
Form 603

Corporations Law
Section 671B

Notice of initial substantial holder

To Company Name/Scheme WORLEYPARSONS LTD

ACN/ARBN 096 090 158

1. Details of substantial holder (1)

Name Franklin Resources, Inc. and its affiliates

ACN (if applicable) N/A

The holder became a substantial holder on 22/07/2015

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 relevant interest (3) in on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Persons' votes (5)	Voting power (6)
Ordinary shares	13,126,866	13,126,866	5.37%*

*Based on shares outstanding of 244,409,452

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	Name of relevant interest (7)	Class and number of securities
See Annexure B, item 1	See Annexure B, item 2	See Annexure B, item 3

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
See Annexure B, item 1	See Annexure B, item 6	See Annexure B, item 8	See Annexure B, items 3,7 & 9

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	
See Annexure B, item 1	See Annexure B, item 4	See Annexure B, item 5	See Annexure B, item 5	See Annexure B, item 3

6. Associates

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

Name and ACN (if applicable)	Nature of association
The persons referred to in paragraph 1 of Annexure A are associates of Franklin Resources, Inc. by virtue of being a related body.	

7. Addresses

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

Name	Address
See Annexure A	See annexure A

Signature

print name Lori A. Weber

Capacity: Assistant Secretary,
Franklin Resources, Inc.

sign here

Date 24 July 2015

Annexure A

1 Names and addresses of all associates for whom composite notice is given:

Name	Address
BALANCED EQUITY MANAGEMENT PTY. LIMITED	Level 19, 101 Collins Street, Melbourne, Victoria 3000, Australia
C&EE GENERAL PARTNER LIMITED	St. Helier Jersey, Channel Islands
sha –HANA INFRASTRUCTURE FUND MANAGEMENT CO., LTD	18 th Floor, SKC Building 23-10, Youido-Dong, Youngdungpo-Gu, Seoul, S. Korea 150-734
DARBY ADMINISTRACAO DE INVESTIMENTOS LTDA.	Av. Brigadeiro de Faria Lima, 3311, 5th floor, suite 502 – part C, Itaim Bibi, postal code 04538-133, City of São Paulo, State of São Paulo – Brazil
DARBY ASIA FOUNDER PARTNER, L.P.	M&C Corporate Services Limited, P.O. Box 309GT, Ugland House, South Church Street, George Town, Grand Cayman, Cayman Islands
DARBY ASIA INVESTORS (HK), LTD.	Suite 911-919, Jardine House, 1 Connaught Place, Central, Hong Kong
DARBY ASIA INVESTORS, LTD.	Unit 1607-1608, 16 th Floor, Charter House, 8 Connaught Road, Central, Hong Kong
DARBY ASIA INVESTORS (INDIA) PRIVATE LIMITED	Sakhar Bhavan, 1st Floor, 230 Backbay Reclamation Nariman Point, Mumbai 400-021, India
DARBY ASIA MEZZANINE FUND II MANAGEMENT CO., LTD.	M&C Corporate Services Limited, PO Box 309GT, Ugland House, South Church Street, George Town, Grand Cayman, KY1-1104, Cayman Islands
DARBY ASIA OPPORTUNITIES FUND III GP, L.P.	Maples Corporate Services Limited, P.O. Box 309, Ugland House, Grand Cayman, KY1-1104, Cayman Islands
DARBY ASIA OPPORTUNITIES FUND III MANAGEMENT CO., LTD.	Maples Corporate Services Limited, P.O. Box 309, Ugland House, Grand Cayman, KY1-1104, Cayman Islands
DARBY BRAZIL MEZZANINE MANAGEMENT, LLC	1133 Connecticut Ave., NW, Suite 400 Washington, DC 20036
DARBY COLPATRIA CAPITAL SAS	1133 Connecticut Ave., NW, Suite 400 Washington, DC 20036
DARBY CONVERGING EUROPE FUND III MANAGEMENT	15, Rue Edward Steichen, L-2540 Luxembourg, Grand Duchy of Luxembourg
DARBY CONVERGING EUROPE FOUNDER PARTNER, L.P.	1133 Connecticut Ave., NW, Suite 400 Washington, DC 20036
DARBY EMERGING MARKETS INVESTMENTS, LTD.	c/o Corporation Service Company, 2711 Centerville Road, Suite 400, Wilmington, Delaware 19808
DARBY EUROPE MEZZANINE MANAGEMENT	PO Box 309GT, Ugland House, South Church Street, George Town, Grand Cayman, Cayman Islands
DARBY HOLDINGS, INC.	1133 Connecticut Ave., NW, Suite 400 Washington, DC 20036
DARBY LATIN AMERICAN INVESTORS, LTD.	P.O. Box 309GT, Ugland House, South Church Street, Georgetown, Grand Cayman, Cayman Islands
DARBY LATIN AMERICAN MEZZANINE INVESTMENTS	Rua Jeronimo Da Veiga 45 – 4 th Floor 04536-000 Sao Paulo (Sp) Brazil
DARBY LATIN AMERICAN MEZZANINE MANAGEMENT II, LLC	2711 Centerville Road, Suite 400, Wilmington, Delaware 19808

