

# 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> WOOLWORTHS GROUP LIMITED
<b>ABN:</b> 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.

<b>Name of Director</b>	Gordon Cairns
<b>Date of last notice</b>	17 December 2019

### 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>	Indirect
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Shares held by: <ul style="list-style-type: none"><li>• Bond Street Custodians 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 Equity Plan)</li></ul>
<b>Date of change</b>	28 February 2020
<b>No. of securities held prior to change</b>	<ul style="list-style-type: none"><li>• 28,490 shares held for Mr Cairns' superannuation fund</li><li>• 5,171 shares held under the NED Equity Plan</li></ul>
<b>Class</b>	Ordinary Shares
<b>Number acquired</b>	1,337
<b>Number disposed</b>	-
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	Not applicable

+ See chapter 19 for defined terms.

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<b>No. of securities held after change</b>	<ul style="list-style-type: none"> <li>• 28,490 shares held for Mr Cairns' superannuation fund</li> <li>• 6,508 shares held under the NED Equity Plan</li> </ul>
<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	Vesting of NED Share Rights. 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>	NED Share Rights
<b>Nature of interest</b>	NED Share Rights vest and convert into Woolworths shares twice yearly
<b>Name of registered holder (if issued securities)</b>	Woolworths Custodian Pty Ltd as trustee of the NED Equity Plan
<b>Date of change</b>	28 February 2020
<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	1,337 NED Share Rights
<b>Interest acquired</b>	-
<b>Interest disposed</b>	1,337 NED Share Rights
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	-
<b>Interest after change</b>	Nil

## Part 3 – +Closed period

<b>Were the interests in the securities or contracts detailed above traded during a +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>	
<b>If prior written clearance was provided, on what date was this provided?</b>	

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Introduced 30/09/01 Amended 01/01/11

<b>Name of entity:</b> WOOLWORTHS GROUP LIMITED
<b>ABN:</b> 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.

<b>Name of Director</b>	Jillian Broadbent
<b>Date of last notice</b>	17 December 2019

### 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>	Direct and indirect
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Shares held by: <ul style="list-style-type: none"><li>• Ms Broadbent directly</li><li>• Woolworths Custodian Pty Ltd as trustee of the Woolworths Group Non-Executive Directors Equity Plan (NED Equity Plan)</li></ul>
<b>Date of change</b>	28 February 2020
<b>No. of securities held prior to change</b>	<ul style="list-style-type: none"><li>• 65,138 shares held by Ms Broadbent</li><li>• 6,331 shares held under the NED Equity Plan</li></ul>
<b>Class</b>	Ordinary Shares
<b>Number acquired</b>	2,005
<b>Number disposed</b>	-
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	Not applicable

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### Change of Director's Interest Notice

<b>No. of securities held after change</b>	<ul style="list-style-type: none"> <li>65,138 shares held by Ms Broadbent</li> <li>8,336 shares held under the NED Equity Plan</li> </ul>
<b>Nature of change</b> <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Vesting of NED Share Rights. 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>	NED Share Rights
<b>Nature of interest</b>	NED Share Rights vest and convert into Woolworths shares twice yearly
<b>Name of registered holder (if issued securities)</b>	Woolworths Custodian Pty Ltd as trustee of the NED Equity Plan
<b>Date of change</b>	28 February 2020
<b>No. and class of securities to which interest related prior to change</b> <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	2,005 NED Share Rights
<b>Interest acquired</b>	-
<b>Interest disposed</b>	2,005 NED Share Rights
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	-
<b>Interest after change</b>	Nil

## Part 3 – +Closed period

<b>Were the interests in the securities or contracts detailed above traded during a +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>	
<b>If prior written clearance was provided, on what date was this provided?</b>	

Rule 3.19A.2

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Introduced 30/09/01 Amended 01/01/11

<b>Name of entity:</b> WOOLWORTHS GROUP LIMITED
<b>ABN:</b> 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.

