We bring a little *good* to everyone, every day.
Woolworths is part of the community across Australia and New Zealand; in cities, regions and remote areas. We employ over 205,000 people who serve over 29 million customers a week.

We are transforming Woolworths to address significant market challenges. We will shortly launch our new Corporate Responsibility strategy, which sets out ambitious 2020 commitments.

This 2016 Corporate Responsibility report sets out how we have started to tackle these commitments - building trusted relationships, encouraging diversity and supporting a healthy society. This year has been about building internal consensus in order to develop clear and focused plans of action.
### 2016 at a glance

**Performance Highlights**

**GROUP REVIEW**

**BUSINESS REVIEW**

**OTHER INFORMATION**

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**PEOPLE:**

**encouraging diversity**

- TEAM MEMBERS
  - 205,000+

- TOTAL RECORDABLE INJURY FREQUENCY RATE
  - 16.29 TRIFR

- YOUNG TEAM MEMBERS
  - 79,000+

- INDIGENOUS TEAM MEMBERS
  - 2,200+

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**PLANET:**

**for a healthy Australia**

- SOLAR POWER GENERATION
  - 1,560 MWh

- FOOD SAVED FOR MEALS
  - 6.4 M meals

- TONNES OF MATERIAL RECYCLED OR DIVERTED FROM LANDFILL
  - 274,930 t

- NUMBER OF OWN BRAND PRODUCTS WITH HEALTH STAR RATING
  - 1,300 products

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**Prosperity:**

**founded on trusted relationships**

- JOBS IN INDIRECT CONTRIBUTION TO THE AUSTRALIAN ECONOMY
  - 805,000 jobs

- A value of $119 billion

- PAID IN WAGES
  - $7.7 B

- TOTAL SHAREHOLDER DIVIDEND PAYOUT
  - $1.0 B

- DIRECT COMMUNITY INVESTMENT
  - $31 M

- CUSTOMER FUNDRAISING
  - $19.49 M

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1. At the time of this Report, TRIFR continues to update after the reporting period as Workers’ Compensation claims are received and employees return to work. Excludes ALH Group, Masters and HTH.

2. Young employees are aged under 25 years.

3. Employees self-declare if they are Indigenous in our Woolworths 2016 Voice of the Team Engagement Survey. Excludes Endeavour Drinks Group, ALH Group, and BIG W.

4. Based on 2009 ABS multiplier.

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Managing Director's Report

As Australia's second largest private sector employer and New Zealand’s largest private sector employer, Woolworths has a significant role to play in the lives of our team members and the customers and communities we serve.

While we are in a period of unprecedented change at Woolworths, we are firmly focused on rebuilding a sustainable business for our team, our customers and our suppliers.

Since becoming Woolworths Food Group Managing Director in 2015 and Woolworths Group CEO in February 2016, I have determined to be clear with our team, whether they are in a support function or serving our customers in one of our more than 970 Woolworths Supermarkets, on what it is we collectively need to do to deliver on our customers’ expectations. We are united under the banner of ‘Good Food, Good Prices, Good Acts’ and focused on the things that really matter. In short, ‘We bring a little good to everyone, everyday’ is the core of what we are here to do.

Woolworths Supermarkets are 80% of our Company revenue and getting this right will have significant benefits for the entire Woolworths Group and for communities we serve.

Woolworths was the first Australian retailer to commit to implementing the Australian Federal Government’s voluntary Health Star Rating (HSR) front of pack labelling program. At year end FY16, over 50% of products in the Woolworths Own Brand portfolio had applied the star rating. We are on track to have stars across all eligible products within four years, well ahead of the Federal Government’s five-year timeframe for completion.

2020 CORPORATE RESPONSIBILITY STRATEGY

Woolworths will soon release our goals and commitments under the Corporate Responsibility Strategy 2020. We have identified 20 targets under a framework of three priority areas of People, Planet and Prosperity.

I am passionate about ensuring the Woolworths team reflects the communities we serve and we will take further steps to encourage gender, cultural and LGBTI diversity in our team and to support inclusion and participation.

We want to play our part in contributing to a healthier Australia under our Planet commitments. This includes a move towards zero food waste and recyclable Woolworths Own Brand packaging. We are also committed to sustainable sourcing and reducing our carbon emissions.

Woolworths is a significant contributor to the prosperity of the communities we serve and believe these need to be founded on trusted relationships. We are committed to improving our relationships with our business partners and re-establishing a virtuous loop that also benefits our customers and community partners.

We will be transparent on our progress and provide regular updates going forward.

Thank you for your interest in Woolworths and I look forward to updating you on our progress soon.

Brad Banducci
MANAGING DIRECTOR AND CHIEF EXECUTIVE OFFICER

Woolworths is a signatory to the United Nations Global Compact (UNGC). UNGC signatories embrace a set of core values in the areas of human rights, labour standards, the environment and anti-corruption. In this report, we share our performance against the UNGC core values.

HIGHLIGHTS

• Safety rates at work improved with a Lost Time Injury Frequency Rate (LTIFR) of 8.43, a reduction on 2015. Our Total Recordable Injury Frequency Rate (TRIFR) was 16.29, which was also a reduction on 2015.

• Woolworths is undertaking extensive work and analysis to understand any gender wage gaps and our Diversity and Inclusion strategy and remuneration principles will drive improvement in this area. Major initiatives within this strategy will be launched in November 2016, including a gender equity pay review effective 1st November which will deliver a step change towards closing the gap.

• During 2015, our Dan Murphy’s business mapped community demographics across 250 stores so managers could make better-informed decisions about product ranging and recruitment.

• This year, Woolworths and The Salvation Army decided to formalise our partnership by establishing an advisory board and an ongoing formal partnership called STAND (Support Through Australian Natural Disasters). STAND will fund natural disaster response, recovery and resilience works in the community.

PEOPLE:
encouraging diversity

Australia is undergoing significant demographic change, and our customers are increasingly saying that an essential part of a great shopping experience is receiving fantastic customer service from people who reflect their communities. We are working to attract and retain a diverse workforce with a positive customer focus by providing a safe, equitable and engaging working environment.

AN INCLUSIVE WORKPLACE

Woolworths wants all our employees to feel valued and respected at work, regardless of their gender, age, ethnicity, beliefs, disability, sexual orientation or gender identity. In 2015/16 we continued reviewing our strategies and goals to ensure they support a culture of diversity and inclusion.

REPRESENTATION OF WOMEN

More than half of our total workforce is female and the Woolworths Board is split 50:50 between men and women. We are committed to improving the representation of women even further by increasing their numbers in executive and management roles.

In FY16, women held 39% of management positions in Woolworths, with the majority in Operations. Increasing female representation at all levels of management and across all functions is important as it will improve Woolworths’ overall gender equality performance, provide aspirational role models and increase attraction and retention of high-performing women.

Woolworths is also focused on addressing gender pay gap issues. Woolworths is undertaking extensive work and analysis to understand any salary wage gaps. We have developed a diversity and inclusion strategy and remuneration principles to drive improvement in this area. Major initiatives within this strategy will be launched in November 2016, including a gender equity pay review effective 1st November which will deliver a significant step change towards closing the gap.

INDIGENOUS EMPLOYEES

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INDIGENOUS EMPLOYEES

Woolworths is committed to creating opportunities and increasing Indigenous employment. This commitment is outlined in our Reconciliation Action Plan.
People: encouraging diversity

We continue to work towards closing the gap between Indigenous and non-Indigenous Australians through our people strategy, which includes:

- **Employment Parity Initiative**: In December 2015, Woolworths entered into a contract with the Australian Federal Government under the Employment Parity Initiative. This will result in Woolworths adding 1,600 new Indigenous team members to our business over the next three years. Currently, 11% of our staff identify as Indigenous. Our goal is to increase this to 2% of our Store Operations team and Graduate intake. To help us get there, we are carrying out targeted recruitment and cultural awareness training in partnership with a national provider, Diversity Dimensions, and have built a state-by-state workforce plan for our Supermarkets.

- **Supply Nation**: Supply Nation is dedicated to growing diversity within the supply chain and we are working with them to engage Indigenous suppliers. For example, over the past year, we have increased our business with Message Sticks Communications by 25% and with Young Guns Container Crew by 31%. We are also in our sixth year of working with tomato supplier Kalano.

- **Jawun Indigenous Community Secondment Program**: During the year, Endeavour Drinks continued to partner with Jawun, a not-for-profit organisation that supports innovative programs of change in Indigenous communities. Their Secondment Program provides Indigenous communities with skilled Woolworths corporate employees to help in areas such as marketing and business planning.

**Building a workforce that mirrors our customer base**

Understanding our customers is critical to providing the best shopping experience. During 2015, we undertook significant work around this in our Dan Murphy’s business, with positive customer feedback. We mapped community demographics across 250 stores so managers could make better-informed decisions about product ranging and recruitment. Woolworths is rolling out a similar program across our other businesses between now and 2020.

**Enabling everyone to achieve their full potential**

Woolworths has a long and proud tradition of providing employment opportunities for people at all stages of their lives by championing inclusive work practices that we continually develop.

By 2020, we want all our Talent Acquisition teams to have completed unconscious bias training. This will also contribute to our goal of halving our reported bullying and discrimination statistics – an important step on our journey towards zero workplace bullying.

Our core focus areas are people with a disability, age diversity and LGBTI inclusion.

**Disability**

Woolworths belongs to the Australian Network on Disability (AND), which represents corporate organisations in supporting disability employment. We are a Gold Member and sit on the AND Board.

Woolworths will continue to work with AND to build our disability action plan, with a view to significantly increasing work opportunities for people with a disability.

**Age diversity**

Woolworths provides many young people in Australia and New Zealand with a great start to their careers. More than 79,000 of our team members are under the age of 25. We also value the experience of older workers, with almost 20,000 team members aged over 55 years. Our 25 Year Club, which acknowledges long service and dedication, now has more than 10,000 members.

**LGBTI**

Woolworths recently became a member of Pride in Diversity, Australia’s national not-for-profit employer support program for all aspects of Lesbian, Gay, Bisexual, Transgender and Intersex (LGBTI) workplace inclusion.

We will work closely with Pride Diversity to achieve our goal of being a Gold Tier employer in the Australian Workplace Equality Index (AWEI).

We also have a number of initiatives underway to build understanding and inclusion of the LGBTI community within Woolworths and our broader customer base. For example, taking part in Wear it Purple Day, internal forums and events, a 1,000+ member Google+ community and a Woolworths Ally support program.

**Engaging and valuing people**

**Engagement**

Woolworths understands the importance of having an engaged workforce and that this is a lead indicator of customer satisfaction.

We run a detailed team engagement survey each year. During 2015/16, overall engagement increased by 3% year on year, which was in line with the percentage improvement in our customer feedback scores.

Our engagement survey results highlighted strengths such as our communications approach, encouraging people to speak up, empowering them to make decisions and providing career development options.

We are working on achieving further positive increases so we can match national and international industry engagement standards. Over the next 12 months, we will be measuring team member engagement more frequently and communicating the results regularly.

**Parental leave**

We continue to offer paid maternity leave to eligible Australian-based employees. This includes six weeks of paid maternity leave, two weeks return-to-work bonus and up to 104 weeks of unpaid parental leave.

<table>
<thead>
<tr>
<th>2015</th>
<th>2016</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Female</strong></td>
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<td>Returned</td>
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<td>Returned</td>
<td>292</td>
</tr>
<tr>
<td>Parental Leave</td>
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</tbody>
</table>

**Safety and health**

At the time of this Report, Woolworths reported a Lost Time Injury Frequency Rate (LTI(FR) of 8.43, a year on year reduction of 26.24% compared to the restated LTI(FR) for 2015. In 2016, our Total Recordable Injury Frequency Rate (TRIFR) was 16.29, which was also a reduction of 23.54% compared to the restated TRIFR for 2014/15.

Woolworths Limited LTI(FR) for 2014-2016

<table>
<thead>
<tr>
<th>KPI</th>
<th>2014</th>
<th>2015</th>
<th>2016</th>
</tr>
</thead>
<tbody>
<tr>
<td>LTI(FR) (million hours worked)</td>
<td>11.78</td>
<td>11.43</td>
<td>8.43</td>
</tr>
<tr>
<td>LTI(FR) (200,000 hours worked)</td>
<td>2.36</td>
<td>2.29</td>
<td>1.69</td>
</tr>
<tr>
<td>% change on previous year</td>
<td>-4.4%</td>
<td>-2.9%</td>
<td>-26.24%</td>
</tr>
</tbody>
</table>

Excludes ALH Group and Home Improvement.

1 Previous year numbers have been updated to reflect any delayed reporting.

- **LTI(FR) continues to update after the reporting period for delayed reporting.**
- **TRIFR continues to update after the reporting period for delayed reporting.**
NATIONAL SAFETY COUNCIL OF AUSTRALIA – HIGHLY COMMENDED AWARD

During 2015, Woolworths was selected as a Finalist in the National Safety Council of Australia (NSCA) Awards. We won the Highly Commended award for the implementation of the Universal Brake Interlock System (UBIS), a joint venture between Woolworths and Univer that makes our loading docks safer.

REDUCING THE RISK OF MANUAL HANDLING INJURIES

To address the risk of manual handling in our business, we engaged a leading ergonomist to conduct an independent review of our retail operations. The recommendations were on how to improve work design for our team members to prevent these types of injuries. In addition, the Logistics team has adapted a vacuum picker for heavy and high frequency products. This technology is presently being trialled across three distribution centres. The feedback from both front line and operations teams has been very positive.

MAKING SERIOUS INJURIES FROM BANDSAWS A THING OF THE PAST

The solution to eliminate serious injuries from bandsaws was developed by the Woolworths Meat Company team. The bandsaw comes to an immediate and complete stop when contact is made with a special glove worn by the operator. All bandsaws in our meat plants will be transitioned to the new model during FY17.

FOCUSING ON CRITICAL RISK

During 2015/16 we completed a review of risks across the organisation, with a particular focus on critical risks. Woolworths engaged an external expert to facilitate workshops that helped us to better understand our control environment. This work will continue throughout FY17.

CELEBRATING SAFETY

Over 100 safety and operational team members from across the country came together to further learn and be inspired about safety. Internal and external speakers presented on various topics including critical risk, mental health, manual handling, workers’ compensation and the organisation’s overall safety strategy and vision. Additionally, several of our team members were recognised for demonstrating ongoing excellence in safety leadership.

HEALTH AND WELLBEING

Employee nutrition education

To help Woolworths achieve our vision to become one of the safest places to work and shop. Our aspiration is ‘Destination ZERO’, a place where every day people go home free from injuries or illness.

During 2015/16, we refreshed Destination ZERO and reinforced our guiding principles as part of revisions to our Safety & Health policy.

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Excludes ALH Group and Home Improvement.

1 Previous year numbers have been updated to reflect any delayed reporting.
**PLANET:**

**for a healthy Australia**

Woolworths operates in a world where consumer demand and competitive pressures are increasing. At the same time, we want to play our part in alleviating environmental pressures and mitigating climate change. Our challenge is to use natural resources even more efficiently and still meet our business goals. We will do this through innovation, collaboration and engagement.

