

**Form 604**Corporations Act 2001  
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme **Downer EDI Ltd**ACN/ARSN **003 872 848****1. Details of substantial holder (1)**Name **Host-Plus Pty Limited**ACN/ARSN (if applicable) **008 634 704**There was a change in the interests of the  
substantial holder on **20/11/2023**The previous notice was given to the company on **11/07/2023**The previous notice was dated **11/07/2023****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)
<b>Ordinary Shares</b>	<b>33,697,810</b>	<b>5.02%</b>	<b>43,626,396</b>	<b>6.50%</b>

**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
	<b>Please refer to Annexure 1</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 as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
<b>Host-Plus Pty Limited</b>	<b>Citicorp Nominees Pty Limited ACF Host-Plus Pty Limited ATF the Hostplus Pooled</b>	<b>N/A</b>	<b>Legal and beneficial ownership as trustee of the Hostplus Pooled Superannuation</b>	<b>43,518,320 ordinary shares</b>	<b>43,518,320</b>

	Superannuation Trust		Trust		
Host-Plus Pty Limited	Citicorp Nominees Pty Limited ACF Host-Plus Pty Limited ATF the Hostplus Superannuation Fund	N/A	Legal and beneficial ownership as trustee of the Hostplus Superannuation Fund	108,076 ordinary shares	108,076

### 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	


### 6. Addresses

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

Name	Address
Host-Plus Pty Limited	Level 9, 114 William Street, Melbourne Victoria 3000

## Signature

print name     **David Elia - Company Secretary**     capacity     **for and on behalf of the substantial holder named in 1 above.**

sign here          date     **24 / 11 / 2023**

### DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant 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 6 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 person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
  - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. 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.

- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was 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 or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (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) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

## Annexure 1

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
6/07/2023	Citicorp Nominees Pty Limited ACF Host- Plus Pty Limited ATF the Hostplus Pooled Superannuation Trust	Purchase of ordinary shares	\$293,086.93	70,246	70,246
7/07/2023	Citicorp Nominees Pty Limited ACF Host- Plus Pty Limited ATF the Hostplus Superannuation Fund	Sale of ordinary shares	-\$8,802.85	-2,140	-2,140
7/07/2023	Citicorp Nominees Pty Limited ACF Host- Plus Pty Limited ATF the Hostplus Pooled Superannuation Trust	Purchase of ordinary shares	\$7,649,479.25	1,848,504	1,848,504
10/07/2023	Citicorp Nominees Pty Limited ACF Host- Plus Pty Limited ATF the Hostplus Superannuation Fund	Purchase of ordinary shares	\$5,003.35	1,189	1,189
12/07/2023	Citicorp Nominees Pty Limited ACF Host- Plus Pty Limited ATF the Hostplus Superannuation Fund	Purchase of ordinary shares	\$10,030.02	2,331	2,331
13/07/2023	Citicorp Nominees Pty Limited ACF Host- Plus Pty Limited ATF the Hostplus Superannuation Fund	Sale of ordinary shares	-\$17,486.70	-4,001	-4,001
13/07/2023	Citicorp Nominees Pty Limited ACF Host- Plus Pty Limited ATF the Hostplus Superannuation Fund	Purchase of ordinary shares	\$43,784.92	10,000	10,000
14/07/2023	Citicorp Nominees Pty Limited ACF Host- Plus Pty Limited ATF the Hostplus Pooled Superannuation Trust	Purchase of ordinary shares	\$335,018.88	73,985	73,985
19/07/2023	Citicorp Nominees Pty Limited ACF Host- Plus Pty Limited ATF the Hostplus Pooled Superannuation Trust	Sale of ordinary shares	-\$1,449,919.16	-314,354	-314,354
19/07/2023	Citicorp Nominees Pty Limited ACF Host- Plus Pty Limited ATF the Hostplus Pooled Superannuation Trust	Sale of ordinary shares	-\$321,544.90	-69,131	-69,131
25/07/2023	Citicorp Nominees Pty Limited ACF Host- Plus Pty Limited ATF the Hostplus Superannuation Fund	Purchase of ordinary shares	\$3,504.97	754	754
25/07/2023	Citicorp Nominees Pty Limited ACF Host- Plus Pty Limited ATF the Hostplus Superannuation Fund	Sale of ordinary shares	-\$9,930.05	-2,200	-2,200
26/07/2023	Citicorp Nominees Pty Limited ACF Host- Plus Pty Limited ATF the Hostplus Superannuation Fund	Sale of ordinary shares	-\$8,651.83	-1,943	-1,943
27/07/2023	Citicorp Nominees Pty Limited ACF Host- Plus Pty Limited ATF the Hostplus Superannuation Fund	Sale of ordinary shares	-\$5,228.55	-1,165	-1,165
1/08/2023	Citicorp Nominees Pty Limited ACF Host- Plus Pty Limited ATF the Hostplus Pooled Superannuation Trust	Purchase of ordinary shares	\$317,468.20	71,577	71,577
10/08/2023	Citicorp Nominees Pty Limited ACF Host- Plus Pty Limited ATF the Hostplus Pooled Superannuation Trust	Purchase of ordinary shares	\$395,604.92	96,828	96,828
10/08/2023	Citicorp Nominees Pty Limited ACF Host- Plus Pty Limited ATF the Hostplus Pooled Superannuation Trust	Purchase of ordinary shares	\$763,686.84	186,390	186,390
10/08/2023	Citicorp Nominees Pty Limited ACF Host- Plus Pty Limited ATF the Hostplus Pooled Superannuation Trust	Purchase of ordinary shares	\$415,896.95	101,432	101,432
17/08/2023	Citicorp Nominees Pty Limited ACF Host- Plus Pty Limited ATF the Hostplus Pooled Superannuation Trust	Purchase of ordinary shares	\$463,470.77	111,350	111,350
17/08/2023	Citicorp Nominees Pty Limited ACF Host- Plus Pty Limited ATF the Hostplus Pooled Superannuation Trust	Purchase of ordinary shares	\$107,444.26	25,833	25,833

