

# 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

<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>	RICHARD JAMES BARR GOYDER
<b>Date of last notice</b>	2 September 2015

### 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 and indirect interests	
<b>Nature of indirect interest (including registered holder)</b> <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 ( <b>WLTIP</b> ) is the registered holder. Richard James Barr Goyder is the beneficiary of the shares under the trust deed and rules governing the WLTIP.	
<b>Date of change</b>	16 September 2015	
<b>No. of securities held prior to change</b>	Fully paid ordinary shares	
	Direct	314,538 shares

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+ See chapter 19 for defined terms.

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	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.	681,481 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
	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.	79,186 performance rights
<b>Class</b>	Fully paid ordinary shares	
<b>Number acquired</b>	Nil	
<b>Number disposed</b>	34,669 shares	
<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	

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	Direct	314,538 shares
	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.	646,812 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
	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.	79,186 performance rights
<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	An indirect interest in 34,669 shares forfeited pursuant to the rules governing the 2011 WLTIP, following testing of performance conditions which were not satisfied in full.	

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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>	Wesfarmers Annual Incentive Plan offer for the performance year 2015/16.
<b>Nature of interest</b>	<p>The Annual Incentive Plan is the annual short term incentive plan for Wesfarmers executives. The offer under the Plan confers a contractual right to an Award, subject to satisfaction of vesting conditions.</p> <p>If Wesfarmers Group financial measures and agreed objectives are achieved, and subject to the discretion of the Board, an Award may vest at the end of the performance year. The vested Award may be delivered partially in cash and partially in shares in accordance with the rules of the Plan.</p>
<b>Name of registered holder (if issued securities)</b>	Not applicable
<b>Date of change</b>	17 September 2015
<b>No. and class of securities to which interest related prior to change</b> <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	Not applicable
<b>Interest acquired</b>	Not applicable
<b>Interest disposed</b>	Not applicable
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	The maximum Award opportunity is 120 per cent of Fixed Annual Remuneration.
<b>Interest after change</b>	Not applicable

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+ See chapter 19 for defined terms.

**Part 3 – +Closed period**

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

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<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>	TERENCE JAMES BOWEN
<b>Date of last notice</b>	2 September 2015

### 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
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	CPU Share Plans Pty Limited as trustee for the Wesfarmers Long Term Incentive Plan ( <b>WLTIP</b> ) is the registered holder. Terence James Bowen is the beneficiary of the shares under the trust deed and rules governing the WLTIP.  CPU Share Plans Pty Limited as trustee for the Wesfarmers Employee Share Acquisition Plan ( <b>WESAP</b> ) is the registered holder. Terence James Bowen is the beneficiary of the shares under the trust deed and rules governing the WESAP.
<b>Date of change</b>	16 September 2015

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<b>No. of securities held prior to change</b>	Fully paid ordinary shares	
	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.	464,187 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.	150 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
	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.	49,406 performance rights
<b>Class</b>	Fully paid ordinary shares	

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<b>Number acquired</b>	Nil	
<b>Number disposed</b>	19,936 shares	
<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	
	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.	444,251 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.	150 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

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	<p>Performance rights granted pursuant to the terms of the 2014 WLTIP.</p> <p>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><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>An indirect interest in 19,936 shares forfeited pursuant to the rules governing the 2011 WLTIP, following testing of performance conditions which were not satisfied in full.</p>	

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<b>Nature of interest</b>	<p>The Annual Incentive Plan is the annual short term incentive plan for Wesfarmers executives. The offer under the Plan confers a contractual right to an Award, subject to satisfaction of vesting conditions.</p> <p>If Wesfarmers Group financial measures and agreed objectives are achieved, and subject to the discretion of the Board, an Award may vest at the end of the performance year. The vested Award may be delivered partially in cash and partially in shares in accordance with the rules of the Plan.</p>
<b>Name of registered holder (if issued securities)</b>	Not applicable
<b>Date of change</b>	17 September 2015
<b>No. and class of securities to which interest related prior to change</b> <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	Not applicable
<b>Interest acquired</b>	Not applicable
<b>Interest disposed</b>	Not applicable
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	The maximum Award opportunity is 120 per cent of Fixed Annual Remuneration.
<b>Interest after change</b>	Not applicable

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**Part 3 – +Closed period**

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

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