**CARBON EMISSIONS - FACILITIES**

Over the last eight years, Woolworths has invested in energy efficiency improvements to meet our challenging 2015 target to reduce carbon emissions from stores, distribution centres and offices by 40%. Our goal was to bring facilities emissions back to the baseline year of 2006/07, despite growing our business. We tackled this by focusing on energy efficiency, particularly in new and refurbished stores, which are 30% more energy efficient than those we opened in 2008. We met our goal in 2015 and maintained this achievement in 2016.

A key focus area will be refrigeration in more than 1,000 stores with refrigeration systems. We will increase our use of natural refrigerants as we move towards replacing HFC refrigerants with HFC-free or hybrid systems; and reduce refrigerant leakage to our target level of a 15% reduction of CO₂-e below 2015 levels.

**Innovative projects**

From our continued investment into energy efficiency, we have developed a good understanding of the approaches needed to reduce energy use. We integrate energy efficiency into the way we build and refurbish stores and we roll-out efficiency improvements to existing stores. We are implementing new innovative projects to improve reporting and planning to further reduce energy use.

**Project Enlighten**, a technology-based energy efficiency project that we rolled out over 18 months from early 2015, has so far saved 157,000MWh and $24 million from a capital investment of $81 million. The project invested in improving lighting, refrigeration and air conditioning.

We have now begun the next phase of our energy efficiency drive, focusing on end-to-end energy management. Project Navitas will bring together performance data from the lighting, refrigeration and air-conditioning initiatives we undertook during Project Enlighten into a single dashboard visual display system to improve our reporting and planning. We are also establishing an Energy Management Centre of Excellence.

**Renewable energy**

Under Project Enlighten, we invested $2.3 million in installing more than 4,000 rooftop solar panel systems at our Supermarkets, BIG W, liquor stores and petrol sites across all mainland states and territories. During FY16, these sites generated 1,560MWh.
FOOD WASTE

More than half of Woolworths’ waste stream is waste food. We will continue to move towards zero food waste to landfill by increasing our stores’ access to diversion options and encouraging them to separate food waste into organics bins. We want to reduce the amount of food waste that we send to landfill every year.

We have introduced commercial food recycling services to 200 more stores over the past 12 months. We have also launched a new end-to-end stock-loss initiative – Faster, Fresher Food – and are continuing our ongoing program of donating food to farmers and food rescue charities such as OzHarvest, Foodbank, FendShare and SecondBite.

By the end of FY16, more than 95% of Woolworths Supermarkets – which account for 85% of Woolworths’ food waste generation – had access to at least one food waste diversion option. We will continue to expand this program to cover more stores across the Group.

Governance

Australia and New Zealand

| Supermarkets with commercial food recycling program | 584 | 50% |
| Supermarkets with farmers’ donation program | 752 | 65% |
| Supermarkets with food rescue charities program | 913 | 79% |
| Supermarkets with at least one food recovery program | 1,131 | 97% |
| Total all Supermarkets | 1,161 |

ENCOURAGING SEPARATION OF ORGANIC WASTE

We have designed our Hearts and Minds program to educate employees about the why, what and how of separating organic and non-organic waste. All our stores now have colour-coded bins and display materials.

The training program includes a training guide for managers, interactive activities and e-learning. We are encouraging continuous learning through a customised app that is gamified and by communicating improvement overall and by store.

Stores are incentivised to compete against each other in a league table.

PACKAGING STEWARDSHIP

Packaging plays a key role in the retail supply chain. It protects the significant investment that we and our suppliers have made in growing, processing and transporting the products on our shelves and ensures they are delivered safely to customers’ kitchens. It also plays a role in brand marketing.

Own Brand packaging

When we design the packaging for Woolworths’ Own Brand products, the key elements are protection, accessibility, recyclability, recycled content and brand messaging.

We try to use our packaging as efficiently as possible. In August 2016, we eliminated polystyrene trays from our Macro Organics supply network, using compostable or recyclable plastic trays instead.

Another packaging reduction initiative is for semi-loose organic produce, where we have replaced trays and plastic wrap with a band around the product for identification purposes.

We will continue to work with all our suppliers to actively pursue alternatives that reduce the amount of packaging or increase its recyclability.

Soft plastics

The soft plastic that packages many frozen products and bakery items cannot be recycled through Australia’s kerbside recycling program.

Woolworths partners with the REDcycle recycling program to keep it out of landfill and dispose of it responsibly.

REDcycle collects the plastic from dedicated bins at the front of 100 Woolworths’ Supermarkets in Sydney and Melbourne and sends it to an Australian processor to make plastic park furniture.

Since we began the partnership in 2015, we have disposed of 190 tonnes of plastic this way, equivalent to 47.6 million pieces of packaging.

NEW MACRO ORGANICS PACKAGING
PROSPERITY: founded on trusted relationships

With more than 3,000 stores spread across Australia and New Zealand, Woolworths’ prosperity affects multiple stakeholders. The success of our business is directly linked to that of our employees, suppliers, shareholders and the communities we serve. It is our responsibility to manage our relationships with these stakeholders in a way that maximises prosperity without compromising our corporate responsibilities.

JOBS AND EMPLOYMENT

CREATING JOBS FOR AUSTRALIANS AND KIWIS

- More than 188,000 employees – Australia
- Close to 18,000 employees – New Zealand
- 805,000 indirect jobs
- 79,096 young employees

Woolworths is committed to growing our business, and with growth comes new opportunities for employment. Over the past year, 44,991 people joined Woolworths in Australia, New Zealand and our international sourcing offices.

Having a part time job at our Supermarkets is a rite of passage for young Australians and Kiwis, so it is not surprising that many of our new hires during FY16 were young people, many of them starting out in the workforce.

INVESTORS

Our economic contribution in FY16

- $58.1B total sales
- $1.08 dividends to shareholders
- $2.568 EBIT
- $1.68 net profit after tax
- $118 indirect contribution to economy

The financial results for the year were disappointing, with sales from continuing operations down marginally to $58.1 billion and net profit after tax down 39.2% to $1.68 billion. Our Board announced a reduced final dividend of 33 cents per share, down 54.2% on the previous year. FY16 was a year of significant progress, with a new operating model, some hard decisions around underperforming businesses and a new focus on providing a great all-round shopping experience for customers.

However, there is still much to do. Across the business, we will be working in FY17 to build a culture where we listen to and collaborate more with our customers, team members and suppliers. Our ultimate goal is to increase the prosperity of all our stakeholders by leveraging these trusted relationships to improve our market performance, cost base and profitability.
**FACTORY AUDITS BEFORE THEY START PRODUCTION FOR US**

**SUPPLIERS**

Suppliers are a critical stakeholder group for Woolworths, whether we stock their brands in our stores or they produce our Own Brand products. Having their cooperation and collaboration is essential for the success of our 2020 Corporate Responsibility Strategy. Building positive, productive relationships with local, national and international suppliers is a key plank in the Strategy.

**Advantage Report**

During 2015/16 we continued to work closely with the Advantage Group to better understand our suppliers. We received more regular feedback and obtained additional feedback that was specific to the Woolworths Own Brand business.

We are moving from annual surveys to twice-yearly surveys and developing a bi-monthly Voice of Supplier Pulse survey. These actions will support earlier intervention with issues and help us to build closer supplier relationships.

**Improving supply chain working conditions**

Woolworths upholds human rights for both our employees and for people working in our supply chain.

Our long-established ethical sourcing policy enshrines the International Labour Organisation (ILO) Conventions and the UN Global Compact’s core values of human rights, labour standards, the environment and anti-corruption.

We expect all suppliers to comply with our ethical sourcing policy, which has a compliance audit program for factories making our Own Brand products. We prioritise the audits according to the human rights risks of the country where the factory is located and the product category.

We engage experienced third-party certification bodies to conduct the audits and to rate factories as approved, conditionally approved or at risk. Factories at risk or that need critical corrective actions cannot start production for Woolworths until these issues are resolved.

Woolworths is committed to increasing supply chain transparency. In 2016, BIG W disclosed details about sourcing from high risk countries.

The factories we deal with are listed on the Woolworths Limited website and we keep the list updated. We also provide information about audit outcomes in our annual Corporate Responsibility report (see diagram).

**Ethical sourcing – overseas workers**

Woolworths expects all local suppliers to comply with Australian and New Zealand workplace laws and ethical standards. To remain part of the Woolworths supply chain, these laws and standards must guide suppliers’ treatment of all workers, including the seasonal migrant workers who are so essential for our produce suppliers during peak harvesting periods. We also expect our suppliers to be responsible for ensuring their suppliers and labour hire companies are legally compliant.

Australia has a strong rule of law around this issue and well-established independent agencies that monitor and enforce the laws more effectively than private sector companies can. However, we acknowledge there are issues with some unscrupulous labour hire companies and accept our responsibility to work with key industry bodies and other stakeholders to help improve labour practices in our supply chain.

As part of our commitment to being part of the solution, Woolworths belongs to a working group convened and led by the National Farmers’ Federation (NFF) and the Produce Marketing Association (PMA). The working group is developing a best practice scheme for agricultural employment.

Our new Supplier Excellence Audit program, which we announced in April 2016, incorporates our policy for engaging and employing overseas workers. The program focuses on improving quality and product safety standards across Woolworths’ extensive global sourcing network.

We conduct regular internal training sessions with staff who interact with suppliers to make sure they stay up to date with the latest workplace laws and Woolworths’ expectations.

**COMMUNITY**

Woolworths is proud to be an important contributor to communities across Australia and New Zealand. Our goal is to contribute the equivalent of at least 1% of our pre-tax profits to a three-year rolling average every year to the communities in which we operate.

Being part of the community fabric has mutual benefits. It helps to strengthen our relationships with local customers, employees and suppliers so we understand each other better and build trust. We build on these relationships to encourage people to support a range of charitable organisations and community programs and to drive real change in the areas of nutrition and health, employment and food waste reduction.

**Disaster relief**

Woolworths has a long history of helping communities to recover from droughts, floods, cyclones, bushfires and other natural disasters.

Since 2010, we have partnered with The Salvation Army to do this work, contributing more than $29 million in cash donations from the business, in-kind materials and staff and customer donations. In 2015/16, we contributed a total of $11 million.

**STAND**

We are taking a stand to build a world in which people have the means to improve their quality of life and are empowered to lead fulfilling lives.

**TAKING A STAND: BUILDING OUR PARTNERSHIP WITH THE SALVOS**

Woolworths has supported The Salvation Army (The Salvos) since 1954. Over the past five years we have averaged more than $2 million a year in contributions, with a further $3 million a year donated by our customers.

This year, Woolworths and The Salvos decided to formalise our partnership by establishing an advisory board and an ongoing formal partnership called STAND (Support Through Australian Natural Disasters).

STAND will fund disaster response, recovery and resilience works in the community.

It will operate at two levels: year-round contributions and support to The Salvos, and a higher level of engagement if disaster strikes, in the form of collecting customer donations, providing the opportunity for staff to volunteer and deploying on the ground resources to support Salvos Emergency Services.

STAND will deliver shared value through adherence to clear metrics. We will reinforce our commitment through staff engagement and initiatives such as volunteering at times of disaster and seconding senior staff to act as strategic advisors to The Salvos’ operations.

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17 Excludes leveraged funds.
18 Before significant items.
Young Australian of the Year

As the principal sponsor of the Young Australian of the Year Award, Woolworths is working with the National Australia Day Council (NADC) to raise awareness of the Award and highlight the exceptional contribution young people make to our country every day.

As a major employer of young Australians, we are proud to be associated with an Award that recognises their leadership achievements. The 2015 Young Australian of the Year, Drisana Levitzke-Gray, was working for Woolworths in Western Australia as a nightfill worker when she won the Award for her advocacy work on behalf of Australia’s deaf community. Drisana continues to work with Woolworths as our Young Australian of the Year Ambassador and, as Workplace Advocate, she is helping us to improve accessibility and inclusion for deaf people and raising our employees’ awareness of Auslan.

Given the Chance

During FY15, Woolworths began partnering with the Brotherhood of St Laurence and its Given the Chance for Asylum Seekers program to help transition asylum seekers with work rights into full- and part-employment so they can gain confidence and experience. Nearly one third of program participants are tertiary qualified and others are undertaking education and traineeships while they work.

So far, 20 new asylum seekers have found new jobs with Woolworths and more than 60 have gained valuable work experience.

Australian Food and Petrol

Woolworths operates 992 supermarkets and 530 petrol sites across Australia. We are Australia’s largest supermarket chain. The People, Planet and Prosperity pillars support our stakeholder engagement strategies and help us to deliver the superior service, choice, value and convenience that are essential for business growth.

VALUE

At Woolworths Supermarkets, we believe good prices help to ensure everyone can eat and live well.

Our ‘Low Price Always’ and ‘Price Dropped’ programs provide customers with low prices on hundreds of products. In FY16, we added over 100 products to these programs, contributing to our overall price investment of over $500 million in FY16.

During 2015/16, we invested approximately $45 million into the meat category. This meant we could provide roast leg of lamb and other family favourites at an affordable price so more people could enjoy them more often.

CHOICE

We are committed to improving labelling and increasing transparency in Woolworths Supermarkets so customers have the information they need to choose food that matches their personal expectations around health, ethics and sustainability.

HEALTH AND NUTRITION

NUTRITIONAL EXPERTS

We are committed to making healthy choices easier for our customers by providing clear and transparent labelling, removing additives and improving the nutritional profile of our products. A dedicated team of accredited nutrionists makes sure we offer a wide variety of affordable healthy foods and helps our customers to make informed purchasing decisions by providing accurate and detailed nutritional information.

HEALTH STAR RATING

Woolworths was the first Australian retailer to commit to implementing the Australian Federal Government’s voluntary Health Star Rating (HSR) front of pack labelling program. The system allows customers to make quick and easy comparisons between packaged foods within a category, based on their nutritional profile. The more stars, the healthier the choice.

At year end FY16, over 50% of products in the Woolworths Own Brand portfolio had applied the star rating. In May 2016, the Health Star Rating secretariat reported that more than 3,950 products carried an HSR. Almost one third (1,300) were Woolworths Own Brand products.

We are on track to have stars across all eligible products within four years, well ahead of the Federal Government’s five-year timeframe for completion.
THE HEALTH FOOD PARTNERSHIP

As part of our broader health commitment, Woolworths has adopted the targets set by the Food and Health Dialogue (now The Healthy Food Partnership), a joint government and food industry initiative that aims to improve Australian dietary habits.

Our program has focused on reducing the sodium content of foods from nine commonly-consumed categories and the saturated fat in our processed meats.

To date, Woolworths has met the Australian government salt reduction targets by slowly lowering the salt content of 75 products since 2012. This has resulted in a 15% reduction in salt, which means Woolworths has contributed over 200 tonnes less salt and 11 tonnes less saturated fat to the food supply. Our remaining range of Woolworths salt reduced hams are launching in October this year.

