2024 ANNUAL GENERAL MEETING

Item 6 Climate Transition Action Plan and 2023 Progress Report

In response to investor feedback Woodside committed to put its climate disclosures to a vote of shareholders at this year's Annual General Meeting on Wednesday, 24 April 2024.

We acknowledge previous concerns of shareholders as reflected in the voting results on the 2022 Climate Report, several shareholder proposals from previous years and votes against director appointment at the 2023 AGM. The support for shareholder resolutions and votes against management resolutions sent a strong message to the Board and the Executive Leadership Team that we needed to significantly improve our engagement with shareholders and reflect shareholder feedback in the CTAP.

How we have engaged with our shareholders

- Engagement on climate and governance matters led by Chair Richard Goyder
- Engagement on climate and governance matters led by other Board members
- Engagement on climate matters led by Management (CEO; CFO; EVP Strategy and Climate; VP Climate and Sustainability; VP Investor Relations)
- Recurring engagements with Climate Action 100+ (CA100+) and Australian Council of Superannuation Investors Limited (ACSI)
- Climate Briefing Presentation held on 12 March 2024
- Full-Year 2023 Results held on 27 February 2024
- Met with Institutional Shareholder Services (ISS) and CGI Glass Lewis
- Met with Market Forces and Australasian Centre for Corporate Responsibility (ACCR) in December 2023, proponents of Members Statements in Woodside's 2024 Notice of Meeting.
- In 2023, the Chair held 43 meetings with investors and an additional 70 meetings were held by Management.
- In 2024 (as at 16 April) the Chair held 41 meetings with investors, 4 meetings were held with other Board members, and 103 meetings were held by Management.

What we discussed

- Woodside actively engaged with investors to understand their feedback on Woodside's climate strategy and disclosures. This included specific feedback on content that investors wished to see in Woodside's Climate Transition Action Plan and 2023 Progress Report (CTAP).

Woodside's response

- The feedback from investor meetings was considered by Management and influenced the updates to our climate transition plan. Refer to "Response to investor feedback" table on pages 2-4 for a comprehensive summary of this document and how it is addressed in Woodside's CTAP.

Response to investor feedback (expanding from CTAP pg.9)

Updated content in the Climate Transition Action Plan relative to the Woodside Climate Report 2022 includes:

Investor Feedback Area	2023 Report approach and response to investor feedback	Page
Bring forward the non-binding vote on the CTAP and 2023 Progress Report	The CTAP is to be put to a vote at the 2024 AGM.	Notice of meeting
Targets and Woodside's plans to achieve them		
Progress against targets	The CTAP outlines that in 2023 net equity Scope 1 and 2 emissions were 12.5% below starting base, advancing from 11% in 2022. We are on course for net equity Scope 1 and 2 emissions reduction targets of 15% by 2025 and 30% by 2030. As noted in our 2021 Climate Report, Woodside is aware that the Science Based Targets Initiative (SBTi) is considering a methodology for the oil and gas sector. The methodology is not yet complete. Woodside has discussed technical matters with SBTi in respect of the methodology that need to be resolved in order for it to be applicable to Woodside. Woodside has made its own statements as to why the company believes its business is aligned to the Paris Agreement, and has outlined the reasons for this conclusion.	6-7, 16-17
Extension of asset decarbonisation plans across merged portfolio	Asset decarbonisation planning has now been completed across our merged portfolio of operated assets.	15, 18
Emissions reduction between 2030 and 2050	We have identified a potential pathway to net zero (equity Scope 1 and 2 emissions) for our portfolio of producing assets and sanctioned projects. Multiple large scale abatement opportunities have been identified that could reduce the Scope 1 and 2 emissions from our current portfolio, which can be implemented from 2030. These large scale abatement opportunities utilise existing technology but require substantial engineering to retrofit onto existing facilities. Because of this, they are currently estimated to cost significantly more than our internal long-term cost of carbon of \$80/t CO_2-e (real terms 2022). As a result we have elected to target these improvements where they can have the highest impact, in particular at our Pluto and Scarborough facilities, which have the longest future life and therefore emissions profile in our current portfolio.	19-21
Decarbonisation project pipeline	Multiple options identified to avoid or reduce emissions are in progress: • ~16 Mt CO_2-e in savings (cumulative to 2050) has been incorporated in design of Scarborough, Pluto Train 2 and Trion projects. • ~12 Mt CO_2-e (cumulative to 2050) in further reduction initiatives at existing assets, targeted for implementation by 2030. Targeting implementation of opportunities by end 2025 that could deliver 50% of the identified potential emissions reductions. • ~35 Mt CO_2-e (cumulative to 2050) further opportunities (large scale but expensive to retrofit) in plan to mature technology and reduce cost as future selection options. In the CTAP we provide further detail on the decarbonisation project pipeline.	15, 18-21, 24-5
Scope 3 emissions abatement target	In 2023, we continued to review our approach to Scope 3 targets in response to investor feedback and have decided to supplement our existing investment target with a new complementary emissions abatement target. This target is to take final investment decisions on new energy products and lower carbon services by 2030, with total abatement capacity of 5 Mtpa CO_2-e	32-34
New energy and lower carbon services project pipeline	In 2021, Woodside set a Scope 3 investment target – aiming to invest \$5 billion in new energy products and lower carbon services by 2030. At the end of 2023, we had cumulatively spent more than \$335 million towards this target. 2023 expenditure increased over 135% compared to 2022. We expect expenditure to continue to ramp up towards the back end of the target period, subject to markets developing, because most project expenditure occurs in the construction phase. See CTAP pages 37 and 39 for an overview of our project pipeline.	36-40

