

# 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> WASHINGTON H. SOUL PATTINSON AND COMPANY LIMITED (WHSP)
<b>ABN</b> 49 000 002 728

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>	Todd James Barlow
<b>Date of last notice</b>	24 November 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.

<b>Direct or indirect interest</b>	Direct interest
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Not applicable
<b>Date of change</b>	9 February 2021
<b>No. of securities held prior to change</b>	146,446 Ordinary Shares  171,925 Unlisted Performance Rights
<b>Class</b>	Unlisted Performance Rights (Rights)
<b>Number acquired</b>	86,696
<b>Number disposed</b>	N/A
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	No cash payment is made for the grant of the Rights. The Rights are a long term incentive subject to performance hurdles granted as part of the Company's executive remuneration arrangements.

+ See chapter 19 for defined terms.

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<b>No. of securities held after change</b>	146,446 Ordinary Shares 258,621 Unlisted Performance Rights
<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Issue of Unlisted LTI Performance Rights under the WHSP Rights Plan. A summary of the terms of the Rights is available in the Remuneration Report within Washington H Soul Pattinson and Company Limited's 2020 Annual Report <a href="https://www.whsp.com.au/wp-content/uploads/2020/10/WHSP-Annual-Report-2020.pdf">https://www.whsp.com.au/wp-content/uploads/2020/10/WHSP-Annual-Report-2020.pdf</a>

## 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>	None
<b>Nature of interest</b>	Not applicable
<b>Name of registered holder (if issued securities)</b>	Not applicable
<b>Date of change</b>	Not applicable
<b>No. and class of securities to which interest related prior to change</b> Note: Details are only required for a contract in relation to which the interest has changed	Not applicable
<b>Interest acquired</b>	None
<b>Interest disposed</b>	None
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	Not applicable
<b>Interest after change</b>	None

## Part 3 – +Closed period

<b>Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?</b>	No
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If so, was prior written clearance provided to allow the trade to proceed during this period?	Not applicable
If prior written clearance was provided, on what date was this provided?	Not applicable

Dated: 12 February 2021

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