

WOOLWORTHS LIMITED

A.B.N 88 000 014 675

10 September 2004

The Manager, Companies
Australian Stock Exchange Limited
Company Announcements Office
Exchange Centre
Level 6
20 Bridge Street
SYDNEY NSW 2000

Dear Sir,

RE: BRUANDWO PTY LIMITED TAKEOVER OFFER FOR ALH

Please find attached announcement.

For and on Behalf of
BRUANDWO PTY LIMITED



Rohan Jeffs
Company Secretary

Bruandwo Pty Ltd

ABN 68 008 232 134

BRUANDWO EXTENDS ALH TAKEOVER OFFER UNTIL 18 OCTOBER

Bruandwo announced today that it would extend its takeover offer for ALH from its current closing date of 27 September to 18 October 2004.

ALH has not yet issued its 2004 Annual Report or its audited financial statements. ALH has also not yet detailed the impact of proposed smoking bans so that Bruandwo can assess whether these will have a material adverse effect on the performance, profitability or prospects of ALH (which is a condition of Bruandwo's offer).

The additional time will give Bruandwo and other ALH shareholders the opportunity to consider the impact of extensive smoking bans that have been announced or are being foreshadowed in all of ALH's key markets.

Bruandwo has consistently raised concerns about smoking bans, however to date ALH has refused to advise its shareholders and the market of the expected impact in years beyond 2005 (which is before the time the bans will apply in Queensland). Bruandwo again requests that ALH advise its shareholders and the market of the expected impact.

ALH management have previously admitted that the impact of smoking bans in Victoria was worse than they had anticipated in the IPO prospectus forecasts, which were prepared around a year after the bans were introduced.

ALH now will not quantify the expected impact of foreshadowed bans, but says that it does not expect the impact in Queensland to be as significant as it was in Victoria. Bruandwo finds this comment difficult to comprehend given the extent of the proposed changes in Queensland, and queries the views of ALH management on this issue given its inability to predict the impact in Victoria.

Bruandwo also believes that the additional time will give ALH shareholders the opportunity to review ALH's Annual Report and audited financial statements before deciding on Bruandwo's offer. These important documents are still to be released by ALH to shareholders and the market.