - EQUITIES TRUST NO. 18
WM POOL - EQUITIES TRUST NO. 19
WM POOL - EQUITIES TRUST NO. 21
WM POOL - EQUITIES TRUST NO. 22
WM POOL - EQUITIES TRUST NO. 26
WM POOL - EQUITIES TRUST NO. 27
WM POOL - EQUITIES TRUST NO. 28
WM POOL - EQUITIES TRUST NO. 31
WM POOL - EQUITIES TRUST NO. 32
WM POOL - EQUITIES TRUST NO. 33
WM POOL - EQUITIES TRUST NO. 34
WM POOL - EQUITIES TRUST NO.1
WM POOL - EQUITIES TRUST NO.11
WM POOL - EQUITIES TRUST NO.2
WM POOL - EQUITIES TRUST NO.9
WM POOL - EQUITIES TRUST NO.9  WM POOL - FIXED INTEREST TRUST NO 1
WM POOL - FIXED INTEREST TRUST NO. 15
WM POOL - FIXED INTEREST TRUST NO. 15  WM POOL - FIXED INTEREST TRUST NO. 3
WM POOL - FIXED INTEREST TRUST NO. 5
WM POOL - FIXED INTEREST TRUST NO. 6

WM POOL - FIXED INTEREST TRUST NO. 7
WM POOL - FIXED INTEREST TRUST NO. 8
WM POOL - FIXED INTEREST TRUST NO. 9
WM POOL - GLOBAL EQUITIES TRUST NO 1
WM POOL - GLOBAL EQUITIES TRUST NO. 4
WM POOL - GLOBAL PROPERTIES TRUST
WM POOL - HIGH YIELD FIXED INTEREST TRUST
WM POOL - INFLATION LINKED SECURITIES TRUST
WM POOL - JARDINE FLEMING AUSTRALIAN EQUITIES TRUST
WM POOL - LAZARD AUSTRALIAN EQUITIES TRUST
WM POOL - LTAR PART 1 TRUST
WM POOL - MARVIN & PALMER EMERGING MARKETS TRUST
WM POOL - MBA AUSTRALIAN EQUITIES TRUST
WM POOL - NSIM AUSTRALIAN FIXED INTEREST (A) TRUST
WM POOL - NSIM AUSTRALIAN FIXED INTEREST (S) TRUST
WM POOL - NSIM CASH TRUST
WM POOL - PIMCO GLOBAL FIXED INTEREST (A) TRUST
WM POOL - PIMCO GLOBAL FIXED INTEREST (S) TRUST
WM POOL - PROPERTY SECURITIES TRUST NO 1
WM POOL - RESOLUTION CAPITAL PROPERTY SECURITIES TRUST
WM POOL - UBS AUSTRALIAN FIXED INTEREST (A) TRUST
WM POOL - UBS AUSTRALIAN FIXED INTEREST (S) TRUST
WM POOL - VANGUARD AUSTRALIAN EQUITIES INDEX TRUST
WM POOL - VANGUARD GLOBAL EQUITIES INDEX TRUST
WM POOL - WALLARA AUSTRALIAN EQUITIES TRUST
WM POOL - WELLINGTON GLOBAL EQUITIES TRUST
WM POOL EQUITIES TRUST NO 12
WM POOL GLOBAL EQUITIES TRUST NO 5
WM SECTOR - AUSTRALIAN EQUITIES GROWTH TRUST
WM SECTOR - AUSTRALIAN EQUITIES TRUST
WM SECTOR - AUSTRALIAN EQUITIES VALUE TRUST
WM SECTOR - AUSTRALIAN FIXED INTEREST TRUST
WM SECTOR - DIVERSIFIED DEBT (ALL) TRUST
WORKING CAPITAL SERVICES PTY LIMITED
YCBPS PROPERTY NOMINEE COMPANY LIMITED
YIELDBROKER PTY LIMITED
YORKSHIRE AND CLYDESDALE BANK FOUNDATION
YORKSHIRE AND CLYDESDALE BANK PENSION TRUSTEE LIMITED
YORKSHIRE BANK HOME LOANS LIMITED
YORKSHIRE BANK PLC