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**Key details**

**Buy-Back date:** 27 May 2019  
**Payment date:** 30 May 2019  
**SRN/HIN:** X\*\*\*\*\*8614

## Woolworths Group Limited Buy-Back 2019 Holding and payment statement

Woolworths Group Limited (Woolworths Group) successfully completed its A\$1.7 billion off-market buy-back (Buy-Back) on 27 May 2019. A total of 58,733,844 Shares was bought back at a Buy-Back Price of A\$28.94 per Share (14% discount to the Market Price of A\$33.6434). The Shares bought back will subsequently be cancelled.

### Scale back of offers

Due to the strong demand for the Buy-Back, a 84.68% scale back of offers was required. The scale back was structured to minimise disadvantaging shareholders with small holdings. Subject to exclusions due to any minimum price conditions, Eligible Shareholders who offered their Shares at a 14% Buy-Back Discount and/or as a Final Price Offer had a Priority Allocation of 180 Shares (or lesser number) bought back before the scale back was applied.

Successful Eligible Shareholders will have 15.32% of their Shares offered (in excess of the Priority Allocation of 180 Shares) bought back. If less than 180 Shares were offered, all of these Shares would be bought back. Shares offered at Buy-Back Discounts of 10-13% and offers conditional upon a Minimum Price above the Buy-Back Price were not bought back.

### Your offer

Thank you for participating in the Buy-Back.

You have received A\$28.94 per Share for your Shares which have been bought back. This payment represents a Capital Component of A\$4.79 and a Dividend Component of A\$24.15 per Share. This Dividend Component is 100% franked with Australian franking credits at the company tax rate of 30%.

The details of your Shares bought back (which are important for taxation purposes), payment amount and holding balance after the Buy-Back are shown in the table below. Shares that have been offered into the Buy-Back but not bought back are now available for trading.

### Summary of your offer

	Number of Shares
Total number of Shares offered for sale:	200
Number of Shares bought back:	184
Number of Shares not bought back:	16
Balance from previous holding statement	500
Off-market Buy-Back 27 May	(184)
Balance including Buy-Back *	316

\*Other movements in holding for the month are not included. The End of Month holding statement will capture any other movements and also include the Buy-Back. If you have any queries about your holding, please call the information line on 1300 368 664.