



WOOLWORTHS HOLDINGS LIMITED

2018 Good Business Journey Report

NAVIGATING OUR REPORT

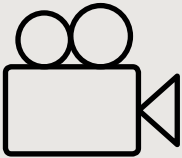
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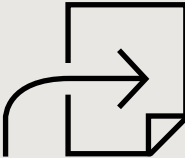
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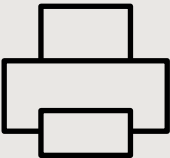
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OUR GOOD BUSINESS JOURNEY REPORT

This is the 2018 annual sustainability report of Woolworths Holdings Limited (WHL or the Group). The report covers the 52 weeks from 01 July 2017 to 24 June 2018 and provides an overview of WHL's performance against its sustainability targets set for all operating companies listed under the WHL Group.

SCOPE AND BOUNDARY OF THIS REPORT

The companies covered by this report are Woolworths, Country Road Group, and David Jones. The report is aimed at providing an overview of our sustainability strategy and progress to date, as well as future plans. It is intended to be read in conjunction with the 2018 Integrated Annual Report and the 2018 Annual Financial Statements, as a compendium of our strategy and performance. We follow a robust risk assessment approach to determine our risks across all focus areas as well as key stakeholder groupings. The principles that underlie the precautionary approach inform our governance and enterprise risk framework as well as our strategy. In respect to our sustainability impacts, risk registers are developed for key business areas to ensure that all identified risks are documented, weighted according to the agreed risk assessment method, and action plans are identified to mitigate the risk.

Material issues, risks, and opportunities arising from stakeholder engagement



REPORTING FRAMEWORK

As with our 2018 Integrated Report, we have considered the application of the six capitals (as recommended by the International Integrated Reporting Council) in our thinking about sustainability. Where this report predominantly covers the aspects related to human, social and relationship, and natural capitals, the Integrated Annual Report offers details about financial, manufactured, and intellectual capitals.

This report is prepared in accordance with the GRI Standards (Core). The detailed GRI index can be found at www.woolworthsholdings.co.za. WHL is a signatory to the UN Global Compact, and this report also serves as our Communication on Progress (COP). We have also aligned to the UN Sustainable Development Goals (SDGs), as well as national development priorities of all the countries we operate in. The report also applies the King IV principles.

We welcome any feedback on our programme and reporting. Contact details for this purpose can be found on the back cover of the report.

The contents of this 2018 Good Business Journey Report are broadly comparable with that of the 2017 Good Business Journey Report.

GOVERNANCE

The Sustainability Committee, a sub-committee of the Woolworths Holdings Board, ensures that sustainability initiatives and objectives are effectively integrated into the business. It also ensures the Group is positioned as a leader in responsible retail in the countries in which it trades. The committee is chaired by an Independent Non-executive Director and meets quarterly to review the progress of the Good Business Journey programme, as well as to approve strategic matters arising for continuity of the programme. The Group Chief Executive Officer and the Woolworths SA Chief Executive Officer are members of the committee, together with three Independent Directors. These Independent Directors each have significant expertise and experience in a range of corporate sustainability issues. The David Jones and Country Road Group Executive Committees review Good Business Journey progress on a regular basis as well. Both the David Jones and Country Road Group Boards also receive Good Business Journey progress updates at each Board meeting.

2018 SUSTAINABILITY REPORTING SUITE

Complementing the Good Business Journey Report are a number of other reports targeted at specific stakeholders. These reports are:

- Integrated Annual Report that gives an overview of WHL's performance, value created for stakeholders, and contribution to society for the 52 weeks ended 24 June 2018 and how the Group's strategy, governance, and performance add to the creation of value over the short-, medium-, and long-term
- Annual Financial Statements, providing a more detailed understanding of the financial aspects of our business

The Integrated Annual Report and Annual Financial Statements are available online on our corporate website, www.woolworthsholdings.co.za.

Supporting documents and compliance information not included in the reports can be accessed on our corporate website, www.woolworthsholdings.co.za.

FORWARD-LOOKING STATEMENTS

Certain statements in this report may constitute forward-looking statements which, by their nature, involve risk and uncertainty because they relate to future events and circumstances that may be beyond the Group's control. The directors, therefore, advise readers to use caution regarding interpreting any forward-looking statements in the report.

APPROVAL AND ASSURANCE

WHL has always looked at obtaining independent opinion on our progress as a crucial part of gaining and maintaining credibility with our stakeholders. Ernst & Young Inc. (EY) has been engaged, for the eighth consecutive year, to perform a limited assurance service engagement for certain quantitative and qualitative information contained in this current report as follows:

- The water usage for Woolworths head office, stores, and distribution centres
- Management's assertion that the Good Business Journey Report is prepared in accordance with the core-level GRI Standards

EY was also engaged to perform an assurance readiness assessment for certain other key performance indicators as follows:

- Percentage of Woolworths foods with one sustainability attribute
- Percentage of Woolworths clothing with one sustainability attribute
- Good Business Journey savings to date

We have also undertaken an independent limited level verification of our carbon footprint data, in conformance with the ISO 14064-3 International Standard for GHG verifications, performed by the Global Carbon Exchange - their assurance statement can be found on the WHL website.

EY provides limited assurance over all David Jones greenhouse gas emissions data used in reporting to the National Greenhouse and Energy Reporting Act in Australia and the CDP. Our Farming for the Future programme is audited by an independent body - Enviroscientific - and our BEE level by an independent third party.

We feel that the combination of the assurance processes noted above provides coverage for all our material focus areas by a range of audit, technical, and scientific experts.

The Sustainability Committee has reviewed and recommended the Good Business Journey Report to the Board for approval.



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WATER

ETHICAL
SOURCING

ENERGY AND
CLIMATE CHANGE



SUSTAINABILITY COMMITTEE CHAIRMAN AND GROUP CEO'S REPORT

Being a values-based organisation means that doing business responsibly sits at the heart of the Woolworths Group. We are acutely aware of our position in society and the leadership role we can play in driving positive change.

The Good Business Journey (GBJ) is our platform from which we action this change in the areas of community development and environmental management. The programme centres around eight focus areas, namely transformation, social development, health and wellness, ethical sourcing, sustainable farming, waste, water, as well as energy and climate change.

Now in its 11th year, the drivers behind the GBJ are more relevant than ever before. Global flux and uncertainty across political, social, environmental and climatic spheres requires business to take a stand on what matters. To us, this means addressing the sustainability of our business across the entire value chain, from within our own operations, to our supply chain, customers, and products.

It is with this mind that we launched our ambitious packaging targets this year. Our vision as a Group is to work towards zero packaging waste to landfill. We don't believe that any of our packaging should have to end up in a landfill. This means that we need to look at both the materials we choose for our packaging as well as how much we use. It also requires us to work with our suppliers, the recycling industry, government, and other role players to create the necessary systems and infrastructure to make this a reality. The targets we've set ourselves are to phase out single use shopping bags by 2020 and to work towards making all our packaging reusable or recyclable by 2022.

A second focus for us this year has been water. With areas of the Western, Eastern, and Northern Cape facing the real possibility of running out of water, we stepped up our long term efforts to build resilience across the business. In addition to focusing on our operations, our work with our farmers through the Farming for the Future programme ensured that they were well prepared for the water shortage. We also continued our water stewardship work in partnership with WWF to drive a collective response to the water challenge. It is only through these types of partnerships that we are able to address issues of such scale and impact.

Our drive towards product traceability and ethical sourcing continues to deliver good results for the Group. We have made significant progress on key commodities such as cotton, timber, viscose, leather, soy, cocoa, and palm oil. This year, 66% of the Country Road Group's cotton was from sustainable sources. Woolworths sells 100% organic coffee from Tanzania and Ethiopia, while all of David Jones own confectionery uses 100% responsibly sourced cocoa.

During the year, we directed almost R815 million across the Group to a range of organisations and projects as part of our commitment to community upliftment through the work of The Woolworths Trust and through donation of our surplus food and clothing.

Sadly, 14 million South Africans go hungry every day, but this is not due to food shortages. On the contrary, the country produces more than enough food, but those who need it most cannot effectively access the surplus that devastatingly ends up in landfills. We aim to play a vital role in addressing food security through supporting innovative, scalable programmes that help to increase poor South Africans' access to good nutrition. Therefore, we have recently announced partnerships with Food Forward and UNICEF to increase access to nutritious food across the country. With a collective spend of R7 million over the next three years, these projects aim to make a sustainable difference in providing healthy meals to those in need.

OUTLOOK

We are proud of the progress we have made to date. Building on this progress and stepping up our efforts to work towards our vision of being one of the most responsible retailers in the world will remain a priority. Looking forward, the business will continue to operate in the ethical and transparent manner which our stakeholders have come to expect of us.

Simon Susman
Chairman, Sustainability Committee

Ian Moir
Group Chief Executive Officer

ABOUT THE WHL GROUP

Woolworths Holdings Limited (WHL) is a southern hemisphere retail Group that has been listed on the Johannesburg Stock Exchange Limited (JSE) since 1997. It is one of the top 40 JSE-listed companies and has a market capitalisation of R75.5 billion as at 24 June 2018. Approximately 41.2% of revenue is derived from Australian operations. The Group trades through three operating subsidiaries, which include Woolworths Proprietary Limited (Woolworths or WSA), Country Road Group Proprietary Limited (Country Road Group or CRG) and David Jones Proprietary Limited (David Jones or DJ), acquired as of 1 August 2014 and formerly listed on the Australian Securities Exchange (ASX). Woolworths Financial Services Proprietary Limited (WVFS) is a joint venture with Barclays Africa Group, which holds the controlling interest. We manage our broader business impact through comprehensive social, ethical, and environmental policies and practices which are defined through our sustainability strategy, known as the Good Business Journey, presented in this report.

WOOLWORTHS SA

EST.

1931

PROFILE

Leading South African retailer offering a range of primarily private label products



TRADING SPACE
728 000 m²

OFFERING

A selected range of quality fashion, beauty, homeware, and food products. Financial services are provided through Woolworths Financial Services (WFS)

58.7%

Group turnover*



32 473

Employees

DAVID JONES

EST.

1838

PROFILE

One of Australia's leading premium department stores



TRADING SPACE
474 000 m²

OFFERING

Premium retailer offering leading international and local brands with a private label clothing, homeware, and food offering

27.1%

Group turnover*



7 634

Employees

COUNTRY ROAD GROUP

EST.

1974

PROFILE

Leading Australian speciality retailer



TRADING SPACE
125 000 m²

OFFERING

Stylish, high-quality apparel, accessories, footwear, and homeware

14.2%

Group turnover*



5 992

Employees

OUR STAKEHOLDERS

STAKEHOLDER ENGAGEMENT AND SUSTAINABILITY

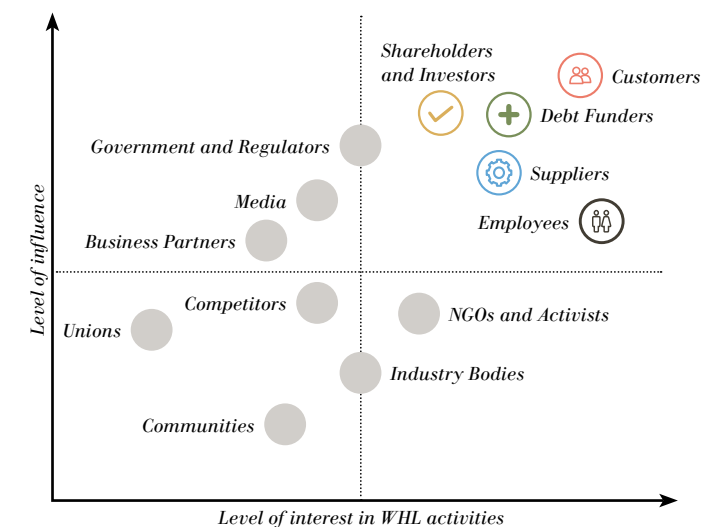
WHL Group's stakeholder universe includes our employees, customers, suppliers, communities, business partners, unions, NGOs, academia, industry bodies, government, regulators, and the media, among others. To focus our reporting on these stakeholders, we have mapped them according to materiality – in this case, their ability to impact strategic planning and decision making. Although we consider the entire universe of stakeholders in our engagement planning, we focus our reporting on material stakeholders in our Integrated Report, while we go into more depth regarding a broader range of stakeholders in this report. In the appendices to this report, a full table is included where we have listed these key stakeholder groupings, considering why, how, and what we engage in.

From a sustainability point of view, the matters that were identified as most prominent by our stakeholders continue to be healthy living, ethical sourcing, animal welfare, water, packaging and recycling, and local sourcing.


Through all of the stakeholder engagement we participate in, we retain vision of our key principles, which are to ensure:

- constructive and co-operative engagements
- openness and transparency
- mutual respect
- supportive and responsive interaction
- working towards regular and structured engagements
- engagements that are based on business-critical aspects, national priorities, and material issues for the business
- recognition that all stakeholders are also existing or potential customers

















Our stakeholders, their interests, and level of influence in the Group's operations will vary according to geographical location, business area, and the nature of their interest and will impact our engagement with them. These relationships are depicted in the following graph and the manner, level and extent of our engagements are driven by their influence, interests, expectations, and concerns.



MATERIAL ISSUES

FOCUS AREA	MATERIAL ISSUES	OVERVIEW
 PEOPLE & TRANSFORMATION	 WHL PEOPLE APPROACH	Organisational diversity and transformation are important for enabling effective delivery of our business strategy.
	 WORKFORCE TRANSFORMATION	
	 TALENT DEVELOPMENT AND RETENTION	
	 SUPPLY CHAIN TRANSFORMATION	
 SOCIAL DEVELOPMENT	 EDUCATION	Good corporate citizenship to the broader society not only cements our credibility, but also gives us an opportunity to contribute to achieving economic and societal needs of the communities where we operate.
	 FOOD SECURITY	
	 EMPLOYEE INVOLVEMENT	
	 COMMUNITY RESILIENCE	
 HEALTH & WELLNESS	 GOOD FOOD JOURNEY	Promoting a healthy working environment for our employees is good corporate governance. We also realise that as a majority Food retailer, we should inspire our customers to make healthy choices by providing a wide range of healthy food options at our stores.
	 PRODUCT SAFETY AND INTEGRITY	
	 EMPLOYEE HEALTH AND WELLNESS	
 ETHICAL SOURCING	 HOW WE ENSURE AN ETHICAL SUPPLY CHAIN	Our consumers continue to show a strong interest in environmentally responsible and ethical sourcing, and we need to increasingly provide such product choices to them.
	 RESPONSIBLE SOURCING AND TRACEABILITY	
	 WHERE WE SOURCE FROM	
	 REDUCING ENVIRONMENTAL IMPACTS	
	 HUMAN RIGHTS AND ETHICS	

The sustainability impacts identified as material to our business, and so included in this report and the Integrated Report, are addressed in each chapter of the report. These are identified as issues that have an impact on our business, either directly or through our local and global supply chains and communities. We also engage with our stakeholders and shareholders to understand what matters most to them, and how we can deliver a sustainability strategy that creates a balance on how we meet their expectations without compromising our value proposition as a business. Each chapter of this report is introduced with a strategic overview of the focus area, as well as the priorities/material risks that have been identified for that specific focus area.

FOCUS AREA	MATERIAL ISSUES	OVERVIEW
 SUSTAINABLE FARMING	 SUSTAINABLE FARMING AND FISHING	Woolworths and its suppliers are dedicated to selling products that cause the minimum of harm to the natural world in the way they are made, and we are focused on working with our suppliers to improve farming practices.
	 IMPROVING ANIMAL WELFARE STANDARDS	
	 SUSTAINABLE FIBRES	
 WASTE	 PACKAGING AND CONSUMABLES	We have committed to reducing the amount of waste sent to landfill from our own operations, as well as making it easier for our customers to recycle, while driving a market for recycled materials by using them in our operations, packaging, and products.
	 WASTE SURPLUS FROM STORES	
	 PRODUCT INNOVATION	
 WATER	 WATER CONSERVATION AND EFFICIENCY	Growing public awareness around water has been driven by instances of drought and flooding, as well as water quality issues in communities. The majority of South Africa's water resources are used in farming irrigation, and Woolworths, as a major supplier of fresh produce, has to play a role in water conservation.
	 BUILDING WATER RESILIENCE IN OUR SUPPLY CHAIN	
	 WATER STEWARDSHIP IN OUR COMMUNITIES	
	 PUBLIC POLICY ALIGNMENT AND TRANSPARENCY	
 ENERGY & CLIMATE CHANGE	 ENERGY PRODUCTIVITY	We have made public commitments to align ourselves with global best practice by committing to setting targets that are in line with science. Working with relevant stakeholders in our supply chain will be important to meeting our targets.
	 LOW CARBON TRANSITION	

OUR COMMITMENTS

In 2016, we launched five strategic commitments that aim to drive towards an even more ambitious sustainability vision across the Group.

***OUR VISION IS TO BE ONE OF THE MOST
REPOSIBLE RETAILERS IN THE WORLD***

Contribute
R3.5BN
to our communities by 2020

Save
500BN
litres of water by 2020

Have at least
ONE
sustainability attribute for all
directly sourced products by 2020

Halve our energy impact by
2020
and source all our energy
from renewables by 2030

RESPONSIBLE SOURCING

of all key commodities by 2020

OUR FOCUS AREAS

The Good Business Journey is our plan to make a difference for our people in our communities, and for the environment.

The programme consists of eight focus areas – the main drivers of value creation and how we address sustainability in the Group.

Click on the icons to read more

*People &
Transformation*

*Social
Development*

*Health &
Wellness*

*Ethical
Sourcing*

*Sustainable
Farming*

Waste

Water

*Energy &
Climate Change*

In each chapter, we include a list of key priorities for the specific focus area. These are the critical issues that we have identified across our value chain. Our value chain extends from the sourcing of raw materials, production, and retailing, to the use and disposal of our products.



PEOPLE AND TRANSFORMATION

Our Strategy

Encompassed in our purpose is our dedication to exceptional quality in every product we sell and every experience we deliver, to our customers and to our people. It therefore stands to reason that, central to who we are as a Group, is our commitment to our customers and our people. Hence, our focus on our people is at the forefront of driving a successful group strategy.

We do this in each of our regions by developing a regional people strategy that is focused on delivering a compelling value proposition to our employees. These strategies are relevant and responsive to regional talent challenges. They are passionately driven and owned by their respective regional leadership team with group oversight.

**OUR PEOPLE AND CUSTOMERS ARE
AT THE HEART OF EVERYTHING WE DO**

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AND RETENTION

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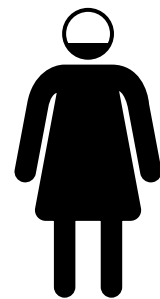
32
SUPPLY CHAIN
TRANSFORMATION

Women in senior management



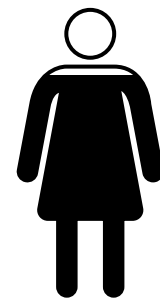
65%

Woolworths



88%

Country Road Group

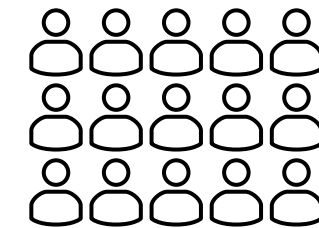


77%

David Jones

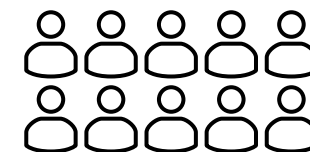
PEOPLE AND TRANSFORMATION SUMMARY

Group Employee Headcount



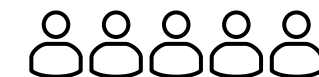
46 099

WHL



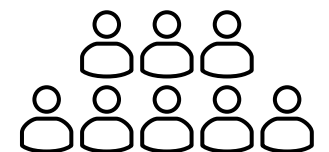
32 473

Woolworths



5 992

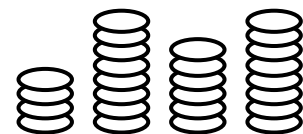
Country Road Group



7 634

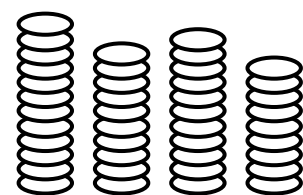
David Jones

Training spend



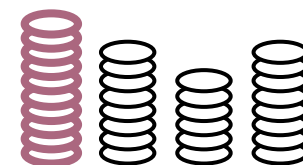
R110M

Woolworths



R2M

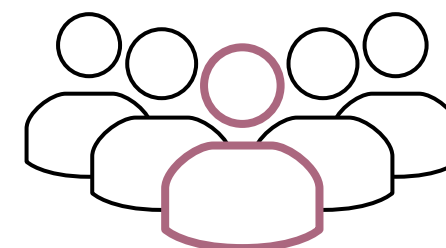
David Jones



R1.7M

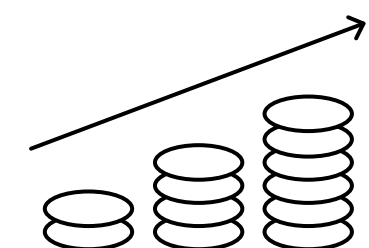
Country Road Group
(HR spend only)

Woolworths Supplier and Enterprise Development programme



49

Suppliers



R800M

accumulated procurement spend

WHL PEOPLE APPROACH

Our Group and regional people strategies are anchored in our Group values. Our values inform and underpin the way we do business across the Group. From values-based leadership to passionate brand advocacy, we seek to embed our values across all dimensions of our business. The Group believes that entrenching a values-based culture across all our operating entities is critical for business performance and organisational sustainability.

Our people strategy is therefore sharply focused on ensuring that we create an environment in which our employees thrive and add value to the business. We understand that attracting, developing, and retaining talented employees is critical to delivering our strategy. Our focus, at a Group level, is on an agile and responsive management of our talent in an integrated manner across the regions, in order to drive the right talent outcomes. To this end, it remains critical that we embed and drive an Employee Value Proposition value proposition that will continue to attract, engage, and retain the best, diverse talent required to deliver our Group strategy.

