



27 October 2021

ASX Market Announcements Office
Australian Securities Exchange
20 Bridge Street
Sydney NSW 2000

Results of Annual General Meeting

Attached for release are the results of the resolutions put to the Woolworths Group AGM today.

All resolutions were approved.

Authorised by: Kate Eastoe, Group Company Secretary

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**Woolworths Group Limited ABN 88 000 014 675
1 Woolworths Way, Bella Vista NSW 2153**

WOOLWORTHS GROUP LIMITED
Annual General Meeting
Wednesday, 27 October 2021
Results of Meeting

The following information is provided in accordance with section 251AA(2) of the Corporations Act 2001 (Cth) and ASX Listing Rule 3.13.2

Resolution details		Instructions given to validly appointed proxies (as at proxy close)				Number of votes cast on the poll (where applicable)			Resolution Result
Resolution	Resolution Type	For	Against	Proxy's Discretion	Abstain	For	Against	Abstain*	Carried / Not Carried
Resolution 2a To re-elect Mr Gordon Cairns as a director	Ordinary	612,183,263 94.44%	26,913,376 4.15%	9,105,390 1.40%	2,156,476	621,443,901 95.85%	26,918,462 4.15%	2,160,682	Carried
Resolution 2b To elect Ms Maxine Brenner as a director	Ordinary	630,599,560 97.27%	8,578,342 1.32%	9,110,892 1.41%	2,069,711	639,879,133 98.67%	8,603,346 1.33%	2,073,917	Carried
Resolution 2c To elect Mr Philip Chronican as a director	Ordinary	635,383,774 98.03%	3,582,520 0.55%	9,175,556 1.42%	2,216,655	644,726,712 99.44%	3,608,823 0.56%	2,220,861	Carried
Resolution 3 To adopt the Remuneration Report for the financial year ended 27 June 2021	Ordinary	619,451,285 96.06%	16,408,852 2.54%	9,000,006 1.40%	5,411,515	628,601,637 97.45%	16,447,186 2.55%	5,421,215	Carried

Resolution 4 To approve the grant of performance share rights to the Managing Director and Chief Executive Officer under the Woolworths Incentive Share Plan	Ordinary	615,480,946 95.42%	20,294,042 3.15%	9,269,422 1.44%	5,314,095	624,893,443 96.85%	20,339,378 3.15%	5,324,064	Carried
Resolution 5 To approve the grants of NED Rights to Non-executive Directors under the Non-executive Director Equity Plans for the next three years	Ordinary	628,044,163 96.96%	10,410,440 1.61%	9,256,611 1.43%	2,560,444	637,463,751 98.39%	10,433,817 1.61%	2,572,470	Carried

* Votes cast by a person who abstains on an item are not counted in calculating the required majority on a poll.