

WOOLWORTHS LIMITED

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30 January 2012

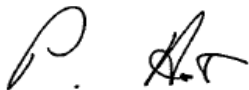
The Manager Companies
Australian Securities Exchange
Company Announcements Office
Level 4 20 Bridge Street
Sydney NSW 2000

Dear Sir/Madam,

Re: Woolworths Limited - New Directors

Please find attached details pertaining to the appointment of Ms Christine Cross, Mr David Mackay and Mr Michael Ullmer as Non-Executive Directors.

For and on behalf of
WOOLWORTHS LIMITED



PETER J HORTON
Group General Counsel and Company Secretary

WOOLWORTHS LIMITED – NEW DIRECTORS

The Chairman of Woolworths Limited, James Strong, today announced the appointment of Ms Christine Cross, Mr David Mackay and Mr Michael Ullmer as Non-Executive Directors.

Ms Cross has extensive experience in international retail and consumer goods. Her retail executive career was with Tesco plc, where she was variously responsible for Own Brand development, establishment of the global sourcing function and finally business development focussed on international and small format expansion. She retired from Tesco in 2003 and now runs a retail advisory consultancy.

Ms Cross is currently a non-executive Director of Next plc (UK multi channel clothing and general merchandise retailer), Sonae Group plc (largest grocery retailer in Portugal), Plantasgen (a private equity owned garden centre group in Scandinavia). She was formerly a director of Empire Company Limited (holding company of Sobey's Inc), Fairmont Hotel Group Canada and Taylor Wimpey plc.

She is Chief Retail and Consumer Advisor for PricewaterhouseCoopers LLP and Visiting Professor at Hull Business School and Ulster University. Ms Cross is a food scientist by background and previously lectured at Edinburgh and Bath Universities.

Mr Mackay has extensive Australian and international retail and consumer goods experience. He retired as President, CEO and Director of the Kellogg Company on 31 December 2010. Having commenced with Kellogg in Australia, David held a number of key positions with them in the UK and the USA.

He was also Managing Director of Sara Lee Bakery in Australia. He is Chairman of Beam Inc (a US headquartered premium spirits company) and a Director of Fortune Brands Home & Security Inc (a US home and security products company).

Mr Ullmer brings a wealth of experience from the accounting and banking sectors. He retired as Deputy Group Chief Executive at National Australia Bank (NAB) in August 2011 where he was also a Director of NAB, Bank of New Zealand and Chairman of the subsidiaries Great Western Bank (US) and JBWere.

Prior to NAB, he was at Commonwealth Bank of Australia where he was initially CFO and then Head of Institutional and Business Banking, and before that he was a partner at accounting firms KPMG and Coopers & Lybrand.

He is currently a Director of Lend Lease and sits on the boards of the National Gallery of Victoria and the Melbourne Symphony Orchestra, and chairs the Business Working with Education Foundation. He was previously a Director of the Foster's Group.

"On behalf of the Woolworths Board, I am delighted to welcome Christine, David and Michael to the company. They bring a tremendous array of skills, knowledge and experience to the table and we look forward to the contribution", Mr Strong said.

All appointments are effective from today.