***OUR VALUES INFORM
AND UNDERPIN THE WAY
WE DO BUSINESS ACROSS
THE GROUP***

WOOLWORTHS MODERN AND CONNECTED EMPLOYEE EXPERIENCE

Our Woolworths South Africa vision is a modern and connected employment experience that attracts, inspires, engages, develops, rewards, and retains the right diverse leadership and talent to deliver our strategy. It is important for us to ensure that we invest in people who share our purpose and values and have the capability to drive the business forward.

At the same time, meeting our commitments in terms of economic transformation in South Africa, in line with Broad-Based Black Economic Empowerment (BBBEE), remains deep at the heart of Woolworths' agenda.

***A MODERN AND CONNECTED EMPLOYMENT EXPERIENCE
THAT ATTRACTS, INSPIRES, ENGAGES, DEVELOPS, REWARDS,
AND RETAINS THE RIGHT, DIVERSE LEADERSHIP AND TALENT***

There is a growing understanding that the key to delivering an exceptional customer experience is to invest in our people experience. There is a direct relationship between our people's experience and the experience which they ultimately deliver to our customers.

Within this context, our strategy is to build a modern and connected people experience, anchored in our purpose and our values. Having refreshed the Woolworths' values last year, we have also confirmed our purpose – to be the Difference that inspires and cares.

EX=CX²

(Employee Experience = Customer Experience²)

We know that in order to deliver this Difference to our customers, we need to start with our people

CASE STUDY

THE CONNECTED PEOPLE COUNCIL – FROM PROCESS TO EXPERIENCE

In 2016, our CEO, Zyda Rylands, initiated the Connected People Council (CPC), a collective forum of senior executives from across the business. Chaired by the CEO, this was used as a vehicle to deliver our vision of a modern and connected people experience, across all aspects of the people experience – physical, emotional, and technological. The initial focus of this council was to address our people ‘pain points’ that have been consistently raised over time, through multiple engagement channels, as negatively impacting on our people’s experience at work. Through the CPC, the business has been able to start systematically addressing these issues to create a better employee experience. While continuing to address these ‘pain points’, more recently, the CPC has also focused on values, leadership, and employee relations, as well as investigating the digital transformation of some of our people services.



OUR DIFFERENCE IS ROOTED IN OUR VALUES

Last year, we launched our refreshed Woolworths values. Our values are used as guardrails to guide us on, not only how we make decisions, but also how we manage our people and engage with customers. To support the values refresh, a ‘Living our Values’ engagement is being rolled out throughout the organisation, to ensure that each one of us understands the role we play in bringing our values to life.

To enable a values-based culture fit for our people, we deliver a values-based leadership (VBL) programme. The values-based leadership programme forms the core of our leadership offering, but is supplemented by other tailored leadership development interventions. This programme will be revised to incorporate our refreshed Woolworths values.

“*WE ARE ALL CUSTODIANS
OF OUR VALUES*”
– Simon Susman

COUNTRY ROAD GROUP AND DAVID JONES

Our people purpose for our Australian business is to add quality and inspiration to life through delivering to three pillars, namely culture, capability, and cost. We want to build a modern people function that is efficient and effective in order to support the delivery of our priorities.

CULTURE

We are building a more inclusive and diverse culture of collaboration. Embedding our shared values is essential for our customers, our people, our partners, and our communities. We want them to know what we stand for.

CAPABILITY

Through our people strategy, we want to prepare our people for the changing landscape through building and enabling a world-class competence in our differentiating capabilities of design, planning, food, loyalty, digital, and customer experience.

COST

To build an organisation fit for growth as well as deliver a sustainable return on our investments, optimising our regionalised operating model and continuing to simplify our support functions, is critical. Underpinned by our values, we want to grow and develop the world-class retail talent and systems to deliver unique Australian customer experiences and products.

VALUES



TALENT DEVELOPMENT AND RETENTION

TALENT RETENTION

We recognise, as a Group, that we are operating in an ever-changing retail industry which has created a complex and challenging talent environment. Competition for talented employees is intensifying, with targeted recruitment and poaching of core talent by local and international retailers. Simply stated, having the best talent in the industry in the regions in which we operate, is key to our success.

The heart of a successful talent management strategy is the succession and retention planning process. We are very particular in ensuring effective individual performance management processes across our business. Individual growth within the company is set with clear objectives and deliverables, and evaluated twice per annum as part of the performance evaluation process. All employees receive performance reviews and career development discussions on a regular basis as part of their career management planning within the organisation. This follows a formalised career management and retention process, enabling us to retain talent.

TALENT DEVELOPMENT

As a Group, we understand that it is through the dedicated commitment, passionate brand advocacy, and the talent and skills of our employees in South Africa, the rest of Africa, Australia, and New Zealand, that our business exists and creates value.

Given our business model, which is dependent on specialist skills that are not always readily available in the market, skills development is a key people strategy built into the individual performance plans of each employee. The WHL group offers a range of internal and external accredited training and tertiary studies, designed to help employees deliver our business strategies, foster talent and equip our employees with vital skills and experience - in turn preparing our employees with skills for the retail environment. We do this by offering opportunities throughout the talent 'value chain' - from bursaries for students, to co-op student placements, to workplace experience programmes for unemployed graduates, through to job placement.

At Woolworths South Africa, our transformation strategy continues to focus on retaining, developing, and growing our talent from within, and, as such, our investment in talent pipeline development is weighted towards black talent. Talent development is also offered through a range of informal development opportunities like secondments, attachments, and coaching based on contracted individual needs during the performance and career development discussion.

Labour turnover

24.7%

WHL

(WSA 23%, Country Road Group 23%, David Jones 33%)

Internal Appointments

85.5%

Woolworths

Country Road Group
(58% Head Office, 70.2% Retail)

Training spend:

R114M

WHL

95%

of Woolworths training
spend on black employees

Woolworths spent

973 373

hours on training

EXPERIENTIAL LEARNING

Woolworths offers 12-month experiential learning opportunities which are split into 30% formal training and 70% self-motivated research, and upon completion learners receive a nationally recognised qualification.

Witchery collaborates with the RMIT University in Melbourne to offer a work placement programme for selected visual merchandising students. The programme is designed to provide work experience opportunities and bridge the gap between students and experienced merchandisers. In addition, Country Road partners with visual merchandising students from RMIT University to produce an annual window display at one of Country Road's flagship stores in Melbourne.

They also offer their students a mentoring programme, as well as a 12-month graduate position to sit within Country Road's visual merchandising team.

INSIDE RETAIL

Woolworths' Inside Retail programme aims to develop TVET college lecturers' capacity through providing them with industry-based workplace exposure. We ran our fourth instalment of the programme, wherein lecturers were immersed into the dynamic world of retail, which then translates into more up-to-date and relevant content being shared with their students. The programme took into consideration constructive feedback we received, and has been co-designed to help the lecturers teach the retail qualification that was launched for TVET Colleges nationally during 2016.

CASE STUDY

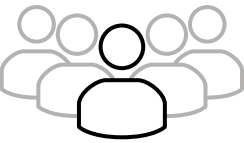
YOUTH EMPLOYMENT SERVICE (YES)

The Youth Employment Service, aimed at benefitting one million youth, was launched by the President of the Republic of South Africa in March 2018. With close to six million youth unemployed, this initiative is one of the ways in which the private sector is able to come together with government to improve employability as well as alleviate the high youth unemployment rate. Woolworths is one of the first companies to commit to working with government by participating in the YES initiative, and we are currently working with YES to co-create the implementation.



144

Woolworths store staff completed the Store
Departmental Manager Training Programme



1 568

on learnerships at Woolworths



DEPENDANT BURSARIES

The Woolworths Black Economic Empowerment Employee Share Ownership Scheme (BEEESOS) Trust was launched in 2007, and matured and paid out in June 2015. It enabled Woolworths to establish a Dependant Bursary Fund solely for dependants of black employees in our employ. This bursary scheme is maintained using the undistributed residual funds from the scheme. We are excited to see that the first group of funded dependants graduated at the end of December 2017, with some offered employment at Woolworths.

R13.2M

invested for a 10-year lifespan

REMUNERATION

The Group's remuneration philosophy is to ensure that employees are rewarded appropriately for their contribution to the execution of the strategy of the Group. As an integral component of the Employee Value Proposition (EVP), the remuneration policy has been designed so that it will continue to attract, engage, retain, and motivate the right, diverse talent required to deliver sustainable profit growth.

The remuneration policies are designed to achieve alignment between the Group's business strategy and the behaviour of all employees, measured against the values of the Group. The policies recognise and reward individual responsibility, performance, and behaviour in the achievement of the Group's goals. These policies are applicable to all Group employees and participation in short- and long-term incentive schemes is dependent on an individual's role and level within the Group.

The remuneration policy, and the implementation thereof, are focused on achieving a fair and sustainable balance between guaranteed pay, short-term incentives, long-term incentives, and retention schemes for these employees. The fair and responsible application of the remuneration policy (on a Group wide basis) is guided by the King IV principles relating to fair and responsible remuneration, which have been adopted by the Group. More detail in this regard is set out below

8

beneficiaries of the scheme have graduated

47

graduates still on the scheme

WORKFORCE TRANSFORMATION

Transformation and diversity in our workplace is an integral part of building a cohesive work environment that respects the individual similarities as well as differences that make up our different cultures and customs. We have, therefore, committed as WHL to non-sexism and non-racism across our policies, practices, and daily operations. We also strive to provide equal employment opportunity, development, and support of our employees living with disabilities. In all the countries we operate in, transformation efforts are shaped by the presiding legislative framework.

WOOLWORTHS

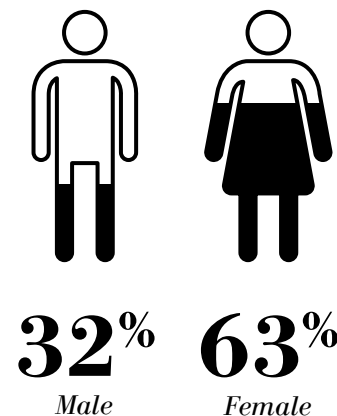
In South Africa, we are tasked with implementing a workplace Black Economic Empowerment (BEE) strategy, in response to the national Broad-Based Black Economic Empowerment (BBBEE) legislation, including the application of the BEE Codes of Good Practice of 2013. This is viewed as one of the interventions to fast-tracking and advancing the developmental and inclusive agenda in South Africa. Compliance with BEE ensures that we continue to contribute meaningfully towards national priorities to transform industries we operate in, to make the economy more inclusive. Under the guidance of the Social and Ethics Committee, we have continued to improve on our implementation strategies and policies for a sustainable contribution to transformation efforts.

As such, the contributor level attained for the 2016/17 year as independently assessed in September 2017, resulted in a Level 6 (assessment conducted in arrears).

EMPLOYMENT EQUITY

In South Africa, we are required to comply with the Employment Equity Act that compels us to put in place systems to enable a diversified and equitable workplace that continues to reflect national priorities. Historically disadvantaged South Africans (HDSA) represented 95% of the total Woolworths workforce, with 63% of women in the total and 32% of HSDA women in management (top to middle management) positions.

% HDSA gender breakdown of entire Woolworths workforce



PEOPLE LIVING WITH DISABILITIES

The dti has also set a BBBEE target for black people with disabilities of 2% of the company workforce. Our strategic approach to people with disabilities is aligned with our people and transformation strategies and the national skills development strategy. The implementation of this strategy is being done in partnership with the Wholesale and Retail SETA. At Woolworths, we are investing in developing unemployed people with disabilities. The successful completion of this programme will help address barriers to employment and build a pipeline of skilled people living with disabilities to be absorbed into formal employment.



UNION MEMBERSHIP

Under our WHL Ethical Trade position statement, we subscribe to freedom of association and the right to collective bargaining. Overall union membership is currently below the level that provides for collective bargaining across the business.

Union membership:



DAVID JONES

As a member of the Diversity Council of Australia (DCA), David Jones has framed this strategy around the DCA's seven themes of diversity: gender diversity; workplace flexibility; cultural and multi-faith diversity; inclusion of LGBT+ people; generational diversity; people with disabilities; and indigenous reconciliation.

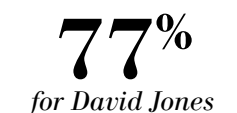
The business has developed a roadmap of key initiatives leading to 2020, including the launch of a Primary Carers Allowance for new parents, development of David Jones' Reconciliation Action Plan, and planning to be part of the first diversity census of corporate Australia.

GENDER EQUALITY IN AUSTRALIA

Both Country Road Group and David Jones are committed to equal opportunity in the workplace for all regardless of age, career status, disability, industrial activity, physical features, political belief or activity, pregnancy, race, religion, gender, or sexual preference. Compulsory Equal Employment Opportunity (EEO) training is completed for all new employees to increase awareness of these issues.

To meet all Australian legislative requirements in respect of the Workplace Gender Equality Agency (WGEA), Equal Employment Opportunity (EEO) and other related laws, Country Road Group and David Jones submitted their annual Workplace Gender Equity Agency (WGEA) Report detailing female representation in the workplace for 2018 as:

Proportion of women:

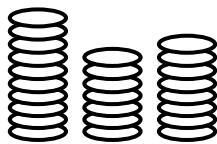




SUPPLY CHAIN TRANSFORMATION

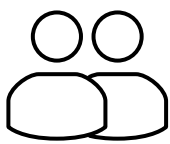
An integral part of our BBBEE scorecard, this programme removes barriers to entry for emerging black- and black women-owned businesses to enter our supply chain. We do this by providing access to finance, business skills, financial management skills, land ownership, access to resources, and infrastructure. Investing resources in this space has allowed Woolworths to not only meaningfully contribute to building the small- and medium-sized business sector, but to also increase our preferential procurement targets. Support is provided to these enterprises for a period, after which it should be demonstrated that the enterprise has reached a certain level of sustainability.

Supplier and Enterprise Development programme:



R246M

procurement spend with enterprise development beneficiaries this year



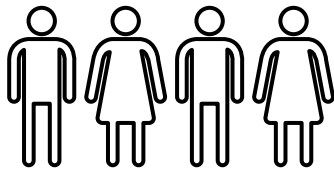
49

suppliers



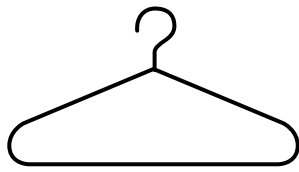
R25.3M

disbursed in loans over the last three years



230

*new jobs created
(1084 in the last three years)*



R51.3M

*non-cash grant to
The Clothing Bank*

SOCIAL DEVELOPMENT

Our Strategy

Over the years, we have ensured that we align our social development strategy for both our African and Australian businesses to address food security and community resilience, as well as education within our communities. Social development for us is geared towards delivering societal value, not just philanthropy.

Through The Woolworths Trust, formed in 2003 and managed by a Board of Trustees, our social development initiatives aim to empower our communities to build resilience. Driving social development through The Woolworths Trust thus enables us to maintain a meaningful impact in our communities. We have established a systematic and embedded approach to our social development initiatives that ensures that we involve all stakeholders within our value chain in aiding our communities.

QUICK ACCESS TO SECTIONS

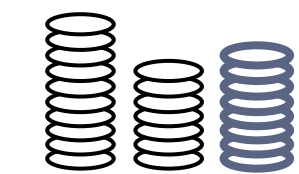


37
EDUCATION

39
FOOD
SECURITY

40
COMMUNITY
RESILIENCE

41
EMPLOYEE
INVOLVEMENT



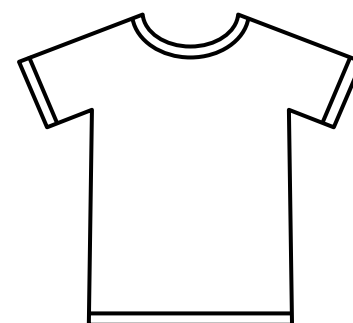
A\$10M

contributed to Australian communities



A\$7.2M

contributed by Country Road Group in 2018



**A\$11.7M RAISED
THROUGH WITCHERY
WHITE SHIRT CAMPAIGN
OVER 10 YEARS**



David Jones opened

6

*Rose Clinics for free
breast cancer screening
to 35 000 women*



R817M

*raised and distributed for
social development causes
across WHL in 2018*

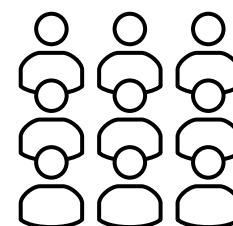
SOCIAL DEVELOPMENT SUMMARY



*Employee Community Engagement
launched in the rest of Africa*

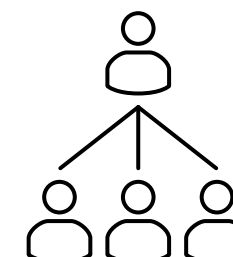


*Woolworths Educational Programmes
supports about 3 000 schools*



1.2M

supporters



8 149

beneficiaries



R500M

raised

EDUCATION

For 15 years, education has been at the heart of The Woolworths Trust. Over the years, collaborations have grown to include MySchool MyVillage MyPlanet and the National Education Collaboration Trust, as well as the Woolworths Educational Programmes. These partnerships have been a great enabler for ensuring meaningful impact in communities that need the assistance. The message resonates across all stakeholders – we aim to make an impact in education through creating conducive conditions for improved learning outcomes at under-resourced schools.

MYSCHOOL MYVILLAGE MYPLANET

Started in 1997, the MySchool MyVillage MyPlanet fundraising programme celebrated 20 years of giving last year. This initiative currently contributes more than R6 million a month to a wide range of schools, charities, and conservation organisations. Over the years, it has raised a collective R500 million through 1.2 million active supporters. Through this programme, Woolworths makes contributions on behalf of customers to the charities of their choice when they make purchases. These contributions currently support over 8 214 beneficiaries, including schools, community initiatives, animal and environmental charities.

Country Road Group also contributed A\$883 706 to the programme through its South African customers.



R63 154 575
to MySchool

R6 984 734
to MyVillage

R9 949 460
to MyPlanet

WOOLWORTHS EDUCATIONAL PROGRAMMES

The Woolworths Educational Programmes, launched in 2004, provide a platform for partners such as the Department of Education, schools, and education specialists to collaborate through a suite of primary school and high school initiatives that provide teachers and learners with educational resources and a range of experiential components. More than 2 662 primary and high schools in KwaZulu-Natal, Gauteng, Western Cape, and Eastern Cape, take part in the Woolworths Educational Programmes.

The high school programme is a design programme targeted towards Grades 10 to 12 design learners and teachers and promotes sustainable and innovative design. Woolworths makes an annual contribution of R4 million to run these programmes.

R225K
for design via Design Indaba



2 662
*schools benefitting from the
Woolworths Educational Programmes*

CASE STUDY

LITERACY IS FREEDOM

In support of National Reconciliation Week, David Jones created awareness and raised funds for The Australian Literacy and Numeracy Foundation (ALNF). The ALNF is one of David Jones' long-term charity partners and delivers community-led, sustainable, and impactful programmes that train parents, carers and educators to teach literacy skills to children in indigenous, refugee, and marginalised communities.

The Literacy is Freedom campaign leveraged the standing of Adam Goodes, David Jones Brand Ambassador, to increase awareness around the gap in literacy standards that prevails between Aboriginal and Torres Strait Islander children, and the children in the broader Australian community. Through a combination of customer donations and business contributions, the campaign raised over A\$100 000 for the ALNF. This contribution will fund a new literacy centre for the indigenous community in Kenmore Park in the APY Lands - a very remote location in South Australia.

During National Reconciliation Week, David Jones CEO, David Thomas, hosted an inspiring event at head office where employees were joined by Adam Goodes, Kim Kelly (ALNF CEO) and Jeremy Donovan (ALNF Ambassador), who shared their own stories and experience of the power of literacy in shaping and changing lives. All employees wore Literacy is Freedom t-shirts on the day and the event was followed by a sock puppet-making workshop. The puppets will be used in ALNF's literacy programmes to assist learners with their articulation and language.

THE WOOLWORTHS TRUST HAS DONATED R10 MILLION TO SUPPORT THE NATIONAL EDUCATION COLLABORATION TRUST



A\$100K
*raised for the
Australian Literacy and
Numeracy Foundation*



A\$170K
*raised via the
David Jones partnership
with The Smith Family*

THE NATIONAL EDUCATION COLLABORATION TRUST

Woolworths continues our partnership with the National Education Collaboration Trust (NECT), a partnership initiative involving government, business, labour, and civil society aimed at improving learning outcomes, with a particular focus on ensuring 90% of learners pass mathematics, science, and languages with at least 50% by 2030. The Woolworths Trust has donated R10 million to support this work.

THE SMITH FAMILY PARTNERSHIP

The Smith Family provides disadvantaged Australian children with the tools and support they need to thrive at school and university. In 2017, David Jones supported The Smith Family as their Christmas charity partner, raising more than \$170 000 to provide educational support for these children. These funds were raised through the sale of various products and with the support of David Jones Brand Ambassador, Adam Goodes.

FOOD SECURITY

EDUPLANT

Through our 14-year relationship with EduPlant, a relationship co-ordinated by Food and Trees for Africa, we have been helping communities to grow their own food gardens using efficient techniques such as permaculture gardening. Our engagement with EduPlant takes the form of workshops on permaculture techniques for educators. We have donated more than R32 million worth of assistance to EduPlant in total for 14 years.

PARTNERSHIP WITH FOODFORWARD

To complement our food security projects, Woolworths has partnered, for three years, with Food Forward to address food security. This is a partnership that will enable FoodForward to provide an additional 1.2 million meals annually to the needy through redistribution of the edible surplus food collected from producers, manufacturers, wholesalers, and retailers such as Woolworths. FoodForward is an organisation that was formed in 2009. Its main aim is to recover perfectly edible food that would otherwise go to landfill, and redirect to the needy.

**WE HAVE PARTNERED
WITH FOODFORWARD SA
FOR FOOD SECURITY**

PRODUCT DONATIONS

To address the issue of food security, we have established a system whereby we divert our surplus food from going to waste from every Woolworths Food store. We give this food to needy communities via structured charity organisations. In the last year, we donated over R570 million worth of food to these needy causes.

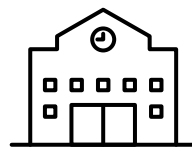
In addition, R51.1 million worth of surplus clothing was donated to charities through The Clothing Bank. In Namibia, Woolworths gave clothing items to the value of N\$80 000 to the Director of Disaster Risk management for distribution to people affected by natural disaster.

