Form 603

Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/ Scheme: DOWNER EDI LTD

ACN/ ARSN: 003 872 848

1. Details of substantial holder (1)

Name: Aware Super Pty Ltd as trustee of Aware Super

ACN/ ARSN (if applicable): 11 118 202 672

The holder became a substantial holder on: 7/09/2021

2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
FPO	34,980,995	34,980,995	5.005%

*Based on shares on issue of 698,948,132 shares

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Aware Super Pty Ltd (ABN 11 118 202 672) as trustee of Aware Super (ABN 53 226 460 365)	Beneficial owner	34,671,643 Fully Paid Ordinary shares
Aware Financial Services Australia Limited (ABN 86 003 742 756)	Beneficial owner	309,352 Fully Paid Ordinary shares

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered Holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Aware Super Pty Ltd (ABN 11 118 202 672) as trustee of Aware Super (ABN 53 226 460 365)	State Street Australia Limited	Aware Super Pty Ltd (ABN 11 118 202 672) as trustee of Aware Super (ABN 53 226 460 365)	34,671,643 Fully Paid Ordinary shares
Aware Financial Services Australia Limited (ABN 86 003 742 756)	State Street Australia Limited	Aware Financial Services Australia Limited (ABN 86 003 742 756)	309,352 Fully Paid Ordinary shares

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Number of FPO Shares
		Cash	Non-cash	
Aware Super Pty Ltd	7-Jun	130,832.48	N/A	22,906.00
Aware Super Pty Ltd	9-Jun	318,638.07	N/A	54,917.00
Aware Super Pty Ltd	10-Jun	250,513.27	N/A	42,616.00
Aware Super Pty Ltd	15-Jun	264,269.30	N/A	45,899.00
Aware Super Pty Ltd	17-Jun	164,645.18	N/A	29,955.00
Aware Super Pty Ltd	21-Jun	603,694.15	N/A	110,010.00
Aware Super Pty Ltd	22-Jun	13,107,140.55	N/A	2,311,665.00
Aware Financial Services Australia Limited	22-Jun	201,097.89	N/A	35,467.00

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Aware Super Pty Ltd	23-Jun	189,750.27	N/A	33,295.00
Aware Super Pty Ltd	24-Jun	391,618.880	N/A	69,473.00
Aware Super Pty Ltd	28-Jun	121,645.40	N/A	21,678.00
Aware Super Pty Ltd	30-Jun	6,392,760.17	N/A	1,143,585.00
Aware Super Pty Ltd	1-Jul	5,851,830.29	N/A	1,067,564.00
Aware Super Pty Ltd	8-Jul	2,928,025.68	N/A	540,222.00
Aware Super Pty Ltd	12-Jul	126,696.30	N/A	23,227.00
Aware Super Pty Ltd	14-Jul	120,009.32	N/A	21,690.00
Aware Super Pty Ltd	15-Jul	26,697.14	N/A	4,868.00
Aware Super Pty Ltd	11-Aug	1,423,094.48	N/A	256,467.00
Aware Super Pty Ltd	13-Aug	774,755.61	N/A	127,498.00
Aware Financial Services Australia Limited	13-Aug	35,444.87	N/A	5,833.00
Aware Super Pty Ltd	16-Aug	970,264.09	N/A	154,573.00
Aware Super Pty Ltd	17-Aug	857,408.24	N/A	134,696.00
Aware Super Pty Ltd	18-Aug	939,117.05	N/A	145,801.00
Aware Super Pty Ltd	19-Aug	808,707.48	N/A	126,669.00
Aware Super Pty Ltd	23-Aug	4,134,827.72	N/A	629,106.00
Aware Super Pty Ltd	25-Aug	2,782,936.91	N/A	421,260.00
Aware Super Pty Ltd	26-Aug	1,960,360.09	N/A	296,949.00
Aware Super Pty Ltd	30-Aug	3,361,566.61	N/A	519,466.00
Aware Super Pty Ltd	31-Aug	1,222,686.41	N/A	188,077.00
Aware Super Pty Ltd	1-Sep	2,009,124.23	N/A	309,215.00
Aware Super Pty Ltd	2-Sep	1,037,333.22	N/A	160,451.00
Aware Super Pty Ltd	6-Sep	2,084,023.55	N/A	323,902.00
Aware Super Pty Ltd	7-Sep	11,890,882.13	N/A	1,837,740.00

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ ARSN (if applicable)	Nature of association
Aware Super Pty Ltd (ABN 11 118 202 672) as trustee of Aware Super (ABN 53 226 460 365)	No Change
Aware Financial Services Australia Limited (ABN 86 003 742 756)	No Change

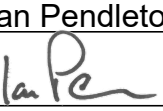
7. Addresses

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

Name	Address
Aware Super Pty Ltd (ABN 11 118 202 672) as trustee of Aware Super (ABN 53 226 460 365)	Level 28, 388 George Street, Sydney, NSW 2000
Aware Financial Services Australia Limited (ABN 86 003 742 756)	Level 28, 388 George Street, Sydney, NSW 2000

Signature

Print name Ian Pendleton Capacity Company Secretary

Sign here  Date 09.09.21

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 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant

(6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.

(7) Include details of:

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(a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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.

(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) 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.

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