ELIMINATING ADDITIVES

Over the past year we have continued our work in eliminating artificial colours, flavours and preservatives from Woolworths Own Brand products (including sodium benzoate) wherever possible.

Our focus is on removing the additives our customers have asked us to remove, such as MSG, which we no longer use. We have reformulated more than 650 Own Brand products in accordance with our brand guidelines to deliver ‘cleaner’ products to our customers.

REDUCING SUGAR

Since 2012, Woolworths has contributed 83 tonnes less sugar to the food supply. During FY16 we continued to improve the overall nutritional value of our core breakfast cereal range, reducing sugar in some of our most popular lines by 23%–43%. We also launched a range of healthier cereals. Woolworths Reduced Sugar Cereal contains 50% less sugar than comparable leading cereal blends and provides 25% of the recommended wholegrain daily intake. This cereal won 2016 Product of the Year in Australia’s biggest independent consumer survey on innovation.

HEALTHIER SNACKING

We relaunched the Woolworths Select Muesli bars in FY16 with an improved Health Star Rating. A range of healthier cereals. Woolworths Reduced Sugar Cereal contains 50% less sugar than comparable leading cereal blends and provides 25% of the recommended wholegrain daily intake. This cereal won 2016 Product of the Year in Australia’s biggest independent consumer survey on innovation.

INCREASED FRUIT AND VEGETABLE GROWTH

Due to a combination of lower shelf prices and lower market costs, our fresh produce has become more affordable, leading to a rise in produce purchasing. In FY16, our fresh produce tonnage was 8% higher than FY15 – 70,000 tonnes more produce sold.

ANIMAL WELFARE

Animal welfare is important to Woolworths and to our customers. During the year we continued to work responsibly in this area, progressing and positively influencing approaches to animal welfare for farmed and other live animals. For example, we have CCTV coverage throughout the Australian poultry supply chain. Our Animal Welfare Policy will be published on our website in the coming months.

Our Quarterly Technical Reviews include reviewing welfare outcomes to help us identify any issues concerning animals’ physical, mental and behavioural wellbeing.

EGGS

<table>
<thead>
<tr>
<th>% INCREASE OF VOLUMES IN 2015</th>
<th>% INCREASE OF VOLUMES IN 2015</th>
<th>% OF TOTAL CATEGORY VOLUMES IN 2016</th>
</tr>
</thead>
<tbody>
<tr>
<td>Macro free range chicken</td>
<td>2.64%</td>
<td>+7.83</td>
</tr>
<tr>
<td>Free range eggs</td>
<td>8.52%</td>
<td>-0.09</td>
</tr>
<tr>
<td>Barn laid eggs</td>
<td>8.15%</td>
<td>+1.08</td>
</tr>
<tr>
<td>Organic eggs</td>
<td>6.92%</td>
<td>-0.09</td>
</tr>
</tbody>
</table>

Woolworths has committed to phasing out cage produced eggs and to stop using them as an ingredient in our Own Brand products where egg is a defined ingredient.

CHICKEN MEAT

All Woolworths Free Range chicken meat and eggs are Free Range Egg and Poultry Australia (FREPA) Approved. We source all Own Brand fresh chicken from farms that are RSPCA Approved (or equivalent). Compared to standard meat chickens, these chickens have more space and a more comfortable environment.

Our welfare commitment for chicken extends to the chicken used as a defined visible ingredient (e.g. chicken pieces) in our Own Brand food products. We have committed to only using RSPCA Approved (or equivalent) chicken in our Own Brand products – where chicken is a defined ingredient.

PORK

Woolworths worked collaboratively with our fresh pork suppliers throughout 2015/16 to develop and launch the Pig Welfare Blueprint. Now fully rolled out, this end-to-end review of animal husbandry and animal welfare will provide clear direction to our fresh pork suppliers.

GENETICALLY MODIFIED (GM) FOOD

Woolworths does not allow the use of genetically modified (GM) ingredients in Woolworths branded products. We do not prohibit suppliers from using GM feed in the production of our non-organic meat, eggs and milk but we do offer customers an organic range.

Animals used to produce all our Own Brand organic range of meat, eggs and milk are reared on non-GM feed. Our GM requirements are outlined in our Brand Guidelines and Woolworths Quality Assurance (WQA) Standard.

FARMERS AND WORKERS IN DEVELOPING COUNTRIES

We are aware that the production of agricultural commodities such as tea, coffee and cocoa can include child labour or forced labour deep within the supply chain, beyond our direct suppliers. We therefore seek out products that are independently certified by organisations that support better prices and working conditions for farmers and workers in the developing world, such as FairtradeTM, Rainforest Alliance and UTZ Certified.

We offer customers a wide range of certified Own Brand and other brands in the tea, coffee and chocolate categories and are continually looking to move other Own Brand products to these independently certified sources.
PLANET

RESPONSIBLE SOURCING

Sustainable fish and seafood

In March 2011, we announced our long term goal of only sourcing sustainable seafood. This means wild caught seafood sourced from abundant stocks using methods that do not damage ocean habitats or non-target species; and farmed seafood from aquaculture systems that do not destroy coastal habitats or depend on overfished wild caught fisheries as feed.

In FY16, an estimated 8,522 tonnes of seafood sold behind the counter in our Australian Supermarkets was certified sustainable by credible third party certified fisheries and farms. We recognised independent certifications as global best practice, such as the Marine Stewardship Council and others.

All Woolworths Own Brand tuna is sourced from fisheries that do not use harmful methods such as fish aggregating devices (FADs), which threaten turtles, dolphins, sharks and juvenile tuna. Our Select canned tuna range is all ‘pole and line’ caught.

FOOD WASTE

In 2007, Woolworths committed to achieving zero food waste to landfill by increasing access to landfill diversion options for stores and encouraging stores to separate food waste into organics bins. At least one of these options is available to 97% of our Supermarkets.

Third party partnerships

Most of our food waste reduction solutions are supported by successful partnerships with external parties such as national food charities and local groups that turn the food into meals for those in need.

Our major food waste reduction partners

TOTAL FOOD RELIEF DIVERTED TO THOSE IN NEED

6.4M meals

$3.2M

THE ODD BUNCH

More than one third of shoppers purchase whatever produce is cheaper, regardless of marks or appearance. We take advantage of this to reduce our food waste by offering misshapen fruit and vegetables through our ‘The Odd Bunch’ initiative.

In FY16, we sold more than 30 million kilograms of these fruit and vegetables, which would otherwise have been food waste. This was a 174% increase on the previous year.

PROSPERITY

SUPPLIERS

Our customers want value for money and the best possible price. Delivering that requires our business to run as efficiently as possible and at low cost, and by negotiating the best price for products from our suppliers. It is our responsibility to balance providing value to our customers and a fair return on investment to our suppliers.

Supplier relationships

During 2015/16 we worked on building closer supplier relationships. We offered them training courses on topics such as quality and supported them as they prepared for the Country of Origin labelling changes.

We are working with the Advantage Group to better understand our suppliers by receiving more regular feedback and obtaining additional feedback specific to our Own Brand business.

During FY16 Woolworths continued to work closely with suppliers over compliance with the new Grocery Code of Conduct. In FY15 Woolworths was the first national retailer to commit to this Code, which we helped to develop along with industry partners and the Australian Food and Grocery Council. It gives Australian supermarkets and suppliers clear working guidelines while ensuring fair competition continues to deliver the best possible prices for our customers.

LOCAL SUPPLIER RELATIONSHIP CASE STUDY: MARGARET RIVER BEVERAGES

MARGARET River Beverages is poised to launch a range of multipacks featuring their popular, locally made soft drinks and founder and manager Bernard Ryan has this, and many other reasons to smile. Established by Mr Ryan in 1999, the family-focused business is experiencing an extraordinary boost in sales and there have never been more opportunities to purchase the range of sodas across the state. ‘We are stocked by DÔme cafes up in Perth, which is a great way for people to be introduced to our products,’ Mr Ryan said.

FOUR OF 25 PRODUCTS IN THE ODD BUNCH

CARROTS

6M KG

3M KG

TOMATOES

2.5 M KG

APPLES

2.5 M KG

8M KG

872,400 meals

1,6 million meals

1.4 million meals

1 The ratio of rescued food to number of meals is based on a 500g meal size and a value of $0.5 per meal, as agreed at the FIA Food Forum.


IMAGE: photography Nicky Lefebvre.
Local sourcing
More than half our customers say that buying local food is extremely or very important to them. In 2014 we launched our Local Sourcing initiative nationally to increase our customers’ choices and raise their awareness of locally-sourced products. Our team of state-based Local Sourcing Managers source products that are made or grown locally in their home state and help to raise awareness of the benefits of buying local.

More than 3,400 products are now part of our state Local Sourcing Program. Since its launch, we have added over 500 new products to our range and 60 new suppliers. This is in addition to having 96% Australian fresh fruit and vegetables. Our new suppliers include:

- *Stroud Valley Harvest Free Range Eggs*, which supplies 16 of our Newcastle and Northern NSW stores with free range eggs. We have sold over 27,000 cartons of their eggs since November 2015.
- *Boosey Creek Cheese* makes artisanal cheese and is located approximately 250 kilometres north of Melbourne. Since March 2016, they have delivered directly to 10 of our stores in their local region and sold over 5,000 units.

Farmers’ Own milk
Woolworths buys this permeate-free range of milk and cream from local farmers rather than through a processor. We negotiate directly with farmers to ensure they receive an agreed, sustainable price.

We launched Farmers’ Own in 2013 with milk from Manning Valley (NSW) farmers. We now stock Farmers’ Own milk from the Margaret River region (WA), Otways region (VIC), Sunshine Coast hinterland (QLD) and the Barossa Valley (SA). We source millions of litres of milk directly from 22 local farmers and supply it to hundreds of Woolworths stores.

On average, we sold 18 million litres of Farmers’ Own milk per week across Australia in FY16, providing regular income that enabled some of the farmers to invest in farm improvements and upgrades.

Free Fruit for Kids
Nearly six out of ten Australians think children need to eat more fruit so we developed Free Fruit for Kids. Every week, we make 250,000 pieces (50,000 kg) of fruit available for children to eat in local stores across Australia.

Jamie’s Ministry of Food
Woolworths supports Jamie’s Ministry of Food Australia by providing food provisions to four fixed kitchens and two mobile kitchens around Australia. Over 32,000 participants have taken part in the Jamie’s Ministry of Food seven week course, learning how to cook healthy delicious meals using fresh produce.
Families of our Armed Services
Woolworths has partnered with Legacy, the Returned and Services League (RSL) and Camp Gallipoli to fundraise through stores and sponsor programs that support serving and ex-service Australian Defence Force personnel. During FY16 we raised more than $2.6 million.

Agricultural Shows
During 2015/16 we invested more than $2.2 million in helping state Agricultural Societies across Australia to deliver Agricultural Shows in cities and towns. These shows connect our customers with the farmers who grow the food they buy in our supermarkets.

Foodbank Food Fight campaign
In August 2015, we supported our national food rescue partner Foodbank to run the Food Fight campaign, raising more than seven million serves of food. The campaign raises awareness of hunger in Australia and generates food for people in need through direct food donations.

Endeavour Drinks Group comprises the Dan Murphy’s, BWS, Cellarmasters and Langtons brands. Our corporate responsibility challenges are the same as those for the whole Woolworths Group, including supplier relationships, employment conditions and safety. However, as a retailer of alcoholic beverages, we must also address the issues of responsible drinking and the responsible service, ranging, sale and marketing of alcohol.

Customers

RESPONSIBLE SERVICE OF ALCOHOL (RSA)
To help keep our young people safe, we don’t believe alcohol should be consumed by people under the legal drinking age. That’s why we are strict on our legal obligation to not sell alcohol to anyone under 18, we ask for ID from people that appear under 25 and won’t sell alcohol if there’s a good chance it could be purchased for someone under age.

Regulatory requirements prohibit us from supplying alcohol to minors or people who are already intoxicated. We train our staff on the responsible service of alcohol and they receive regular refresher training.

In line with the Woolworths Group’s overall commitment to doing business responsibly, our RSA training exceeds regulatory requirements. We develop many of our main RSA programs with our partners and some have gone on to be adopted industry-wide.

RESPONSIBLE MARKETING

DrinkWise Australia
We support programs run by DrinkWise Australia, an independent, not-for-profit organisation for healthier and safer drinking. Founded on industry leadership and community partnerships, DrinkWise develops and runs national information campaigns. We provide ongoing financial support and promote their social marketing campaigns in our stores.

We contributed $376,070 towards DrinkWise Australia during the year, and through our BWS brand.

ALCOHOL BEVERAGES ADVERTISING CODE
We follow the Alcohol Beverages Advertising Code (ABAC) to abide by the ABAC adjudication process and ensure our Exclusive Brand products are compliant (brands we own or develop and distribute exclusively with the supplier). Our efforts to comply are underpinned by our Charter for Ranging Alcohol.

RESPONSIBLE RANGING
The process of selling alcoholic beverages begins when we first consider a product that we might want to put on our shelves.

Our Charter for Ranging Alcohol has 10 principles that we use to screen a product, helping us to ensure it is suitable, non-offensive and does not appeal to minors.
RANING ALCOHOL PRINCIPLES

**PRINCIPLE 1**
The product should not have the potential to appeal to minors.

**PRINCIPLE 2**
The product should not have an appearance that could potentially lead to confusion with confectionery or soft drinks.

**PRINCIPLE 3**
The product should not have an appearance that may lead to confusion about its alcoholic nature or strength.

**PRINCIPLE 4**
The product should not draw any association with drug culture, narcotics or other illicit drugs or drug paraphernalia.

**PRINCIPLE 5**
The product should not encourage illegal or immediate consumption such as binge drinking, drunkenness or drug-driving.

**PRINCIPLE 6**
The product should not suggest any association with dangerous, violent, aggressive or antisocial behaviour.

**PRINCIPLE 7**
The product should not suggest that consumption can lead to social, sporting or sexual success.

**PRINCIPLE 8**
The product should not feature imagery or language that could be deemed offensive on cultural, religious, ethnic or gender grounds.

**PRINCIPLE 9**
The product should not suggest that any physical or mental health benefit can be obtained by consumption.

**PRINCIPLE 10**
Ready to drink products containing more than two standard drinks per single serve container will not be ranged by Endeavour Drinks Group.

PROSPERITY

SUPPLIERS

Endeavour Drinks Group's Good Buyer and Supplier Principles set standards for our buyers to follow when dealing with suppliers. We require that all parties act with fairness and transparency when they deal with each other. These principles support our landmark 2014 agreement with the Winemakers' Federation of Australia, which represents all Australian winemakers.

GOOD BUYER AND SUPPLIER PRINCIPLES

**PRINCIPLE 1**
Fair and clear relationships

**PRINCIPLE 2**
Clarity in marketing and promotional activity

**PRINCIPLE 3**
Open, honest and early communication

**PRINCIPLE 4**
Protection of intellectual property

**PRINCIPLE 5**
Dispute resolution

Supplier Portal

To support Woolworths’ commitment to providing customer choice and supporting local suppliers, our Supplier Portal is accessible to any supplier looking to sell their products nationally. It is also flexible enough for a small boutique producer to be able to range their products in a local store.

