foodmarket

audited group results

for the year ended 30 June 2008

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STYLISH

analyst presentation – August 2008

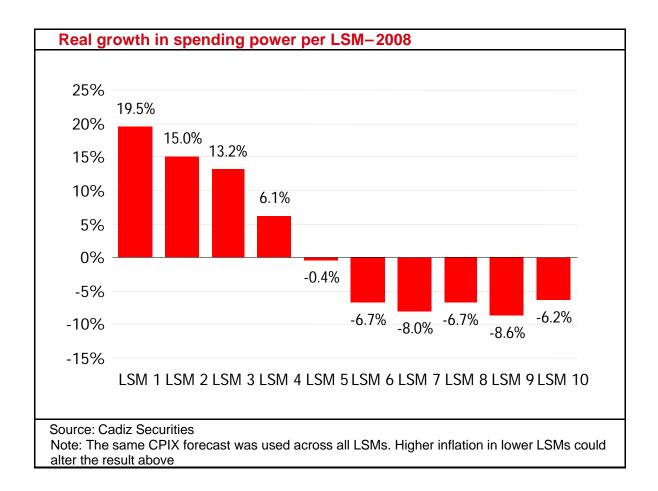
WOOLWORTHS HOLDINGS LIMITED WHL

economy under stress

- Retail sales declining
 - top end hit hard international
 - flight to value
- Interest rate increases
- Return of inflation
- Accelerating food/fuel prices
- Debt servicing burden
- Largest fall in consumer confidence in 24 years



spending power per LSM



review of the year

- Downturn from second quarter
- Took action
 - significant cost tightening in second half
- Clothing and General merchandise
 - sharper opening price points
 - strengthened headquarters assortments
 - accelerated segmentation
- Food
 - more exposed to middle market
 - sales trend continued to decline
 - recent loss in market share
 - but now more competitive

12mma market share

	Clothing and footwear (per RLC)	Food (per Nielsen)
2006	15.1%	8.5%
2007	15.5%	9.2%
2008	15.3%	9.2%

review of the year (continued)

- Financial services
 - no growth in gross book
 - bad debts deteriorated
 - but early signs of stabilisation
- Country Road
 - record profit growth
 - showing resilience



a year of change

- The business needed change in
 - merchandise strategy
 - people
 - pace
- Further heightened by consumer recession

financial review

Norman Thomson

financial overview

- Turnover up 15.5% to R20.1 billion (up 13.7% excluding week 53)
- Profit before tax, exceptional items and non-comparable BEE charge up 6.2% to R1.6 billion (up 0.5% excluding week 53)
- Adjusted headline earnings per share up 4.3%
- Effective tax rate increased from 28.6% to 36.7%
- Diluted headline earnings per share down 10.0% to 112.9cps
- Final dividend to shareholders increased to 49.5 cps
 - total dividend up 3 cents to 79 cps
- ROE declines from 35.1% to 27.6%



income statement

	Jun 2008 Rm	Jun 2007 Rm	% change
Revenue	21 754	18 642	16.7
Turnover	20 065	17 377	15.5
Cost of sales	13 077	11 400	14.7
Gross profit	6 988	5 977	16.9
Other revenue	1 689	1 265	33.5
Expenses	6 616	5 396	22.6
Operating profit	2 061	1 846	11.6
Finance costs	502	379	32.5
Profit before exceptional items	1 559	1 467	6.3
BEE IFRS 2 charge	54	-	
Exceptional item	-	55	
Profit before tax	1 505	1 522	(1.1)
Тах	553	435	27.1
Profit after tax	952	1 087	(12.4)
			1
Gross margin - on turnover	34.8%	34.4%	
Operating margin - on revenue	9.5%	9.9%	
Effective tax rate	36.7%	28.6%	

income statement commentary

- 1. Gross profit margin increased due to Country Road
- 2. Operating margin impacted mainly by bad debts
- **3. Taxation** The effective tax rate increased by 8.1%. This was mainly due to:

STC on share buyback	1.3%
Impact of Country Road deferred tax last year	4.2%
Sale of land last year	0.5%
Non-deductible BEE charge	0.9%

The lower standard tax rate was offset by the related revaluation of deferred tax assets

segmental analysis

	Jun 2008 Rm	Jun 2007* Rm	% change
SA Retail	1 298	1 220	6.4
H1	654	667	(1.9)
H2	560	553	1.3
Week 53	84	-	
Financial Services	160	192	(16.7)
H1	68	89	(23.6)
H2	92	103	(10.7)
Country Road	101	55	83.6
H1	48	30	60.0
H2	53	25	112.0
Profit before BEE, exceptional item and tax	1 559	1 467	6.3