In the last year, Country Road Group donated over A\$5.3 million worth of surplus clothing to the Red Cross in Australia and New Zealand. Clothing donated by David Jones generated revenue of A\$368 000 for their charity partner, The Smith Family.



R32M
donated to EduPlant

1.2M
*meals annually
through FoodForward*



450
*schools benefitting
through EduPlant/
Woolworths partnership*

R570M
*worth of surplus food
donated to needy
communities*

COMMUNITY RESILIENCE

Through continuous collaboration with key partners, David Jones and Country Road Group support a number of community initiatives that aim to improve social outcomes in the areas of physical and mental health and empowerment of children from disadvantaged backgrounds. This is done in various ways including direct cash contributions, in-kind donations, customer donations, employee fundraising, payroll giving, and volunteering and mentoring programmes. Collectively, David Jones and Country Road Group contributed A\$10 million towards Australian communities.

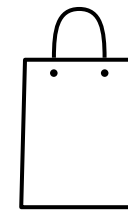
COUNTRY ROAD REDKITE PARTNERSHIP

Redkite is one of Australia's leading cancer charities for children and young people. Country Road has raised close to A\$117 000 (2017: A\$144 000) for Redkite through customer, corporate, and employee fundraising. Country Road employees also packed 700 support packs to provide essential items to families with children diagnosed with cancer. Country Road employees have packed 5 857 support packs since the beginning of the partnership.

MIMCO OUR WATCH PARTNERSHIP

MIMCO, through its three-year partnership with Our Watch, has raised a total of A\$693 000 through proceeds from the sale of Mimco X Our Watch products, adding A\$152 000 in this financial year. The profits of this collaboration continue to fund education tools and resources for parents of young children to drive nationwide change in the cultures and behaviours that can lead to violence against women.

*David Jones opened its
sixth in-store Rose Clinic.
Rose Clinics provide free
in-store breast screening
service for women over 40
years of age and screen about
35 000 women each year*



*Country Road has
donated \$1.4 million and*
5 857
*support bags over 10 year
partnership with Redkite*



*Witchery celebrated the
10th anniversary of the White
Shirt Campaign, raising
A\$11.7 million for Ovarian
Cancer research to date*

CASE STUDY

10 YEARS OF THE WITCHERY WHITE SHIRT CAMPAIGN

In April 2018, Witchery celebrated the 10th anniversary of the White Shirt Campaign by launching a collection of 10 white shirts and partnering with 10 inspirational women to front the campaign. For every white shirt sold, Witchery donated 100% of the funds to the Ovarian Cancer Research Foundation (OCRF). Over A\$1.4 million was raised during the campaign period. The campaign culminated on May 8, White Shirt Day, which coincided with World Ovarian Cancer Day, where the community is encouraged to join the global movement and wear a white shirt. Since the partnership began in 2000, Witchery has raised over A\$11.7 million for the OCRF. Witchery's ongoing support has enabled the OCRF to appoint several full-time research scientists and buy vital medical equipment to assist with their efforts in developing an early detection test.

The next step will be engaging in clinical trials which will involve recruiting 100 high-risk women per year for three years. Should the screening trial be successful, a larger clinical trial will be established which introduces the Active Ratio Test as a screening tool for the general population. The long-term goal of this project is to develop a test that becomes part of a woman's regular screening schedule that will mean a far better prognosis for Australian women.

EMPLOYEE INVOLVEMENT

Our employees are encouraged to give back to their communities through a variety of initiatives either linked to national commemorative days such as Mandela Day, or philanthropic activities run by business units to foster a culture of giving. Communities and organisations that benefit from this range from those that assist the elderly, children, people with disabilities, or animals.

MANDELA DAY

Annually, South Africans pay tribute to struggle icon, Nelson Mandela, through various initiatives that are actioned on his birthday on 18 July. The call to action on this day is for South African citizens to devote at least 67 minutes of their time to helping others, as a tribute to Madiba's legacy. Our employees contribute by nominating and getting involved with 67 organisations. Each organisation receives R5 000 from The Woolworths Trust as a kick-start for their project. In addition, in collaboration with the National Education Collaboration Trust's (NECT) Fresh Start Schools (FSS) project, employees also had an opportunity to donate funds that were ring-fenced to buy school shoes for learners at severely under-resourced FSS schools across the country.



Mandela Day 2017

TEAM UP FOR A JUST CAUSE

The Woolworths Trust also invites staff to 'team up for a Just Cause'. The Woolworths Trust gave each team R10 000 seed funding to get them started. Over and above that, The Woolworths Trust committed that, for every team that reached its fundraising target, it would match the funds up to R40 000. This initiative is not only to raise funds for worthy causes but to also enable team-building within the business. There are about 20 charities that have benefitted from a total of R1.7 million in the last year.

COUNTRY ROAD GROUP 'DO GOOD' PROGRAMME

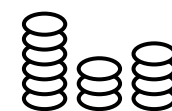
The Country Road Group 'do good' programme encourages employees to take their annual day of volunteering leave. This year, 125 staff members made use of this day, with a total value of hours donated amounting to over A\$42 000. The group CEO and 20 team members used their time to plant 1 600 trees along the St. Kilda foreshore in partnership with Conservation Volunteers Australia and the City of Port Philip. Employees also donated over A\$5 416 to 50 charities through the Good2Give workplace giving programme.

WOOLWORTHS NAMIBIA

For World Food Day, our employees in Namibia showed support by contributing to the Otjomuise Primary School feeding programme. This donation was made within the Ministry of Education's 'Friends of Education Framework' and the Public Private Partnership Strategy for school feeding. To benefit an additional 500 children, the donation took the form of cooking utensils as well as food.

WORKPLACE GIVING PROGRAMME

David Jones relaunched their Workplace Giving programme and invited 10 charities to head office to meet staff. Employees donated A\$17 599 this year and David Jones matched this amount. Since the launch, David Jones has had a 71% increase in donations.



R4M

raised through Woolworths Just Cause initiative in two years



1 100

pairs of shoes for Mandela Day



7

schools for Mandela Day



N\$70K

worth of donations in Namibia

CAUSE-RELATED MARKETING AND PARTNERSHIPS

Our cause-related marketing initiatives create awareness and raise funds for important conservation- and sustainability-related issues. Through the sale of certain products, funds are collected and donated to nominated organisations. In the last year, Woolworths raised over R1.8 million through the sale of bags and bracelets. These funds go towards programmes supporting the conservation of rhino and other endangered species, as well as raising funds for campaigns such as breast cancer awareness and Operation Smile.

SPONSORSHIP

Our sponsorship policy aims to facilitate our activity as a dynamic role player and deliver to our business strategy. Some of our key sponsorships include Design Indaba and the Cape Epic mountain bike race. No political donations were made, in line with our policy.

David Jones donated A\$1 from every lipstick & lip gloss and raised

A\$58 000

in total during Look Good Feel Better Month

A\$30K

raised for the National Breast Cancer Foundation through the sale of David Jones Pink Ribbon merchandise

LOOKING FORWARD

We look forward to what our partnership with UNICEF brings in this exciting three-year relationship to make a meaningful difference to the work of the National School Nutrition Programme (NSNPI). This partnership aims to improve the capacity of about 100 Volunteer Food Handlers to provide balanced meals, in hygienic conditions, to meet the nutritional needs of about 50 000 learners at 50 under-resourced schools in Gauteng.

HEALTH AND WELLNESS

Our Strategy

The changing attitudes towards health and wellness are such that holistic health is underpinned by not only healthy eating and living healthy lifestyles, but also knowing what is in the foods we eat. This has shifted the definition of what health and wellness means to make way for a more personalised approach to meet individual needs.

Our employees are central to our health and wellness strategy. Without them, we would not be able to deliver to our customers' needs. We aim to create a safe and healthy environment with necessary support structures to enable employees to thrive both at work and at home.

We also realise that our customers' family health, security, and happiness are a top priority, so we aim to be a one-stop shop for all our customers' health and wellness food needs.

QUICK ACCESS TO SECTIONS



47
—
GOOD FOOD
JOURNEY

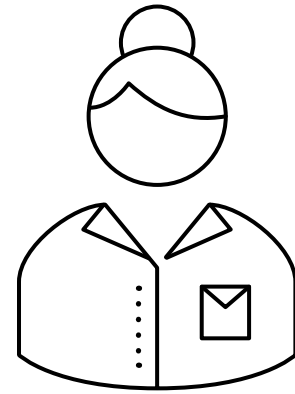
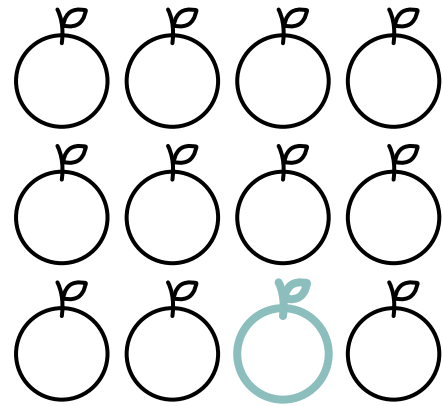
49
—
EMPLOYEE HEALTH
AND WELLNESS

52
—
PRODUCT SAFETY
AND INTEGRITY



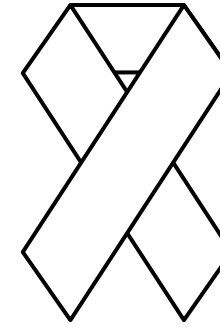
319 559

active customers on the Vitality
HealthyFood™ programme



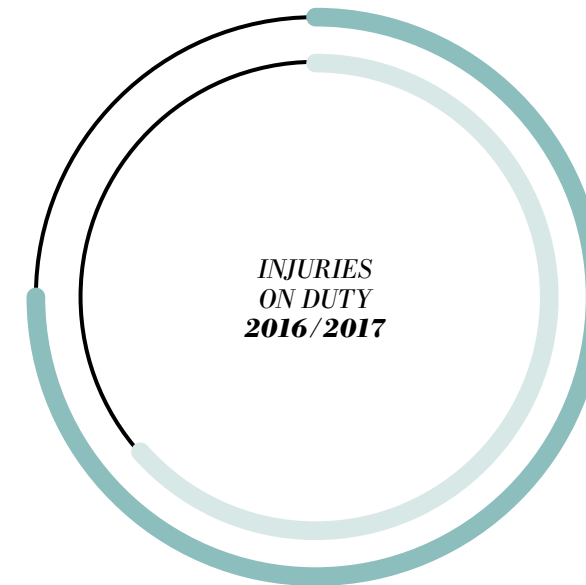
17

Employee Assistance
Practitioners for Woolworths



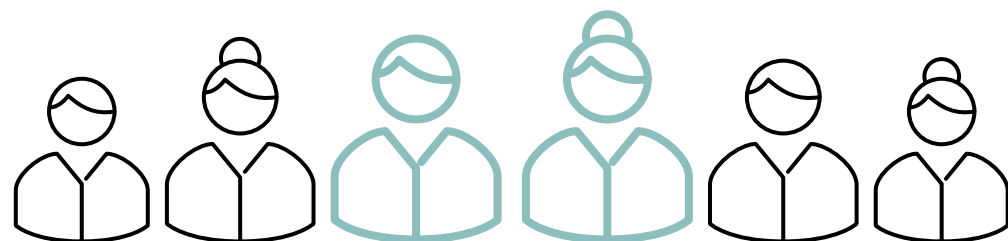
**3 729 EMPLOYEES
MADE USE OF THE FREE
WELLNESS SCREENING,
WITH 2 826 SCREENING
FOR HIV**

HEALTH AND WELLNESS SUMMARY



**INJURIES
ON DUTY
DECREASED
BY 15%**

2016 (832)
2017 (724)

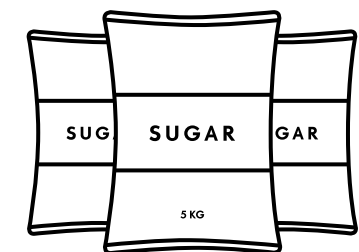


2 090

employees across WHL made use of the
Employee Assistance Programme in 2017



11.0 tons of
salt removed
from our
products
this year



43.3

tons of sugar removed from
our products this year

GOOD FOOD JOURNEY

The Good Food Journey is our initiative dedicated to offering food that's better for our customers, better for the environment, and better for the people who produce it. Over the years, we have delivered to this in a wide variety of ways, as outlined below.

NUTRITION COMMITMENT

We are committed to promoting a holistic approach by providing delicious, nutritionally balanced food solutions to our customers through:

- Inspiring healthy lifestyles by making healthy eating satisfying, delicious, and convenient
- Innovating to improve the nutritional quality of our foods by always considering the nutrient profile of products
- Promoting healthy and informed nutritional choices through customer communications with clear nutrition information
- Expanding our list of restricted ingredients: no tartrazine, no azo-dyes, no MSG or glutamate flavour enhancers, minimal use of additives and preservatives, no added trans fats or hydrogenated vegetable oils, minimal sugar and salt, and reduced saturated fats

As part of this ongoing nutrition commitment, we are also working towards reducing the sugar and salt content of our private label food products.



Living well starts with eating well

FOCUS ON AWARENESS ABOUT NUTRITION

In February each year, David Jones promotes 'Nutrition Month' with its employees to encourage healthy eating at work and at home. This year saw the launch of David Jones' healthy recipes cookbook, called 'Our Recipe for Wellbeing', containing 210 recipes from David Jones employees.

David Jones has committed to ensuring customers are able to make healthy choices by adopting the Australian government's voluntary Health Star Rating on the front of pack of all relevant David Jones food products.



David Jones' wellbeing programme

INSPIRING & PROMOTING HEALTHY LIFESTYLES

CASE STUDY

#STARTSWITH CAMPAIGN

To celebrate wellness, Woolworths launched a '#startswith' challenge last year. The seven-week online challenge had the sole purpose of motivating customers to make better food choices as well as maintaining a healthy body through exercise. Customers were encouraged to document their journey by posting pictures tagged with #startswith. At the end of the seven weeks, the committed individuals won prizes to the collective value of R100 000.



WE ARE BUILDING AN 'INTEGRATED WORLD OF BEING'

VITALITY HEALTHYFOOD™

Woolworths has partnered with the Vitality HealthyFood™ programme for five years. This partnership incentivises and rewards customers for making healthy food purchasing decisions. We currently have 319 559 customers (2017: 388 883) who have linked their Woolworths loyalty cards to Vitality and can receive up to 25% cash back when they purchase Vitality™ linked products.

Customers can purchase foods that contribute towards preventing lifestyle-related chronic diseases, such as diabetes, heart disease, and certain cancers, using this rewards system.



1 088

HealthyFood™ choices linked to Vitality rewards

FOCUS ON NUTRITION IN EDUCATION

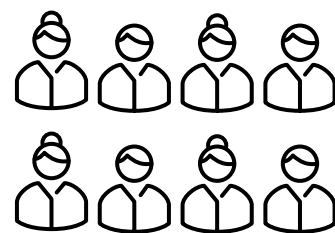
Woolworths helps educate primary school learners and their parents on nutrition through the Woolworths Educational Programmes. We provide curriculum-based resources for schools, including learner talks focusing on where food comes from, as well as on healthy living, learner visits to our stores, and dietitian-led store tours for parents focusing on child nutrition. We have also launched 'Little World' tours for moms with toddlers (ages 4 – 6) and have conducted three to date.

DIABETES DAY

Diabetes is now the second leading cause of death in South Africa. An estimated four million South Africans have diabetes, and many of them are not even aware that they have it. There are over 10 000 new cases of diabetes annually in the public sector alone. It is for these reasons that annually on World Diabetes Day (14 November), we take part in raising awareness of this scourge. We also use our platforms to educate our customers, through a series of dietitian-led store tours across the country, on how good nutritional choice are essential in managing diabetes.

EMPLOYEE HEALTH AND WELLNESS

Promoting health and wellness in the workplace is seen by all operating companies within the WHL Group as vital in fostering optimal employee performance and wellbeing. This work, along with our Employee Assistance Programmes, is supported by teams of occupational health practitioners across our operations. We also support and engage in a range of community awareness initiatives, health weeks, and other wellness campaigns to raise awareness on a much broader scale within our corporate environment, supply chain, and the communities we impact. Where required, our employees can use these, in partnership with their medical practitioners, to monitor chronic illnesses.



29

Health and Wellness Practitioners across WHL

MENTAL HEALTH AWARENESS AND SUPPORT

Through our Employee Assistance Programme, we also offer psycho-social support services such as free and confidential counselling to employees and their immediate family members, to help improve mental health and personal resilience.

On an annual basis, David Jones also runs Mental Health Awareness Month and supports RUOK? Day to actively promote discussion about mental illness and encourage affected employees to seek help through the EAP, from family, friends, or qualified mental health professionals.

Country Road Group has also updated the Personal Carer's Leave Policy to enable employees to access their paid personal carer's leave entitlements in the event they face situations of violence or abuse in their personal life that may affect their attendance or performance at work.



3

free counseling sessions per employee annually at Woolworths



David Jones continues to provide cash and in-kind support to its BreastScreen partners, totalling A\$1.1 million in 2018

EMPLOYEE ASSISTANCE PROGRAMME

All companies have professional and confidential counselling services rendered via in-house EAPs (Employee Assistant Programme), designed to assist with personal concerns such as primary healthcare services and advice that may or may not impact on productivity or work performance.

These concerns include, but are not limited to, health (including mental health), relationships and family, financial and legal, alcohol and substance misuse, grief and bereavement, trauma, and critical incidents.

BREAST CANCER AWARENESS

Breast cancer affects women from both developed and less developed economies. However, the incidence of breast cancer continues to increase rapidly in developing economies because it is often only diagnosed in its late stages due to inadequate health systems. Awareness and early screening is essential in reducing risk. In the month of October, WHL raises awareness around breast cancer through various initiatives.

In a partnership with the National Breast Cancer Foundation, David Jones is the exclusive department store retailer of Pink Ribbon merchandise during Breast Cancer Awareness Month. In addition, David Jones also partners with BreastScreen associations in each state and has established Rose Clinics within six flagship stores, where women over the age of 40 can receive free breast cancer screening.

HIV/AIDS AND TUBERCULOSIS (TB) MANAGEMENT

HIV/AIDS remains a globally significant public health challenge and is the only infectious disease to make the World Health Organisation's (WHO) top 10 list. It affects around 36.7 million people, the majority from low- and middle-income countries. According to WHO, Africa, with 25.6 million people living with HIV, has the highest prevalence of HIV/AIDS cases in the world. East and sub-Saharan Africa are the hardest hit regions in Africa and the world at large. This region is home to only about 7% of the world's population but has over 50% of those living with HIV globally. HIV-positive people are often more at risk of contracting opportunistic infections, with tuberculosis the leading cause of death among people with HIV. Due to this, TB has become part of the standard screenings. To address some of the challenges that come with HIV/AIDS/TB, we have adopted a company-wide HIV/AIDS and TB policy, last reviewed in June 2015.

Woolworths is committed to aligning with the applicable national legislation which informs our HIV/AIDS and TB policy. We recognise that HIV/AIDS/TB could potentially affect our workforce, and consequently business productivity, and recognise our role as an employer to assist in the management and monitoring of HIV/AIDS/TB through leadership, strategic planning, and implementation of cost-effective and sustainable measures.

In respect of employees living with HIV and AIDS, Woolworths treats the disease no differently than other life-threatening or chronic diseases. Woolworths provides a supportive environment that minimises the impact of the disease on both the employee and our business through sustainable interventions focusing on prevention and addressing risk.

Our employees receive the requisite treatment via the Woolworths Clinical Management programme run by Momentum Health, the 'HIV Your Life Programme', and if they do not have access to a medical aid, they are eligible for all employee benefits.

We also provide free voluntary HIV/AIDS/TB screening and counselling to all employees. In addition, we ensure the distribution of condoms in all our facilities.

INJURIES AND ABSENTEEISM

WHL has very clear policies on absenteeism from work. All employees are entitled to paid sick leave, as per legislation. Extended absenteeism due to incapacitation of any sort is dealt with on a case-by-case basis.



All employees on learnerships receive two hours of HIV/AIDS training

HIV/AIDS REMAINS A GLOBALLY SIGNIFICANT PUBLIC HEALTH CHALLENGE



PRODUCT SAFETY AND INTEGRITY

PRODUCT SAFETY, FOOD SAFETY, AND INTEGRITY

Woolworths is committed to maintaining the highest possible levels of product safety throughout the business. Product design and manufacture are always assessed against stringent safety standards. This is critical to Woolworths, and mechanisms are in place to ensure that consumers are offered products which have undergone thorough testing and rigid process control to ensure they are safe.

PRODUCT RECALLS

Woolworths has a robust product recall process in place, whereby products posing a safety risk are removed from the shelves within two hours of the respective executive being made aware of the risk.

In the last year, we have had two product recalls. In December 2017, children's T-shirts were recalled when we became aware that a supplier had used animal fur on the pom-pom trims, in contravention of our policy and promise to customers that we do not sell anything made with real animal fur. Following the announcement by the Department of Health in March 2018 of the source of South Africa's 2017 Listeriosis outbreak, as a precautionary measure, we recalled a limited number of viennas and cold meats. Customers who had any of the listed products were asked to return the products to their local store for a full refund.

CHILD SAFETY

From our no-pin policy and metal detectors in factories to using the softest and most protective fabrics, Woolworths is committed to maintaining the highest possible levels of product safety through the design and manufacturing of our baby and children's clothing.

GENETICALLY MODIFIED CROPS

Woolworths has reduced the number of products containing ingredients derived from GM crop sources in private label foods. Less than 2% of Woolworths private label foods remaining are labelled 'May be GMO' or contain ingredients potentially from GM crop sources.

LOOKING FORWARD

In 2017, we launched our health manifesto – a commitment to our customers to continue inspiring healthy lifestyles through offering a wide range of sustainably sourced and healthy food products. We also want to continue ensuring that the production of our food has not only our customers' wellbeing in mind but also the wellbeing of our communities and planet.

***ALL WOOLWORTHS
SUPPLIERS
ARE AUDITED
INDEPENDENTLY
AGAINST
FOOD SAFETY
AND HYGIENE
STANDARDS***

ETHICAL SOURCING

Our Strategy

Ethical sourcing refers to the procurement of products as well as raw material commodities in ways that promote a healthy environment and the rights of people within the supply chain. When done correctly, ethical sourcing has the potential to improve lives, empower communities, and conserve natural resources.

