

# 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> | <b>WorleyParsons Limited</b> |
| <b>ABN</b>            | <b>17 096 090 158</b>        |

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>    | Thomas J. Gorman |
| <b>Date of last notice</b> | 19 December 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.

|                                                                                                                                                                             |                                                                                                   |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------|
| <b>Direct or indirect interest</b>                                                                                                                                          | Direct                                                                                            |
| <b>Nature of indirect interest (including registered holder)</b><br>Note: Provide details of the circumstances giving rise to the relevant interest.                        | Not applicable                                                                                    |
| <b>Date of change</b>                                                                                                                                                       | 15 November 2018                                                                                  |
| <b>No. of securities held prior to change</b>                                                                                                                               | 13,500                                                                                            |
| <b>Class</b>                                                                                                                                                                | Ordinary Shares                                                                                   |
| <b>Number acquired</b>                                                                                                                                                      | 9,184                                                                                             |
| <b>Number disposed</b>                                                                                                                                                      | Not applicable                                                                                    |
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and estimated valuation                                                                   | \$15.56 per share                                                                                 |
| <b>No. of securities held after change</b>                                                                                                                                  | 22,684                                                                                            |
| <b>Nature of change</b><br>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | Participation in the WorleyParsons' Retail Entitlement Offer announced to ASX on 22 October 2018. |

+ See chapter 19 for defined terms.

**Appendix 3Y**  
**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>                                                                                                                                                    | Not applicable |
| <b>Nature of interest</b>                                                                                                                                                    |                |
| <b>Name of registered holder</b><br>(if issued securities)                                                                                                                   |                |
| <b>Date of change</b>                                                                                                                                                        |                |
| <b>No. and class of securities to which interest related prior to change</b><br>Note: Details are only required for a contract in relation to which the interest has changed |                |
| <b>Interest acquired</b>                                                                                                                                                     |                |
| <b>Interest disposed</b>                                                                                                                                                     |                |
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and an estimated valuation                                                                 |                |
| <b>Interest after change</b>                                                                                                                                                 |                |

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

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

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<sup>+</sup> See chapter 19 for defined terms.

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Introduced 30/9/2001. Amended 01/01/2011

|                       |                              |
|-----------------------|------------------------------|
| <b>Name of entity</b> | <b>WorleyParsons Limited</b> |
| <b>ABN</b>            | <b>17 096 090 158</b>        |

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>    | Christopher Michael Haynes |
| <b>Date of last notice</b> | 3 January 2018             |

### 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>                                                                                                                                          | Indirect                                                                                          |
| <b>Nature of indirect interest (including registered holder)</b><br>Note: Provide details of the circumstances giving rise to the relevant interest.                        | Citicorp Nominees Pty Ltd                                                                         |
| <b>Date of change</b>                                                                                                                                                       | 15 November 2018                                                                                  |
| <b>No. of securities held prior to change</b>                                                                                                                               | 13,139                                                                                            |
| <b>Class</b>                                                                                                                                                                | Ordinary Shares                                                                                   |
| <b>Number acquired</b>                                                                                                                                                      | 5,783                                                                                             |
| <b>Number disposed</b>                                                                                                                                                      | Not applicable                                                                                    |
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and estimated valuation                                                                   | \$15.56 per share                                                                                 |
| <b>No. of securities held after change</b>                                                                                                                                  | 18,922                                                                                            |
| <b>Nature of change</b><br>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | Participation in the WorleyParsons' Retail Entitlement Offer announced to ASX on 22 October 2018. |

## Appendix 3Y

### 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>                                                                                                                                                           | Not applicable |
| <b>Nature of interest</b>                                                                                                                                                           |                |
| <b>Name of registered holder<br/>(if issued securities)</b>                                                                                                                         |                |
| <b>Date of change</b>                                                                                                                                                               |                |
| <b>No. and class of securities to which interest<br/>related prior to change</b><br>Note: Details are only required for a contract in<br>relation to which the interest has changed |                |
| <b>Interest acquired</b>                                                                                                                                                            |                |
| <b>Interest disposed</b>                                                                                                                                                            |                |
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide<br>details and an estimated valuation                                                                     |                |
| <b>Interest after change</b>                                                                                                                                                        |                |

