

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 30/9/2001.

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	15 NOVEMBER 2012

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 ("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.	
Date of change	19 December 2012	
No. of securities held prior to change	Direct	324,092 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.	699,304 shares

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	Direct Performance rights granted pursuant to the terms of the Wesfarmers Managing Director Long Term Incentive Plan (Group MD Rights Plan – 2008 Grant). Each performance right is a right to acquire one fully paid ordinary share subject to satisfaction of the performance condition, based on ROE.	100,000 performance rights
	Direct Performance rights granted pursuant to the terms of the 2012 Wesfarmers Long Term Incentive Plan. 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
Class	Fully paid ordinary shares	
Number acquired	19,833	
Number disposed	N/A	
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$34.324034 per share	
No. of securities held after change	Direct	324,092 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.	719,137 shares

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	<p>Direct</p> <p>Performance rights granted pursuant to the terms of the Wesfarmers Managing Director Long Term Incentive Plan (Group MD Rights Plan – 2008 Grant). Each performance right is a right to acquire one fully paid ordinary share subject to satisfaction of the performance condition, based on ROE.</p>	<p>100,000 performance rights</p>
	<p>Direct</p> <p>Performance rights granted pursuant to the terms of the 2012 Wesfarmers Long Term Incentive Plan. 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>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>Further to Mr Goyder's entitlement stated in his previous Appendix 3Y lodged on 04/09/2012, 19,833 shares were acquired on-market and allocated under the Wesfarmers Annual Incentive Plan for the performance year 2011/12. The shares represent the mandatory deferral of part of Mr Goyder's annual incentive award into restricted shares.</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	15 NOVEMBER 2012

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>	<p>CPU Share Plans Pty Limited as trustee of the Wesfarmers Long Term Incentive Plan ("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>CPU Share Plans Pty Limited as trustee of the Wesfarmers Employee Share Acquisition Plan ("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>
Date of change	19 December 2012

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No. of securities held prior to change	Fully paid ordinary shares	
	Indirect CPU Share Plans Pty Limited as trustee of the WLTIP is the registered holder. Terence James Bowen is the beneficiary of the shares under the trust deed and rules governing the WLTIP.	452,495 shares
	Indirect CPU Share Plans Pty Limited as trustee of the WESAP is the registered holder. Terence James Bowen is the beneficiary of the shares under the trust deed and rules governing the WESAP.	153 shares
	Direct Performance rights granted pursuant to the terms of the 2012 Wesfarmers Long Term Incentive Plan. 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
Class	Fully paid ordinary shares	
Number acquired	11,342	
Number disposed	N/A	
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$34.324034 per share	

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No. of securities held after change	Fully paid ordinary shares	
	Indirect CPU Share Plans Pty Limited as trustee of the WLTIP is the registered holder. Terence James Bowen is the beneficiary of the shares under the trust deed and rules governing the WLTIP.	463,837 shares
	Indirect CPU Share Plans Pty Limited as trustee of the WESAP is the registered holder. Terence James Bowen is the beneficiary of the shares under the trust deed and rules governing the WESAP.	153 shares
	Direct Performance rights granted pursuant to the terms of the 2012 Wesfarmers Long Term Incentive Plan. 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
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Further to Mr Bowen's entitlement stated in his previous Appendix 3Y lodged on 04/09/2012, 11,342 shares were acquired on-market and allocated under the Wesfarmers Annual Incentive Plan for the performance year 2011/12. The shares represent the mandatory deferral of part of Mr Bowen's annual incentive award into restricted shares.	

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	

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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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Introduced 30/9/2001

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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	VANESSA MISCAMBLE WALLACE
Date of last notice	14 NOVEMBER 2012

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 Post-tax Share Acquisition Plan pursuant to the Wesfarmers Employee Share Acquisition Plan (WESAP) rules, is the registered holder. Vanessa Miscamble Wallace is the beneficiary of the shares under the trust deed and rules governing the Post-tax Share Acquisition Plan.	
Date of change	19 December 2012	
No. of securities held prior to change	Fully paid ordinary shares	
	Direct	1,000 shares

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	Indirect CPU Share Plans Pty Limited, as trustee of the Post-tax Share Acquisition Plan pursuant to the WESAP rules, is the registered holder. Vanessa Miscamble Wallace is the beneficiary of the shares under the trust deed and rules governing the Post-tax Share Acquisition Plan.	4,289 shares
Class	Fully paid ordinary shares	
Number acquired	230	
Number disposed	N/A	
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation.	\$36.12 per share	
No. of securities held after change	Fully paid ordinary shares	
	Direct	1,000 shares
	Indirect CPU Share Plans Pty Limited, as trustee of the Post-tax Share Acquisition Plan pursuant to the WESAP rules, is the registered holder. Vanessa Miscamble Wallace is the beneficiary of the shares under the trust deed and rules governing the Post-tax Share Acquisition Plan.	4,519 shares
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back.	230 shares were acquired on-market and allocated under the Post-tax Share Acquisition Plan pursuant to the WESAP rules.	

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)	

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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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