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WOODSIDE PETROLEUM LTD

4 January 2002



Securities and Exchange Commission  
Office of International Corporate Finance  
450 Fifth Street N.W.  
Washington DC 20549  
United States of America

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FINANCIAL  
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Dear Sir/Madam,

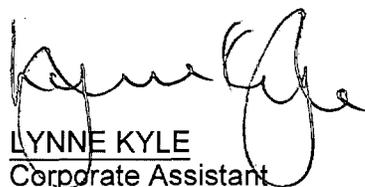
RE: EXEMPTION FILE NO. 82.2280

In accordance with Rule 12g 3-2(b) under the Securities Exchange Act of 1934, we enclose the following documents which have recently been filed with the Australian Stock Exchange.

- Appendix 3X - Initial Director's Interest Notices for the 10 Directors of Woodside Petroleum Ltd., lodged with the Australian Stock Exchange on 3 January 2002
- News Release in relation to John Holland winning major North West Shelf Contract, lodged with the ASX on 3 January 2002.

Kindly acknowledge receipt of this letter and enclosures by signing the duplicate copy and faxing to the writer's attention on (618) 9348 4990.

Yours faithfully  
WOODSIDE PETROLEUM LTD.

  
LYNNE KYLE  
Corporate Assistant



4 January 2002

Securities and Exchange Commission  
Office of International Corporate Finance  
450 Fifth Street N.W.  
Washington DC 20549  
**United States of America**

Dear Sir/Madam,

**RE: EXEMPTION FILE NO. 82.2280**

In accordance with Rule 12g 3-2(b) under the Securities Exchange Act of 1934, we enclose the following documents which have recently been filed with the Australian Stock Exchange.

- Appendix 3X - Initial Director's Interest Notices for the 10 Directors of Woodside Petroleum Ltd., lodged with the Australian Stock Exchange on 3 January 2002
- News Release in relation to John Holland winning major North West Shelf Contract, lodged with the ASX on 3 January 2002.

Kindly acknowledge receipt of this letter and enclosures by signing the duplicate copy and faxing to the writer's attention on (618) 9348 4990.

Yours faithfully  
WOODSIDE PETROLEUM LTD.

  
**LYNNE KYLE**  
Corporate Assistant

Acknowledged \_\_\_\_\_

Dated \_\_\_\_\_

*[Handwritten initials]*

**WOODSIDE PETROLEUM LTD.**

A.B.N. 55 004 898 962

Registered Office: No.1 Adelaide Terrace, Perth, Western Australia, 6000  
Postal Address: Box D188 G.P.O. Perth, Western Australia, 6840  
Telephone: (08) 9348 4000 Facsimile: (08) 9348 4990

# NEWS RELEASE

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Woodside Petroleum Ltd. & Subsidiaries  
A.C.N. 004 898 962  
1 Adelaide Terrace  
PERTH WA 6000  
Tel: (08) 9348 4000 Fax: (08) 9348 5539

Woodside Energy Ltd.  
A.C.N. 005 482 986  
1 Adelaide Terrace  
PERTH WA 6000  
Tel: (08) 9348 4000 Fax: (08) 9348 5539

Thursday 3 January 2002  
12 NOON (WST)

## JOHN HOLLAND WINS MAJOR NORTH WEST SHELF CONTRACT

Australian engineering and construction company John Holland Pty Ltd has been awarded a major contract for civil works on the \$1.6 billion North West Shelf LNG Expansion Project.

The Civil Off-Plot Contract, awarded by the Kellogg Joint Venture (KJV), on behalf of NWS Operator Woodside, is worth more than \$11 million.

Under the contract, John Holland will undertake all civil works and concrete foundations for the major Off-Plot process facilities associated with the 4<sup>th</sup> LNG Train development. This includes civil works for the sulphinol and thermal combustion units, air separation and power generation facilities.

The contract also includes the installation of all underground cabling linking the off-plot process facilities with new and existing sub-stations.

John Holland will commence mobilisation of a 60-strong workforce to site in late-January 2002 and will be on site for approximately 11 months.

Manfred Henze, Woodside General Manager Onshore Projects, said that the award of the contract continued a long association between the company and the North West Shelf Gas Project.

"Over the past two decades John Holland has been involved in a number of major construction projects on the Burrup," he said.

