

Downer EDI Limited ABN 97 003 872 848

Triniti Business Campus 39 Delhi Road North Ryde NSW 2113

1800 DOWNER www.downergroup.com

16 May 2022

Company Announcements Office ASX Limited Exchange Centre Level 4, 20 Bridge Street SYDNEY NSW 2000

Dear Sir/Madam

In accordance with Listing Rule 3.8A, enclosed is a copy of ASIC Form 484 in respect of the cancellation of 362,040 ordinary shares in Downer EDI Limited (Downer) as part of the on-market share buy-back.

Following this cancellation, Downer's issued capital is 675,621,892 ordinary shares.

Yours sincerely,

Downer EDI Limited

Robert Regan Company Secretary

Authorised for release by Downer's Group General Counsel and Company Secretary, Robert Regan.

Electronic Lodgement

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Form 484

Corporations Act 2001

Change to company details

Company details

Company name

DOWNER EDI LIMITED

Australian Company Number (ACN)

003 872 848

Lodgement details

Who should ASIC contact if there is a query about this form?

Name

LYONS, PETER

ASIC registered agent number (if applicable)

20788

Signature

This form must be signed by a current officeholder of the company.

I certify that the information in this form is true and complete

Name

PETER JAMES LYONS

Capacity

Secretary

Signature

Date signed

16-05-2022

C1 Cancellation of shares

Reason for cancellation

Shares cancellation details

Reason for cancellation

ss.257H(3) Share buyback - Other buy-back type. A form 280 or 281 must be lodged at least 14 days, and no more than 1 year before the share buy-back can take place

The cancelled shares are listed below:

		Amount paid (cash or otherwise)	
ORD	362040	1992330.08	

Earliest Date of cancellation

21-04-2022

C3 Change to share structure

The updated details for this changed share class are shown in the table below.

Share class code	Full title if not standard	_		Total amount unpaid on these shares
ORD	ORDINARY SHARES	675621892	2525046301.19	0.00

Earliest date of

21-04-2022

change