

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 OF THE COMPANY, THE GROUP COMPANY SECRETARY AND DIRECTORS AND COMPANY SECRETARIES OF MAJOR SUBSIDIARIES

In compliance with the JSE Limited Listings Requirements and Debt 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	6 September 2021
Nature of transaction	On-market sale of forfeited securities in terms of the RSP
Class of securities	Ordinary shares
Number of shares	30,932
Volume weighted average sale price	6131.80 cents per share
Highest sale price	6200.00 cents per share
Lowest sale price	6128.00 cents per share
Total value of transaction	R1,896,688.38
Nature of interest	Indirect non-beneficial
Clearance obtained	Yes

1.2 Acquisition of securities for allocation to participants

Date of transaction	6 September 2021
Nature of transaction	On-market purchase of securities to fulfil obligations to participants of the RSP
Class of securities	Ordinary shares
Number of shares	513,334
Volume weighted average purchase price	6184.51 cents per share*
Highest purchase price	6222.00 cents per share
Lowest purchase price	6128.00 cents per share
Total value of transaction	R31,747,192.56
Nature of interest	Indirect non-beneficial
Clearance obtained	Yes

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

The following annual allocations of conditional ordinary shares under the Company's PSP have been awarded to and accepted off-market by directors of the Company, the Group Company Secretary, the Company Secretary of Woolworths Proprietary Limited ("WSA") and the directors and the Company Secretary of David Jones Proprietary Limited ("DJ"), both major subsidiaries of the Company, on 7 September 2021, in accordance with the Group's Remuneration Policy. Roy Bagattini, the Group CEO, received a conditional allocation under the RSP and did not receive an allocation under the PSP. Vesting of both the annual PSP and RSP allocations, occurs after three years, subject to the achievement of certain performance conditions, to the extent that these have been satisfied.

Director of WHL	Scheme	Number of conditional shares granted	Grant price*	Transaction value
Roy Bagattini	RSP	390,491	*As detailed in 1.2 above	R24,150,000.00

Directors of WHL	Scheme	Number of conditional shares granted	Grant price #	Transaction value
Zyda Rylands	PSP	156,988	R59.79	R9,386,312.52
Reeza Isaacs	PSP	110,128	R59.79	R6,584,553.12
Sam Ngumeni	PSP	131,197	R59.79	R7,844,268.63
Group Company Secretary				
Chantel Reddiar	PSP	75,264	R59.79	R4,500,034.56
Director of DJ				
Scott Fyfe	PSP	217,763	R59.79	R13,020,049.80
Director & Company Secretary of DJ				
Matthew Fitzgerald	PSP	42,573	R59.79	R2,545,439.67
Company Secretary of WSA				
Adrian Davey	PSP	10,780	R59.79	R644,536.20

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 as at 26 August 2021.

3. DEALINGS IN SECURITIES BY A DIRECTOR AND THE GROUP COMPANY SECRETARY OF THE COMPANY AND DIRECTORS AND COMPANY SECRETARY OF A MAJOR SUBSIDIARY

Director	Zyda Rylands
Company	Woolworths Holdings Limited
Date of transaction	6 September 2021
Nature of transaction	On-market sale of shares to settle tax obligations arising from vesting of PSPs
Class of securities	Ordinary shares
Number of shares	15,320
Sale price (weighted average)	6160.18 cents per share
Highest sale price	6186.00 cents per share
Lowest sale price	6160.00 cents per share
Total value of transaction	R943,739.58
Nature of interest	Direct beneficial
Clearance obtained	Yes

Group Company Secretary	Chantel Reddiar
Company	Woolworths Holdings Limited
Date of transaction	6 September 2021
Nature of transaction	On-market sale of shares to settle tax obligations arising from vesting of PSPs
Class of securities	Ordinary shares
Number of shares	5,105
Sale price (weighted average)	6160.18 cents per share
Highest sale price	6186.00 cents per share
Lowest sale price	6160.00 cents per share
Total value of transaction	R314,477.19
Nature of interest	Direct beneficial
Clearance obtained	Yes

Director	Scott Fyfe
Company	David Jones Proprietary Limited
Date of transaction	6 September 2021
Nature of transaction	On-market sale of shares
Class of securities	Ordinary shares
Number of shares	42,567
Sale price (weighted average)	6160.18 cents per share
Highest sale price	6186.00 cents per share
Lowest sale price	6160.00 cents per share
Total value of transaction	R2,622,203.82
Nature of interest	Direct beneficial
Clearance obtained	Yes

Director & Company Secretary	Matthew Fitzgerald
Company	David Jones Proprietary Limited
Date of transaction	6 September 2021
Nature of transaction	On-market sale of shares
Class of securities	Ordinary shares
Number of shares	8,245
Sale price (weighted average)	6160.18 cents per share
Highest sale price	6186.00 cents per share
Lowest sale price	6160.00 cents per share
Total value of transaction	R507,906.84
Nature of interest	Direct beneficial
Clearance obtained	Yes

Cape Town
9 September 2021

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