

## Appendix 3Y

### Change of 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 30/09/01 Amended 01/01/11

<b>Name of entity</b>	<b>Cochlear Limited</b>
<b>ABN</b>	<b>96 002 618 073</b>

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	<b>Diggory William Howitt</b>
<b>Date of last notice</b>	<b>26 August 2020</b>

#### Part 1 - Change of director's relevant interests in securities

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

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Direct or indirect interest</b>	<b>Direct</b>
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	<b>Not applicable</b>
<b>Date of change</b>	<b>21 October 2020</b>
<b>No. of securities held prior to change</b>	(a) 45,731 Shares (b) Nil Options (c) 59,948 LTI Options (d) 6,117 LTI Performance Rights (e) 2,634 STI Deferral Performance Rights

+ See chapter 19 for defined terms.

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<b>Class</b>	<p>(a) Fully paid ordinary shares in Cochlear Limited ("Shares")</p> <p>(b) Options over Shares ("Options")</p> <p>(c) Long term incentive Options subject to performance hurdles and vesting timeframes ("LTI Options")</p> <p>(d) Long term incentive Share rights subject to performance hurdles and vesting timeframes ("LTI Performance Rights")</p> <p>(e) Short term incentive Share rights subject to vesting timeframes ("STI Deferral Performance Rights")</p>
<b>Number acquired</b>	<p>21,217 LTI Options</p> <p>4,782 LTI Performance Rights</p>
<b>Number disposed</b>	
<p><b>Value/Consideration</b></p> <p>Note: If consideration is non-cash, provide details and estimated valuation</p>	Nil
<b>No. of securities held after change</b>	<p>(a) 45,731 Shares</p> <p>(b) Nil Options</p> <p>(c) 81,165 LTI Options</p> <p>(d) 10,899 LTI Performance Rights</p> <p>(e) 2,634 STI Deferral Performance Rights</p>
<p><b>Nature of change</b></p> <p>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p><b>Grant of securities under the Cochlear Executive Incentive Plan (CEIP) for Mr Howitt's long term incentive award in financial year 2021.</b></p> <p>The shareholders of Cochlear Limited approved the grant at the Annual General Meeting held on 20 October 2020.</p> <p>The LTI Options and LTI Performance Rights are subject to the vesting criteria in the CEIP and will lapse if the vesting criteria are not met.</p> <p>Any LTI Performance Rights which vest will be exercised automatically.</p>

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**Part 2 – Change of director's interests in contracts**

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

<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>Date of change</b>	N/A
<b>No. and class of securities to which interest related prior to change</b> Note: Details are only required for a contract in relation to which the interest has changed	N/A
<b>Interest acquired</b>	N/A
<b>Interest disposed</b>	N/A
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	N/A
<b>Interest after change</b>	N/A

**Part 3 – <sup>+</sup>Closed period**

<b>Were the interests in the securities or contracts detailed above traded during a <sup>+</sup>closed period where prior written clearance was required?</b>	No
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	Not applicable
<b>If prior written clearance was provided, on what date was this provided?</b>	Not applicable

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