COMMUNITY

Endeavour Drinks Group invests in the community in which it operates through supporting a range of community partners.

WHITE RIBBON

In FY16 we raised more than $133,000 towards White Ribbon through merchandise sales in BWS and Dan Murphy’s stores. Woolworths has White Ribbon Ambassadors in our liquor team.

White Ribbon is a global male-led movement to end men’s violence against women by raising awareness and attempting to change the contributing attitudes and behaviours. Under White Ribbon Australia’s Ambassadors program, thousands of men play a leadership role as the local faces and leaders of the campaign.

New Zealand Food

Countdown is the main brand for Progressive Enterprises Ltd’s owned and operated stores. We have 184 Supermarkets throughout New Zealand, serving an average of 2.8 million customers every week. We are one of New Zealand’s largest employers, partner with thousands of suppliers and farmers, and are active in local communities.

FREE FRUIT FOR KIDS

50,000 pieces per week

STAFF AGED 55+

15%

LAMB, PORK, CHICKEN SOURCED IN NEW ZEALAND

100%

PEOPLE

CUSTOMERS

Value

PRICE LOCKDOWN

Over the last year, Countdown has seen price deflation of 0.2% across our stores, driven by our focus on helping customers save money through our successful Price Lockdown program. Countdown tracks the prices of a basket of 100 of the most commonly purchased items, including those with substantial seasonal and commodity price variations. In FY16 this basket reduced in price by 1.2%.

Choice

HEARTSAFE

Countdown is an active participant in the New Zealand HeartSAFE reformulation program. Led by the New Zealand Heart Foundation, the program sets targets for sodium reduction in high-volume, lower-cost foods.

To date, we are 90% complete in six categories and are working to meet targets for four more. As well as looking at sodium, our reformulation work also aims to reduce saturated fat and, in some categories, sugar. As a result of this work, we are removing 1.3 tonnes of salt from our private label breakfast cereals every year.

FREE FRUIT FOR KIDS

In October 2015, Countdown launched Woolworths’ Free Fruit for Kids program in all stores to encourage Kiwi kids to eat more fresh fruit. This has been a huge success; on average, Countdown supermarkets are now giving away an estimated 50,000 pieces of free fruit every week.
A FOCUS ON NUTRITION
We are systematically reformulating our Own Brand products in line with good health guidelines. Countdown was one of the first large brand owners in New Zealand to commit to the Health Star Rating system and we are working to roll out Health Star Ratings on more than 2,000 Own Brand products. So far, we have reviewed 394 products, and each now has a clearly-displayed Health Star Rating.

EMPLOYEES
We are proud of our role helping young Kiwis into the workforce. At the end of FY16 we had 6,061 team members aged under 25.

This year we had an increased focus on reviewing the number of team members on casual contracts. Through better management, we were able to offer some people more permanent hours and wound up contracts where there had been no contact for over six months.

We celebrate diversity of ethnicity, gender and age – 543 of our team have been with us for over 25 years and 2,769 team members are aged over 55 (over 15% of our total workforce).

PLANET
Reducing the environmental impact as our business grows means making a concerted effort across all areas of the business. During FY16, we maintained our focus on contributing to the Group’s targets and commitments to reduce carbon emissions, improve recycling and reduce waste.

CARBON EMISSIONS
Facilities
To offset the impact of new stores, we have made sizeable energy efficiency gains quickly in existing stores. These resulted in a reduction in energy intensity of our stores by 3% from 2015.

Countdown’s FY16 energy performance

<table>
<thead>
<tr>
<th>FY16</th>
<th>FY15</th>
</tr>
</thead>
<tbody>
<tr>
<td>Energy intensity (GJ/square m)</td>
<td>2.82</td>
</tr>
<tr>
<td>Carbon intensity (tCO2-e/square m)</td>
<td>0.26</td>
</tr>
</tbody>
</table>

TRANSPORT
Countdown uses third party providers to transport goods from our Distribution Centres to stores. By working with them to improve our logistics network and planning, we reduced fuel usage per carton in FY16 by 2% compared to the previous year.

SOFT PLASTICS RECYCLING
In July 2015, Countdown became a founder member of the Soft Plastics Recycling Program to encourage our customers to recycle soft plastics such as bread bags and shopping bags in specially marked bins in our stores. We plan to introduce soft plastics recycling to 70% of New Zealand supermarkets over the next two years. Since an initial trial in Auckland, Countdown customers have recycled 2,434,516 soft plastics through our stores.

Countdown Waiheke became New Zealand’s first plastic shopping bag free supermarket on 23 May 2016. Waiheke is a unique environment where rubbish has to be transported off the island. Customers are encouraged to bring their own reusable bags and we have reusable bags and new compostable bags available for purchase in-store.

PROSPERITY
JOBS AND EMPLOYMENT
Countdown is one of New Zealand’s largest employers. At the end of FY16, Countdown employed 17,872 New Zealanders in our stores, distribution centres, and support offices. During the year we invested $214 million in new and replacement stores and refurbishments, which resulted in an additional 789 jobs.

SUPPLIERS
Supporting local farmers
Countdown has a proud history of helping grow Kiwi businesses as part of our commitment to providing our customers with quality products at competitive prices and supporting local suppliers. In particular, having locally sourced fresh fruit and vegetables is important to our customers.

A choice of eggs
During FY16 we continued to increase free range and barn eggs in our stores as we gained access to more supply. At the end of the year, 42% of our egg sales were free range or barn eggs23.

An example of our approach to working with egg producers is our work with Otaika Valley Eggs. In October 2015 we began stocking some of their free range eggs in 20 Auckland stores. Now, we stock them in 70 stores across the North Island and have sold about 85,000 dozen of their eggs in total.

SPCA Blue Tick
SPCA Blue Tick is an accreditation scheme focused on high animal welfare. At the end of FY16 we had 45 chicken, pork, and egg products with Blue Tick accreditation, including all our Own Brand Macro free range chicken and all of our free farmed pork.
COMMUNITY

Countdown in the Community
In FY16 our stores donated NZ$347.349 to local and national charities and causes under our Countdown in the Community program, from helping to paint a play centre in Northland to donating food to The Salvation Army for a national Christmas campaign.

Connecting customers with causes
Throughout 2015/16, Countdown customers gave generously. They donated a total of more than NZ$1.3 million to causes such as Oxfam's Cyclone Winston Appeal and The Salvation Army's Red Shield Appeal.

They also donated to the national Alzheimer's Appeal. Countdown has supported this Appeal for more than 13 years and raised $1.5 million. Our annual Suppliers' Charity Golf Day also raised NZ$141,000 for Alzheimer's Auckland.

Countdown Food Rescue
Just like Woolworths Supermarkets in Australia, Countdown supports local people in need by donating food to food charity partners and partnering with farmers. During the year we continued to extend Countdown Food Rescue to more local food charities. This year we welcomed Food Rescue charities KiwiHarvest, Good Neighbour and Kaivolution to the program.

The Foodbank Project: a New Zealand first
In December 2015, Countdown and The Salvation Army launched New Zealand's first online food donation initiative, The Foodbank Project. This enables donors to see which items are most needed by The Salvation Army's foodbanks.

The Foodbank Project was initially trialled in September 2015 and has since rolled out to Auckland, Hamilton, Wellington, Christchurch and Dunedin. It is New Zealand's only not-for-profit, self-sustaining online foodbank. So far, this initiative has provided around 1,186 food parcel items for New Zealanders in need, worth NZ$77,781.

Countdown Kids' Hospital Appeal
Held from August to October 2015, this year the Countdown Kids' Hospital Appeal raised nearly NZ$134 million thanks to the generosity of our customers, team and suppliers. The funds contributed to the purchase of much-needed medical equipment for 11 children's hospital wards throughout New Zealand. Since it first began in 2007, the Countdown Kids' Hospital Appeal has raised NZ$9.9 million.

Portfolio Business – BIG W

In 2015/16 BIG W continued to provide Australians with great value in-store and online choices for general merchandise. As well as addressing our corporate responsibilities in employment, environment and the community, the international nature of our operations and product lines means the most material issues for BIG W are labour conditions and human rights protection in our supply chain.

PEOPLE

EMLOYEES
BIG W has approximately 21,000 team members across 186 national stores, three logistics distribution centres that were reintegrated into BIG W operations during the year, the Sydney-based support office and dedicated BIG W sourcing offices in Hong Kong and Bangladesh. During FY16 BIG W opened two new stores in Pacific Fair (QLD) and Hurstville (NSW), creating approximately 200 new jobs in these communities.

GENDER & DIVERSITY
BIG W leads the way in department store retailing in Australia with 55% female representation at an executive leadership level, 43% at retail store management level and 68% female representation across all employees.

In addition to these achievements in gender representation, BIG W proudly supports a diverse workplace across racial, sexual orientation, age and cultural background and has programs in place to foster a supportive environment for all team members. BIG W is a proud supporter of the Lesbian, Gay, Bisexual, Transgender and Intersex (LGBTI) employee community within Woolworths Group. Many of our stores and support office employees were involved in Wear it Purple Day 2016.

HEALTH & SAFETY
BIG W is committed to maintaining its safety lead within the retail industry. We believe the well-being, health and safety of our team members, customers and visitors at all times is our most important priority.

PLANET
ANIMAL WELFARE
BIG W's Own Brand products are produced to high standards of animal welfare. BIG W does not use animal testing on its Own Brand products, including personal care and cosmetics. BIG W has also committed to not sell any products made from angora wool due to the animal welfare concerns of the process of fibre removal from rabbits.

ENERGY EFFICIENCY
BIG W store design uses energy efficient LED light fittings in the majority of the store fleet and is also committed to using LED lights in all new and refurbished stores. To further minimise energy use BIG W has air conditioning and light control timers.

WATER TREATMENT
BIG W ensures that all production factories have environmental treatment plants (ETP) to treat the water waste from production, particularly the by-products from denim manufacture. ETP is a natural cleaning process that oxygenates water and reduces the acidity before being released into waterways. There is also work underway to reduce the amount of water used in production.
Portfolio Business – BIG W continued

**RECYCLING**
BIG W is committed to recycling packaging materials, particularly in store operations. In FY16 BIG W recycled ~18 million tonnes of cardboard (+1.5% on FY15) and ~1 million tonnes of LDPE (+3.6% on FY15).

**MICROBEADS**
BIG W supports the NSW and Australian Government initiatives to phase out the use of microbeads in certain consumer products. BIG W is committed to ensuring this takes place and is seeking confirmation from its suppliers that they do not use microbeads in their products or are otherwise committed to phasing out the use of microbeads urgently.

**PROSPERITY**

**ETHICAL SOURCING**
The most material ethical sourcing issues for BIG W are the labour conditions and protection of human rights in our supply chain. BIG W seeks to ensure that the people who are making the products we sell are being treated fairly. BIG W follows the Woolworths Group Ethical Sourcing Policy and has an extensive Factory Audit program. Before BIG W partners with any factory, the factory is subject to a site inspection and must pass an audit which examines employment conditions, labour force, product safety, the structural integrity of the factory buildings and a geographic risk assessment. Any identified issues must be addressed before BIG W will deal with the factory. There are regular production checks to ensure factories are not subcontracting to non-audited suppliers.

**BANGLADESH**
BIG W is a signatory and financial supporter of the Accord on Bangladesh in Fire and Building Safety, an independent agreement designed to make all garment factories in Bangladesh safe workplaces. The program involves independent safety inspections of factories, with retailers assigned to take the lead on following up on corrective actions. Our factory supplier list in Bangladesh is published on the Woolworths Group website and we are building on the information provided here to provide even greater transparency of our supply chain in the future.

**UZBEK COTTON**
BIG W has committed to not using cotton from Uzbekistan due to the systemic use of child and forced labour in harvesting cotton. Our Uzbek cotton policy is included in the specifications for our clothing and home products and BIG W suppliers have been notified.

**COMMUNITY**
BIG W has supported the BIG Heart Appeal for over 10 years. The Appeal supports the Sydney Children’s Hospital in Randwick (NSW), The Royal Children’s Hospital Foundation (QLD), The Bone Health Foundation Inc (SA), The Royal Children’s Hospital (VIC) and the Princess Margaret Hospital Foundation.

In addition, BIG W is an active community member and also supports several regional charities in the domestic violence and mental health space. BIG W is currently reviewing its philanthropic commitments in 2016 as part of an overall business review to ensure mutual brand alignment, outcomes are measurable and that team engagement remains high.

**PORTFOLIO BUSINESS – BIG W continued**

**CARDBOARD RECYCLED**

18M tonnes

**Portfolio Business – Hotels**

ALH Group is a market leader, operating 330 licensed venues and 569 retail liquor outlets across Australia. We offer a diverse array of hospitality experiences, including sports bars, bistro, restaurants, cafes, retail liquor, accommodation, nightclubs, electronic gaming and wagering. Our material business issues are the responsible service of two of our core offerings – gambling and alcohol.

**PEOPLE**

**RESPONSIBLE GAMBLING**
At ALH Group, we aim to be a responsible provider of electronic gambling services. Our focus areas are setting limits, staff education and training and partnerships.

Our Hotel and Gaming Charter clearly demonstrates our commitment to responsible gambling and we have developed and implemented several related initiatives.

- **Voluntary pre-commitment**
This system is a cornerstone for our responsible gambling strategy. It allows gamblers to nominate a limit before they start using our machines.

At year end, pre-commitment functionality was installed on all machines in 281 of 286 of ALH hotels that offer electronic gaming machines. This functionality cannot be enabled at our five Tasmanian hotels due to Federal Hotel ownership of machines.

**Responsible Gambling Ambassador**
For seven years, we have worked with David Schwartz, a well-known former professional AFL footballer and reformed problem gambler. David is our Responsible Gambling Ambassador.

He provides employee education and customer awareness about the importance of asking for help if gambling becomes a problem. He is also available to discuss any gambling problems our staff or their families and friends may have.

**Self-Exclusion Program**
Our Self-Exclusion Program helps people who have decided to limit their access to gaming machines to implement that decision. We offer it to individuals who wish to voluntarily exclude themselves from one or more gaming venues. Under the program, that person agrees to certain obligations and forgoes some access rights.

**MACHINES WITH PRE-COMMITMENT FUNCTION**

98%

**COMMUNITY CONTRIBUTION**

$2.12M

PUBLIC RELATIONS

3534

MEDIA

Woolworths Group Corporate Responsibility Report 2016

BUSINESS REVIEW

GROUP REVIEW

OTHER INFORMATION
EMPLOYEES

Responsible gambling training
We have devised a mandatory online responsible gambling training module for all relevant staff. The module focuses on how to approach and interact with customers who may be showing signs of problem gambling and explains how our Self-Exclusion Program operates.

Responsible Service of Alcohol
ALH Group believes that individuals have the right to choose to consume alcohol in licensed venues as a social activity. Our responsibilities are to deliver best practice alcohol service and to set a positive example to customers and other licensees.

