

3 September 2024

ASX Market Announcements Office
Australian Securities Exchange
20 Bridge Street
Sydney NSW 2000

Brad Banducci - Appendix 3Y & Appendix 3Z

Attached is the Change of Director's Interest Notice for Mr Brad Banducci following the acquisition of 22,569 shares on the vesting of his F22 Deferred Short Term Incentive Share Rights on 29 August 2024. Also attached is his Appendix 3Z Final Director's Interest Notice.

Authorised by: Dom Millgate, Group Company Secretary

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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	Brad Banducci
Date of last notice	17 November 2023

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.	Shares held by: <ul style="list-style-type: none">• HSBC Custody Nominees (Australia) Limited on behalf of Mr Banducci's family trust• HSBC Custody Nominees (Australia) Limited on behalf of Mr Brad Banducci
Date of change	29 August 2024
No. of securities held prior to change	<ul style="list-style-type: none">• 217,643 shares held for Mr Banducci's family trust• 76,927 shares held for Mr Banducci
Class	Ordinary shares
Number acquired	22,569
Number disposed	
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	No consideration for shares acquired due to vesting
No. of securities held after change	317,139 shares (99,496 held for Mr Banducci and 217,643 held for Mr Banducci's family trust)

+ See chapter 19 for defined terms.

Appendix 3Y

Change of Director's Interest Notice

Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Acquisition of 22,569 shares as follows: <ul style="list-style-type: none"> 22,569 shares on vesting of F22 Deferred Short Term Incentive (DSTI) Share Rights The above vestings include Dividend Equivalent Rights (DERs)
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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.

Detail of contract	Performance Share Rights and Share Rights
Nature of interest	<ul style="list-style-type: none"> F22 DSTI Share Rights: These vested in full and represent 50% of Mr Banducci's F22 STI, which was deferred into equity for two years Allocation and vesting of DERs: These are Share Rights equivalent to the value of dividends on the vested F22 DSTI Share Rights
Name of registered holder (if issued securities)	Woolworths Custodian Pty Ltd as trustee of Woolworths Group share plans
Date of change	29 August 2024
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	Performance Share Rights: <ul style="list-style-type: none"> F22 LTI - 117,531 F23 LTI - 123,013 F24 LTI - 111,199 Share Rights: <ul style="list-style-type: none"> F22 DSTI - 21,336 F23 DSTI - 30,014
Interest acquired	1,233 DERs
Interest disposed	F22 LTI Performance Share Rights: <ul style="list-style-type: none"> 117,531 lapsed F22 DSTI Share Rights: <ul style="list-style-type: none"> 21,336 vested and converted into shares DERs: <ul style="list-style-type: none"> 1,233 vested and converted into shares
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	Not applicable
Interest after change	Performance Share Rights: <ul style="list-style-type: none"> F23 LTI Performance Share Rights - 123,013 F24 LTI Performance Share Rights - 111,199 Share Rights: <ul style="list-style-type: none"> F23 DSTI Share Rights - 30,014

+ See chapter 19 for defined terms.

Appendix 3Z

Final 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.

Name of entity	WOOLWORTHS GROUP LIMITED
ABN	88 000 014 675

We (the entity) give ASX the following information under listing rule 3.19A.3 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of director	Bradford Banducci
Date of last notice	3 September 2024
Date that director ceased to be director	31 August 2024

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

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.

Number & class of securities
N/A

+ See chapter 19 for defined terms.

Appendix 3Z

Final Director's Interest Notice

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

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.

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 <small>Note: Provide details of the circumstances giving rise to the relevant interest</small>	Number & class of securities
	217,643 ordinary fully paid Woolworths Group Limited shares held in HSBC Custody Nominees (Australia) Limited on behalf of Mr Banducci's family trust
	99,496 ordinary fully paid Woolworths Group Limited shares held in HSBC Custody Nominees (Australia) Limited on behalf of Mr Banducci

Part 3 – Director's interests in contracts

Detail of contract	Performance Share Rights and Share Rights
Nature of interest	Performance Share Rights and Share Rights under the Woolworths Group share plans
Name of registered holder (if issued securities)	Woolworths Custodian Pty Ltd as trustee of Woolworths Group Share Plans
No. and class of securities to which interest relates	Performance Share Rights: <ul style="list-style-type: none">• F23 LTI Performance Share Rights - 123,013• F24 LTI Performance Share Rights - 111,199 Share Rights: <ul style="list-style-type: none">• F23 DSTI Share Rights - 30,014

+ See chapter 19 for defined terms.

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?	Not applicable
If prior written clearance was provided, on what date was this provided?	Not applicable

⁺ See chapter 19 for defined terms.