"This has included the installation of LNG piping onto the LNG jetty and also the construction of the LPG jetty. Having John Holland back on site is another example of how the development of the North West Shelf Project has proved a positive, long-term association for many Australian companies and their personnel."

To date, Australian companies have won more than \$500 million in contracts for the Project. This is expected to climb to near \$1 billion by the time the Project is completed in 2004.

The six equal participants in the North West Shelf Venture are: Woodside Energy Ltd. (operator); BHP Billiton Petroleum (North West Shelf) Pty Ltd; BP Developments Australia Pty Ltd; Chevron Australia Pty Ltd; Japan Australia LNG (MIMI) Pty Ltd; and Shell Development (Australia) Proprietary Limited.

### **MEDIA INQUIRIES**

**Woodside Energy Ltd.**

Rob Millhouse, Public Issues Manager

W: (08) 9348 4281 M: (0419) 588 166

### **INVESTMENT INQUIRIES**

**Woodside Energy Ltd.**

Geoff Wedgwood, Investor Relations Manager

W: (08) 9348 4283 M: (0419) 944 297

# Appendix 3X

## Initial Director's Interest Notice

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 30/9/2001.

<b>Name of entity</b>	Woodside Petroleum Limited
<b>ABN</b>	55 004 898 962

We (the entity) give ASX the following information under listing rule 3.19A.1 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	John Howard Akehurst
<b>Date of appointment</b>	7 February 1996

### Part 1 - Director's relevant interests in securities of which the director is the registered holder

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

<b>Number &amp; class of securities</b>
586,177 Ordinary fully paid shares pursuant to the Woodside Employee Share Plan

+ See chapter 19 for defined terms.

**Part 2 – Director's relevant interests in securities of which the director is not the registered holder**

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Name of holder & nature of interest Note: Provide details of the circumstances giving rise to the relevant interest.	Number & class of Securities
<b>David and Diana Smeeton - associate interest (mother and father in-law)</b>	<b>2,300 Ordinary fully paid shares</b>

**Part 3 – Director's interests in contracts**

<b>Detail of contract</b>	N/A
<b>Nature of interest</b>	N/A
<b>Name of registered holder (if issued securities)</b>	N/A
<b>No. and class of securities to which interest relates</b>	Nil

+ See chapter 19 for defined terms.

Rule 3.19A.1

## Appendix 3X

### Initial Director's Interest Notice

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 30/9/2001.

<b>Name of entity</b>	Woodside Petroleum Limited
<b>ABN</b>	55 004 898 962

We (the entity) give ASX the following information under listing rule 3.19A.1 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	Rory Edward Stanley Argyle
<b>Date of appointment</b>	1 November 1995

#### **Part 1 - Director's relevant interests in securities of which the director is the registered holder**

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

<b>Number &amp; class of securities</b>
2,000 Ordinary fully paid shares

+ See chapter 19 for defined terms.

**Part 2 – Director's relevant interests in securities of which the director is not the registered holder**

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Name of holder & nature of interest	Number & class of Securities
Note: Provide details of the circumstances giving rise to the relevant interest.	
Mrs Penelope Argyle – associate interest (wife)	2,000 Ordinary fully paid shares
Relygra Pty Ltd – associate interest	5,100 Ordinary fully paid shares

**Part 3 – Director's interests in contracts**

<b>Detail of contract</b>	N/A
<b>Nature of interest</b>	N/A
<b>Name of registered holder (if issued securities)</b>	N/A
<b>No. and class of securities to which interest relates</b>	Nil

+ See chapter 19 for defined terms.

Rule 3.19A.1

# Appendix 3X

## Initial Director's Interest Notice

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 30/9/2001.

<b>Name of entity</b>	Woodside Petroleum Limited
<b>ABN</b>	55 004 898 962

We (the entity) give ASX the following information under listing rule 3.19A.1 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	Jillian Rosemary Broadbent
<b>Date of appointment</b>	17 June 1998

**Part 1 - Director's relevant interests in securities of which the director is the registered holder**

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

<b>Number &amp; class of securities</b>	20,000 Ordinary fully paid shares
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+ See chapter 19 for defined terms.

