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	4 September 2020

#### 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 & 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 and as trustee for The Pirata Superfund	
Date of change	24 September 2020	
No. of securities held prior to change	Ordinary Shares	
	Indirect: 1,397,535	
	Vested Securities	
	562,867 Performance Share Rights	
	Unvested Securities	
	1,409,853 Performance Share Rights	
	1,241,869 Performance Options comprising:	
	• 455,520 Performance Options with an exercise price of \$1.07	
	• 786,349 Performance Options with an exercise price of \$2.71	

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

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Class	Oudings, shares Doufs was a Chara State	
	Ordinary shares, Performance Share Rights and Performance Share Options	
Number acquired	1,233,072 shares comprising:	
	<ul> <li>951,229 shares received on vesting and exercise of Performance Shares Rights (including 160,974 shares received in accordance with the Performance Rights Adjustment approved at the Company's 2017 AGM and in satisfaction of dividend equivalent entitlements)</li> </ul>	
	<ul> <li>281,843 shares received in lieu of cash component of FY20 STI entitlement</li> </ul>	
Number disposed	1,018,239 Performance Share Rights comprising:	
	• 790,255 exercised and converted to shares	
	• 227,984 lapsed	
	752,838 Performance Share Options which lapsed	
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	Nil	
No. of securities held after change	Ordinary Shares	
	Indirect: 2,630,607	
	Vested Securities	
	292,444 Performance Options with an exercise price of \$1.07	
Unvested Securities		
	954,481 Performance Share Rights	
	196,587 Performance Options with an exercise price of \$2.71	

<sup>+</sup> See chapter 19 for defined terms. Appendix 3Y Page 2

ĺ	Nature of change		1
	Example: on-market trade, off-market trade, exercise of options,	Vesting and exercise of Performance Share	
	issue of securities under dividend reinvestment plan, participation in buy-back	Rights	

## 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.

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Detail of contract	n/a
Nature of interest	n/a
Name of registered holder (if issued securities)	n/a
Date of change	n/a
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 above traded during a *closed period where prior written	No
clearance was required?	
If so, was prior written clearance provided to allow the trade to proceed during this period?	n/a
If prior written clearance was provided, on what date was this provided?	n/a

<sup>+</sup> See chapter 19 for defined terms. Appendix 3Y Page 3