

NOTICE OF FILING AND HEARING

This document was lodged electronically in the FEDERAL COURT OF AUSTRALIA (FCA) on 23/08/2019 9:46:29 AM AEST and has been accepted for filing under the Court's Rules. Filing and hearing details follow and important additional information about these are set out below.

Filing and Hearing Details

Document Lodged:	Originating Application Starting a Representative Proceeding under Part IVA Federal Court of Australia Act 1976 - Form 19 - Rule 9.32
File Number:	VID1131/2018
File Title:	NORMAN LESLIE WILLS AND JANE ANNE DANAHER (AS TRUSTEES FOR THE MINTY TIN SUPERANNUATION FUND) v WOOLWORTHS GROUP LTD (FORMERLY WOOLWORTHS LTD)
Registry:	VICTORIA REGISTRY - FEDERAL COURT OF AUSTRALIA
Reason for Listing:	To Be Advised
Time and date for hearing:	To Be Advised
Place:	To Be Advised



A handwritten signature in blue ink, reading 'Warwick Soden'.

Dated: 23/08/2019 10:01:25 AM AEST

Registrar

Important Information

As required by the Court's Rules, this Notice has been inserted as the first page of the document which has been accepted for electronic filing. It is now taken to be part of that document for the purposes of the proceeding in the Court and contains important information for all parties to that proceeding. It must be included in the document served on each of those parties.

The Reason for Listing shown above is descriptive and does not limit the issues that might be dealt with, or the orders that might be made, at the hearing.

The date and time of lodgment also shown above are the date and time that the document was received by the Court. Under the Court's Rules the date of filing of the document is the day it was lodged (if that is a business day for the Registry which accepts it and the document was received by 4.30 pm local time at that Registry) or otherwise the next working day for that Registry.

Form 19
Rule 9.32



**Amended Originating application starting a representative proceeding
under Part IVA of the Federal Court of Australia Act 1976**

(Amended on 23 August 2019 pursuant to leave granted by the Honourable Justice Beach on 20 August 2019)

VID 1131 of 2018

Federal Court of Australia
District Registry: Victoria
Division: General

**NORMAN LESLIE WILLS and JANE ANNE DANAHER (AS TRUSTEES FOR THE MINTY TIN
SUPERANNUATION FUND)**

Applicants

**WOOLWORTHS GROUP LTD (FORMERLY WOOLWORTHS LTD)
(ACN 000 014 675)**

Respondent

To the Respondent

The Applicants apply for the relief set out in this application.

The Court will hear this application, or make orders for the conduct of the proceeding, at the time and place stated below. If you or your lawyer do not attend, then the Court may make orders in your absence.

You must file a notice of address for service (Form 10) in the Registry before attending Court or taking any other steps in the proceeding.

Time and date for hearing:

Place: Owen Dixon Commonwealth Law Courts Building, 305 William Street, Melbourne

Date: ~~10 September 2018~~ 23 August 2019

Signed by an officer acting with the authority
of the District Registrar

Filed on behalf of (name & role of party) Norman Leslie Wills and Jane Anne Danaher (Applicants)

Prepared by (name of person/lawyer) Steven Foale

Law firm (if applicable) Maurice Blackburn

Tel (07) 3016 0300 Fax (07) 3236 1966

Email SFoale@mauriceblackburn.com.au

Address for service Level 8, 179 North Quay
(include state and postcode) Brisbane Qld 4000



Details of claim

On the grounds stated in the accompanying Amended Statement of Claim, the Applicants claim, on their own behalf and on behalf of Group Members (as defined below):

1. A declaration pursuant to s 21, alternatively s 33ZF, of the *Federal Court of Australia Act 1976* (Cth) (**FCAA**) that the Respondent (**WOW**) contravened s 674(2) of the *Corporations Act 2001* (Cth) (**Corporations Act**) by failing to inform the Australian Securities Exchange (**ASX**) of some or all of:
 - (a) the Guidance Information, as defined in para [28] of the Amended Statement of Claim;
 - (b) the ~~Necessary Further Investment Guidance Options~~ Information, as defined in ~~sub-para [17(b)]~~ of the Amended Statement of Claim; and
 - (c) the ~~Wrong Metrics February Growth~~ Information, as defined in ~~sub-para [21(b)18A]~~ of the Amended Statement of Claim,
 as soon as it became aware, for the purpose of ASX Listing Rules 3.1 and 19.12, of that information.
2. A declaration that for the purposes of s 1317HA(1) and/or s 1325 of the *Corporations Act*, the Applicants and Group Members have suffered loss or damage as a result of WOW's contravention or contraventions of s 674(2) of the *Corporations Act*.
3. An order, pursuant to s 1317HA(1) and/or s 1325 of the *Corporations Act*, that WOW compensate the Applicants and Group Members for the damage suffered by them which resulted from WOW's contraventions of s 674(2) of the *Corporations Act*.
4. A declaration pursuant to s 21, alternatively s 33ZF, of the *FCAA* that by making the FY15 Guidance Representation as defined in para [23] of the Amended Statement of Claim and the February Growth Representation as defined in para [36E] of the Amended Statement of Claim, WOW engaged in conduct in contravention of:
 - (a) s 1041H(1) of the *Corporations Act*;
 - (b) s 12DA(1) of the *Australian Securities and Investments Commission Act 2001* (Cth) (**ASIC Act**); and/or
 - (c) s 18 of the *Australian Consumer Law* (**ACL**).
5. A declaration that for the purposes of s 1041I of the *Corporations Act* and/or s 12GF and/or s 12GM of the *ASIC Act* and/or s 236 of the *ACL*, the Applicants and Group Members have suffered loss or damage as a result of WOW's contraventions of s 1041H(1) of the *Corporations Act*, s 12DA(1) of the *ASIC Act* and s 18 of the *ACL*.