18/08/2023	Citicorp Nominees Pty Limited ACF Host- Plus Pty Limited ATF the Hostplus Pooled Superannuation Trust	Purchase of ordinary shares	\$812,716.77	195,413	195,413
18/08/2023	Citicorp Nominees Pty Limited ACF Host- Plus Pty Limited ATF the Hostplus Pooled Superannuation Trust	Purchase of ordinary shares	\$16,908.47	4,077	4,077
18/08/2023	Citicorp Nominees Pty Limited ACF Host- Plus Pty Limited ATF the Hostplus Pooled Superannuation Trust	Purchase of ordinary shares	\$5,637.10	1,361	1,361
5/09/2023	Citicorp Nominees Pty Limited ACF Host- Plus Pty Limited ATF the Hostplus Superannuation Fund	Sale of ordinary shares	-\$13,225.05	-3,086	-3,086
27/09/2023	Citicorp Nominees Pty Limited ACF Host- Plus Pty Limited ATF the Hostplus Pooled Superannuation Trust	Purchase of ordinary shares	\$106,507.21	25,847	25,847
5/10/2023	Citicorp Nominees Pty Limited ACF Host- Plus Pty Limited ATF the Hostplus Pooled Superannuation Trust	Purchase of ordinary shares	\$42,131.54	10,901	10,901
5/10/2023	Citicorp Nominees Pty Limited ACF Host- Plus Pty Limited ATF the Hostplus Pooled Superannuation Trust	Purchase of ordinary shares	\$115,834.80	29,939	29,939
6/10/2023	Citicorp Nominees Pty Limited ACF Host- Plus Pty Limited ATF the Hostplus Pooled Superannuation Trust	Purchase of ordinary shares	\$55,094.03	14,210	14,210
27/10/2023	Citicorp Nominees Pty Limited ACF Host- Plus Pty Limited ATF the Hostplus Pooled Superannuation Trust	Sale of ordinary shares	-\$70,123.59	-18,685	-18,685
27/10/2023	Citicorp Nominees Pty Limited ACF Host- Plus Pty Limited ATF the Hostplus Pooled Superannuation Trust	Sale of ordinary shares	-\$557,333.58	-147,778	-147,778
6/11/2023	Citicorp Nominees Pty Limited ACF Host- Plus Pty Limited ATF the Hostplus Pooled Superannuation Trust	Purchase of ordinary shares	\$744,677.83	196,462	196,462
9/11/2023	Citicorp Nominees Pty Limited ACF Host- Plus Pty Limited ATF the Hostplus Pooled Superannuation Trust	Purchase of ordinary shares	\$1,325,419.31	341,509	341,509
10/11/2023	Citicorp Nominees Pty Limited ACF Host- Plus Pty Limited ATF the Hostplus Pooled Superannuation Trust	Purchase of ordinary shares	\$2,640,285.70	678,428	678,428
13/11/2023	Citicorp Nominees Pty Limited ACF Host- Plus Pty Limited ATF the Hostplus Pooled Superannuation Trust	Purchase of ordinary shares	\$2,486,865.89	637,548	637,548
14/11/2023	Citicorp Nominees Pty Limited ACF Host- Plus Pty Limited ATF the Hostplus Pooled Superannuation Trust	Purchase of ordinary shares	\$1,209,146.33	302,453	302,453
15/11/2023	Citicorp Nominees Pty Limited ACF Host- Plus Pty Limited ATF the Hostplus Pooled Superannuation Trust	Purchase of ordinary shares	\$990,834.49	243,220	243,220
20/11/2023	Citicorp Nominees Pty Limited ACF Host- Plus Pty Limited ATF the Hostplus Pooled Superannuation Trust	Purchase of ordinary shares	\$3,735,748.96	924,459	924,459
20/11/2023	Citicorp Nominees Pty Limited ACF Host- Plus Pty Limited ATF the Hostplus Pooled Superannuation Trust	Purchase of ordinary shares	\$17,449,166.03	4,286,823	4,286,823