Our primary responsibility is towards our private label suppliers and supply chains. This is where we can exert the greatest influence for positive change and monitor performance. Where possible, we also engage with branded suppliers to ensure our standards are understood and upheld and to build capacity where required.

We aim to create long-term, value-sharing relationships with our direct suppliers to ensure that the products we source are in accordance with our exacting requirements, and that the fundamental human rights of those we buy and sell from are protected and respected.

QUICK ACCESS TO SECTIONS



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HOW WE ENSURE AN
ETHICAL SUPPLY CHAIN

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WHERE WE
SOURCE FROM

57

HUMAN RIGHTS
AND ETHICS

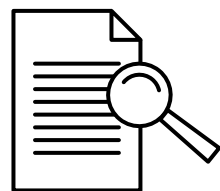
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RESPONSIBLE SOURCING
AND TRACEABILITY

65

REDUCING
ENVIRONMENTAL
IMPACTS

HOW WE ENSURE AN ETHICAL SUPPLY CHAIN



1. POLICIES

We expect our suppliers to share our vision and Business Codes of Conduct. Our code is underpinned by the ILO conventions and the ETI base code.



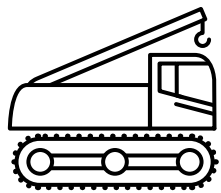
2. ETHICAL AUDITS

We're a member of SEDEX, a transparency tool for ethical auditing. We are working to convert our suppliers to SMETA or other globally recognised audit protocols using the SEDEX data platform, but also continue to audit those who have not yet made the switch against our own independently verified ethical audit protocols.



3. PARTNERING

We partner with best-in-class organisations, standards, and certification schemes to tackle complex and systemic issues to further strengthen our relationships with our suppliers.



4. BUILDING CAPACITY

Training our staff in human rights, ethics, and responsible commodity sourcing is key to driving progress.

WHL IS A SIGNATORY TO THE UN GLOBAL COMPACT

This means operating in ways that, at a minimum, meet fundamental responsibilities in the areas of human rights, labour, environment, and anti-corruption

WHERE WE SOURCE FROM



1 260

WHL suppliers globally

Sourcing from across

50

countries

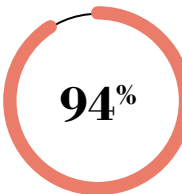
51% of Woolworths Fashion, Beauty and Home products are sourced from the Southern African Development Corporation (SADC)

Our fashion businesses continue to work on improving traceability through the supply chain and are currently able to trace raw materials to a range of countries, including Australia, China, Pakistan, India, Spain, Portugal, and South Africa

HUMAN RIGHTS AND ETHICS

ETHICAL COMPLIANCE

The social and ethical implications of manufacturing in a global supply base are seriously considered. All our suppliers and service providers, whatever their location, are bound by our Code of Business Conduct, which is aligned with the International Labour Organisation's conventions in relation to ethical trade and the Ethical Trade Initiative base code, as outlined in our Ethical Trade position statement. Suppliers undergo regular social compliance checks conducted by independent auditors, or are required to supply audit reports from independent auditors, to ensure they meet the standards of the Codes.



WSA Fashion
(Target 94%)



**David Jones
Private Label**
(Target 95%)



Country Road Group
(Target 95%)

SEDEX

Woolworths has been rolling out SEDEX, a web-based platform for sharing ethical data, across its supply base since 2013. This programme helps companies manage ethical supply chain risk and streamline the challenge of engaging with multi-tier supply chains by providing a single platform for ethical audit performance transparency, enabling greater efficiency and consistency. A business wide process is underway to convert our supply base from our existing social and ethical compliance audit protocol to the SEDEX Members Ethical Trade Audit (SMETA), which is one of the most widely used ethical audit formats in the world. Currently, Woolworths Food has converted 10% of its SA supply base to SEDEX, while all fashion vendors from Southern Africa (approximately 75) will be converted to (one-tier) SMETA audits by December 2018.

David Jones has 94% of its private label suppliers registered on SEDEX, and Country Road, 21%.

HUMAN RIGHTS TRAINING

During the course of the year Woolworths Food and Fashion quality, innovation, and buying teams attended ethical sourcing and human rights awareness training courses. Through a series of training sessions in the year, the Woolworths Food teams were also made aware of possible modern day slavery in areas where we source from.

**1 535 DAVID JONES
EMPLOYEES RECEIVED
ETHICAL SOURCING AND
HUMAN RIGHTS TRAINING
IN THE YEAR**

CASE STUDY

EMPOWERING MARGINALISED COMMUNITIES WITH MIMCO X ETHICAL FASHION INITIATIVE

Country Road Group is committed to promoting ethical sourcing beyond compliance and supports organisations that empower marginalised artisans through fair work opportunities.

In the last year, MIMCO launched three collections in partnership with the Ethical Fashion Initiative (EFI) – the Indi-Go-Go Collection, the Unite basket, and the Biome Collection.

These collaborations make use of the EFI's RISE tool, which enables transparency and also outcomes-based data to be collated and shared with customers.

Since 2015, MIMCO has produced 12 collections from design hubs in Kenya and Haiti, with over 15 000 pieces being handcrafted throughout the partnership. This has provided work to over 1 400 artisans – 86% of whom are women.

The initiative continues to deliver tangible results. Within the four community groups involved in the production of MIMCO's Biome Drop Earring this year:

- 48% of the artisans saved their earnings and 52% invested in education, health and nutrition, housing, and small businesses
- 100% of the participants received training, thus boosting their income-generating prospects
- 100% of the artisans were content with their working conditions, income, and environment



BAPTIST WORLD AID ETHICAL FASHION REPORT

This is Australia's most prominent and high-profile report detailing ethical performance among the country's largest fashion brands. This year, Country Road Group received an A- and David Jones received a B-.

DJ'S FASHION REVOLUTION CAMPAIGN: #WHOMADEMYCLOTHES

During Fashion Revolution Week 2018 (April 23-29), David Jones launched an exclusive 23-piece capsule collection in support of the global movement that encourages consumers to ask #whomademyclothes.

The campaign ran in partnership with four of Australia's leading fashion designers: Manning Cartell, Nobody Denim, Viktoria & Woods, and Bianca Spender, and celebrated local, ethical, and sustainable fashion as a positive force for change. The capsule collection was made in Australia and accredited by Ethical Clothing Australia to ensure fair wages and safe working conditions for the garment workers.

Extending the message even further, Bianca Spender's capsule collection was produced in collaboration with The Social Outfit, an Australian social enterprise that provides employment and training opportunities to people from refugee and new migrant communities. Nobody Denim utilised recycled materials to add a sustainability element to their collection.

Receiving widespread media coverage and attention, the campaign message and intent to encourage customers to think about who made their clothes was considered, bold, and effective.





Photo by Pablo Merchán Montes on Unsplash

CASE STUDY

A LOOK AT OUR FIRST YEAR IN DAVID JONES FOOD

David Jones premium private label food brand launched in late 2017, with strong alignment to Woolworths Food values. The food offerings include prepared vegetables, salads and fruit, ready meals, and ready-to-eat take home options.

To drive alignment, David Jones Food Action Plan was launched in 2017. Nine key focus areas have integrated the Good Business Journey within the growing food business, including the development of 2020 sourcing targets.

Key highlights from 2017 include:

LABOUR STANDARDS

Ensuring ethical labour standards are upheld in David Jones food supply chain is a priority. Currently, over 90% of private label suppliers have completed the SEDEX requirements. Engagement will continue with key supply chain partners to determine priorities for further due diligence.

ANIMAL WELFARE

David Jones has already achieved some of its 2020 Animal Welfare targets, including the sourcing of all fresh hen eggs as free range and all packaged and meat counter chicken, pork, and turkey as certified free range or RSPCA approved.

SUSTAINABLE RAW MATERIALS

2020 sustainable sourcing commitments have been established for high-risk raw materials, including (but not limited to) cocoa, palm oil, soy, and sugar. In 2017, David Jones published its Sustainable Cocoa position statement and achieved 100% sustainably sourced cocoa in all David Jones private label confectionery.





RESPONSIBLE SOURCING AND TRACEABILITY

It is our intention that, by 2020, all of our key raw commodities will be responsibly sourced, meaning that they are produced in ways that benefit the people that grow and harvest them and the environment they come from.





HOW WE MANAGE COMMODITY SOURCING IN FOODS

HOW WE MANAGE IT		OUR PROGRESS
<p>PALM OIL It is our policy to avoid the use of unsustainable and untraceable palm oil</p>	<p>50% <i>RSPO palm oil in our products.</i> <i>Received an A for palm oil in CDP forests.</i></p> 	<p>Unregulated palm oil production has the potential to result in tropical forest deforestation, climate change, habitat destruction, and loss of livelihoods for indigenous communities. Woolworths was the first South African company to become a member of the global Roundtable on Sustainable Palm Oil (RSPO), and has been working with suppliers and local refineries to create demand and develop the market for sustainable palm oil since 2011.</p> <p>Although Woolworths believes that 97% of all lines containing palm oil are sourcing RSPO palm oil, only 50% is so far certified as sustainable using a mass-balance system. We are working with suppliers to complete the necessary auditing and certification processes. We continue to purchase PalmTrace 'Book and Claim' RSPO certificates to offset the remainder of our use to help increase the production of and demand for sustainable palm oil.</p>
<p>COCOA We want to know that the people who grow and harvest our cocoa beans are paid a fair price, and that environmental impacts are managed</p>	<p>100% <i>of all cocoa sourced for David Jones private label confectionery is responsibly sourced.</i></p> 	<p>We have been working with an international organisation called UTZ since 2012. The UTZ certification programme provides assurance that our cocoa was grownnd harvested responsibly.</p> <p>We have since expanded our responsible sourcing programme to David Jones Food where we are also engaging with other preferred certification standards including Rainforest Alliance, Fairtrade, and Cocoa Horizons (Forever Chocolatel. Our goal is to responsibly source all cocoa used in private label confectionery and cocoa ingredients.</p> <p>Since 2016, we have been sourcing 100% UTZ-certified cocoa for all Woolworths private label boxed, bar, and slab chocolates. Since then, we have been working to convert all of Woolworths cocoa ingredients. Currently, 84% of all products we sell that contain cocoa or chocolate are made with cocoa that is responsibly sourced. We are on track to reach 100% by end 2018.</p> <p>As part of David Jones new food commitments and standards, all private label confectionery now uses 100% sustainably sourced cocoa, with the aim to source 100% certified cocoa from its preferred certification and sourcing programmes by 2025, for all private label products.</p>
<p>COFFEE Our goal is to work with farmers to improve supply and quality, while paying fair prices that allow them to contribute to development in their communities</p>	<p>100% <i>organic and African coffee sold in Woolworths cafés and coffee carts.</i></p> 	<p>We source about 300 tons of coffee for our WCafés and coffee carts each year.</p> <p>Due to persistent challenges with sourcing Fairtrade coffee beans, we have changed our focus to organic certification and the sourcing of African beans.</p> <p>We source 100% organic coffee from Tanzania and Ethiopia directly from co-ops that support in excess of 90 000 farmers. We have started a traceability process with farmers to create a baseline for documenting, monitoring, and reporting effectively. This is in its infancy and will be the priority over the next five years.</p>
<p>SOY We work with suppliers to find a solution to the responsible sourcing of soy</p>	<p>39% <i>equivalent of our soy footprint offset with credits from the Roundtable for Responsible Soy.</i></p> 	<p>The clearing of rainforests or areas of high conservation importance for the production of soy, is a significant risk to ecosystems in countries like Brazil and Argentina where a large proportion of the world's soy is grown. To address this risk, we became a member of the Roundtable for Responsible Soy (RTRS) in 2015. Because of considerable complexity in converting soy used in animal feeds to a responsibly sourced variety, we have started purchasing RTRS credits to promote the uptake and development of the responsible soy industry.</p> <p>Our soy footprint is nearly 25 000 tons, but 99% is used indirectly in animal feed for our dairy (41%), chicken (24%), pork (20%), eggs (11%), beef (2%), and fish (1%) products.</p> <p>This year, we made our first purchase of 9 750 RTRS credits, equivalent to 39% of our total footprint. The credits are only purchased from growers who are certified as meeting the RTRS standard for responsible soy production. One credit is equivalent to one ton of soy. In this way, we are supporting the responsible production of soy. The purchase of these credits offsets our use of soy in chicken, eggs, beef, and fish products.</p>



HOW WE MANAGE COMMODITY SOURCING IN FASHION

HOW WE MANAGE IT		OUR PROGRESS
<p>COTTON</p> <p>We want to help farmers grow their cotton in a sustainable way that’s also good for them and their communities</p>	<div><div>66%</div><div>responsibility sourced cotton across Country Road Group</div><div></div></div> <p>We want to help farmers grow their cotton in a sustainable way that’s also good for them and their communities. Cotton production provides a livelihood for more than 250 million people, but in some parts of the world, it can be highly water and chemical intensive. As we use more cotton than any other fibre across our fashion business, we have an important role to play in transforming the cotton industry, through supporting initiatives such as the Better Cotton Initiative (BCI). BCI is one of the leading global sustainability standards for responsibly sourced cotton and aims to create long-term change by helping farmers to grow cotton in a way that reduces stress on the environment and improves the livelihoods of farming communities. It is a global approach that provides a solution for the mainstream cotton industry, including both smallholders and large-scale farmers.</p> <p>All farmers can benefit from implementing the Better Cotton Standard and the development of a new and more sustainable mainstream commodity. WHL became a member of the BCI in 2014 to support more sustainable cotton production. We also support locally grown cotton (Australian and African), as well as certified organic cotton.</p>	<p>Woolworths is sourcing Better Cotton for the equivalent of 60% of all cotton garments. The SA Cotton Cluster, of which WHL has also become a member, has committed its support of the Better Cotton Initiative, working to promote the Better Cotton Standard at the farm and producer level and help farmers to produce cotton more sustainably.</p> <p>In the past year, Country Road Group has experienced a dramatic uptake in sustainable cotton, with 66% of our cotton now sourced as more sustainable cotton, supporting sustainable farming practices (up from 2% in 2017). This achievement is largely the result of the strong partnership with BCI and our focus on engagement and training programmes with employees and suppliers over the past two years. Country Road Group has also been working closely with Cotton Australia to develop pathways for sourcing sustainable, traceable Australian cotton for its collections.</p>
<p>CELLULOSE</p> <p>Our goal is to drive engagement with our suppliers and cellulose (timber) based fabric producers to avoid the production of fabrics such as viscose and rayon that results in illegal forest degradation or deforestation</p>	<div><div>32%</div><div>canopy compliant cellulosic fabrics in Woolworths</div><div></div></div> <p>In 2015, we partnered with Canopy and 150 other brands as part of the CanopyStyle initiative to promote uptake of responsible sourcing policies among the top 10 global producers (responsible for 70% of global supply). Our goal is to drive engagement with our suppliers and cellulose (timber) based fabric producers to ensure that the production of fabrics such as viscose and rayon does not result in illegal forest degradation or deforestation.</p>	<p>We have tracked the majority of our usage back to the producer. So far, only two of the world’s top 10 producers (Lenzing and Altidya Birlal) have completed the Canopy Audit to confirm that their production is in line with Canopy’s deforestation policy. Currently, Woolworths is sourcing 32% deforestation-free viscose, and Country Road Group 41%. We continue to engage with Canopy, our suppliers, and producers to drive this transformation.</p> <p>Part of our Canopy commitment includes innovation to incorporate more recycled wood content into garments and reducing the need for virgin resource. This year, Country Road was the first major Australian retailer to introduce denim garments made with Lenzing’s innovative TENCEL™ x REFIBRA™ branded lyocell fibres made from a blend of recycled cotton scraps and wood pulp sourced from responsibly managed forests.</p>
<p>LEATHER</p> <p>We are committed to improving traceability and promoting sustainability in the leather supply chain</p>	<div><div>40%</div><div>LWG certified leather in Country Road Group</div><div></div></div> <p>The extraordinary complexities of leather sourcing due to multi-tier supply chains is a global challenge that we, along with many other brands worldwide, are seeking to solve.</p> <p>WHL became a member of the Leather Working Group in 2015, and is also an active participant in the Textile Exchange Beef and Leather working group. Still in its infancy, this group’s objective is to bring together a diverse range of stakeholders to address issues within the leather and beef supply chain.</p>	<p>In the past year, CRG accessories teams completed their second annual supply chain mapping exercise to get a better understanding of where the leather comes from. We know the hide origin of 100% of our leather products and each year we gain more insight into our sources to help us grow our purchasing into tanneries that support our sustainability goals. With 40% of leather products containing leather sourced from LWG-accredited tanneries (up from 20% in 2017), Country Road Group is supporting tanneries that are committed to reducing environmental impact, including water and energy reduction, chemical management, and waste water treatment.</p> <p>The Leather Working Group certification also assesses the ability of leather manufacturers to trace material back to slaughterhouse. Going forward, in 2019, all of Witchery’s leather handbags will support the Leather Working Group standard.</p>

REDUCING ENVIRONMENTAL IMPACTS

CASE STUDY

A BEAUTY 'FIRST' FOR PALM OIL IN SOUTH AFRICA

Palm oil is used widely in everyday cleaning, cooking, and beauty products. The growing demand for this oil has led to numerous negative environmental and social consequences.

In a significant milestone for Woolworths, we are proud to announce that our range of WBeauty soaps are the first locally made beauty products containing RSPO-certified sustainable palm oil. RSPO maintains the global standards for companies throughout the palm oil supply chain so that the legal, economic, social, and environmental impacts of palm oil manufacture are responsibly addressed. Woolworths is one of just seven retailers worldwide approved to use the RSPO logo.



CHEMICALS DETOX

The Detox campaign was launched by Greenpeace in 2011 to expose the links between global clothing brands, their suppliers, and water pollution around the world. It is incumbent on the supply base to use chemicals responsibly and to use those that do not pose unnecessary risks to workers, customers, or the environment. While our Woolworths Code of Business Principles has served us well for many years (including our C99 Environmental, Chemical and Factory Minimum Standards for Dyeing, Printing and Finishing Clothing and Textiles), we are now working with a far more complex range of products from a truly global supply base, against a backdrop of tighter legislation.

Woolworths is committed to zero discharge of all priority chemicals from the whole lifecycle and all production procedures that are associated with the making and using of all products Woolworths clothing sells by 2020. Due diligence and testing is in place to ensure the chemicals adhere to and can be verified against the OEKO-TEX® 100 standard. In addition to eliminating the use of harmful chemicals in the production process, we have banned sandblasting using crystalline silica for all Woolworths denim production. All our suppliers have signed a no-sandblasting policy and we will continue to do regular audits to ensure adherence to this policy.

All Country Road Group manufacturers must sign the Environmental Code of Practice (ECoP) for the dyeing, printing, and finishing of merchandise supplied. This code aims to ensure that within existing technology, no dye or chemical used in the production of garments, fabrics, leather, and/or textile-related products presents an unacceptable health or environmental risk during manufacturing, use, or disposal.



Woolworths, in partnership with 'Style by SA' local fashion designers Rich Mnisi, Thebe Magugu, Selfi, and AKJP, used SA Fashion week in October 2017 to showcase a capsule collection made from Better Cotton. The cotton, sourced from the SADC region and dyed with processes that use only eco-friendly chemicals, was transformed into a range of fashion items aligned with key seasonal trends. Alongside this, Woolworths created an immersive installation featuring sustainably sourced cotton sheeting which was donated to The Clothing Bank, an organisation that Woolworths supports, which helps empower unemployed South African women.





GREEN FACTORIES

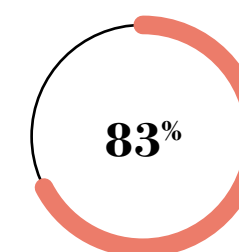
As a business, our success largely depends on the health of the natural environment and the creativity and productivity of the people who work for us and our suppliers. Given that a large proportion of environmental and social impact associated with our products occurs in our supply chain, Woolworths Food launched its Green Factory assessment in 2017.

In this, suppliers are asked to complete a holistic assessment taking into account sustainability management, water, energy, waste, human rights, employee wellbeing, lean manufacturing, transformation, and responsible sourcing. Suppliers are ranked according to their performance with a Red, Bronze, Silver or Gold Rating. Of the 67 suppliers who completed the assessment this year, five were classified as 'Silver'. The intention is to promote enhanced measurement and management of environmental and social metrics for greater efficiency and productivity, as well as to reward and recognise achievement.

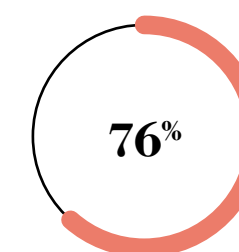
SUSTAINABILITY ATTRIBUTES

In 2012, a list of Good Business Journey product attributes was developed and a public commitment was made that every private label product in Woolworths will have at least one 'sustainability attribute' by 2020. Woolworths wants its customers to be confident that they can buy any product knowing that it is better for them, or for the environment, or for the people that made it.

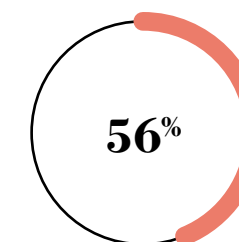
Percentage of products with sustainability attributes



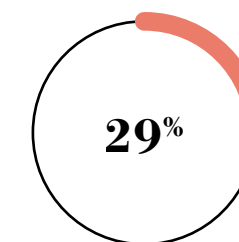
WSA Food
(Private label)



WSA Fashion



Country Road Group



David Jones
(Private label)

LOOKING FORWARD

In 2019, we will be extending the fundamentals of our approach to ethical trade, to help increase visibility of our supply chain and the thousands of suppliers that provide us with the goods and services we use in our business.

Some examples of this in action:

- Working hand in hand with our South African food suppliers to upskill and improve environmental and social performance in our processing factories, with a view to getting all of our local factory sites to complete the assessment
- Building capacity within our teams to equip them with the skills and knowledge needed to advance ethical sourcing across our supply chain. In David Jones, this will include supplier training sessions and webinars

SUSTAINABLE FARMING

Our Strategy

Woolworths is dedicated to selling products that cause minimum impact to the natural environment.

