

Level 12, 141 Walker Street
North Sydney NSW 2060 Australia
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Facsimile: +61 2 8923 6877
worleyparsons.com
WorleyParsons Limited
ABN 17 096 090 158

23 November 2015

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

Dear Sir/Madam

WORLEYPARSONS LIMITED (WOR)

SUBSTANTIAL SHAREHOLDER NOTICES – POLARIS CAPITAL MANAGEMENT, LLC

The company has received the information attached and is lodging it in accordance with ASX Listing Rule 3.17.2.

Yours faithfully WorleyParsons

Peter Janu

Company Secretary & General Counsel Corporate

5.04%

Form 603

Corporations Act 2001 Section 671B

Notice of initial substantial holder

		eter Janu, Company Secret	ary	
To Company Name/Scheme	-	Parsons Limited		
	<u>Level</u>	12. 141 Walker St.		
4001140011	North	Sydney NSW 2060 Australi	.a	
ACIVARSN -		096 090 158		
1. Details of substantial holder (1)				
Name	Polaris Capital Mana	igement, LLC		
THERE -	121 High St.			
ACIV APSIN (if applicable)	Boston, MA 02110-247	5 USA		
The holder became a substantial holder	on <u>21 04</u> /2015			
2. Details of voting power				
The total number of votes attached to all	the voting shares in the company or voting interest	s in the enhance that the a hetertial hale	dor or an accomisto (7) by	nd a
relevant interest (3) in on the date the s	ubstantial holder became a substantial holder are as	singescere ner nesalsiaria ilai :talaws	na or arrasporate (2) re	au a
(-)		is the says of		
Class of securities (4)	At a transfer of the state of t		11.7	1
Uassid Securities (4)	Number of securities	Person's votes (5)	\friend namer (6)	I

12,508,000

3. Details of relevant interests

Ordinary

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:

12,508,000

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
	<u> </u>	

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

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 relevent interest	Date of acquisition	Consideration	•	Class and number of securities
		Cash	Non-cash	

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

Name and ACIV AFEN (if applicable)	Nature of association

7. Addresses

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

Name	Address

Signature

Kathleen S. Jacobs apacity V.P. Secretary

Kathle Spaces

DIRECTIONS

- 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 (1) equity trust), the names could be included in an armeture to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the formas 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
- (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 6718(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 relevent interest in
- The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. If subsaction 6718(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
 - any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposel of the securities to which the relevant interest relates (indicating dearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Opporations 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.

GUIDE

This guide does not form part of the prescribed form and is included by ASIC to assist you in completing and lodging form 603.

Signature

This form must be signed by either a director or a secretary of the substantial holder,

Lodging period

Nil

Lodging Fee

Nil

Other forms to be completed

Nil

Additionalinformation

- (a) If additional space is required to complete a question, the information may be included on a separate piece of paper annexed to the form.
- (b) This notice must be given to a listed company, or the responsible entity for a listed managed investment scheme. A copy of this notice must also be given to each relevant securities exchange.
- (c) The person must give a copy of this notice:
 - (i) within 2 business days after they become aware of the information, or
 - (ii) by 9.30 am on the next trading day of the relevant securities exchange after they become aware of the information if:
 - (A) a takeover bid is made for voting shares in the company or voting interests in the scheme, and
 - (B) the person becomes aware of the information during the bid period.

Annexures

To make any annexure conform to the regulations, you must

- 1 use A4 size paper of white or light pastel colour with a margin of at least 10mm on all sides
- 2 show the corporation name and ACN or ARBN
- 3 number the pages consecutively
- 4 print or type in BLOCK letters in dark blue or black ink so that the document is clearly legible when photocopied
- 5 identify the annexure with a mark such as A, B, C, etc
- 6 endorse the annexure with the words This is annexure (mark) of (number) pages referred to in form (form number and title)
- 7 sign and date the annexure The annexure must be signed by the same person(s) who signed the form.

