

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")

DEALINGS IN SECURITIES BY SHARE SCHEME, DIRECTORS, DIRECTOR OF MAJOR SUBSIDIARIES AND THE GROUP COMPANY SECRETARY

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

1. DEALINGS IN SECURITIES BY THE WHL RETENTION SHARE PLAN ("RSP")

1.1 Sale of forfeited securities

Date of transaction	17 September 2020
Nature of transaction	On-market sale of forfeited securities in terms of the RSP
Class of securities	Ordinary shares
Number of shares	987,950
Volume weighted average sale price	3488.28 cents per share
Highest sale price	3553.00 cents per share
Lowest sale price	3456.00 cents per share
Total value of transaction	R34,462,462.30
Nature of interest	Indirect non-beneficial
Clearance obtained	Yes

1.2 Acquisition of securities for allocation to participants

Date of transaction	17 September 2020
Nature of transaction	On-market purchase of securities to fulfil obligations to participants of the RSP
Class of securities	Ordinary shares
Number of shares	1,973,171
Volume weighted average sale price	3504.91 cents per share*
Highest sale price	3611.00 cents per share
Lowest sale price	3468.00 cents per share
Total value of transaction	R69 157 867.70
Nature of interest	Indirect non-beneficial
Clearance obtained	Yes

2. ACCEPTANCE OF ALLOCATIONS UNDER THE RSP

Grants have been awarded at the discretion of the Remuneration Committee in order to retain and motivate employees who are key to the delivery of the Group's long-term strategy. Vesting, which occurs after three years, is subject to the achievement of certain performance conditions. The following awards have been accepted off-market on 17 September 2020:

Directors of WHL	Scheme	Number of conditional shares granted	Grant price*	Transaction value
Roy Bagattini	RSP	663,356	As detailed in 1.2	R23,250,030.78
Sam Ngumeni	RSP	671,424	As detailed in 1.2	R23,532,806.92

Clearance has been received in respect of the above transactions. All interests are direct and beneficial.

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

The following annual allocations of conditional ordinary shares have been awarded to and accepted off-market by directors of the Company, director and CEO of the Country Road Group Proprietary Limited ("CRG"), director and Company Secretary of David Jones Proprietary Limited ("DJ") and CRG, both major subsidiaries of the Company, and the Group Company Secretary on 21 September 2020, in accordance with the Group's Remuneration Policy. Vesting, which occurs after three years, is subject to the achievement of certain performance conditions to the extent that these are met.

Directors of WHL	Scheme	Number of conditional shares granted	Grant price#	Transaction value
Zyda Rylands	PSP	266,808	R35.18	R9,386,305
Reeza Isaacs	PSP	187,168	R35.18	R6,584,570
Sam Ngumeni	PSP	222,976	R35.18	R7,844,296
Director & CEO of the CRG				
Scott Fyfe	PSP	346,723	R35.18	R12,197,715
Director & Company Secretary of DJ and CRG				
Matthew Fitzgerald	PSP	70,197	R35.18	R2,469,530
Group Company Secretary				
Chantel Reddiar	PSP	101,052	R35.18	R3,555,009

Clearance has been received in respect of the above transactions. All interests are direct and beneficial. The transactions were completed off market.

#Representing the five-day volume weighted average traded price of the Company's shares.

4. DEALINGS IN SECURITIES BY A DIRECTOR, DIRECTOR OF MAJOR SUBSIDIARIES AND THE GROUP COMPANY SECRETARY

Director	Zyda Rylands
Company	Woolworths Holdings Limited
Date of transaction	22 September 2020
Nature of transaction	On-market sale of shares to settle tax obligations arising from vesting of RSPs
Class of securities	Ordinary shares
Number of shares	27,461
Sale price (weighted average)	3318.89 cents per share
Highest price	3380.00 cents per share
Lowest price	3303.00 cents per share
Total value of transaction	R911,400.38
Nature of interest	Direct beneficial
Clearance obtained	Yes
Director	Matthew Fitzgerald
Company	DJ and CRG, both major subsidiaries of WHL
Date of transaction	21 September 2020
Nature of transaction	On-market sale of shares
Class of securities	Ordinary shares
Number of shares	11,715
Sale price (weighted average)	3354.89 cents per share
Highest price	3501.00 cents per share
Lowest price	3294.00 cents per share
Total value of transaction	R 393,025.36
Nature of interest	Direct beneficial

Clearance obtained	Yes
Group Company Secretary	Chantel Reddiar
Company	Woolworths Holdings Limited
Date of transaction	17 September 2020
Nature of transaction	On-market sale of shares
Class of securities	Ordinary shares
Number of shares	26,674
Volume weighted average sale price	3502.71 cents per share
Highest price	3519.00 cents per share
Lowest price	3463.00 cents per share
Total value of transaction	R934,312.90
Nature of interest	Direct beneficial
Clearance obtained	Yes

Cape Town
23 September 2020

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