We believe that customers should be able to make educated purchasing choices that satisfy their values, which is why we are aiming to ensure that every one of our products has at least one sustainability attribute by 2020. We promote sustainable food systems through our Fishing for the Future and Farming for the Future programmes. We also drive this commitment through the use of responsibly produced fibres in the clothing that we sell, and promote local production.

Our investment in these programmes is our investment into local economies, food security, and the preservation of natural resources. We adhere to strict animal welfare policies across our Food and Fashion businesses and all of our private label beauty products are endorsed by anti-cruelty organisations, indicating that they are not tested on animals.

QUICK ACCESS TO SECTIONS



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SUSTAINABLE FARMING AND FISHING

FARMING FOR THE FUTURE

Farming for the Future continues to achieve what it set out to do: help farmers grow quality produce while protecting the environment, preserving natural resources, and reducing dependence on synthetic fertilisers, herbicides and pesticides – all without adding to the price the consumer pays.

As this programme has developed throughout the last nine years, our focus has continued to evolve. While many of our primary suppliers are already extremely well advanced in the programme, we have now shifted a greater focus and resource towards upskilling our secondary supplier base. While the total number of suppliers on the programme has remained relatively constant, a much greater proportion of the 331 suppliers that were engaged in the year were secondary suppliers. In total, 136 (2016: 259) of our primary fresh produce, horticulture, and wine suppliers, as well as 195 (an estimated 65%) of our secondary supply base (2017: 87), were assessed against the Farming for the Future standard. Overall, these farmers achieved a 90.4% pass rate (2016: 91%).

Woolworths continues to work closely with WWF's Sustainable Agriculture and Water Stewardship teams to transfer lessons learnt from the Farming for Future suppliers and support the fruit and wine sector as leaders in their collaborative efforts in driving water stewardship.

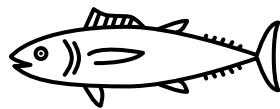


331

suppliers on Farming for the Future

Working with
65%

secondary fresh produce suppliers



80%

seafood meets our wild-caught and aquaculture sustainability commitments

FISHING FOR THE FUTURE

Woolworths remains deeply committed to procuring all seafood from sustainable fisheries and responsible aquaculture operations. In 2012, Woolworths was among the first retailers in South Africa to set time bound seafood commitments that all wild-caught seafood sold in store would be either WWF-SASSI green listed, caught from Marine Stewardship Council (MSC) certified fisheries, or sourced from fisheries that were undertaking credible improvement projects by 2015. Further to this, by 2020, all farmed fish species sold by Woolworths will be either WWF SASSI green-listed, ASC (or equivalent) certified, or from aquaculture operations that are engaged in a credible improvement project.

Of the volume (tonnage) of farmed species sold by Woolworths, 55% currently meets our aquaculture sustainability commitments for 2020 and 80% overall meet our 2020 commitments (2016: 75%). We continue to work with a range of partners, including WWF-SA and the Marine Stewardship Council (MSC), to ensure that we meet our 2020 commitments through focusing on key strategic species.

GMO

Our preference is to avoid the use of genetically modified ingredients in Woolworths private label food. This has been our policy since 1999. Currently, less than 2% of Woolworths labelled food products contain ingredients derived from potential GMO sources. We are continuously investigating sustainable and commercially viable alternatives, and remain committed to reducing the number of products that contain ingredients from GMO crop sources.

WWF CONSERVATION CHAMPIONS

The WWF Conservation Champions continue to support best practice and long-term conservation in the wine industry and transfer learnings through farmer information days, joint in-field workshops on areas of key environmental risks such as waste water, water stewardship, alien clearing and fire management. Two additional Woolworths wine suppliers are currently in the process of upgrading to Conservation Champion status.

SIZA ENVIRONMENTAL STANDARD

The WWF Sustainable Agriculture team, partnering with BlueNorth, have completed the development and piloting of the comprehensive SIZA Environmental Standard in the South African fruit sector and are working closely with the SIZA Programme (www.siza.co.za) to support full integration and servicing of this environmental assurance process under the auspices of the SIZA Programme going forward. Three key Woolworths fruit suppliers in the Ceres (Upper Breede/ Berg water stewardship) region have been supported to develop Biodiversity Management plans and long-term conservation commitments to preserve high value conservation areas on these farms as part of their ongoing commitment to sustainable farming.



IMPROVING ANIMAL WELFARE STANDARDS

ANIMAL WELFARE IN FOODS

We believe it is our ethical obligation to ensure that our suppliers treat the animals in our supply chain with respect and in the most humane way possible, and are committed to continuous improvement in all aspects of animal welfare, including the following:

FREE RANGE

We stopped selling whole eggs from caged hens in 2004, and were the first SA retailer to do so. Today, all whole eggs and 98% of egg ingredients sold in Woolworths private label products are free range.

Woolworths continues to sell extensive lines of free-range chicken, beef, and lamb, which means they are able to eat a natural diet and are not given routine antibiotics or growth promoters.

David Jones’ Good Business Journey Food Action Plan was launched in 2017. Nine key focus areas have integrated the Good Business Journey within the growing food business. As part of this, animal welfare targets have been developed, with several milestones already having been achieved, including the sourcing of all fresh hen eggs as free range and all packaged and meat counter chicken, pork, and turkey as certified free range or approved.

KINDER TO SOWS

In 2014, we announced plans to start sourcing pork from farms that no longer use sow stalls to restrain pregnant sows for prolonged periods of time. In 2016, we completed the sourcing implementation of ‘Kinder to Sows’ into our fresh pork products and introduced on-product messaging.

The last year has been an incredibly challenging year for the SA pork industry due to a significant listeriosis outbreak. Despite this, we did expand our ‘Kinder to Sows’ offering to include easy-to-cook ranges, barbeque, and all bacon and gammon lines.

OUTCOME-BASED MEASUREMENT PROGRAMME

Woolworths is in its second year of collaboration with the Food Animal Initiative (FAI), aimed at strengthening our approach to animal welfare across our supply chain using outcome-based measures – which is an evidence-based approach guided by latest science and best practice.

In the last year, the Woolworths Outcome Measures Programme focused deeper on animal welfare measures, building upon an expanding data set for all free-range chicken and laying hens, as well as pork and dairy products. In addition, outcome based measures have been devised for beef, lamb, and certain aquaculture species. We are developing practical tools to help farmers, such as a ‘Dairy Workbook’ which aims to assist dairy farmers in understanding key issues and recording data.

In the coming year, our goal is to use the data obtained to identify areas for improvement and to communicate this to our suppliers. In doing so, we will continue to benchmark against international best practice.

CASE STUDY

rBST LABELLING ON AYRSHIRE MILK

BST is a naturally occurring protein hormone produced by dairy cows to regulate their milk production. rBST is a synthetic version of BST, often given to cows to increase their milk production. Since 2002, Woolworths has not administered rBST to any of their Ayrshire dairy cows in response to customer demand, and our products reflected this in labelling since 2006. Despite undergoing stringent independent audits, the SA Department of Agriculture, Forestry and Fisheries (DAFF) ruled in 2014 that rBST-free claims needed additional verification, namely testing of the milk, a test which was not available at the time. This required the removal of labelling from our products. In 2017, following requisite testing, Woolworths reintroduced rBST-free labelling onto milk packaging, following the introduction of the requisite testing from DAFF of Woolworths audit protocol, which now also includes rBST hormone testing.



ANIMAL WELFARE IN FASHION, BEAUTY, AND HOME

WE SUPPORT THE FOLLOWING PRINCIPLES FOR ANIMAL WELFARE:

ANIMAL TESTING	We do not permit the testing of our products on animals. Since 2008, Beauty Without Cruelty has approved the entire Woolworths private label range of cosmetics and toiletries. In addition, this year, David Jones’ entire private label beauty range achieved PETA Cruelty Free accreditation.
ANGORA	Woolworths does not support live plucking in any form. The WHL Group ceased ordering products containing angora in January 2014.
FUR	We do not permit the use of any natural fur or farmed fur in our products. Woolworths is a proud member of the Fur-Free Alliance. In December 2017, Woolworths discovered that real animal fur had been utilised in three children’s t-shirts. As soon as we became aware of this, the product was removed from our shelves, and pending independent testing to confirm this, the product was recalled. Woolworths’ Animal Welfare policies form part of our contractual agreements with our suppliers, which they are obligated to adhere to. In this instance, our supplier purchased trims from a third party based on our synthetic specifications and did not test whether the fibre was synthetic or from animal fur. We are now placing additional emphasis on managing these sourcing processes better.
FEATHERS & DOWN	Duck and goose down must not be obtained from live plucking. We aim to source from suppliers that are Responsible Down Standard (RDS) compliant. We are also looking to synthetic alternatives in our products including recycled PET in pillows, duvets, and jackets.
WOOL	WHL Group takes a proactive approach to sourcing a sustainable supply of wool that is non-mulesed, supporting local wool industries in South Africa and Australia, and sourcing non-mulesed wool where possible.



SUSTAINABLE FIBRES

In recognition of the impact that cotton farming has on global land, soil, and water resources, we continue to drive the use of fibres produced in a more responsible way and those that support sustainable farming practices.

We have set an ambitious group target that by 2020, all our cotton products will be from sustainable production, including certified organic and Better Cotton Initiative (BCI) cotton. Woolworths currently uses sustainable cotton across 60% of fashion items and Country Road Group across 66% of fashion items.

CASE STUDY

COUNTRY ROAD TRACEABLE AUSTRALIAN MERINO COLLECTION

In winter 2018, Country Road launched a range of traceable Merino knitwear, which included 29 000 items across its men’s and women’s ranges. The wool used in creating these garments can be traced back to just 25 farms located around Australia. The farms are regularly audited to ensure that they are maintaining high animal welfare standards and sustainable farming practices. The campaign that launched the collection demonstrated the provenance of the wool and included in-store messaging, window displays, and an interview with one of the farmers who had supplied the premium yarn.



ALTERNATIVE FIBRES

WHL continues to review opportunities for fabric innovation, including those that reduce raw material consumption, such as polyester made from recycled plastic bottles. Woolworths has a target to grow sales of recycled polyester, currently 13% of sales, to 25% of its polyester offering by 2020. In 2017, Textile Exchange ranked Woolworths as 4th globally in terms of growth in sales among leading global brands.

CASE STUDY

COUNTRY ROAD GROUP’S SUSTAINABLE COTTON COMMITMENT

In the past year, Country Road Group has experienced a dramatic uptake in sustainable cotton, with 66% of our cotton products now supporting sustainable farming practices (up from 2% in 2017). This achievement is largely the result of the strong partnership with the Better Cotton Initiative (BCI) and focus on engagement and training programmes with employees and suppliers over the past two years. When the design and fabric teams first started approaching suppliers about Better Cotton, many had not heard of the initiative. Now, 21% of Country Road Group’s cotton suppliers are sourcing cotton as Better Cotton through BCI using a system of mass balance.

Country Road Group has also been working closely with Cotton Australia to develop pathways for sourcing sustainable, traceable Australian cotton for its collections. Cotton Australia is a BCI Member and Australia is a world leader in sustainable cotton farming practices. In addition, Australia is one of only a few countries in the world that can trace a bale of cotton back to the farm on which it was grown. In the past year, the Country Road Group team accompanied Cotton Australia, other Australian fashion brands, and BCI farmers from Pakistan and India on a tour of the Auscott Farm in Narrabri, to gain an in-depth understanding of how cotton is grown and processed in Australia.

Country Road Group also incorporates certified organic cotton in its Trenery and Country Road collections; in the past year, Country Road was the first major retailer in Australia to incorporate TENCEL™ x REFIBRA™ branded lyocell fibres made from responsibly managed forests.

LOOKING FORWARD

In the next year, we will continue to grow our outcome-based measurement animal welfare programme by gathering critical data and information from more of our suppliers, and developing solutions to tackle some of the challenges identified. We will also continue with the positive momentum in our Farming for the Future programme to continue the expansion into our secondary supply base, as well as our long-life dairy supply chain.

We will also continue to work with South African and Australian cotton industries to grow the usage of locally sourced and sustainably farmed cotton in our collections.

WASTE

Our Strategy

The ubiquitous nature of plastic pollution is such that this issue has grown to prominence across the globe in the past few years. As corporates and governments alike begin making overarching commitments to reduce or remove single-use plastic waste from the environment, we too have a responsibility to ensure that we are playing our part in this.

We recognise that packaging and waste remain among our customers' top concerns. Woolworths was this year the first South African retailer to make a commitment that all of our packaging will be reusable or recyclable by 2022. We will also phase out single-use plastic bags from our stores by 2020. This will not only be a significant challenge but also a driver of innovation across our operations. To achieve this, we will need to partner with the materials and recycling industry to enable and encourage the right practices.

Beyond this, we want to ensure that no excess food or clothing from our operations goes to waste and will continue to partner with organisations that distribute these to those most in need.

QUICK ACCESS TO SECTIONS



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PACKAGING AND CONSUMABLES

OUR PACKAGING COMMITMENT

Packaging is an important environmental and customer issue that we are trying to address. While we aim to ensure that we minimise packaging where possible, we need to recognise the careful balancing act between the use of unnecessary plastic and the need to ensure that our products continue to stay protected, foods remain safe and hygienic, and that shelf-life is extended for as long as possible to prevent food waste. To us, this means using packaging responsibly and driving improvements in design, sourcing, and end-use solutions for the materials we use.

In 2018, Woolworths took the considerable step of announcing a new set of packaging commitments that aim to get to the very heart of the issues that are most concerning to us. Our goal is to ensure that all of our packaging across our Food and Clothing business is reusable or recyclable by 2022, and that we will eliminate the use of single-use plastic bags by 2020.

We are also in the process of removing single-use cutlery and straws from our stores and cafés. A strong component of this is the need to engage much further with customers and other stakeholders around this issue, balancing the role that packaging plays, as well as working with suppliers, other retailers, and the recycling sector to develop collaborative solutions. We are working closely with industry partners. Examples include working with Product Responsible Organisations (PROs) such as Plastics SA, PETCO, Polystyrene SA, Polyco and Metpak as well as other retailers through the Consumer Goods Council of South Africa.

In Australia, David Jones and Country Road Group are in the process of establishing a baseline for packaging waste to meet Australian legislative requirements and to assist with the development of our packaging targets.

CASE STUDY

WOOLWORTHS TRIALS REVERSE VENDING MACHINE

Woolworths has had a Reverse Vending Machine (RVM) on trial within its head office campus in Cape Town in order to refine the interactive experience prior to moving to the next step. The RVM, designed to accept plastic drinking bottles and cans, has delivered some interesting results. For example, women are three times more receptive to this technology than men. This is the first of many such initiatives trialled by Woolworths to progress to being trialled in one of Woolworths 'greenest' stores – Palmyra Junction, in Cape Town.

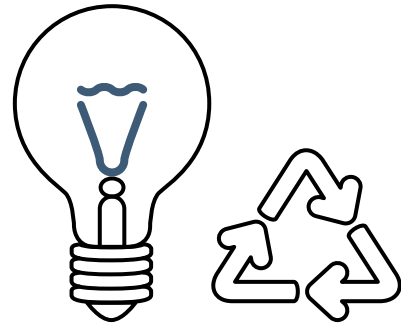
This machine is widely used globally but is relatively new in the South African context. The machine is designed with rewards for recycling in mind. Points are earned for each item accepted/recycled by the machine, which provides SMS updates regarding the number of items recycled to the user. The machine will accept plastic items that can be recycled in South Africa and have a barcode, and are PET, PP, PS, or HDPE; the machine also accepts steel or aluminium cans, glass bottles and tetra packs.



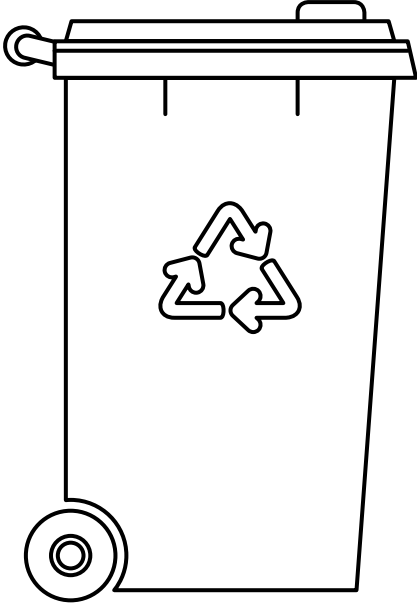
**WE ARE ON
A JOURNEY
OF ZERO
PACKAGING
WASTE TO
LANDFILL**

ALL OUR PACKAGING TO BE REUSABLE OR RECYCLABLE BY 2022*

**Private label packaging*



*Working with the SA recycling
industry to promote uptake
and innovation*

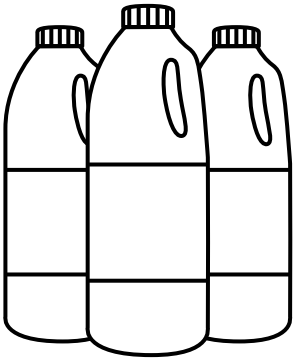


RE-LOOKING OUR ON-PACK RECYCLING LABELS AND MAKING IT EASIER FOR CUSTOMERS TO UNDERSTAND WHAT AND HOW TO BEST RECYCLE

OUR PACKAGING COMMITMENTS

On 5 June 2018, World Environment Day, Woolworths announced the latest step in its Good Business Journey. In line with the Group's vision to be one of the most responsible retailers in the world, Woolworths was the first retailer in South Africa to announce its vision of zero packaging waste to landfill. The intention is that no Woolworths packaging should have to end up in landfills. Achieving this goal requires 100% recyclable material and a supportive recycling infrastructure.

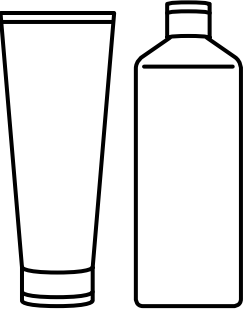
At Woolies we pride ourselves on leading the way. We know we still have a big challenge ahead of us but must not forget some of the 'firsts' we have already achieved as a major SA retailer:



*First to develop a plant
based plastic milk bottle
in 2016*



*First to introduce recycled PET
(rPET) into food packaging
- now in over 600 product lines*



*First to remove plastic
microbeads from private
label personal care products*

Eliminating single-use plastics



*Removing and
replacing
plastic cutlery*



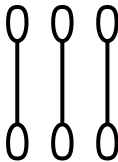
*Rolling out coffee
cup recycling*



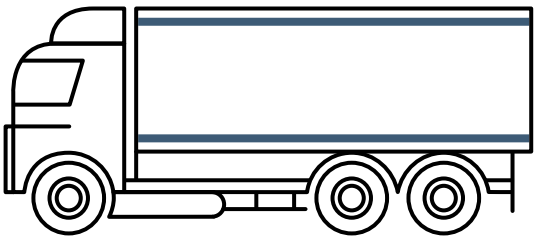
*Exchanging
plastic straws
for paper straws
at till points and
in Cafés*



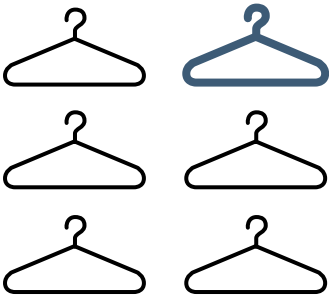
*Removing plastic
bags from our
stores by 2020*



*Banning plastic
stemmed earbuds
in our stores*



*First to use returnable transit packaging for
DC distribution, meaning that we eliminated
the need for single-use cartons in distribution*



*First to begin hanger recycling;
we have rescued over
360 million hangers to date*

WASTE SURPLUS FROM STORES

AUSTRALIAN PACKAGING COVENANT

The Australian Packaging Covenant Organisation (APCO) is a federal government initiative focused on reducing the amount of used packaging that reaches landfill. Signatory responsibilities include the submission and execution of a packaging and waste action plan. The APCO provides a rating based on the previous year's performance. For the most recent rating period, both Country Road Group and David Jones achieved a rating of 2, classified as 'good progress'.

PLASTIC AND REUSABLE BAGS

The use of plastic bags at till points has long been a concern for us and many customers. Our preferred approach has been, and continues to be, promoting the use of reusable bags across our store network. We will continue to work with customers to drive uptake of reusable alternatives in the lead-up to the complete phase-out of single-use plastic bags in Woolworths stores by 2020.

In 2017, we faced a challenge regarding the use of calcium carbonate additives in plastic bags, which impinges on their recyclability. Although these fillers reduce the virgin plastic requirement of the plastic bags, and also serve to improve their tensile strength, they made it more difficult for recyclers to process the bags. Following outcomes of a multi-stakeholder working group, Woolworths has since removed all fillers from our Food bags and the bags are now 100% recyclable. These plastic food carriers contain a minimum of 75% manufacturing waste, while the shoppers used for Woolworths fashion contain 55% recycled material.

Our colourful fabric bags are made from 85% post consumer PET waste from plastic bottles. In line with our goal to remove single-use bags from our stores by 2020, we will be focusing our efforts in the next year to developing and providing suitable and affordable alternatives in our stores, and will communicate our journey to our customers.

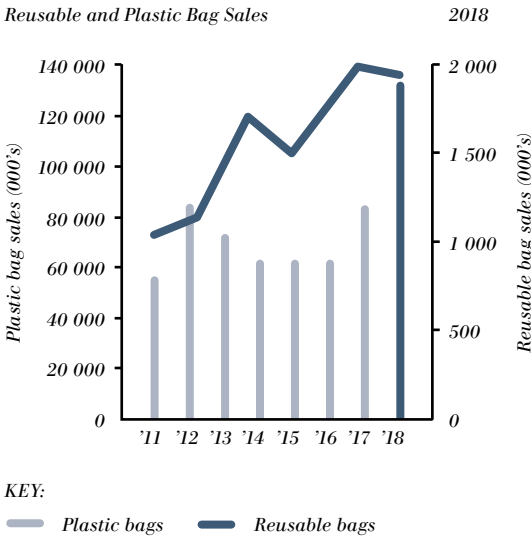
CASE STUDY

INTRODUCTION OF PAPERLESS PICKING AT WOOLWORTHS DCs

Each day, Woolworths 'picks' and distributes over 200 000 trays of fresh perishables around the country to stores from our centralised distribution centres. In an effort to streamline both our environmental impacts as well as the costs associated with this complex task, Woolworths supply chain management teams embarked on an efficiency project in 2017, entailing the removal of approximately 70 000 kg of labels annually from these trays by implementing a paperless picking system. This mammoth task required a redesign of systems and processes as well as the introduction of new technology and systems. In addition to reduced paper consumption, other benefits include considerable cost savings, improved accuracy, and less wastage. This system has so far been implemented in two of Woolworths three main food distribution centres, with the third anticipated in late 2018.