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

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

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|                       |                              |
|-----------------------|------------------------------|
| <b>Name of entity</b> | <b>WorleyParsons Limited</b> |
| <b>ABN</b>            | <b>17 096 090 158</b>        |

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>    | Catherine B. Livingstone |
| <b>Date of last notice</b> | 8 November 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.

|                                                                                                                                                                             |                                                                                                   |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------|
| <b>Direct or indirect interest</b>                                                                                                                                          | Indirect                                                                                          |
| <b>Nature of indirect interest (including registered holder)</b><br>Note: Provide details of the circumstances giving rise to the relevant interest.                        | Easdale Pty Limited                                                                               |
| <b>Date of change</b>                                                                                                                                                       | 15 November 2018                                                                                  |
| <b>No. of securities held prior to change</b>                                                                                                                               | Direct: 11,358<br>Indirect: 2,944                                                                 |
| <b>Class</b>                                                                                                                                                                | Ordinary Shares                                                                                   |
| <b>Number acquired</b>                                                                                                                                                      | 9,731                                                                                             |
| <b>Number disposed</b>                                                                                                                                                      | Not applicable                                                                                    |
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and estimated valuation                                                                   | \$15.56 per share                                                                                 |
| <b>No. of securities held after change</b>                                                                                                                                  | Indirect: 22,455<br>Indirect: 1,578 (NED Share Plan)                                              |
| <b>Nature of change</b><br>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | Participation in the WorleyParsons' Retail Entitlement Offer announced to ASX on 22 October 2018. |

+ 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.

|                                                                                                                                                                                     |                |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------|
| <b>Detail of contract</b>                                                                                                                                                           | Not applicable |
| <b>Nature of interest</b>                                                                                                                                                           |                |
| <b>Name of registered holder<br/>(if issued securities)</b>                                                                                                                         |                |
| <b>Date of change</b>                                                                                                                                                               |                |
| <b>No. and class of securities to which interest<br/>related prior to change</b><br>Note: Details are only required for a contract in relation to which<br>the interest has changed |                |
| <b>Interest acquired</b>                                                                                                                                                            |                |
| <b>Interest disposed</b>                                                                                                                                                            |                |
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and an estimated<br>valuation                                                                     |                |
| <b>Interest after change</b>                                                                                                                                                        |                |

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

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

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|                       |                              |
|-----------------------|------------------------------|
| <b>Name of entity</b> | <b>WorleyParsons Limited</b> |
| <b>ABN</b>            | <b>17 096 090 158</b>        |

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>    | Anne Templeman-Jones |
| <b>Date of last notice</b> | 8 November 2018      |

### 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>                                                                                                                                          | Indirect                                                                                          |
| <b>Nature of indirect interest (including registered holder)</b><br>Note: Provide details of the circumstances giving rise to the relevant interest.                        | NULIS Nominees (Australia) Limited                                                                |
| <b>Date of change</b>                                                                                                                                                       | 15 November 2018                                                                                  |
| <b>No. of securities held prior to change</b>                                                                                                                               | 3,750                                                                                             |
| <b>Class</b>                                                                                                                                                                | Ordinary Shares                                                                                   |
| <b>Number acquired</b>                                                                                                                                                      | 1,531                                                                                             |
| <b>Number disposed</b>                                                                                                                                                      | Not applicable                                                                                    |
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and estimated valuation                                                                   | \$15.56 per share                                                                                 |
| <b>No. of securities held after change</b>                                                                                                                                  | 5,281                                                                                             |
| <b>Nature of change</b><br>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | Participation in the WorleyParsons' Retail Entitlement Offer announced to ASX on 22 October 2018. |

+ See chapter 19 for defined terms.