We do not promote any practice that may encourage the rapid or excessive consumption of alcohol, and we require our employees to encourage and promote the responsible consumption of alcohol.

To prevent under-age drinking in our venues, we require young adults to present a valid proof of age.

COMMUNITY

We are proud of our community involvement and that our hotels are often a community hub. ALH Group works closely with many charitable organisations and financially supports a diverse range of causes, from seriously ill children and the families of Armed Services personnel to responsible gambling support services.

During 2015/16, we contributed $2.12 million to worthwhile organisations, including Very Special Kids, the Leukaemia Foundation, Bravehearts and The Salvation Army.

Discontinued Operations

HOME IMPROVEMENT
As announced on 24 August 2016, Woolworths has agreed arrangements to exit from the Home Improvement business Masters and the Home Timber and Hardware Group.

People
Masters will cease trading at all stores on or before 11 December 2016 and Woolworths will work hard to find Masters employees jobs within the Group, or will pay redundancy where suitable roles are not available. Woolworths will honour all customer gift cards, product warranties and contracted home improvement projects and will work constructively with all suppliers.

EZIBUY
Woolworths has made the strategic decision to separate BIG W and Ezibuy.

Prosperity
The most material issues for Ezibuy are the labour conditions and protection of human rights in our supply chain. Ezibuy seeks to ensure that the people who are making the products we sell are being treated fairly. Ezibuy follows the Woolworths Group Ethical Sourcing Policy and Factory Audit program.
Sustainability Metrics

**TOTAL CO₂ EMISSIONS (T CO₂-E)**

<table>
<thead>
<tr>
<th>Company</th>
<th>Scope 1</th>
<th>Scope 2</th>
<th>Scope 3</th>
<th>Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>ALH Group</td>
<td>24,287</td>
<td>248,123</td>
<td>34,092</td>
<td>306,502</td>
</tr>
<tr>
<td>BIG W</td>
<td>20,241</td>
<td>151,045</td>
<td>26,904</td>
<td>198,190</td>
</tr>
<tr>
<td>BWS</td>
<td>5,399</td>
<td>21,574</td>
<td>3,956</td>
<td>30,929</td>
</tr>
<tr>
<td>Corporate</td>
<td>8,232</td>
<td>32,781</td>
<td>5,375</td>
<td>46,388</td>
</tr>
<tr>
<td>Dan Murphy’s</td>
<td>7,896</td>
<td>63,480</td>
<td>8,665</td>
<td>80,040</td>
</tr>
<tr>
<td>Fabcot</td>
<td>56</td>
<td>4,090</td>
<td>565</td>
<td>4,712</td>
</tr>
<tr>
<td>Home and Timber Hardware</td>
<td>129</td>
<td>4,734</td>
<td>2,702</td>
<td>7,565</td>
</tr>
<tr>
<td>Logistics</td>
<td>570,355</td>
<td>111,038</td>
<td>15,619</td>
<td>697,012</td>
</tr>
<tr>
<td>Masters</td>
<td>3</td>
<td>65,140</td>
<td>10,071</td>
<td>75,763</td>
</tr>
<tr>
<td>Progressive Enterprises Limited</td>
<td>115,233</td>
<td>42,841</td>
<td>20,297</td>
<td>178,371</td>
</tr>
<tr>
<td>Petrol</td>
<td>3,850</td>
<td>41,953</td>
<td>10,071</td>
<td>55,873</td>
</tr>
<tr>
<td>Supermarkets Australia</td>
<td>543,714</td>
<td>1,668,290</td>
<td>321,346</td>
<td>2,533,350</td>
</tr>
<tr>
<td>Thomas Dux</td>
<td>2,112</td>
<td>4,444</td>
<td>740</td>
<td>7,295</td>
</tr>
<tr>
<td><strong>Grand Total</strong></td>
<td>1,301,505</td>
<td>2,459,532</td>
<td>460,952</td>
<td>4,221,989</td>
</tr>
</tbody>
</table>

**TRANSPORT EMISSIONS BY USE (T CO₂-E)**

<table>
<thead>
<tr>
<th>Use</th>
<th>Australia</th>
<th>New Zealand</th>
</tr>
</thead>
<tbody>
<tr>
<td>Business travel</td>
<td>8,860</td>
<td>1,987</td>
</tr>
<tr>
<td>Home delivery</td>
<td>4,727</td>
<td>-</td>
</tr>
<tr>
<td>Logistics third party rail</td>
<td>569,898</td>
<td>21,077</td>
</tr>
<tr>
<td>Logistics third party road</td>
<td>13,868</td>
<td>47</td>
</tr>
<tr>
<td>Trolley collection</td>
<td>321,346</td>
<td>245,830</td>
</tr>
<tr>
<td><strong>Total Australia</strong></td>
<td>202,676</td>
<td>225,291</td>
</tr>
<tr>
<td><strong>Total NZ</strong></td>
<td>25,389</td>
<td>28,328</td>
</tr>
<tr>
<td><strong>Total diverted</strong></td>
<td>228,065</td>
<td>253,619</td>
</tr>
</tbody>
</table>

**MATERIALS DIVERTED FROM LANDFILL (T)**

<table>
<thead>
<tr>
<th>Country</th>
<th>2015</th>
<th>2016</th>
<th>2017</th>
<th>2018</th>
</tr>
</thead>
<tbody>
<tr>
<td>Australia</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Food waste to composting or energy</td>
<td>7,390</td>
<td>14,655</td>
<td>17,359</td>
<td>15,791</td>
</tr>
<tr>
<td>Food to charity</td>
<td>1,998</td>
<td>1,381</td>
<td>2,016</td>
<td>3,231</td>
</tr>
<tr>
<td>Cardboard</td>
<td>186,152</td>
<td>201,465</td>
<td>192,170</td>
<td>238,535</td>
</tr>
<tr>
<td>Plastic film</td>
<td>7,564</td>
<td>8,080</td>
<td>7,028</td>
<td>8,226</td>
</tr>
<tr>
<td>Polystyrene</td>
<td>70</td>
<td>16</td>
<td>3</td>
<td>7</td>
</tr>
<tr>
<td>Other</td>
<td>302</td>
<td>205</td>
<td>131</td>
<td>47</td>
</tr>
<tr>
<td><strong>Total Australia</strong></td>
<td>202,676</td>
<td>225,291</td>
<td>219,647</td>
<td>245,830</td>
</tr>
<tr>
<td>New Zealand</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Cardboard</td>
<td>23,243</td>
<td>24,546</td>
<td>25,324</td>
<td>26,057</td>
</tr>
<tr>
<td>Plastic film</td>
<td>972</td>
<td>977</td>
<td>1,253</td>
<td>1,307</td>
</tr>
<tr>
<td>Food waste to farmers</td>
<td>752</td>
<td>827</td>
<td>807</td>
<td>787</td>
</tr>
<tr>
<td>Food to charity</td>
<td>509</td>
<td>509</td>
<td>435</td>
<td>440</td>
</tr>
<tr>
<td>Other</td>
<td>422</td>
<td>430</td>
<td>435</td>
<td>440</td>
</tr>
<tr>
<td><strong>Total NZ</strong></td>
<td>25,389</td>
<td>26,780</td>
<td>28,328</td>
<td>29,100</td>
</tr>
<tr>
<td><strong>Total diverted</strong></td>
<td>228,065</td>
<td>253,071</td>
<td>247,975</td>
<td>274,930</td>
</tr>
</tbody>
</table>

24 Scope 1, 2 and 3 emissions from stationary sources.

25 Waste to landfill from Australian Supermarkets, New Zealand Supermarkets and BIG W.
Workplace Metrics

**BOARD OF DIRECTORS**

<table>
<thead>
<tr>
<th>AGE BAND</th>
<th>FEMALE</th>
<th>MALE</th>
<th>TOTAL</th>
</tr>
</thead>
<tbody>
<tr>
<td>&lt;25</td>
<td>0</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td>25–&lt;35</td>
<td>0</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td>35–&lt;45</td>
<td>1</td>
<td>0</td>
<td>1</td>
</tr>
<tr>
<td>45–&lt;55</td>
<td>2</td>
<td>2</td>
<td>4</td>
</tr>
<tr>
<td>55–&lt;65</td>
<td>0</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td>&gt;65</td>
<td>1</td>
<td>2</td>
<td>3</td>
</tr>
<tr>
<td><strong>TOTAL</strong></td>
<td>4</td>
<td>4</td>
<td>8</td>
</tr>
</tbody>
</table>

**FEMALE REPRESENTATION BY EMPLOYMENT CATEGORY**

<table>
<thead>
<tr>
<th>EXECUTIVES</th>
<th>SENIOR MANAGERS</th>
<th>MANAGERS</th>
<th>OFFICE/SUPPORT</th>
<th>TECHNICIANS AND TRADES</th>
<th>SALES</th>
<th>OTHER</th>
<th>TOTAL</th>
</tr>
</thead>
<tbody>
<tr>
<td>30%</td>
<td>28%</td>
<td>33%</td>
<td>87%</td>
<td>15%</td>
<td>58%</td>
<td>40%</td>
<td></td>
</tr>
</tbody>
</table>

**RATIO OF BASIC SALARY AND REMUNERATION OF FEMALE TO MALE EMPLOYEES BY EMPLOYMENT CATEGORY**

<table>
<thead>
<tr>
<th></th>
<th>2016</th>
<th>2017</th>
<th>RATIO TO AVERAGE</th>
</tr>
</thead>
<tbody>
<tr>
<td>Non-managerial Female</td>
<td>$44,627</td>
<td>$40,170</td>
<td>97.3%</td>
</tr>
<tr>
<td>Non-managerial Male</td>
<td>$47,438</td>
<td>$45,786</td>
<td>103.4%</td>
</tr>
<tr>
<td>Average Salary</td>
<td>$45,888</td>
<td>$40,894</td>
<td>100.2%</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th></th>
<th>2016</th>
<th>2017</th>
<th>RATIO TO AVERAGE</th>
</tr>
</thead>
<tbody>
<tr>
<td>Managerial Female</td>
<td>$73,380</td>
<td>$70,342</td>
<td>92.8%</td>
</tr>
<tr>
<td>Managerial Male</td>
<td>$82,582</td>
<td>$77,848</td>
<td>104.5%</td>
</tr>
<tr>
<td>Average Salary</td>
<td>$79,032</td>
<td>$74,938</td>
<td>103.9%</td>
</tr>
</tbody>
</table>

**RESPECT AND DIGNITY**

**DISCRIMINATION**

- Number of claims lodged in Australia during the year: 11
- Number resolved in financial year: 9

**FREEDOM OF ASSOCIATION**

<table>
<thead>
<tr>
<th>% of workforce covered by EBAs</th>
<th>EBA EMPLOYEES</th>
<th>TOTAL EMPLOYEES</th>
<th>%</th>
</tr>
</thead>
<tbody>
<tr>
<td>ALH (Venue &amp; Support)</td>
<td>0</td>
<td>11,443</td>
<td>0.0%</td>
</tr>
<tr>
<td>BIG W</td>
<td>19,662</td>
<td>21,497</td>
<td>91.46%</td>
</tr>
<tr>
<td>Ezibuy</td>
<td>359</td>
<td>571</td>
<td>62.87%</td>
</tr>
<tr>
<td>Endeavour Drinks Group</td>
<td>9,395</td>
<td>12,627</td>
<td>74.37%</td>
</tr>
<tr>
<td>Food Group</td>
<td>124,941</td>
<td>142,696</td>
<td>87.56%</td>
</tr>
<tr>
<td>Home Improvement</td>
<td>6,455</td>
<td>7,956</td>
<td>81.13%</td>
</tr>
<tr>
<td>Statewide Independent Wholesalers</td>
<td>329</td>
<td>329</td>
<td>100.00%</td>
</tr>
<tr>
<td>Group Support</td>
<td>5,930</td>
<td>8,678</td>
<td>68.33%</td>
</tr>
<tr>
<td><strong>Total Employees</strong></td>
<td>167,071</td>
<td>205,797</td>
<td>81.18%</td>
</tr>
</tbody>
</table>

**WORKFORCE AND TURNOVER**

**HEADCOUNT BY BUSINESS UNIT**

<table>
<thead>
<tr>
<th>GROUP/BRAND</th>
<th>FEMALE</th>
<th>MALE</th>
<th>TOTAL</th>
</tr>
</thead>
<tbody>
<tr>
<td>ALH (Venue &amp; Support)</td>
<td>6,471</td>
<td>4,972</td>
<td>11,443</td>
</tr>
<tr>
<td>BIG W</td>
<td>14,769</td>
<td>6,728</td>
<td>21,497</td>
</tr>
<tr>
<td>Ezibuy</td>
<td>478</td>
<td>93</td>
<td>571</td>
</tr>
<tr>
<td>Endeavour Drinks Group</td>
<td>4,450</td>
<td>8,177</td>
<td>12,627</td>
</tr>
<tr>
<td>BWS</td>
<td>2,326</td>
<td>4,638</td>
<td>6,964</td>
</tr>
<tr>
<td>Dan Murphy’s</td>
<td>1,706</td>
<td>2,753</td>
<td>4,459</td>
</tr>
<tr>
<td>Pineapple and Direct</td>
<td>142</td>
<td>331</td>
<td>473</td>
</tr>
<tr>
<td>Wine Market</td>
<td>4</td>
<td>5</td>
<td>9</td>
</tr>
<tr>
<td>Langtons</td>
<td>246</td>
<td>404</td>
<td>650</td>
</tr>
<tr>
<td>Drinks Support</td>
<td>26</td>
<td>46</td>
<td>72</td>
</tr>
<tr>
<td>Food Group</td>
<td>79,587</td>
<td>63,109</td>
<td>142,696</td>
</tr>
<tr>
<td>Supermarkets - Australia</td>
<td>65,281</td>
<td>50,505</td>
<td>115,786</td>
</tr>
<tr>
<td>Supermarkets - New Zealand</td>
<td>10,118</td>
<td>7,574</td>
<td>17,692</td>
</tr>
<tr>
<td>Convenience (Fuel, Metro, Thomas Dux)</td>
<td>2,670</td>
<td>2,900</td>
<td>5,570</td>
</tr>
<tr>
<td>Meat Production</td>
<td>335</td>
<td>654</td>
<td>989</td>
</tr>
<tr>
<td>Food Group Other</td>
<td>1,183</td>
<td>1,296</td>
<td>2,479</td>
</tr>
<tr>
<td>Home Improvement</td>
<td>3,592</td>
<td>4,364</td>
<td>7,956</td>
</tr>
<tr>
<td>Home Timber &amp; Hardware</td>
<td>460</td>
<td>1,140</td>
<td>1,600</td>
</tr>
<tr>
<td>Masters</td>
<td>3,312</td>
<td>3,224</td>
<td>6,536</td>
</tr>
<tr>
<td>Statewide Independent Wholesalers</td>
<td>25</td>
<td>304</td>
<td>329</td>
</tr>
<tr>
<td>Group Support</td>
<td>2,098</td>
<td>6,580</td>
<td>8,678</td>
</tr>
<tr>
<td>Global Sourcing</td>
<td>134</td>
<td>74</td>
<td>208</td>
</tr>
<tr>
<td>Retail FM</td>
<td>21</td>
<td>207</td>
<td>228</td>
</tr>
<tr>
<td>Logistics</td>
<td>976</td>
<td>5,348</td>
<td>6,324</td>
</tr>
<tr>
<td>Support Functions</td>
<td>967</td>
<td>951</td>
<td>1,918</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td>111,470</td>
<td>94,327</td>
<td>205,797</td>
</tr>
</tbody>
</table>

