

# Fax

29 September 2016

**to** WorleyParsons Limited  
Level 12, 141 Walker Street,  
North Sydney, NSW, 2060,  
Australia

+61 2 8923 6877

**cc** Australia Stock Exchange  
Exchange Centre,  
20 Bridge Street,  
Sydney, NSW, 2000

**subject Disclosure Of Substantial Shareholding**

Dear Sir / Madam

Please find attached a Form 604 in relation to UBS Group AG and its related bodies corporate ("UBS") in WorleyParsons Limited (Stock code: WOR) for trade date 22 September 2016.

Due to an inadvertent system issue, UBS did not become aware of the issue until 28 September 2016.

Please contact Serene Peh at +65 6495 5283 should you have any queries in relation to this matter.

Yours sincerely,

UBS Group AG



Serene Peh  
Compliance & Operational Risk Control



Kyu-Ri Kim  
Compliance & Operational Risk Control

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# Form 604

Corporations Law  
Section 671B

## Notice of change of interests of substantial holder

To: Company Name/Scheme **WORLEYPARSONS LIMITED**

ACN/ARSN **096 090 158**

### 1. Details of substantial holder

Name **UBS Group AG and its related bodies corporate**

ACN/ARSN (if applicable): \_\_\_\_\_

There was a change in the interests of the substantial holder on **22 September 2016**

The previous notice was given to the company on **11 August 2016**

### 2. Previous and present 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 when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous Notice		Present Notice	
	Person's Votes	Voting Power (5)	Person's Votes	Voting Power (5)
Ordinary	22,195,218	9.04%	19,739,369	8.04%

### 3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate 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 (6)	Consideration given in relation to change (7)	Class and Number of securities affected	Person's votes affected
Please see Appendix B.					

### 4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
UBS Asset Management (Australia) Ltd	Various Custodians	UBS Asset Management (Australia) Ltd	Fund Manager with power to exercise control over voting shares	922,019 Ordinary	922,019
UBS Asset Management (Deutschland) GmbH	Various Custodians	UBS Asset Management (Deutschland) GmbH	Fund Manager with power to exercise control over voting shares	9,502 Ordinary	9,502

UBS Asset Management Life Limited	Various Custodians	UBS Asset Management Life Limited	Fund Manager with power to exercise control over voting shares	32,506 Ordinary	32,506
UBS Asset Management (Singapore) Ltd	Various Custodians	UBS Asset Management (Singapore) Ltd	Fund Manager with power to exercise control over voting shares	14,458 Ordinary	14,458
UBS Asset Management Trust Company	Various Custodians	UBS Asset Management Trust Company	Fund Manager with power to exercise control over voting shares	7,012 Ordinary	7,012
UBS Asset Management (UK) Limited	Various Custodians	UBS Asset Management (UK) Limited	Fund Manager with power to exercise control over voting shares	14,231 Ordinary	14,231
UBS Fund Management (Switzerland) AG	Various Custodians	UBS Fund Management (Switzerland) AG	Fund Manager with power to exercise control over voting shares	163,997 Ordinary	163,997
UBS AG London Branch	Various Custodians	UBS AG London Branch	Power to control disposal over shares pursuant to stock borrowing and lending activities (see Appendix A)	2,310,886 Ordinary	2,310,886
UBS Securities Australia Ltd	Warbont Nominees Pty Ltd	UBS Securities Australia Ltd	Power to control disposal over shares pursuant to stock borrowing and lending activities (see Appendix A)	4,803,278 Ordinary	4,803,278
	Brispot Nominees Pty Ltd	UBS Securities Australia Ltd	Beneficial Owner	1,523,039 Ordinary	1,523,039
	N/A	UBS Securities Australia Ltd	Beneficial Owner	984,900 Options	984,900
UBS Securities LLC	Various Custodians	UBS Securities LLC	Power to control disposal over shares pursuant to stock borrowing and lending activities (see Appendix A)	8,826,559 Ordinary	8,826,559
UBS Switzerland AG	Various Custodians	UBS Switzerland AG	Broker with power to exercise discretion over account	4,556 Ordinary	4,556
UBS AG Australia Branch	UBS Nominees Pty Ltd	UBS AG Australia Branch	Prime Broker that has exercised its borrowing right in respect of shares pursuant to a Prime Broking Agreement (see Appendix A)	122,426 Ordinary	122,426