3. Details of Relevant Interests

Holder of relevant interest	Nature of relevant interest	Class and number of securities	es
PNC International Equity Fund	power to control disposal of securities	Ordinary	771,500
ASC Investment Group	power to control voting and/or disposal of securities	Ordinary	38,300
The Cheyenne Fund a Massachusetts Limited Partnership	power to control voting and/or disposal of securities	Ordinary	71,400
Comcast Corporation Retirement- Investment Plan	power to control voting and/or disposal of securities	Ordinary	197,300
Counsel Trust Company EB	power to control voting and/or disposal of securities	Ordinary	7,800
Counsel Trust Company Personal	power to control voting and/or disposal of securities	Ordinary	27,500
Counsel Trust Company IRA (LLC)	power to control voting and/or disposal of securities	Ordinary	9,700
Stephen E. Frank	power to control disposal of securities	Ordinary	4,900
General Electric Pension Trust	power to control voting and/or disposal of securities	Ordinary	671,400
NYSCRF/GSAM AIMS Global Tuscarora	power to control voting and/or disposal of securities	Ordinary	533,500
Goldman Sachs Multi-Manager Alternatives Fund	power to control voting and/or disposal of securities	Ordinary	156,100
Pear Tree Polaris Foreign Value Fund	power to control voting and/or disposal of securities	Ordinary	3,363,500
Pear Tree Polaris Foreign Value Small Cap Fund	power to control voting and/or disposal of securities	Ordinary	1,172,700
Lockheed Martin Corporation Master Retirement Trust	power to control voting and/or disposal of securities	Ordinary	608,000
The Nationwide Defined Benefit Master Trust	power to control disposal of securities	Ordinary	693,900
Nationwide Savings Plan	power to control disposal of securities	Ordinary	726,400
Nazareth Literary and Benevolent	power to control disposal of securities	Ordinary	105,000
Obermayer Foundation, Inc.	power to control voting and/or disposal of securities	Ordinary	14,300
Polaris Capital International Value Limited Partnership	power to control voting and/or disposal of securities	Ordinary	265,800
Polaris Global Value Fund	power to control voting and/or disposal of securities	Ordinary	497,400
RBC GAM International Fund	power to control voting and/or disposal of securities	Ordinary	668,500
Russell Trust Company Retirement Income Plan For Employees Of Armstrong World Industries Inc.	power to control disposal of securities	Ordinary	66,100
Russell Institutional Funds, LLC - Russell Multi-Asset Core Plus Fund	power to control disposal of securities	Ordinary	161,100
Russell Investment Company Global Equity Portfolio	power to control disposal of securities	Ordinary	751,300
Russell Trust Company Multi-Asset Core Fund	power to control disposal of securities	Ordinary	179,700
Russell Investments Canada Ltd. Wsib Investments Public Equities Pooled Fund Trust	power to control disposal of securities	Ordinary	445,600
Sharon Schumacher	power to control disposal of securities	Ordinary	4,300
David Matthew Shackleton Revocable Trust Uad 12/07/76	power to control disposal of securities	Ordinary	1,400
Taylor Woodrow Group Pension & Life Assurance Fund	power to control voting and/or disposal of securities	Ordinary	273,800
The Stanley W. Watson Foundation	power to control voting and/or disposal of securities	Ordinary	19,800

Name: Signature: Kauher S. Janus

Capacity: V. P.
Date: ///10//5

4. Details of present registered holders

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder	Class and number of securities	
PNC International Equity Fund			Ordinary	771,500
ASC Investment Group	National Nominees Limited		Ordinary	38,300
The Cheyenne Fund a Massachusetts Limited Partnership			Ordinary	71,400
Comcast Corporation Retirement-Investment Plan	Comcest		Ordinary	197,300
Counsel Trust Company EB			Ordinary	7,800
Counsel Trust Company Personal		<u> </u>	Ontinary	27,500
Counsel Trust Company IRA (LLC)			Ordinary	9,700
Stephen E. Frank	Pershing LLC at HSBC Airstralia	1	Ordinary	4,900
General Electric Pension Trust	HSBC	I	Ordinary	671,400
NYSCRF/GSAM AIMS Global Tuscarora			Ordinary	533,500
Goldman Sachs Multi-Manager Alternatives Fund	GS MULTI-MANAGER ALT-POLARIS	<u> </u>	Ordinary	156,100
Pear Tree Polaris Foreign Value Fund	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED		Ordinary	3,363,500
Pear Tree Polaris Foreign Value Small Cap Fund	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED		Ordinary	1,172,700
Lockheed Martin Corporation Master Retirement Trust	HSBC Custody Nominees (Australia) Limited		Drahary	608,000
The Nationwide Defined Benefit Master Trust			Ordinary	693,900
Nationwide Savings Plan	Nationwide	1	Ordinary	726,400
Nazareth Literary and Benevolent Institution	HS8C	<u> </u>	Ordinary	105,000
Obermayer Foundation, Inc.	Pershing LLC at HSBC Australia		Ordinary	14,300
Polans Capital International Value Limited Partnership			Ordinary	265,800
Polans Global Value Fund			Drohnary	497,400
RBC GAM International Fund	HSBC		Ordinary	668,500
Russell Trust Company Retirement Income Plan For Employees Of Armstrong			Ordinary	66,100
World Industries Inc.			<u> </u>	
Russell Institutional Funds, LLC - Russell Multi-Asset Core Plus Fund			Ordinary	161,100
Russell Investment Company Global Equity Portfolio	HSBC		Ordinary	751,300
Russell Trust Company Multi-Asset Core Fund	извс	<u> </u>	Ordinary	179,700
Russell Investments Canada Ltd. Wsib Investments Public Equities Pooled Fund			Ordinary	445,600
Trust	HSBC			
Sharon Schumacher	Pershing LLC at HSBC Australia		Ordinary	4,300
David Matthew Shackleton Revocable Trust Uad 12/07/76	Pershing ELC at HSBC Australia		Ordinary	1,400
Taylor Woodrow Group Pension & Life Assurance Fund	HSBC Custody Nominees (Australia) Limited		Ordinary	273,800
The Stanley W. Watson Foundation			Ordinary	19,800

