

# Form 603

Corporations Act 2001  
Section 671B

## Notice of initial substantial holder

To Company Name/Scheme \_\_\_\_\_

ACN/ARSN \_\_\_\_\_

### 1. Details of substantial holder (1)

Name \_\_\_\_\_

ACN/ARSN (if applicable) \_\_\_\_\_

The holder became a substantial holder on \_\_\_\_\_ / \_\_\_\_ / \_\_\_\_

### 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)

### 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 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 relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	

**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

**7. Addresses**

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

Name	Address

## Signature

print name

capacity

sign here

date / /

\* At a meeting of the Board on 22 November 2013, the Directors resolved to approve the delegation of the preparation and lodgement of substantial shareholder notices on behalf of BlackRock Investment Management (Australia) Limited.

**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 interest in.
- (6) 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 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.

16-Mar-16

Date

Kayla McGrory,  
Authorised Signatory

## 3. Details of Relevant Interests

## 4. Details of present registered holders

## 6. Associates

Holder of Relevant Interests Name and ACN / ARSN (if applicable)	Nature of Relevant Interest	Registered Holder of Securities	Person entitled to be registered as holder	Class and number of Securities	Person's votes	Nature of Association
BlackRock (Netherlands) B.V.	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	SSB-SSB NEW YORK INSTITUTIONAL		ord 29,548	29,548	subsidiary of BlackRock Inc.
BlackRock Advisors (UK) Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	BNYM-BONY BRUSSELS		ord 15,061	15,061	subsidiary of BlackRock Inc.
BlackRock Advisors (UK) Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	BNYM-BONY EUROPE - LONDON		ord 612,255	612,255	subsidiary of BlackRock Inc.
BlackRock Advisors (UK) Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	SSB-STATE STREET BANK, GERMANY		ord 25,577	25,577	subsidiary of BlackRock Inc.
BlackRock Advisors (UK) Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	SSB-STATE STREET DUBLIN		ord 3,402,335	3,402,335	subsidiary of BlackRock Inc.
BlackRock Asset Management Canada Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	SSB-STATE STREET SACRAMENTO		ord 65,082	65,082	subsidiary of BlackRock Inc.
BlackRock Asset Management Deutschland AG	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	SSB-STATE STREET BANK, GERMANY		ord 1,639,540	1,639,540	subsidiary of BlackRock Inc.
BlackRock Asset Management North Asia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	HSBC-HSBC, HONG KONG		ord 1,097	1,097	subsidiary of BlackRock Inc.
BlackRock Fund Advisors	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	SSB-STATE STREET BANK, BOSTON		ord 27,594	27,594	subsidiary of BlackRock Inc.
BlackRock Fund Advisors	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	SSB-STATE STREET SACRAMENTO		ord 4,419,130	4,419,130	subsidiary of BlackRock Inc.
BlackRock Institutional Trust Company, National Association	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	BNYM-MELLON TRUST - NEW YORK		ord 60,292	60,292	subsidiary of BlackRock Inc.
BlackRock Institutional Trust Company, National Association	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	JPM-JP MORGAN CHASE - NEW YORK		ord 26,491	26,491	subsidiary of BlackRock Inc.
BlackRock Institutional Trust Company, National Association	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	NT-NORTHERN TRUST CO. - CHICAGO		ord 4,388	4,388	subsidiary of BlackRock Inc.
BlackRock Institutional Trust Company, National Association	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	SSB-SSB BOSTON INSTITUTIONAL		ord 1,194	1,194	subsidiary of BlackRock Inc.
BlackRock Institutional Trust Company, National Association	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	SSB-SSB NEW YORK INSTITUTIONAL		ord 109,858	109,858	subsidiary of BlackRock Inc.
BlackRock Institutional Trust Company, National Association	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	SSB-STATE STREET BANK, BOSTON		ord 14,663	14,663	subsidiary of BlackRock Inc.