## 5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) 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
N/A	N/A

## 6. Addresses

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

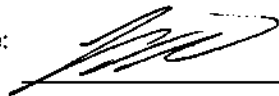
Name	Address
Details of all UBS offices can be found through the following link: <a href="http://apps2.ubs.com/locationfinder/">http://apps2.ubs.com/locationfinder/</a>	

## SIGNATURE

Print Name: Kyu-Ri Kim

Capacity: Authorised signatory

Sign Here:

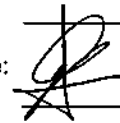


Date: 29 September 2016

Print Name: Serene Peh

Capacity: Authorised signatory

Sign Here:



Date: 29 September 2016

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Contact details for this notice:

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Serene Peh  
Compliance & Operational Risk Control  
(T) +65 6495 5283  
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## Appendix A

Holder of relevant interest	UBS AG, London Branch	UBS Securities Australia Ltd	UBS Securities LLC
Type of agreement	Securities Lending Agreement	Securities Lending Agreement	Securities Lending Agreement
Parties to agreement	(i) UBS AG, London Branch ("UBS AG")/ UBS Limited (ii) Client (Please refer to Appendix A-1.)	(i) UBS AG, Australia Branch ("UBS AG")/ UBS Securities Australia Limited (ii) Client (Please refer to Appendix A-1.)	(i) UBS Securities LLC ("UBS Sec LLC") (ii) Client (Please refer to Appendix A-1.)
Transfer date	Please refer to Appendix A-1.	Please refer to Appendix A-1.	Please refer to Appendix A-1.
Holder of voting rights	UBS AG/ UBS Limited	UBS AG/ UBS Securities Australia Limited	UBS Sec LLC
Are there any restrictions on voting rights?	Please refer to the details below.	Please refer to the details below.	No.
If yes, detail	Since all right and title in the securities passes to the transferee (i.e. UBS AG/ UBS Limited), the transferee has the right to vote. However, in certain circumstances, the transferee may seek to arrange for instructions to be exercised in accordance with the instructions of the transferor (i.e. Client).	Since all right and title in the securities passes to the transferee (i.e. UBS AG/ UBS Securities Australia Limited), the transferee has the right to vote. However, in certain circumstances, the transferee may seek to arrange for instructions to be exercised in accordance with the instructions of the transferor (i.e. Client).	N/A
Scheduled return date (if any)	None.	None, subject to the terms of the relevant loan.	None unless agreed to by the parties.
Does the borrower have the right to return early?	Yes.	Yes.	Yes. Either party can terminate the loan upon notice unless otherwise agreed.
If yes, detail	The borrower (i.e. UBS AG/ UBS Limited) has the right to return at its discretion subject to the terms of the relevant loan.	The borrower (i.e. UBS AG/ UBS Securities Australia Limited) has the right to return at its discretion.	The borrower (i.e. UBS Sec LLC) has the right to return at its discretion.
Does the lender have the right to recall early?	Yes.	Yes.	Yes. Either party can terminate the loan upon notice unless otherwise agreed.
If yes, detail	The lender (i.e. Client) can recall at its request subject to compliance with margin requirements and the terms of the relevant loan.	The lender (i.e. Client) can recall at its request subject to compliance with margin requirements and the terms of the relevant loan.	The lender has the right to return at its discretion.
Will the securities be returned on settlement?	Yes.	Yes.	Yes (equivalent securities).
If yes, detail any exceptions	None.	None.	None.

The information in this appendix is based on the relevant standard UBS agreement.

A copy of the agreement is available to the company, or responsible entity to whom the prescribed form must be given, or to ASIC, upon request.

<b>Holder of relevant interest</b>	UBS AG, Australia Branch
<b>Type of agreement</b>	Prime Brokerage Agreement
<b>Parties to agreement</b>	(i) UBS AG, Australia Branch ("UBS AG")  (ii) Client (Please refer to Appendix A-1.)
<b>Transfer date</b>	Please refer to Appendix A-1.
<b>Holder of voting rights</b>	UBS AG
<b>Are there any restrictions on voting rights?</b>	Please refer to the details below.
<b>If yes, detail</b>	Since all right and title in the securities passes to the transferee (i.e. UBS AG), the transferee has the right to vote. However, in certain circumstances, the transferee may seek to arrange for instructions to be exercised in accordance with the instructions of the transferor (i.e. Client).
<b>Scheduled return date (if any)</b>	None, subject to the terms of the relevant loan.
<b>Does the borrower have the right to return early?</b>	Yes.
<b>If yes, detail</b>	The borrower (i.e. UBS AG) has the right to return at its discretion.
<b>Does the lender have the right to recall early?</b>	Yes.
<b>If yes, detail</b>	The lender (i.e. Client) can recall at its request subject to compliance with margin requirements and the terms of the relevant loan.
<b>Will the securities be returned on settlement?</b>	Yes.
<b>If yes, detail any exceptions</b>	None.