5. Consideration

Holder of relevant Interest	Date of Acquisition	Consi	deration	Class and number of securities	\$
		Cash	Non-cash		
PNC International Equity Fund	17/04/2015 - 23/04/2015	\$10.55 - \$11.25	1	Ordinary	771,500
ASC Investment Group	16/04/2015 - 22/04/2015	\$10.00 - \$10.93		Ordinary	38,300
The Cheyenne Fund a Massachusetts Limited		440.55 444.35		Ordinary	71,400
Partnership	17/04/2015 - 23/04/2015	\$10.55 - \$11.25		Ordinary	71,400
Comcast Corporation Retirement-Investment Plan	17/04/2015 - 22/04/2015	\$10.55 - \$10.93		Ordinary	197,300
Counsel Trust Company EB	15/04/2015 - 22/04/2015	\$9.41 - \$10.93		Ordinary	7,800
Counsel Trust Company Personal	16/04/2015 - 23/04/2015	\$10.00 - \$11.25		Ordinary	27,500
Counsel Trust Company IRA (LLC)	16/04/2015 - 22/04/2015	\$10.00 - \$10.93	1	Ordinary	9,700
Stephen E. Frank	15/04/2015	\$9.46		Ordinary	4,900
General Electric Pension Trust	17/04/2015 - 23/04/2015	\$10.55 - \$11.25		Ordinary	671,400
NYSCRF/GSAM AIMS Global Tuscarora	17/04/2015 - 23/04/2015	\$10.55 - \$11.25		Ordinary	\$33,500
Goldman Sachs Multi-Manager Alternatives Fund	16/04/2015 - 23/04/2015	\$10.00 - \$11.25		Ordinary	156,100
Pear Tree Polaris Foreign Value Fund	16/04/2015 - 23/04/2015	\$10.00 - \$11.25		Ordinary	3,363,500
Pear Tree Polaris Foreign Value Small Cap Fund	15/04/2015 - 23/04/2015	\$9.41 - \$11.25	1	Ordinary	1,172,700
Lockheed Martin Corporation Master Retirement	** *** *** *** *** *** *** *** *** ***	\$10.00 - \$11.25		Ordinary	608,000
Trust	16/04/2015 - 23/04/2015	\$10.00 \$11.25		Ordinary	<u> </u>
The Nationwide Defined Benefit Master Trust	16/04/2015 - 23/04/2015	\$10.00 - \$11.25		Ordinary	693,900
Nationwide Savings Plan	17/04/2015 - 23/04/2015	\$10.55 - \$11.25		Ordinary	726,400
Nazareth Literary and Benevolent Institution	15/04/2015 - 23/04/2015	\$9.41 - \$11.25		Ordinary	105,000
Obermayer Foundation, Inc.	15/04/2015	\$9.46		Ordinary	14,300
Polaris Capital International Value Limited	16/04/2015 - 23/04/2015	\$10.00 - \$11.25		Ordinary	265,800
Partnership	16/04/2013 - 23/04/2013	310.00-311.23		Oldinary.	
Potaris Global Value Fund	16/04/2015 - 23/04/2015	\$10.00 - \$11.25		Ordinary	497,400
RBC GAM International Fund	17/04/2015	\$10.55		Ordinary	668,500
Russell Trust Company Retirement Income Plan	16/04/2015 - 23/04/2015	\$10.00 - \$11.25		Ordinary	66,100
For Employees Of Armstrong World Industries Inc.	18/04/1015 - 23/04/1015	310.00 311.23			
Russell Institutional Funds, LLC - Russell Multi-	17/04/2015 - 23/04/2015	510.55 - \$11.25		Ordinary	161,100
Asset Core Plus Fund		***************************************			
Russell Investment Company Global Equity	17/04/2015 - 23/04/2015	\$10.55 - \$11.25		Ordinary	751,300
Portfolia		440.00 444.00		Ordinary	179,700
Russell Trust Company Multi-Asset Core Fund	17/04/2015 - 23/04/2015	\$10.55 - \$11.25		Orbitary	1/9,/00
Russell Investments Canada Ltd. Wsib Investments	15/04/2015 - 23/04/2015	\$9.41 - \$11.25		Ordinary	445,600
Public Equities Pooled Fund Trust	4 C in a impact	59.46	-	Ordinary	4,300
Sharon Schumacher	15/04/2015	39.40		Ordanary	4,300
David Matthew Shackleton Revocable Trust Uad	15/04/2015	\$9.46		Ordinary	1,400
12/07/76 Taylor Woodrow Group Pension & Life Assurance		15	 		
Fund	17/04/2015 - 22/04/2015	\$10.55 - \$10.93		Ordinary	273,800
The Stanley W. Watson Foundation	16/04/2015 - 23/04/2015	\$10.00 - \$11.25		Ordinary	19,800
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Holder of relevant interest	Name	Address
PNC International Equity Fund	National Australia Bank, Ltd.	National Australia Bank, Ltd. Level 12, 500 Bourke St Melbourne, Victoria 3000 Australia
ASC Investment Group	National Australia Bank, Ltd.	GPO BOX 1406, Melbourne VIC 3001
The Cheyenne Fund a Massachusetts Limited Partnership		National Australia Bank, Ltd. Level 12, 500 Bourke St Melbourne, Victoria 3000 Australia
Comcast Corporation Retirement- Investment Plan	JP Morgan Chase Bank	JPMorgan Chase Bank, N.A.** Level 19, 55 Collins Street Melbourne 3000 AUSTRALIA
Counsel Trust Company EB	National Australia Bank, Ltd.	National Australia Bank, Ltd. Level 12, 500 Bourke St Melbourne, Victoria 3000 Australia
Counsel Trust Company Personal	National Australia Bank, Ltd.	National Australia Bank, Ltd. Level 12, 500 Bourke 5t Melbourne, Victoria 3000 Australia
Counse! Trust Company IRA (LLC)	National Australia Bank, Ltd.	National Australia Bank, Ltd. Level 12, 500 Bourke St Melbourne, Victoria 3000 Australia
Stephen E. Frank	HSBC Bank Australia	HSBC Bank Australia Ltd HSBC Centre 580 George Street Sydney NSW 2000, Australia
General Electric Pension Trust	Hongkong and Shanghai Banking Corporation	Hongkong and Shanghai Banking Corporation Ltd. HSBC Custody and Clearing Level 13, 580 George St. Sydney, NSW 2000, Australia
NYSCRF/GSAM AIMS Global Tuscarora	JP Morgan Chase Bank	JPMorgan Chase Bank, N.A.** Level 19, 55 Collins Street Melbourne 3000 AUSTRALIA
Goldman Sachs Multi-Manager Alternatives Fund	Hongkong and Shanghai Banking Corporation	The Hongkong and Shanghai Banking Corporation Ltd. HSBC Custody and Clearing Level 13, 580 George St. Sydney, NSW 2000, Australia
Pear Tree Polaris Foreign Value Fund	Hongkong and Shanghai Banking Corporation	Hongkong and Shanghai Banking Corporation Ltd. HSBC Custody and Clearing Level 13, 580 George St. Sydney, NSW 2000, Australia
Pear Tree Polaris Foreign Value Small Cap Fund	Hongkong and Shanghai Banking Corporation	Hongkong and Shanghai Banking Corporation Ltd. HSBC Custody and Clearing Level 13, 580 George St. Sydney, NSW 2000, Australia
Lockheed Martin Corporation Master Retirement Trust	HSBC Custody and Clearing	HSBC Custody and Clearing, Level 13, 580 George Street, Sydney NSW 2000, Australia

