

**Form 604**

Corporations Act 2001

Section 671B

**Notice of change of interests of substantial holder**Company Name/Scheme Downer EDI LimitedACN/ARSN 003 872 848**1. Details of Substantial Holder (1)**Name AustralianSuper Pty LtdACN/ARSN (if applicable) 006 457 987There was a change in the interests of the substantial holder on 03 / 07 / 2018The previous notice was given to the company on 06 / 04 / 2018The previous notice was dated 06 / 04 / 2018**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	42,508,165	7.15%	36,022,070	6.06%

**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 36,022,070	36,022,070

## 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      Paul Doig

capacity      Analyst

sign here

date      06/07/2018

Security Name	Security Code	Trade Description	Trade Date	Settlement Date	Units	Price
DOWNER EDI LTD	6465573	OS-PUR	6/04/2018	10/04/2018	56694	6.25
DOWNER EDI LTD	6465573	OS-SAL	11/04/2018	13/04/2018	-500	6.42
DOWNER EDI LTD	6465573	OS-SAL	13/04/2018	17/04/2018	-3500	6.50
DOWNER EDI LTD	6465573	OS-PUR	16/04/2018	18/04/2018	770	6.50
DOWNER EDI LTD	6465573	OS-SAL	18/04/2018	20/04/2018	-298	6.58
DOWNER EDI LTD	6465573	OS-SAL	20/04/2018	24/04/2018	-1629	6.69
DOWNER EDI LTD	6465573	OS-SAL	24/04/2018	24/04/2018	-622887	6.48
DOWNER EDI LTD	6465573	OS-PUR	24/04/2018	24/04/2018	622887	6.48
DOWNER EDI LTD	6465573	OS-PUR	23/04/2018	26/04/2018	1494	6.69
DOWNER EDI LTD	6465573	OS-PUR	26/04/2018	30/04/2018	524207	6.79
DOWNER EDI LTD	6465573	OS-PUR	26/04/2018	30/04/2018	2936	6.81
DOWNER EDI LTD	6465573	OS-SAL	27/04/2018	1/05/2018	-1000	6.83
DOWNER EDI LTD	6465573	OS-PUR	27/04/2018	1/05/2018	125400	6.85
DOWNER EDI LTD	6465573	OS-SAL	30/04/2018	2/05/2018	-15300	6.90
DOWNER EDI LTD	6465573	OS-SAL	30/04/2018	2/05/2018	-1000	6.92
DOWNER EDI LTD	6465573	OS-PUR	30/04/2018	2/05/2018	740000	6.91
DOWNER EDI LTD	6465573	OS-SAL	2/05/2018	4/05/2018	-1000	7.02
DOWNER EDI LTD	6465573	OS-PUR	2/05/2018	4/05/2018	22792	6.97
DOWNER EDI LTD	6465573	OS-PUR	2/05/2018	4/05/2018	136434	7.00
DOWNER EDI LTD	6465573	OS-PUR	2/05/2018	4/05/2018	40823	7.00
DOWNER EDI LTD	6465573	OS-PUR	7/05/2018	7/05/2018	1488287	6.73
DOWNER EDI LTD	6465573	OS-PUR	3/05/2018	7/05/2018	828385	7.09
DOWNER EDI LTD	6465573	OS-SAL	3/05/2018	7/05/2018	-1656843	7.09
DOWNER EDI LTD	6465573	OS-SAL	7/05/2018	7/05/2018	-1488287	6.73
DOWNER EDI LTD	6465573	OS-SAL	4/05/2018	8/05/2018	-1000	7.18
DOWNER EDI LTD	6465573	OS-PUR	4/05/2018	8/05/2018	79416	7.14
DOWNER EDI LTD	6465573	OS-SAL	7/05/2018	9/05/2018	-1	7.22
DOWNER EDI LTD	6465573	OS-PUR	7/05/2018	9/05/2018	226858	7.22
DOWNER EDI LTD	6465573	OS-PUR	8/05/2018	10/05/2018	2002	7.25
DOWNER EDI LTD	6465573	OS-PUR	8/05/2018	10/05/2018	223017	7.29
DOWNER EDI LTD	6465573	OS-SAL	9/05/2018	11/05/2018	-2936	7.09
DOWNER EDI LTD	6465573	OS-PUR	14/05/2018	16/05/2018	2199	7.32
DOWNER EDI LTD	6465573	OS-SAL	15/05/2018	17/05/2018	-70498	7.39
DOWNER EDI LTD	6465573	OS-SAL	15/05/2018	17/05/2018	-1000	7.38
DOWNER EDI LTD	6465573	OS-PUR	15/05/2018	17/05/2018	78	7.31
DOWNER EDI LTD	6465573	OS-SAL	18/05/2018	22/05/2018	-78	7.29
DOWNER EDI LTD	6465573	OS-SAL	21/05/2018	23/05/2018	-2199	7.30
DOWNER EDI LTD	6465573	OS-SAL	25/05/2018	29/05/2018	-320	7.04
DOWNER EDI LTD	6465573	OS-PUR	25/05/2018	29/05/2018	1000	7.03
DOWNER EDI LTD	6465573	OS-SAL	1/06/2018	1/06/2018	-444857	6.48
DOWNER EDI LTD	6465573	OS-PUR	1/06/2018	1/06/2018	444857	6.48
DOWNER EDI LTD	6465573	OS-PUR	1/06/2018	5/06/2018	1000	6.86
DOWNER EDI LTD	6465573	OS-SAL	1/06/2018	5/06/2018	-1200	6.90
DOWNER EDI LTD	6465573	OS-SAL	1/06/2018	5/06/2018	-3121	6.87
DOWNER EDI LTD	6465573	OS-SAL	6/06/2018	8/06/2018	-240	6.91
DOWNER EDI LTD	6465573	OS-SAL	6/06/2018	8/06/2018	-205426	6.90
DOWNER EDI LTD	6465573	OS-SAL	6/06/2018	8/06/2018	-227049	6.89
DOWNER EDI LTD	6465573	OS-SAL	7/06/2018	12/06/2018	-639	6.88
DOWNER EDI LTD	6465573	OS-SAL	7/06/2018	12/06/2018	-377269	6.88
DOWNER EDI LTD	6465573	OS-PUR	8/06/2018	13/06/2018	1259	6.91
DOWNER EDI LTD	6465573	OS-SAL	8/06/2018	13/06/2018	-75554	6.92