SA retail income statement

Jun 2008 Rm 53 weeks	Jun 2007 Rm 52 weeks	% change
18 242	16 100	13.3
18 129	16 005	13.3
12 333	10 833	13.8
5 796	5 172	12.1
113	95	18.9
4 611	4 034	14.3
1 298	1 233	5.3
-	13	(100)
1 298	1 220	6.4
32.0%	32.3%	
7.1%	7.7%	
50.5%	63.6%	
	Rm 53 weeks 18 242 18 129 12 333 5 796 113 4 611 1 298 - 1 298 - 32.0% 7.1%	Rm 53 weeksRm 52 weeks18 24216 10018 12916 00512 33310 83312 33310 8335 7965 172113954 6114 0341 2981 2331 3131 2981 22032.0%32.3%7.1%7.7%

* Excludes BEE charge

SA retail income statement commentary

1. Turnover		<u>53 week</u>	53 weeks		52 weeks	
			Total	Comparable	Total	Comparable
	Clothing and GM	up	6.1%	3.1%	4.4%	1.6%
	Food	up	18.8%	9.9%	16.7%	7.8%
	Total	up	13.3%	7.3%	11.4%	5.3%

- 2. Gross profit 0.3% drop in the gross profit margin due to mark-downs/waste
- 3. Expenses second half expense growth of 10.6% below turnover growth of 12.9%
- 4. Operating margin impacted by lower gross profit margin and higher full year expenses
- 5. **ROE** impacted by reduction in operating margin

financial services income statement

	Jun 2008 Rm	% to book	Jun 2007 Rm	% to book	% change
Income					
Interest received	1 339	23.5	1 009	19.9	32.7
Other income - external	233	4.1	172	3.4	35.5
Other income - internal	91	1.6	94	1.9	(3.2)
	1 663	29.2	1 275	25.2	30.4
Expenses	1 002	17.6	719	14.2	39.4
Net bad debts	451	7.9	250	4.9	80.4
Movement in provisions	134	2.3	101	2.0	32.7
Operating costs*	417	7.3	368	7.3	13.3
Operating profit	661	11.6	556	11.0	18.9
Finance costs	501	8.8	364	7.2	37.6
Profit before tax	160	2.8	192	3.8	(16.7)
				•	
Average gross financial services assets	5 704		5 064		12.6
Return on equity	10.0%		14.3%		

* Excludes BEE charge

financial services commentary

- 1. Gross financial services assets grew by 12.6% on average, but closing books flat on last year
- 2. Interest received driven by average book growth and increase in yields of 3.6%
- 3. Other income external continued focus on non-interest revenue including collection fees
- 4. Other income internal in-store card sales slightly lower than last year
- 5. Net bad debts up on last year from 4.9% to 7.9%, but stable in H2
- 6. Provisions increased from 5.36% to 7.63% of the total books of gross assets
- 7. **Operating costs** maintained as a % to book, despite adding collection capacity in H2
- 8. Finance costs up slightly on a % to book basis due to higher interest rates, offset by marginally lower gearing
- 9. Profit before tax the books other than VISA had reasonable profit growth despite bad debts
- 10. ROE down due mainly to higher bad debts

country road income statement

	Jun 2008 A\$m	Jun 2007 A\$m	% change
Revenue	293.4	240.4	22.0
Turnover	290.4	237.6	22.2
- Retail	215.4	188.6	14.2
- Concession	72.3	30.0	141.0
- Wholesale and franchise	2.7	19.0	(85.8)
Cost of sales	113.0	99.5	13.6
Gross profit	177.4	138.1	28.5
Other revenue	3.0	2.8	7.1
Expenses	165.8	131.3	26.3
Operating profit	14.6	9.6	52.1
Finance costs	0.2	0.3	(33.3)
Profit before tax	14.4	9.3	54.8
Average exchange rate (R/A\$)	6.6	5.7	
Profit before tax (Rm)	101.0	54.9	84.0
Gross margin - on turnover	61.1%	58.1%	
Operating margin - on revenue	5.0%	4.0%	
Return on equity (A\$)	14.8%	15.1%	WOOL

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country road commentary

- 1. **Turnover** Comparable retail store sales up by 8.4%. Concession sales are for a full year vs 5 months last year. Wholesale now wound down.
- 2. Gross profit Gross profit margin grew by 3.0%, mainly due to lower mark-downs and better sourcing
- Expenses The increase in expenses is mainly due to the new concession format and the payment of incentives.
 Comparable costs were well managed, increasing by only 4.2%.
- 4. **Profit before tax (Rm)** profit growth amplified by weaker Rand
- 5. ROE impacted by high cash levels and intangible assets

