

**Form 605**Corporations Act 2001  
Section 671B**Notice of ceasing to be a substantial holder**

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

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

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

Name \_\_\_\_\_

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

The holder ceased to be a  
substantial holder on

\_\_\_\_ / \_\_\_\_ / \_\_\_\_

The previous notice was given to the company on

\_\_\_\_ / \_\_\_\_ / \_\_\_\_

The previous notice was dated

\_\_\_\_ / \_\_\_\_ / \_\_\_\_

**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

**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

**4. 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 4 of the form.
- (2) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (3) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (4) Include details of:
  - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. 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.
- (5) 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.
- (6) The voting shares of a company constitute one class unless divided into separate classes.
- (7) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

This is Annexure A of 3 pages referred to in form 605 Notice of ceasing to be a substantial shareholder

Dennis Ivers, Authorised Signatory

20-Sep-16

Date

## 2. Changes in relevant interests

### WORLEYPARSONS LIMITED (WOR)

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
25-Jul-16	BlackRock Asset Management Deutschland AG	on mkt buy	7.83 ord 35,314	35,314
25-Jul-16	BlackRock Asset Management Deutschland AG	on mkt buy	7.83 ord 35,314	35,314
25-Jul-16	BlackRock Advisors (UK) Limited	on mkt sell	7.83 ord -29,616	-29,616
26-Jul-16	BlackRock Investment Management (Australia) Limited	on mkt sell	7.60 ord -4,226	-4,226
26-Jul-16	BlackRock International Limited	on mkt sell	7.62 ord -4,264	-4,264
27-Jul-16	BlackRock Advisors (UK) Limited	on mkt buy	7.46 ord 29,738	29,738
27-Jul-16	BlackRock Advisors (UK) Limited	on mkt buy	7.47 ord 29,738	29,738
28-Jul-16	BlackRock Fund Advisors	in specie	n/a ord 97,052	97,052
28-Jul-16	BlackRock Fund Advisors	in specie	n/a ord 24,263	24,263
28-Jul-16	BlackRock Advisors (UK) Limited	on mkt buy	7.42 ord 59,474	59,474
29-Jul-16	BlackRock Fund Advisors	in specie	n/a ord 97,052	97,052
29-Jul-16	BlackRock Institutional Trust Company, National Association	in specie	n/a ord 1,762	1,762
29-Jul-16	BlackRock Institutional Trust Company, National Association	in specie	n/a ord -1,762	-1,762
29-Jul-16	BlackRock Institutional Trust Company, National Association	on mkt buy	7.38 ord 9,853	9,853
01-Aug-16	BlackRock Fund Advisors	in specie	n/a ord 24,263	24,263
01-Aug-16	BlackRock Advisors (UK) Limited	on mkt buy	7.59 ord 29,736	29,736
01-Aug-16	BlackRock Asset Management Deutschland AG	on mkt buy	7.59 ord 264,810	264,810
02-Aug-16	BlackRock Fund Advisors	in specie	n/a ord 121,315	121,315
02-Aug-16	BlackRock Fund Advisors	in specie	n/a ord 24,263	24,263
02-Aug-16	BlackRock Investment Management (Australia) Limited	on mkt buy	7.27 ord 957	957
03-Aug-16	BlackRock Fund Advisors	in specie	n/a ord 72,861	72,861
03-Aug-16	BlackRock Fund Advisors	on mkt buy	7.00 ord 1,008	1,008
03-Aug-16	BlackRock Investment Management (Australia) Limited	on mkt sell	7.22 ord -6,049	-6,049
04-Aug-16	BlackRock Investment Management (Australia) Limited	on mkt sell	7.19 ord -6,294	-6,294
04-Aug-16	BlackRock Investment Management (Australia) Limited	on mkt sell	7.19 ord -2,446	-2,446
05-Aug-16	BlackRock Fund Advisors	in specie	n/a ord 72,861	72,861
05-Aug-16	BlackRock Fund Advisors	in specie	n/a ord 48,574	48,574
08-Aug-16	BlackRock Investment Management (Australia) Limited	on mkt sell	7.66 ord -679	-679

