

Woolworths Holdings Limited
(Incorporated in the Republic of South Africa)
Registration number 1929/001986/06
LEI: 37890095421E07184E97
Share code: WHL
Share ISIN: ZAE000063863
Bond Company code: WHLI
('the Group', 'the Company' or 'WHL')

SUMMARY OF THE AUDITED GROUP RESULTS FOR THE 52 WEEKS ENDED 27 JUNE 2021, CASH DIVIDEND DECLARATION,
CHANGES TO THE BOARD OF DIRECTORS AND AMENDMENT OF POLICIES

FINANCIAL OVERVIEW

Turnover	+9.1% to R78.8bn
Turnover and concession sales	+9.7% to R85.9bn
Profit before tax	+267.3% to R5.2bn
Adjusted profit before tax	+110.7% to R4.6bn
Earnings per share	+647.6% to 435.1cps
Headline earnings per share	+212.5% to 374.4cps
Adjusted diluted headline earnings per share	+102.9% to 341.6cps
Net borrowings (excluding lease liabilities)	91.0% reduction to R1.1bn
Dividend resumed at 66.0 cps in respect of second half earnings	

COMMENTARY ON PERFORMANCE

The Group is pleased to report a strong operational and financial performance, notwithstanding the ongoing impacts of Covid-19 over the year. Management actions to stimulate trade, manage margins, contain costs and pay down debt have resulted in a pleasing set of results and a stronger balance sheet.

Group turnover and concession sales for the 52 weeks ended 27 June 2021 ('current year' or the 'period') increased by 9.7% compared to the 52 weeks ended 28 June 2020 ('prior year' or 'comparable period') and by 5.9% in constant currency terms.

Trading conditions over the financial year are not directly comparable to the prior year, given the extensive impact of the pandemic.

Trade across the Group continued to improve, notwithstanding uncertainty and business disruption exacerbated by the delay of the Covid-19 vaccine rollout, further outbreaks and related lockdowns across both South Africa and Australia. The improved trade performance coupled with strong working capital management and the proceeds arising from the property sales in Australia resulted in positive cash flows and a significant reduction in net debt across the Group.

Furthermore, the following factors contributed to the Group results and financial position:

- The sale of the Bourke Street Mens and Elizabeth Street properties in David Jones were completed in the current year, resulting in net proceeds of A\$120.0 million and A\$504.4 million which were used to repay debt and generated profits on sale of A\$23.8 million and A\$19.0 million, respectively;
- Covid-19 necessitated an assessment of the carrying values of assets, resulting in impairment charges of R364 million (pre-tax); and
- The renegotiation of various leases, mainly in David Jones, resulted in lease exit and modification gains under IFRS 16 of R591 million (pre-tax).

Earnings per share ('EPS') was 435.1 cps compared to 58.2 cps for the prior year, while Headline EPS ('HEPS') and adjusted diluted HEPS increased by 212.5% and 102.9% over the prior period to 374.4 cps and 341.6 cps, respectively.

SOUTH AFRICA

South Africa's recovery from the Covid-19 pandemic has been set back by the onset of the third wave towards the end of the fourth quarter. The consequential level 4 restrictions further dampened already-weak consumer confidence, which is expected to limit discretionary spend. Furthermore, the recent civil unrest and related widespread destruction of property in KwaZulu Natal and parts of Gauteng will also impact economic conditions and consumer sentiment. We are pleased to announce that we have reopened two stores to date, with a further eight expected to be opened within the next four weeks. Our Maxmead Distribution Centre has also resumed full operations and we are continuing to work with our insurance assessors regarding our claims.

WOOLWORTHS FOOD

Turnover and concession sales for the current year grew by 6.9%, and by 5.7% in comparable stores. The Woolworths Food business grew both market share and volumes during the period despite the high base set in the prior year driven by stockpiling ahead of the first lockdown. Price movement was 5.2% with underlying product inflation of 4.9% while net space increased by 0.6%. Sales in the second half of the current year grew by 3.2%, and by 16.9% over a two-year period.

We continue to invest in price in key product categories to improve our value proposition, while remaining focused on product quality, innovation and convenience. Online sales grew by 117.9% over the current year, contributing 2.3% to our South African Food sales. This was further supported by the expanded Click-and-Collect offering and the rollout of our on-demand delivery service, Woolies Dash.

Gross profit margin of 24.5% was 0.4% lower than the prior year as a result of further price investment and the growing online contribution which were partly offset by volume rebates and distribution cost efficiencies. Expenses, including additional Covid-19 related costs, grew by 6.1%. Adjusted operating profit increased by 3.9% to R3 009 million, returning a post IFRS 16 operating margin of 8.0% for the current year.

