ASX Release

11 September 2019

RESOLUTIONS UNDER SECTION 249N OF THE CORPORATIONS ACT FOR CONSIDERATION AT THE COLES 2019 ANNUAL GENERAL MEETING

In accordance with ASX Listing Rule 3.17A, Coles Group Limited (ASX: COL) ("**Coles**") advises that the attached resolutions for consideration at Coles' Annual General Meeting to be held on 13 November 2019 have been received pursuant to section 249N of the Corporations Act from shareholders representing approximately 0.19% of Coles shares on issue.

Coles' Notice of Annual General Meeting will be published later this month, and will include the Board's recommendation on each resolution to be considered at the meeting.

For more information:

Investor Relations
Lisa Zimmet
Mobile: +61 428 857 242
E-mail:
investor.relations@colesgroup.com.au

Coles Media
Tel: +61 3 9829 5250
E-mail: media.relations@coles.com.au

ATTACHMENT

Requisitioned resolution 1

To amend the constitution to insert a new clause 7.11

Member resolutions at general meeting

The Members in general meeting may by ordinary resolution express and opinion or request information about the way in which a power of the company partially or exclusively vested in the directors has been or should be exercised. However, such a resolution must relate to an issue of material relevance to the company or the company's business and cannot either advocate action which would violate any law or relate to any personal claim or grievance. Such a resolution is advisory only and does not bind the directors or the company.

Requisitioned resolution 2

In order to effectively protect workers in our company's domestic fresh food supply chains from modern slavery and labour abuses, and to protect our company's interests and reputation, shareholders of Coles Limited ("our company") urge the Board of Directors to align our company's ethical sourcing policies and supplier requirements in its domestic fresh food supply chains to industry best-practice for supply chain due diligence and compliance. At a minimum, these should include core principles of worker-driven social responsibility, including but not limited to:

1. Supplier accreditation and compliance to be determined through multi-stakeholder approach, involving workers and the representative organisation(s) of their own choosing.

2. Workers to receive peer-led labour rights education with the involvement of representative organisation(s) of their own choosing.

3. Worker-led grievance procedures that involve the representative organisation(s) of workers' own choosing in the resolution of complaints.