

Continuous Disclosure Policy

1.1 Purpose

The Continuous Disclosure Policy details Worley's policy to ensure that Worley complies with its disclosure obligations under the Corporations Act and the Australian Securities Exchange ("ASX") Listing Rules.

1.2 Commitment

Worley is committed to the promotion of investor confidence in its securities through the timely provision of material information to the market and providing equal access to that information. As a company listed on the ASX, Worley Limited ("Company" or "Worley") is required to comply with continuous and periodic disclosure obligations under the Corporations Act 2001 (Cth) and the ASX Listing Rules. Worley is also required to comply with applicable foreign requirements related to its debt listing on the Singapore Exchange ("SGX").

The core principle guiding Worley's communications with the market is to provide full, timely and equal access to material information about Worley. Accordingly, price sensitive information will only be disclosed to third parties once that information has been provided to ASX and an acknowledgement has been received from ASX that the information has been released to the market.

The Board is responsible for overseeing the Company's compliance with its disclosure obligations. The Board has delegated the day to day compliance with the Company's continuous disclosure obligations to the Disclosure Committee.

1.3 Scope and Applicability

This policy applies to all Worley personnel, which includes directors, employees and contractors of Worley, its subsidiaries and joint ventures.

Worley personnel must also follow the procedures set out in the Continuous Disclosure Standard.

1.4 Key Aspects

Key obligation

Worley will immediately notify the market by announcement to ASX of any information of which it becomes aware concerning it that a reasonable person would expect to have a material effect on the price or value of its securities ("Material Information"), unless the exceptions permitted under the ASX Listing Rules apply.

Responsibilities of all Worley personnel

Worley personnel are responsible for notifying the Group Company Secretary of any information of which they become aware that may be Material Information as soon as they become aware of that information. If the Group Company Secretary is unavailable, personnel should notify another member of the Disclosure Committee.

Dissemination of Material Information that has been provided to ASX

Material Information disclosed to ASX in accordance with Worley's disclosure obligations will be placed on the Investor Relations section of its website www.worley.com promptly following receipt of the acknowledgement from ASX.

The Group Company Secretary will provide the Board with copies of all material market announcements promptly after receipt of the acknowledgement from ASX.

Market speculation and rumors

Worley has a general "no comments" policy in relation to market speculation and rumors. However, Worley will issue an announcement in response to market speculation or a rumor where it is necessary to comply with its continuous disclosure obligations. This may involve correction of factual errors or a response to a request from ASX for information to correct or prevent a false market.

External communications and confidentiality

Worley personnel must comply with the External Communication Standard in all external communications. This includes the media, analysts and shareholders. Worley imposes strict controls on these types of communications to minimize the risk of inadvertently disclosing Material Information or information that has not been verified for external disclosure. Worley personnel are also required to keep all Worley information confidential to avoid triggering premature disclosure of Material Information.

Trading halts

In certain circumstances, Worley may request ASX to halt trading in its securities to correct or prevent a false market in its securities:

- where the market is trading and Worley is not in a position to give an announcement to ASX straight away; or
- where the market is not trading and Worley will not be in a position to give an announcement to ASX before trading next resumes.

Role of the Board and the Disclosure Committee

The Board or Worley's Disclosure Committee will determine:

- whether information is Material Information in accordance with the Corporations Act and the ASX Listing Rules and if so, whether it must be released to ASX;
- whether there is, or is likely to be, a false market in Worley's securities;
- whether to request a trading halt; and
- the text of any announcement to be disclosed to ASX for release to the market.

At the same time, the Board or Disclosure Committee will consider whether an announcement needs to be made to SGX in relation to its debt listing.

Matters reserved for the Board

The Board will determine the dissemination of Material Information related to Worley's periodic disclosure including the annual report, the half year and full year results announcements and the communications relating to Worley's general meetings.

The Board will also determine the dissemination of Material Information related to matters of fundamental significance to the company, for example market guidance, mergers, acquisitions or capital raisings.

Delegation to the Disclosure Committee

The Board has delegated to the Disclosure Committee the authority to make all other decisions associated with compliance with Worley's continuous disclosure obligations. As a result, the Disclosure Committee is authorized to consider and determine all disclosure matters, other than those reserved for the Board.

Text of market announcements

Subject to those matters reserved for the Board, the Disclosure Committee approves the text of any announcements made to ASX and SGX, other than routine announcements that the Group Company Secretary is authorized to approve. The Group Company Secretary coordinates the announcement of information for release to the market.

Review

This policy has been approved by the Board and will be periodically reviewed to check that it is continuing to operate effectively and whether any changes are required.

Chris Ashton
Chief Executive Officer

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