National Australia Bank, Ltd. Washington Chase Bank National Australia Bank, Ltd. Washington Chase Bank National Australia Bank, Ltd. PMorgan Chase Bank National Australia PMORgan Graporation National Australia PMORgan Chase Bank National Australia PMORgan	Holder of relevant interest	Name	Address
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Sharon Schumacher Hongkong and Shanghai Banking Corporation 580 George Street	Sharon Schumacher	Hongkong and Shanghal Banking Corporation	580 George Street
Sydney NSW 2000, Australia			Sydney NSW 2000, Australia

Holder of relevant interest	Name	Address
		HSBC Bank Australia Ltd
		HSBC Centre
David Matthew Shackleton Revocable Trust	Hongkong and Shanghai Banking Corporation	580 George Street
Uad 12/07/76		Sydney N5W 2000, Australia
		H5BC Custody and
Taylor Woodrow Group Pension & Life	HSBC Custody and Clearing	Clearing, Level 13, 580
Assurance Fund		George Street, Sydney
ļ		NSW 2000, Australia
		Hongkong and Shanghai
25		Banking Corporation Ltd.
The Stanley W. Watson Foundation	HSBC Bank Australia	HSBC Custody and Clearing
- Are		Level 13, 580 George St.
		Sydney, NSW 2000, Australia

Name:	Capacity:
Signature:	Date:

Form 603

Corporations Act 2001 Section 671B

Notice of initial substantial holder

To Company Name/Scheme	Mr. Peter Janu, Company Secretary Worley Parsons Limited Level 12, 141 Walker St.
AON/APSN	North Sydney NSW 2060 Australia 096 090 158
Details of substantial holder (1) Name ACNVARSN (if applicable)	Polaris Capital Management, LLC 121 High St. Boston, MA 02110-2475 USA

The holder became a substantial holder on

28 07/2015

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 relevent 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)	Votting power (6)
Ordinary	15,537,800	15,537,800	6.26%

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
_		

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 relevent interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities

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	Obnsideration		Class and number of securities
		Cash	Non-cash	

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

Name and ACN/AFSN (if applicable)	Nature of association

7. Addresses

The addresses of persons named in this formare as follows:

Name	Address

Si	ar	a	bu	re

Kathen S. Jacobs capacity V. P. Secretary

Kathen S. Jacobs capacity V. P. Secretary

sign here

DIRECTIONS

- If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the imanager and trustee of an (1) equity trust), the names could be included in an annexure to the form. If the relevent interests of a group of persons are essentially similar, they may be referred to throughout the formas a specifically named group if the membership of each group, with the names and addresses of members is dearly set out in paragraph 7 of the
- See the definition of "associate" in section 9 of the Corporations Act 2001. 2
- See the definition of "relevant interest" in sections 608 and 671E(7) of the Corporations Act 2001. (3)
- The voting shares of a company constitute one class unless divided into separate classes. (4)
- 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 relevent (5) interest in
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Indudedatails of:
 - any relevent agreement or other diroumstances 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
 - 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 dearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.

- 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".
- 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 (9) 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.

GUIDE

This guide does not form part of the prescribed form and is included by ASIC to assist you in completing and lodging form 603.

Signature

This form must be signed by either a director or a secretary of the substantial holder.

Lodging period

Nil

Lodging Fee

Nil

Other forms to be completed

Nil

Additional information

- (a) If additional space is required to complete a question, the information may be included on a separate piece of paper annexed to the form.
- (b) This notice must be given to a listed company, or the responsible entity for a listed managed investment scheme. A copy of this notice must also be given to each relevant securities exchange.
- (c) The person must give a copy of this notice:
 - (i) within 2 business days after they become aware of the information, or
 - (ii) by 9.30 am on the next trading day of the relevant securities exchange after they become aware of the information if:
 - (A) a takeover bid is made for voting shares in the company or voting interests in the scheme; and
 - (B) the person becomes aware of the information during the bid period.