Holder of Relevant Interests Name and ACN / ARSN (if applicable)	Nature of Relevant Interest	Registered Holder of Securities	Person entitled to be registered as holder	Class and number of Securities	Person's votes	Nature of Association
BlackRock Institutional Trust Company, National Association	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	SSB-STATE STREET SACRAMENTO		ord 1,033,661	1,033,661	subsidiary of BlackRock Inc.
BlackRock Investment Management (UK) Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	BNYM-BONY BRUSSELS		ord 8,814	8,814	subsidiary of BlackRock Inc.
BlackRock Investment Management (UK) Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	BNYM-BONY EUROPE - LONDON		ord 106,269	106,269	subsidiary of BlackRock Inc.
BlackRock Investment Management (UK) Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	CITI-CITIBANK INTERNATIONAL PLC (LUXEMBOURG BRANCH)		ord 17,666	17,666	subsidiary of BlackRock Inc.
BlackRock Investment Management (UK) Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	NT-NORTHERN TRUST UK		ord 95,129	95,129	subsidiary of BlackRock Inc.
BlackRock Investment Management, LLC	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	BNYM-THE BANK OF NEW YORK		ord 35,323	35,323	subsidiary of BlackRock Inc.
BlackRock Investment Management, LLC	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	JPM-JP MORGAN CHASE - NEW YORK		ord 20,131	20,131	subsidiary of BlackRock Inc.
BlackRock Investment Management, LLC	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	USB-US BANK		ord 2,936	2,936	subsidiary of BlackRock Inc.
BlackRock Investment Management (Australia) Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities held in its capacity as investment manager.	JPM-JPM CHASE - SYDNEY		ord 65,905	65,905	subsidiary of BlackRock Inc.
BlackRock Investment Management (Australia) Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities held in its capacity as investment manager.	NAB-NATIONAL AUSTRALIA BANK LIMITED - MELBOURNE		ord 146,540	146,540	subsidiary of BlackRock Inc.
BlackRock Investment Management (Australia) Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities held in its capacity as responsible entity.	JPM-JPM CHASE - SYDNEY		ord 385,318	385,318	subsidiary of BlackRock Inc.

This is Annexure B of 2 pages referred to in form 603 Notice of initial substantial shareholder

16-Mar-16

Kayla McGroary,  
Authorised Signatory

Date

## 5. Consideration

### WORLEYPARSONS LTD (WOR)

Holder of Relevant Interest	Date of Acquisition / Trans on a prescribed fin'l mkt		Consideration		Class and number of securities affected	Person's votes affected	
			Cash	Non-cash			
BlackRock Advisors (UK) Limited	16-Nov-15	yes	5.55	on mkt buy	ord	812	812
BlackRock Fund Advisors	18-Nov-15	no	n/a	in specie	ord	666	666
BlackRock Advisors (UK) Limited	18-Nov-15	yes	6.22	on mkt buy	ord	469	469
BlackRock Advisors (UK) Limited	18-Nov-15	yes	6.22	on mkt buy	ord	67	67
BlackRock Fund Advisors	19-Nov-15	no	n/a	in specie	ord	2,392	2,392
BlackRock Asset Management Canada Limited	19-Nov-15	no	n/a	in specie	ord	716	716
BlackRock Fund Advisors	20-Nov-15	no	n/a	in specie	ord	118	118
BlackRock Fund Advisors	20-Nov-15	no	n/a	in specie	ord	760	760
BlackRock Investment Management (Australia) Limited	23-Nov-15	yes	6.02	on mkt buy	ord	520	520
BlackRock Institutional Trust Company, National Association	23-Nov-15	no	n/a	in specie	ord	3,618	3,618
BlackRock Advisors (UK) Limited	24-Nov-15	yes	6.04	on mkt buy	ord	544	544
BlackRock Advisors (UK) Limited	24-Nov-15	yes	6.04	on mkt buy	ord	201	201
BlackRock Advisors (UK) Limited	24-Nov-15	yes	6.04	on mkt buy	ord	798	798
BlackRock Asset Management North Asia Limited	24-Nov-15	no	n/a	collateral transfer	ord	132,902	132,902
BlackRock Investment Management (Australia) Limited	26-Nov-15	yes	6.00	on mkt buy	ord	23,179	23,179
BlackRock Fund Advisors	27-Nov-15	yes	5.97	on mkt buy	ord	18,469	18,469
BlackRock Advisors (UK) Limited	30-Nov-15	yes	5.82	on mkt buy	ord	79,565	79,565
BlackRock Fund Advisors	30-Nov-15	yes	5.80	on mkt buy	ord	384,237	384,237
BlackRock Institutional Trust Company, National Association	30-Nov-15	yes	5.80	on mkt buy	ord	192,589	192,589
BlackRock Institutional Trust Company, National Association	30-Nov-15	yes	5.80	on mkt buy	ord	645,898	645,898
BlackRock Institutional Trust Company, National Association	30-Nov-15	yes	5.80	on mkt buy	ord	70,307	70,307
BlackRock Institutional Trust Company, National Association	30-Nov-15	yes	5.80	on mkt buy	ord	97,973	97,973
BlackRock Asset Management Canada Limited	30-Nov-15	yes	5.80	on mkt buy	ord	1,735	1,735
BlackRock Advisors (UK) Limited	30-Nov-15	yes	5.80	on mkt buy	ord	15,061	15,061
BlackRock Advisors (UK) Limited	30-Nov-15	yes	5.80	on mkt buy	ord	25,577	25,577
BlackRock Institutional Trust Company, National Association	30-Nov-15	yes	5.80	on mkt buy	ord	7,015	7,015
BlackRock Fund Advisors	01-Dec-15	no	n/a	in specie	ord	8,988	8,988
BlackRock Asset Management North Asia Limited	03-Dec-15	no	n/a	collateral transfer	ord	1,039,268	1,039,268
BlackRock Fund Advisors	04-Dec-15	no	n/a	in specie	ord	8,988	8,988
BlackRock Fund Advisors	04-Dec-15	no	n/a	in specie	ord	16,696	16,696
BlackRock Asset Management North Asia Limited	04-Dec-15	no	n/a	collateral transfer	ord	35,712	35,712
BlackRock Investment Management (Australia) Limited	07-Dec-15	yes	5.05	on mkt buy	ord	2,235	2,235
BlackRock Fund Advisors	07-Dec-15	yes	5.15	on mkt buy	ord	4,784	4,784
BlackRock Advisors (UK) Limited	08-Dec-15	yes	4.68	on mkt buy	ord	20,711	20,711
BlackRock Fund Advisors	08-Dec-15	no	n/a	in specie	ord	1,498	1,498
BlackRock Investment Management (UK) Limited	09-Dec-15	yes	4.72	on mkt buy	ord	7,615	7,615
BlackRock Fund Advisors	17-Dec-15	no	n/a	in specie	ord	2,247	2,247
BlackRock Fund Advisors	17-Dec-15	no	n/a	in specie	ord	1,434	1,434
BlackRock Fund Advisors	29-Dec-15	no	n/a	in specie	ord	5,992	5,992
BlackRock Fund Advisors	05-Jan-16	yes	4.89	on mkt buy	ord	4,212	4,212
BlackRock Fund Advisors	08-Jan-16	no	n/a	in specie	ord	7,490	7,490

