

Form 604

Corporations Act 2001

Section 671B

Notice of change of interests of substantial holder

Company Name/Scheme Downer EDI Limited

ACN/ARSN 003 872 848

1. Details of Substantial Holder (1)

Name AustralianSuper Pty Ltd

ACN/ARSN (if applicable) 006 457 987

There was a change in the interests of the substantial holder on

23 / 10 / 2017

The previous notice was given to the company on

27 / 06 / 2017

The previous notice was dated

27 / 06 / 2017

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	30,148,052	5.07%	36,150,626	6.08%

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	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
REFER ATTACHED					

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
AustralianSuper Pty Ltd	JPMorgan Nominees Australia Ltd	JPMorgan Nominees Australia Ltd	Shareholder	ORD 36,150,626	36,150,626

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
AustralianSuper Pty Ltd	Level 33, 50 Lonsdale Street Melbourne VIC 3000

Signature

print name Jessica Louey

capacity Analyst

sign here

date 26/10/2017

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.

Security Name	Security Code	Trade Description	Trade Date	Settlement Date	Units	Price
DOWNER EDI LTD	6465573	OS-SAL	23/06/2017	27/06/2017	-14020	6.13
DOWNER EDI LTD	6465573	OS-PUR	26/06/2017	28/06/2017	70923	6.15
DOWNER EDI LTD	6465573	OS-PUR	27/06/2017	29/06/2017	1569	6.34
DOWNER EDI LTD	6465573	OS-PUR	27/06/2017	29/06/2017	77659	6.24
DOWNER EDI LTD	6465573	ADJUST	30/06/2017	30/06/2017	0	0.00
DOWNER EDI LTD	6465573	ADJUST	30/06/2017	30/06/2017	0	0.00
DOWNER EDI LTD	6465573	OS-PUR	28/06/2017	30/06/2017	7528	6.26
DOWNER EDI LTD	6465573	OS-PUR	28/06/2017	30/06/2017	49968	6.26
DOWNER EDI LTD	6465573	ADJUST	30/06/2017	30/06/2017	0	0.00
DOWNER EDI LTD	6465573	ADJUST	30/06/2017	30/06/2017	0	0.00
DOWNER EDI LTD	6465573	OS-PUR	28/06/2017	30/06/2017	83184	6.26
DOWNER EDI LTD	6465573	OS-PUR	28/06/2017	30/06/2017	35461	6.28
DOWNER EDI LTD	6465573	ADJUST	30/06/2017	30/06/2017	0	0.00
DOWNER EDI LTD	6465573	ADJUST	30/06/2017	30/06/2017	0	0.00
DOWNER EDI LTD	6465573	OS-PUR	29/06/2017	3/07/2017	12285	6.41
DOWNER EDI LTD	6465573	OS-PUR	29/06/2017	3/07/2017	34157	6.40
DOWNER EDI LTD	6465573	OS-PUR	29/06/2017	3/07/2017	62763	6.40
DOWNER EDI LTD	6465573	OS-PUR	29/06/2017	3/07/2017	14339	6.43
DOWNER EDI LTD	6465573	OS-PUR	30/06/2017	4/07/2017	37935	6.41
DOWNER EDI LTD	6465573	OS-PUR	30/06/2017	4/07/2017	67502	6.40
DOWNER EDI LTD	6465573	OS-PUR	3/07/2017	5/07/2017	95685	6.36
DOWNER EDI LTD	6465573	OS-PUR	4/07/2017	6/07/2017	62257	6.39
DOWNER EDI LTD	6465573	OS-PUR	6/07/2017	10/07/2017	1530	6.25
DOWNER EDI LTD	6465573	OS-PUR	10/07/2017	12/07/2017	231369	6.18
DOWNER EDI LTD	6465573	OS-PUR	11/07/2017	13/07/2017	162721	6.18
DOWNER EDI LTD	6465573	OS-PUR	12/07/2017	14/07/2017	312	6.19
DOWNER EDI LTD	6465573	OS-PUR	13/07/2017	17/07/2017	93035	6.30
DOWNER EDI LTD	6465573	OS-PUR	14/07/2017	18/07/2017	74097	6.21
DOWNER EDI LTD	6465573	OS-PUR	19/07/2017	21/07/2017	487346	6.41
DOWNER EDI LTD	6465573	OS-SAL	19/07/2017	21/07/2017	-2600	6.43
DOWNER EDI LTD	6465573	OS-PUR	26/07/2017	28/07/2017	1660	6.38
DOWNER EDI LTD	6465573	OS-SAL	27/07/2017	31/07/2017	-2200	6.41
DOWNER EDI LTD	6465573	OS-SAL	28/07/2017	1/08/2017	-5122	6.28
DOWNER EDI LTD	6465573	OS-SAL	31/07/2017	2/08/2017	-1100	6.41
DOWNER EDI LTD	6465573	OS-SAL	1/08/2017	3/08/2017	-2000	6.59
DOWNER EDI LTD	6465573	OS-PUR	1/08/2017	3/08/2017	13011	6.57
DOWNER EDI LTD	6465573	OS-PUR	2/08/2017	4/08/2017	1505	6.67
DOWNER EDI LTD	6465573	OS-SAL	2/08/2017	4/08/2017	-1500	6.63
DOWNER EDI LTD	6465573	OS-PUR	2/08/2017	4/08/2017	33049	6.69
DOWNER EDI LTD	6465573	OS-PUR	2/08/2017	4/08/2017	2244	6.67
DOWNER EDI LTD	6465573	OS-PUR	3/08/2017	7/08/2017	7369	6.73
DOWNER EDI LTD	6465573	OS-PUR	3/08/2017	7/08/2017	19123	6.78
DOWNER EDI LTD	6465573	OS-PUR	4/08/2017	8/08/2017	10373	6.75
DOWNER EDI LTD	6465573	OS-PUR	7/08/2017	9/08/2017	6039	6.86
DOWNER EDI LTD	6465573	OS-SAL	7/08/2017	9/08/2017	-1660	6.81
DOWNER EDI LTD	6465573	OS-PUR	8/08/2017	10/08/2017	4104	6.82
DOWNER EDI LTD	6465573	OS-PUR	11/08/2017	15/08/2017	1500	6.70
DOWNER EDI LTD	6465573	OS-PUR	14/08/2017	16/08/2017	525	6.82
DOWNER EDI LTD	6465573	OS-SAL	17/08/2017	21/08/2017	-1500	6.93
DOWNER EDI LTD	6465573	OS-PUR	18/08/2017	22/08/2017	1500	6.80
DOWNER EDI LTD	6465573	OS-SAL	18/08/2017	22/08/2017	-777	6.80

