

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

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| Name of entity WASHINGTON H. SOUL PATTINSON AND COMPANY LIMITED |
| ABN 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.

| | |
|----------------------------|-----------------------|
| Name of Director | Robert Dobson MILLNER |
| Date of last notice | 21 July 2017 |

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 interests |
|--|--|
| Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small> | Notifiable interest because of a power to exercise, or control the exercise of, a right to vote shares in the entity held by J S Millner Holdings Pty Ltd, Jum Pty Ltd, T G Millner Holdings Pty Ltd and Hexham Holdings Pty Ltd |
| Date of change | 25 September 2017 |
| No. of securities held prior to change | 267,152 Direct Interest 19,117,941 Indirect Interests 420,348 As Joint Trustee |
| Class | Ordinary Shares |
| Number acquired | 55,000 |
| Number disposed | Nil |
| Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small> | \$905,234 |

+ See chapter 19 for defined terms.

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|---|--|
| No. of securities held after change | 267,152 Direct Interest 19,172,941 Indirect Interests 420,348 As Joint Trustee |
| Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small> | On-market trades |

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

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

Dated: 26 September 2017

+ See chapter 19 for defined terms.