

RESULTS OF ANNUAL GENERAL MEETING 2006

Woolworths Limited advises that at its Annual General Meeting held on 24 November 2006, a Poll was conducted on the following resolutions:

Ordinary Business:

Resolution 2	To adopt the Remuneration Report.
Resolution 3a	To elect as a Director, Mr Thomas William Pockett
Resolution 3b	To re-elect as a Director, Mr John Frederick Astbury
Resolution 3c	To elect as a Director, Mr Stephen Mayne
Resolution 3d	To elect as a Director, Mr Michael Gerard Luscombe
Resolution 3e	To re-elect as a Director, Mr James Alexander Strong

Special Business – Executive Directors’ Options:

Resolution 4a	Grant of Options to the Managing Director
Resolution 4b	Grant of Options to the Director of Finance
Resolution 5	Adoption of new Constitution

Poll Results For All Resolutions

All the resolutions were carried except for Resolution 3c. Resolution 3C was defeated. These results reflect the recommendation of the Directors, as set out in the Notice of Meeting.

Resolution No.	FOR Votes	AGAINST Votes	OPEN Votes	ABSTAIN Votes	Poll Result
2	510,195,943	9,484,535	21,690,276	2,978,601	Carried
3a	504,963,797	2,385,895	21,227,218	3,290,555	Carried
3b	499,735,040	2,503,844	21,318,551	7,984,209	Carried
3c	11,139,094	348,736,910	23,157,911	132,469,884	Defeated
3d	504,741,217	1,741,174	21,111,788	4,288,647	Carried
3e	501,362,218	2,733,136	21,200,227	6,603,377	Carried
4a	499,578,942	20,375,489	8,761,505	3,394,214	Carried
4b	499,700,265	20,672,154	8,771,140	2,971,293	Carried
5	490,143,950	28,233,345	22,700,376	3,259,458	Carried