

# 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> | Whitehaven Coal Limited |
| <b>ABN</b>            | 68 124 425 396          |

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>    | Paul Flynn    |
| <b>Date of last notice</b> | 12 April 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.

|                                                                                                                                                                         |                                                                                                             |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------|
| <b>Direct or indirect interest</b>                                                                                                                                      | Direct and Indirect                                                                                         |
| <b>Nature of indirect interest<br/>(including registered holder)</b><br><small>Note: Provide details of the circumstances giving rise to the relevant interest.</small> | Emilu Pty Ltd as trustee for the Pirata Super Fund<br><br>Emilu Pty Ltd as trustee for the PYC Family Trust |
| <b>Date of change</b>                                                                                                                                                   | 2 September 2016                                                                                            |

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|                                                                                                           |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
|-----------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>No. of securities held prior to change</b>                                                             |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| Direct Holding                                                                                            | <ol style="list-style-type: none"> <li>1) 63,205 Fully Paid Ordinary Shares – held by the Whitehaven Coal Limited Equity Incentive Plan Trust until they vest upon expiry of the relevant STI award deferral period in 2016</li> <li>2) 295,455 2013 LTI Performance Share Rights vesting in 2016</li> <li>3) 295,454 2013 LTI Performance Share Rights vesting in 2017</li> <li>4) 498,631 2014 LTI Performance Share Rights vesting in 2017</li> <li>5) 213,698 2014 LTI Performance Share Rights vesting in 2018</li> <li>6) 97,312 2015 STI Performance Share Rights vesting in 2016</li> <li>7) 97,311 2015 STI Performance Share Rights vesting in 2017</li> <li>8) 69,284 2015 STI Performance Share Rights vesting in 2017 or prior</li> <li>9) 719,535 2015 LTI Performance Share Rights vesting in 2018</li> <li>10) 308,372 2015 LTI Performance Share Rights vesting in 2019</li> </ol> |
| Emilu Pty Ltd as trustee for the Pirata Super Fund                                                        | 214,917 Ordinary Shares                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
| Emilu Pty Ltd as trustee for the PYC Family Trust                                                         | 105,670 Ordinary Shares                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
| <b>Class</b>                                                                                              | Fully Paid Ordinary Shares and Performance Share Rights                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
| <b>Number acquired</b>                                                                                    | 63,205 Ordinary Shares - released from the Whitehaven Coal Limited Equity Incentive Plan Trust following vesting of deferred STI award                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
| <b>Number disposed</b>                                                                                    | 295,455 2013 LTI Performance Share Rights vesting in 2016 – lapsed due to the performance condition not being met                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and estimated valuation | Nil                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |

## Appendix 3Y

### Change of Director's Interest Notice

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### Change of Director's Interest Notice

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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>                                                                                                                                                                           | n/a |
| <b>Nature of interest</b>                                                                                                                                                                           | n/a |
| <b>Name of registered holder<br/>(if issued securities)</b>                                                                                                                                         | n/a |
| <b>Date of change</b>                                                                                                                                                                               | n/a |
| <b>No. and class of securities to which<br/>interest related prior to change</b><br><small>Note: Details are only required for a contract in relation<br/>to which the interest has changed</small> | n/a |
| <b>Interest acquired</b>                                                                                                                                                                            | n/a |
| <b>Interest disposed</b>                                                                                                                                                                            | n/a |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and an<br/>estimated valuation</small>                                                                     | n/a |
| <b>Interest after change</b>                                                                                                                                                                        | n/a |

#### Part 3 – <sup>+</sup>Closed period

|                                                                                                                                                                       |     |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|
| <b>Were the interests in the securities or contracts detailed<br/>above traded during a <sup>+</sup>closed period where prior written<br/>clearance was required?</b> | No  |
| <b>If so, was prior written clearance provided to allow the trade<br/>to proceed during this period?</b>                                                              | n/a |
| <b>If prior written clearance was provided, on what date was this<br/>provided?</b>                                                                                   | n/a |