1 941 978

reusable bags sold.



FOOD WASTE

Food loss and waste refers to food that was intended for human consumption but gets lost or wasted before it reaches people's plates. According to the FAO (2018), hunger in the global population is on the rise again. The estimated number of undernourished people increased to 815 million in 2016, up from 777 million in 2015. Given this context, there is a clear need to address food waste across our operations. As an on-going initiative, Woolworths donates surplus food which would otherwise go to landfill from our stores to local charities. This is food that has gone past its 'Sell By' date but not over its 'Use By' date. In 2018, we donated food to the value of R570 million (2017: R556 million).

How Woolworths reduces food waste in stores:



Excellent temperature control in our logistics chain and stores (our cold chain)



Clear on-pack information pertaining to 'Sell By', 'Best Before', and 'Use By' dates



Donation of surplus food from our stores to local charities

SURPLUS CLOTHING

All of our Group companies support the collection and distribution of surplus or pre-loved clothing to charity. In the past year, we donated clothing to our three partner organisations – The Clothing Bank (Woolworths), the Red Cross (Country Road Group) and The Smith Family (David Jones).

The Clothing Bank, which operates in six major metropolises across South Africa, aims to empower unemployed women and men from disadvantaged areas in South Africa through a programme of life skills and financial and career development to start sustainable clothing micro-businesses.

The programme was launched in 2010 as an enterprise development programme with R1.5 million start-up capital from Woolworths. The Clothing Bank has trained over 1 900 women.

In the last 12 months, Woolworths contributed 696 831 (2017: 600 000) garments to the value of R51.1 million. We currently have clothing recycling units in 30 selected stores for customers to make donations.

Country Road Group donated over A\$5.3 million worth of surplus clothing to the Red Cross in Australia and New Zealand, and continued to reward customers when donating Country Road items through the Fashion Trade program. The sale of business and customer donations in Red Cross shops contributes valuable funds to the humanitarian work of the Red Cross.

The Smith Family generated over A\$368 000 through the sale of clothing donated by David Jones. The funds generated through this programme support educational outcomes for Australian children from disadvantaged backgrounds.

PRODUCT INNOVATION

CASE STUDY

CASE STUDY: DAVID JONES MATTRESS TAKEBACK

David Jones has partnered with Australia's largest mattress recycler and social enterprise, Soft Landing. This partnership enables customers to recycle their old mattresses when they purchase a new one from David Jones. This initiative is part of David Jones and Country Road Group's broader commitment towards a circular economy and the responsible management of end-of-life product waste.

These old mattresses are diverted from landfill and dismantled into various components that are repurposed into new products. The mattress springs become new steel products such as roof and fence sheeting. The foam is reused as carpet underlay and the timber is broken down into mulch for landscaping. Research is underway in partnership with the University of New South Wales with the aim of developing an acoustic panelling product using the recycled textile component.

This initiative also creates sustainable employment opportunities for people facing barriers to gaining lasting employment in the Australian community. This 'waste to wages' opportunity delivers outcomes that help build a safe and productive community. Sustainable employment could lead to improved economic wellbeing, better social, physical, and mental health, reduced substance abuse, more secure housing, and less abuse and neglect.

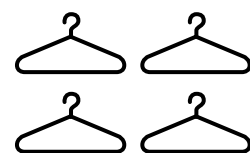


WASTE AND RECYCLING

Woolworths makes every effort to ensure that the secondary and tertiary packaging we use in our operations, such as cardboard cartons and protective packaging, is effectively collected, managed, and recycled from stores using existing logistics operations, or utilising reverse logistics within the existing network. We manage this waste directly from our distribution centres, where we sort and bail recyclables. Through a carton reuse programme implemented in 2011, we have reduced the need for secondary containment by 68%. Through our partner organisation Hangerman, we also rescued and reused 13.8 million hangers in the year throughout our southern African operations.



5%
*waste to landfill
from Woolworths DCs*



71M
*Woolworths hangers
rescued in the last 5 years*

16%
*waste to landfill at
Woolworths head office*



71%
*of Woolworths Financial
Services customers have
switched over to e-statements*



CASE STUDY

CASE STUDY: COUNTRY ROAD INTRODUCES GARMENTS MADE FROM TENCEL™ X REFIBRA™ FIBRES

As part of its commitment to environmentally responsible design and production practices, Country Road is the first major Australian retailer to introduce denim garments made with Lenzing's innovative TENCEL™ x REFIBRA™ branded lyocell fibres.

TENCEL™ x REFIBRA™ fibres are made from a blend of recycled cotton scraps and wood pulp sourced from responsibly managed forests. TENCEL™ x REFIBRA™ fibres are based on Lenzing's lyocell production process, which means they inherit the environmentally responsible properties of TENCEL™ lyocell fibres including water use levels that are up to 20 times lower than conventional cotton.

Country Road's top selling Sateen Jeans are now being made from TENCEL™ x REFIBRA™ fibres, a fabrication created by Spanish mill, Tejidos Royo. The fabric is smooth and gentle against the skin, while being strong and durable for everyday wear. Available in a range of seasonal and neutral colours, the popular pants have been the eco-friendly fashion statement of the season.



OUR MICROBEAD COMMITMENT

In 2016, Woolworths became the first retailer in South Africa to eliminate plastic microbeads (used as exfoliants) from all private label beauty and personal care products, making it easier for consumers to avoid being part of an environmental problem that is causing worldwide concern in terms of ocean plastic waste. These have been replaced with natural and biodegradable alternatives such as jojoba oil beads, apricot kernels, and synthetic wax beads.

LOOKING AHEAD

We know that we have set ourselves a huge challenge for the next few years in meeting our packaging commitments. In the coming months, we will be communicating more about this journey to our customers and engaging with our recycling industry partners. We will also be running trials across several of our stores to get a better understanding of how our customers will receive the phase-out of plastic bags in stores.

In addition, we intend to focus further on understanding the lifecycle impacts of some of our bestselling fresh produce so that we can drive the right behaviour from both a packaging and a production point of view within our partnership WWF-SA.



MIMCO's signature lining, used in most leather bags and pouches, is made using REPREEVE®, the world's leading branded recycled fibre. Unifi, the maker of REPREEVE®, has diverted over 11 billion plastic bottles from landfill and our oceans.

WATER

Our Strategy

Too much or too little, water plays a vital role in every single aspect of humanity. WHL and its suppliers are no exception – relying on a constant supply of clean water to produce the goods we sell. As a southern hemisphere retailer, we operate in some of the most water-stressed regions on earth, and are acutely aware of the risks we face from short-term drought and long-term climate change. The threat of a ‘Day Zero’ in Cape Town has only served to remind us of this.

An overarching component of our overall Good Business Journey strategy, water influences every operational aspect of our business right from the drinking and cleaning water used in our own stores to the water used to grow the cotton in our t-shirts. Beyond this, we continue to have a strong focus on water use efficiency in agriculture by virtue of the fact that agriculture uses approximately 60% of water resources in South Africa. We also continue to look deeper into how we can contribute to the resilience of others, including our suppliers and communities through collective action initiatives and by promoting sustainable production methods. Collaboration with suppliers and key strategic partners such as WWF-South Africa, the National Business Initiative and the United Nations CEO Water Mandate remains crucial.

QUICK ACCESS TO SECTIONS



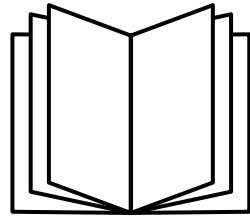
91
—
WATER CONSERVATION
AND EFFICIENCY

93
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BUILDING WATER
RESILIENCE IN OUR
SUPPLY CHAIN

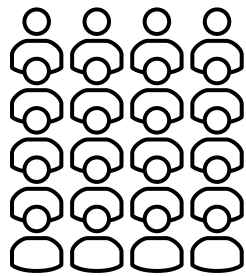
95
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WATER STEWARDSHIP
IN OUR COMMUNITIES

96
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PUBLIC POLICY
ALIGNMENT AND
TRANSPARENCY

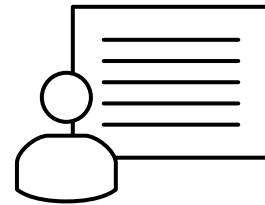
The Woolworths Educational Programme has, over the last four years,



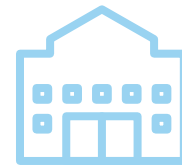
presented over
4 500
water conservation lessons



reaching more than
190K
learners

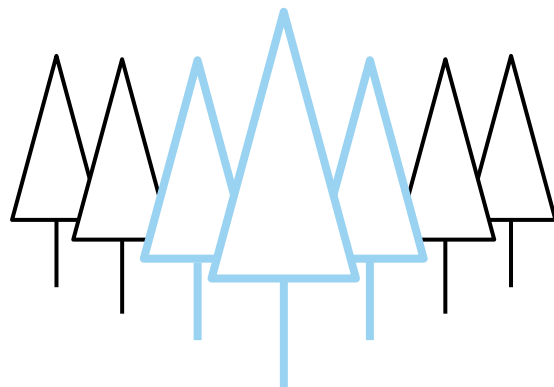


and
1 559
educators

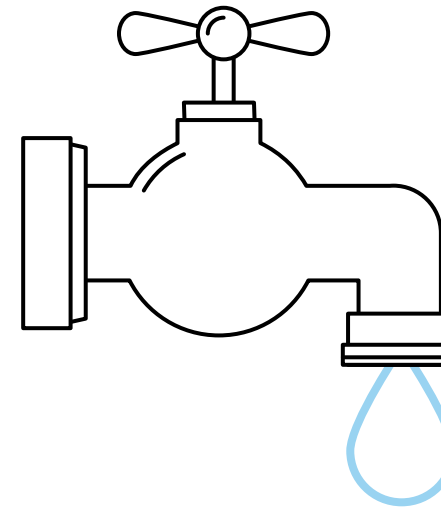


in
410
primary schools

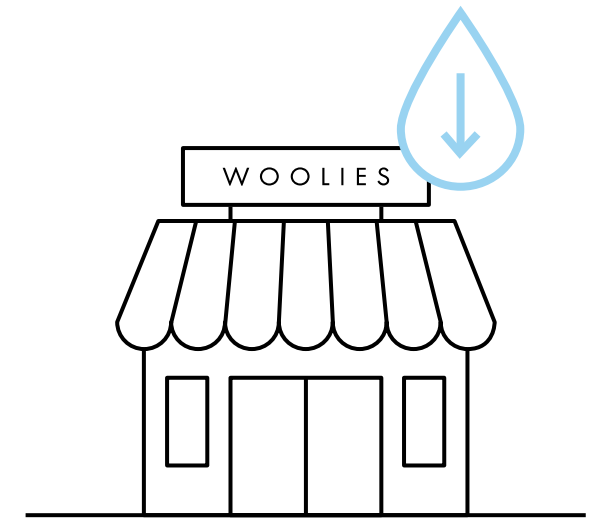
WATER SUMMARY



530 MILLION LITRES
*of freshwater have been replenished through Woolworths
Alien Clearing partnership with WWF-SA*



R1.5M
*committed towards water conservation
in under-resourced schools*



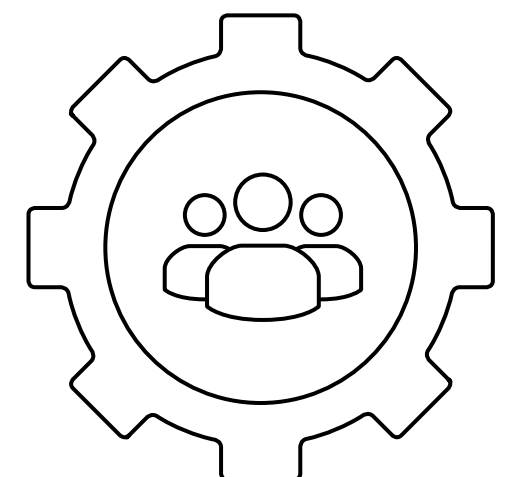
54%
*relative water
reduction in SA Stores*



**LOVEH₂O fund
launched**



89%
*real-time water monitoring
across all SA stores*



100%
*of Woolworths internal buying
and technical teams through basic
and advanced water training*

WATER CONSERVATION AND EFFICIENCY

OUR OWN OPERATIONS

We continue to drive new innovations across our real estate, including water-efficient design, rainwater harvesting and use of alternate water supplies such as groundwater across our operations. Through real estate efficiency advancements, we have reduced our relative water consumption across our South African stores by 54%* compared to 2007, and have 89% of our operations monitored on a real-time basis. Our goal is always to ensure that we operate as efficiently as possible, and that we reduce our reliance on municipal water resources where possible.

In line with WHL's strategy, David Jones continues to focus on the roll-out of smart water meters into stores and distribution centres, given the importance of water efficiency and drought resilience to the Australian community. These smart meters provide water usage data in real-time, helping with the detection of leaks to reduce water usage and potential loss or damage. This monitoring system will also help to identify opportunities for water efficiency in the future. In line with the WHL strategy, Country Road Group has also installed 100 000 litre rainwater tanks at our newly built distribution centre – the Omni Fulfilment Centre (OFC). The rainwater collected is used for cold water taps, cold water hose taps, irrigation, and urinals.

WATER USAGE (KILOLITRES)	2018	2017
WOOLWORTHS	604 562^{1A}	647 881*
STORES	422 505 ^{1A}	436 968*
DISTRIBUTION CENTRES	162 873 ^{1A}	185 742*
HEAD OFFICE	19 184 ^{1A}	25 171*
DAVID JONES	90 524	90 181

*Value restated due to change in scope to include all SA buildings

^{1A}Included in the scope of EY's limited assurance engagement.

The basis of measurement of this indicator can be found on www.woolworthsholdings.co.za/corporate/sustainability.asp

CASE STUDY

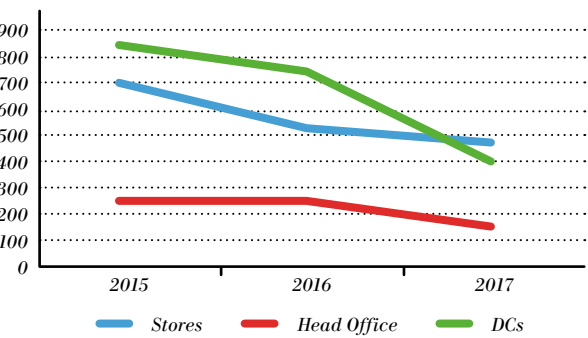
CASE STUDY: DAY ZERO IN CAPE TOWN

In early 2018, the threat of Cape Town running out of water hit global headlines as the reality of the taps running dry became a real possibility. The consequence of a persistent multi-year drought in the city's catchment areas presented one of the most significant risks ever faced by Woolworths, which is headquartered in Cape Town. To deal with this extreme risk, Woolworths invoked an emergency taskforce, led by senior business management, to develop requisite business continuity plans. While still maintaining required levels of hygiene, the following processes were incorporated into operating plans:

- Back-up supply tanks for all stores in the Western Cape
- Reviewed cleaning processes and maintenance scheduling
- Upgrading of heavy water-use machinery, investment in improved infrastructure
- Switching off all non-essential water-uses, e.g. fountains
- Updating processes in stores to reduce and reuse water, e.g. water for cut flowers, ice at fish-counters

Although narrowly avoided in 2018, the threat of 'Day Zero' has refocused our efforts to ensure that we are as water efficient as possible. As a result of this, water consumption in the Western Cape was reduced by 36%, 42% and 53% for stores, head office, and distribution centres respectively in 2017 compared to 2015.

Western Cape Water Consumption (litres/m²/annum)



54%

relative water
reduction in SA
stores since 2007

12%

like for like
saving in the
year across stores



89%

real-time monitoring
across all SA store
locations

Image: A three million litre retention dam at the newly built 4-star rated Green Building at Racecourse Gardens in Cape Town collects rainwater from the new 33 920 m² facility which will eventually be treated using reverse osmosis technology for use throughout the building's operations.

BUILDING WATER RESILIENCE IN OUR SUPPLY CHAIN

FARMING FOR THE FUTURE WATER FOOTPRINT INDEX

Water has been a strong and on-going focus of our Farming for the Future programme since inception in 2007. We use various methods to assess a farmer's performance when it comes to water management, using a custom measurement tool called the Water Footprint Index (WFI) to track an individual supplier's progress year on year. The WFI takes into account 116 different parameters linked to water-use efficiency, wastewater, alien vegetation, and soil quality, among others. In the last year, we recorded a 4% improvement in these scores for farmers compared to the previous year.

WATER STEWARDSHIP

Water stewardship continues to be an on-going strategic focus for Woolworths. The issue of groundwater usage is a growing concern in South Africa, which has experienced a proliferation of boreholes during the drought. Through our partnership with WWF-SA, we have been engaging with various key stakeholders in the Ceres valley to develop the necessary baseline for geohydrological conditions and irrigation consumption. The intention is to create a groundwater monitoring network to enable long-term sustainability of groundwater use in the catchment.

In Australia, David Jones hosted a supplier webinar in partnership with the Alliance for Water Stewardship Asia-Pacific to highlight issues such as water stress and its relationship with supply chain management. As David Jones expands its food business, direct engagement on water issues with food suppliers will increase.

In the next year, we plan to start engaging with produce suppliers in the water-stressed Limpopo basin in South Africa to further understand shared water challenges in these catchment areas and how we can get involved.

FOCUS ON WATER IN TEXTILES PRODUCTION

In 2016, we finalised our chemical detox strategy, in which we have committed to eliminate 11 key priority chemicals from our clothing supply chain in recognition of their harmful impacts on water resources if not properly managed. Woolworths' intent is to have these chemicals removed from production by 2020 using the Oeko-Tex® standard as the benchmark for ensuring compliance.

Woolworths is in the process of upskilling our internal buying and technical teams through basic and advanced water training, run through our internal Merchant Academy, intended to create necessary awareness around water risks in clothing production. This training focuses on global water context, textile specific water risks, and how these can be minimised. By July 2018, all Woolworths buyers and technologists and will have completed completed this training.

SO FAR WE HAVE COMPLETED THE REMOVAL OF 11 KEY PRIORITY CHEMICALS FROM OUR CLOTHING SUPPLY CHAIN AND ARE AIMING FOR 80% BY 2019.



CASE STUDY

ALIEN INVASIVE PLANT CLEARING IN CERES

It is estimated that alien plants capture up to 7% of South Africa's already scarce water resources. This challenge was identified as one of the major risks through our Water Stewardship partnership in Ceres. In response to this, Woolworths has been funding a Clearing Coordinator through WWF-SA to work in partnership with farmers, government agencies, and water-user associations. The Coordinator has successfully managed to garner funding from both the private and public sectors and has brought together the local farming community in a coordinated effort. To date, 115 hectares have been cleared, releasing over 123 million litres of freshwater back into the environment. Woolworths alien clearing work is part of a wider Woolworths commitment to alien clearing as a means of conserving South Africa's freshwater resources. Since 2007, Woolworths has invested in numerous WWF-South Africa initiatives. So far, some 530 million litres of freshwater have been replenished through these partnerships.

WATER STEWARDSHIP IN OUR COMMUNITIES

THE LOVEH₂O WATER FUND

In response to the South African government's declaration this year that the drought in South Africa is a national disaster, Woolworths announced a R1.5 million investment in water infrastructure for under-resourced schools and the launch of an ongoing MySchool fundraising platform, the LOVEH₂O WATER FUND.

Many schools across the country are adversely affected by drought, poor access to water, and frequent water cuts. For hygiene issues, schools close during water cuts, repeatedly disrupting the education of scores of South African learners. The kick-start funding has been committed for rainwater harvesting tanks at under resourced schools in the worst hit areas. Customers are invited to support the fund's water conservation initiatives on an on-going basis through the MySchool programme. Over 100 rainwater tanks have already been donated to under-resourced schools to date, through our various schools programmes.

EDUCATIONAL INITIATIVES

The Woolworths Educational Programme has, over the last four years, presented over 4 500 water conservation lessons, reaching more than 190 000 learners and 1 559 educators in 410 primary schools across the country. We are also a long-term partner of Food & Trees for Africa's flagship EduPlant programme, which teaches schools various techniques to harvest and use water efficiently to grow flourishing food gardens.

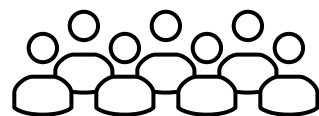
*Water educational
programme reached*

410
*schools over the
last 4 years*

4 500
water conservation lessons



1 559
educators



190K
learners

PRODUCT INNOVATION

Woolworths continues to innovate in product development. This year, a new greywater-safe and quick-rinse bathtime range was developed to help customers save water at home. We also included 'Water-Wise' displays at the end of our Food aisles for the first time this year, enabling customers to view all products which will help them save water.



Woolworths new Bathtime range is designed with water savings in mind – quick to rinse and the waste water is safe to use in the garden.

PUBLIC POLICY ALIGNMENT AND TRANSPARENCY

STAKEHOLDER ENGAGEMENT

Woolworths engaged extensively with the National Business Initiative this year in a multi-stakeholder drought taskforce aimed at finding solutions to address the drought and threat of Day Zero. In the coming year, Woolworths will be sponsoring the NBI and the UN CEO Water Mandate in a process which seeks to unpack context-based water targets for South African business.

CDP

The CDP (formerly Carbon Disclosure Project) is a global leading investor transparency tool for climate change, water, and deforestation. Woolworths was proud to be included in CDP's water 'A list' in 2017, gaining an A grade for Leadership status for the first time (2016: A-).

**WOOLWORTHS WAS PROUD TO BE INCLUDED
IN CDP'S WATER 'A LIST' IN 2017.**

LOOKING FORWARD

A key focus of the next year will be compiling and sharing key best practice. In partnership with the WWF's Sustainable Agriculture and Water Stewardship teams, we will be working to transfer lessons learnt from our Farming for Future suppliers and support the fruit and wine sector in the Western Cape as leaders in their collaborative efforts in catchments in driving water stewardship. We will also be gaining a better understanding of what context-based water targets mean in our business.

