

ASX Announcement

11 February 2021

ASX: WPL
OTC: WOPEY

Woodside Petroleum Ltd.

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RESOLUTIONS UNDER SECTION 249N OF THE CORPORATIONS ACT

In accordance with ASX Listing Rule 3.17A, Woodside advises that it has received a notice seeking to requisition a resolution for consideration at the Annual General Meeting (AGM) on 15 April 2021. The proposed resolution is attached. The resolution is in addition to the resolutions announced on 8 February 2021.

Woodside is assessing the validity of the requisitioned resolution. The Notice of Meeting to be published in March 2021 will include any requisitions that will be considered at the AGM, together with the response and voting recommendations of the Woodside Board.

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This ASX announcement was approved and authorised for release by Woodside's Disclosure Committee.

Attachment: Requisitioned resolution as provided by the Australasian Centre for Corporate Responsibility

Special resolution – Annual vote on adoption of climate report

To amend the constitution to insert the following clause:

1. Each year commencing 2022, no later than the date at which the company disseminates to shareholders its notice of meeting, pursuant to clause 42, for its annual general meeting, the company will publish a report consistent with the recommendations of the Financial Stability Board of the G20's Task Force on Climate-related Financial Disclosures, and where relevant, the Climate Action 100+ Net-Zero Company Benchmark (Climate Report). At a minimum, the Climate Report will include:
 - a. the company's greenhouse gas emissions (Emissions) in accordance with recommended disclosure (b) of the Task Force on Climate-related Financial Disclosure Metrics and Targets Recommendation, and
 - b. the company's proposed strategy to reduce its Emissions, detailing short, medium and long-term targets for reductions in the company's Emissions.
2. At each annual general meeting, a resolution that the Climate Report be adopted must be put to a vote. The vote on the resolution is advisory and does not bind the directors.