



ASX Announcement

7 October 2016

SECTION 708A(5)(c) Notice – Issue of shares without a disclosure document

Woolworths Limited (**Woolworths**) notifies the Australian Stock Exchange (**ASX**) under section 708A(5)(e) of the *Corporations Act 2001(Cth)* (**Corporations Act**) that:

1. Woolworths has issued 6,951,441 ordinary shares (prior to adjustments) to participants in Woolworths' Dividend Reinvestment Plan (**DRP**) and 2,452,942 ordinary shares to Citigroup Global Markets Australia Pty Limited (**Citi**) pursuant to the DRP Underwriting Agreement between Woolworths and Citi dated 27 January 2016
2. Woolworths has issued the shares without disclosure under Part 6D.2 of the Corporations Act
3. As at the date of this Announcement, Woolworths has complied with the provisions of Chapter 2M of the Corporations Act as they apply to Woolworths
4. As at the date of this Announcement, Woolworths has complied with section 674 of the Corporations Act
5. There is no information that has been excluded from a continuous disclosure notice in accordance with the listing rules of the ASX and that investors and their professional advisers would reasonably require for the purpose of making an informed assessment of:
 - a. The assets and liabilities, financial position and performance, profits and losses and prospects of Woolworths; or
 - b. The rights and liabilities attaching to the shares

For and on behalf of
WOOLWORTHS LIMITED

RICHARD DAMMERY
Chief Legal Officer and Company Secretary