Holder of Relevant Interest	Date of Acquisition / Trans on a prescribed fin'l mkt		Consideration		Class and number of securities affected	Person's votes affected	
			Cash	Non-cash			
BlackRock Investment Management (Australia) Limited	11-Jan-16	yes	4.37	on mkt buy	ord	745	745
BlackRock Asset Management Deutschland AG	12-Jan-16	yes	4.16	on mkt buy	ord	12,233	12,233
BlackRock Investment Management, LLC	12-Jan-16	yes	4.16	on mkt buy	ord	15,098	15,098
BlackRock Fund Advisors	13-Jan-16	yes	4.35	on mkt buy	ord	21,892	21,892
BlackRock Fund Advisors	14-Jan-16	yes	4.24	on mkt buy	ord	93,160	93,160
BlackRock Asset Management Deutschland AG	15-Jan-16	yes	4.27	on mkt buy	ord	12,224	12,224
BlackRock Investment Management (Australia) Limited	15-Jan-16	yes	8.91	on mkt buy	ord	2,785	2,785
BlackRock Fund Advisors	27-Jan-16	yes	3.67	on mkt buy	ord	12,100	12,100
BlackRock Investment Management (UK) Limited	29-Jan-16	yes	3.45	on mkt buy	ord	1,199	1,199
BlackRock Investment Management (Australia) Limited	12-Feb-16	yes	3.15	on mkt buy	ord	1,036	1,036
BlackRock Fund Advisors	17-Feb-16	yes	3.67	on mkt buy	ord	912	912
BlackRock Investment Management (Australia) Limited	29-Feb-16	yes	4.17	on mkt buy	ord	12,137	12,137
BlackRock (Netherlands) B.V.	29-Feb-16	no	n/a	in specie	ord	29,548	29,548
BlackRock Investment Management (UK) Limited	29-Feb-16	yes	4.20	on mkt buy	ord	17,666	17,666
BlackRock Asset Management Deutschland AG	02-Mar-16	yes	5.05	on mkt buy	ord	12,302	12,302
BlackRock Institutional Trust Company, National Association	08-Mar-16	yes	5.93	on mkt buy	ord	1,900	1,900
BlackRock Advisors (UK) Limited	10-Mar-16	yes	5.51	on mkt buy	ord	22,114	22,114
BlackRock Advisors (UK) Limited	10-Mar-16	yes	5.53	on mkt buy	ord	143,346	143,346
BlackRock Investment Management (Australia) Limited	10-Mar-16	yes	5.54	on mkt buy	ord	8,106	8,106
BlackRock Advisors (UK) Limited	11-Mar-16	yes	5.19	on mkt buy	ord	164,896	164,896
BlackRock Asset Management Deutschland AG	14-Mar-16	yes	5.45	on mkt buy	ord	111,267	111,267