26 Excludes employees not located in Australia. Figures are current as at 31 March 2016, sourced from FY16 WGEA Report.

27 CEO Salary Excluded. CEO Salary is published in the FY16 Annual Report.
HEADCOUNT BY EMPLOYEE TYPE

<table>
<thead>
<tr>
<th></th>
<th>Female</th>
<th>Male</th>
<th>Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>Full-time</td>
<td>26,474</td>
<td>33,916</td>
<td>60,390</td>
</tr>
<tr>
<td>Part-time</td>
<td>53,682</td>
<td>31,479</td>
<td>85,161</td>
</tr>
<tr>
<td>Casual</td>
<td>31,214</td>
<td>28,932</td>
<td>60,146</td>
</tr>
<tr>
<td>Total</td>
<td>111,470</td>
<td>94,327</td>
<td>205,797</td>
</tr>
</tbody>
</table>

HEADCOUNT BY REGION

<table>
<thead>
<tr>
<th>REGION</th>
<th>Female</th>
<th>Male</th>
<th>Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>Australian Capital Territory</td>
<td>1,288</td>
<td>1,540</td>
<td>2,828</td>
</tr>
<tr>
<td>New South Wales</td>
<td>31,222</td>
<td>27,539</td>
<td>58,761</td>
</tr>
<tr>
<td>Northern Territory</td>
<td>1,073</td>
<td>958</td>
<td>2,031</td>
</tr>
<tr>
<td>Queensland</td>
<td>23,874</td>
<td>18,775</td>
<td>42,649</td>
</tr>
<tr>
<td>South Australia</td>
<td>6,385</td>
<td>6,018</td>
<td>12,403</td>
</tr>
<tr>
<td>Tasmania</td>
<td>3,072</td>
<td>2,501</td>
<td>5,573</td>
</tr>
<tr>
<td>Victoria</td>
<td>23,777</td>
<td>21,800</td>
<td>45,577</td>
</tr>
<tr>
<td>Western Australia</td>
<td>10,044</td>
<td>7,186</td>
<td>17,230</td>
</tr>
<tr>
<td>New Zealand</td>
<td>10,596</td>
<td>8,442</td>
<td>18,038</td>
</tr>
<tr>
<td>India</td>
<td>0</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td>China</td>
<td>130</td>
<td>56</td>
<td>186</td>
</tr>
<tr>
<td>Bangladesh</td>
<td>1</td>
<td>16</td>
<td>17</td>
</tr>
<tr>
<td>Thailand</td>
<td>3</td>
<td>2</td>
<td>5</td>
</tr>
<tr>
<td>Total</td>
<td>111,470</td>
<td>94,327</td>
<td>205,797</td>
</tr>
</tbody>
</table>

WORKFORCE BY AGE

<table>
<thead>
<tr>
<th>AGE BAND</th>
<th>Female</th>
<th>Male</th>
<th>Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>x&lt;25</td>
<td>38,708</td>
<td>40,388</td>
<td>79,096</td>
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<tr>
<td>25-&lt;35</td>
<td>22,332</td>
<td>24,802</td>
<td>47,134</td>
</tr>
<tr>
<td>35-&lt;45</td>
<td>18,760</td>
<td>13,755</td>
<td>32,515</td>
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<tr>
<td>45-&lt;55</td>
<td>18,445</td>
<td>9,960</td>
<td>28,405</td>
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<tr>
<td>55-&lt;65</td>
<td>11,391</td>
<td>5,305</td>
<td>16,696</td>
</tr>
<tr>
<td>x&gt;65</td>
<td>1,833</td>
<td>1,112</td>
<td>2,945</td>
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<tr>
<td>Total</td>
<td>111,469</td>
<td>94,322</td>
<td>205,791</td>
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TURNOVER BY AGE

<table>
<thead>
<tr>
<th>AGE BAND</th>
<th>Female</th>
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<tr>
<td>x&lt;25</td>
<td>11,428</td>
<td>12,279</td>
<td>23,707</td>
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<td>25-&lt;35</td>
<td>5,373</td>
<td>6,599</td>
<td>11,972</td>
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<td>35-&lt;45</td>
<td>2,978</td>
<td>2,742</td>
<td>5,720</td>
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<td>45-&lt;55</td>
<td>2,242</td>
<td>1,590</td>
<td>3,832</td>
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<td>55-&lt;65</td>
<td>1,243</td>
<td>911</td>
<td>2,154</td>
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<tr>
<td>x&gt;65</td>
<td>419</td>
<td>347</td>
<td>766</td>
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<tr>
<td>Total</td>
<td>23,683</td>
<td>24,468</td>
<td>48,151</td>
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TURNOVER BY REGION

<table>
<thead>
<tr>
<th>REGION</th>
<th>TOTAL TERMINATIONS</th>
<th>% LABOUR TURNOVER</th>
</tr>
</thead>
<tbody>
<tr>
<td>Australian Capital Territory</td>
<td>427</td>
<td>25.0%</td>
</tr>
<tr>
<td>New South Wales</td>
<td>9,194</td>
<td>19.0%</td>
</tr>
<tr>
<td>Northern Territory</td>
<td>408</td>
<td>9.0%</td>
</tr>
<tr>
<td>Queensland</td>
<td>5,631</td>
<td>10.3%</td>
</tr>
<tr>
<td>South Australia</td>
<td>1,279</td>
<td>2.2%</td>
</tr>
<tr>
<td>Tasmania</td>
<td>446</td>
<td>5.0%</td>
</tr>
<tr>
<td>Victoria</td>
<td>4,183</td>
<td>5.0%</td>
</tr>
<tr>
<td>Western Australia</td>
<td>2,587</td>
<td>2.5%</td>
</tr>
<tr>
<td>New Zealand</td>
<td>2,914</td>
<td>2.9%</td>
</tr>
<tr>
<td>India</td>
<td>0</td>
<td>0.0%</td>
</tr>
<tr>
<td>China</td>
<td>51</td>
<td>0.4%</td>
</tr>
<tr>
<td>Bangladesh</td>
<td>3</td>
<td>0.3%</td>
</tr>
<tr>
<td>Thailand</td>
<td>0</td>
<td>0.0%</td>
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<tr>
<td>Total</td>
<td>23,683</td>
<td>21.4%</td>
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</table>

SAFETY PERFORMANCE

DIVISIONAL LOST TIME INJURY FREQUENCY RATE (LTIFR)

<table>
<thead>
<tr>
<th>BUSINESS</th>
<th>LTIFR PER MILLION HRS</th>
<th>LTIFR PER 200,000 HRS</th>
<th>% FEMALE</th>
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<tbody>
<tr>
<td>Supermarkets</td>
<td>9</td>
<td>1.8</td>
<td>60.0%</td>
</tr>
<tr>
<td>Logistics</td>
<td>13.16</td>
<td>2.63</td>
<td>13.0%</td>
</tr>
<tr>
<td>Big W</td>
<td>3.95</td>
<td>0.79</td>
<td>78.0%</td>
</tr>
<tr>
<td>Endeavour Drinks</td>
<td>3.17</td>
<td>0.63</td>
<td>35.0%</td>
</tr>
<tr>
<td>Fuel and Metro</td>
<td>4.25</td>
<td>0.85</td>
<td>72.0%</td>
</tr>
<tr>
<td>Progressive Enterprise Limited (NZ)</td>
<td>10.57</td>
<td>2.11</td>
<td>Not available</td>
</tr>
<tr>
<td>Corporate</td>
<td>1.44</td>
<td>0.29</td>
<td>83.0%</td>
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<tr>
<td>Woolworths Group</td>
<td>8.43</td>
<td>1.69</td>
<td>55.0%</td>
</tr>
<tr>
<td>ALH</td>
<td>7.52</td>
<td>1.5</td>
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</tr>
<tr>
<td>Masters</td>
<td>16.08</td>
<td>3.22</td>
<td>45.0%</td>
</tr>
<tr>
<td>Home Timber Hardware</td>
<td>7.74</td>
<td>1.55</td>
<td>Not available</td>
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</tbody>
</table>

GROUP LTIFR, TOTAL RECORDABLE INJURY FREQUENCY RATE (TRIFR) AND OCCUPATIONAL DISEASE RATE

| LTIFR (million hours) | 8.43 |
| Change in LTIFR compared to previous year | -26.24% |
| TRIFR (million hours) | 1.69 |
| Change in TRIFR compared to previous year | -23.54% |
| Occupational Disease Rate (200,000 hours) | 3.26 |

WORK RELATED FATALITIES

Employee | 0 |
Contractor | 0 |
Other | 0 |
Our approach to corporate responsibility and sustainability

We have set targets and made commitments to be a responsible and sustainable business. This can only be achieved with the support of our people at all levels of our business.

As any business should, Woolworths gives priority to issues that are material to the business and which align with our strategic pillars. The Destination Zero safety strategy and the Corporate Responsibility Strategy 2016-2020 provide the direction and focus for practices, policies and investment.

GOVERNANCE, THE BOARD AND DIRECTORS
Corporate governance is at the core of Woolworths’ and the Board’s approach to the enhancement of shareholder value and the protection of shareholder funds. Integral to shareholder value is protecting and enhancing our reputation, which is why the Board oversees the Company’s approach to corporate responsibility and sustainability.

The Woolworths Board Sustainability Committee, which meets at least quarterly, reviews performance on issues of Safety and Health, Sustainability and Community Investment.

Information on our Board of Directors and the Board Charter is at: http://www.woolworthsgroup.com.au/page/Who_We_Are/Board_of_Directors/

The relevant Committees are covered in: http://www.woolworthsgroup.com.au/page/Who_We_Are/Board_of_Directors/Committees

More information is in the corporate governance statement: http://www.woolworthsgroup.com.au/page/Who_We_Are/Corporate_Governance/

RISK MANAGEMENT FRAMEWORK
The continued growth and success of Woolworths depends on the ability of our Company to understand and respond to the challenges of an uncertain and changing world. As a large, dispersed and complex organisation, this uncertainty generates risk, with the potential to be a source of both opportunities and threats. By understanding and managing risk, the Company provides greater certainty and confidence for all its stakeholders. Our risk management policy is in the same location as our governance framework, referred to previously. See: http://www.woolworthslimited.com.au/icms_docs/182376_Risk_Management_Policy.pdf

MATERIALITY
Woolworths will soon launch the 2016-2020 Corporate Responsibility Strategy. To prepare this, we had an independent assessment conducted to identify our key material sustainability issues.

The assessment was based on the AccountAbility AA1000 Assurance Standard (2008) principle of materiality and guided by their Five Part Materiality Test, to identify and prioritise issues relevant to:

• Direct short-term financial impacts
• Policy-related performance
• Business peer-based norms
• Stakeholder behaviour and concerns
• Societal norms.

Overall score 76 77 76 77 73
Economic dimension 79 79 72 77 74
Environmental dimension 78 80 76 77 73
Social dimension 70 73 69 77 72

ANTI-CORRUPTION
All our employees commit to our Code of Conduct to maintain the highest legal, moral and ethical standards in our dealings with customers, suppliers, employees and local communities. This code outlines how employees can meet the highest standards through their everyday behaviours and choices.

We’re committed to continuous improvement, transparency and accountability. We don’t tolerate workplace misconduct under any circumstances and we need our trade partners to work with us to stamp out any and every instance. We have clear, long-standing and accepted procedures for trade partners to report any issues. However we recognise there is always opportunity to strengthen our systems. Our Speak Up service is available for trade partners to use when normal escalation methods have been exhausted or are inappropriate.

POLITICAL DONATIONS
Woolworths prepares for legislative and regulatory reforms through direct engagement with political parties in Australia and New Zealand. Our policy is that any political contributions require Board approval. Woolworths adheres to all relevant political disclosure laws and regulations and strives to make contributions in a bipartisan manner.

This year, no political contributions were made in Australia. In New Zealand, we did not make political donations or attend any political functions.

PRIVACY POLICY
We’re committed to meeting the Australian Privacy Principles for the fair handling of Personal Information, which sets standards for the collection, use and disclosure, access, storage and destruction of personal information that we collect as part of our business operations.

Our respect for our customers’ right to privacy of their personal information is paramount. We have policies and procedures to ensure that all personal information, no matter how or where it’s obtained, is handled sensitively, securely, and in accordance with the Australian Privacy Principles. See woolworthsgroup.com.au/page/Privacy_Policy/ for our privacy policy.
United Nations Global Compact

Woolworths Group addresses the 10 accepted Principles of the United Nations Global Compact (UNGC) in the following manner.

