

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

**AVAILABILITY OF ANNUAL AND B-BBEE REPORTS, NOTICE OF AGM, WOOLWORTHS AFS,
CHANGES TO WHL BOARD COMMITTEES AND ANTICIPATED CHANGE TO BOARD**

1. In terms of the JSE Limited ("JSE") Listings and Debt Listings Requirements, shareholders and Senior Unsecured Floating Rate Noteholders are advised as follows:

Notice of availability of Annual Reports

The 2021 Integrated Annual Report, Good Business Journey Report and Annual Financial Statements for the 52 weeks ended 27 June 2021 are available online on WHL's corporate website at: <https://www.woolworthsholdings.co.za/investors/all-reports-and-results/>.

Notice of availability of Broad-Based Black Economic Empowerment compliance report

The Group's annual compliance report in terms of section 13(G)(2) of the Broad-Based Black Economic Empowerment Act 53 of 2003, as amended, is available on the Company's website at:

<https://www.woolworthsholdings.co.za/wp-content/uploads/2021/09/Woolworths-Holdings-Limited-BEE-Commission-Compliance-Report.pdf>

Notice of Annual General Meeting

Notice is hereby given that the Annual General Meeting ("AGM") of the Company's shareholders will be held on Wednesday, 24 November 2021 at 10:00, and will be conducted entirely by means of electronic communication.

The Notice of AGM, together with the summary Annual Financial Statements of the Group for the 52 weeks ended 27 June 2021, has been posted today, 30 September 2021, to those shareholders who have not elected to receive electronic communication. The Notice of AGM is also available on the Company's website at <https://www.woolworthsholdings.co.za/governance/agm/>

Salient dates

Record date to determine which shareholders are entitled to receive the Notice of AGM Thursday, 23 September 2021

Last day to trade in order to be eligible to attend and vote at the AGM Tuesday, 16 November 2021

Record date to determine which shareholders are entitled to attend and vote at the AGM Friday, 19 November 2021

For administrative purposes only, proxy forms may be delivered as follows:

- to the Company's Transfer Secretaries, Computershare Investor Services Proprietary Limited, by hand at Rosebank Towers, 15 Biermann Avenue, Rosebank, 2196 or via post at Private Bag X9000, Saxonwold, 2132, or via email at proxy@computershare.co.za, by 10:00 on Monday, 22 November 2021; and
- to the Company via email, for the attention of the Group Company Secretary at Governance@woolworths.co.za

Any forms of proxy not submitted by this time may nevertheless be submitted prior to the proxy exercising a shareholder's rights at the AGM, as follows:

- to the Company's Transfer Secretaries, Computershare Investor Services Proprietary Limited via email at proxy@computershare.co.za; and
- to the Chairman of the AGM via email at Governance@woolworths.co.za

Notice of availability of Woolworths Proprietary Limited Annual Financial Statements

Woolworths Proprietary Limited ("Guarantor") is the Guarantor of the Company's Domestic Medium Term Note Programme. Senior Unsecured Floating Rate Noteholders are advised that the Annual Financial Statements for the year ended 27 June 2021 ("2021 financial statements") of the Guarantor will be made available at WHL's registered office on or about 1 October 2021 and upon request from the Group Company Secretary via email at Governance@woolworths.co.za. Senior Unsecured Floating Rate Noteholders are also advised that the audit report on the 2021 financial statements of the Guarantor is unqualified, with no modifications applicable.

2. Shareholders and Senior Unsecured Floating Rate Noteholders are hereby advised of the impending change to the WHL Board and the following changes to the WHL Board Committees further to the Board's succession planning:

- (1) Ms Zarina Bassa will be stepping down as an independent non-executive director and Lead Independent Director of WHL; as Chairman of the WHL Remuneration and Talent Management; and Risk and Compliance Committees; and as member of the WHL Audit; and Treasury Committees during the first half of the 2022 calendar year.

Ms Bassa who is approaching her 11th year as an independent non-executive director on the WHL Board, has served with distinction since her appointment in November 2011. Her tenure was extended last year to provide continuity to the Board following the refresh of the Board composition. Ms Bassa will step down given the Board's guidelines that tenure of a non-executive director is extended only in exceptional circumstances, as was the case last year.

The Board expresses its sincere appreciation to Ms Bassa for her outstanding contribution over ten years and wishes her well going forward.

- (2) Mr David Kneale, an independent non-executive director, has been appointed as Chairman of the WHL Remuneration and Talent Management Committee with effect from after the WHL 2021 Annual General Meeting to be held on 24 November 2021; and as Chairman of the WHL Risk and Compliance Committee with effect from 1 March 2022.

- (3) Mr Sam Ngumeni, an executive director, has been appointed as a member of the WHL Social and Ethics; and Sustainability Committees with effect from 1 October 2021.

The appointments of Messrs Kneale and Ngumeni to the roles referred to above are in line with the Board's succession strategy and advances continuity on the committees.

Cape Town

30 September 2021

Sponsor and Debt Sponsor

RAND MERCHANT BANK (A division of FirstRand Bank Limited)