

2 October 2020

Ms Lin Kang
Adviser, Listings Compliance
Australian Securities Exchange
20 Bridge Street
Sydney NSW 2000

Dear Ms Kang,

APPENDIX 3Y - CHANGE OF DIRECTOR'S INTEREST NOTICE

We attach a Change of Director's Interest Notice for Andrew Liveris in relation to the purchase of 11,000 ordinary shares in the Company.

We note that this form was lodged late due to an inadvertent oversight. It was due within 5 business days of the change which occurred on 27 August 2020 during a permitted window under Worley's Securities Dealing Policy. Upon becoming aware of this inadvertent oversight, the Company has immediately notified ASX of the change.

We confirm that Worley has in place appropriate letters of appointment with each Director to ensure compliance with the notification obligations under the Listing Rules, and we undertake regular reviews of the shareholdings of Directors. We have reviewed and improved those processes and are confident we have appropriate safeguards in place against the risk of any recurrence.

Yours faithfully,



Nuala O'Leary
Group Company Secretary

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	Worley Limited
ABN	17 096 090 158

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	Andrew Nicholas Liveris
Date of last notice	27 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.

Direct or indirect interest	Direct
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	N/A
Date of change	27 August 2020
No. of securities held prior to change	Indirect: 6,870
Class	Ordinary Shares
Number acquired	11,000
Number disposed	Not applicable
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$9.5695 per share
No. of securities held after change	Direct: 11,000 Indirect: 6,870
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

+ See chapter 19 for defined terms.

Appendix 3Y

Change of Director's Interest Notice

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	Not applicable
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?	
If prior written clearance was provided, on what date was this provided?	

⁺ See chapter 19 for defined terms.