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	
09-Aug-16	BlackRock Fund Advisors	in specie	n/a	ord	97,148	97,148
09-Aug-16	BlackRock Asset Management Deutschland AG	on mkt buy	7.75	ord	17,660	17,660
10-Aug-16	BlackRock Fund Advisors	in specie	n/a	ord	24,287	24,287
10-Aug-16	BlackRock Investment Management (Australia) Limited	on mkt sell	7.71	ord	-4,649	-4,649
12-Aug-16	BlackRock Asset Management Deutschland AG	on mkt buy	7.78	ord	265,215	265,215
12-Aug-16	BlackRock Investment Management (Australia) Limited	on mkt sell	7.77	ord	-1,279	-1,279
16-Aug-16	BlackRock Investment Management (Australia) Limited	on mkt buy	7.82	ord	518	518
16-Aug-16	BlackRock Investment Management (Australia) Limited	on mkt buy	7.82	ord	1,295	1,295
16-Aug-16	BlackRock Investment Management (Australia) Limited	on mkt buy	7.82	ord	1,974	1,974
18-Aug-16	BlackRock Advisors (UK) Limited	on mkt buy	8.69	ord	29,793	29,793
18-Aug-16	BlackRock Investment Management (Australia) Limited	on mkt sell	8.32	ord	-8,356	-8,356
19-Aug-16	BlackRock Fund Advisors	in specie	n/a	ord	-48,624	-48,624
19-Aug-16	BlackRock Fund Advisors	on mkt buy	8.72	ord	1,375	1,375
22-Aug-16	BlackRock Investment Management (Australia) Limited	on mkt sell	9.32	ord	-511	-511
22-Aug-16	BlackRock Investment Management (Australia) Limited	on mkt sell	9.32	ord	-5,684	-5,684
23-Aug-16	BlackRock Fund Advisors	in specie	n/a	ord	810	810
23-Aug-16	BlackRock (Netherlands) B.V.	on mkt buy	8.68	ord	2,756	2,756
23-Aug-16	BlackRock Investment Management (Australia) Limited	on mkt sell	8.76	ord	-280	-280
23-Aug-16	BlackRock Institutional Trust Company, National Association	on mkt sell	8.76	ord	-3,760	-3,760
23-Aug-16	BlackRock Investment Management (Australia) Limited	on mkt sell	8.76	ord	-3,120	-3,120
24-Aug-16	BlackRock Fund Advisors	in specie	n/a	ord	-72,936	-72,936
24-Aug-16	BlackRock Asset Management Deutschland AG	on mkt buy	8.45	ord	17,712	17,712
24-Aug-16	BlackRock Investment Management (Australia) Limited	on mkt sell	8.43	ord	-4,070	-4,070
24-Aug-16	BlackRock Advisors (UK) Limited	on mkt sell	8.45	ord	-29,817	-29,817
26-Aug-16	BlackRock Investment Management (Australia) Limited	on mkt sell	7.96	ord	-5,724	-5,724
30-Aug-16	BlackRock Investment Management (Australia) Limited	on mkt buy	8.42	ord	1,974	1,974
31-Aug-16	BlackRock Investment Management, LLC	on mkt buy	8.16	ord	1,472	1,472
31-Aug-16	BlackRock Advisors (UK) Limited	on mkt buy	8.16	ord	29,848	29,848
31-Aug-16	BlackRock Investment Management (Australia) Limited	on mkt buy	8.16	ord	2,440	2,440
31-Aug-16	BlackRock Investment Management (Australia) Limited	on mkt buy	8.16	ord	777	777
31-Aug-16	BlackRock Advisors (UK) Limited	on mkt buy	8.04	ord	89,544	89,544
31-Aug-16	BlackRock Institutional Trust Company, National Association	on mkt sell	8.08	ord	-10,830	-10,830
31-Aug-16	BlackRock Investment Management (Australia) Limited	on mkt sell	8.16	ord	-5,782	-5,782
01-Sep-16	BlackRock Advisors (UK) Limited	on mkt buy	7.96	ord	29,872	29,872
01-Sep-16	BlackRock Investment Management (Australia) Limited	on mkt buy	7.96	ord	6,114	6,114

