



Announcement Summary

**Entity name**  
WHITEHAVEN COAL LIMITED

**Date of this announcement**  
Monday December 02, 2024

**The +securities the subject of this notification are:**  
+Other securities issued under an +employee incentive scheme that are not intended to be quoted on ASX  
**Total number of +securities to be issued/transferred**

ASX +security code	Security description	Total number of +securities to be issued/transferred	Issue date
WHCAI	PERFORMANCE SHARE RIGHTS	2,454,126	25/11/2024
New class - code to be confirmed	SHARE APPRECIATION RIGHTS	1,749,657	28/11/2024

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

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**1.1 Name of entity**

WHITEHAVEN COAL LIMITED

We (the entity named above) give notice of the issue, conversion or payment up of the following unquoted +securities.

**1.2 Registered number type**

ACN

**Registration number**

124425396

**1.3 ASX issuer code**

WHC

**1.4 The announcement is**

New announcement

**1.5 Date of this announcement**

2/12/2024



## Part 2 - Issue details

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### **2.1 The +securities the subject of this notification are:**

+Other securities issued under an +employee incentive scheme that are not intended to be quoted on ASX

### **2.2a This notification is given in relation to an issue of +securities in a class which is not quoted on ASX and which:**

has an existing ASX security code ("existing class")

does not have an existing ASX security code ("new class")



Part 3B - number and type of +securities the subject of this notification (existing class) where issue has not previously been notified to ASX in an Appendix 3B

**ASX +security code and description**

WHCAI : PERFORMANCE SHARE RIGHTS

**Date the +securities the subject of this notification were issued**

25/11/2024

**Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class**

Yes

**Were any of the +securities issued to +key management personnel (KMP) or an +associate?**

Yes

**Provide details of the KMP or +associates being issued +securities.**

Name of KMP	Name of registered holder	Number of +securities
Paul Flynn	CPU Share Plans Pty Limited, as trustee of the employee share trust for the Whitehaven Coal Limited Equity Incentive Plan, is the registered holder. Paul Flynn is the beneficiary of the securities.	460,079
Kevin Ball	CPU Share Plans Pty Limited, as trustee of the employee share trust for the Whitehaven Coal Limited Equity Incentive Plan, is the registered holder. Kevin Ball is the beneficiary of the securities.	144,861
Ian Humphris	CPU Share Plans Pty Limited, as trustee of the employee share trust for the Whitehaven Coal Limited Equity Incentive Plan, is the registered holder. Ian Humphris is the beneficiary of the securities.	139,918

**Please provide a URL link for a document lodged with ASX detailing the terms of the +employee incentive scheme or a summary of the terms**

1,927,803 Performance Rights were awarded under Whitehaven's Single Incentive Plan (SIP). For details on the terms of these Performance Rights, refer to Whitehaven's 2024 Remuneration Report as contained in Whitehaven's 2024 Annual Report. The 2024 Annual Report is accessible at the following link: <https://www.asx.com.au/asx/v2/statistics/displayAnnouncement.do?display=pdf&idsId=02857980>

The remaining 526,323 Performance Rights were awards to select non-Executive Leadership Team leaders with service-based vesting conditions.



**Any other information the entity wishes to provide about the +securities the subject of this notification**

Each Performance Right is a right to receive one fully paid ordinary share in the Company (including any dividend payment), subject to meeting vesting conditions and the terms of the relevant offer.

Issue details

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**Number of +securities**

2,454,126

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## Part 3C - number and type of +securities the subject of this notification (new class)

## ASX +security code

New class - code to be confirmed

## +Security description

SHARE APPRECIATION RIGHTS

## +Security type

Other

## ISIN code

## Date the +securities the subject of this notification were issued

28/11/2024

## Will all the +securities issued in this class rank equally in all respects from their issue date?

Yes

## Were any of the +securities issued to +key management personnel (KMP) or an +associate?

Yes

## Provide details of the KMP or +associates being issued +securities.

Name of KMP	Name of registered holder	Number of +securities
Paul Flynn	CPU Share Plans Pty Limited, as trustee of the employee share trust for the Whitehaven Coal Limited Equity Incentive Plan, is the registered holder. Paul Flynn is the beneficiary of the securities.	597,740
Kevin Ball	CPU Share Plans Pty Limited, as trustee of the employee share trust for the Whitehaven Coal Limited Equity Incentive Plan, is the registered holder. Kevin Ball is the beneficiary of the securities.	198,957
Ian Humphris	CPU Share Plans Pty Limited, as trustee of the employee share trust for the Whitehaven Coal Limited Equity Incentive Plan, is the registered holder. Ian Humphris is the beneficiary of the securities.	192,174

## Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.

Details of the Share Appreciation Rights terms are provided in Whitehaven's 2024 Remuneration Report, contained in Whitehaven's 2024 Annual Report. The 2024 Annual Report is accessible at the following link: <https://www.asx.com.au/asx/v2/statistics/displayAnnouncement.do?display=pdf&idsId=02857980>



**Please provide a URL link for a document lodged with ASX detailing the terms of the +employee incentive scheme or a summary of the terms**

The Share Appreciation Rights were granted under the Whitehaven Equity Incentive Plan. Details of the Whitehaven Equity Incentive Plan are provided in Whitehaven's 2024 Remuneration Report, contained in Whitehaven's 2024 Annual Report. The 2024 Annual Report is accessible at the following link: <https://www.asx.com.au/asx/v2/statistics/displayAnnouncement.do?display=pdf&idsId=02857980>

**Any other information the entity wishes to provide about the +securities the subject of this notification**

Each Share Appreciation Right entitles the holder to receive shares equal in value to the amount by which Whitehaven's underlying share price has increased from a base price of \$6.76 to the price at the date of exercise (based on a 5-day volume weighted average price), subject to meeting vesting conditions and the terms of the offer.

Issue details

**Number of +securities**

1,749,657

Part 4 - +Securities on issue

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**Following the issue, conversion or payment up of the +securities the subject of this notification, the +securities of the entity will comprise:**

The figures in parts 4.1 and 4.2 below are automatically generated and may not reflect the entity's current issued capital if other Appendix 2A, Appendix 3G or Appendix 3H forms are currently with ASX for processing.

**4.1 Quoted +securities (Total number of each +class of +securities issued and quoted on ASX)**

<b>ASX +security code and description</b>	<b>Total number of +securities on issue</b>
WHC : ORDINARY FULLY PAID	836,600,784

**4.2 Unquoted +securities (Total number of each +class of +securities issued but not quoted on ASX)**

<b>ASX +security code and description</b>	<b>Total number of +securities on issue</b>
WHCAI : PERFORMANCE SHARE RIGHTS	11,313,608
New class - code to be confirmed : SHARE APPRECIATION RIGHTS	1,749,657





Part 5 - Other Listing Rule requirements

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**5.1 Were the +securities issued under an exception in Listing Rule 7.2 and therefore the issue did not need any security holder approval under Listing Rule 7.1?**

No

**5.2 Has the entity obtained, or is it obtaining, +security holder approval for the issue under listing rule 7.1?**

No

**5.2b Are any of the +securities being issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?**

Yes

**5.2b.1 How many +securities are being issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?**

3,145,964

**5.2c Are any of the +securities being issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?**

N/A