The information in this appendix is based on the relevant standard UBS agreement.

A copy of the agreement is available to the company, or responsible entity to whom the prescribed form must be given, or to ASIC, upon request.

## Securities Lending Agreement - UBS AG, London Branch / UBS Limited

Parties to agreement	Transfer date
BlackRock CDN MSCI EAFE Equity Index Class D	(i) 27 January 2016
Citibank NA as an agent acting on behalf of its clients	(i) 15 April 2016 (ii) 12 May 2016 (iii) 18 May 2016 (iv) 12 July 2016 (v) 20 July 2016 (vi) 21 July 2016 (vii) 28 July 2016 (viii) 31 August 2016
HSBC Bank Plc as an agent acting on behalf of its clients	(i) 14 June 2016 (ii) 7 September 2016
The Northern Trust Company as an agent acting on behalf of its clients	(i) 1 August 2016
State Street Bank & Trust Company as an agent acting on behalf of its clients	(i) 17 June 2016
The Bank of New York Mellon as an agent acting on behalf of its clients	(i) 18 April 2016
The Bank of New York Mellon Corporation	(i) 1 August 2016

## Securities Lending Agreement - UBS AG, Australia Branch/ UBS Securities Australia Limited

Parties to agreement	Transfer date
BNP Paribas Securities Services Australia Branch	(i) 20 September 2016 (ii) 22 September 2016
Citibank NA as an agent acting on behalf of its clients	(i) 11 January 2016 (ii) 25 January 2016
Macquarie Bank Ltd	(i) 20 April 2016 (ii) 4 July 2016 (iii) 21 July 2016 (iv) 22 July 2016 (v) 27 July 2016 (vi) 28 July 2016

## Securities Lending Agreement - UBS Securities LLC

Parties to agreement	Transfer date
Barclays Global Investment NA as an agent acting on behalf of its clients	(i) 9 August 2016
BMO Capital Markets Corporation	(i) 27 January 2016

Citibank NA as an agent acting on behalf of its clients	(i)	20 January 2016
	(ii)	25 January 2016
	(iii)	27 January 2016
	(iv)	3 May 2016
	(v)	18 May 2016
	(vi)	30 May 2016
	(vii)	9 June 2016
	(viii)	7 July 2016
	(ix)	13 July 2016
	(x)	27 July 2016
	(xi)	13 September 2016
JPMorgan Chase Bank, N.A. as an agent acting on behalf of its clients	(i)	11 May 2016
	(ii)	9 August 2016
The Northern Trust Company as an agent acting on behalf of its clients	(i)	19 April 2016
	(ii)	18 May 2016
State Street Bank & Trust Company as an agent acting on behalf of its clients	(i)	25 January 2016
	(ii)	29 January 2016
	(iii)	18 February 2016
	(iv)	17 May 2016
	(v)	9 August 2016
The Bank of New York Mellon as an agent acting on behalf of its clients	(i)	1 August 2016

**Prime Brokerage Agreement - UBS AG, Australia Branch**

Parties to agreement	Transfer date
Regal Funds Management Pty Limited as trustee of the Regal Asian Quant Fund	(i) 15 August 2016
	(ii) 23 August 2016
Colonial First State Investment Limited as Responsible Entity for the Commonwealth Specialist Fund 20	(i) 15 August 2016
Equity Trustees Limited as responsible entity for Tribeca Global Natural Resources Fund	(i) 22 September 2016