**Part 2 – Director's relevant interests in securities of which the director is not the registered holder**

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Name of holder & nature of interest Note: Provide details of the circumstances giving rise to the relevant interest.	Number & class of Securities
<b>Varisel Pty Ltd – associate interest</b>	<b>10,000 Ordinary fully paid shares</b>

**Part 3 – Director's interests in contracts**

<b>Detail of contract</b>	N/A
<b>Nature of interest</b>	N/A
<b>Name of registered holder (if issued securities)</b>	N/A
<b>No. and class of securities to which interest relates</b>	Nil

+ See chapter 19 for defined terms.

Rule 3.19A.1

## Appendix 3X

### Initial Director's Interest Notice

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Introduced 30/9/2001.

<b>Name of entity</b>	Woodside Petroleum Limited
<b>ABN</b>	55 004 898 962

We (the entity) give ASX the following information under listing rule 3.19A.1 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	Kenneth Alfred Dean
<b>Date of appointment</b>	18 February 1998

#### **Part 1 - Director's relevant interests in securities of which the director is the registered holder**

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

<b>Number &amp; class of securities</b>  1,000 Ordinary fully paid shares
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+ See chapter 19 for defined terms.

**Part 2 – Director's relevant interests in securities of which the director is not the registered holder**

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

<b>Name of holder &amp; nature of interest</b>	<b>Number &amp; class of Securities</b>
Note: Provide details of the circumstances giving rise to the relevant interest.  N/A	Nil

**Part 3 – Director's interests in contracts**

<b>Detail of contract</b>	N/A
<b>Nature of interest</b>	N/A
<b>Name of registered holder (if issued securities)</b>	N/A
<b>No. and class of securities to which interest relates</b>	Nil

+ See chapter 19 for defined terms.

Rule 3.19A.1

## Appendix 3X

### Initial Director's Interest Notice

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 30/9/2001.

<b>Name of entity</b>	Woodside Petroleum Limited
<b>ABN</b>	55 004 898 962

We (the entity) give ASX the following information under listing rule 3.19A.1 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	Peter John Benedict Duncan
<b>Date of appointment</b>	4 June 1999

#### Part 1 - Director's relevant interests in securities of which the director is the registered holder

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

<b>Number &amp; class of securities</b>
Nil

+ See chapter 19 for defined terms.

**Part 2 – Director's relevant interests in securities of which the director is not the registered holder**

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

<b>Name of holder &amp; nature of interest</b>	<b>Number &amp; class of Securities</b>
Note: Provide details of the circumstances giving rise to the relevant interest.  N/A	Nil

**Part 3 – Director's interests in contracts**

<b>Detail of contract</b>	N/A
<b>Nature of interest</b>	N/A
<b>Name of registered holder (if issued securities)</b>	N/A
<b>No. and class of securities to which interest relates</b>	Nil

+ See chapter 19 for defined terms.

Rule 3.19A.1

## Appendix 3X

### Initial Director's Interest Notice

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Introduced 30/9/2001.

<b>Name of entity</b>	Woodside Petroleum Limited
<b>ABN</b>	55 004 898 962

We (the entity) give ASX the following information under listing rule 3.19A.1 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	Charles Barrington Goode
<b>Date of appointment</b>	3 February 1988

**Part 1 - Director's relevant interests in securities of which the director is the registered holder**

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

<b>Number &amp; class of securities</b>	2,000 Ordinary fully paid shares
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+ See chapter 19 for defined terms.

**Part 2 – Director's relevant interests in securities of which the director is not the registered holder**

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

<b>Name of holder &amp; nature of interest</b>	<b>Number &amp; class of Securities</b>
Note: Provide details of the circumstances giving rise to the relevant interest. <b>Chabar Pty Ltd – beneficial interest</b>	<b>78,000 Ordinary fully paid shares</b>
<b>Beta Gamma Pty Ltd as trustee for the Walsh Street Superannuation Fund – beneficial interest in fund</b>	<b>20,000 Ordinary fully paid shares</b>

**Part 3 – Director's interests in contracts**

<b>Detail of contract</b>	N/A
<b>Nature of interest</b>	N/A
<b>Name of registered holder (if issued securities)</b>	N/A
<b>No. and class of securities to which interest relates</b>	Nil

+ See chapter 19 for defined terms.

