

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/9/2001.

Name of entity: Woolworths Limited
ABN: 88 000 014 675

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Siobhan McKenna
Date of last notice	10 April 2017

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	2,878 shares held by Flintoft McKenna Pty Ltd on behalf of Ms McKenna's superannuation fund
Date of change	3,4 and 5 May 2017
No. of securities held prior to change	2,878
Class	Ordinary shares
Number acquired	5,600
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	1,800 shares @ \$26.98 1,900 shares @ \$26.50 1,900 shares @ \$26.26

+ See chapter 19 for defined terms.

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No. of securities held after change	8,478 shares held by Flintoft McKenna Pty Ltd comprising: <ul style="list-style-type: none"> • 2,878 shares on behalf of Ms McKenna's superannuation fund • 5,600 shares on behalf of Ms McKenna's family trust
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Shares purchased on market

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	Not applicable
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	

Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	
If prior written clearance was provided, on what date was this provided?	

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