

# 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

Name of entity: Woolworths Group Limited
ABN: 88 000 014 675

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.

Name of Director	Gordon Cairns
Date of last notice	20 June 2018

### 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.

Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Held by Bond Street Custodians Pty Limited on behalf of Mr Cairns' superannuation fund
Date of change	31 August 2018
No. of securities held prior to change	27,060
Class	Ordinary shares
Number acquired	1,781 shares
Number disposed	-
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Not applicable
No. of securities held after change	27,060 shares held on behalf of Mr Cairns' superannuation fund  1,781 shares held by Woolworths Custodian Pty Ltd as trustee of the NED Plan

+ See chapter 19 for defined terms.

## Appendix 3Y

### Change of Director's Interest Notice

<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	<b>Vesting of NED Share Rights</b>  NED Share Rights vest and convert into shares twice yearly. These shares remain in the NED Plan under restriction for the nominated deferral period
---	---

## 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>	<b>Share Rights</b>
<b>Nature of interest</b>	NED Share Rights in accordance with the Woolworths Group Non-Executive Directors Equity Plan (NED Plan) Rules
<b>Name of registered holder (if issued securities)</b>	Not applicable
<b>Date of change</b>	31 August 2018
<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	1,781 NED Share Rights
<b>Interest acquired</b>	-
<b>Interest disposed</b>	1,781 NED Share Rights vested and converted into shares
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	Not applicable
<b>Interest after change</b>	-

## Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	
If prior written clearance was provided, on what date was this provided?	

See chapter 19 for defined terms.

# 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

Name of entity: Woolworths Group Limited
ABN: 88 000 014 675

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.

Name of Director	Jillian Broadbent
Date of last notice	20 June 2018

### 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.

Direct or indirect interest	Direct
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Held directly by Ms Broadbent
Date of change	31 August 2018
No. of securities held prior to change	65,138
Class	Ordinary shares
Number acquired	1,246 shares
Number disposed	-
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Not applicable
No. of securities held after change	65,138 shares held by Ms Broadbent  1,246 shares held by Woolworths Custodian Pty Ltd as trustee of the NED Plan

+ See chapter 19 for defined terms.

## Appendix 3Y

### Change of Director's Interest Notice

---

<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	<b>Vesting of NED Share Rights</b>  NED Share Rights vest and convert into shares twice yearly. These shares remain in the NED Plan under restriction for the nominated deferral period
---	---

## 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>	<b>Share Rights</b>
<b>Nature of interest</b>	NED Share Rights in accordance with the Woolworths Group Non-Executive Directors Equity Plan (NED Plan) Rules
<b>Name of registered holder (if issued securities)</b>	Not applicable
<b>Date of change</b>	31 August 2018
<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	1,246 NED Share Rights
<b>Interest acquired</b>	-
<b>Interest disposed</b>	1,246 NED Share Rights vested and converted into shares
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	Not applicable
<b>Interest after change</b>	-

## Part 3 – <sup>+</sup>Closed period

Were the interests in the securities or contracts detailed above traded during a <sup>+</sup> closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	
If prior written clearance was provided, on what date was this provided?	

---

<sup>+</sup> See chapter 19 for defined terms.

# 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

Name of entity: Woolworths Group Limited
ABN: 88 000 014 675

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.

Name of Director	Holly Kramer
Date of last notice	31 August 2018

### 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.

Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Held by Bond Street Custodians Limited on behalf of Ms Kramer's superannuation fund
Date of change	31 August 2018
No. of securities held prior to change	7,942
Class	Ordinary shares
Number acquired	547 shares
Number disposed	-
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Not applicable
No. of securities held after change	7,942 shares held on behalf of Mr Kramer's superannuation fund  547 shares held by Woolworths Custodian Pty Ltd as trustee of the NED Plan

+ See chapter 19 for defined terms.

