

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 2022 ANNUAL GENERAL MEETING

Shareholders are advised that at the Annual General Meeting ("AGM") of the Company held today, Wednesday, 23 November 2022, all the ordinary and special resolutions were passed by the requisite majority votes, except for Non-binding Advisory Resolution 2, relating to the endorsement of the Company's Remuneration Implementation Report.

The total issued share capital* of the Company as at the record date of 18 November 2022 was 1,021,371,736 ordinary shares, including 87,508,690 Treasury Shares.

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 ISSUED SHARES*	SHARES ABSTAINED DISCLOSED AS A % OF TOTAL ISSUED SHARES*
	FOR	AGAINST			
Ordinary Resolution 1: Election of directors					
Ordinary Resolution 1.1 Phumzile Langeni	87.44%	12.56%	793,365,775	77.68%	0.09%
Ordinary Resolution 1.2 Rob Collins	99.95%	0.05%	793,370,632	77.68%	0.09%
Ordinary Resolution 2: Re-election of directors					
Ordinary Resolution 2.1 • Christopher Colfer	92.96%	7.04%	793,359,932	77.68%	0.09%
Ordinary Resolution 2.2 • Belinda Earl	99.96%	0.04%	793,373,732	77.68%	0.09%
Ordinary Resolution 3: Election of Audit Committee members					
Ordinary Resolution 3.1 • Phumzile Langeni	89.44%	10.56%	793,376,225	77.68%	0.09%
Ordinary Resolution 3.2 • Thembisa Skweyiya	100.00%	0.00%	793,376,525	77.68 %	0.09%
Ordinary Resolution 3.3 • Christopher Colfer	97.55%	2.45%	793,363,182	77.68%	0.09%
Ordinary Resolution 3.4 • Clive Thomson	99.61%	0.39%	793,368,982	77.68%	0.09%
Ordinary Resolution 4: Re-appointment of KPMG Inc. as external auditors	99.91%	0.09%	793,377,867	77.68%	0.09%
Non-binding Advisory Resolution 1: Endorsement of the Remuneration Policy	94.49%	5.51%	793,343,659	77.67%	0.09%
Non-binding Advisory Resolution 2: Endorsement of the Remuneration Implementation Report**	70.02%	29.98%	793,139,460	77.65%	0.11%

Special Resolution 1: Remuneration of Non-Executive Directors for the period 1 January 2023 to 31 December 2023 (exclusive of value-added tax)	98.17%	1.83%	793,351,726	77.68%	0.09%
Special Resolution 2: Financial assistance to directors and/or prescribed officers and employee share scheme beneficiaries	95.71%	4.29%	793,369,894	77.68%	0.09%
Special Resolution 3: General authority to provide financial assistance to related or interrelated companies in terms of Section 45 of the Companies Act	97.79%	2.21%	793,359,269	77.68%	0.09%
Special Resolution 4: General authority to acquire (repurchase) shares	99.34%	0.66%	793,292,108	77.67%	0.10%

** Having engaged extensively with the Company's major shareholders prior to the AGM, the Board is cognisant of shareholder concerns in relation to the Remuneration Implementation Report and is encouraged by the support of shareholders in relation to the Company's Remuneration Policy. Given that a 75% majority of votes was not achieved in respect of Non-binding Advisory Resolution 2, shareholders are further invited to forward written submissions on the Remuneration Implementation Report to the Group Company Secretary by email at Governance@woolworths.co.za by the close of business on Friday, 2 December 2022.

Cape Town
23 November 2022

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