

ASX Announcement

Thursday, 15 April 2021

ASX: WPL
OTC: WOPEY

Woodside Petroleum Ltd.

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2021 ANNUAL GENERAL MEETING VOTING RESULTS

Woodside advises that resolutions 2(a), 2(b), 2(c), 3 and 4 put to the Annual General Meeting of members today were carried. Resolution 5(a) was not carried and accordingly resolution 5(b) was not put to the meeting as it was conditional on resolution 5(a) being passed. Following is information on the voting outcome in respect of each resolution put to the meeting:

Item 2(a)	Re-election of Dr Christopher Haynes as a Director	For	439,432,642	88.78%
		Against	55,526,238	11.22%
		Abstain	1,989,021	
Item 2(b)	Re-election of Mr Richard Goyder as a Director	For	491,001,768	99.18%
		Against	4,050,663	0.82%
		Abstain	1,895,668	
Item 2(c)	Re-election of Mr Gene Tilbrook as a Director	For	481,204,390	97.21%
		Against	13,796,526	2.79%
		Abstain	1,953,618	
Item 3	Adoption of Remuneration Report	For	471,863,060	95.80%
		Against	20,689,943	4.20%
		Abstain	4,135,028	
Item 4	Approval of Grant of Performance Rights to CEO & Managing Director	For	485,805,571	98.32%
		Against	8,306,050	1.68%
		Abstain	2,842,075	
Item 5(a)	Amendment to the Constitution requisitioned by a group of shareholders	For	23,329,515	5.17%
		Against	427,878,731	94.83%
		Abstain	45,777,045	

Further information, as required by section 251AA(2) of the *Corporations Act 2001* (Cth) and ASX Listing Rule 3.13.2, is attached

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

WOODSIDE PETROLEUM LTD 2021 ANNUAL GENERAL MEETING – VOTING RESULTS

The following information is provided in accordance with section 251AA(2) of the *Corporations Act 2001* (Cth) and ASX Listing Rule 3.13.2.

Resolution details		Instructions given to validly appointed proxies (as at proxy close)				Direct Votes (as at close of direct voting)			Number of votes cast on the poll (where applicable)			Resolution Result
Resolution	Resolution Type	For	Against	At the proxy's discretion	Abstain	For	Against	Abstain	For	Against	Abstain*	Carried/ Not Carried
2(a) Re-election of Dr Christopher Haynes as a Director	Ordinary	416,950,569	54,476,528	5,232,518	1,662,088	16,746,075	1,042,667	324,915	439,432,642 88.78%	55,526,238 11.22%	1,989,021	Carried
2(b) Re-election of Mr Richard Goyder as a Director	Ordinary	468,404,241	3,049,045	5,229,706	1,638,711	16,853,088	1,003,612	256,957	491,001,768 99.18%	4,050,663 0.82%	1,895,668	Carried
2(c) Re-election of Mr Gene Tilbrook as a Director	Ordinary	458,874,035	12,643,171	5,233,409	1,571,088	16,585,795	1,146,255	381,607	481,204,390 97.21%	13,796,526 2.79%	1,953,618	Carried
3 Adoption of Remuneration Report	Ordinary	451,601,576	18,088,103	5,189,733	3,399,821	14,797,737	2,585,332	730,589	471,863,060 95.80%	20,689,943 4.20%	4,135,028	Carried
4 Approval of Grant of Performance Rights to CEO & Managing Director	Ordinary	466,110,478	4,985,673	5,187,590	1,995,492	14,233,966	3,295,375	584,318	485,805,571 98.32%	8,306,050 1.68%	2,842,075	Carried
5(a) Amendment to the Constitution	Special	22,086,265	405,836,264	5,170,816	45,228,357	1,082,032	16,481,295	549,898	23,329,515 5.17%	427,878,731 94.83%	45,777,045	Not carried
5(b) Contingent Resolution – Capital Protection	Ordinary	93,560,660	372,288,675	5,168,597	7,303,770	1,116,338	16,460,885	536,002	Not applicable – item 5(b) was not required and was not put to the meeting (as it was conditional on item 5(a) being passed)			
6 Amendment to the Constitution	Special	Withdrawn by the requisitioning shareholders as announced to the market on 19 March 2021										

* Votes cast by a person who abstains on an item are not counted in calculating the required majority on a poll