ENERGY AND CLIMATE CHANGE

QUICK ACCESS TO SECTIONS



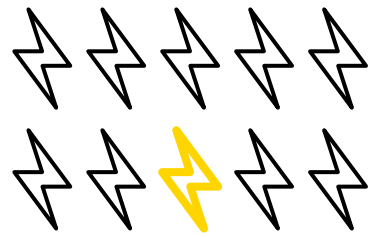
101
—
ENERGY
PRODUCTIVITY

Our Strategy

We want to take responsibility for the impact our value chain has on overall energy security challenges as well as climate change. Investment in our resilience to climatic impacts is embedded in our entire value chain.

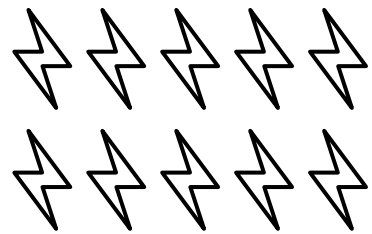
The last year was recorded as the second hottest year since 1880. The World Economic Forum further classified extreme weather events as one of the top five global risks in terms of likelihood for the fifth consecutive year. In the last two years, this risk has been top of the list and top five in terms of likely impact. These climatic changes require long-term proactive thinking, not only in response to current events but also to enable us to ensure that the business is future-fit.

104
—
LOW CARBON
TRANSITION

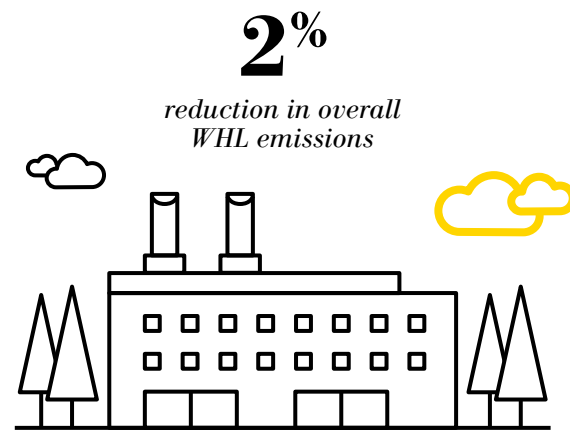


R608M

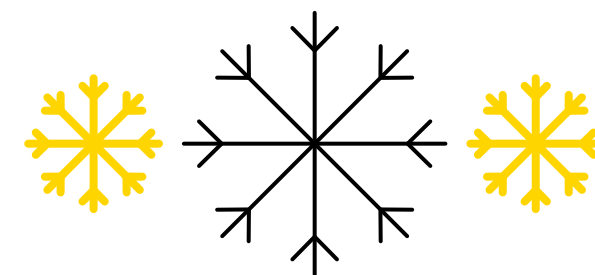
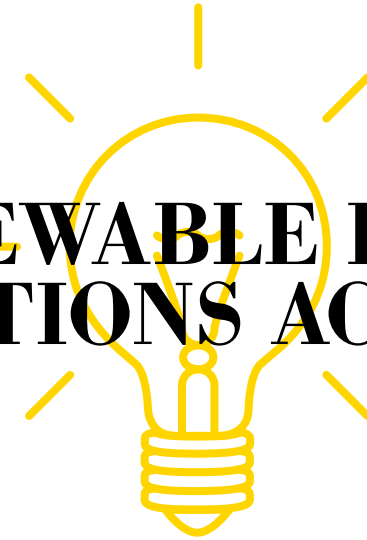
worth of electricity saved to date
through energy efficiency initiatives



CLIMATE CHANGE AND ENERGY SUMMARY



5 RENEWABLE ENERGY INSTALLATIONS ACROSS WHL



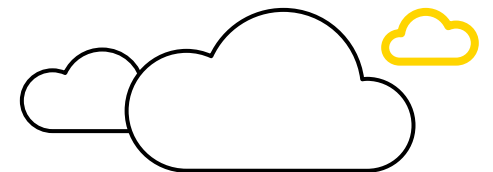
9

stores fitted with
closed door refrigeration

6%

reduction in emissions
per m² for WHL

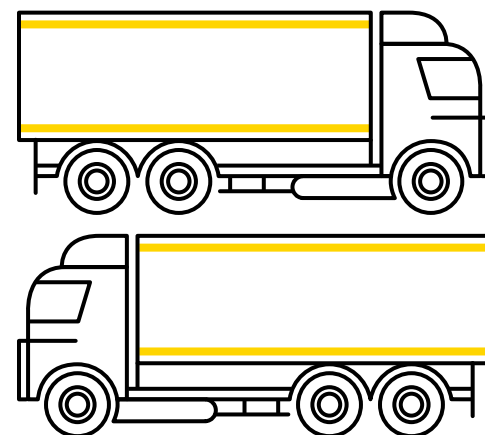
0.235 m²/tCO₂e emissions intensity
for WHL compared to 0.249m²/tCO₂e
last year for general letting area
(including non-trading area)



94%

stores on
live metering

WHL emissions
657 884 tCO₂e

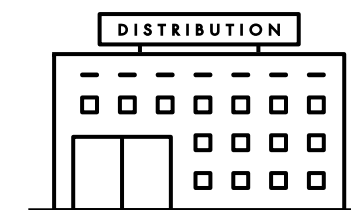


RATED

by Green Building Council of South Africa



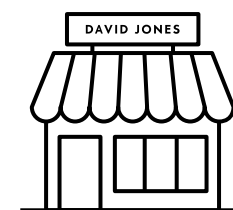
1 Woolworths Store



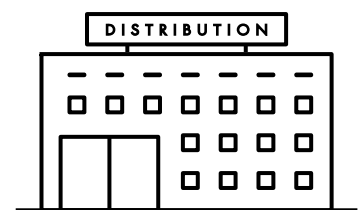
1 Woolworths
Distribution centre

RATED

by Green Building Council of Australia



1 David Jones store



1 CRG Distribution centre

ENERGY PRODUCTIVITY

ENERGY USAGE

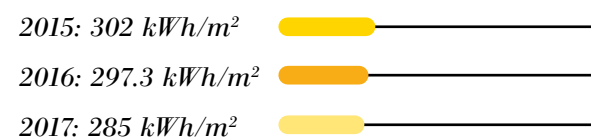
Continuous implementation of efficiency initiatives in energy usage within our direct operations enables savings across the business. Through automated and active monitoring of energy use we are able to identify bottlenecks that would otherwise hinder achieving our energy usage reduction goals.

WHL electricity consumption for 2017 (January – December), verified as part of our carbon footprint verification, was 492 261 073 kWh (2016: 488 448 252 kWh), a 1% increase from last year. Overall, Woolworths South Africa continues to be the biggest user of electricity. This is attributed to the nature of our business in South Africa being largely food stores that require more electricity for refrigeration.

Our relative electricity intensity for trading stores was 285 kWh/m² for this year based on gross lettable area of 971 047 m² compared to 356.5* kWh/m² in the previous year, a 0.9% reduction. This figure is the measure of our energy efficiency at store level – the average electricity used will continue to increase as we expand, but the average used per square metre should decrease as we improve efficiency and productivity.

**Restated due to change in methodology.*

Intensity for all Woolworths facilities



94%

Woolworths facilities on real-time energy monitoring



CASE STUDY

CRG LED RETROFIT IN EIGHT STORES

In 2015, CRG set energy efficiency targets to reduce energy consumption and costs across its operations. Following installation of smart meters into 50 retail sites to gain greater insight into key areas of energy use, retrofitting LED lighting into existing stores was identified as an opportunity for further reduction in energy use.

The LED Retrofit programme targeted stores that met three key criteria: not flagged for refurbishment, not flagged for closure, and stores with ongoing lease agreements. Upgrades were completed between November 2017 and March 2018. Multiple stores saw reductions in excess of the targeted 20%, with at least two stores seeing reductions of over 25% during trade and over 30% during non-trade hours. The business expects to realise cost savings in both spend on energy use and through reduced maintenance requirements.

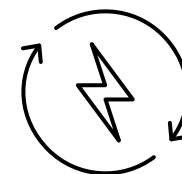


WHL electricity usage breakdown by operating company

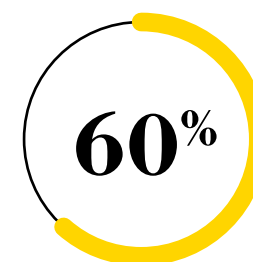
80% Woolworths SA 3% Country Road Group 17% David Jones

CLEAN ENERGY

Investing in renewable energy remains a key focus for the Group. We currently have five facilities across our operations running on varying capacities of photovoltaic energy. This constitutes only 0.4% of our overall renewable energy needs, putting us a long way from our 2030 target to source all our energy from renewable sources. A process of identifying the right energy mix for our business continues to enable us to meet our long-term target.



2 129 163 kWh
of renewable energy
generated in 2017 for WHL



increase in renewable energy
capacity since 2016 - Midrand DC
reported a full year for the first time



CARBON FOOTPRINT

WHL's greenhouse gas (GHG) emissions were calculated for the period 1 January 2017 to 31 December 2017 - independently verified by Global Carbon Exchange (GCX).

David Jones continues to report in accordance with the National Greenhouse and Energy Reporting Act (NGER) of Australia.

The verification statement was carried out in accordance with ISO 14064 Part 3 'Specification with guidance for the validation and verification of greenhouse gas assertions'. Guidelines from the GHG Protocol Corporate Standard (www.ghgprotocol.org) were also followed during the verification process.

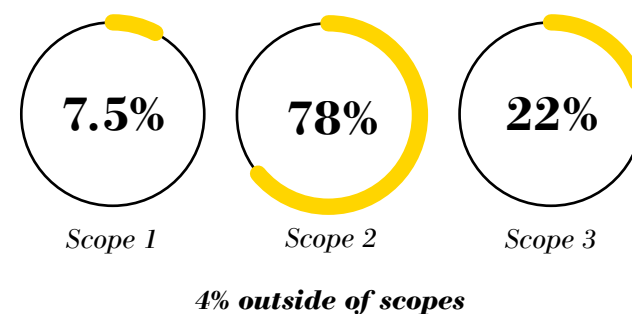
KEY FINDINGS

The total verified WHL scope 1, 2, and 3 emissions for 2017 decreased by 2.45% compared to 2016.

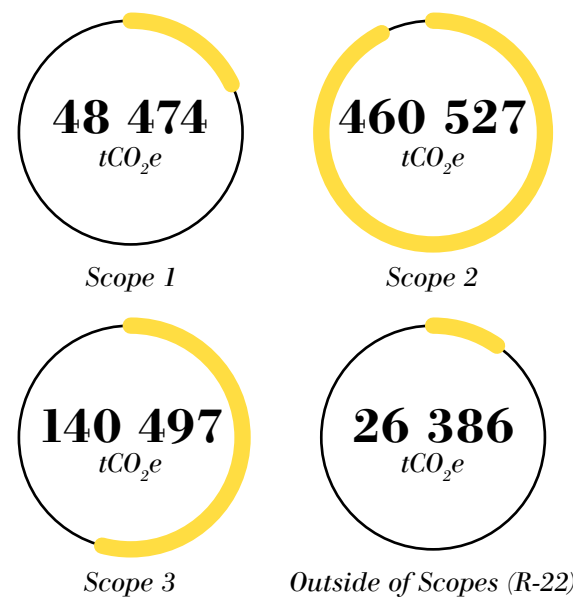
This is a result of:

- GHG data management is now well established in most areas of the Group
- Improved operational efficiency as we consolidate efforts to reduce overall carbon emissions in line with our targets
- Almost all Woolworths facilities have online electricity metering installed, enabling accurate electricity readings for these facilities.

Percentage Scope in total emissions



Overall emissions in tCO₂e



As of next year, to align with our Australian and financial year reporting timelines, we will start reporting according to the WHL financial year, which runs from 1 July to 30 June every year.

LOW CARBON TRANSITION

Our internal green building protocol has remained the platform upon which we implement eco-friendly initiatives to drive efficiencies within our facilities. Using this protocol, we ensure that every new building is built taking into consideration eco-friendly installations. We also conduct an internal green building certification for our facilities as an indicator of where we are on the journey of transforming to being more eco-efficient. In South Africa, this certification involves rating and classifying our buildings into three categories (Platinum, Gold and Silver) in accordance with the green design features they possess. These features not only enable us to ensure that our store facilities run efficiently, they also help to identify stores that need improvement. About 143 stores have been assessed and rated to date.

SUSTAINABLE TRANSPORT STRATEGY - IMPERIAL PARTNERSHIP

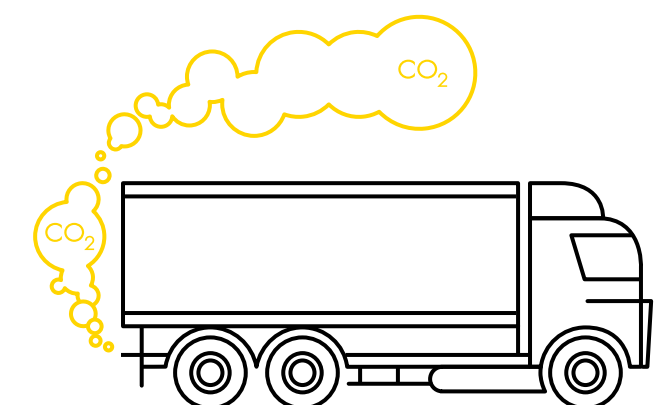
The partnership with Imperial Logistics for transporting our products continues to offer Woolworths a sustainable solution for our supply chain. Initiatives range from vehicle tracking systems and driver training for efficient and safe driving, as well as technology to ensure the fleet poses as little impact on the environment as possible. As a partner, Woolworths is in an opportune position to be a part of some of the initiatives trialled or implemented by Imperial Logistics.

We also continue to rollout the following initiatives:

- FrigoBlock - a refrigerated unit that uses no diesel on its own at all but pulls its power for the alternator that runs from the truck engine. The advantages of the alternator drive which powers the FrigoBlock are: absorption of electric power from the truck engine as well as more energy efficiency when compared with an external industrial diesel combustion engine
- Route optimisation, which enables us to have a vertically integrated system for the transportation of our products.



143
green stores assessed to date
21 green stores opened in 2017:
4 Silver, 8 Gold, 9 Platinum



0.229 kgCO₂
per distribution unit
delivered in South Africa

CASE STUDY

A 4-STAR RATING FOR MONTAGUE GARDENS FOOD DISTRIBUTION CENTRE

The Montague Gardens food distribution centre has received a 4-star rating from the Green Building Council of South Africa (IGBCSA). Demonstrating initiative in environmental leadership, this is an industry first in South Africa for a distribution centre.

With a total area of 33 920 m², warehouse lighting is the biggest consumer of energy for the distribution centre. The centre runs on 300 kWh of photovoltaic solar power, which provides 500 MWh of energy annually. In addition to this, highly efficient LED lights with intelligent digital lighting system “DALI” (Digital Addressable Lighting Interface) controls were installed.

More than 5 000 m² of building rubble from demolition was recycled on site, diverted from landfill and used as base layers for the warehouse floor.

With water efficiency a topical issue in the Western Cape, a focus on water-wise indigenous coastal fynbos vegetation and landscaping around the distribution centre was important. Other water saving features include the retention of topsoil for reuse, as well as storm water attenuation on site to minimise run-off.

LOOKING FORWARD

In 2013, we installed the first closed door refrigeration at our Polymra food store as a trial. In the first three months of the trial, energy usage in the store decreased by 27%. The success of this has enabled us to build the business case to expand this innovation to help us save more energy. We will be rolling out closed door refrigeration to an additional 22 food stores.



To find out more about
what we're doing, visit

We appreciate any feedback on our Good Business Journey Report.
Please contact GoodBusinessJourney@woolworths.co.za

ADDITIONAL DOCUMENTS

TO BE UPLOADED SEPARATELY ONLINE




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WOOLWORTHS HOLDINGS LIMITED

2018 Key Stakeholder Groupings

KEY STAKEHOLDER GROUPINGS

OUR STAKEHOLDERS	THE NEEDS, EXPECTATIONS, AND CONCERNS OF OUR STAKEHOLDERS AND HOW WE CREATE VALUE FOR THEM	HOW WE MEASURE STAKEHOLDER VALUE
 EMPLOYEES	<p>We have over 46 000 employees across the WHL Group. We engage with employees regularly on strategy, business performance, and to increase awareness and level of understanding of our sustainability issues and values. We use channels such as leadership conversations and employee opinion surveys to generate discussion and prompt feedback.</p>	<ul style="list-style-type: none">• Business strategy and performance• Rewards and recognition• Training and development• Employee wellness• BBBEE and transformation• Our Good Business Journey <p>We are continuously sharing knowledge and communicating sustainability issues in order to provide staff with a deeper understanding and drive support of our Good Business Journey.</p>
 SHAREHOLDERS	<p>To create an informed perception of Woolworths and create a positive investment environment.</p>	<ul style="list-style-type: none">• Business performance, expectations and strategy• Economic, social, and environmental risks <p>On an annual basis, we provide comprehensive and integrated reporting to demonstrate where we have added value as well as made progress that addresses shareholder expectations.</p>
 SUPPLIERS	<p>Our approach to the lifecycle management of our products means that we work closely with our suppliers to deliver consistent quality and innovative products. We are also committed to supporting the development of small, black owned businesses in South Africa, and artisans globally.</p>	<ul style="list-style-type: none">• Timely payment and favourable terms• Product offering and innovation• Infrastructure and logistical support• BBBEE• Resource efficiency• Key sustainability issues in the supply chain – ethical trade• Research, e.g. life cycle assessments, water footprinting of key products <p>Our approach to the lifecycle management of our products means that we work closely with our suppliers to deliver consistent quality and innovative products for our customers. We also hold regular supplier road shows, conferences, and audits that create a broad understanding of our strategy, as well as cement our relationships with suppliers.</p>
 CUSTOMERS	<p>We have in excess of 11 million customers in Africa and 4 million in Australia and New Zealand. Our broader marketing and communications strategy continues to be buoyed by an increasingly interested and aware customer base.</p>	<ul style="list-style-type: none">• Product value and choice• Service• Rewards• Key sustainability issues: animal welfare, packaging and recycling, and responsible sourcing are among the issues we receive the most customer feedback on• Innovation <p>We use social media platforms, and relationships on TV with 50/50 and Top Billing. To measure impact, we use a customer tracking study, as well as a customer panel dedicated to sustainability. We also conduct other forms of customer research as and when an issue arises.</p>
 COMMUNITIES AND OTHER	<p>Our sustainability initiatives have often been natural extensions of the long-standing partnerships we share with our suppliers and corporate partners such as Imperial Group, and specialist non-profit organisations including WWF-SA and Food & Trees for Africa, among others. We have continued our partnership with WWF-SA focusing on water, sustainable farming and sourcing of raw materials, and food waste reduction.</p>	<ul style="list-style-type: none">• Education• Capacity building on relevant issues such as food security, nutrition, and child safety• Health and disease <p>We continue to refine our Corporate Social Investment (CSI) strategy and approach to ensure that we make the most meaningful and sustainable difference in our communities.</p>

OUR STAKEHOLDERS	THE NEEDS, EXPECTATIONS, AND CONCERNS OF OUR STAKEHOLDERS AND HOW WE CREATE VALUE FOR THEM	HOW WE MEASURE STAKEHOLDER VALUE
 INDUSTRY ORGANISATIONS	<p>We hold memberships and engagements with industry bodies including National Business Initiative (NBI), Consumer Goods Forum, PET CO and PlasticsSA.</p>	<ul style="list-style-type: none">• Policy development• Retail sector-related issues• Key sustainability issues <p>Through industry partnerships, we are able to provide commentary and advice on emerging issues and programmes.</p>
 GOVERNMENT AND REGULATORS	<p>Fostering relationships with key government departments is critical to enable us to discuss issues of mutual concern, optimise opportunities, and minimise risks of regulation and noncompliance. This also assists us in anticipating and assessing potential policy and regulatory impact.</p>	<ul style="list-style-type: none">• Policy development• Labour market issues and legislation• Food standards and safety• Consumer credit and protection issues• Employment equity and transformation• Social development and education• Sustainability priorities for South Africa and Australia <p>In partnership with other retailers, we consolidate combined retail positions as input to government. We also share information on business practice with government to inform policy formulation in instances where such policies hugely impact the retail industry. We are also involved in the revision of processes to become compliant to new legislation such as the Consumer Protection Act, Carbon Tax, etc.</p>
 THE MEDIA	<p>We want raise the profile of key sustainability issues in the areas where we operate.</p>	<ul style="list-style-type: none">• Retail and consumer issues• Product information• Key sustainability issues• Good Business Journey <p>We have continued to grow our customer engagement around sustainability issues, within traditional media channels, as well as through in-store awareness campaigns, use of social media platforms, and relationships on TV with 50/50, Top Billing, and Espresso.</p>
 UNIONS	<p>WHL supports freedom of association and the right to collective bargaining.</p>	<ul style="list-style-type: none">• Wages and conditions of employment• Retail and textile-sector issues <p>This provides a platform to better understand and respond to employee concerns.</p>
 ACADEMIC INSTITUTIONS	<p>We want to contribute towards research and thus understanding of how to address business and sustainability issues better through sharing our industry expertise and being available to participate in case studies.</p>	<ul style="list-style-type: none">• Corporate sustainability• Reporting and governance <p>We have opened ourselves to contributing towards academic research. This not only gives us an opportunity to improve on our processes but it also allows us to contribute to the sharing of knowledge in sustainability issues.</p>

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WOOLWORTHS HOLDINGS LIMITED

WHL 2017 Carbon Footprint

CARBON FOOTPRINT OVERVIEW

WHL EMISSIONS YEAR ON YEAR

SCOPE 1*	2017 (tCO ₂ e)	2016 (tCO ₂ e)	2015 (tCO ₂ e)
Mobile fuel	1 762	2 098	1 762
Stationary fuel	3 224	2 437	2 816
Air-conditioning and refrigerant gases	43 488	47 364	37 698
SCOPE 2**			
Purchased electricity	460 527	466 896	442 673
SCOPE 3***			
Business travel - flights	3 964	2 953	12 320
Business travel - car rental	125	132	111
Business travel – accommodation	604	562	783
Employee commuting	22 449	21 997	20 876
Contracted solid waste disposal	2 607	2 785	2 590
3rd party distribution	46 305	44 929	40 022
Water	1 167	1 198	597
Office paper	252	242	330
Cardboard packaging	11 206	11 206	8 879
Plastic bags	3 271	3 836	3 598
Fuel and energy related activities	38 547	41 847	39 434
TOTAL SCOPE 1, 2, 3	649 498	660 482	657 965
Fugitive emissions (non-Kyoto)	26 386	34 775	43 476
TOTAL WHL	675 884	695 257	657 965
TOTAL WOOLWORTHS SA	565 699	580 628	551 593
TOTAL COUNTRY ROAD GROUP	14 409	16 427	10 518
TOTAL DAVID JONES	95 777	98 202	95 855

* Emissions from sources owned and controlled by WHL (generators, refrigeration and air-conditioning units)
** Emissions associated with the generation or consumption of electricity
***Emissions from sources not directly owned by WHL but relevant, excluding electricity

INTENSITY FIGURES YEAR ON YEAR

These figures below show WHL progress per unit measure for Scope 1 and 2 emissions only. This measure is a measure of efficiency; the average emissions should decrease per unit measure over time as we become more efficient.