6. An order that WOW pay to the Applicants and Group Members statutory compensation pursuant to:
 - (a) s 1041I of the *Corporations Act*;
 - (b) s 12GF and/or s 12GM of the *ASIC Act*; and/or
 - (c) s 236 of the *ACL*.
7. Interest pursuant to s 51A of the *FCAA*.
8. Costs.
9. Such further or other relief as the Court determines is appropriate.

Questions common to claims of group members

The questions of law or fact common to the claims of the Applicants and the Group Members are:

1. At what date or dates did WOW become aware, within the meaning of ASX Listing Rule 19.12, of:
 - (a) the Guidance Information (as defined in para [28] of the Amended Statement of Claim);
 - (b) the ~~Necessary Further Investment~~ Guidance Options Information (as defined in sub-para [17~~(b)~~] of the Amended Statement of Claim); and
 - (c) the ~~Wrong Metrics~~ February Growth Information (as defined in sub-para [18A21~~(b)~~] of the Amended Statement of Claim).
2. Whether WOW, throughout all or part (and if so, which part) of the period from ~~4 December~~ 29 August 2014 to ~~27 February~~ 6 May 2015, contravened s 674(2) of the *Corporations Act* by not immediately disclosing the Guidance Information to the ASX.
3. Whether WOW, throughout all or part (and if so, which part) of the period from ~~4 December~~ 29 August 2014 to ~~27 February~~ 6 May 2015, contravened s 674(2) of the *Corporations Act* by not immediately disclosing the ~~Necessary Further Investment~~ Guidance Options Information to the ASX.
4. Whether WOW, throughout all or part (and if so, which part) of the period from ~~2 January~~ 27 February 2015 to 6 May 2015, contravened s 674(2) of the *Corporations Act* by not immediately disclosing the ~~Wrong Metrics~~ February Growth Information to the ASX.
5. Whether WOW made the FY15 Guidance Representation (as defined in para [23] of the Amended Statement of Claim).



6. Whether by making the FY15 Guidance Representation referred to in para [5] above,  WOW throughout all or part (and if so, which part) of the period from 29 August 2014 to 27 February 2015, contravened:
- (a) s 1041H(1) of the *Corporations Act*;
 - (b) s 12DA(1) of the *ASIC Act*; and/or
 - (c) s 18 of the *ACL*.
- 6A. Whether WOW made the February Growth Representation (as defined in para [36E] of the Amended Statement of Claim).
- 6B. Whether by making the February Growth Representation referred to in para [6A] above, WOW throughout all or part (and if so, which part) of the period from 27 February 2015 to 6 May 2015, contravened:
- (a) s 1041H(1) of the *Corporations Act*;
 - (b) s 12DA(1) of the *ASIC Act*; and/or
 - (c) s 18 of the *ACL*.
7. Whether any of the Contraventions, as defined in the Amended Statement of Claim (and if so, which), caused the price for WOW Shares to be higher during the Relevant Period than their true value and/or the market price that would have prevailed had the Contraventions not occurred, and if so:
- (a) to what extent or by what amount; and
 - (b) are damages recoverable by the Applicants and Group Members as a consequence.
8. If any of the Contraventions, as defined in the Amended Statement of Claim, occurred, what is the correct measure of damages for which WOW may be liable to the Applicants and Group Members.

Representative action

The Applicants bring this application as representative parties under Part IVA of the *Federal Court of Australia Act 1976*.

The group members to whom this proceeding relates (**Group Members**) are persons who:

- a. entered into a contract to acquire an interest in ordinary shares in WOW (**WOW Shares**) on or after 29 August 2014 and before 6 May 2015 (**Relevant Period**);
- b. suffered loss or damage by, or which resulted from, the conduct of WOW as pleaded in the Amended Statement of Claim; and



- c. are not within the categories of excluded persons set out in sub-para [1(c)] of the Amended Statement of Claim.

Applicants' address

The Applicants' address for service is:

Place: Maurice Blackburn, Level 8, 179 North Quay, Brisbane Qld 4000

Email: SFoale@mauriceblackburn.com.au

The Applicants' address is 136 Queensville Street, Kingsville Vic 3012

Service on the Respondent

It is intended to serve this application on the Respondent.

Date: ~~10 September 2018~~ 23 August 2019

A handwritten signature in black ink, appearing to read 'Steven Foale', written over a horizontal line.

Signed by Steven Foale
Lawyer for the Applicants