WOOLWORTHS FASHION, BEAUTY AND HOME ('FBH')

Total revenue for the current year increased by 3.5% and by 4.2% in comparable stores, while sales in the second half of the current year grew by 24.1% on the prior year's non-comparable base. The sales performance of the Woolworths FBH business continues to be impacted by several factors, including the constrained environment, the decline in demand for formalwear, as well as our initiatives to streamline our private label offerings and rationalise unproductive space.

Price movement in FBH was 7.5%, and 5.3% in Fashion, due to the higher promotional activity in the prior year. Online sales grew by 114.4%, contributing 4.1% to South African sales. The reduction in net space of 6.4% has translated into improved trading densities.

Gross profit margin increased by 1.5% to 45.5%, as a result of a higher level of clearance in the base. Expenses

grew by 5.4%, with additional Covid-19 related costs, as well as UIF TERS and rent relief in the base. Adjusted operating profit increased by 14.2% to R1 083 million, resulting in a post IFRS 16 operating margin of 8.4% for the current year.

WOOLWORTHS FINANCIAL SERVICES ('WFS')

The Woolworths Financial Services book reflected a year-on-year increase of 0.7% at the end of June 2021 (2.0% at 30 June 2020). The impairment rate for the 12 months ended 30 June 2021 was 5.3%, compared to 7.9% for the 12 months ended 30 June 2020, reflecting the underlying strength of the book, as well as focus on customer relief and collection. Net profit after tax for the year increased by 16.8% to R118 million.

AUSTRALIA AND NEW ZEALAND

In Australia, stronger economic fundamentals, improved consumer confidence and restrictions on international travel, supported inward-focused consumption and buoyed retail spend. This was despite the intermittent snap lockdowns across major cities and an extended three-month lockdown in the State of Victoria during the first half of the current year and a further lockdown in the last quarter. Footfall in central business districts and airport locations remains well below pre Covid-19 levels.

DAVID JONES ('DJ')

DJ turnover and concession sales over the period increased by 2.3% and by 0.9% in comparable stores, with second half sales up by 17.1%. Online sales increased by 24.4% and contributed 17.3% to total sales for the current year. In line with our stated intention of exiting unproductive space, trading space was further reduced by 6.3%. Sales in our Elizabeth Street flagship store grew by 16.6% during the current year, notwithstanding the lower footfall in the Sydney CBD.

Gross profit margin was 2.2% higher than the prior year, at 35.2%, due to reduced markdowns and an improved inventory position. Expenses increased marginally by 0.3% on the prior year, with government support and rent relief in line with the prior year, and additional costs from the leaseback of the Elizabeth Street and Bourke Street Mens stores. Space reduction and other cost reduction initiatives contributed to lower costs. Adjusted operating profit of A\$84 million was 282% up on the prior year, resulting in a post IFRS 16 operating margin of 4.0%.

COUNTRY ROAD GROUP ('CRG')

CRG delivered strong sales growth of 13.5% over the current year and by 15.3% in comparable stores, with second half sales up by 39.5%. This result was underpinned by the robust performance of the Country Road brand and through refreshed product offerings across all brands. Online sales increased by 30.7% and contributed 29.7% to total sales, while trading space was reduced by 2.8% for the current year.

Gross profit margin increased by 2.2% to 60.8% due to increased full-price sales. Expenses for the current year reduced by 0.4%, mainly from store closures and a reduction in discretionary spend, as well as higher levels of government support and rent relief in the current year compared to the prior year. Adjusted operating profit increased by 158.3% to A\$155 million, resulting in a post IFRS 16 operating margin of 14.7%.

OUTLOOK

The trading outlook in both regions is uncertain and will be impacted by further Covid-19 waves and resulting lockdowns and restrictions, as well as the slow pace of vaccination in both regions. In Australia, current lockdowns are significantly curtailing trade in our brick-and-mortar stores, while in South Africa, we are in the midst of the third wave while the after-effects of recent civil unrest are also likely to be felt for some time.

Nonetheless, we have a stronger foundation and will continue to respond tactically to any immediate challenges, whilst remaining steadfast in the execution of our longer-term objectives.

We would like to express our gratitude to all our employees across the Group, particularly those on the front line, who courageously put the needs of their colleagues and our customers ahead of their own. We would also like to thank our suppliers and partners for their commitment to our business, as well as our customers for their continued support. The past year has again demonstrated the resilience of our business, driven by the passion and commitment of all our people.

Any reference to future financial performance included in this announcement has not been reviewed or reported on by the Group's external auditors and does not constitute an earnings forecast.

H Brody
Chairman

R Bagattini
Group Chief Executive Officer

Cape Town
25 August 2021

DIVIDEND DECLARATION

The Board of Directors ('Board') has taken a decision to declare a final gross cash dividend per ordinary share ('dividend') based on a pay-out ratio of 60% of second half headline earnings of the combined Woolworths South Africa business segments (FBH, Food and WFS).