DOWNER EDI LTD	6465573	OS-SAL	21/08/2017	23/08/2017	-498	6.76
DOWNER EDI LTD	6465573	OS-PUR	22/08/2017	24/08/2017	496	6.80
DOWNER EDI LTD	6465573	OS-PUR	23/08/2017	25/08/2017	233866	6.77
DOWNER EDI LTD	6465573	OS-SAL	24/08/2017	28/08/2017	-16544	6.86
DOWNER EDI LTD	6465573	OS-PUR	24/08/2017	28/08/2017	233302	6.86
DOWNER EDI LTD	6465573	OS-SAL	25/08/2017	29/08/2017	-212229	6.80
DOWNER EDI LTD	6465573	OS-PUR	25/08/2017	29/08/2017	5315	6.84
DOWNER EDI LTD	6465573	OS-PUR	28/08/2017	30/08/2017	93845	6.87
DOWNER EDI LTD	6465573	OS-SAL	29/08/2017	31/08/2017	-3900	6.99
DOWNER EDI LTD	6465573	OS-PUR	29/08/2017	31/08/2017	78095	7.01
DOWNER EDI LTD	6465573	OS-SAL	30/08/2017	1/09/2017	-2530	7.27
DOWNER EDI LTD	6465573	OS-SAL	1/09/2017	5/09/2017	-2500	7.02
DOWNER EDI LTD	6465573	OS-PUR	4/09/2017	6/09/2017	222	6.98
DOWNER EDI LTD	6465573	OS-PUR	5/09/2017	7/09/2017	4315	6.90
DOWNER EDI LTD	6465573	OS-PUR	6/09/2017	8/09/2017	4540	6.73
DOWNER EDI LTD	6465573	OS-SAL	6/09/2017	8/09/2017	-2000	6.95
DOWNER EDI LTD	6465573	OS-PUR	7/09/2017	11/09/2017	4536	6.81
DOWNER EDI LTD	6465573	OS-PUR	8/09/2017	12/09/2017	14777	6.76
DOWNER EDI LTD	6465573	OS-SAL	11/09/2017	13/09/2017	-1569	6.66
DOWNER EDI LTD	6465573	OS-PUR	12/09/2017	14/09/2017	650	6.55
DOWNER EDI LTD	6465573	OS-SAL	13/09/2017	15/09/2017	-650	6.68
DOWNER EDI LTD	6465573	OS-SAL	14/09/2017	18/09/2017	-2000	6.88
DOWNER EDI LTD	6465573	OS-PUR	15/09/2017	19/09/2017	3497	6.68
DOWNER EDI LTD	6465573	OS-PUR	15/09/2017	19/09/2017	54126	6.62
DOWNER EDI LTD	6465573	OS-PUR	19/09/2017	21/09/2017	640	6.55
DOWNER EDI LTD	6465573	OS-PUR	20/09/2017	22/09/2017	2450	6.52
DOWNER EDI LTD	6465573	OS-PUR	20/09/2017	22/09/2017	24390	6.57
DOWNER EDI LTD	6465573	OS-PUR	21/09/2017	25/09/2017	535576	6.55
DOWNER EDI LTD	6465573	OS-PUR	21/09/2017	25/09/2017	12723	6.49
DOWNER EDI LTD	6465573	OS-PUR	22/09/2017	26/09/2017	110431	6.48
DOWNER EDI LTD	6465573	OS-PUR	25/09/2017	27/09/2017	129790	6.45
DOWNER EDI LTD	6465573	OS-PUR	26/09/2017	28/09/2017	5031	6.51
DOWNER EDI LTD	6465573	OS-PUR	26/09/2017	28/09/2017	74840	6.48
DOWNER EDI LTD	6465573	OS-PUR	26/09/2017	28/09/2017	70430	6.49
DOWNER EDI LTD	6465573	OS-PUR	26/09/2017	28/09/2017	76382	6.47
DOWNER EDI LTD	6465573	OS-PUR	27/09/2017	29/09/2017	61581	6.67
DOWNER EDI LTD	6465573	OS-PUR	27/09/2017	29/09/2017	5969	6.67
DOWNER EDI LTD	6465573	OS-PUR	27/09/2017	29/09/2017	37783	6.63
DOWNER EDI LTD	6465573	OS-PUR	27/09/2017	29/09/2017	44544	6.62
DOWNER EDI LTD	6465573	OS-PUR	28/09/2017	2/10/2017	119104	6.71
DOWNER EDI LTD	6465573	OS-PUR	28/09/2017	2/10/2017	747	6.69
DOWNER EDI LTD	6465573	OS-PUR	28/09/2017	2/10/2017	60386	6.70
DOWNER EDI LTD	6465573	OS-PUR	29/09/2017	3/10/2017	69625	6.78
DOWNER EDI LTD	6465573	OS-PUR	29/09/2017	3/10/2017	44774	6.76
DOWNER EDI LTD	6465573	OS-SAL	29/09/2017	3/10/2017	-17325	6.76
DOWNER EDI LTD	6465573	OS-PUR	29/09/2017	3/10/2017	10719	6.77
DOWNER EDI LTD	6465573	OS-PUR	29/09/2017	3/10/2017	109280	6.77
DOWNER EDI LTD	6465573	OS-PUR	2/10/2017	4/10/2017	44619	6.82
DOWNER EDI LTD	6465573	OS-SAL	2/10/2017	4/10/2017	-7463	6.81
DOWNER EDI LTD	6465573	OS-PUR	2/10/2017	4/10/2017	93937	6.82
DOWNER EDI LTD	6465573	OS-PUR	3/10/2017	5/10/2017	166518	6.83
DOWNER EDI LTD	6465573	OS-PUR	3/10/2017	5/10/2017	82089	6.82