Annexures

To make any annexure conform to the regulations, you must

- 1 use A4 size paper of white or light pastel colour with a margin of at least 10mm on all sides
- 2 show the corporation name and ACN or ARBN
- 3 number the pages consecutively
- 4 print or type in BLOCK letters in dark blue or black ink so that the document is clearly legible when photocopied
- 5 identify the annexure with a mark such as A, B, C, etc
- 6 endorse the annexure with the words:

This is annexure (mark) of (number) pages referred to in form (form number and title)

7 sign and date the annexure

The annexure must be signed by the same person(s) who signed the form

3. Details of Relevant Interests

Holder of relevant interest	Nature of relevant Interest	Class and number of securit	ies
PNC International Equity Fund	power to control disposal of securities	Ordinary	974,600
ASC Investment Group	power to control voting and/or disposal of securities	Ordinary	38,300
Battelle-Polaris Global Equity	power to control voting and/or disposal of securities	Ordinary	148,500
The Cheyenne Fund a Massachusetts		Oudins	71 400
Limited Partnership	power to control voting and/or disposal of securities	Ordinary	71,400
Comcast Corporation Retirement-	power to control voting and/or disposal of securities	Ordinary	197,300
Investment Plan	power to country voting and/or disposar or secontries	Crumary	137,300
Counsel Trust Company EB	power to control voting and/or disposal of securities	Ordinary	7,800
Counsel Trust Company Personal	power to control voting and/or disposal of securities	Ordinary	27,500
Counsel Trust Company IRA (LLC)	power to control voting and/or disposal of securities	Ordinary	9,700
Stephen E. Frank	power to control disposal of securitles	Ordinary	4,900
General Electric Pension Trust	power to control voting and/or disposal of securities	Ordinary	671,400
NYSCRF/GSAM AIMS Global Tuscarora	power to control voting and/or disposal of securities	Ordinary	533,500
Goldman Sachs Multi-Manager	41	a.t.	475 200
Alternatives Fund	power to control voting and/or disposal of securities	Ordinary	176,200
Pear Tree Polaris Foreign Value Fund	power to control voting and/or disposal of securities	Ordinary	4,388,300
Pear Tree Polaris Foreign Value Small			
Cap Fund	power to control voting and/or disposal of securities	Ordinary	2,245,000
Lockheed Martin Corporation Master		0-4'	600 000
Retirement Trust	power to control voting and/or disposal of securities	Ordinary	689,900
The Nationwide Defined Benefit Master	power to control disposal of securities	Ordinan	CO2 000
Trust	power to control disposal or securities	Ordinary	693,900
Nationwide Savings Plan	power to control disposal of securities	Ordinary	726,400
Nazareth Literary and Benevolent	power to control disposal of securities	Ordinan	105 000
Institution	power to control disposal of secondes	Ordinary	105,000
Obermayer Foundation, Inc.	power to control voting and/or disposal of securities	Ordinary	14,300
Polaris Capital International Value	power to control voting and/or disposal of securities	Ordinary	354,800
Limited Partnership	power to control voting arrayor disposar of secontres	Ordinary	554,600
Polaris Global Value Fund	power to control voting and/or disposal of securities	Ordinary	497,400
RBC GAM International Fund	power to control voting and/or disposal of securities	Ordinary	1,079,200
Russell Trust Company Retirement			
Income Plan For Employees Of	power to control disposal of securities	Ordinary	66,100
Armstrong World Industries Inc.			
Russell Institutional Funds, LLC - Russell	power to control disposal of securities	Ordinary	140,500
Multi-Asset Core Plus Fund	power to control disposal of securities		140,300
Russell Investment Company Global	power to control disposal of securities	Ordinary	751,300
Equity Portfolio	portion to mornior mappoint of generality	oranisi y	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,
Russell Trust Company Multi-Asset Core	power to control disposal of securities	Ordinary	179,700
Fund			
Russell Investments Canada Ltd. Wsib			
Investments Public Equities Pooled Fund	power to control disposal of securities	Ordinary	445,600
Trust	L L L L L L L L L L L L L L L L L L L	2 "	
Sharon Schumacher	power to control disposal of securities	Ordinary	4,300
David Matthew Shackleton Revocable	power to control disposal of securities	Ordinary	1,400
Trust Uad 12/07/76	<u>'</u>		
Taylor Woodrow Group Pension & Life	power to control voting and/or disposal of securities	Ordinary	273,800
Assurance Fund		·	
The Stanley W. Watson Foundation	power to control voting and/or disposal of securities	Ordinary	19,800

Name:

Signature:

