

Woolworths Holdings Limited  
(Incorporated in the Republic of South Africa)  
Registration number: 1929/001986/06  
Share code: WHL  
ISIN: ZAE000063863  
Bond company code: WHLI  
("WHL", "Company" or "Group")

## **CHANGES TO THE BOARD OF WHL – RESIGNATION OF DIRECTORS**

Shareholders are hereby notified that Mrs Gail Kelly and Mr Patrick Allaway have resigned as independent non-executive directors of the Company with immediate effect.

Both Gail and Patrick have made significant contributions to the Group and the Board thanks them for their service and wishes them both well in their future endeavours.

Gail served as a member of the Nomination, Remuneration, Sustainability and Risk and Compliance committees and Patrick served as a member of the Audit, Treasury, Remuneration, and Risk and Compliance committees during their respective tenure on the Board.

The Board has been continuing to seek to supplement its composition by the appointment of additional independent non-executive directors and will be making further announcements in this regard.

**11 February 2019**

Sponsor  
RAND MERCHANT BANK (A division of FirstRand Bank Limited)