DOWNER EDI LTD	6465573	OS-SAL	12/06/2018	14/06/2018	-1000	7.07
DOWNER EDI LTD	6465573	OS-SAL	12/06/2018	14/06/2018	-74613	6.98
DOWNER EDI LTD	6465573	OS-SAL	12/06/2018	14/06/2018	-217808	7.07
DOWNER EDI LTD	6465573	OS-SAL	13/06/2018	15/06/2018	-64623	7.00
DOWNER EDI LTD	6465573	OS-SAL	13/06/2018	15/06/2018	-100551	7.00
DOWNER EDI LTD	6465573	OS-SAL	14/06/2018	18/06/2018	-81312	6.93
DOWNER EDI LTD	6465573	OS-SAL	14/06/2018	18/06/2018	-78679	6.93
DOWNER EDI LTD	6465573	OS-SAL	15/06/2018	19/06/2018	-177662	6.89
DOWNER EDI LTD	6465573	OS-PUR	15/06/2018	19/06/2018	1000	6.91
DOWNER EDI LTD	6465573	OS-SAL	15/06/2018	19/06/2018	-78439	6.91
DOWNER EDI LTD	6465573	OS-PUR	18/06/2018	20/06/2018	850	6.87
DOWNER EDI LTD	6465573	OS-SAL	18/06/2018	20/06/2018	-178475	6.86
DOWNER EDI LTD	6465573	OS-SAL	22/06/2018	22/06/2018	-257865	6.48
DOWNER EDI LTD	6465573	OS-PUR	22/06/2018	22/06/2018	257865	6.48
DOWNER EDI LTD	6465573	OS-SAL	21/06/2018	25/06/2018	-569	6.93
DOWNER EDI LTD	6465573	OS-SAL	21/06/2018	25/06/2018	-335106	6.95
DOWNER EDI LTD	6465573	OS-SAL	21/06/2018	25/06/2018	-170229	6.96
DOWNER EDI LTD	6465573	OS-PUR	22/06/2018	26/06/2018	1150	6.78
DOWNER EDI LTD	6465573	OS-SAL	27/06/2018	27/06/2018	-4484867	6.50
DOWNER EDI LTD	6465573	OS-SAL	25/06/2018	27/06/2018	-19368	6.77
DOWNER EDI LTD	6465573	OS-PUR	27/06/2018	27/06/2018	4484867	6.50
DOWNER EDI LTD	6465573	OS-SAL	26/06/2018	28/06/2018	-243182	6.74
DOWNER EDI LTD	6465573	OS-SAL	26/06/2018	28/06/2018	-107573	6.76
DOWNER EDI LTD	6465573	OS-SAL	27/06/2018	29/06/2018	-1500000	6.76
DOWNER EDI LTD	6465573	OS-SAL	27/06/2018	29/06/2018	-239867	6.76
DOWNER EDI LTD	6465573	OS-SAL	28/06/2018	2/07/2018	-72955	6.80
DOWNER EDI LTD	6465573	OS-SAL	28/06/2018	2/07/2018	-165000	6.81
DOWNER EDI LTD	6465573	OS-SAL	28/06/2018	2/07/2018	-300000	6.79
DOWNER EDI LTD	6465573	OS-SAL	29/06/2018	3/07/2018	-312	6.77
DOWNER EDI LTD	6465573	OS-SAL	29/06/2018	3/07/2018	-413956	6.80
DOWNER EDI LTD	6465573	OS-SAL	29/06/2018	3/07/2018	-66044	6.77
DOWNER EDI LTD	6465573	OS-SAL	29/06/2018	3/07/2018	-250000	6.79
DOWNER EDI LTD	6465573	OS-SAL	2/07/2018	4/07/2018	-51953	6.83
DOWNER EDI LTD	6465573	OS-PUR	29/06/2018	4/07/2018	27946	6.78
DOWNER EDI LTD	6465573	OS-SAL	2/07/2018	4/07/2018	-20796	6.87
DOWNER EDI LTD	6465573	OS-PUR	3/07/2018	5/07/2018	480739	6.86
DOWNER EDI LTD	6465573	OS-SAL	3/07/2018	5/07/2018	-69639	6.89
DOWNER EDI LTD	6465573	OS-SAL	3/07/2018	5/07/2018	-730332	6.86
DOWNER EDI LTD	6465573	OS-SAL	3/07/2018	5/07/2018	-96489	6.88
DOWNER EDI LTD	6465573	OS-SAL	3/07/2018	5/07/2018	-234434	6.88
DOWNER EDI LTD	6465573	OS-SAL	3/07/2018	5/07/2018	-129208	6.89
DOWNER EDI LTD	6465573	OS-SAL	3/07/2018	5/07/2018	-1093176	6.86
DOWNER EDI LTD	6465573	OS-SAL	3/07/2018	5/07/2018	-1594	6.88