WOR - Appendix B					
Date of change	Person whose relevant interest changed	Nature of Change	Consideration given in relation to change	Number of securities	Class
10-Aug-16	UBS Securities Australia Ltd	Stock returned	N/A	(252,140)	Ordinary
10-Aug-16	UBS Securities Australia Ltd	Stock returned	N/A	(53,800)	Ordinary
10-Aug-16	UBS Securities Australia Ltd	Stock returned	N/A	(50,000)	Ordinary
10-Aug-16	UBS Securities Australia Ltd	Stock returned	N/A	(53,800)	Ordinary
10-Aug-16	UBS Securities Australia Ltd	Stock returned	N/A	(300,000)	Ordinary
11-Aug-16	UBS Securities Australia Ltd	Stock borrowed	N/A	22,235	Ordinary
11-Aug-16	UBS Securities Australia Ltd	Stock returned	N/A	8,423	Ordinary
11-Aug-16	UBS Securities Australia Ltd	Stock returned	N/A	(1,000)	Ordinary
11-Aug-16	UBS Securities Australia Ltd	Stock returned	N/A	(5,000)	Ordinary
11-Aug-16	UBS Securities Australia Ltd	Stock returned	N/A	(25,000)	Ordinary
12-Aug-16	UBS Securities Australia Ltd	Stock borrowed	N/A	500,000	Ordinary
12-Aug-16	UBS Securities Australia Ltd	Stock returned	N/A	(15,000)	Ordinary
12-Aug-16	UBS Securities Australia Ltd	Stock returned	N/A	(28,397)	Ordinary
15-Aug-16	UBS Securities Australia Ltd	Stock returned	N/A	(22,235)	Ordinary
15-Aug-16	UBS Securities Australia Ltd	Stock returned	N/A	(200,000)	Ordinary
15-Aug-16	UBS Securities Australia Ltd	Stock returned	N/A	(355,000)	Ordinary
16-Aug-16	UBS Securities Australia Ltd	Stock borrowed	N/A	200,000	Ordinary
16-Aug-16	UBS Securities Australia Ltd	Stock returned	N/A	(8,423)	Ordinary
17-Aug-16	UBS Securities Australia Ltd	Stock returned	N/A	(500,000)	Ordinary
18-Aug-16	UBS Securities Australia Ltd	Stock borrowed	N/A	372,000	Ordinary
18-Aug-16	UBS Securities Australia Ltd	Stock borrowed	N/A	65,000	Ordinary
18-Aug-16	UBS Securities Australia Ltd	Stock borrowed	N/A	800,000	Ordinary
18-Aug-16	UBS Securities Australia Ltd	Stock borrowed	N/A	8,279	Ordinary
18-Aug-16	UBS Securities Australia Ltd	Stock borrowed	N/A	150,000	Ordinary
18-Aug-16	UBS Securities Australia Ltd	Stock borrowed	N/A	200,000	Ordinary
19-Aug-16	UBS Securities Australia Ltd	Stock borrowed	N/A	20,000	Ordinary
19-Aug-16	UBS Securities Australia Ltd	Stock borrowed	N/A	40,000	Ordinary
19-Aug-16	UBS Securities Australia Ltd	Stock returned	N/A	(200,000)	Ordinary
22-Aug-16	UBS Securities Australia Ltd	Stock borrowed	N/A	7,123	Ordinary
22-Aug-16	UBS Securities Australia Ltd	Stock borrowed	N/A	20,000	Ordinary
22-Aug-16	UBS Securities Australia Ltd	Stock borrowed	N/A	215,000	Ordinary
22-Aug-16	UBS Securities Australia Ltd	Stock returned	N/A	(372,000)	Ordinary
22-Aug-16	UBS Securities Australia Ltd	Stock returned	N/A	(65,000)	Ordinary
22-Aug-16	UBS Securities Australia Ltd	Stock returned	N/A	(270,787)	Ordinary
23-Aug-16	UBS Securities Australia Ltd	Stock borrowed	N/A	500,000	Ordinary
23-Aug-16	UBS Securities Australia Ltd	Stock returned	N/A	(529,213)	Ordinary
24-Aug-16	UBS Securities Australia Ltd	Stock borrowed	N/A	100,000	Ordinary
24-Aug-16	UBS Securities Australia Ltd	Stock borrowed	N/A	60,000	Ordinary
24-Aug-16	UBS Securities Australia Ltd	Stock returned	N/A	(150,000)	Ordinary
25-Aug-16	UBS Securities Australia Ltd	Stock returned	N/A	(200,000)	Ordinary
25-Aug-16	UBS Securities Australia Ltd	Stock returned	N/A	(20,000)	Ordinary
25-Aug-16	UBS Securities Australia Ltd	Stock returned	N/A	(40,000)	Ordinary
25-Aug-16	UBS Securities Australia Ltd	Stock returned	N/A	(7,123)	Ordinary
25-Aug-16	UBS Securities Australia Ltd	Stock returned	N/A	(20,000)	Ordinary
25-Aug-16	UBS Securities Australia Ltd	Stock returned	N/A	(213,674)	Ordinary
26-Aug-16	UBS Securities Australia Ltd	Stock returned	N/A	(1,376)	Ordinary
26-Aug-16	UBS Securities Australia Ltd	Stock returned	N/A	(388,735)	Ordinary
29-Aug-16	UBS Securities Australia Ltd	Stock borrowed	N/A	210,000	Ordinary
29-Aug-16	UBS Securities Australia Ltd	Stock borrowed	N/A	22,000	Ordinary
29-Aug-16	UBS Securities Australia Ltd	Stock returned	N/A	(8,279)	Ordinary
29-Aug-16	UBS Securities Australia Ltd	Stock returned	N/A	(100,000)	Ordinary
29-Aug-16	UBS Securities Australia Ltd	Stock returned	N/A	(60,000)	Ordinary
29-Aug-16	UBS Securities Australia Ltd	Stock returned	N/A	(111,265)	Ordinary
30-Aug-16	UBS Securities Australia Ltd	Stock borrowed	N/A	250,000	Ordinary
30-Aug-16	UBS Securities Australia Ltd	Stock borrowed	N/A	98,040	Ordinary
30-Aug-16	UBS Securities Australia Ltd	Stock borrowed	N/A	208,189	Ordinary
31-Aug-16	UBS Securities Australia Ltd	Stock returned	N/A	(210,000)	Ordinary
05-Sep-16	UBS Securities Australia Ltd	Stock returned	N/A	(22,000)	Ordinary
05-Sep-16	UBS Securities Australia Ltd	Stock returned	N/A	(250,000)	Ordinary
05-Sep-16	UBS Securities Australia Ltd	Stock returned	N/A	(98,040)	Ordinary
05-Sep-16	UBS Securities Australia Ltd	Stock returned	N/A	(208,189)	Ordinary
06-Sep-16	UBS Securities Australia Ltd	Stock borrowed	N/A	8,120	Ordinary
06-Sep-16	UBS Securities Australia Ltd	Stock borrowed	N/A	85,900	Ordinary
06-Sep-16	UBS Securities Australia Ltd	Stock borrowed	N/A	13,100	Ordinary
06-Sep-16	UBS Securities Australia Ltd	Stock borrowed	N/A	59,031	Ordinary
06-Sep-16	UBS Securities Australia Ltd	Stock borrowed	N/A	25,000	Ordinary
08-Sep-16	UBS Securities Australia Ltd	Stock returned	N/A	(8,120)	Ordinary
09-Sep-16	UBS Securities Australia Ltd	Stock returned	N/A	(85,900)	Ordinary
09-Sep-16	UBS Securities Australia Ltd	Stock returned	N/A	(13,100)	Ordinary