DARBY MEXICO PRIVATE EQUITY, S.A.P.I. DE C.V.	Avenida Paseo de la Reforma 342, Colonia Juarez, Mexico City, CP. 06600, Mexico
DARBY OVERSEAS INVESTMENTS, LTD.	1133 Connecticut Ave., NW, Suite 400 Washington, DC 20036
DARBY OVERSEAS PARTNERS, L.P.	1133 Connecticut Ave., NW, Suite 400 Washington, DC 20036
DK CONSULTING LTD.	20th Floor, Korea First Bank Building, 100 Gongpyungdong, Jongno-Gu, Seoul, 110-702 Korea.
DARBY-PROBANCO INVESTORS, LLC	1133 Connecticut Avenue, NW, Suite 400, Washington, DC 20036
DLAMF II SPECIAL COMPANY, LLC	Corporation Service Company, 2711 Centerville Road, Suite 400, Wilmington, Delaware 19808
FIDUCIARY INTERNATIONAL HOLDING, INC.	1717 Pennsylvania Avenue N.W., Suite 630 Washington DC 20006
FIDUCIARY INTERNATIONAL IRELAND LIMITED	Unit 2F, Block 71, The Plaza, Park West, Dublin 12, Ireland
FIDUCIARY INTERNATIONAL, INC.	600 5 th Avenue, New York, New York 10020
FIDUCIARY INVESTMENT CORPORATION	600 5 th Avenue, New York, New York 10020
FIDUCIARY INVESTMENT MANAGEMENT INTERNATIONAL, INC.	1133 Connecticut Avenue, NW, Suite 330, Washington D.C. 20036
Fiduciary Trust (International) Sàrl	16 rue de la Pélisserie, 1204, Geneva, Switzerland
FIDUCIARY TRUST COMPANY INTERNATIONAL	600 5 th Avenue, New York, New York 10020
FIDUCIARY TRUST COMPANY OF CANADA	350 Seventh Avenue SW, Suite 3000, Calgary, Alberta, T2P 3N9
FIDUCIARY TRUST INTERNATIONAL LIMITED	Cannon Place, 78 Cannon Street, London, EC4N 6HL, England
FIDUCIARY TRUST INTERNATIONAL OF CALIFORNIA	One Franklin Parkway, Building 910, First Floor, San Mateo, California 94403
FIDUCIARY TRUST INTERNATIONAL OF DELAWARE	1220 North Market Street, Wilmington, Delaware 19801
FIDUCIARY TRUST INTERNATIONAL OF THE SOUTH	200 South Biscayne Boulevard, Suite 3050, Miami, Florida 33131
FRANKLIN ADVISERS, INC.	One Franklin Parkway, Building 910, First Floor, San Mateo, California 94403
FRANKLIN ADVISERS GP, LLC	One Franklin Parkway, Building 910, First Floor, San Mateo, California 94403
FRANKLIN ADVISORY SERVICES, LLC	55 Challenger Road, Suite 501, Ridgefield Park, NJ, 07660
FRANKLIN ALTERNATIVE STRATEGIES ADVISERS GP, LLC	The Corporation Trust Company, 1209 Orange Street, Wilmington, New Castle County, DE, 19801, United States
FRANKLIN ALTERNATIVE STRATEGIES ADVISERS, LLC	The Corporation Trust Company, 1209 Orange Street, Wilmington, New Castle County, DE, 19801
FRANKLIN CAPITAL CORPORATION	47 West 200 South, Salt Lake City, UT 84104-1621
FRANKLIN INVESTMENT ADVISORY SERVICES, LLC	1133 Connecticut Ave., NW, Suite 400 Washington, DC 20036
FRANKLIN MUTUAL ADVISERS, LLC	101 John F. Kennedy Parkway, Short Hills, NJ 07028- 2789
FRANKLIN TEMPLETON ASSET MANAGEMENT (INDIA) PRIVATE LIMITED	Indiabulls Finance Centre, Tower 2, 12th and 13th Floor, Senapati Bapat Marg, Elphinstone (West), Mumbai, Mumbai City, Maharashtra-MH, 400013, India
FRANKLIN TEMPLETON ASSET MANAGEMENT (MALAYSIA) SDN.BHD.	Suite 1005, 10 th Floor, Wisma Hamzah-Kwong Hing No. 1, Leboh Ampang, 50100, Kuala Lumpur, Malaysia
Franklin Templeton Asset Management Mexico, S.A.	Avenida Paseo de la Reforma 342, Colonia Juarez,