<b>Name of Director</b>	Holly Kramer
<b>Date of last notice</b>	17 December 2019

### 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>	Indirect
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Shares held by: <ul style="list-style-type: none"><li>• Bond Street Custodians Limited on behalf of Ms Kramer's superannuation fund</li><li>• Woolworths Custodian Pty Ltd as trustee of the Woolworths Group Non-Executive Directors Equity Plan (NED Equity Plan)</li></ul>
<b>Date of change</b>	No change
<b>No. of securities held prior to change</b>	<ul style="list-style-type: none"><li>• 7,942 shares held for Ms Kramer's superannuation fund</li><li>• 2,658 shares held under the NED Equity Plan</li></ul>
<b>Class</b>	Ordinary Shares
<b>Number acquired</b>	888
<b>Number disposed</b>	-
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	Not applicable

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### Change of Director's Interest Notice

<b>No. of securities held after change</b>	<ul style="list-style-type: none"> <li>• 7,942 shares held for Ms Kramer's superannuation fund</li> <li>• 3,546 shares held under the NED Equity Plan</li> </ul>
<b>Nature of change</b> <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Vesting of NED Share Rights. 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>	NED Share Rights
<b>Nature of interest</b>	NED Share Rights vest and convert into Woolworths shares twice yearly
<b>Name of registered holder (if issued securities)</b>	Woolworths Custodian Pty Ltd as trustee of the NED Equity Plan
<b>Date of change</b>	28 February 2020
<b>No. and class of securities to which interest related prior to change</b> <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	888 NED Share Rights
<b>Interest acquired</b>	-
<b>Interest disposed</b>	888 NED Share Rights
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	-
<b>Interest after change</b>	Nil

## Part 3 – +Closed period

<b>Were the interests in the securities or contracts detailed above traded during a +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>	
<b>If prior written clearance was provided, on what date was this provided?</b>	

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Introduced 30/09/01 Amended 01/01/11

<b>Name of entity:</b> WOOLWORTHS GROUP LIMITED
<b>ABN:</b> 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.

<b>Name of Director</b>	Michael Ullmer
<b>Date of last notice</b>	17 December 2019

### 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>	Indirect
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Shares held by: <ul style="list-style-type: none"><li>• Invia Custodian Pty Limited on behalf of Mr Ullmer's superannuation fund</li><li>• Woolworths Custodian Pty Ltd as trustee of the Woolworths Group Non-Executive Directors Equity Plan (NED Equity Plan)</li></ul>
<b>Date of change</b>	28 February 2020
<b>No. of securities held prior to change</b>	<ul style="list-style-type: none"><li>• 20,000 shares held for Mr Ullmer's superannuation fund</li><li>• 6,205 shares held under the NED Equity Plan</li></ul>
<b>Class</b>	Ordinary Shares
<b>Number acquired</b>	1,604
<b>Number disposed</b>	-
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	Not applicable

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<b>No. of securities held after change</b>	<ul style="list-style-type: none"> <li>• 20,000 shares held for Mr Ullmer's superannuation fund</li> <li>• 7,809 shares held under the NED Equity Plan</li> </ul>
<b>Nature of change</b> <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Vesting of NED Share Rights. 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>	NED Share Rights
<b>Nature of interest</b>	NED Share Rights vest and convert into Woolworths shares twice yearly
<b>Name of registered holder (if issued securities)</b>	Woolworths Custodian Pty Ltd as trustee of the NED Equity Plan
<b>Date of change</b>	28 February 2020
<b>No. and class of securities to which interest related prior to change</b> <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	1,604 NED Share Rights
<b>Interest acquired</b>	-
<b>Interest disposed</b>	1,604 NED Share Rights
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	-
<b>Interest after change</b>	Nil

## Part 3 – +Closed period

<b>Were the interests in the securities or contracts detailed above traded during a +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>	
<b>If prior written clearance was provided, on what date was this provided?</b>	

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