Kathleen S. Jacobs Kathe). Jauls

Capacity: VP Date: 10 11 15

4. Details of present registered holders

Holder of relevant Interest	Registered holder of securities	Person entitled to be registered as holder	Class and number of securities	
PNC International Equity Fund		<u> </u>	Ordinary	974,600
ASC Investment Group	National Nominees Limited		Ordinary	32,300
Battelle-Polans Global Equity	HSBC Custody Nominees (Australia) Limited		Ordinary	148,500
The Cheyenne Fund a Massachusetts Limited Partnership			Ordinary	71,400
Comcast Corporation Retirement-Investment Plan	Comcast		Ordinary	197,300
Counsel Trust Company EB			Ordinary	7,800
Counsel Trust Company Personal			Ordinary	27,500
Counsel Trust Company IRA (LLC)			Ordinary	9,700
Stephen E. Frank	Pershing LLC at HSBC Australia		Ordinary	4,900
General Electric Pension Trust	HS8C		Ordinary	671,400
NYSCRF/GSAM AIMS Global Tuscarora			Ordinary	533,500
Goldman Sachs Multi-Manager Alternatives Fund	GS MULTI-MANAGER ALT-POLARIS		Ordinary	176,200
Pear Tree Polaris Foreign Value Fund	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED		Ordinary	4,388,300
Pear Tree Polaris Foreign Value Small Cap Fund	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED		Ordinary	2,245,000
Lockheed Martin Corporation Master Retrement Trust	HSBC Custody Nominees (Australia) Limited		Drdinary	689,900
The Nationwide Defined Benefit Master Trust			Ordinary	693,900
Nationwide Savings Plan	Mationwide		Ordinary	726,400
Nazareth Literary and Benevolent Institution	HS8C		Ordinary	105,000
Obermayer Foundation, Inc.	Pershing LLC at HSBC Aintralia	<u> </u>	Ordinary	14,300
Polaris Capital International Value Limited Partnership			Ordinary	354,800
Polans Global Value Fund			Ordinary	497,400
RBC GAM International Fund	HSBC		Ordinary	1,079,200
Russell Trust Company Retirement Income Plan For Employees Of Armstrong			Ordinary	66,100
World Industries Inc.				
Russell Institutional Funds, LLC - Russell Multi-Asset Core Plus Fund			Ordinary	140,500
Russell Investment Company Global Equity Portfolio	HSBC	<u> </u>	Ordinary	751,300
Russell Trust Company Multi-Asset Core Fund	HSBC	<u> </u>	Ordinary	179,700
Russell Investments Canada Ltd. Wsib Investments Public Equities Pooled Fund			Ordinary	445,600
frust	HSBC			
Sharon Schamacher	Pershing LLC at HSBC Australia		Ordinary	4,300
David Matthew Shackleton Revocable Trust Uad 12/07/76	Pershing LLC at HSBC Australia		Ordinary	1,400
Taylor Woodrow Group Pension & Life Assurance Fund	HSBC Custody Nominees (Australia) Limited		Ordinary	273,800
The Stanley W. Watson Foundation			Ordinary	19,800

S. Consideration

Holder of relevant interest	Date of Acquisition	Cons	deration	Class and number of securities	
		Cash	Non-cash		
PNC International Equity Fund	17/04/2015 - 28/07/2015	\$9.14 - \$11.25		Ordinary	974,600
ASC Investment Group	16/04/2015 - 22/04/2015	\$10.00 - \$10.93		Ordinary	38,300
Battelle-Polaris Global Equity	9/7/15	\$9.64		Ordinary	148,500
The Cheyenne Fund a Massachusetts Limited	12/04/2017 33/04/2017	\$10.55 - \$11.25		Ordinary	71,400
Partnership	17/04/2015 - 23/04/2015	\$10.33 - \$11.23			
Comcast Corporation Retirement-Investment Plan	17/04/2015 - 22/04/2015	\$10.55 - \$10.93		Ordinary	197,300
Counsel Trust Company EB	15/04/2015 - 22/04/2015	\$9.41 - \$10.93		Ordinary	7,800
Counsel Trust Company Personal	16/04/2015 - 23/04/2015	\$10.00 - \$11.25		Ordinary	27,500
Counsel Trust Company IRA (LLC)	16/04/2015 - 22/04/2015	\$10.00 - 510.93		Ordinary	9,700
Stephen E. Frank	15/04/2015	\$9.46		Ordinary	4,900
General Electric Pension Trust	17/04/2015 - 23/04/2015	\$10.55 - \$11.25		Ordinary	671,400
NYSCRF/GSAM AIMS Global Tuscarora	17/04/2015 - 23/04/2015	\$10.55 - \$11.25		Ordinary	533,500
Goldman Sachs Multi-Manager Alternatives Fund	16/04/2015 - 28/05/2015	\$10.00 - \$11.25		Ordinary	176,200
Pear Tree Polaris Foreign Value Fund	16/04/2015 - 12/06/2015	\$10.00 - \$11.84		Ordinary	4,388,300
Pear Tree Polaris Foreign Value Small Cap Fund	15/04/2015 - 28/07/2015	\$9.11 - \$11.25		Ordinary	2,245,000
Lockheed Martin Corporation Master Retirement	16/04/2015 - 04/05/2015	\$10.00 - \$11.47		Ordinary	689,900
Trust	16/04/2015 - 04/05/2015	310.00 - 311.47		Ordinary	
The Nationwide Defined Benefit Master Trust	16/04/2015 - 23/04/2015	\$10.00 - \$11.25		Ordinary	693,900
Nationwide Savings Plan	17/04/2015 - 23/04/2015	\$10.55 - \$11.25		Ordinary	726,400
Nazareth Literary and Benevolent Institution	15/04/2015 - 23/04/2015	\$9.41 - \$11.25		Ordinary	105,000
Obermayer Foundation, Inc.	15/04/2015	\$9.46		Ordinary	14,300
Polaris Capital International Value Limited	16/04/2015 - 02/07/2015	\$10.00 - \$11.25		Ordinary	354,800
Partnership				·	
Polaris Global Value Fund	16/04/2015 - 23/04/2015	\$10.00 - \$11.25		Ordinary	497,400
RBC GAM International Fund	17/04/2015 - 24/04/2015	\$10.55 - \$11.51		Ordinary	1,079,200
Russell Trust Company Retirement Income Plan	16/04/2015 - 23/04/2015	\$10.00 - \$11.25	Ordinary	66,100	
For Employees Of Armstrong World Industries Inc.			<u> </u>		
Russell Institutional Funds, LLC - Russell Multi-	17/04/2015 - 23/04/2015	\$10.55 - 511.25		Ordinary	140,500
Asset Core Plus Fund		1			
Russell Investment Company Global Equity	17/04/2015 - 23/04/2015	\$10.55 - \$11.25		Ordinary	751,300
Portfolio	17/04/2015 - 23/04/2015	\$10.55 - \$11.25	· 	Ordinary	179.700
Russell Trust Company Multi-Asset Core Fund	17/04/2013 - 23/04/2013	310.33 - 311.23		Ordinary	213,100
Russell Investments Canada Ltd. Wsib Investments	15/04/2015 - 23/04/2015	\$9.41 - \$11.25		Ordinary	445,600
Public Equities Pooled Fund Trust Sharon Schumacher	15/04/2015	\$9.46	-	Ordinary	4,300
David Matthew Shackleton Revocable Trust Uad	13/94/2013	-	 		
12/07/76	15/04/2015	\$9.46		Ordinary	1,400
Taylor Woodrow Group Pension & Life Assurance					
Fund	17/04/2015 - 22/04/2015	\$10.55 - \$10.93		Ordinary	273,800
The Stanley W. Watson Foundation	16/04/2015 - 23/04/2015	\$10.00 - \$11.25	 	Ordinary	19,800