## Appendix 3Y

### Change of Director's Interest Notice

<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	<b>Vesting of NED Share Rights</b>  NED Share Rights vest and convert into shares twice yearly. These shares remain in the NED Plan under restriction for the nominated deferral period
---	---

## 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>	<b>Share Rights</b>
<b>Nature of interest</b>	NED Share Rights in accordance with the Woolworths Group Non-Executive Directors Equity Plan (NED Plan) Rules
<b>Name of registered holder (if issued securities)</b>	Not applicable
<b>Date of change</b>	31 August 2018
<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	547 NED Share Rights
<b>Interest acquired</b>	-
<b>Interest disposed</b>	547 NED Share Rights vested and converted into shares
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	Not applicable
<b>Interest after change</b>	-

## Part 3 – <sup>+</sup>Closed period

Were the interests in the securities or contracts detailed above traded during a <sup>+</sup> closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	
If prior written clearance was provided, on what date was this provided?	

<sup>+</sup> See chapter 19 for defined terms.

# 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

Name of entity: Woolworths Group Limited
ABN: 88 000 014 675

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.

Name of Director	Scott Perkins
Date of last notice	20 June 2018

### 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.

Direct or indirect interest	Direct and Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Held both directly by Mr Perkins and indirectly on behalf of his superannuation fund
Date of change	31 August 2018
No. of securities held prior to change	14,575
Class	Ordinary shares
Number acquired	2,898 shares
Number disposed	-
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Not applicable
No. of securities held after change	7,461 shares held by Mr Perkins  7,114 shares held on behalf of Mr Perkins' superannuation fund  2,898 shares held by Woolworths Custodian Pty Ltd as trustee of the NED Plan

---

+ See chapter 19 for defined terms.

## Appendix 3Y

### Change of Director's Interest Notice

<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	<b>Vesting of NED Share Rights</b>  NED Share Rights vest and convert into shares twice yearly. These shares remain in the NED Plan under restriction for the nominated deferral period
---	---

## 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>	<b>Share Rights</b>
<b>Nature of interest</b>	NED Share Rights in accordance with the Woolworths Group Non-Executive Directors Equity Plan (NED Plan) Rules
<b>Name of registered holder (if issued securities)</b>	Not applicable
<b>Date of change</b>	31 August 2018
<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	2,898 NED Share Rights
<b>Interest acquired</b>	-
<b>Interest disposed</b>	2,898 NED Share Rights vested and converted into shares
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	Not applicable
<b>Interest after change</b>	-

## Part 3 – <sup>+</sup>Closed period

Were the interests in the securities or contracts detailed above traded during a <sup>+</sup> closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	
If prior written clearance was provided, on what date was this provided?	

See chapter 19 for defined terms.



# 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

Name of entity: Woolworths Group Limited
ABN: 88 000 014 675

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.

Name of Director	Michael Ullmer
Date of last notice	20 June 2018

### 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.

Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Held by Invia Custodian Pty Limited on behalf of Mr Ullmer's superannuation fund
Date of change	31 August 2018
No. of securities held prior to change	20,000
Class	Ordinary shares
Number acquired	2,137 shares
Number disposed	-
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Not applicable
No. of securities held after change	20,000 shares held on behalf of Mr Ullmer's superannuation fund  2,137 shares held by Woolworths Custodian Pty Ltd as trustee of the NED Plan

+ See chapter 19 for defined terms.

## Appendix 3Y

### Change of Director's Interest Notice

---

<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	<b>Vesting of NED Share Rights</b>  NED Share Rights vest and convert into shares twice yearly. These shares remain in the NED Plan under restriction for the nominated deferral period
---	---

## 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>	<b>Share Rights</b>
<b>Nature of interest</b>	NED Share Rights in accordance with the Woolworths Group Non-Executive Directors Equity Plan (NED Plan) Rules
<b>Name of registered holder (if issued securities)</b>	Not applicable
<b>Date of change</b>	31 August 2018
<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	2,137 NED Share Rights
<b>Interest acquired</b>	-
<b>Interest disposed</b>	2,137 NED Share Rights vested and converted into shares
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	Not applicable
<b>Interest after change</b>	-

## Part 3 – <sup>+</sup>Closed period

Were the interests in the securities or contracts detailed above traded during a <sup>+</sup> closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	
If prior written clearance was provided, on what date was this provided?	

---

<sup>+</sup> See chapter 19 for defined terms.