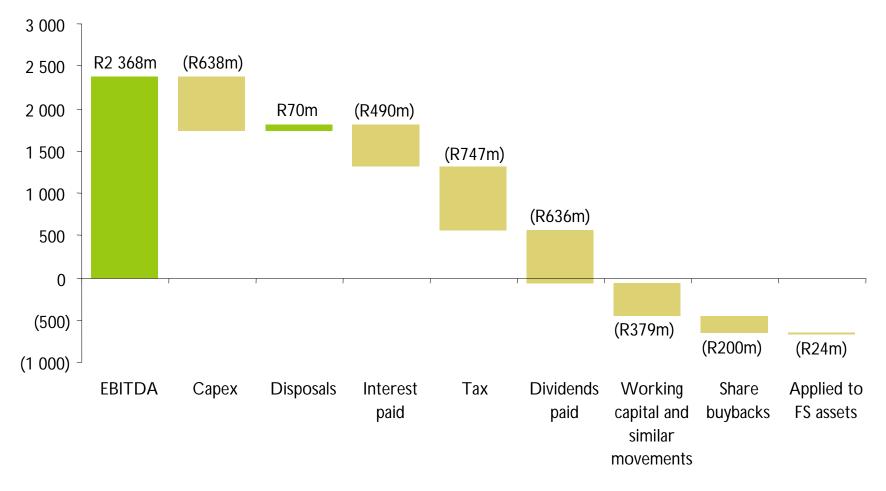
balance sheet

	Jun 2008 Rm	Jun 2007 Rm	% change
Assets			
Property, plant and equipment, intangible assets and loans	2 329	1 890	23.2
Investment property	106	106	-
Export partnerships	66	70	(5.7)
Inventory	1 371	1 203	14.0
Financial services assets	5 420	5 722	(5.3)
Accounts receivable and deferred tax	1 144	1 028	11.3
Cash	826	424	94.8
	11 262	10 443	7.8
Equity and liabilities			
Shareholders' funds	3 583	3 289	8.9
Accounts payable	3 084	3 192	(3.4)
Borrowings	4 595	3 962	16.0
	11 262	10 443	7.8
Debt ratio (debt/(debt+equity)	40.8%	37.9%	

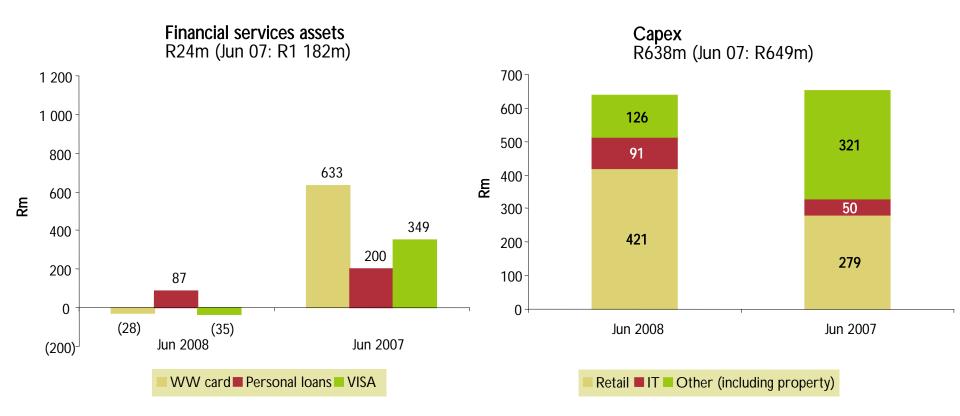
balance sheet commentary

- 1. **Property, plant and equipment** refer to investment slide
- 2. **Inventory** increased in line with turnover
- 3. Financial services assets down on last year due to low card sales and conservative account acquisition
- 4. Cash and borrowings increases in Country Road and AOU cash balances, and till floats