de C.V., Sociedad Operadora de Fondos de Inversion	Mexico City, CP. 06600, Mexico
FRANKLIN TEMPLETON AUSTRIA GMBH	4th Floor, Vienna 1010, Austria
FRANKLIN TEMPLETON BANK & TRUST, F.S.B.	Box 17406, Salt Lake City, UT 84117
FRANKLIN TEMPLETON CAPITAL HOLDINGS PRIVATE LIMITED	1st Floor, Empire Tower, 26-28 Ham Nghi District 1, Ho Chi Minh City, Vietnam
FRANKLIN TEMPLETON COMPANIES, LLC	One Franklin Parkway, Building 910, First Floor, San Mateo, California 94403
FRANKLIN TEMPLETON FINANCIAL SERVICES CORP.	600 Fifth Avenue, New York, NY 10020
FRANKLIN TEMPLETON FRANCE S.A.	16-18 Avenue George V, 75008 Paris, France
FRANKLIN TEMPLETON FUND MANAGEMENT LIMITED	Toronto Square, Infirmary Street, Leeds, LS1 2HJ, England
FRANKLIN TEMPLETON GLOBAL INVESTORS LIMITED	5 Morrison Street, Edinburgh, Scotland, EH3 8BH, Scotland
FRANKLIN TEMPLETON GSC ASSET MANAGEMENT SDN.BHD	Suite 31-02, 31st Floor, Menara Keck Seng, 203 Jalan Bukit Bintang, 55100, Kuala Lumpur, Malaysia
FRANKLIN TEMPLETON HOLDING LIMITED	C/O Pricewaterhouse Coopers LLP Cathedral Square, Port Louis, Mauritius
FRANKLIN TEMPLETON INSTITUTIONAL, LLC	600 5 th Avenue, New York, New York 10020
FRANKLIN TEMPLETON INSTITUTIONAL GP, LLC	1133 Connecticut Ave., NW, Suite 400 Washington, DC 20036
FRANKLIN TEMPLETON INTERNATIONAL SERVICES (INDIA) PRIVATE LIMITED	Franklin Templeton Park, 18-23, Financial District, Nanakramguda, Hyderabad - 500019 India
FRANKLIN TEMPLETON INTERNATIONAL SERVICES S.à r.l.	8A, rue Albert Borschette, L-1246, Luxembourg
FRANKLIN TEMPLETON INVESTIMENTOS (BRASIL) LTDA.	Rua Jerônimo Da Veiga, 45 - 4º Andar São Paulo-Sp, 04536-000, Brasil
FRANKLIN TEMPLETON INVESTMENTS POLAND SP Z O.O.	Rondo ONZ 1, 00-124 Warszawa
FRANKLIN TEMPLETON INVESTMENT MANAGEMENT GMBH	St. Helier Jersey, Channel Islands
FRANKLIN TEMPLETON INVESTMENT MANAGEMENT LIMITED	Cannon Place, 78 Cannon Street, London, EC4N 6HL, England
FRANKLIN TEMPLETON INVESTMENT SERVICES GMBH	Mainzer Landstr. 16, D-60325 Frankfurt-Am-Main, Germany
FRANKLIN TEMPLETON INVESTMENT SERVICES MEXICO S DE R.L.	Avenida Paseo de la Reforma 342, Colonia Juarez, Mexico City, CP. 06600, Mexico
FRANKLIN TEMPLETON INVESTMENT TRUST MANAGEMENT CO., LTD.	3rd Floor, CCMM Building, 101 Yeouigongwon-ro, Yeongdeungpo-gu, Seoul, 150-968, Republic of Korea
FRANKLIN TEMPLETON INVESTMENTS (ASIA) LIMITED	17 th Floor, Chater House, 8 Connaught Road Central, Hong Kong
FRANKLIN TEMPLETON INVESTMENTS AUSTRALIA LIMITED	Level 19, 101 Collins Street, Melbourne, Victoria 3000, Australia
FRANKLIN TEMPLETON INVESTMENTS CORP.	5000 Yonge Street Suite 900, Toronto, Ontario M2N 0A7, Canada
FRANKLIN TEMPLETON INVESTMENTS JAPAN LIMITED	1-9-10 Roppongi, Minato-ku, Tokyo, Japan
FRANKLIN TEMPLETON INVESTMENTS (ME) LIMITED	Level 7, Gate Precinct Building 3, Unit 5, Dubai International Financial Centre, Sheikh Zayed Road, Dubai, UAE
FRANKLIN TEMPLETON INVESTMENTS SOUTH AFRICA (PTY) LTD	First Floor Kildare House, The Oval 1 Oakdale Road, Newlands, Cape Town, 7700, South Africa
FRANKLIN TEMPLETON INVESTOR SERVICES, LLC	10600 White Rock Road, Rancho Cordova, Ca 95670-6032