Rule 3.19A.1

# Appendix 3X

## Initial Director's Interest Notice

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Introduced 30/9/2001.

<b>Name of entity</b>	Woodside Petroleum Limited
<b>ABN</b>	55 004 898 962

We (the entity) give ASX the following information under listing rule 3.19A.1 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	Dr Alan John Parsley
<b>Date of appointment</b>	4 June 1999

**Part 1 - Director's relevant interests in securities of which the director is the registered holder**

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

<b>Number &amp; class of securities</b>	Nil
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+ See chapter 19 for defined terms.

**Part 2 – Director's relevant interests in securities of which the director is not the registered holder**

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Name of holder & nature of interest Note: Provide details of the circumstances giving rise to the relevant interest.	Number & class of Securities
N/A	Nil

**Part 3 – Director's interests in contracts**

<b>Detail of contract</b>	N/A
<b>Nature of interest</b>	N/A
<b>Name of registered holder (if issued securities)</b>	N/A
<b>No. and class of securities to which interest relates</b>	Nil

+ See chapter 19 for defined terms.

Rule 3.19A.1

# Appendix 3X

## Initial Director's Interest Notice

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Introduced 30/9/2001.

<b>Name of entity</b>	Woodside Petroleum Limited
<b>ABN</b>	55 004 898 962

We (the entity) give ASX the following information under listing rule 3.19A.1 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	Dr Philip John Barnes Rose
<b>Date of appointment</b>	6 December 1990

**Part 1 - Director's relevant interests in securities of which the director is the registered holder**

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

<b>Number &amp; class of securities</b>	4,000 Ordinary fully paid shares
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+ See chapter 19 for defined terms.

**Part 2 – Director's relevant interests in securities of which the director is not the registered holder**

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

<b>Name of holder &amp; nature of interest</b>	<b>Number &amp; class of Securities</b>
Note: Provide details of the circumstances giving rise to the relevant interest.  N/A	Nil

**Part 3 – Director's interests in contracts**

<b>Detail of contract</b>	N/A
<b>Nature of interest</b>	N/A
<b>Name of registered holder (if issued securities)</b>	N/A
<b>No. and class of securities to which interest relates</b>	Nil

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Rule 3.19A.1

# Appendix 3X

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Introduced 30/9/2001.

<b>Name of entity</b>	Woodside Petroleum Limited
<b>ABN</b>	55 004 898 962

We (the entity) give ASX the following information under listing rule 3.19A.1 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	Richard Henry Searby QC
<b>Date of appointment</b>	17 June 1998

### Part 1 - Director's relevant interests in securities of which the director is the registered holder

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

<b>Number &amp; class of securities</b>
Nil

+ See chapter 19 for defined terms.

**Part 2 – Director's relevant interests in securities of which the director is not the registered holder**

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Name of holder & nature of interest Note: Provide details of the circumstances giving rise to the relevant interest.	Number & class of Securities
N/A	Nil

**Part 3 – Director's interests in contracts**

<b>Detail of contract</b>	N/A
<b>Nature of interest</b>	N/A
<b>Name of registered holder (if issued securities)</b>	N/A
<b>No. and class of securities to which interest relates</b>	Nil

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**Rule 3.19A.1**

# Appendix 3X

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<b>Name of entity</b>	Woodside Petroleum Limited
<b>ABN</b>	55 004 898 962

We (the entity) give ASX the following information under listing rule 3.19A.1 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	Roger Andrew Geoffrey Vines
<b>Date of appointment</b>	19 February 1997

**Part 1 - Director's relevant interests in securities of which the director is the registered holder**

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

<b>Number &amp; class of securities</b>	N/A
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+ See chapter 19 for defined terms.

**Part 2 – Director's relevant interests in securities of which the director is not the registered holder**

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Name of holder & nature of interest	Number & class of Securities
<p>Note: Provide details of the circumstances giving rise to the relevant interest.</p> <p><b>Nives Pty Ltd Trustee for the Vines Family Trust</b></p>	<p><b>7,400 Ordinary fully paid shares</b></p>

**Part 3 – Director's interests in contracts**

<b>Detail of contract</b>	N/A
<b>Nature of interest</b>	N/A
<b>Name of registered holder (if issued securities)</b>	N/A
<b>No. and class of securities to which interest relates</b>	Nil

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