cash generation

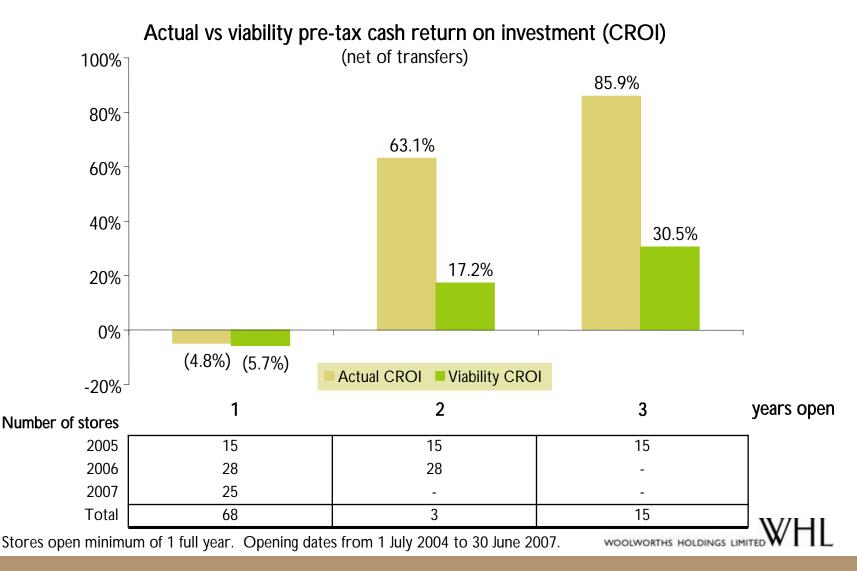


investment in the business

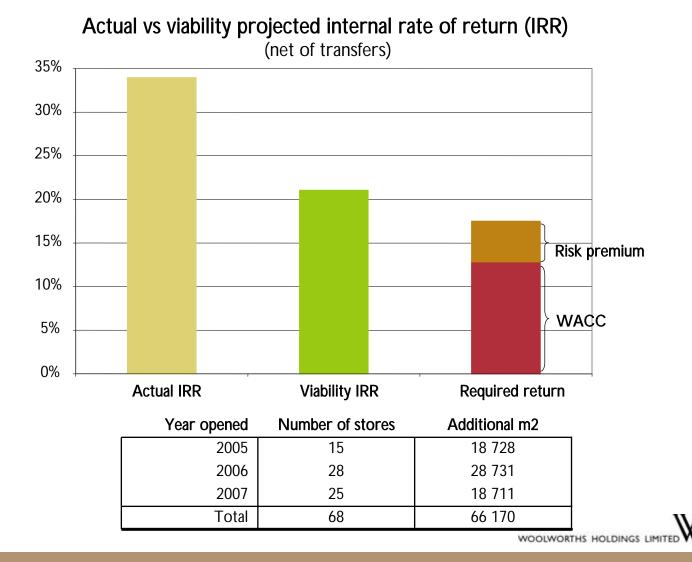


WOOLWORTHS HOLDINGS LIMITED WHL

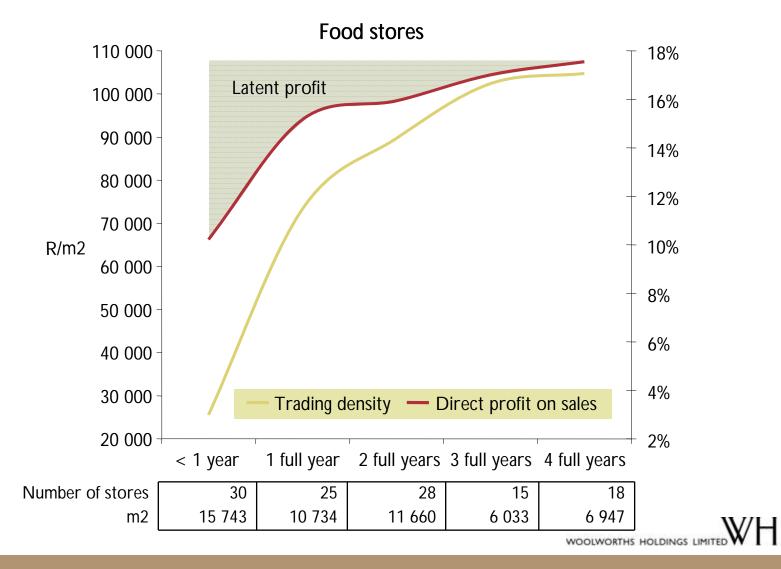
real estate plan – delivers on viabilities



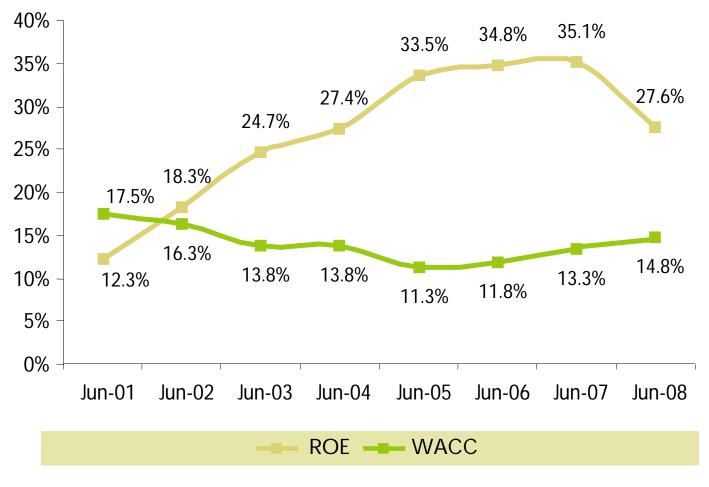
real estate plan - delivers on viabilities (continued)



