



WorleyParsons

resources & energy

Level 12, 141 Walker Street
North Sydney NSW 2060 Australia
Telephone: +61 2 8923 6866
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

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. North Sydney NSW 2060 Australia 096 090 158
ACN/AFSN	

1. Details of substantial holder (1)

Name	Polaris Capital Management, LLC 121 High St.
ACN/AFSN (if applicable)	Boston, MA 02110-2475 USA

The holder became a substantial holder on

23 04/2015

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	Person's votes (5)	Voting power (6)
Ordinary	12,508,000	12,508,000	5.04%

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/AFSN (if applicable)	Nature of association

7. Addresses

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

Name	Address

Signature

print name

Kathleen S. Jacobs capacity V.P. Secretary

sign here

Kathleen S. Jacobs

date

11/10/15

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.

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 securities	
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
NYSCEF/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 Institution	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:

Kathleen S. Jacobs
Kathleen S. Jacobs

Capacity:
Date:

V.P.
11/10/15

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
PHC International Equity Fund			Ordinary 771,500
ASC Investment Group	National Nominees Limited		Ordinary 38,100
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 5,700
Stephen E. Frank	Pershing LLC at HSBC Australia		Ordinary 4,900
General Electric Pension Trust	HSBC		Ordinary 571,400
NYSCEF/GSAM AIMS Global Tuscarora			Ordinary 533,500
Goldman Sachs Multi-Manager Alternatives Fund	GS MULTI-MANAGER ALT-POLARIS		Ordinary 156,100
Pear Tree Polaris Foreign Value Fund	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED		Ordinary 3,163,500
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		Ordinary 508,000
The Nationwide Defined Benefit Master Trust			Ordinary 693,900
Nationwide Savings Plan	Nationwide		Ordinary 726,400
Hazareth Literary and Benevolent Institution	HSBC		Ordinary 105,000
Obermayer Foundation, Inc.	Pershing LLC at HSBC Australia		Ordinary 14,300
Polaris Capital International Value Limited Partnership			Ordinary 265,800
Polaris Global Value Fund			Ordinary 497,400
RBC GAM International Fund	HSBC		Ordinary 668,500
Russell Trust Company Retirement Income Plan For Employees Of Armstrong World Industries Inc.			Ordinary 66,100
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	HSBC		Ordinary 179,700
Russell Investments Canada Ltd. Wisb Investments Public Equities Pooled Fund Trust	HSBC		Ordinary 445,600
Sharon Schumacher	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

5. Consideration

Holder of relevant interest	Date of Acquisition	Consideration		Class and number of securities
		Cash	Non-cash	
PNC International Equity Fund	17/04/2015 - 23/04/2015	\$10.55 - \$11.25		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 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		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 - 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		Ordinary 1,172,700
Lockheed Martin Corporation Master Retirement Trust	16/04/2015 - 23/04/2015	\$10.00 - \$11.25		Ordinary 608,000
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 Partnership	16/04/2015 - 23/04/2015	\$10.00 - \$11.25		Ordinary 265,800
Polaris 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 For Employees Of Armstrong World Industries Inc.	16/04/2015 - 23/04/2015	\$10.00 - \$11.25		Ordinary 66,100
Russell Institutional Funds, LLC - Russell Multi-Asset Core Plus Fund	17/04/2015 - 23/04/2015	\$10.55 - \$11.25		Ordinary 161,100
Russell Investment Company Global Equity Portfolio	17/04/2015 - 23/04/2015	\$10.55 - \$11.25		Ordinary 751,300
Russell Trust Company Multi-Asset Core Fund	17/04/2015 - 23/04/2015	\$10.55 - \$11.25		Ordinary 179,700
Russell Investments Canada Ltd. Wsib Investments Public Equities Pooled Fund Trust	15/04/2015 - 23/04/2015	\$9.41 - \$11.25		Ordinary 445,600
Sharon Schumacher	15/04/2015	\$9.46		Ordinary 4,300
David Matthew Shackleton Revocable Trust Uad 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

7. Addresses

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.	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 St Melbourne, Victoria 3000 Australia
Counsel 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