INTENSITY FIGURES	2017	2016	2015	PROGRESS FROM LAST YEAR	
Emissions per full time equivalent employee (tCO ₂ e/FTE*)	12.09	12.56	12.77	▼	4%
Emissions per square metre GLA** including non-trading area (tCO ₂ e/m ²)	0.24	0.24	0.33	▶	/
Emissions per million turnover (tCO ₂ e/turnover) in rands	7.55	7.98	8.72	▼	5%

* FTE - Full-time equivalent
** GLA - General letting area

These figures below show our progress per unit measure for Woolworths total emissions.

INTENSITY FIGURES	2017	2016	2015	PROGRESS FROM LAST YEAR	
Emissions per full time equivalent employee (tCO ₂ e/FTE)	16.86	17.66	17.96	▼	5%
Emissions per square metre GLA including non-trading area (tCO ₂ e/m ²)	0.42	0.45	0.46	▼	7%
Emissions per square metre store/trading GLA (tCO ₂ e/m ²)	0.76	0.81	0.83	▼	6%
Emissions per million turnover (tCO ₂ e/turnover) in rands	13.61	14.82	15.87	▼	8%

*During the 2016 verification, it was found that the reported GLA for a number of facilities (dating back to 2007) was under-reported by a factor of 37; this means that our previous intensities were misrepresented.

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WOOLWORTHS HOLDINGS LIMITED

2018 Group Employee Information

GROUP EMPLOYEE INFORMATION

GROUP EMPLOYEE HEADCOUNT (AS AT 30 JUNE 2018)

	PERMANENT HEADCOUNT ¹	TEMPORARY HEADCOUNT ²	TOTAL HEADCOUNT
WSA	30 851	183	31 031
Africa (countries outside of South Africa)	1 351	88	1 439
WSA TOTAL	32 202	271	32 473
CRG ³	2 907	3 085	5 992
DJ	5 772	1 862	7 634
WHL TOTAL	40 881	5 218	46 099

¹Permanent headcount = Permanent employees including limited period employees with service duration of more than 1 year.

²Temporary headcount = Limited period employees (LPE) with service duration of less than 1 year.

³Including Politix.

GROUP EMPLOYEES BY GENDER

	FEMALE	MALE
WSA	66%	34%
CRG	88%	12%
DJ	77%	23%
WHL	71%	29%

GROUP LABOUR TURNOVER

	AVERAGE PERMANENT HEADCOUNT ¹	SUM OF TERMINATIONS ²	LABOUR TURNOVER RATE ³
WSA	30 330	6 888	22.7%
Africa (countries outside of South Africa)	1 324	318	24.0%
WSA TOTAL	31 654	7 206	22.8%
CRG ³	2 637	599	22.7%
DJ	7 852	2 588	33.0%
WHL TOTAL	42 143	10 393	24.7%

¹Average Permanent Headcount = Sum of permanent headcount over a period of 12 months/12.

²Sum of terminations = Sum of permanent headcount who terminated over a period of 12 months.

³Labour turnover rate = Sum of terminations including LPE 1-Year+ during the previous 12 months /average permanent headcount including LPE 1-Year+ during the previous 12 months.

GROUP TRANSFORMATION DATA

ADDITONAL BBBEE INFORMATION

EMPLOYMENT EQUITY

In South Africa, we are required to comply with the Employment Equity Act that compels us to put in place systems to enable a diversified and equitable workplace that continues to reflect national priorities. Historically disadvantaged South Africans (HDSA) represented 95% of the total Woolworths workforce, with 63% of women in the total, and 32% of HSDA women in management (top to middle management) positions.

WOOLWORTHS EMPLOYEES BY GENDER

% HDSA GENDER BREAKDOWN OF ENTIRE WOOLWORTHS WORKFORCE

Male	32%
Female	63%

% RACIAL BREAKDOWN

MALE		FEMALE
22%	AFRICAN	46%
8%	COLOURED	15%
1%	INDIAN	2%
0.02%	WHITE	3%
0.2%	FOREIGN NATIONALS	2%

% HSDA ACROSS OCCUPATIONAL LEVEL

MALE		FEMALE
25%	TOP MANAGEMENT	25%
22%	SENIOR MANAGEMENT	15%
30%	MIDDLE MANAGEMENT	33%
40%	JUNIOR MANAGEMENT	50%
31%	SEMI-SKILLED AND UNSKILLED	68%

TRAINING AND SKILLS DEVELOPMENT

SPEND	2018	2017
Total (R million)	R110.65	R115.50
Average spend per employee (R)	3 224	3 529
Percentage spend for black employees	95%	96%
Number of learning interventions	115 150	99 376

TRAINING BENEFICIARIES

Number of employees trained (includes employees that have since left the business)	34 316	32 742
> Number of black employees trained	32 924	31 415
> Number of female employees trained	22 649	21 367

LEARNERSHIP BENEFICIARIES

Total number of leaners	1 568	1 573
Total number of black learners	1 568	1 547
Total number of learners with disabilities	109	21
Total number of unemployed learners	155	107
Total number of unemployed absorbed	50	52

EMPLOYEE HEALTH INDICATOR	WOOLWORTHS		DAVID JONES		COUNTRY ROAD GROUP	
	2018	2017	2018	2017	2018	2017
LOST TIME INJURIES (LTI)	515	449	38	37	33	58
TOTAL RECORDABLE INJURY FREQUENCY RATE (TRIFR)	0.01%	0.01%	12.4%**	14.0%**	13.5%**	19.01%**
LOST TIME INJURY FREQUENCY RATE (LTIFR)	0.05%	0.05%*	3.7%**	4.22%**	5.7%**	10.7%**
GROSS ABSENTEEISM RATE (GAR)	3.4%	3.28%	/	2.10%	/	NR
CONFRIMED FATALITIES IN DUTY	0	0	0	0	0	0
PRIMARY HEALTHCARE CASES (ACUTE AND CRONIC CARE)	NR	8 850	NR	NR	NR	NR
INJURIES ON DUTY	724	832	1685	1 702	272	308

NR – Not reported at present.

* calculation per FTE work days.

** calculation per million hours worked.

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WOOLWORTHS HOLDINGS LIMITED
2018 Independent Limited Assurance Report

INDEPENDENT LIMITED ASSURANCE REPORT

TO THE DIRECTORS OF WOOLWORTHS HOLDINGS LIMITED

OUR CONCLUSION

- Based on the procedures we have performed and the evidence we have obtained, nothing has come to our attention that causes us to believe that:
- a) the selected key performance indicators (selected KPIs) and related disclosures as presented in the Woolworths Holdings Limited Good Business Journey Report for the 52-week period ended 24 June 2018 (Report), are not prepared and presented, in all material respects, in accordance with managements’ internally defined measurement and reporting criteria for reporting the selected KPIs and related disclosures; and
 - b) Woolworths’ assertion that the Report is in accordance with the core-level GRI Standards is not in all material respects in accordance with the GRI Standards requirements for making that assertion.

Ernst & Young Inc. (EY) has undertaken a limited assurance engagement for the selected KPIs described below and related disclosures presented in the Woolworths Holdings Limited (Woolworths) Good Business Journey Report for the 52-week period ended 24 June 2018 (Report), and for Woolworths’ assertion included on page five of the Report that the Report is in accordance with the core-level Global Reporting Initiative (GRI) Standards.

This engagement was conducted by a multidisciplinary team of environmental and assurance specialists with relevant experience in sustainability reporting.

SUBJECT MATTER

Our limited assurance engagement was performed for the selected KPIs listed below and related disclosures as presented in the Report.

SELECTED KPIs	MANAGEMENT’S MEASUREMENT AND REPORTING CRITERIA
Water usage – head office	Total water usage (in kilolitres) for the 52-week period ended 24 June 2018 of the South African head office buildings based on the metering online system.
Water usage – distribution centres	Total water usage (in kilolitres) for the 52-week period ended 24 June 2018 of the South African distribution centres based on the metering online system.
Water usage – stores	Total water usage for the 52-week period ended 24 June 2018 of the South African corporate stores based on the metering online system.

These selected KPIs and related disclosures, prepared and presented in accordance with management’s internally defined measurement and reporting criteria (management’s measurement and reporting criteria), are marked with an ^{1A} on the relevant pages of the Report where they appear.

Management’s internally developed measurement and reporting criteria for these selected KPIs and related disclosures are available on Woolworths’ website: www.woolworthsholdings.co.za/sustainability/reports/. Our limited assurance engagement also included Woolworths’ assertion included on page five of the Report that the Report is in accordance with the core-level GRI Standards.

The scope of work was limited to the matters stated above, and did not include coverage of data sets or information unrelated to the data and information underlying the selected KPIs and related disclosures; nor did it include coverage of information reported outside of the Report, comparisons against historical data, or management’s forward-looking statements.

DIRECTORS’ RESPONSIBILITIES

You are responsible for selection, preparation and presentation of the selected KPIs and related disclosures in accordance with the internally developed measurement and reporting criteria that management has specified as the basis for reporting that information, and for ensuring those criteria are made available to the Report users (disclosed on the Woolworths website). You are also responsible for the assertion that the Report is presented in accordance with the core-level GRI Standards. You are also responsible for identification of stakeholders, stakeholder information requirements, material issues and commitments with respect to sustainability performance; for selection of appropriate measurement and reporting criteria as the basis for reporting those selected KPIs and related disclosures; and for the design, implementation and maintenance of effective internal controls sufficient to enable preparation and presentation of the selected KPIs and related disclosures in the Report, and the assertion on the application of the core-level GRI Standards, free from material misstatement whether due to fraud or error.

INHERENT LIMITATIONS

Inherent limitations of assurance engagements include the use of judgment and selective testing of data, which means that it is possible that fraud, error or non-compliance may occur and not be detected in the course of performing the engagement. Accordingly, there is some risk that a material misstatement may remain undetected. Further, our limited assurance engagement is not designed to detect fraud or error that is immaterial.

There are additional inherent risks associated with assurance engagements performed for non-financial information given the characteristics of the subject matter and associated with the compilation of source data using definitions and methods for determining, calculating, and estimating such information that are developed internally by management. The absence of a significant body of established practice on which to draw, allows for the selection of different but acceptable measurement techniques which can result in materially different measurements and can impact comparability. The precision of different measurement techniques may also vary. Qualitative interpretations of relevance, materiality and the accuracy of data are subject to individual assumptions and judgements. In particular, where the information relies on factors derived by independent third parties, our assurance work has not included examination of the derivation of those factors and other third-party information.

OUR INDEPENDENCE AND QUALITY CONTROL

We have complied with the Code of Ethics for Professional Accountants issued by the International Ethics Standards Board for Accountants as well as the Code of Professional Conduct for Registered Auditors issued by the Independent Regulatory Board for Auditors, which includes independence and other requirements founded on fundamental principles of integrity, objectivity, professional competence and due care, confidentiality and professional behaviour.

In accordance with International Standard on Quality Control 1, *Quality Control for Firms that Perform Audits and Reviews of Financial Statements, and other Assurance and Related Service Engagements*, we maintain a comprehensive system of quality control including documented policies and procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

OUR RESPONSIBILITY

Our responsibility is to perform our limited assurance engagement to express our conclusion on whether anything has come to our attention that causes us to believe that the selected KPIs and related disclosures as presented in the Report are not prepared, in all material respects, in accordance with management’s internally developed measurement and reporting criteria for those KPIs; and that Woolworths’ assertion contained in the Report, that the Report is in accordance with the core-level GRI Standards is not, in all material respects, in accordance with the GRI Standards requirements for making that assertion.

INDEPENDENT LIMITED ASSURANCE REPORT (CONTINUED)

We have performed our limited assurance engagement in accordance with the terms of reference for this engagement agreed with Woolworths, including performing the engagement in accordance with the International Standard on Assurance Engagements ISAE 3000 (Revised), *Assurance Engagements other than Audits or Reviews of Historical Financial Information*, issued by the International Auditing and Assurance Standards Board. This Standard requires that we plan and perform our engagement to obtain limited assurance about whether the selected KPIs and related disclosures as presented in the Report, and Woolworths’ assertion that the Report is prepared in accordance with the core-level GRI Standards, are free from material misstatement.

A limited assurance engagement undertaken in accordance with ISAE 3000 (Revised) involves assessing the suitability in the circumstances of Woolworths’ use of the measurement and reporting criteria specified as the basis of preparation used for the selected KPIs and related disclosures presented in the Report, and Woolworths’ application of the core-level GRI Standards for presentation of the Report, assessing the risks of material misstatement thereof, whether due to fraud or error, responding to the assessed risks as necessary in the circumstances, and evaluating the overall presentation of the selected KPIs and related disclosures in the Report.

A limited assurance engagement is substantially less in scope than a reasonable assurance engagement in relation to both risk assessment procedures, including an understanding of internal control, and the procedures performed in response to the assessed risks.

The procedures we performed were based on our professional judgement and included inquiries, observation of processes performed, inspection of documents, analytical procedures, evaluating the appropriateness of quantification methods and reporting policies, and agreeing or reconciling with underlying records.

Given the circumstances of the engagement, in performing the procedures above we:

- Reviewed Woolworths’ activities, processes and documents at group-level that support the assertions and claims made in the Report, including in respect of the selected KPIs and related disclosures
- Interviewed management and senior executives to obtain an understanding of the following matters as relevant to the sustainability reporting process:
 - Basis of preparation used for the selected KPIs and related disclosures (including the reporting criteria and reporting definitions applied)
 - Governance and accountability arrangements in respect of Woolworths’ sustainability issues, including governance oversight of management’s process to identify Woolworths’ material issues, in particular, as relevant to the selected KPIs and related disclosures
 - Objectives and priorities for embedding and managing Woolworths’ sustainability expectations and performance targets, and monitoring the progress against these
 - The processes for reporting progress and providing internal assurance to the Board and to management on Woolworths’ sustainability issues, including in respect of the selected KPIs and related disclosures; and
 - The control environment and information systems relevant to preparing information used to report the selected KPIs and related disclosures, including presentation of the information in the Report (but not for the purpose of evaluating the design of particular control activities, obtaining evidence about their implementation or testing their operating effectiveness)
- Inspected supporting documentation on a sample basis to corroborate the statements of management and senior executives in our interviews
- Performed analytical procedures to evaluate the relevant data generation and reporting processes against management’s measurement and reporting criteria

- Evaluated the reasonableness and appropriateness of significant estimates and judgements made by the directors in the preparation of the selected KPIs and related disclosures
- Evaluated whether the selected KPIs and related disclosures as presented in the Report and the assertion that the Report is presented in accordance with the core-level GRI Standards, are consistent with our overall knowledge and experience of sustainability performance management at Woolworths; and
- Inspected the GRI content index prepared by management to assess the Report’s adherence to the core-level GRI Standards

The procedures performed in a limited assurance engagement vary in nature from, and are less in extent than for, a reasonable assurance engagement. As a result the level of assurance obtained in our 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 a reasonable assurance opinion about whether the selected KPIs and related disclosures presented in the Report have been prepared, in all material respects, in accordance with management’s internally developed measurement and reporting criteria for those KPIs and related disclosures, and about whether the assertion that the Report is prepared in accordance with the core-level GRI Standards is in all material respects in accordance with the GRI Standards requirements for making that assertion.

OTHER MATTERS

Information relating to prior reporting periods has not been subject to assurance procedures. Our report does not extend to any disclosures or assertions relating to future performance plans and/or strategies disclosed in the Report. The maintenance and integrity of Woolworths’ website is the responsibility of Woolworths’ management. Our procedures did not involve consideration of these matters and, accordingly we accept no responsibility for any changes to the selected KPIs and related disclosures, the Report, the GRI content index or to our independent limited assurance report that may have occurred since the initial date of presentation on the Woolworths’ website.

RESTRICTION ON USE OF OUR REPORT AND ON OUR LIABILITY

Our work has been undertaken to enable us to express a limited assurance conclusion on the matters stated above in our report provided to the directors of Woolworths in accordance with the terms of our engagement, and for no other purpose. Our report is intended solely for the directors of Woolworths and must not be used by any other parties.

To the fullest extent permitted by the law, we do not accept or assume liability to any party other than the directors of Woolworths, for our work, for this report, or for the conclusion we have reached. We agree to the publication of this assurance report in Woolworths’ Report for the 52-week period ended 24 June 2018, provided it is clearly understood by recipients of the Report that they enjoy such receipt for information only and that we accept no duty of care to them whatsoever in respect of this report.

Ernst & Young Inc.

Ernst & Young Inc.
Director – Johanna Cornelia De Villiers
Registered Auditor
Chartered Accountant
3rd Floor, Waterway House
3 Dock Road
V&A Waterfront
Cape Town
13th September 2018

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WOOLWORTHS HOLDINGS LIMITED

2018 Key Sustainability Indicators And Achievements

KEY SUSTAINABILITY INDICATORS

INDICATOR		2018	PROGRESS		2017	2016
	Revenue	R75.2bn	▲	1.6%	R69.5bn	R66.9bn
	Return on Equity	18%	▼	16%	20,80%	25.6&%
	Adjusted headline earnings	361.1	▼	12.8%	420	456.6
	Share price appreciation	-865	▼	13%	-2 074	604
	Customer tracking	On hold	▶	-	39%	35%
	FTSE/JSE Inclusion	Yes	▶	-	Yes	Yes
	Dow Jones Inclusion	Yes	▶	-	Yes	Yes
	GBJ Index (overall score)	89%	▲	9.88%	81%	86%
	Estimated GBJ savings (WSA)	R1.1 bn	▲	22%	945m	R743m
	Number of permanent employees	46 099	▲	3.55%	44 520	43 141
	Training spend (WHL)	R114 m	▼	5.17%	R116m	R117.7m
	BEE Score (WSA)	6 (2017 verification)		-	Level 6	Level 7
	WHL Corporate Social Investment contribution	R817m	▲	7.66%	R757m	R693m
	% WSA clothing with at least 1 sustainable attribute	76%	▲	10.14%	69%	65%
	% WSA foods with at least one sustainable attribute	83%	▲	20.29%	69%	59%
	% CRG clothing with at least one sustainable attribute	55.70%	▲	26.59%	44%	NR
	Suppliers qualifying for Farming for the Future	90.4%	▼	0.66%	91%	94%
	Relative* water reduction for WSA stores	54%	▼	4%	56%	41.90%
	Green buildings per WSA model	143	▲	17.21%	122	96
	Relative** energy reduction for WSA like for like stores	26.45%	▲	4%	25%	26%
	WHL carbon footprint (tCO ₂ e)	675 884	▼	2.79%	695 257	657 965

* Value restated due to change in scope in include all SA buildings

** Restated due to change in methodology

AWARDS AND RECOGNITION

WOOLWORTHS HOLDINGS LIMITED

- Woolworths Holdings was included in the FTSE/JSE Responsible Investment Top 30 Index for 2017/2018
- Woolworths Holdings has been included in the FTSE4Good Emerging Index Series for 2017/2018.
- Woolworths Holdings has been included in the Dow Jones Sustainability Index for the seventh year in succession – one of only three South African companies on the World Sustainability Index, as well as on the Emerging Markets Sustainability Index
- Woolworths Holdings maintained its Vigeo Eiris Best Emerging Markets performers ranking (the 100 most advanced companies in Emerging Markets universe) as of June 2018
- Woolworths Holdings was listed at #40 in Fortune's Third Annual "Change the World" List of Companies That Are Doing Well By Doing Good

WOOLWORTHS

- Woolworths was a finalist at the 15th Annual National Business Awards for the Sustainability Award and won in the Corporate Citizenship Award category
- Woolworths was a winner in the second annual NDP Vision 2030 Awards for the category: Agriculture Award
- Woolworths was recognised as the most valued retail brand in South Africa in the Brand Finance Top 50 Brand report 2018. We also ranked as the sixth most valuable brand overall
- The MySchool Principals Academy has won the category of Building Education, Training and Skills Development in the Western Cape's annual Ministerial Youth Excellence Awards
- MySchool MyVillage MyPlanet won three awards at the 2018 Loyalty Magazine Awards for these categories:
 - Best CSR Initiative Linked to Loyalty
 - Best Long Term Loyalty Programme
 - Regional Loyalty Champions of the Year for Middle East & Africa
- Woolworths won the Graduate Employer of Choice Award in the Retail Category from the 2018 South African Graduate Employers Association

DAVID JONES

- David Jones received a B- in the Baptist World Aid Ethical Fashion Report 2018

COUNTRY ROAD GROUP

- Country Road Group received a A- in the Baptist World Aid Ethical Fashion Report 2018
- Country Road Group was named a finalist for Sustainability Leadership in the 'Large Business' category in the 2017 Banksia Sustainability Awards
- Country Road Group was named a finalist in the 2018 Inside Retail 'Corporate Social Responsibility Initiative of the Year' category.
- Country Road Group Logistics received an award for Excellence in Sustainability as well as for Logistics in the 2017 Wyndham Business Awards



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