FRANKLIN TEMPLETON ITALIA SIM S.P.A.	C.So Italia, N.1, 20122 Milano, Italy
FRANKLIN TEMPLETON LUXEMBOURG S.A.	26 Boulevard Royal, L-2449 Luxembourg Grand Duchy Of Luxembourg
FRANKLIN TEMPLETON MAGYARORSZAG KFT	Bank Center, Citibank Tower, Szabadsag ter 7, 1054 Budapest, Hungary
FRANKLIN TEMPLETON MANAGEMENT LUXEMBOURG SA	26 Boulevard Royal, L-2449 Luxembourg, Grand Duchy Of Luxembourg
FRANKLIN TEMPLETON PORTFOLIO ADVISORS, INC.	One Franklin Parkway, Building 910, First Floor, San Mateo, California 94403
FRANKLIN TEMPLETON REAL ESTATE ADVISORS GP, LLC	600 Fifth Avenue, New York, New York, 10020, United States
FRANKLIN TEMPLETON REAL ESTATE GROUP CARRY, L.P.	600 Fifth Avenue, New York, New York, 10020, United States
FRANKLIN TEMPLETON SERVICES (INDIA) PRIVATE LIMITED	Indiabulls Finance Centre, Tower 2, 13th Floor, Senapati Bapat Marg, Elphinstone (West), Mumbai, 400013, India
FRANKLIN TEMPLETON SERVICES LIMITED	The Sweepstakes Centre, Block C, Ballsbridge, Dublin 4, Ireland
FRANKLIN TEMPLETON SERVICES, LLC	One Franklin Parkway, San Mateo, CA 94403
Franklin Templeton Servicios de Asesoría Mexico, S. de R.L. de C.V.	Avenida Paseo de la Reforma 342, Colonia Juarez, Mexico City, CP. 06600, Mexico
FRANKLIN TEMPLETON SLOVAKIA, S.R.O.	Karadžičova 8/a, Bratislava, 821 08, Slovak Republic
FRANKLIN TEMPLETON STRATEGIC INVESTMENTS LTD.	P.O. Box 309GT, Ugland House, South Church Street, George Town, Grand Cayman, Cayman Islands.
FRANKLIN TEMPLETON SWITZERLAND LTD	Bahnhofstrasse 22, Ch-8022 Zurich, Switzerland
FRANKLIN TEMPLETON TRUSTEE SERVICES PRIVATE LIMITED	Sakhar Bhavan, 1st Floor, 230 Backbay Reclamation, Nariman Point, Mumbai 400-021 India
FRANKLIN/TEMPLETON DISTRIBUTORS, INC.	One Franklin Parkway, San Mateo, CA 94403
FRANKLIN/TEMPLETON TRAVEL, INC.	One Franklin Parkway, Building 910, First Floor, San Mateo, California 94403
FS CAPITAL GROUP	1800 Gateway Drive, San Mateo, CA 94404
FS PROPERTIES, INC.	1800 Gateway Drive, San Mateo, CA 94404
FT OPPORTUNISTIC DISTRESSED FUND LTD	Maples Corporate Services Limited, PO Box 309, Ugland House, Grand Cayman, KY1-1104, Cayman Islands.
FTC INVESTOR SERVICES INC.	350 Seventh Avenue SW, Suite 3000, Calgary, Alberta, T2P 3N9
FTCI (CAYMAN) LTD.	11 Dr. Roy's Drive, Grand Cayman, Cayman Islands
FTI South Africa	First Floor Kildare House, The Oval 1 Oakdale Road, Newlands, Cape Town, 7700, South Africa
ITI CAPITAL MARKETS LIMITED	Century Centre, 75 Ttk Road, Chennai, India 600018
LSIMC, LLC	One Franklin Parkway, Building 910, First Floor, San Mateo, California 94403
MUTUAL RECOVERY FUND, LTD.	P.O. Box 309GT, Ugland House, George Town, Grand Cayman, Cayman Islands, KY1-1104.
K2 Advisors Holdings, LLC	300 Atlantic Street, 12th Floor, Stamford, CT, 06901, United States
K2 Advisors LLC	300 Atlantic Street, 12th Floor, Stamford, CT, 06901, United States
K2/D&S Management Co., L.L.C.	300 Atlantic Street, 12th Floor, Stamford, CT, 06901, United States
K2 Advisors Limited	11th Floor Whitefriars, Lewins Mead, Bristol, BS1 2NT, England, per update to D&O List received on 3/17/2015
K2 Advisors Japan Ltd.	Ark Hills Sengokuyama Mori Tower, 1-9-10 Roppongi, 40th Floor, Minato-ku, Tokyo 106-0032
K2 Advisors Hong Kong Limited	17th Floor, Chater House, 8 Connaught Road, Central, Hong Kong, per update to D&O List received on

