

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 WOOLWORTHS HOLDINGS SHARE TRUST FOR THE WHL RETENTION SHARE PLAN ("RSP")

1.1 Sale of forfeited securities

Date of transaction	8 September 2022
Nature of transaction	On-market sale of forfeited securities in terms of the RSP
Class of securities	Ordinary shares
Number of shares	18,710
Volume weighted average sale price	6257.45 cents per share
Highest sale price	6268.00 cents per share
Lowest sale price	6257.00 cents per share
Total value of transaction	R 1,170,768.90
Nature of interest	Indirect non-beneficial
Clearance obtained	Yes

1.2 Acquisition of securities for allocation to participants

Date of transaction	8 September 2022
Nature of transaction	On-market purchase of securities to fulfil obligations to participants of the RSP
Class of securities	Ordinary shares
Number of shares	797,370
Volume weighted average purchase price	6311.16 cents per share
Highest purchase price	6354.00 cents per share
Lowest purchase price	6231.00 cents per share
Total value of transaction	R 50,323,315.05
Nature of interest	Indirect non-beneficial
Clearance obtained	Yes

Date of transaction	9 September 2022
Nature of transaction	On-market purchase of securities to fulfil obligations to participants of the RSP
Class of securities	Ordinary shares
Number of shares	755,644
Volume weighted average purchase price	*6400.25 cents per share
Highest purchase price	6470.00 cents per share
Lowest purchase price	6290.00 cents per share
Total value of transaction	R 48,363,105.11
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 the directors of the Company, the Group Company Secretary, the directors and the Company Secretary of Woolworths Proprietary Limited ("WSA"), the directors and the Company Secretary of David Jones Proprietary Limited ("DJ"), both major subsidiaries of the Company, on 12 September 2022, in accordance with the Group's Remuneration Policy. Chantel Reddiar, the Group Company Secretary of the Company and a director of WSA received a conditional allocation under the RSP, subject to the achievement of the necessary performance criteria, vesting between three and five years. Roy Bagattini, the Group CEO, received a conditional allocation under the RSP, subject to the same Company specific criteria as the PSP performance conditions, 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	404,484	*As detailed in 1.2 above	R25,702,976.00
Group Company Secretary and director of WSA				
Chantel Reddiar	RSP	110,739	*As detailed in 1.2 above	R7,036,920.00
Directors of WHL	Scheme	Number of conditional shares granted	Grant price #	Transaction value
Reeza Isaacs	PSP	125,423	5473.00 cents per share	R6,864,401.00
Sam Ngumeni	PSP	151,927	5473.00 cents per share	R8,314,965.00
Group Company Secretary and director of WSA				
Chantel Reddiar	PSP	85,717	5473.00 cents per share	R4,691,291.00
Directors of DJ				
Scott Fyfe	PSP	251,599	5473.00 cents per share	R13,770,013.00
Kathy Karabatsas	PSP	61,461	5473.00 cents per share	R3,363,761.00
Company Secretary of DJ				
Matthew Fitzgerald	PSP	48,224	5473.00 cents per share	R2,639,300.00
Directors of WSA				
Zyda Rylands	PSP	178,791	5473.00 cents per share	R9,785,231.00
Melanie Naidu	PSP	76,741	5473.00 cents per share	R4,200,035.00
Manie Maritz	PSP	123,813	5473.00 cents per share	R6,776,285.00
Justin Crowhurst	PSP	62,069	5473.00 cents per share	R3,397,036.00
Zinzi Mgolodela	PSP	46,191	5473.00 cents per share	R2,528,033.00
Company Secretary of WSA				
Adrian Davey	PSP	12,335	5473.00 cents per share	R675,095.00

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

#Representing the five-day volume weighted average traded price of the Company's shares as at 1 September 2022.

3. DEALINGS IN SECURITIES BY THE DIRECTORS OF MAJOR SUBSIDIARIES

Director	Zyda Rylands
Company	Woolworths Proprietary Limited
Date of transaction	8 September 2022
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	31,661
Sale price	6250.00 cents per share
Total value of transaction	R1,978,812.50
Nature of interest	Direct beneficial
Clearance obtained	Yes

Director	Melanie Naidu
Company	Woolworths Proprietary Limited
Date of transaction	8 September 2022
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	8,478
Sale price	6250.00 cents per share
Total value of transaction	R529,875.00
Nature of interest	Direct beneficial
Clearance obtained	Yes

Company Secretary	Matthew Fitzgerald
Company	David Jones Proprietary Limited
Date of transaction	8 September 2022
Nature of transaction	On-market sale of shares
Class of securities	Ordinary shares
Number of shares	18,235
Sale price	6250.00 cents per share
Total value of transaction	R1,139,687.50
Nature of interest	Direct beneficial
Clearance obtained	Yes

Cape Town
13 September 2022

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