Notice is hereby given that the Board has declared a final gross cash dividend per ordinary share ('dividend') of 66.0 cents (52.8 cents net of dividend withholding tax) for the 52 weeks ended 27 June 2021, a 25.8% decrease on the prior year's 89.0 cents per share. The dividend has been declared from reserves and therefore does not constitute a distribution of 'contributed tax capital' as defined in the Income Tax Act, 58 of 1962. A dividend withholding tax of 20% will be applicable to all shareholders who are not exempt.

The issued share capital at the declaration date is 1 049 977 230 ordinary shares. The salient dates for the dividend will be as follows:

Last day of trade to receive a dividend	Tuesday, 14 September 2021
Shares commence trading 'ex' dividend	Wednesday, 15 September 2021
Record date	Friday, 17 September 2021
Payment date	Monday, 20 September 2021

Share certificates may not be dematerialised or rematerialised between Wednesday, 15 September 2021 and Friday, 17 September 2021, both days inclusive. Ordinary shareholders who hold dematerialised shares will have their accounts at their CSDP or broker credited or updated on Monday, 20 September 2021. Where applicable, dividends in respect of certificated shares will be transferred electronically to shareholders' bank accounts on the payment date. Where the transfer secretaries do not have the banking details of any certificated shareholders, the cash dividend will be held in trust by the transfer secretaries pending receipt of the relevant certificated shareholder's banking details after which the cash dividend will be paid via electronic transfer into the personal bank account of the certificated shareholder.

CA Reddiar
Group Company Secretary

Cape Town
25 August 2021

CHANGES TO THE BOARD OF DIRECTORS AND BOARD COMMITTEES

As announced on SENS on 23 August 2021, Ms Zyda Rylands has resigned from the Board and as a member of the WHL Risk and Compliance, Social and Ethics and Sustainability Committees with effect from 30 September 2021.

The Board expresses its appreciation to Ms Rylands for her valuable contributions as an Executive Director.

AMENDMENT OF POLICIES

Shareholders and noteholders are further notified that as part of the WHL Board's annual review of policies, the Appointment of Directors' and Director Conflicts of Interests Policies were recently updated to align with market practice. Copies of the updated Policies are available on the Company's website <https://www.woolworthsholdings.co.za/governance/policies/>

ABOUT THIS ANNOUNCEMENT

Statement and availability

This short form announcement, including the constant currency and pro forma financial information, is the responsibility of the directors and is only a summary of the information in the full announcement. The provisional audited Group Annual Financial Statements were approved by the Board on 25 August 2021, and the information in this announcement has been correctly extracted from the audited Group Annual Financial Statements, upon which EY have issued an unqualified report. The auditors' report does not necessarily report on all of the information contained in this announcement. Shareholders and bondholders are therefore advised that, in order to obtain a full understanding of the nature of the auditors' engagement, they should obtain an electronic copy of the auditors' report, including Key audit matters, together with the accompanying Annual Financial Statements from the Company's registered office, or on the Company's website:

https://www.woolworthsholdings.co.za/wp-content/uploads/2021/08/whl_annual_financial_statements_2021.pdf

Any investment decisions by investors and/or shareholders and/or bondholders should be based on consideration of the full announcement, which has been published on SENS and available at:

<https://senspdf.jse.co.za/documents/2021/JSE/ISSE/WHLE/WHLFY21.pdf> and on the Company's website:

<https://www.woolworthsholdings.co.za/wp-content/uploads/2021/08/whlfy21.pdf>

An electronic copy of the full announcement may be requested and obtained, at no charge, from the Group Company Secretary at Governance@woolworths.co.za or the Head of Investor Relations at InvestorRelations@woolworths.co.za The Final Analyst Presentation is also available on the Company's website.

DIRECTORATE AND STATUTORY INFORMATION

Non-executive Directors

Hubert Brody (Chairman), Zarina Bassa (Lead Independent Director), Christopher Colfer (Canadian), Belinda Earl (British), David Kneale (British), Nombulelo Moholi, Thembisa Skweyiya, Clive Thomson

Executive Directors

Roy Bagattini (Group Chief Executive Officer), Reeza Isaacs (Group Finance Director), Sam Ngumeni, Zyda Rylands

Group Company Secretary
Chantel Reddiar

Registration number
1929/001986/06

LEI
37890095421E07184E97

Share code
WHL

Share ISIN
ZAE000063863

Bond Company code
WHLI

Registered address
Woolworths House, 93 Longmarket Street
Cape Town, 8001, South Africa
PO Box 680, Cape Town 8000, South Africa

Tax number
9300/149/71/4

JSE sponsor and debt sponsor
Rand Merchant Bank (A division of FirstRand Bank Limited)

Transfer secretaries
Computershare Investor Services Proprietary Limited
15 Biermann Avenue, Rosebank, 2196, South Africa

26 August 2021