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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>                                                                                                                                                                       | Not applicable |
| <b>Nature of interest</b>                                                                                                                                                                       |                |
| <b>Name of registered holder<br/>(if issued securities)</b>                                                                                                                                     |                |
| <b>Date of change</b>                                                                                                                                                                           |                |
| <b>No. and class of securities to which interest related<br/>prior to change</b><br><small>Note: Details are only required for a contract in relation to which the interest has changed</small> |                |
| <b>Interest acquired</b>                                                                                                                                                                        |                |
| <b>Interest disposed</b>                                                                                                                                                                        |                |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and an estimated valuation</small>                                                                     |                |
| <b>Interest after change</b>                                                                                                                                                                    |                |

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

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

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<sup>+</sup> See chapter 19 for defined terms.

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Introduced 30/9/2001. Amended 01/01/11

|                       |                              |
|-----------------------|------------------------------|
| <b>Name of entity</b> | <b>WorleyParsons Limited</b> |
| <b>ABN</b>            | <b>17 096 090 158</b>        |

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>    | Andrew Peter Wood |
| <b>Date of last notice</b> | 8 October 2018    |

### 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>                                                                                                                | Indirect                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| <b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest. | A&A Wood Super Fund Pty Ltd                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
| <b>Date of change</b>                                                                                                                             | 15 November 2018                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
| <b>No. of securities held prior to change</b>                                                                                                     | <p><u>Ordinary Shares:</u><br/> Direct: 655,337<br/> (includes 76,225 Ordinary Shares subject to a two-year restriction period ending on 30 September 2020).<br/> Indirect: 716,326</p> <p><u>Performance Rights:</u> 338,857 (includes 49,939 lapsed rights)<br/> <u>Share Price Performance Rights:</u> 54,315<br/> (each being a conditional entitlement to a certain number of Ordinary Shares in the Company and, in total, converting into a maximum number of 108,630, such shares in accordance with the WorleyParsons' Performance Rights Plan.)</p> |
| <b>Class</b>                                                                                                                                      | Ordinary Shares                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |
| <b>Number acquired</b>                                                                                                                            | 32,287                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |
| <b>Number disposed</b>                                                                                                                            | Not applicable                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
| <b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation                                            | \$15.56 per share                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |

## Appendix 3Y

### Change of Director's Interest Notice

|                                                                                                                                                                                     |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>No. of securities held after change</b>                                                                                                                                          | <p><b>Ordinary Shares:</b></p> <p>Direct: 655,337<br/>(includes 76,225 Ordinary Shares subject to a two-year restriction period ending on 30 September 2020).</p> <p>Indirect: 748,613</p> <p><b>Performance Rights:</b> 338,857</p> <p><b>Share Price Performance Rights:</b> 54,315<br/>(each being a conditional entitlement to a certain number of Ordinary Shares in the Company and, in total, converting into a maximum number of 108,630, such shares in accordance with the WorleyParsons' Performance Rights Plan.)</p> |
| <p><b>Nature of change</b><br/>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p> | Participation in the WorleyParsons' Retail Entitlement Offer announced to ASX on 22 October 2018.                                                                                                                                                                                                                                                                                                                                                                                                                                 |

## 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>                                                                                                                                                            | Not applicable |
| <b>Nature of interest</b>                                                                                                                                                            |                |
| <b>Name of registered holder (if issued securities)</b>                                                                                                                              |                |
| <b>Date of change</b>                                                                                                                                                                |                |
| <p><b>No. and class of securities to which interest related prior to change</b><br/>Note: Details are only required for a contract in relation to which the interest has changed</p> |                |
| <b>Interest acquired</b>                                                                                                                                                             |                |
| <b>Interest disposed</b>                                                                                                                                                             |                |
| <p><b>Value/Consideration</b><br/>Note: If consideration is non-cash, provide details and an estimated valuation</p>                                                                 |                |
| <b>Interest after change</b>                                                                                                                                                         |                |

## Part 3 – <sup>+</sup>Closed period

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