

# 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 | 25 September 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<br>(including registered holder)<br><small>Note: Provide details of the circumstances giving rise to the relevant interest.</small> | Shares held by: <ul style="list-style-type: none"><li>Bond Street Custodians Pty Limited on behalf of Mr Cairns' superannuation fund</li><li>Woolworths Custodian Pty Ltd as trustee of the Woolworths Group Non-Executive Directors Equity Plan (NED Plan)</li></ul> |
| Date of change  | 12 October 2018   |
| No. of securities held prior to change  | 27,060  |
| Class   | Ordinary shares   |
| Number acquired   | 585   |
| Number disposed   | -   |
| Value/Consideration<br><small>Note: If consideration is non-cash, provide details and estimated valuation</small>   | \$27.7543   |
| No. of securities held after change   | <ul style="list-style-type: none"><li>27,645 shares held for Mr Cairns' superannuation fund</li><li>1,781 shares held under the NED Plan</li></ul>  |

+ See chapter 19 for defined terms.

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|   |   |
|---|---|
| <b>Nature of change</b><br>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | <b>Shares issued under the Dividend Reinvestment Plan</b> |
|---|---|

#### 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>  | NED Share Rights  |
| <b>Nature of interest</b>  | NED Share Rights under the NED Plan                     |
| <b>Name of registered holder (if issued securities)</b>  | Woolworths Custodian Pty Ltd as trustee of the NED Plan |
| <b>Date of change</b>  | No change   |
| <b>No. and class of securities to which interest related prior to change</b><br>Note: Details are only required for a contract in relation to which the interest has changed | -   |
| <b>Interest acquired</b>   | -   |
| <b>Interest disposed</b>   | -   |
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and an estimated valuation   | -   |
| <b>Interest after change</b>   | 908 NED Share Rights                                    |

#### 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?  |    |

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See chapter 19 for defined terms.