<table>
<thead>
<tr>
<th>PRINCIPLES</th>
<th>ACTIONS</th>
<th>PAGE</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Human Rights</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Principle 1</td>
<td>Protection of Human Rights Ethical Sourcing Policy and audit program</td>
<td>19</td>
</tr>
<tr>
<td>Principle 2</td>
<td>No Complicity in Human Rights Abuse Freedom of Association Union Engagement</td>
<td>44</td>
</tr>
<tr>
<td><strong>Labour</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Principle 3</td>
<td>Freedom of Association Collective Bargaining Ethical Sourcing Policy and audit program</td>
<td>19</td>
</tr>
<tr>
<td>Principle 4</td>
<td>Elimination of Forced and Compulsory Labour Ethical Sourcing Policy and audit program</td>
<td>19</td>
</tr>
<tr>
<td>Principle 5</td>
<td>Abolition of Child Labour Freedom of Association Union Engagement</td>
<td>44</td>
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<tr>
<td>Principle 6</td>
<td>Elimination of Discrimination Diversity Equal Opportunity</td>
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<tr>
<td><strong>Environment</strong></td>
<td></td>
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<td>Principle 7</td>
<td>Environmental Responsibility Environment</td>
<td>47–48</td>
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<tr>
<td>Principle 8</td>
<td>No explicit reference to precautionary approach Approach to Risk Management</td>
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<tr>
<td>Principle 9</td>
<td>Environment Technology addressing climate change water conservation transport and packaging</td>
<td>13–17</td>
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<tr>
<td><strong>Anti-Corruption</strong></td>
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<td></td>
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<tr>
<td>Principle 10</td>
<td>Work against Corruption Anti-Corruption</td>
<td>47–48</td>
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Global Reporting Initiative

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<thead>
<tr>
<th>GRI DESCRIPTION</th>
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<tbody>
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<td>G4-1 Statement from the Chairman CEO</td>
<td>8</td>
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<tr>
<td>G4-3 Name of the Organisation</td>
<td>Front Cover</td>
</tr>
<tr>
<td>G4-4 Primary brands, products, and/or services</td>
<td>AR 16–21</td>
</tr>
<tr>
<td>G4-5 Location of organisation's headquarters</td>
<td>AR 128</td>
</tr>
<tr>
<td>G4-6 Number of countries where the organisation operates</td>
<td>2</td>
</tr>
<tr>
<td>G4-7 Nature of ownership and legal form</td>
<td>AR 125–126</td>
</tr>
<tr>
<td>G4-8 Markets served</td>
<td>SA, AR 30</td>
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<tr>
<td>G4-9 Scale of the reporting organisation</td>
<td>8, 19</td>
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<tr>
<td>G4-10 Total workforce</td>
<td>44–47</td>
</tr>
<tr>
<td>G4-11 Collective bargaining agreements</td>
<td>44–47</td>
</tr>
<tr>
<td>G4-12 Describe the organisation’s supply chain</td>
<td>19–38</td>
</tr>
<tr>
<td>G4-13 Significant changes during the reporting period</td>
<td>AR 22–25</td>
</tr>
<tr>
<td>G4-14 Addressing precautionary principle</td>
<td>14–18</td>
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<tr>
<td>G4-15 External corporate responsibility charters</td>
<td>9–18, 21–38, 48–50</td>
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<td>G4-16 Memberships in associations</td>
<td>9–13, 31–32, 37–38, GRI Index</td>
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<td>G4-17 Entities included in the organisation’s consolidated financial statements</td>
<td>AR 118, 122</td>
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<td>G4-19 Material aspects identified when defining the report content</td>
<td>48–49, Corporate Responsibility Strategy 4–5</td>
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<td>G4-20 Material aspect boundary inside the organisation</td>
<td>2</td>
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<td>G4-21 Material aspect boundary outside the organisation</td>
<td>9–22</td>
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<td>G4-22 Explanation of restatements</td>
<td>9–13, 44–47</td>
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<td>G4-23 Significant changes from previous reporting periods</td>
<td>AR 22–25, 99</td>
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<tr>
<td>G4-25 Basis for identification and selection of stakeholders</td>
<td>48–49</td>
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<td>G4-26 Approaches to stakeholders</td>
<td>9–13, 19–22</td>
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<td>G4-27 Key topics and concerns for stakeholders</td>
<td>9–13, 19–30, 33–35, 48–49</td>
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<tr>
<td>G4-28 Reporting period scope</td>
<td>Introduction</td>
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<td>G4-29 Date of most recent previous report</td>
<td>November 2015</td>
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<td>G4-30 Reporting cycle</td>
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<td>G4-31 Contact point for the report</td>
<td>AR 128</td>
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<td>G4-32 GRI index for comprehensive disclosure</td>
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<tr>
<td>G4-33 Policy on seeking external assurance for the report</td>
<td>48–49, 54</td>
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<td>G4-34 Governance structure</td>
<td>48–49</td>
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<tr>
<td>G4-36 Values, principles, standards and norms of behaviour</td>
<td>50</td>
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<td>G4-37 Disclosure on Economic Management approach</td>
<td>14–18, 23–30</td>
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<tr>
<td>G4-EC1 Direct economic value generated and distributed</td>
<td>19–35</td>
</tr>
<tr>
<td>G4-EC2 Financial implications of climate change</td>
<td>14–18</td>
</tr>
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<td>G4-EC3 Defined benefit plan obligations</td>
<td>AR 68</td>
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<td>G4-EC4 Significant financial assistance received from Government</td>
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<tr>
<td>G4-EC5 Ratios of standard entry level wage compared to local minimum wage</td>
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<td>G4-EC6 Proportion of senior management hired from the local community</td>
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<tr>
<td>G4-EC7 Infrastructure investments and services for public benefit</td>
<td>19–22</td>
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<td>G4-EC8 Indirect economic impacts</td>
<td>19–22</td>
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<td>G4-EC9 Proportion of spending on local suppliers</td>
<td>23–30</td>
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<td>Disclosure on Environmental Management approach</td>
<td>14–18, 23–30, 42–43, Corporate Responsibility Strategy 2, GRI Index</td>
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<td>Materials used by weight or volume</td>
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<td>G4-EN2</td>
<td>Percentage of materials used that are recycled input materials</td>
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<td>G4-EN3</td>
<td>Energy consumption</td>
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<td>G4-EN4</td>
<td>Indirect energy consumption</td>
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<td>Energy intensity</td>
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<td>G4-EN6</td>
<td>Reduction of energy consumption</td>
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<td>Reduction in energy requirements of products and services</td>
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<td>Total water withdrawal by source</td>
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<td>Water sources significantly affected by withdrawal of water</td>
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<td>Percentage of total volume of water recycled and reused</td>
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<td>Operations in or near areas of high biodiversity value</td>
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<td>Description of significant impacts on biodiversity in protected areas</td>
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<td>Habitats protected or restored</td>
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<td>Direct greenhouse gas emissions (scope 1)</td>
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<td>Energy indirect greenhouse gas emissions (scope 2)</td>
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<td>Other indirect greenhouse gas emissions (scope 3)</td>
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<td>Greenhouse gas emissions intensity</td>
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<td>Emissions of ozone-depleting substances</td>
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<td>NOx, SOx and other significant air emissions</td>
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<td>G4-EN22</td>
<td>Total water discharge by quality and destination</td>
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<td>G4-EN23</td>
<td>Total weight of waste by type and disposal method</td>
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<td>Total number and volume of significant spills</td>
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<td>G4-EN25</td>
<td>Hazardous waste</td>
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<td>G4-EN26</td>
<td>Mitigating impacts of products and services</td>
</tr>
<tr>
<td>G4-EN27</td>
<td>Fines for non-compliance with environmental laws</td>
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<tr>
<td>G4-EN28</td>
<td>Impacts of transporting products and other goods</td>
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<td>G4-EN29</td>
<td>Total environmental protection expenditure</td>
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<td>G4-EN30</td>
<td>Percentage of new suppliers screened using environmental criteria</td>
</tr>
<tr>
<td>G4-EN31</td>
<td>Environmental impacts in the supply chain</td>
</tr>
<tr>
<td>G4-EN32</td>
<td>Suppliers screened for environmental impacts</td>
</tr>
<tr>
<td>G4-EN33</td>
<td>Supply chain impacts</td>
</tr>
<tr>
<td>G4-EN34</td>
<td>Grievances about environmental impacts</td>
</tr>
<tr>
<td>G4-EN35</td>
<td>Disclosure on Labour Management approach</td>
</tr>
<tr>
<td>G4-LA1</td>
<td>Employee turnover</td>
</tr>
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<td>G4-LA2</td>
<td>Benefits for full-time employees</td>
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<td>G4-LA3</td>
<td>Retention rate after parental leave</td>
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<td>G4-LA4</td>
<td>Minimum notice periods for significant operational changes</td>
</tr>
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<td>G4-LA5</td>
<td>Workforce represented in joint management worker health and safety committees</td>
</tr>
<tr>
<td>G4-LA6</td>
<td>Rates of injury, occupational disease, lost days and absenteeism</td>
</tr>
<tr>
<td>G4-LA7</td>
<td>High incidence or risk of disease related to occupation</td>
</tr>
<tr>
<td>G4-LA8</td>
<td>Health and safety topics covered in formal agreements with trade unions</td>
</tr>
<tr>
<td>G4-LA9</td>
<td>Average hours of training per employee</td>
</tr>
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<td>G4-LA10</td>
<td>Career and skills management</td>
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<td>G4-LA11</td>
<td>Employee performance and career development reviews</td>
</tr>
<tr>
<td>G4-LA12</td>
<td>Governance bodies and breakdown of employee representation by diversity</td>
</tr>
<tr>
<td>G4-LA13</td>
<td>Ratio of basic salary of men to women by employee category</td>
</tr>
<tr>
<td>G4-LA14</td>
<td>Percentage of new suppliers screened using labour practices criteria</td>
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</table>

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<thead>
<tr>
<th>GRI</th>
<th>DESCRIPTION</th>
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<tr>
<td>G4-LA15</td>
<td>Labour practices impacts in the supply chain</td>
<td>19-22</td>
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<tr>
<td>G4-LA16</td>
<td>Grievances about labour practices</td>
<td>GRI Index</td>
</tr>
<tr>
<td>G4-HR1</td>
<td>Significant investment agreements that include human rights clauses</td>
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<tr>
<td>G4-HR2</td>
<td>Employee training on human rights</td>
<td>GRI Index</td>
</tr>
<tr>
<td>G4-HR3</td>
<td>Number of incidents of discrimination</td>
<td>GRI Index</td>
</tr>
<tr>
<td>G4-HR4</td>
<td>Risks to right to exercise freedom of association and collective bargaining</td>
<td>19-22, 37-38, 41</td>
</tr>
<tr>
<td>G4-HR5</td>
<td>Risks of incidents of child labour</td>
<td>19-22, 37-38, 41</td>
</tr>
<tr>
<td>G4-HR6</td>
<td>Risks of incidents of forced or compulsory labour</td>
<td>GRI Index</td>
</tr>
<tr>
<td>G4-HR7</td>
<td>Security personnel training</td>
<td>GRI Index</td>
</tr>
<tr>
<td>G4-HR8</td>
<td>Incidents involving rights of indigenous people</td>
<td>GRI Index</td>
</tr>
<tr>
<td>G4-HR9</td>
<td>Operations subject to human rights reviews</td>
<td>GRI Index</td>
</tr>
<tr>
<td>G4-HR10</td>
<td>Percentage of new suppliers screened using human rights criteria</td>
<td>19-22</td>
</tr>
<tr>
<td>G4-HR11</td>
<td>Human rights impacts in the supply chain</td>
<td>GRI Index</td>
</tr>
<tr>
<td>G4-HR12</td>
<td>Grievances about human rights impacts</td>
<td>19-22, GRI Index</td>
</tr>
<tr>
<td>G4-HR13</td>
<td>Disclosure on Society Management approach</td>
<td>19-22, 23-35, 48-49, GRI Index</td>
</tr>
<tr>
<td>G4-SO1</td>
<td>Operations with local community engagement and development programs</td>
<td>GRI Index</td>
</tr>
<tr>
<td>G4-SO2</td>
<td>Operations with significant negative impacts on local communities</td>
<td>31-32, 39-40</td>
</tr>
<tr>
<td>G4-SO3</td>
<td>Assessments of operations for risks related to corruption</td>
<td>GRI Index</td>
</tr>
<tr>
<td>G4-SO4</td>
<td>Communication and training on anti-corruption policies</td>
<td>GRI Index</td>
</tr>
<tr>
<td>G4-SO5</td>
<td>Actions taken in response to incidents of corruption</td>
<td>48-49</td>
</tr>
<tr>
<td>G4-SO6</td>
<td>Value of political contributions</td>
<td>GRI Index</td>
</tr>
<tr>
<td>G4-SO7</td>
<td>Legal actions for anti-competitive behaviour</td>
<td>GRI Index</td>
</tr>
<tr>
<td>G4-SO8</td>
<td>Significant fines or sanctions for non-compliance with laws</td>
<td>GRI Index</td>
</tr>
<tr>
<td>G4-SO9</td>
<td>Percentage of new suppliers screened using society criteria</td>
<td>GRI Index</td>
</tr>
<tr>
<td>G4-SO10</td>
<td>Society impacts in the supply chain</td>
<td>GRI Index</td>
</tr>
<tr>
<td>G4-SO11</td>
<td>Grievances about impacts on society</td>
<td>GRI Index</td>
</tr>
<tr>
<td>G4-SO12</td>
<td>Disclosure on Product Responsibility Management approach</td>
<td>23-32, GRI Index</td>
</tr>
<tr>
<td>G4-PR1</td>
<td>Significant product categories which non-compliance is assessed</td>
<td>GRI Index</td>
</tr>
<tr>
<td>G4-PR2</td>
<td>Non-compliance regarding health and safety impacts of products</td>
<td>GRI Index</td>
</tr>
<tr>
<td>G4-PR3</td>
<td>Product information and labelling</td>
<td>23-30, GRI Index</td>
</tr>
<tr>
<td>G4-PR4</td>
<td>Non-compliance regarding product labelling</td>
<td>GRI Index</td>
</tr>
<tr>
<td>G4-PR5</td>
<td>Surveys measuring customer satisfaction</td>
<td>GRI Index</td>
</tr>
<tr>
<td>G4-PR6</td>
<td>Sale of banned or disputed products</td>
<td>GRI Index</td>
</tr>
<tr>
<td>G4-PR7</td>
<td>Non-compliance with regulations and voluntary codes concerning marketing</td>
<td>GRI Index</td>
</tr>
<tr>
<td>G4-PR8</td>
<td>Complaints regarding breaches of customer privacy</td>
<td>48-49, GRI Index</td>
</tr>
<tr>
<td>G4-PR9</td>
<td>Monetary value of significant fines</td>
<td>GRI Index</td>
</tr>
</tbody>
</table>
Independent limited assurance statement to the Directors of Woolworths Limited in relation to the 2016 Corporate Responsibility Report

We have carried out a limited assurance engagement on the subject matter detailed below (the ‘Subject Matter’) presented in Woolworths Ltd.’s (‘Woolworths’) 2016 Corporate Responsibility Report in order to state whether anything has come to our attention that would cause us to believe that the Subject Matter has not been reported and presented fairly, in all material respects, in accordance with the Reporting Criteria described below (‘Reporting Criteria’).

SUBJECT MATTER AND REPORTING CRITERIA

The Subject Matter and Reporting Criteria for our limited assurance engagement for the year ended 30 June 2016 is as follows:

<table>
<thead>
<tr>
<th>SUBJECT MATTER</th>
<th>REPORTING CRITERIA</th>
</tr>
</thead>
<tbody>
<tr>
<td>Selected Sustainability Indicators</td>
<td>Woolworths’ definitions and approaches as described in section Corporate Responsibility Governance of Woolworths’ 2016 Corporate Responsibility Report.</td>
</tr>
<tr>
<td>Economic performance:</td>
<td></td>
</tr>
<tr>
<td>• Direct economic value generated and distributed [G4-EC1]</td>
<td></td>
</tr>
<tr>
<td>• Energy:</td>
<td></td>
</tr>
<tr>
<td>• Energy consumption within the organisation [G4-EN3]</td>
<td></td>
</tr>
<tr>
<td>• Energy consumption outside the organisation [G4-EN4]</td>
<td></td>
</tr>
<tr>
<td>• Energy intensity [G4-EN5]</td>
<td></td>
</tr>
<tr>
<td>• Reduction in energy consumption [G4-EN6]</td>
<td></td>
</tr>
<tr>
<td>• Emissions:</td>
<td></td>
</tr>
<tr>
<td>• Direct greenhouse gas (GHG) emissions (Scope 1) [G4-EN15]</td>
<td></td>
</tr>
<tr>
<td>• Energy indirect greenhouse gas (GHG) emissions (Scope 2) [G4-EN16]</td>
<td></td>
</tr>
<tr>
<td>• Other indirect greenhouse gas (GHG) emissions (Scope 3) [G4-EN17]</td>
<td></td>
</tr>
<tr>
<td>• Greenhouse gas (GHG) emissions intensity [G4-EN18]</td>
<td></td>
</tr>
<tr>
<td>• Reduction of greenhouse gas (GHG) emissions [G4-EN19]</td>
<td></td>
</tr>
<tr>
<td>• Waste:</td>
<td></td>
</tr>
<tr>
<td>• Total Weight of waste by type and disposal method [GE-EN23]</td>
<td></td>
</tr>
</tbody>
</table>

Woolworths 2016 Corporate Responsibility Report in accordance with the core criteria option (the ‘GRI self-declaration’) prepared in accordance with the requirements of the G4 Sustainability Reporting Guidelines (‘GRI Guidelines’).

