



Announcement Summary

Entity name

WORLEY LIMITED

Date of this announcement

Friday December 02, 2022

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
WORAI	PERFORMANCE RIGHTS	2,961,810	25/11/2022

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of entity

WORLEY 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

ABN

Registration number

17096090158

1.3 ASX issuer code

WOR

1.4 The announcement is

☒ New announcement

1.5 Date of this announcement

2/12/2022



Part 2 - Issue details

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")



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

WORAI : PERFORMANCE RIGHTS

Date the +securities the subject of this notification were issued

25/11/2022

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
Robert Christopher Ashton	Chris Ashton	239,634
Tiernan O'Rourke	Tiernan O'Rourke	101,309
Mark Brantley	Mark E Brantley	72,806
Mark Trueman	Mark Trueman	72,806

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

Each right is an entitlement to receive one fully paid ordinary share in the Company, subject to the satisfaction of applicable vesting conditions.

Please refer to pages 144-145 and 149-150 of the Company's 2022 Annual Report for further information (accessible at https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02557314-2A1392883?access_token=83ff96335c2d45a094df02a206a39ff4)

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

The rights are issued in accordance with the terms of the Worley Limited Performance Rights Plan as part of the Company's employee equity incentive arrangements.



Issue details

Number of +securities
2,961,810

Part 4 - +Securities on issue

Following the issue, conversion or payment up of the +securities the subject of this application, the +securities of the entity will comprise:
(A discrepancy in these figures compared to your own may be due to a matter of timing if there is more than one application for quotation/issuance currently with ASX for processing.)

4.1 Quoted +Securities (Total number of each +class of +securities quoted)

ASX +security code and description	Total number of +securities on issue
WOR : ORDINARY FULLY PAID	525,055,596

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

ASX +security code and description	Total number of +securities on issue
WORAI : PERFORMANCE RIGHTS	7,284,425
WORAK : SPECIAL VOTING SHARE	1
WORAM : EXCHANGEABLE ORDINARY SHARE	926,193



Part 5 - Other Listing Rule requirements

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?

2,961,810 rights are issued using the Company's 15% placement capacity.

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