DOWNER EDI LTD	6465573	OS-SAL	4/10/2017	6/10/2017	-222	6.77
DOWNER EDI LTD	6465573	OS-PUR	4/10/2017	6/10/2017	88036	6.77
DOWNER EDI LTD	6465573	OS-PUR	4/10/2017	6/10/2017	31829	6.77
DOWNER EDI LTD	6465573	OS-PUR	5/10/2017	9/10/2017	65739	6.78
DOWNER EDI LTD	6465573	OS-PUR	6/10/2017	10/10/2017	112547	6.77
DOWNER EDI LTD	6465573	OS-PUR	6/10/2017	10/10/2017	2413	6.72
DOWNER EDI LTD	6465573	OS-PUR	9/10/2017	11/10/2017	26119	6.81
DOWNER EDI LTD	6465573	OS-SAL	10/10/2017	12/10/2017	-914	6.92
DOWNER EDI LTD	6465573	OS-PUR	10/10/2017	12/10/2017	33498	6.90
DOWNER EDI LTD	6465573	OS-PUR	11/10/2017	13/10/2017	1200	6.83
DOWNER EDI LTD	6465573	OS-SAL	11/10/2017	13/10/2017	-1015	6.86
DOWNER EDI LTD	6465573	OS-PUR	11/10/2017	13/10/2017	22147	6.84
DOWNER EDI LTD	6465573	OS-PUR	11/10/2017	13/10/2017	69852	6.85
DOWNER EDI LTD	6465573	OS-PUR	12/10/2017	16/10/2017	44504	6.90
DOWNER EDI LTD	6465573	OS-PUR	12/10/2017	16/10/2017	211022	6.94
DOWNER EDI LTD	6465573	OS-PUR	13/10/2017	17/10/2017	38011	6.94
DOWNER EDI LTD	6465573	OS-PUR	13/10/2017	17/10/2017	620159	6.95
DOWNER EDI LTD	6465573	OS-PUR	16/10/2017	18/10/2017	23309	6.96
DOWNER EDI LTD	6465573	OS-PUR	17/10/2017	19/10/2017	97100	7.03
DOWNER EDI LTD	6465573	OS-PUR	18/10/2017	20/10/2017	950	7.00
DOWNER EDI LTD	6465573	OS-PUR	18/10/2017	20/10/2017	125733	7.01
DOWNER EDI LTD	6465573	OS-PUR	19/10/2017	23/10/2017	15146	7.03
DOWNER EDI LTD	6465573	OS-PUR	19/10/2017	23/10/2017	32530	7.04
DOWNER EDI LTD	6465573	OS-SAL	20/10/2017	24/10/2017	-750	7.00
DOWNER EDI LTD	6465573	OS-PUR	23/10/2017	25/10/2017	53751	7.06