Utilisation of carbon credits as offsets		
Woodside's approach to utilising offsets	Woodside recognises the emissions reduction hierarchy prioritises avoiding and reducing emissions before offsetting them. Our priority is avoiding and reducing emissions. For example we pursue opportunities to reduce emissions in the design and operation of our assets that are economically viable when assessed using an internal long-term cost of carbon, currently US$80/t CO2-e (real terms 2022). This exceeds the current market price of carbon credits. Woodside utilises certified carbon credits to offset equity Scope 1 and 2 emissions that are above our targets in a given year after design out and operate out measures have been taken. In 2023 we used 13% fewer carbon credits as offsets than 2022 due to the underlying emissions performance at our facilities.	28-31
Reporting of carbon credit retirements	Woodside's net equity Scope 1 and 2 greenhouse gas emissions totalled 5,532 kt CO_2-e in 2023, which was 12.5% below the starting base. Gross equity Scope 1 and 2 emissions were 6,190 kt CO2-e. To achieve the net result, 658 kt CO_2-e of carbon credits have been retired. We publicly retire carbon credits and report the sources of carbon credit in a table in the CTAP that details the Project name, Project ID, Developer/Proponent, Project type, Method, Country, Vintage and Volume of carbon credit retired in respect of Scope 1 and 2 emissions.	74
Reporting of unretired carbon credits portfolio	In response to investor feedback we now report on Woodside's Portfolio of unretired caron credits in the CTAP including: - Volume, average cost of supply - Source (market purchase or origination) - Registry, method and geography We have disclosed our approach to assessing carbon credit integrity. Our approach is informed by current and emerging external frameworks such as the Integrity Council for the Voluntary Carbon Market (ICVCM)'s Core Carbon Principles, the Investor Group on Climate Change's (IGCC)'s guidance, and the Oxford Principles for Net Zero Aligned Offsetting.	31
Resilience of demand for Woodside products		
Scope 3 emissions sources	We report in the CTAP our sources of Scope 3 emissions against the following categories: - Selected other upstream (employee commuting, business travel, waste generated from operations, purchased goods and services (other than traded hydrocarbons)) - Purchased goods and services (traded hydrocarbons) - Shipping (transport and distribution) - Use of sold product (Woodside productions) - Use of sold products (third party production) Over 95% of Woodside's Scope 3 emissions are categorised as "use of sold product".	32-33, 72-73
Customer demand in the energy transition	In the CTAP we describe how we factor analysis of global demand in climate-related and energy market scenarios, including 1.5̊C cases into strategic choices. Demand for oil and gas remains through the remainder of this century in all IPCC C1, C2 and C3 pathways, but to varying degrees. Different variables contribute to the temperature outcomes in these pathways. For example, C1 pathways with higher gas use typically also have higher uses of CCUS. Woodside expects that natural gas will continue to have such a transitional role, sustaining demand for the period which is relevant to our current portfolio of producing assets and sanctioned projects as well as for further growth opportunities. The sale of 10% of the Scarborough Joint Venture to LNG Japan and of 15.1% to JERA is an example of mutual confidence in demand. These strategic relationships also include potential LNG offtake and collaboration on opportunities in new energy. Whilst demand for new energy products and lower carbon services is expected to grow significantly during the energy transition, the timing and pace of such growth is not certain.	44-47, 54-55
Approach to capital allocation	We have disclosed our Capital Allocation Framework for oil, gas and new energy opportunities including targets for IRR and payback periods. When assessing opportunities, we consider a broad range of portfolio evaluation and opportunity evaluation factors relevant to	43, 48-53