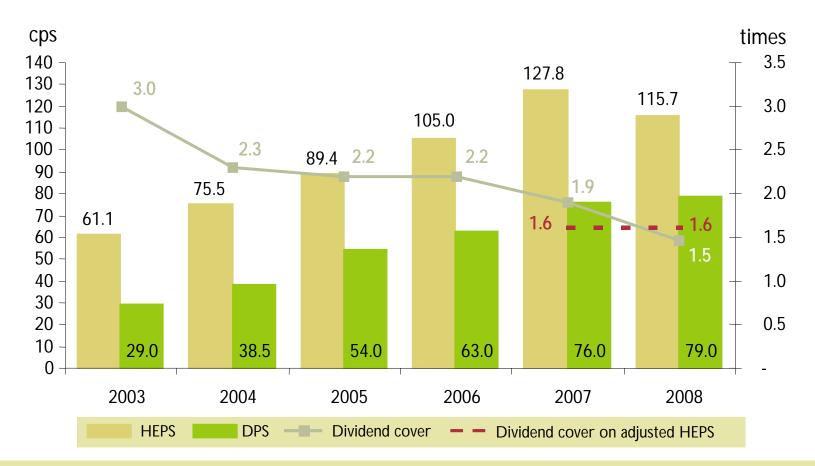
Food store profitability – peaks in years 4 - 5



return on equity



earnings and dividend



• 5 year HEPS compound annual growth rate of 13.6%

guidance and expectations

- Inflationary pressures to continue, especially in Food
- Sales volume growth will remain muted
- Continued investment in optimal trading space (Clothing 6.1%; Food 14.2%)
- Retail gross margin to be maintained
- Expenses in SA Retail will continue to be tightly controlled
- Bad debts may have peaked but provisions will remain under pressure
- BEE charge for FY2009 likely to be at the same level
- Capex of R700m planned for SA Retail and R160m for Country Road in FY2009
- Tax rate normalised (pre WFS JV and excluding special dividends / share buybacks) to 33.5%



financial services

financial services - review

- Continued tough environment
- Flat book growth
- Stabilising bad debt charge in H2
 - increased capacity in collections area
 - minimum payment % changed for VISA card
- Increased non-interest revenue from collections, fees and balance protection income

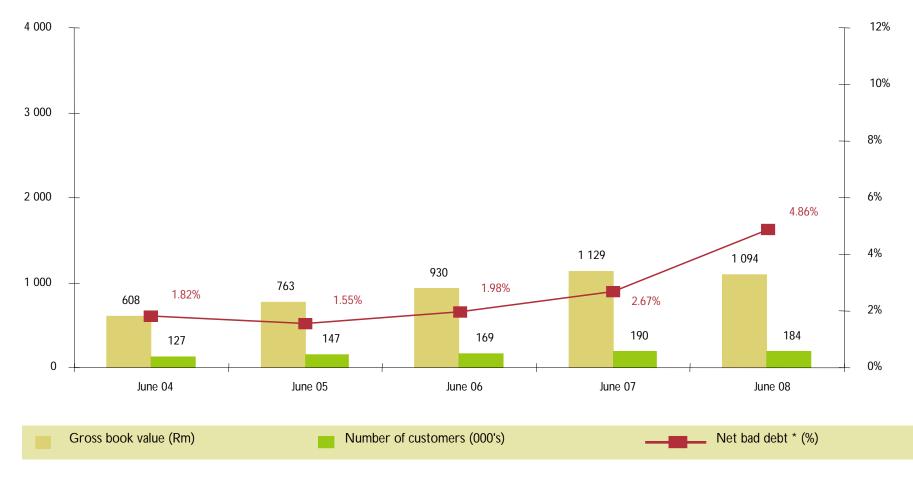
financial services - store card



* 12mma excluding cost of recoveries

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financial services - personal loans



* 12mma excluding cost of recoveries

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financial services - VISA card



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* 12mma excluding cost of recoveries

financial services – cash flow from ABSA deal

Rm		
Proceeds for 50%+ of equity		875
Financial services assets	5 600	
Gearing	84%	4 704
Total cash proceeds	_	5 579
Transaction costs (estimate)	_	(30)
Net proceeds	_	5 549
AOU notes redeemed		(2 179)
Cash available for distribution	_	3 370
Proposed distribution/buyback		(2 250)
Net cash available to retire other debt		1 120
Other group debt (approximate)		(2 800)
Debt after transaction/distribution (retail)	-	(1 680)