09-Sep-16	UBS Securities Australia Ltd	Stock returned	N/A	(59,031)	Ordinary
09-Sep-16	UBS Securities Australia Ltd	Stock returned	N/A	(25,000)	Ordinary
13-Sep-16	UBS Securities Australia Ltd	Stock borrowed	N/A	20,000	Ordinary
13-Sep-16	UBS Securities Australia Ltd	Stock borrowed	N/A	90,000	Ordinary
14-Sep-16	UBS Securities Australia Ltd	Stock borrowed	N/A	1,000,000	Ordinary
15-Sep-16	UBS Securities Australia Ltd	Stock returned	N/A	(826,389)	Ordinary
19-Sep-16	UBS Securities Australia Ltd	Stock returned	N/A	(44,442)	Ordinary
20-Sep-16	UBS Securities Australia Ltd	Stock borrowed	N/A	9,328	Ordinary
20-Sep-16	UBS Securities Australia Ltd	Stock borrowed	N/A	9,328	Ordinary
21-Sep-16	UBS Securities Australia Ltd	Stock returned	N/A	(20,000)	Ordinary
21-Sep-16	UBS Securities Australia Ltd	Stock returned	N/A	(90,000)	Ordinary
22-Sep-16	UBS Securities Australia Ltd	Stock borrowed	N/A	56,495	Ordinary
22-Sep-16	UBS Securities Australia Ltd	Stock borrowed	N/A	11,815	Ordinary
23-Sep-16	UBS Securities Australia Ltd	Stock borrowed	N/A	10,000	Ordinary
22-Sep-16	UBS Securities Australia Ltd	Stock returned	N/A	(129,169)	Ordinary
22-Sep-16	UBS Securities Australia Ltd	Trade Cancellation	N/A	(9,328)	Ordinary