7. Addresses

Holder of relevant interest	Name	Address
The Nationwide Defined Benefit Master Trust	National Australia Bank, Ltd.	National Australia Bank, Ltd. Level 12, 500 Bourke St Melbourne, Victoria 3000 Australia
Nationwide Savings Plan	JP Morgan Chase Bank	JPMorgan Chase Bank, N.A.** Level 19, 55 Collins Street Melbourne 3000 AUSTRALIA
Nazareth Literary and Benevolent Institution	Hongkong and Shanghai Banking Corporation	Hongkong and Shanghai Banking Corporation Ltd. HSBC Custody and Clearing Level 13, 580 George St. Sydney, NSW 2000, Australia
Obermayer Foundation, Inc.	Hongkong and Shanghai Banking Corporation	HSBC Bank Australia Ltd HSBC Centre 580 George Street Sydney NSW 2000, Australia
Polaris Capital International Value Limited Partnership	National Australia Bank, Ltd.	National Australia Bank, Ltd. Level 12, 500 Bourke St Melbourne, Victoria 3000 Australia
Polaris Global Value Fund	National Australia Bank, Ltd.	National Australia Bank, Ltd. Level 12, 500 Bourke St Melbourne, Victoria 3000 Australia
RBC GAM International 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
Russell Trust Company Retirement Income Plan For Employees Of Armstrong World Industries Inc.	JP Morgan Chase Bank	JPMorgan Chase Bank, N.A.** Level 19, 55 Collins Street Melbourne 3000 AUSTRALIA
Russell Institutional Funds, LLC - Russell Multi-Asset Core Plus Fund	National Australia Bank, Ltd.	National Australia Bank, Ltd. Level 12, 500 Bourke St Melbourne, Victoria 3000 Australia
Russell Investment Company Global Equity Portfolio	Hongkong and Shanghai Banking Corporation	Hongkong and Shanghai Banking Corporation Ltd. HSBC Custody and Clearing Level 13, 580 George St. Sydney, NSW 2000, Australia
Russell Trust Company Multi-Asset Core 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
Russell Investments Canada Ltd. Wsib Investments Public Equities 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
Sharon Schumacher	Hongkong and Shanghai Banking Corporation	HSBC Bank Australia Ltd HSBC Centre 580 George Street Sydney NSW 2000, Australia

7. Addresses

Holder of relevant interest	Name	Address
David Matthew Shackleton Revocable Trust Uad 12/07/76	Hongkong and Shanghai Banking Corporation	HSBC Bank Australia Ltd HSBC Centre 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:
Signature:

Capacity:
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.
ACN/AFSN	North Sydney NSW 2060 Australia 096 090 158

1. Details of substantial holder (1) Polaris Capital Management, LLC
Name 121 High St.
ACN/AFSN (if applicable) 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 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)
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 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/AFSN (if applicable)	Nature of association

7. Addresses

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

Name	Address

Signature

print name

Kathleen S. Jacobs capacity V.P. Secretary

sign here

Kathleen S. Jacobs

date 11/10/15

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.

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
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- 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
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 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 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 Retirement Trust	power to control voting and/or disposal of securities	Ordinary 689,900
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 Institution	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 354,800
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 1,079,200
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 140,500
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:

Kathleen S. Jacobs
Kathleen S. Jacobs

Capacity:
Date:

VP
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			Ordinary 974,600
ASC Investment Group	National Nominees Limited		Ordinary 38,300
Battelle-Polars 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	HSBC		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 Retirement Trust	HSBC Custody Nominees (Australia) Limited		Ordinary 689,900
The Nationwide Defined Benefit Master Trust			Ordinary 693,900
Nationwide Savings Plan	Nationwide		Ordinary 726,400
Hazareth Literary and Benevolent Institution	HSBC		Ordinary 105,000
Obermayer Foundation, Inc.	Pershing LLC at HSBC Australia		Ordinary 14,300
Polars Capital International Value Limited Partnership			Ordinary 354,800
Polars 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 World Industries Inc.			Ordinary 66,100
Russell Institutional Funds, LLC - Russell Multi-Asset Core Plus Fund			Ordinary 140,500
Russell Investment Company Global Equity Portfolio	HSBC		Ordinary 751,300
Russell Trust Company Multi-Asset Core Fund	HSBC		Ordinary 179,700
Russell Investments Canada Ltd. Wub Investments Public Equities Pooled Fund Trust	HSBC		Ordinary 445,600
Sharon Schumacher	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

5. Consideration

Holder of relevant interest	Date of Acquisition	Consideration		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 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		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 Trust	16/04/2015 - 04/05/2015	\$10.00 - \$11.47		Ordinary 689,900
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 Partnership	16/04/2015 - 02/07/2015	\$10.00 - \$11.25		Ordinary 354,800
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 For Employees Of Armstrong World Industries Inc.	16/04/2015 - 23/04/2015	\$10.00 - \$11.25		Ordinary 66,100
Russell Institutional Funds, LLC - Russell Multi-Asset Core Plus Fund	17/04/2015 - 23/04/2015	\$10.55 - \$11.25		Ordinary 140,500
Russell Investment Company Global Equity Portfolio	17/04/2015 - 23/04/2015	\$10.55 - \$11.25		Ordinary 751,300
Russell Trust Company Multi-Asset Core Fund	17/04/2015 - 23/04/2015	\$10.55 - \$11.25		Ordinary 179,700
Russell Investments Canada Ltd. Wsib Investments Public Equities Pooled Fund Trust	15/04/2015 - 23/04/2015	\$9.41 - \$11.25		Ordinary 445,600
Sharon Schumacher	15/04/2015	\$9.46		Ordinary 4,300
David Matthew Shackleton Revocable Trust Uad 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

7. Addresses

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
Battelle-Polaris Global Equity	HSBC Custody and Clearing	HSBC Custody and Clearing Level 13, 580 George St. Sydney, NSW 2000, Australia
The Cheyenne Fund a Massachusetts Limited Partnership	National Australia Bank, Ltd.	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 St Melbourne, Victoria 3000 Australia
Counsel 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

7. Addresses

Holder of relevant interest	Name	Address
The Nationwide Defined Benefit Master Trust	National Australia Bank, Ltd.	National Australia Bank, Ltd. Level 12, 500 Bourke St Melbourne, Victoria 3000 Australia
Nationwide Savings Plan	JP Morgan Chase Bank	JPMorgan Chase Bank, N.A.** Level 19, 55 Collins Street Melbourne 3000 AUSTRALIA
Nazareth Literary and Benevolent Institution	Hongkong and Shanghai Banking Corporation	Hongkong and Shanghai Banking Corporation Ltd. HSBC Custody and Clearing Level 13, 580 George St. Sydney, NSW 2000, Australia
Obermayer Foundation, Inc.	Hongkong and Shanghai Banking Corporation	HSBC Bank Australia Ltd HSBC Centre 580 George Street Sydney NSW 2000, Australia
Polaris Capital International Value Limited Partnership	National Australia Bank, Ltd.	National Australia Bank, Ltd. Level 12, 500 Bourke St Melbourne, Victoria 3000 Australia
Polaris Global Value Fund	National Australia Bank, Ltd.	National Australia Bank, Ltd. Level 12, 500 Bourke St Melbourne, Victoria 3000 Australia
RBC GAM International 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
Russell Trust Company Retirement Income Plan For Employees Of Armstrong World Industries Inc.	JP Morgan Chase Bank	JPMorgan Chase Bank, N.A.** Level 19, 55 Collins Street Melbourne 3000 AUSTRALIA
Russell Institutional Funds, LLC - Russell Multi-Asset Core Plus Fund	National Australia Bank, Ltd.	National Australia Bank, Ltd. Level 12, 500 Bourke St Melbourne, Victoria 3000 Australia
Russell Investment Company Global Equity Portfolio	Hongkong and Shanghai Banking Corporation	Hongkong and Shanghai Banking Corporation Ltd. HSBC Custody and Clearing Level 13, 580 George St. Sydney, NSW 2000, Australia
Russell Trust Company Multi-Asset Core 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
Russell Investments Canada Ltd. Wsib Investments Public Equities 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
Sharon Schumacher	Hongkong and Shanghai Banking Corporation	HSBC Bank Australia Ltd HSBC Centre 580 George Street Sydney NSW 2000, Australia

7. Addresses

Holder of relevant interest	Name	Address
David Matthew Shackleton Revocable Trust Uad 12/07/76	Hongkong and Shanghai Banking Corporation	HSBC Bank Australia Ltd HSBC Centre 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:
Signature:

Capacity:
Date: