

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")

## RESULTS OF THE 2020 ANNUAL GENERAL MEETING

Shareholders are advised that at the Annual General Meeting ("AGM") of the Company held today, Wednesday, 25 November 2020, all the ordinary and special resolutions were passed by the requisite majority votes, except for Ordinary Resolution 6, which is a non-binding advisory vote relating to the endorsement of the Remuneration Implementation Report\*.

The total issued share capital of the Company as at the record date of 20 November 2020 was 1,049,746,427 ordinary shares with total votable shares, excluding 84 261 465 Treasury Shares, being 965 484 962.

Details of the voting statistics for each resolution are as follows:

	VOTES CAST DISCLOSED AS A % OF TOTAL SHARES VOTED AT THE AGM		NUMBER OF SHARES VOTED	SHARES VOTED DISCLOSED AS A % OF TOTAL VOTABLE SHARES	SHARES ABSTAINED DISCLOSED AS A % OF TOTAL VOTABLE SHARES
	FOR	AGAINST			
<b>Ordinary Resolution 1: Election of Roy Bagattini</b>	99.84	0.16	748,637,069	77.54	0.09
<b>Ordinary Resolution 2: Re-election of directors</b>					
Ordinary Resolution 2.1 • Zarina Bassa	86.41	13.59	748,595,044	77.54	0.09
Ordinary Resolution 2.2 • Reeza Isaacs	99.92	0.08	748,593,194	77.54	0.09
Ordinary Resolution 2.3 • Sam Ngumeni	99.80	0.20	748,621,694	77.54	0.09
<b>Ordinary Resolution 3: Election of Audit Committee members</b>					
Ordinary Resolution 3.1 • Zarina Bassa	86.26	13.74	748,621,744	77.54	0.09
Ordinary Resolution 3.2 • Thembisa Skweyiya	99.98	0.02	748,620,094	77.54	0.09
Ordinary Resolution 3.3 • Christopher Colfer	98.72	1.28	748,621,094	77.54	0.09
Ordinary Resolution 3.4 • Clive Thomson	99.97	0.03	748,628,581	77.54	0.09
<b>Ordinary Resolution 4: Re-appointment of Ernst &amp; Young Inc. as external auditors</b>	67.52	32.48	748,623,094	77.54	0.09
<b>Ordinary Resolution 5: Endorsement of the Remuneration Policy*</b>	74.76	25.24	748,616,782	77.54	0.09
<b>Ordinary Resolution 6: Endorsement of the Remuneration Implementation Report*</b>	17.76	82.24	748,528,311	77.53	0.10

<b>Special Resolution 1: Non-Executive Directors fees for the period 1 January 2021 to 31 December 2021 exclusive of value-added tax</b>	95.54	4.46	748,593,523	77.54	0.09
<b>Special Resolution 2: Financial assistance to directors and/or prescribed officers and employee share scheme beneficiaries</b>	96.19	3.81	748,605,464	77.54	0.09
<b>Special Resolution 3: General authority to provide financial assistance to related or inter-related companies or undertakings in terms of section 45 of the Companies Act</b>	96.65	3.35	743,869,850	77.05	0.58
<b>Special Resolution 4: General authority to acquire (repurchase) shares</b>	98.56	1.44	748,558,884	77.53	0.09

\* Having extensively engaged with the Company's major shareholders prior to the AGM, the Board is cognisant of shareholder concerns in relation to the exit package of the former Group Chief Executive, which are reflected by the level of endorsement attained on the Group's Remuneration Policy and Implementation Report. Notwithstanding extensive shareholder engagement prior to the AGM, given that a 75% majority of votes was not achieved in respect of Ordinary Resolutions 5 and 6, shareholders are further invited to forward written submissions on the Remuneration Report and Implementation Report to the Group Company Secretary by email at [Governance@woolworths.co.za](mailto:Governance@woolworths.co.za) by the close of business on Friday, 11 December 2020. Shareholders are also requested to indicate whether they wish to engage with the Company in that regard.

Cape Town  
25 November 2020

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