	5/15/2015
K2/Highland Management Co., L.L.C.	300 Atlantic Street, 12th Floor, Stamford, CT, 06901, United States
RIVA FINANCIAL SYSTEMS LIMITED	Old Chapel, Union Mills, Main Road Braddan, Isle Of Man Im4 4ad
TEMPLETON ASSET MANAGEMENT (LABUAN) LIMITED	Tiara Labuan, Jalan Tanjung Batu, 87000 F.T. Labuan, Malaysia
TEMPLETON ASSET MANAGEMENT (POLAND) TFI S.A.	Rondo 1, 26th Floor, Rondo ONZ 1, Warsaw, 00-124, Poland
TEMPLETON ASSET MANAGEMENT LTD.	7 Temasek Boulevard, #38-03 Suntec Tower One, Singapore, 038987
Templeton Asset Management Limited Mexico, S. de R.L. de C.V.	Montes Urales, No. 770-401, Lomas de Chapultepec, Ciudad de México, D.F., Mexico, 11000
TEMPLETON CHINA RESEARCH LIMITED	17/F, Charter House, 8 Connaught Road Central, Hong Kong
TEMPLETON DO BRASIL LTDA.	Rua Lauro Muller 116, Sala 2404, Rio De Janeiro, RJ, Brazil
TEMPLETON FRANKLIN GLOBAL DISTRIBUTORS, LTD.	Appleby, Spurling & Kempe, 41 Cedar House Avenue, P.O. Box Hm 1179, Hamilton Hm Ex, Bermuda
TEMPLETON GLOBAL ADVISORS LIMITED	P.O. Box N-7759, Lyford Cay, Nassau, Bahamas
TEMPLETON GLOBAL HOLDINGS LTD.	P.O. Box N-7759, Lyford Cay, Nassau, Bahamas
TEMPLETON INTERNATIONAL, INC.	One Franklin Parkway, San Mateo, CA 94403
TEMPLETON INVESTMENT COUNSEL, LLC	300 S.E. 2 nd Street, Fort Lauderdale, FL 33301
TEMPLETON RESTRUCTURED INVESTMENTS, L.L.C.	300 S.E. 2 nd Street, Fort Lauderdale, FL 33301
TEMPLETON RESTRUCTURED INVESTMENTS III, LTD.	300 S.E. 2 nd Street, Fort Lauderdale, FL 33301
TEMPLETON RESTRUCTURED INVESTMENTS IV, LTD.	The offices of Maurant Ozannes Corporate Services (Cayman) Limited, 94 Solaris Avenue, Camana Bay, P.O. Box 1348, Grand Cayman, KY1-1108, Cayman Islands
TEMPLETON WORLDWIDE, INC.	One Franklin Parkway, San Mateo, CA 94403
TEMPLETON/FRANKLIN INVESTMENT SERVICES, INC.	26515 Carmel Rancho Blvd., Carmel, CA 93923
TSEMF III (JERSEY) LIMITED	Whiteley Chambers, Don Street, St Helier, Jersey, JE4 9WG
TSEMF IV (JERSEY) LIMITED	Whiteley Chambers, Don Street, St. Helier, Jersey (Channel Islands), JE4 9WG

