

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 30/09/01 Amended 01/01/11

Name of entity	WESFARMERS LIMITED
ABN	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.

Name of Director	ROBERT GEOFFREY SCOTT
Date of last notice	28 NOVEMBER 2018

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
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	<p>CPU Share Plans Pty Limited as trustee of the Wesfarmers Long Term Incentive Plan (WLTIP) is the registered holder. Robert Geoffrey Scott is the beneficiary of the shares under the trust deed and rules governing WLTIP.</p> <p>CPU Share Plans Pty Limited as trustee of the Key Executive Equity Performance Plan (KEEPP) is the registered holder. Robert Geoffrey Scott is the beneficiary of the shares in accordance with the trust deed and rules governing KEEPP.</p> <p>Mrs Elizabeth Jane Scott as trustee of the Scott Family Trust (Trust) is the registered holder. Robert Geoffrey Scott is a beneficiary of the Trust.</p>

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

Date of change	17 December 2018	
No. of securities held prior to change	Fully paid ordinary shares	
	Direct	80,015 shares
	Indirect CPU Share Plans Pty Limited as trustee of the WLTIP is the registered holder. Robert Geoffrey Scott is the beneficiary of the shares under the trust deed and rules governing WLTIP.	5,427 shares
	Indirect Mrs Elizabeth Jane Scott as trustee of the Scott Family Trust (Trust) is the registered holder. Robert Geoffrey Scott is a beneficiary of the Trust.	176,620 shares
	Performance rights	
	Direct Performance rights granted pursuant to the terms of the 2015 WLTIP. Each performance right is a right to acquire one fully paid ordinary share subject to satisfaction of the performance conditions.	34,299 performance rights
Class	Fully paid ordinary shares (comprising Performance Shares and Restricted Shares) allocated under the terms of the KEEPP. Performance rights issued under the WLTIP.	
Number acquired	446,460 shares (comprised of 223,230 Performance Shares and 223,230 Restricted Shares) allocated under the terms of KEEPP. 13,949 performance rights issued under the terms of the WLTIP.	
Number disposed	Nil	
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Nil	
No. of securities held after change	Fully paid ordinary shares	

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

	Direct	80,015 shares
	Indirect CPU Share Plans Pty Limited as trustee of the WLTIP is the registered holder. Robert Geoffrey Scott is the beneficiary of the shares under the trust deed and rules governing WLTIP.	5,427 shares
	Indirect CPU Share Plans Pty Limited as trustee of the KEEPP is the registered holder. Robert Geoffrey Scott is the beneficiary of the shares in accordance with the trust deed and rules governing KEEPP.	90,276 shares comprised of: <ul style="list-style-type: none"> • 45,138 Performance Shares; and • 45,138 Restricted Shares allocated under the terms of 2016 KEEPP.
	Indirect CPU Share Plans Pty Limited as trustee of the KEEPP is the registered holder. Robert Geoffrey Scott is the beneficiary of the shares in accordance with the trust deed and rules governing KEEPP.	171,190 shares comprised of: <ul style="list-style-type: none"> • 85,595 Performance Shares; and • 85,595 Restricted Shares allocated under the terms of 2017 KEEPP.
	Indirect CPU Share Plans Pty Limited as trustee of the KEEPP is the registered holder. Robert Geoffrey Scott is the beneficiary of the shares in accordance with the trust deed and rules governing KEEPP.	184,994 shares comprised of: <ul style="list-style-type: none"> • 92,497 Performance Shares; and • 92,497 Restricted Shares allocated under the terms of 2018 KEEPP.

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

	Indirect Mrs Elizabeth Jane Scott as trustee of the Scott Family Trust (Trust) is the registered holder. Robert Geoffrey Scott is a beneficiary of the Trust.	176,620 shares
	Performance rights	
	Direct Performance rights granted pursuant to the terms of the 2015 WLTIP. Each performance right is a right to acquire one fully paid ordinary share subject to satisfaction of the performance conditions.	48,248 performance rights
<p>Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>Allocation of fully paid ordinary shares (comprised of Performance Shares and Restricted Shares) as Mr Scott's 2018 KEEPP award, approved by shareholders at the 2018 AGM.</p> <p>Allocation of fully paid ordinary shares (comprised of Performance Shares and Restricted Shares) as Mr Scott's 2016 and 2017 KEEPP awards, following cancellation of the original 2016 and 2017 KEEPP awards as disclosed in section 4.6.2 of the Demerger Scheme Booklet and Appendix 3Y dated 28 November 2018.</p> <p>Issue of performance rights which are an additional grant for the 2015 WLTIP, as a result of the demerger and as disclosed in section 4.6.2 of the Demerger Scheme Booklet.</p>	

+ See chapter 19 for defined terms.

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.

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

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?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

⁺ See chapter 19 for defined terms.