Rm		
Profit on disposal		
Book value of equity sold 50	0% of 16% (448)	
Proceeds	875	
Transaction costs (estimate)	(30)	
Profit on disposal	397	

retail review

rganic

this week Save

this week save

save

valu "save

or

Andrew Jennings

driving change

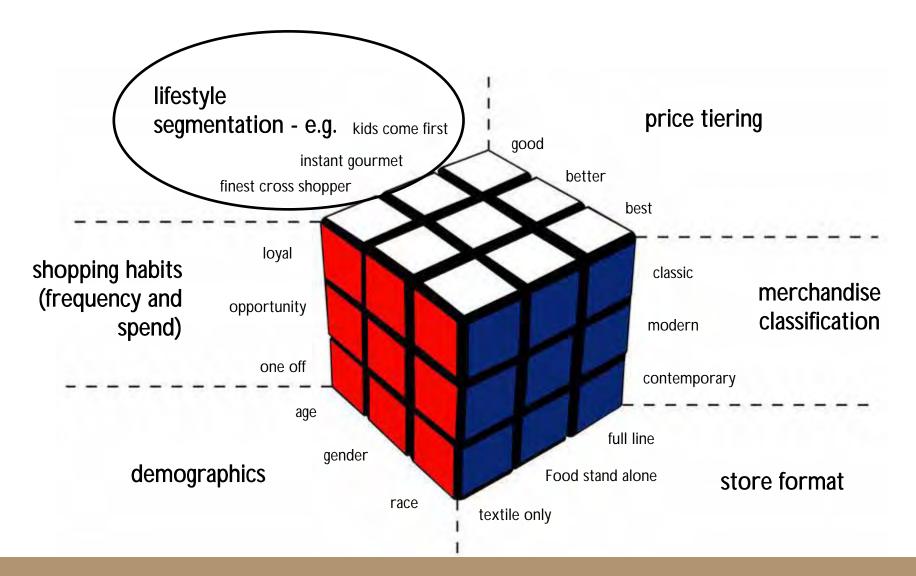
- The business needed change
 - accelerated by consumer recession
- Merchandise strategy
 - driven by deeper customer analytics
 - focused on value/innovation and segmentation
 - delivering availability
- People
 - talent
 - skills
- Pace
 - speed to market
 - productivity



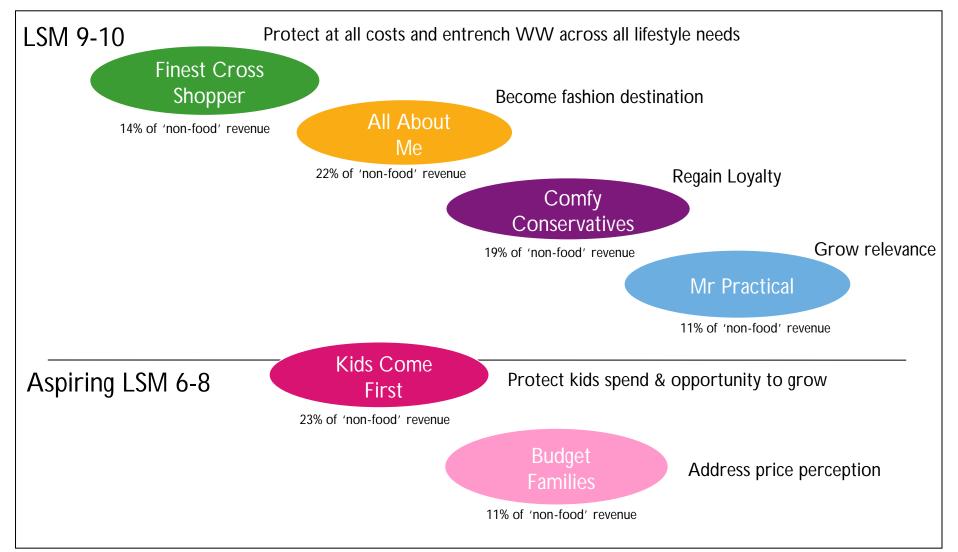
woolworths retail – deliverables

	Timelines	Progress
1. Customer understanding	ongoing	
2. Quality : Value	ongoing	
3. Range differentiation and innovation	6, 12, 18 months	
4. Improved availability	6-12 months	
5. Talent upgrade / skills base	ongoing	
6. Greater speed to market in Clothing and GM	6-18 months	-
7. Improved productivity	6-12 months	-