	the opportunity. These assessments can apply to acquisitions or divestments, and for evaluating the impact of a new project on the portfolio. We have developed a 'transition case' methodology which, like a business case and a safety case, helps us to manage risk by assessing investment opportunities across a range of climate-related factors. This was first applied to the final investment decision for the Trion development in the Mexican segment of the Gulf of Mexico in 2023. Woodside's strategy is to diversify and adapt, rather than choosing a single course in advance and acting as if the energy transition were more certain than it is. Woodside is working to diversify its portfolio by adding new products and services alongside our existing products, where we believe we have a competitive advantage to supply them successfully through the energy transition.	
Governance		
Board skills and composition	Woodside changes the membership of its Board of Directors as part of its continuous review of Board skills and composition. These changes are intended to enhance Woodside's Board and Committees so that they are best placed to support Woodside's global operations and strategic growth opportunities through the energy transition. The Woodside Board has welcomed Mr Ashok Belani as a non-executive Director, effective 29 January 2024. Mr Belani's candidacy is the subject of a shareholder vote at the 2024 AGM. During his 43-year tenure at SLB, a global technology company, Mr Belani held several roles including President Reservoir Characterization, Executive Vice President Technology and most recently, Executive Vice President New Energy where he was responsible for deploying differentiated technologies and practices to decarbonise exploration and production operations, and the development of new avenues of growth in emerging markets with carbon-neutral technologies. The competencies and skills of the directors are set out in the skills matrix described in the Annual Report 2023, in section 4.1.	11
Management structure	The Board of Woodside is responsible for the approval and oversight of our climate change strategy. Climate change is a standing agenda item at each regular meeting of the Sustainability Committee, or the Board when the Sustainability Committee does not meet, with information presented by management, external advisers or third party specialists where appropriate. The Board oversees our climate strategy and receives regular performance updates from management. Responsibility for executing the strategy is embedded in the appropriate Business Group. Because of the strategic nature of climate change, many groups have accountability for delivering elements of the strategy, summarised in the table on page 12 outlining of the Climate-related roles and responsibilities of Business Groups.	12
Climate-related targets in executive remuneration	The Board has decided to amend our executive remuneration framework, so that targets for gross Scope 1 and 2 emissions performance and new energy projects progress will impact the outcomes of performance based remuneration for the Executive Leadership Team. Climate metrics will make up 15% of the total scorecard, with 70% based on gross Scope 1 and 2 emissions performance and 30% based on new energy project progress.	12
Policy engagement		
Woodside advocacy activities	Woodside aligns its advocacy to support the goals of the Paris Agreement. Woodside transparently discloses its advocacy, including the submissions that it makes to government.	65-69
Review of industry association activities	As well as disclosing our policy advocacy activities, we have reviewed our industry association memberships, including an assessment of whether industry association activities support the goals of the Paris Agreement. We aim to align both our own policy engagement and that of our associations (where possible) in support of the temperature goals of the Paris Agreement. We have published the results of the review on our website. Most of the industry associations of which we are a member have been assessed as aligned with our climate and energy transition-related criteria. Where we have identified misalignment, we intend to work with the relevant organisation to influence change and continue to monitor and review their activities. If we conclude that we cannot achieve an acceptable alignment we will review, and consider ceasing, our membership.	65, 67