

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	RICHARD JAMES BARR GOYDER
Date of last notice	10 September 2014

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) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	CPU Share Plans Pty Limited as trustee of the Wesfarmers Long Term Incentive Plan (WLTIP) is the registered holder. Richard James Barr Goyder is the beneficiary of the shares under the trust deed and rules governing the WLTIP.	
Date of change	21 November 2014	
No. of securities held prior to change	Fully paid ordinary shares	
	Direct	320,075 shares

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

	Indirect CPU Share Plans Pty Limited as trustee of the WLTIP is the registered holder. Richard James Barr Goyder is the beneficiary of the shares under the trust deed and rules governing the Plan.	672,199 shares
	Direct Performance rights granted pursuant to the terms of the 2012 WLTIP. Each performance right is a right to acquire one fully paid ordinary share subject to satisfaction of the performance condition, based on ROE and TSR.	100,000 performance rights
	Performance rights granted pursuant to the terms of the 2013 WLTIP. Each performance right is a right to acquire one fully paid ordinary share subject to satisfaction of the performance condition, based on ROE and TSR.	88,000 performance rights
Class	Performance rights	
Number acquired	79,186	
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	
	Direct	320,075 shares

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Appendix 3Y
Change of Director's Interest Notice

	<p>Indirect</p> <p>CPU Share Plans Pty Limited as trustee of the WLTIP is the registered holder. Richard James Barr Goyder is the beneficiary of the shares under the trust deed and rules governing the Plan.</p>	672,199 shares
	<p>Direct</p> <p>Performance rights granted pursuant to the terms of the 2012 WLTIP. Each performance right is a right to acquire one fully paid ordinary share subject to satisfaction of the performance condition, based on ROE and TSR.</p>	100,000 performance rights
	<p>Performance rights granted pursuant to the terms of the 2013 WLTIP. Each performance right is a right to acquire one fully paid ordinary share subject to satisfaction of the performance condition, based on ROE and TSR.</p>	88,000 performance rights
	<p>Performance rights granted pursuant to the terms of the 2014 WLTIP. Each performance right is a right to acquire one fully paid ordinary share subject to satisfaction of the performance condition, based on ROE and TSR.</p>	79,186 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>The performance rights represent Mr Goyder's long-term incentive grant.</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	
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
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	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

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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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	TERENCE JAMES BOWEN
Date of last notice	10 September 2014

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 for the Wesfarmers Long Term Incentive Plan (WLTIP) is the registered holder. Terence James Bowen is the beneficiary of the shares under the trust deed and rules governing the WLTIP.</p> <p>CPU Share Plans Pty Limited as trustee for the Wesfarmers Employee Share Acquisition Plan (WESAP) is the registered holder. Terence James Bowen is the beneficiary of the shares under the trust deed and rules governing the WESAP.</p>
Date of change	21 November 2014
No. of securities held prior to change	Fully paid ordinary shares

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

	Indirect CPU Share Plans Pty Limited as trustee for the WLTIP is the registered holder. Terence James Bowen is the beneficiary of the shares under the trust deed and rules governing the WLTIP.	468,715 shares
	Indirect CPU Share Plans Pty Limited as trustee for the WESAP is the registered holder. Terence James Bowen is the beneficiary of the shares under the trust deed and rules governing the WESAP.	152 shares
	Direct Performance rights granted pursuant to the terms of the 2012 WLTIP. Each performance right is a right to acquire one fully paid ordinary share subject to satisfaction of the performance condition, based on ROE and TSR.	50,000 performance rights
	Performance rights granted pursuant to the terms of the 2013 WLTIP. Each performance right is a right to acquire one fully paid ordinary share subject to satisfaction of the performance condition, based on ROE and TSR.	55,000 performance rights
Class	Performance rights	
Number acquired	49,406	
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	

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	<p>Indirect</p> <p>CPU Share Plans Pty Limited as trustee for the WLTIP is the registered holder. Terence James Bowen is the beneficiary of the shares under the trust deed and rules governing the WLTIP.</p>	<p>468,715 shares</p>
	<p>Indirect</p> <p>CPU Share Plans Pty Limited as trustee for the WESAP is the registered holder. Terence James Bowen is the beneficiary of the shares under the trust deed and rules governing the WESAP.</p>	<p>152 shares</p>
	<p>Direct</p> <p>Performance rights granted pursuant to the terms of the 2012 WLTIP. Each performance right is a right to acquire one fully paid ordinary share subject to satisfaction of the performance condition, based on ROE and TSR.</p>	<p>50,000 performance rights</p>
	<p>Performance rights granted pursuant to the terms of the 2013 WLTIP. Each performance right is a right to acquire one fully paid ordinary share subject to satisfaction of the performance condition, based on ROE and TSR.</p>	<p>55,000 performance rights</p>
	<p>Performance rights granted pursuant to the terms of the 2014 WLTIP. Each performance right is a right to acquire one fully paid ordinary share subject to satisfaction of the performance condition, based on ROE and TSR.</p>	<p>49,406 performance rights</p>
<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>The performance rights represent Mr Bowen's long-term incentive grant.</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	
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
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	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

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

+ See chapter 19 for defined terms.