1. customer – the cube



1. customer – Clothing and Home segmentation



2. quality:value – Clothing

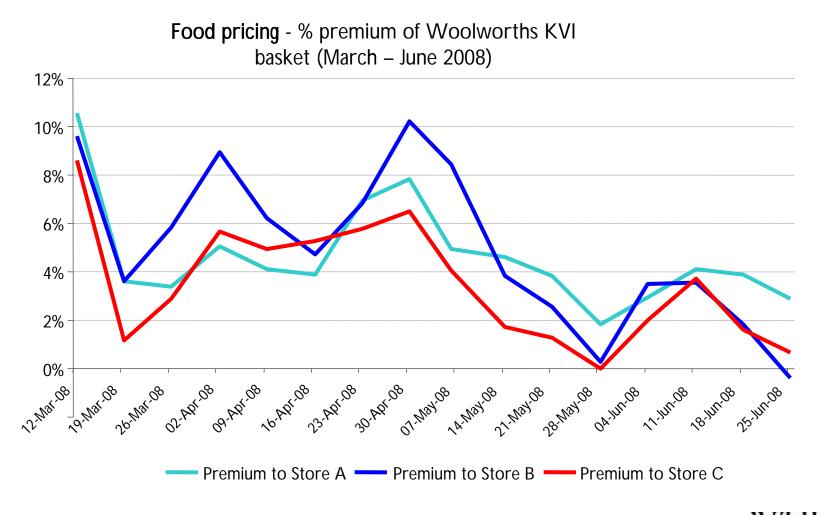
	% price movement
1 st half	9.6%
2 nd half	7.3%

Clothing pricing

- Changing customer perception through better opening price points
- Value positioning on 25 key lines
- Clear price point messaging in stores



2. quality:value – Food



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3. range differentiation – segmentation in women's clothing

Summer 2008	Classic 55%	Modern 35%	Contemporary 10%
Best 6%	w collection	COUNTRY ROAD	SA Designers
Better 35%	AEROSOLES. classic collection WW headquarte	Modern studio.w activ.	re twist jt one
Good 59%	classic collection WW headquarte	Modern studio.w activ.	re twist jt one

- 3. range differentiation Food
- Innovation to drive category growth still offering customer value for money.
- 766 new lines launched from Jul Dec 08 (LY: 543)
- 379 lines upgraded from Jul Dec 08 (LY: 413)
- **Re-engineering** core products more pragmatic innovation
- Complete the main shop
- Adherence to Good business journey
 - bio-farming
 - reduction in packaging



4. improved availability

- Utilise our deeper understanding of the customer to drive
 - the right merchandise
 - right size ratios
 - in the right stores
 - at the right time
- Clothing
 - merchandise planning now standing alone
 - cataloguing by customer profile
 - new planning system phasing in from winter
- Food
 - new system more complex than expected now bedding down
 - cataloguing by customer profile
 - greater volumes for Food promotions

- 5. talent upgrade / skill base
- Split buying and planning
- Upgrading design
- Key people in place
 - New heads of planning for Clothing & General Merchandise and Food
 - New Head of Trading for Food
 - New Head of Buying for General Merchandise
 - Re-structure of heads of buying in Clothing
- Continuous upskilling
 - Merchant Academy for buying and planning
 - Retail Academy
 - Food Academy



6. speed to market in Clothing and General merchandise

- Launching a more disciplined process from strategy to selling 26 Step
 Woolworths Merchandise Cycle.
- Sourcing strategy launched
 - 3 year plan
 - continuous review of supplier base
 - add value to product

7. improved productivity

- Improve productivity in comparable stores
 - greater focus on labour scheduling
 - drive store cost base down
- Format strategy
 - fewer and more profitable stores
 - move to larger format food stores
- Delivery of new planning system to leverage O2
 - better allocations from Winter 09
 - improved planning
- Stop non–priority projects

trading in a recession

- Understand shift in customer spending patterns
- Sharpen prices, but strengthen quality and innovation
- New ranges Country Road, Twist, Organic, yoghurt
- Fitter and more competitive Food business
- Manage cost growth hard
- Temper store rollout
- Maintain service levels
- No change to the Woolworths difference



country road

Simon Susman



country road – review

- Strong sales performance
 - total retail sales up 14.2% vs market average of 5.2%
- 5 new stores and 4 store expansions
- Better value offer and improved fashionability
- Overhead costs well controlled
- Inventory well managed
- Concession now on target
- Profit before tax up 54.8%

country road – outlook

- Australian economy slowing
 - tougher retail trading conditions ahead
- Focus on controlling costs, improving efficiencies and managing inventory
- 5 new stores and 5 store expansions planned in Australia
- Continue expansion into SA
 - 17 stores within Woolworths and 3 5 standalone stores

the Woolworths difference

we're the world's third largest user of organic cotton

It's part of our Good business journey to help people and planet.

