

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	Woodside Petroleum Ltd
ABN	55 004 898 962

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	Peter John COLEMAN
Date of last notice	25 February 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	Indirect
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Beneficial interest in ordinary fully paid shares held by Pacific Custodians Pty Ltd as trustee under Mr Coleman's executive employment agreement.
Date of change	23 February 2016
No. of securities held prior to change	<p>113,163 ordinary shares held by Pacific Custodians Pty Ltd as trustee under Mr Coleman's executive employment agreement (Indirect Holding A).</p> <p>143,895 ordinary shares held by Pacific Custodians Pty Ltd as trustee under the managed share facility (Indirect Holding B).</p> <p>As reflected above, since the last change in Mr Coleman's total indirect interest, 33,720 ordinary shares have moved from Indirect Holding A to Indirect Holding B. This was due to the vesting of 33,720 restricted shares. It did not result in any change to Mr Coleman's total indirect interest.</p> <p>The key terms of Woodside's employee share plans are set out in the 2015 Remuneration Report, which appears on pages 52 to 69 of the 2015 Annual Report.</p>
Class	Ordinary fully paid shares

+ See chapter 19 for defined terms.

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Number acquired	Nil
Number disposed	16,800
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	8,000 shares were sold at \$28.01903 8,800 shares were sold at \$28.078887
No. of securities held after change	113,163 ordinary shares held by Pacific Custodians Pty Ltd as trustee under Mr Coleman's executive employment agreement. 127,095 ordinary shares held by Pacific Custodians Pty Ltd as trustee under the managed share facility. The key terms of Woodside's employee share plans are set out in the 2015 Remuneration Report, which appears on pages 52 to 69 of the 2015 Annual Report.
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	On-market trade to fund tax obligations

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

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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.