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 | Whitehaven Coal Limited |
|----------------|-------------------------|
| ABN            | 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.

| Name of Director    | Paul Flynn       |
|---------------------|------------------|
| Date of last notice | 12 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   | Indirect   |  |
|---|--|--|
| Nature of indirect interest (including registered holder)  Note: Provide details of the circumstances giving rise to the relevant interest. | Emilu Pty Ltd as trustee for the PYC Family Trust  |  |
| Date of change  | 26 November 2018   |  |
| No. of securities held prior to change  | Ordinary Shares  |  |
|   | Direct: 357,599  |  |
|   | Indirect: 1,073,228  |  |
|   | Vested Securities  |  |
|   | 231,488 Performance Share Rights   |  |
|   | 164,465 Performance Share Rights subject   |  |
|   | to a service condition until August 2019   |  |
|   | Unvested Securities 1,240,329 Performance Share Rights 2,608,430 Performance Options comprising: |  |
|   |  |  |
|   |  |  |
|   | • 1,822,081 Performance Options with an exercise price of \$1.07                                 |  |

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

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|   | • 786,349 Performance Options with an exercise price of \$2.71                    |  |
|---|---|--|
| Class   | Ordinary shares   |  |
| Number acquired   | 23,500  |  |
| Number disposed   | -   |  |
| Value/Consideration  Note: If consideration is non-cash, provide details and estimated valuation  | \$98,700  |  |
| No. of securities held after change   | Ordinary Shares   |  |
|   | Direct: 357,599   |  |
|   | Indirect: 1,096,728   |  |
|   | Vested Securities   |  |
|   | 231,488 Performance Share Rights  |  |
|   | 164,465 Performance Share Rights subject to a service condition until August 2019 |  |
|   | Unvested Securities   |  |
|   | 1,240,329 Performance Share Rights  |  |
|   | 2,608,430 Performance Options comprising:   |  |
|   | • 1,822,081 Performance Options with an exercise price of \$1.07                  |  |
|   | • 786,349 Performance Options with an exercise price of \$2.71                    |  |
| 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   |  |

### 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                               | n/a |
|--|-----|
| Nature of interest                               | n/a |
| Name of registered holder (if issued securities) | n/a |
| Date of change                                   | n/a |

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

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| 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 | n/a |  |
|---|-----|--|
| Interest acquired   | n/a |  |
| Interest disposed   | n/a |  |
| Value/Consideration  Note: If consideration is non-cash, provide details and an estimated valuation   | n/a |  |
| Interest after change   | n/a |  |

### Part 3 – \*Closed period

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