JARS 1



outlook

king duvet cove

We green later

aus grown Lattes

king duvet cove

outlook

- Tough year and more to come
- Have behaved cyclically
- Better placed to face the recession

However

- Long-term confidence in South Africa
- Believe the Woolworths brand is relevant

additional information

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WOOLWORTHS

expenses

	sa r	etail		ncial /ices	Countr	y Road	Intra	group	То	tal
Rm	2008	2007	2008	2007	2008	2007	2008	2007	2008	2007
Depreciation	309	265	6	6	59	46			374	317
Occupancy	695	586	8	5	371	215			1 074	806
Employment*	1 969	1 756	81	67	457	306			2 507	2 129
Bad debts/provisions	-	-	584	352	-	-			584	352
Other	1 783	1 553	179	163	206	171	(91)	(94)	2 077	1 793
Allocated costs	(144)	(126)	144	126	-	-			-	-
	4 612	4 034	1 002	719	1 093	738	(91)	(94)	6 616	5 397

SA retail – balance sheet

	Jun 2008 Rm	Jun 2007 Rm	% change
Assets			
Property, plant and equipment, investments, deferred tax, loans			
and goodwill	2 536	2 380	6.6
Inventory	1 154	1 023	12.8
Accounts receivable	565	486	16.3
Cash	361	98	268.4
	4 616	3 987	15.8
Equity and liabilities			
Shareholders' funds	1 916	1 089	75.9
Accounts payable	2 700	2 898	(6.8)
	4 616	3 987	15.8

SA retail – revenue analysis

	Jun 2008 Rm	Jun 2007 Rm	% change	% inflation
Clothing and General merchandise	7 410	6 985	6.1	8.5
Corporate (retail)	6 545	6 136	6.7	
Franchise (wholesale) – local	659	667	(1.2)	
Franchise (wholesale) – international	206	182	13.2	
Food	10 360	8 718	18.8	13.1
Corporate (retail)	9 568	8 123	17.8	
Franchise (wholesale) – local	739	428	72.7	
Franchise (wholesale) – international	53	167	(68.3)	
Logistics and other	359	302	18.9	
Interest income	21	14	50.0	
Other revenue	92	81	13.6	
	18 242	16 100	13.3	

SA retail – trading space

	Jun 2008 m2	Jun 2007 m2	% change	Projected June 2009 m2	% change
Total footage	478 351	445 872	7.3	517 838	8.3
Clothing and General merchandise	348 687	332 870	4.8	370 054	6.1
Corporate	263 080	245 208	7.3	282 805	7.5
Franchise SA	57 870	57 276	1.0	59 512	2.8
Franchise International	27 737	30 386	(8.7)	27 737	-
Food	124 559	108 845	14.4	142 272	14.2
Corporate	113 454	98 282	15.4	130 547	15.1
Franchise SA	9 221	7 827	17.8	9 691	5.1
Franchise International	1 884	2 736	(31.1)	2 034	8.0
Coffee	5 031	4 157	21.0	5 401	7.4
Pharmacy	74	-		111	50.0

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SA retail – number of stores

	Jun 2008 No.	Jun 2007 No.	Growth No.	Projected June 2009 No.	Growth No.
Total stores	385	349	36	425	40
Corporate	228	200	28	256	28
Full-line	108	98	10	117	9
Clothing and General merchandise	6	5	1	6	-
Food	114	97	17	133	19
			•		
Franchise SA	77	78	(1)	79	2
Franchise Engen	38	24	14	48	10
Franchise International	42	47	(5)	42	-

financial services – contribution to sales

% of sales spent on Woolworths cards	Jun 2008	Jun 2007
Clothing and General merchandise	36.6%	41.9%
Food	21.1%	24.3%
Total	27.2%	32.2%



financial services - balance sheet

	Jun 2008 Rm	Jun 2007 Rm	% change
Assets			
Plant and equipment, deferred tax, loans and accounts receivable	196	163	9.0
Financial services assets	5 420	5 536	(2.1)
Cash	299	208	43.4
	5 915	5 907	(0.2)
Equity and liabilities			
Shareholders' funds	1 219	1 848	(35.1)
Accounts payable, provisions and tax	101	97	3.8
Borrowings	4 595	3 962	16.0
	5 915	5 907	(0.2)
Gearing ratio	80.0%	81.3%	

country road – balance sheet

	Jun 2008 A\$m	Jun 2007 A\$m	% change
Assets			
Property, plant and equipment	33.2	30.1	10.3
Trademarks *	11.2	11.2	-
Inventory	28.6	29.4	(2.7)
Accounts receivable	14.4	13.7	5.1
Cash	21.8	19.3	13.0
	109.2	103.7	5.3
Equity and liabilities			
Shareholders' funds	70.0	69.0	1.4
Accounts payable and provisions	39.2	34.7	13.0
	109.2	103.7	5.3
Period-end exchange rate (R/A\$)	7.6	6.1	
* Eliminates on consolidation		WOOLWORTHS	

country road – income statement (in rands)

	Jun 2008 Rm	Jun 2007 Rm	% change
Revenue	1 939	1 362	42.4
Turnover	1 918	1 354	41.7
Cost of sales	744	567	31.2
Gross profit	1 174	787	49.2
Other revenue	21	8	162.5
Expenses	1 093	738	48.1
Operating profit	102	57	78.9
Finance costs	1	2	(50.0)
Profit before tax	101	55	83.6