## Annexure C

This is Annexure C of 1 page referred to in form 603 Notice of initial substantial shareholder

16-Mar-16  
**Kayla McGroary,** **Date**  
**Authorised Signatory**

### 7. Addresses

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

<b>Name</b>	<b>Address</b>
<b>BlackRock Group</b>	
BlackRock Inc.	55 East 52nd Street New York NY 10055 USA
BlackRock (Netherlands) B.V.	Rembrandt Tower, 17th floor Amstelplein Amsterdam Netherlands
BlackRock Advisors (UK) Limited	12 Throgmorton Avenue. London, EC2N 2DL, United Kingdom
BlackRock Asset Management Canada Limited	161 Bay Street, Suite 2500 Toronto, Ontario M5J 2S1 Canada
BlackRock Asset Management Deutschland AG	Max-Joseph-Straße 6 D-80333 Munich, Germany
BlackRock Asset Management North Asia Limited	15/F, 16/F, 17/F Citibank Tower & 17/F ICBC Tower, 3 Garden Road, Central, Hong Kong
BlackRock Fund Advisors	400 Howard Street San Francisco, CA, 94105 United States
BlackRock Institutional Trust Company, National Association	1225 17th Street, Suite 300, Denver, CO 80202 (Colorado, USA)
BlackRock Investment Management (Australia) Limited	Level 26, 101 Collins Street Melbourne VIC 3000 Australia (Victoria, Australia)
BlackRock Investment Management (UK) Limited	12 Throgmorton Avenue London EC2N 2DL United Kingdom
BlackRock Investment Management, LLC	1209 Orange Street, Wilmington, New Castle County, Delaware 19801, United States

This is Annexure D of 1 page referred to in form 603 Notice of initial substantial shareholder

Kayla McGrory, Authorised Signatory  
Date 16-Mar-16

<b>Type of agreement:</b>	Global Master Securities Lending Agreement
<b>Parties to agreement:</b>	Party A - Citigroup Global Markets Limited Party B - HSBC Institutional Trust Services (Asia) Limited
<b>Transfer date:</b>	Refer to Annexure B (transactions identified as collateral transfers)
<b>Holder of voting rights:</b>	BlackRock Asset Management North Asia Limited (as investment manager for the funds)
<b>Are there any restrictions on voting rights?</b> If yes, detail	Yes. Unless otherwise agreed between the parties, the Registered Owner will not exercise any voting rights.
<b>Scheduled return date (if any):</b>	Not applicable.
<b>Does the borrower have the right to return early?</b> If yes, detail	Yes. Upon an Event of Default under the GMSLA, the GMSLA provides, broadly, that both parties payment and delivery obligations will be accelerated and replaced with an obligation of one party to pay a single cash sum to the other determined in accordance with the provisions of the GMSLA (as modified by the Annex). The GMSLA provides that the parties' right to terminate the Agreement upon notice will not affect the parties' existing obligations in respect of any outstanding loans of securities. The Annex amended and restricted the Borrower's termination rights – i.e. Borrower may not have the right to terminate and return the borrowed securities - as the Borrower was to borrow the securities issued by it (or its sister company) to provide protection against the insolvency of the issuer and so usual rights of termination in a GMSLA were restricted. Subject to the terms of the relevant Loan, the Borrower, may early terminate a Loan and return Equivalent Securities at any time provided that it "shall cease to have such entitlement if an Act of Insolvency with respect to any Security Issuer or any of the Borrower's or any Security Issuer's affiliates has occurred, or any such person takes any steps preparatory to any of the matters which would constitute an Act of Insolvency
<b>Does the lender have the right to recall early?</b> If yes, detail	Yes, at notice.
<b>Will the securities be returned on settlement?</b> If yes, detail any exceptions	Yes.

A copy of this agreement will be provided to WORLEYPARSONS LTD or the Australian Securities and Investments Commission upon request.