Holder of relevant interest	Name	Address
		National Australia Bank, Ltd.
	National Australia Bank, Ltd.	Level 12, 500 Bourke St
PNC International Equity Fund	IVational Australia Bank, Etu.	Melbourne, Victoria 3000
		Australia
ASC Investment Group	National Australia Bank, Ltd.	GPO BOX 1406, Melbourne VIC 3001
		HSBC Custody and Clearing
Post-lie Balasis Clabal Cavity	HSBC Custody and Clearing	Level 13, 580 George St.
Battelle-Polaris Global Equity	nope custody and dearing	Sydney, NSW 2000, Australia
		National Australia Bank, Ltd.
The Cheyenne Fund a Massachusetts Limited	National Australia Bank, Ltd.	Level 12, 500 Bourke St
Partnership	,	Melbourne, Victoria 3000
		Australia
		JPMorgan Chase Bank, N.A.**
Comcast Corporation Retirement-	In an area of the second	Level 19, 55 Collins Street
Investment Plan	JP Morgan Chase Bank	Melbourne 3000
		AUSTRALIA
		Matianal Australia Bank 14d
		National Australia Bank, Ltd. Level 12, 500 Bourke St
Committee Committee Co	Material Assessed Books Leek	1 22
Counsel Trust Company EB	National Australia Bank, Ltd.	Melbourne, Victoria 3000 Australia
		Australia
		National Australia Bank, Ltd.
		Level 12, 500 Bourke St
Counsel Trust Company Personal	National Australia Bank, Ltd.	Melbourne, Victoria 3000
		Australia
		National Australia Bank, Ltd.
		Level 12, 500 Bourke St
	At at	
Counsel Trust Company IRA (LLC)	National Australia Bank, Ltd.	Melbourne, Victoria 3000
•		Australia
		HSBC Bank Australia Ltd
		HSBC Centre
	uene nada Australia	
Stephen E. Frank	HSBC Bank Australia	580 George Street
		Sydney NSW 2000, Australia
		Hongkong and Shanghal
		Banking Corporation Ltd.
General Electric Pension Trust	Hongkong and Shanghai Banking Corporation	HSBC Custody and Clearing
General Electric Perision Trust	Houskous and Sususdast panking Corporation	Level 13, 580 George St.
		Sydney, NSW 2000, Australia
<u> </u>		JPMorgan Chase Bank, N.A.**
		Level 19, 55 Collins Street
NYSCRF/GSAM AIMS Global Tuscarora	JP Morgan Chase Bank	Melbourne 3000
NTSCRF/GSAM AIMS GIODAI TUSCATOLA	or Molkan Chase bank	AUSTRALIA
		1
<u> </u>		The Hongkong and Shanghai Banking Corporation Ltd.
		HSBC Custody and Clearing
Goldman Sachs Multi-Manager Alternatives	Hongkong and Shanghai Banking Corporation	Level 13, 580 George St.
Fund	LiverBrong and analignar barrenig corporation	Sydney, NSW 2000, Australia
		Hongkong and Shanghai Banking Corporation Ltd.
Pear Tree Polaris Foreign Value Fund	Hongkong and Shanghai Banking Corporation	HSBC Custody and Clearing
Pear Tree Polaris Foreign Value Fund	Hongkong and Shanghai Banking Corporation	HSBC Custody and Clearing Level 13, 580 George St.
Pear Tree Polaris Foreign Value Fund	Hongkong and Shanghai Banking Corporation	HSBC Custody and Clearing
Pear Tree Polaris Foreign Value Fund	Hongkong and Shanghai Banking Corporation	HSBC Custody and Clearing Level 13, 580 George St.
	Hongkong and Shanghai Banking Corporation	HSBC Custody and Clearing Level 13, 580 George St. Sydney, NSW 2000, Australia
Pear Tree Polaris Foreign Value Small Cap	Hongkong and Shanghai Banking Corporation Hongkong and Shanghai Banking Corporation	HSBC Custody and Clearing Level 13, 580 George St. Sydney, NSW 2000, Australia Hongkong and Shanghai Banking Corporation Ltd.
		HSBC Custody and Clearing Level 13, 580 George St. Sydney, NSW 2000, Australia Hongkong and Shanghai Banking Corporation Ltd. HSBC Custody and Clearing
Pear Tree Polaris Foreign Value Small Cap		HSBC Custody and Clearing Level 13, 580 George St. Sydney, NSW 2000, Australia Hongkong and Shanghai Banking Corporation Ltd. HSBC Custody and Clearing Level 13, 580 George St.
Pear Tree Polaris Foreign Value Small Cap		HSBC Custody and Clearing Level 13, 580 George St. Sydney, NSW 2000, Australia Hongkong and Shanghai Banking Corporation Ltd. HSBC Custody and Clearing Level 13, 580 George St.
Pear Tree Polaris Foreign Value Small Cap	Hongkong and Shanghal Banking Corporation	HSBC Custody and Clearing Level 13, 580 George St. Sydney, NSW 2000, Australia Hongkong and Shanghai Banking Corporation Ltd. HSBC Custody and Clearing Level 13, 580 George St. Sydney, NSW 2000, Australia
Pear Tree Polaris Foreign Value Small Cap Fund		HSBC Custody and Clearing Level 13, 580 George St. Sydney, NSW 2000, Australia Hongkong and Shanghai Banking Corporation Ltd. HSBC Custody and Clearing Level 13, 580 George St. Sydney, NSW 2000, Australia HSBC Custody and