This is the annexure of 5 pages marked Annexure A signed by me and dated **24 July 2015**.

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Lori A. Weber, Assistant Secretary
Franklin Resources, Inc.

ANNEXURE B
DETAILS OF ENTITLEMENTS AND RELEVANT INTERESTS

1. Holder of Relevant Interest	2. Nature of Relevant Interest	3. Class & Number of Shares (Ordinary)	4. Date of Acquisition/ Disposal	5. Consideration in AUD\$
Balanced Equity Management Pty Limited	Disposal	(44,200)	3/27/2015	(441,361)
Balanced Equity Management Pty Limited	Acquisition	3,300	4/14/2015	30,624
Balanced Equity Management Pty Limited	Disposal	(2,300)	4/20/2015	(24,150)
Balanced Equity Management Pty Limited	Disposal	(1,650,900)	4/23/2015	(18,565,820)
Balanced Equity Management Pty Limited	Disposal	(770,000)	4/24/2015	(8,835,751)
Balanced Equity Management Pty Limited	Acquisition	1,800	5/15/2015	18,180
Balanced Equity Management Pty Limited	Acquisition	136,000	5/29/2015	1,498,448
Balanced Equity Management Pty Limited	Acquisition	5,300	6/1/2015	56,869
Balanced Equity Management Pty Limited	Disposal	(4,000)	7/1/2015	(42,069)
Balanced Equity Management Pty Limited	Acquisition	62,245	7/17/2015	615,659
Balanced Equity Management Pty Limited	Acquisition	73,660	7/20/2015	720,152
Fiduciary Trust Company International	Disposal	(3,500)	3/26/2015	(34,790)
Franklin Advisers, Inc.	Acquisition	26,731	4/7/2015	255,032
Franklin Advisers, Inc.	Acquisition	19,585	4/15/2015	186,276
Franklin Templeton Investments (Asia)	Acquisition	96,383	4/2/2015	896,506
Franklin Templeton Investments (Asia)	Acquisition	23,829	4/7/2015	227,345
Franklin Templeton Investments (Asia)	Acquisition	192,090	4/15/2015	1,827,083
Franklin Templeton Institutional, LLC	Disposal	(56,971)	3/23/2015	(584,033)
Franklin Templeton Institutional, LLC	Disposal	(88,357)	3/24/2015	(906,992)
Franklin Templeton Institutional, LLC	Disposal	(35,025)	3/25/2015	(359,734)
Franklin Templeton Institutional, LLC	Disposal	(919,731)	4/17/2015	(9,575,008)
Franklin Templeton Institutional, LLC	Disposal	(606,629)	4/28/2015	(6,990,106)
Franklin Templeton Institutional, LLC	Disposal	(218,493)	4/29/2015	(2,500,233)
Franklin Templeton Institutional, LLC	Disposal	(13,516)	4/30/2015	(155,096)

Franklin Templeton Institutional, LLC	Disposal	(49,466)	5/8/2015	(497,629)
Franklin Templeton Institutional, LLC	Disposal	(34,534)	5/11/2015	(345,485)
Franklin Templeton Institutional, LLC	Disposal	(252,362)	5/13/2015	(2,609,176)
Templeton Global Advisors Limited	Acquisition	925,763	4/16/2015	9,133,959
Templeton Global Advisors Limited	Acquisition	132,307	4/17/2015	1,368,338
Templeton Global Advisors Limited	Acquisition	1,793,228	5/4/2015	18,259,591
Templeton Global Advisors Limited	Acquisition	11,200	5/7/2015	111,970
Templeton Global Advisors Limited	Acquisition	427,024	5/8/2015	4,229,253
Templeton Global Advisors Limited	Acquisition	99,328	5/11/2015	990,183
Templeton Global Advisors Limited	Acquisition	39,622	5/12/2015	395,541
Templeton Global Advisors Limited	Acquisition	1,400	5/15/2015	14,000
Templeton Global Advisors Limited	Disposal	(1,110)	5/15/2015	(11,655)
Templeton Global Advisors Limited	Acquisition	94,901	5/20/2015	947,018
Templeton Global Advisors Limited	Acquisition	1,400	5/21/2015	14,000
Templeton Global Advisors Limited	Acquisition	104,500	6/5/2015	1,043,400
Templeton Global Advisors Limited	Disposal	(680)	6/22/2015	(7,378)
Templeton Global Advisors Limited	Acquisition	355,600	6/29/2015	3,546,612
Templeton Global Advisors Limited	Acquisition	14,245	6/30/2015	142,298
Templeton Global Advisors Limited	Acquisition	202,939	7/8/2015	2,029,065
Templeton Global Advisors Limited	Acquisition	815,666	7/22/2015	7,806,916
Templeton Investment Counsel, LLC	Acquisition	316,400	4/16/2015	316,400
Templeton Investment Counsel, LLC	Acquisition	44,759	4/17/2015	44,759
Templeton Investment Counsel, LLC	Acquisition	611,800	5/4/2015	611,800
Templeton Investment Counsel, LLC	Acquisition	3,764	5/7/2015	3,764
Templeton Investment Counsel, LLC	Acquisition	145,600	5/8/2015	145,600
Templeton Investment Counsel, LLC	Acquisition	33,600	5/11/2015	33,600

Templeton Investment Counsel, LLC	Acquisition	13,045	5/12/2015	13,045
Templeton Investment Counsel, LLC	Acquisition	965	5/15/2015	965
Templeton Investment Counsel, LLC	Acquisition	31,500	5/20/2015	31,500
Templeton Investment Counsel, LLC	Acquisition	1,229	5/21/2015	1,229
Templeton Investment Counsel, LLC	Acquisition	35,746	6/5/2015	35,746
Templeton Investment Counsel, LLC	Acquisition	121,726	6/29/2015	121,726
Templeton Investment Counsel, LLC	Acquisition	4,200	6/30/2015	4,200
Templeton Investment Counsel, LLC	Acquisition	69,562	7/8/2015	69,562
Templeton Investment Counsel, LLC	Acquisition	33,818	7/15/2015	33,818
Templeton Investment Counsel, LLC	Acquisition	246,222	7/22/2015	246,222

6. Registered Holder of Shares	7. Class of Shares	Number of Shares
JPMORGAN CHASE BANK, N.A.	Ordinary	5,701,116
CITIBANK LIMITED, MELBOURNE	Ordinary	2,279,006
HSBC BANK AUSTRALIA LIMITED	Ordinary	3,950,190
NATIONAL AUSTRALIA BANK LIMITED	Ordinary	1,196,554

NOTES

1. Nature of Relevant Interest:

- Except as provided below, the relevant interest of each of FRI and the bodies corporate referred to in paragraph 1 of Annexure A was acquired by virtue of an associate of, or related body corporate each of FRI and the bodies corporate referred to in paragraph 1 of Annexure A, acquiring a relevant interest in voting shares of the company.
- The nature of the relevant interest acquired by the bodies corporate referred to in item 1 of Annexure B in relation to the voting shares referred to in item 3 of Annexure B arose by virtue of those companies having the right to dispose of the shares in the company as a result of the Investment Management Agreements.
- Particulars of any relevant agreement or other circumstances by which the relevant interest was acquired: the interests were acquired in the ordinary course of business on the stock market of a stock exchange in accordance with the rules of the stock exchange and containing no terms or conditions other than the standard terms or conditions.
- Particulars of 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 shares to which the relevant interests relates: not applicable.

2. Consideration

Details of any and all benefits other than money, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition: not applicable.

This is the annexure of 2 pages marked Annexure B referred to in the Form 603 - Initial Substantial Shareholder Notice signed by me and dated [24 July 2015](#).

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Lori A. Weber, Assistant Secretary
Franklin Resources, Inc.