<b>Date of Change</b>	<b>Person whose relevant interest changed</b>	<b>Nature of change (4) / Consideration given in relation to change (5)</b>		<b>Class (6) and number of securities affected</b>	<b>Person's votes affected</b>	
01-Sep-16	BlackRock Institutional Trust Company, National Association	on mkt buy	7.96	ord	4,106	4,106
02-Sep-16	BlackRock Asset Management Deutschland AG	on mkt sell	7.98	ord	-142,152	-142,152
02-Sep-16	BlackRock Institutional Trust Company, National Association	on mkt sell	7.93	ord	-6,706	-6,706
02-Sep-16	BlackRock Advisors (UK) Limited	on mkt sell	7.98	ord	-59,776	-59,776
02-Sep-16	BlackRock Institutional Trust Company, National Association	on mkt sell	7.93	ord	-9,795	-9,795
05-Sep-16	BlackRock Investment Management (Australia) Limited	on mkt buy	8.11	ord	2,331	2,331
06-Sep-16	BlackRock Institutional Trust Company, National Association	in specie	n/a	ord	-993	-993
07-Sep-16	BlackRock Fund Advisors	on mkt buy	8.34	ord	3,921	3,921
09-Sep-16	BlackRock Investment Management (Australia) Limited	on mkt buy	8.39	ord	18,764	18,764
09-Sep-16	BlackRock Investment Management (Australia) Limited	on mkt buy	8.37	ord	1,974	1,974
12-Sep-16	BlackRock Advisors (UK) Limited	on mkt buy	7.86	ord	30,104	30,104
13-Sep-16	BlackRock Fund Advisors	in specie	n/a	ord	2,430	2,430
13-Sep-16	BlackRock Asset Management Deutschland AG	on mkt sell	7.66	ord	-9,008	-9,008
14-Sep-16	BlackRock Advisors (UK) Limited	on mkt sell	7.47	ord	-28,133	-28,133
16-Sep-16	BlackRock Advisors (UK) Limited	on mkt sell	7.18	ord	-3,498,897	-3,498,897
16-Sep-16	BlackRock Asset Management Deutschland AG	on mkt sell	7.11	ord	-3,672,727	-3,672,727
16-Sep-16	BlackRock Advisors (UK) Limited	on mkt sell	7.65	ord	-7,389	-7,389
16-Sep-16	BlackRock Investment Management (Australia) Limited	on mkt sell	7.65	ord	-6	-6
16-Sep-16	BlackRock Investment Management (Australia) Limited	on mkt sell	7.18	ord	-2,964	-2,964
16-Sep-16	BlackRock Fund Advisors	on mkt sell	7.65	ord	-1,982	-1,982
16-Sep-16	BlackRock Fund Advisors	on mkt sell	7.18	ord	-938,792	-938,792

This is Annexure B of 1 pages referred to in form 605 Notice of ceasing to be a substantial shareholder

Dennis Ivers, Authorised Signatory	20-Sep-16 Date
---------------------------------------	-------------------

## 7. Addresses

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

Name	Address
<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 Deutschland AG	Max-Joseph-Straße 6 D-80333 Munich, Germany
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 International Limited	Exchange Place One, 1 Semple Street, Edinburgh, EH3 8BL, United Kingdom (Scotland, United Kingdom)
BlackRock Investment Management (Australia) Limited	Level 26, 101 Collins Street Melbourne VIC 3000 Australia (Victoria, Australia)
BlackRock Investment Management, LLC	1209 Orange Street, Wilmington, New Castle County, Delaware 19801, United States