

Rule 3.19A.2

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	26 SEPTEMBER 2019

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>Nature of indirect interest (including registered holder)</p> <p>Note: Provide details of the circumstances giving rise to the relevant interest.</p>	<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 the 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 the 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.

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Date of change	5 December 2019	
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 the WLTIP.	48,270 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 the 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 the 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 the 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 the 2017 KEEPP.

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	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 the KEEPP.	184,994 shares comprised of: • 92,497 Performance Shares; and • 92,497 Restricted Shares allocated under the terms of the 2018 KEEPP.
	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
Class	Fully paid ordinary shares (comprising Performance Shares and Restricted Shares) allocated under the terms of the KEEPP.	
Number acquired	159,990 shares (comprised of 79,995 Performance Shares and 79,995 Restricted Shares) allocated under the terms of the KEEPP.	
Number disposed	Nil	
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	Nil	

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No. of securities held after change	Fully paid ordinary shares	
	Direct	80,015 shares
	Indirect CPU Share Plans Pty Limited as trustee of the WLTIIP is the registered holder. Robert Geoffrey Scott is the beneficiary of the shares under the trust deed and rules governing the WLTIIP.	48,270 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 the KEEPP.	90,276 shares comprised of: • 45,138 Performance Shares; and • 45,138 Restricted Shares allocated under the terms of the 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 the KEEPP.	171,190 shares comprised of: • 85,595 Performance Shares; and • 85,595 Restricted Shares allocated under the terms of the 2017 KEEPP.

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	<p>Indirect</p> <p>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 the KEEPP.</p>	<p>184,994 shares comprised of:</p> <ul style="list-style-type: none"> • 92,497 Performance Shares; and • 92,497 Restricted Shares <p>allocated under the terms of the 2018 KEEPP.</p>
	<p>Indirect</p> <p>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 the KEEPP.</p>	<p>159,990 shares comprised of:</p> <ul style="list-style-type: none"> • 79,995 Performance Shares; and • 79,995 Restricted Shares <p>allocated under the terms of the 2019 KEEPP.</p>
	<p>Indirect</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>	<p>176,620 shares</p>
<p>Nature of change</p> <p>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 2019 KEEPP award, approved by shareholders at the 2019 AGM.</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.

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 <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	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.