Media/ ASX and NZX Release

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US PRIVATE PLACEMENT ISSUE

Downer EDI Limited (Downer) announced today it had priced a new issue of 10 year fixed rate senior unsecured US Private Placement Notes. Two tranches of Notes were issued, with one denominated in US dollars for an amount of US$100 million and the other in Australian dollars for A$30 million.

The proceeds will be used for general corporate purposes and will extend the duration of Downer's debt portfolio.

The issue was oversubscribed but was capped at the above amounts and fully hedged into fixed rate Australian dollars for the 10 year term at a pricing level which is in line with current market.

This transaction marks the first time Downer has returned to the US capital markets since 2004 and was well supported by major US institutional investors.

J.P. Morgan Securities LLC and ANZ Securities, Inc. acted as Lead Placement Agent and Co-Placement Agent, respectively.

The transaction remains subject to execution of final documentation and is scheduled to complete on 8 July 2015.

Downer is rated BBB (Stable) by Fitch Ratings.

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Downer EDI Limited (Downer) is a leading provider of services to customers in markets including Transportation, Mining, Energy and Industrial Engineering, Utilities, Communications and Facilities. Downer employs about 20,000 people, mostly in Australia and New Zealand but also in the Asia-Pacific region, South America and Southern Africa.