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Form 605

Corporations Act 2001
Section 671B

Notice of ceasing to be a substantial holder

To Company Name/Scheme: DOWNER EDI LIMITED (ASX Code: DOW)

ACN/ARSN: ACN 003 872 848

1. Details of substantial holder(1)

Name **Sumitomo Mitsui Trust Holdings, Inc. (SMTH) and its Subsidiaries as listed in Annexure 2**

ACN/ARSN (if applicable) **N/A**

The holder ceased to be a substantial holder on 12 April 2021

The previous notice was given to the company on 16 February 2021

The previous notice was dated 12 February 2021

2. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) 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 (4)	Consideration given in relation to change (5)	Class (6) and number of securities affected	Person's votes affected
See Annexure 1					

3. Changes in association

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) 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
Nikko AM Limited (NAML) Nikko Asset Management Australia Limited Nikko AM Equities Australia Pty Limited	Ceased to be a subsidiary and associate of Sumitomo Mitsui Trust Holdings, Inc. (SMTH) on 12th April 2021 following an acquisition by TA Universal Investment Holdings Ltd and Yarra Management Nominees Pty Ltd.

4. Addresses

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

Name	Address
Nikko AM Limited (NAML)	Level 26, One International Towers Sydney, 100 Barangaroo Avenue, Barangaroo NSW 2000
Nikko Asset Management Co., Ltd (NAM)	Midtown Tower, 9-7-1 Akasaka, Minato-ku Tokyo 107-6242 Japan

Sumitomo Mitsui Trust Asset Management Co., Ltd (SMTAM)	1-1-1 Shibakoen Minato-Ku, Tokyo 105-0011, Japan
Sumitomo Mitsui Trust Holdings, Inc. (SMTH)	1-4-1 Marunouchi, Chiyoda-ku, Tokyo 100-8233, Japan

Signature

Print name	Saffick Ramjahn	Capacity	Authorised Person of SMTH
sign here		Date	14 April 2021

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THIS IS ANNEXURE 1 OF 1 PAGE REFERED TO IN FORM 605 - NOTICE OF CEASING TO BE A SUBSTANTIAL SHAREHOLDER

Date Range of Change	Person whose Relevant Interest Changed	Nature of Change	Consideration Given in Relation to Change	Class & Number of Securities Affected	Person's Votes Affected
15 February 2021 to 12 April 2021	Nikko AM Limited	Purchase of Shares	$ 14,804,468	Fully Paid Ordinary & 2,854,187	2,854,187
15 February 2021 to 12 April 2021	Nikko AM Limited	Sale of Shares	$ 1,993,013	Fully Paid Ordinary & 383,072	383,072
12 April 2021	Nikko AM Limited	Ceased to be a subsidiary of SMTH on 12th April 2021	N/A	Fully Paid Ordinary & 53,484,319	53,484,319
15 February 2021 to 12 April 2021	Sumitomo Mitsui Trust Asset Management Co., Ltd (SMTAM)	Sale of Shares	$ 5,211	Fully Paid Ordinary & 1,012	1,012

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Annexure 2 – SMTH subsidiaries

This is Annexure 2 of 2 pages referred to in the Form 605 – Notice of ceasing to be a substantial shareholder

Sumitomo Mitsui Trust Holdings Inc. Subsidiaries:
Sumitomo Mitsui Trust Bank, Limited
Sumitomo Mitsui Trust Asset Management Co., Ltd.
Sumitomo Mitsui Trust International Limited
Sumitomo Mitsui Trust Asset Management Americas, Inc.
Nikko Asset Management Co., Ltd.
Nippon Institutional Securities Co., Ltd.
Nikko Asset Management Americas, Inc.
Nikko Asset Management Asia Limited
Nikko Asset Management Europe Ltd
Nikko Asset Management International Limited
AIIMAN Asset Management Sdn.Bhd.
Nikko Asset Management New Zealand Limited
Nikko AM Americas Holding Co., Inc.
Nikko AM Global Holdings Limited
Nikko Asset Management Hong Kong Limited
Nikko AM Global Cayman Limited
Nikko AM (Cayman) Ltd
Nikko Asset Management Luxembourg S.A.
NAMA Investment Partneres,Inc.
Affin Hwang Asset Management Berhad
AccelVantage Academy Sdn.Bhd.
Rongtong Fund Management Co., Ltd
Shen Zhen Rongtong Capital Management Co., Ltd.
Rongtong Global Investment Limited
Bintang Capital Partners Berhad
Mutual Fund & Insurance Research Institute
UBS SuMi TRUST Wealth Management Co., Ltd.
Sky Ocean Asset Management Co,Ltd.
JP Asset Management Co.,Ltd.
SBI Sumishin Net Bank, Ltd.
SBI Sumishin Net Bank Card Co., Ltd.
SBI Card Co., Ltd.
NetMove Corporation
Dayta Consulting Co., Ltd.
Sumitomo Mitsui Trust General Service Co., Ltd.
Sumitomo Mitsui Trust Career Partners Co., Ltd.
HR One Corporation
HR One Shanghai Co., Ltd.
Sumitomo Mitsui Trust Systems & Services Co., Ltd.
Sumitomo Mitsui Trust Guarantee Co., Ltd.
Sumishin Guaranty Company Limited
Sumitomo Mitsui Trust Wealth Partners Co., Ltd.
Sumitomo Mitsui Trust Card Co., Ltd.
Sumitomo Mitsui Trust Club Co., Ltd.
Sumitomo Mitsui Trust Life Partners Co., Ltd.
Sumitomo Mitsui Trust Business Service Co., Ltd.
Cardif Assurance Vie Japan
Cardif Assurances Risques Divers Japan
Sumitomo Mitsui Trust Loan & Finance Co., Ltd.
Sumitomo Mitsui Trust Panasonic Finance Co., Ltd.
Japan Machinery Leasing and Sales Co., Ltd.
Sumitomo Mitsui Trust Leasing（SINGAPORE） Pte.Ltd.
OIF(PANAMA) S.A.
SMPT OCEAN PTE.LTD.
Sumishin Life Card Company, Limited

Zijin Trust Co., Ltd
Nanjing Zijin Financial Leasing Co., Ltd.
Marubeni SumiT Rail Transport Inc.
Midwest Rail Corporation
Sumitomo Mitsui Trust Bank(Thai) Public Company Limited
BIDV-SuMi TRUST Leasing Co.,Ltd.
Japan Management Succession Support Co. Ltd.
GK Trust Capital Mezzanine
Sumitomo Mitsui Trust Investment Co., Ltd.
Sumitomo Mitsui Trust(Hong Kong) Limited
Sumitomo Mitsui Trust Real Estate Investment Management Co., Ltd.
Enex Asset Management Co., Ltd.
Tokyo Securities Transfer Agent Co.,Ltd.
Japan Securities Agents, Ltd.
Sumitomo Mitsui Trust TA Solution, Ltd.
Japan Stockholders Data Service Company, Limited
J-Eurus IR Co., Ltd.
Japan Board Review Co., Ltd.
Sumitomo Mitsui Trust Research Institute Co., Ltd.
Sumitomo Mitsui Trust Realty Co., Ltd.
Mitsui & Co., Logistics Partners Ltd.
Custody Bank of Japan, Ltd.
NS Holdings LLP
Sumitomo Mitsui Trust Bank (Luxembourg)S.A.
Sumitomo Mitsui Trust Bank (U.S.A.) Limited
Sumitomo Mitsui Trust (Ireland) Limited
SMT Fund Services (Ireland) Limited
SMT Trustees (Ireland) Limited
G.A.S. (Cayman) Limited
Sumitomo Mitsui Trust (UK) Limited
Japan Pension Operation Service, Ltd.

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