

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" or the "Company" or "the Group")

DEALING IN SECURITIES BY SHARE SCHEME, DIRECTORS, DIRECTORS OF A MAJOR SUBSIDIARY AND THE GROUP COMPANY SECRETARY

In compliance with the JSE Limited Listings Requirements, the following information is disclosed:

1. DEALINGS IN SECURITIES BY A SHARE INCENTIVE SCHEME

Name	WHL Retention Share Plan
Date of transaction	10 September 2019
Nature of transaction	On-market sale of shares in terms of the Company's Retention Share Plan
Class of securities	Ordinary shares
Number of shares	458 721
Volume weighted average sale price	5442.99
Highest sale price	5487 cents
Lowest sale price	5411 cents
Total value of transaction	R24 968 138.16
Nature of interest	Indirect non-beneficial (sold on behalf of participants)
Clearance obtained	Yes

2. ACCEPTANCE OF ALLOCATIONS UNDER THE COMPANY'S PERFORMANCE SHARE PLAN ("PSP")

The following annual allocations of conditional shares have been awarded to and accepted off-market by directors of the Company; the director of David Jones Proprietary Limited ("DJ"), a major subsidiary of the Company; the director and company secretary of DJ; and the Group Company Secretary on 10 September 2019, in accordance with the Group's Remuneration Policy. Vesting, which occurs after three years, is subject to the achievement of certain performance conditions.

Directors of WHL	Scheme	Number of conditional shares granted	Grant price	Transaction value
Zyda Rylands	PSP	171,012	R51.78*	R8,855,001
Reeza Isaacs	PSP	119,967	R51.78*	R6,211,891
Sam Ngumeni	PSP	142,918	R51.78*	R7,400,294
Director of DJ				
Scott Fyfe	PSP	194,826	R51.78*	R10,088,050
Director & Company Secretary of DJ				
Matthew Fitzgerald	PSP	41,416	R51.78*	R2,144,520
Group Company Secretary				
Chantel Reddiar	PSP	68,656	R51.78*	R3,555,007

Clearance has been received in respect of the above transactions. All interests are direct and beneficial.
* Representing the five-day volume weighted average traded price of the Company's shares.

Cape Town
12 September 2019

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