

Appendix 3C

Announcement of buy-back (*except minimum holding buy-back*)

Information and documents given to ASX become ASX's property and may be made public.

Introduced 1/9/99. Origin: Appendix 7B. Amended 13/3/2000, 30/9/2001.

Name of entity	ABN
<input type="text" value="Woolworths Limited"/>	<input type="text" value="88 000 014 675"/>

We (the entity) give ASX the following information.

Information about buy-back

1	Type of buy-back	<input type="text" value="On-market"/>
2	+Class of shares which is the subject of the buy-back (<i>eg, ordinary/preference</i>)	<input type="text" value="Ordinary"/>
3	Voting rights (<i>eg, one for one</i>)	<input type="text" value="One for one"/>
4	Fully paid/partly paid (<i>and if partly paid, details of how much has been paid and how much is outstanding</i>)	<input type="text" value="Fully paid"/>
5	Number of shares in the +class on issue	<input type="text" value="1,239,999,313"/>
6	Whether shareholder approval is required for buy-back	<input type="text" value="Not required (within 10/12 limit)"/>
7	Reason for buy-back	<input type="text" value="Ongoing capital management"/>

+ See chapter 19 for defined terms.
30/9/2001

Appendix 3C

Announcement of buy-back

8	Any other information material to a shareholder's decision whether to accept the offer (<i>eg, details of any proposed takeover bid</i>)	None
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On-market buy-back

9	Name of broker who will act on the company's behalf	Citigroup Global Markets Australia Pty Limited; and Credit Suisse Equities (Australia) Limited
10	Deleted 30/9/2001.	
11	If the company intends to buy back a maximum number of shares - that number Note: This requires a figure to be included, not a percentage.	Up to that number of shares having an aggregate value of \$400 million.
12	If the company intends to buy back shares within a period of time - that period of time; if the company intends that the buy-back be of unlimited duration - that intention	Unlimited duration
13	If the company intends to buy back shares if conditions are met - those conditions	Not applicable

Employee share scheme buy-back

14	Number of shares proposed to be bought back	Not applicable
15	Price to be offered for shares	Not applicable

⁺ See chapter 19 for defined terms.

Selective buy-back

- 16 Name of person or description of class of person whose shares are proposed to be bought back Not applicable

- 17 Number of shares proposed to be bought back Not applicable

- 18 Price to be offered for shares Not applicable

Equal access scheme

- 19 Percentage of shares proposed to be bought back Not applicable

- 20 Total number of shares proposed to be bought back if all offers are accepted Not applicable

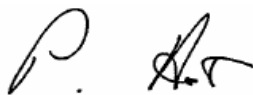
- 21 Price to be offered for shares Not applicable

- 22 ⁺Record date for participation in offer Not applicable
Cross reference: Appendix 7A, clause 9.

Compliance statement

- 1. The company is in compliance with all Corporations Act requirements relevant to this buy-back.

- 2. There is no information that the listing rules require to be disclosed that has not already been disclosed, or is not contained in, or attached to, this form.



Sign here: Date: 26 February 2010
Company secretary

Print name: Peter Horton

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⁺ See chapter 19 for defined terms.