

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	8 March 2016

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	20 September 2016	
No. of securities held prior to change	Fully paid ordinary shares	
	Direct	314,538 shares

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

	<p>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.</p>	<p>481,088 shares</p>
	<p>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.</p>	<p>100,000 performance rights</p>
	<p>Direct 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>88,000 performance rights</p>
	<p>Direct 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>79,186 performance rights</p>
	<p>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 condition, based on ROE and TSR.</p>	<p>87,220 performance rights</p>

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

Class	Performance rights	
Number acquired	Nil	
Number disposed	100,000	
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	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.	481,088 shares
	Direct 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
	Direct 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

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

	<p>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 condition, based on ROE and TSR.</p>	<p>87,220 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>A direct interest in 100,000 performance rights lapsed pursuant to the rules governing the 2012 WLTIP, following testing of performance conditions which were not satisfied.</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	Wesfarmers Annual Incentive Plan offer for the performance year 2016/17.
Nature of interest	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. 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.
Name of registered holder (if issued securities)	Not applicable
Date of change	21 September 2016
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>	Not applicable
Interest acquired	Not applicable
Interest disposed	Not applicable
Value/Consideration <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.
Interest after change	Not applicable

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.

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	TERENCE JAMES BOWEN
Date of last notice	4 March 2016

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	20 September 2016

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

No. of securities held prior to change	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.	332,110 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
	Direct 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
	Direct 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

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

	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 condition, based on ROE and TSR	69,657 performance rights
Class	Performance rights	
Number acquired	Nil	
Number disposed	50,000	
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Nil	
No. of securities held after change	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.	332,110 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 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

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

	<p>Direct 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>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 condition, based on ROE and TSR.</p>	<p>69,657 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>A direct interest in 50,000 performance rights lapsed pursuant to the rules governing the 2012 WLTIP, following testing of performance conditions which were not satisfied.</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	Wesfarmers Annual Incentive Plan offer for the performance year 2016/17.
Nature of interest	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. 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.
Name of registered holder (if issued securities)	Not applicable
Date of change	21 September 2016
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>	Not applicable
Interest acquired	Not applicable
Interest disposed	Not applicable
Value/Consideration <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.
Interest after change	Not applicable

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.