GRI G4 Sustainability Reporting Guidelines

Woolworths 2016 Corporate Responsibility Report in accordance with the core criteria option (the ‘GRI self-declaration’) prepared in accordance with the requirements of the G4 Sustainability Reporting Guidelines (‘GRI Guidelines’).

The GRI Guidelines and related information, publicly available at GRI’s global website at www.globalreporting.com, in particular the requirements to achieve the GRI Self Declaration

Woolworths’ responsibilities

The Directors of Woolworths are responsible for:

• ensuring that the Subject Matter in the 2016 Corporate Responsibility Report is properly prepared and presented in accordance with GRI Guidelines Reporting Criteria;

• confirming the measurement or evaluation of the underlying Subject Matter against the applicable criteria, including that all relevant matters are reflected in the Subject Matter information;

• designing, establishing and maintaining internal controls to ensure that the Subject Matter information is properly prepared and presented in accordance with the Reporting Criteria.
DELLOITE’S INDEPENDENCE AND QUALITY CONTROL

We have complied with the independence and other relevant ethical requirements relating to assurance engagements, which are founded on fundamental principles of integrity, objectivity, professional competence and due care, confidentiality and professional behaviour.

The firm applies Auditing Standard ASQC 1 Quality Control for Firms that Perform Audits and Reviews of Financial Reports and Other Financial Information, Other Assurance Engagements and Related Services Engagements, and accordingly maintains a comprehensive system of quality control including documented policies and procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

DELLOITE’S RESPONSIBILITIES

Our responsibility is to express a limited assurance conclusion on the Subject Matter based on the procedures we have performed and the evidence we have obtained.

We conducted our limited assurance engagement in accordance with Australian Standards on Assurance Engagements ASAE 3000 ‘Assurance Engagements Other than Audits or Reviews of Historical Financial Information’ (ASAE 3000), issued by the Australian Auditing and Assurance Standards Board in order to express a conclusion whether, based on the procedures performed and the evidence obtained, anything has come to our attention that causes us to believe that the Subject Matter has not been prepared and presented in all material respects in accordance with the Reporting Criteria. That standard requires that we plan and perform this engagement to obtain limited assurance about whether the Subject Matter is free from material misstatement.

A limited assurance engagement in accordance with ASAE 3000 involves identifying areas where a material misstatement of the Subject Matter information is likely to arise, addressing the areas identified and considering the process used to prepare the Subject Matter in the 2016 Corporate Responsibility Report. A limited assurance engagement is substantially less in scope than a reasonable assurance engagement in relation to both the risk assessment procedures, including an understanding of internal control, and the procedures performed in response to the assessed risks.

ASSURANCE WORK PERFORMED

In order to form our conclusion we undertook the following limited assurance procedures:

• Review of Woolworths’ processes relating to stakeholder identification, engagement and responsiveness, including an assessment of stakeholder engagement outcomes and how this process and the outcomes have been presented in the 2016 Corporate Responsibility Report

• Review of Woolworths’ process to identify and determine material issues to be included in the 2016 Corporate Responsibility Report with examination of underlying assessments and evidence on a sample basis

• Interviews with a selection of Woolworths executives and senior management, including Woolworths sustainability management team concerning the overall governance structure, corporate sustainability strategy and policies used for managing and reporting sustainability performance across the business

• In respect of the Selected Sustainability Indicators
  - interviews with a selection of Woolworths management responsible for the Selected Sustainability Indicators to understand the compilation and review processes
  - applying analytical and other review procedures including assessing relationships between the reported information and other financial and non-financial data
  - examination of evidence for a small number of transactions or events
  - analysing and inspecting on a sample basis, the key systems, processes and procedures and controls relating to the collation, validation, presentation and approval process of Selected Sustainability Indicators included in the 2016 Corporate Responsibility Report.
  - review underlying evidence on a sample basis to corroborate that the information is prepared and reported in line with the relevant reporting criteria.

• Comparison of the content of Woolworths’ 2016 Corporate Responsibility Report against the criteria for a GRI self-declaration

The procedures performed in a limited assurance engagement vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement. Consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had we performed a reasonable assurance engagement.

Accordingly, we do not express an opinion providing reasonable assurance about whether the Subject Matter in the 2016 Annual report has been properly prepared and presented, in all material respects, in accordance with Reporting Criteria.

INHERENT LIMITATIONS

Non-financial information, including the Subject Matter may be subject to more inherent limitations than financial information, given both its nature and the methods used for determining, calculating and sampling or estimating such information. Qualitative interpretations of relevance, materiality and the accuracy of data are subject to individual assumptions and judgements. The Subject Matter should be read in the context of Woolworths’ Reporting Criteria as set out in the 2016 Corporate Responsibility Report.

LIMITATIONS OF USE

This report is made solely to the directors of Woolworths in accordance with our engagement letter dated 26th July 2016, for the purpose of providing limited assurance over Woolworths 2016 Corporate Responsibility Report. We disclaim any assumption of responsibility for any reliance on this report or on the Subject Matter to which it relates, to any person other than the directors of Woolworths or for any purpose other than that for which it was prepared.

MATTERS RELATING TO ELECTRONIC PRESENTATION OF INFORMATION

Our limited assurance engagement included web-based information that was available via web links as of the date of this statement. We provide no assurance over changes to the content of the 2016 Corporate Responsibility Report after the date of this assurance statement.

CONCLUSION

Based on the procedures performed and the evidence obtained, nothing has come to our attention that causes us to believe that the Subject Matter has not been properly prepared and presented, in all material respects, in accordance with the Reporting Criteria for the year ended 30 June 2016.

DELOITE TOUCHE TOHMATSU

PR Dobson
Partner
Sydney, 28 October 2016
Store Analysis

Glossary

<table>
<thead>
<tr>
<th>TERM</th>
<th>MEANING</th>
</tr>
</thead>
<tbody>
<tr>
<td>Carbon dioxide equivalent (CO₂-e)</td>
<td>A standard measure used to compare the emissions from various greenhouse gases based on their global warming potential. For example, one tonne of methane emissions is equivalent to 21 tonnes of carbon dioxide emissions.</td>
</tr>
<tr>
<td>EBIT</td>
<td>Earnings Before Interest and Tax – total earnings before provisions are deducted. This measures a company’s performance and is often used in preference to net profit as it excludes the effects of borrowings and tax benefits and adjustments.</td>
</tr>
<tr>
<td>Forest Stewardship Council (FSC)</td>
<td>FSC is an independent, not-for-profit organisation which promotes responsible management of the world’s forests. Refer to fsc.org or fscAus.org.au</td>
</tr>
<tr>
<td>Lost Time Injury</td>
<td>A Lost Time Injury (LTI) is an injury or illness that results in an employee being unable to work for a full scheduled shift (other than the shift during which the injury occurred).</td>
</tr>
<tr>
<td>ML</td>
<td>Megalitres or million litres.</td>
</tr>
<tr>
<td>Mt</td>
<td>One million tonnes or megatonnes, equates to one billion kilograms.</td>
</tr>
<tr>
<td>NPAT</td>
<td>Net Profit After Tax indicates what the company earned after all expenses have been accounted for.</td>
</tr>
<tr>
<td>(PEFC) Council</td>
<td>The PEFC Council is an independent, non-profit organisation that promotes sustainably managed forests through independent third-party certification. Refer to pefc.org</td>
</tr>
<tr>
<td>Scope 1 emissions</td>
<td>Direct greenhouse gas emissions from sources owned or controlled by the company, such as combustion facilities (e.g. generators) and combustion of fuels in company-owned or company-controlled transport (e.g. cars and trucks).</td>
</tr>
<tr>
<td>Scope 2 emissions</td>
<td>Indirect greenhouse gas emissions from the generation of purchased electricity, heat, cooling or steam. Purchased electricity is defined as electricity that is bought or otherwise brought into the organisational boundary of the entity.</td>
</tr>
<tr>
<td>Scope 3 emissions</td>
<td>Other indirect greenhouse gas emissions that are a consequence of a company’s activities, but that arise from sources that other entities own or control. Scope 3, like Scope 2, is a category of indirect emissions and covers all other indirect emissions from sources that are not owned or controlled by a company, but that occur as a result of its activities. Examples include emissions from waste disposed to landfill.</td>
</tr>
<tr>
<td>Total Recordable Injury</td>
<td>A Total Recordable Injury (TRI) is the sum of the total number of employee fatalities, lost time injuries, restricted work injuries or medical treatment injuries.</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>STORES</th>
<th>2016 NUMBER</th>
<th>2015 NUMBER</th>
<th>2014 NUMBER</th>
<th>2013 NUMBER</th>
<th>2012 NUMBER</th>
</tr>
</thead>
<tbody>
<tr>
<td>Continuing operations</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Supermarkets</td>
<td>3,721</td>
<td>3,740</td>
<td>3,603</td>
<td>3,806</td>
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<tr>
<td>New South Wales and Australian Capital Territory</td>
<td>303</td>
<td>292</td>
<td>282</td>
<td>271</td>
<td>262</td>
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<tr>
<td>Queensland</td>
<td>237</td>
<td>230</td>
<td>225</td>
<td>209</td>
<td>203</td>
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<tr>
<td>Victoria</td>
<td>242</td>
<td>234</td>
<td>224</td>
<td>221</td>
<td>214</td>
</tr>
<tr>
<td>South Australia and Northern Territory</td>
<td>84</td>
<td>82</td>
<td>80</td>
<td>78</td>
<td>78</td>
</tr>
<tr>
<td>Western Australia</td>
<td>94</td>
<td>92</td>
<td>89</td>
<td>88</td>
<td>85</td>
</tr>
<tr>
<td>Tasmania</td>
<td>32</td>
<td>31</td>
<td>31</td>
<td>30</td>
<td>30</td>
</tr>
<tr>
<td>Supermarkets – Australia</td>
<td>992</td>
<td>961</td>
<td>931</td>
<td>897</td>
<td>872</td>
</tr>
<tr>
<td>Supermarkets – New Zealand</td>
<td>184</td>
<td>177</td>
<td>171</td>
<td>166</td>
<td>161</td>
</tr>
<tr>
<td>Total Supermarkets</td>
<td>1,176</td>
<td>1,138</td>
<td>1,102</td>
<td>1,063</td>
<td>1,033</td>
</tr>
<tr>
<td>Thomas Dux</td>
<td>5</td>
<td>9</td>
<td>11</td>
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<tr>
<td>Freestanding Liquor</td>
<td>373</td>
<td>359</td>
<td>349</td>
<td>339</td>
<td>329</td>
</tr>
<tr>
<td>Attached Liquor</td>
<td>544</td>
<td>527</td>
<td>509</td>
<td>490</td>
<td>477</td>
</tr>
<tr>
<td>ALH Group Retail Outlets</td>
<td>569</td>
<td>557</td>
<td>544</td>
<td>526</td>
<td>507</td>
</tr>
<tr>
<td>Summergate</td>
<td>2</td>
<td>2</td>
<td>-</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Caltex/Woolworths Petrol</td>
<td>-</td>
<td>-</td>
<td>131</td>
<td>131</td>
<td>132</td>
</tr>
<tr>
<td>Woolworths Petrol – Australia</td>
<td>530</td>
<td>516</td>
<td>502</td>
<td>482</td>
<td>467</td>
</tr>
<tr>
<td>Total Food, Petrol and Endeavour Drinks Group</td>
<td>3,199</td>
<td>3,108</td>
<td>3,148</td>
<td>3,142</td>
<td>2,956</td>
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<tr>
<td>BIG W</td>
<td>186</td>
<td>184</td>
<td>182</td>
<td>178</td>
<td>172</td>
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<tr>
<td>Ezibuy</td>
<td>5</td>
<td>5</td>
<td>4</td>
<td>-</td>
<td>-</td>
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<tr>
<td>Hotels including clubs (ALH Group)</td>
<td>331</td>
<td>330</td>
<td>329</td>
<td>326</td>
<td>294</td>
</tr>
<tr>
<td>Home Timber and Hardware</td>
<td>-</td>
<td>-</td>
<td>28</td>
<td>26</td>
<td>21</td>
</tr>
<tr>
<td>Masters</td>
<td>-</td>
<td>-</td>
<td>49</td>
<td>31</td>
<td>15</td>
</tr>
<tr>
<td>Total continuing operations</td>
<td>3,721</td>
<td>3,627</td>
<td>3,740</td>
<td>3,603</td>
<td>3,458</td>
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<tr>
<td>Discontinued operations</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Home Timber and Hardware</td>
<td>43</td>
<td>44</td>
<td>-</td>
<td>-</td>
<td>-</td>
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<tr>
<td>Masters</td>
<td>63</td>
<td>58</td>
<td>-</td>
<td>-</td>
<td>-</td>
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<tr>
<td>Dick Smith Electronics</td>
<td>-</td>
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<td>-</td>
<td>-</td>
<td>347</td>
</tr>
<tr>
<td>Tandy</td>
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<td>-</td>
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<tr>
<td>Total Group</td>
<td>3,827</td>
<td>3,729</td>
<td>3,740</td>
<td>3,603</td>
<td>3,806</td>
</tr>
</tbody>
</table>

1. On 18 January 2016, Woolworths announced that it intends to pursue an orderly prospective exit of the Home Improvement business. For statutory reporting, Home Improvement operations are reported as a discontinued operation from financial year 2015. For comparative purposes, with the exception of the balance sheet, financial year 2015 has been adjusted to show Home Improvement as a discontinued operation. Financial years 2014, 2013, and 2012 continue to be shown within continuing operations. 2. On 27 September 2012, Woolworths announced its exit from the Consumer Electronics market segment with the sale of its wholesale operations in India and the Dick Smith Electronics business in Australia and New Zealand. For statutory reporting, Dick Smith Electronics operations were reported as a discontinued operation from financial year 2012. India Wholesale operations were reported as a discontinued operation from financial year 2013. For comparative purposes within this summary, with the exception of the balance sheet, financial year 2012 was adjusted to include India Wholesale as a discontinued operation. 3. Discontinued operations include the sale of EziBuy in the second half of fiscal 2013.
We bring a little good to everyone, every day.

Good Food, Good Prices, Good Acts. This is what customers expect from us.

It’s an active thing – actions speak louder than words.

We’re for every Australian, no matter what their budget, age or where they live.

Every day we have the opportunity to make a difference to our customers – to help them live better lives.

Our people. It’s our team that make the difference.