Holder of relevant interest	Name	Address
		National Australia Bank, Ltd.
		Level 12, 500 Bourke St
The Nationwide Defined Benefit Master	National Australia Bank, Ltd.	Melbourne, Victoria 3000
Trust	·	Australia
		JPMorgan Chase Bank, N.A.**
		Level 19, 55 Collins Street
Nationwide Savings Plan	JP Morgan Chase Bank	Melbourne 3000
•		AUSTRALIA
	Hongkong and Shanghai Banking Corporation	Hongkong and Shanghai
		Banking Corporation Ltd.
Nazareth Literary and Benevolent Institution		HSBC Custody and Clearing
		Level 13, 580 George St.
		Sydney, NSW 2000, Australia
		HSBC Bank Australia Ltd
		HSBC Centre
Obermayer Foundation, Inc.	Hongkong and Shanghai Banking Corporation	580 George Street
Obermayer roundation, inc.	The State of	Sydney NSW 2000, Australia
		National Australia Bank, Ltd.
Malada Manjani kasasansi anni Malada di Isalica di		Level 12, 500 Bourke St
Polaris Capital International Value Limited	National Australia Bank, Ltd.	Melbourne, Victoria 3000
Partnership		Australia
<u> </u>		
		National Australia Bank, Ltd.
Polaris Global Value Fund	National Australia Bank, Ltd.	Level 12, 500 Bourke 5t
. 21213		Melbourne, Victoria 3000
		Australia
	1	Hongkong and Shanghai
		Banking Corporation Ltd.
RBC GAM International Fund	Hongkong and Shanghai Banking Corporation	HSBC Custody and Clearing
		Level 13, 580 George St.
		Sydney, NSW 2000, Australia
		JPMorgan Chase Bank, N.A.**
Russell Trust Company Retirement Income		Level 19, 55 Collins Street
Plan For Employees Of Armstrong World	JP Morgan Chase Bank	Melbourne 3000
Industries Inc.		AUSTRALIA
		National Australia Bank, Ltd.
		Level 12, 500 Bourke St
Russell Institutional Funds, LLC - Russell	National Australia Bank, Ltd.	Melbourne, Victoria 3000
Multi-Asset Core Plus Fund		Australia
		_
		Hongkong and Shanghai
Russell investment Company Global Equity Portfolio		Banking Corporation Ltd.
	Hongkong and Shanghai Banking Corporation	HSBC Custody and Clearing
	Unikong and Stangral banking corporation	Level 13, 580 George St.
		Sydney, NSW 2000, Australia
<u> </u>		Hongkong and Shanghai
		Banking Corporation Ltd.
Russell Trust Company Multi-Asset Core	Hongkong and Shanghai Banking Corporation	HSBC Custody and Clearing
Fund	rangkong and Shanghai Banking Corporation	Level 13, 580 George St.
		Sydney, NSW 2000, Australia
Russell Investments Canada Ltd. Wsib Investments Public Equitles Pooled Fund Trust	Hongkong and Shanghai Banking Corporation	Hongkong and Shanghai
		Banking Corporation Ltd.
		HSBC Custody and Clearing
		Level 13, 580 George St.
		Sydney, NSW 2000, Australia
		HSBC Bank Australia Ltd
Sharon Schumacher	Hongkong and Shanghal Banking Corporation	HSBC Centre
		580 George Street
		Sydney NSW 2000, Australia

Holder of relevant interest	Name	Address
David Matthew Shackleton Revocable Trust Uad 12/07/76		HSBC Bank Australia Ltd
		HSBC Centre
	Hongkong and Shanghai Banking Corporation	580 George Street
		Sydney NSW 2000, Australia
Taylor Woodrow Group Pension & Life Assurance Fund	HSBC Custody and Clearing	HSBC Custody and
		Clearing, Level 13, 580
		George Street, Sydney
		NSW 2000, Australia
The Stanley W. Watson Foundation	HSBC Bank Australia	Hongkong and Shanghai
		Banking Corporation Ltd.
		HSBC Custody and Clearing
		Level 13, 580 George St.
		Sydney, NSW 2000, Australia

Name:	Capacity
Signature:	Date: