

# Appendix 3Y

## Change of Director's Interest Notice

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 30/9/2001.

<b>Name of entity</b>	WESFARMERS LIMITED
<b>ABN</b>	28 008 984 049

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	JAMES PHILIP GRAHAM
<b>Date of last notice</b>	18 NOVEMBER 2011

### Part 1 - Change of director's relevant interests in securities

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Direct and indirect interests
<p><b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.</p>	<p>Melsox Limited is the registered holder. Melsox Limited is a subsidiary of Gresham Partners Group Limited. James Philip Graham is a director and has a deemed relevant interest by virtue of the application of subsections 608(3)(a) and (b) of the Corporations Act.</p> <p>Velorne Pty Ltd is the registered holder. James Philip Graham is a director and shareholder of Velorne Pty Ltd.</p> <p>Burran Management Pty Limited as trustee for The Rawlings Superannuation Fund (<b>Fund</b>) is the registered holder. James Philip Graham is a director and substantial shareholder of Burran Management Pty Limited, and together with his wife is a beneficiary of the Fund.</p> <p>Daytono Pty Ltd as trustee for a Trust is the registered holder. James Philip Graham is a director of Daytono Pty Ltd and is not excluded as a beneficiary of the Trust.</p>

+ See chapter 19 for defined terms.

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<b>Date of change</b>	18 November 2013	
<b>No. of securities held prior to change</b>	Fully paid ordinary shares (pre-consolidation)	
	Direct	33,064 shares
	Indirect (Various indirect interests as previously notified.)	767,947 shares
	Fully paid partially protected ordinary shares (pre-consolidation)	
	Direct	4,391 shares
	Indirect	1,915 shares
<b>Class</b>	Fully paid ordinary shares; and Fully paid partially protected ordinary shares	
<b>Number acquired</b>	Nil	
<b>Number disposed</b>	Nil See "Nature of change" below.	
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	Nil	
<b>No. of securities held after change</b>	Fully paid ordinary shares (post consolidation)	
	Direct	32,655 shares
	Indirect (Various indirect interests as previously notified.)	758,426 shares
	Fully paid partially protected ordinary shares	
	Direct	4,337 shares
	Indirect	1,892 shares

+ See chapter 19 for defined terms.

<p><b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>The number of shares held by the director has been consolidated on a 1-for-0.9876 basis (with fractions of a share rounded up to the nearest whole number of shares) in accordance with the share consolidation approved by shareholders at Wesfarmers Limited 2013 AGM on 7 November 2013. The share consolidation became effective on 18 November 2013.</p>
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**Part 2 – Change of director's interests in contracts**

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Detail of contract</b>	
<b>Nature of interest</b>	
<b>Name of registered holder (if issued securities)</b>	
<b>Date of change</b>	
<b>No. and class of securities to which interest related prior to change</b> Note: Details are only required for a contract in relation to which the interest has changed	
<b>Interest acquired</b>	
<b>Interest disposed</b>	
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	
<b>Interest after change</b>	

**Part 3 – Closed period**

Were the interests in the securities or contracts detailed above traded during a closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	Not applicable
If prior written clearance was provided, on what date was this provided?	Not applicable

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Introduced 30/9/2001.

<b>Name of entity</b>	WESFARMERS LIMITED
<b>ABN</b>	28 008 984 049

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	WAYNE GEOFFREY OSBORN
<b>Date of last notice</b>	21 FEBRUARY 2013

### Part 1 - Change of director's relevant interests in securities

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Direct or indirect interest</b>	Direct interest and indirect interests	
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Nil	
<b>Date of change</b>	18 November 2013	
<b>No. of securities held prior to change</b>	Fully paid ordinary shares (pre-consolidation)	
	Direct	2,700 shares
	Indirect Navigator Australia Ltd is the registered holder and custodian of the Osborn Superannuation Fund ( <b>Fund</b> ). The trustees and beneficiaries of the Fund are Wayne Geoffrey Osborn and Pamela Joy Osborn.	3,000 shares
<b>Class</b>	Fully paid ordinary shares	
<b>Number acquired</b>	Nil	

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<b>Number disposed</b>	Nil See "Nature of change" below.	
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	Nil	
<b>No. of securities held after change</b>	Fully paid ordinary shares (post consolidation)	
	Direct	2,667 shares
	Indirect Navigator Australia Ltd is the registered holder and custodian of the Fund. The trustees and beneficiaries of the Fund are Wayne Geoffrey Osborn and Pamela Joy Osborn.	2,963 shares
<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	The number of shares held by the director has been consolidated on a 1-for-0.9876 basis (with fractions of a share rounded up to the nearest whole number of shares) in accordance with the share consolidation approved by shareholders at Wesfarmers Limited 2013 AGM on 7 November 2013. The share consolidation became effective on 18 November 2013.	

**Part 2 – Change of director's interests in contracts**

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Detail of contract</b>	
<b>Nature of interest</b>	
<b>Name of registered holder (if issued securities)</b>	
<b>Date of change</b>	
<b>No. and class of securities to which interest related prior to change</b> Note: Details are only required for a contract in relation to which the interest has changed	

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<b>Interest acquired</b>	
<b>Interest disposed</b>	
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	
<b>Interest after change</b>	

**Part 3 – Closed period**

Were the interests in the securities or contracts detailed above traded during a closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	Not applicable
If prior written clearance was provided, on what date was this provided?	Not applicable

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