

WOOLWORTHS LIMITED

A.B.N. 88 000 014 675

21 April, 2006

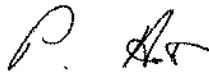
The Manager, Companies
Australian Stock Exchange
Company Announcements Office
Level 4
20 Bridge Street
SYDNEY NSW 2000

Dear Sir,

RE: WOOLWORTHS INCOME NOTES (WINs) - Redemption Notice

Attached is a copy of the Woolworths Income Notes (WINs) Redemption Notice which was mailed to securityholders on 13 April 2006.

For and on behalf of
WOOLWORTHS LIMITED



PETER J. HORTON
COMPANY SECRETARY



540 George Street, Sydney NSW PO Box Q70, Q.V.B. Post Shop, Sydney NSW 1230
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WOOLWORTHS LIMITED
A.B.N. 88 000 014 675

**Woolworths Income Notes
(WINs)**

Notice of redemption

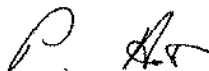
TO: Holders of WINs

Pursuant to clause 3.3 of the conditions set out in schedule 1 (**Conditions**) to the Woolworths Deed dated 20 October 1999 between Woolworths Limited (**Woolworths**) and Perpetual Trustee Company Limited (as amended by the Amending Deed dated 30 June 2004) (**Woolworths Deed**), Woolworths gives notice of its intention to redeem in whole all of the Notes, known as WINs, issued by Woolworths in accordance with the Conditions and the Woolworths Deed.

The redemption of the Notes will occur on 5 June 2006.

DATED: 13 April 2006

For and on behalf of
WOOLWORTHS LIMITED:



Peter J. Horton
Company Secretary