

Woolworths Group 2023 AGM report

ASX code	WOW
Meeting date	Thursday 26 October 2023
Type of meeting	Hybrid
Monitor	Julieanne Mills and Don Adams
Pre AGM-meeting	With chair Scott Perkins, and directors Holly Kramer, Maxine Brenner

Meeting Statistics

Number of holdings represented by ASA	954
Number of shares represented by ASA	2,781,077
Value of shares represented by ASA	\$98 million
Total number attending meeting	508
Market capitalisation	\$42.98 billion
ASA open proxies voted	ASA voted in favour of all the resolutions

The big surprise in today's meeting was the 28.02% vote against the remuneration report. In discussions with WOW after the meeting we were told that three large super funds had voted against the report due to the deaths at Woolworths during the year. ASA had concerns around those deaths and the STI safety measures that were recorded at a stretch outcome. While the 10% cut to STI across the executive is significant, the optics did not look good. We felt the company should be given a chance to wait until after the investigation to apply further penalties if appropriate. The company acknowledged the tragedy of the deaths, have made changes and will consider further actions and changes to remuneration once the investigations are completed, hopefully before the next AGM.

ASA raised the long-term incentive (LTI) 3-year time frame and the quantum of remuneration again and the generous multiples of fixed remuneration for STI and LTI outcomes as a concern. This was highlighted by the worker/shareholder who attended the meeting and illuminated shareholders on her \$25.12/hour wage and her concerns around the equal pay for equal jobs, and discriminatory pay for younger workers. Our conversation after the meeting with a board member was encouraging and we felt that the board was considering our concerns and potential changes, but we will see.

Roger Corbett (past CEO of WOW) attended the meeting to lobby shareholders to vote for Mr Wavish at Endeavour's AGM. The Woolworth board did not shrink from the criticism and defended their announcement that they will be supporting the board and have given their proxy to the chair, who intends to reject Mr Wavish. The chair acknowledged concerns with the board's resolution of the Mathieson conflict but fundamentally they support the board.

There were questions both in support and against the companies support for constitutional change. The chair referred WOW support and commitment to reconciliation since 2019, declared

the \$1.35m support given to Australians for Indigenous Constitutional Recognition (AICR), and their commitment to a focus on respectful education around the issue. As Australia's largest employer and a large employer of indigenous workers WOW see this as an inclusivity issue. The Chairman was adamant they would not support all social issues but like the same sex marriage debate inclusivity and belonging were in line with the companies "better together" values.

The 1Q results were announced the day before and highlights included in the Chair and CEO addresses. A webcast of the AGM will be available on their [website](#). While there are signs of moderation in inflation across some areas in Australia there are still challenging and uncertain conditions in NZ. The CEO raised the increase in aggression towards staff, with 3,000 acts in 12months, and the need to increase security measures including CCTV. They see this as a disturbing trend that needs legislation and will work with the government to protect workers.

The directors up for election spoke to the meeting. All other resolutions received votes above 90%.

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