Santos Ltd
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Santos

Mr Adrian Smythe
Manager, Listings Compliance
Australian Securities Exchange
20 Bridge Street
Sydney NSW 2000

9 April 2018

Dear Mr Smythe

Appendix 3Y – Change of Director's Interest Notice

Enclosed is an Appendix 3Y Notice by Santos Limited for Kevin Gallagher in respect of an award of deferred shares as part of the 2017 short term incentive.

The deferred shares are held by Santos' employee share plan trustee. The beneficial interests in the shares were allocated to Mr Gallagher on 14 March 2018 in full compliance with the Company's Securities Trading Policy. Due to an administrative oversight, an Appendix 3Y was not lodged within the prescribed time period. Santos has self-identified this error and has taken steps to strengthen its processes to ensure that this will not happen again.

Yours sincerely,

Christian Paech
Company Secretary

Rule 3.19A.2

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	SANTOS LIMITED
ABN	80 007 550 923

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	Kevin Thomas Gallagher
Date of last notice	22 May 2017

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
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	K & S Gallagher Holdings Pty Ltd <Gallagher Family A/c> of which the director is a 50% beneficiary.
Date of change	14 March 2018
No. of securities held prior to change	103,808 fully paid ordinary shares (indirect interest) 237,806 fully paid ordinary shares (direct interest) 1,739,872 Share Acquisition Rights granted under SEEIP, previously known as SESPP 111,038 fully paid ordinary shares held by Sesap Pty Ltd (2016 deferred STI).
Class	Fully paid ordinary shares
Number acquired	93,735
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Nil

+ See chapter 19 for defined terms.

No. of securities held after change	103,808 fully paid ordinary shares (indirect interest) 237,806 fully paid ordinary shares (direct interest) 1,068,231 Share Acquisition Rights granted under SEEIP, previously known as SESPP 111,038 fully paid ordinary shares held by Sesap Pty Ltd (2016 deferred STI) 93,735 fully paid ordinary shares held by Sesap Pty Ltd (2017 deferred STI)
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Transfer of the beneficial interest in 93,735 shares held by Sesap Pty Ltd (employee share plan trustee). The shares are deferred for 2 years from 1 January 2018 on account of 30% of the 2017 STI award.

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.