**WOOLWORTHS LIMITED**
A.B.N. 88 000 014 675

24 April 2008

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

Dear Sir/Madam

**Re: WOOLWORTHS LIMITED - SECTION 708A(5)(e) NOTICE**
**Issue of shares without a disclosure document**

Woolworths Limited (**Woolworths**) notifies the Australian Securities Exchange (**ASX**) under section 708A(5)(e) of the *Corporations Act 2001* (Cth) (**Corporations Act**) that:

1. Woolworths has issued 2,534,600 ordinary shares (prior to adjustments) to participants in Woolworths' Dividend Reinvestment Plan (**DRP**).

2. Woolworths has issued the shares without disclosure under Part 6D.2 of the Corporations Act.

3. As at the date of this Announcement, Woolworths has complied with the provisions of Chapter 2M of the Corporations Act as they apply to Woolworths.

4. As at the date of this Announcement, Woolworths has complied with section 674 of the Corporations Act.

5. There is no information that has been excluded from a continuous disclosure notice in accordance with the listing rules of ASX and that investors and their professional advisers would reasonably require for the purpose of making an informed assessment of:

   (a) the assets and liabilities, financial position and performance, profits and losses and prospects of Woolworths; or

   (b) the rights and liabilities attaching to the shares.

For further information, please contact the undersigned on (02) 8885 0000.

PETER J HORTON
COMPANY SECRETARY

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