



Resolution 1 - Amend the company's constitution

To insert into our company's constitution the following new clause 8.13:

Member resolutions at general meeting

"The shareholders in general meeting may by ordinary resolution express an opinion, ask for information, or make a request, about the way in which a power of the company partially or exclusively vested in the directors has been or should be exercised. However, such a resolution must relate to an issue of material relevance to the company or the company's business as identified by the company, and cannot either advocate action which would violate any law or relate to any personal claim or grievance. Such a resolution is advisory only and does not bind the directors or the company."

Supporting statement

Shareholder participation is vital for healthy corporate governance, yet in Australia it is restricted by legal and procedural barriers.¹ Unlike in many countries, Australian shareholders cannot directly propose ordinary resolutions. Instead, they must first pass a special resolution to amend the company's constitution, limiting investor influence over company direction and ESG risks. In 2024, U.S. shareholders filed 500 resolutions (14 at Amazon alone), compared to a handful in Australia. Allowing ordinary resolutions benefits companies, shareholders and stakeholders.

Resolution 2 - Classify beef as a high risk deforestation-linked commodity

Shareholders request that Woolworths include beef in its No Deforestation commitment as a "high risk" deforestation-linked commodity, given that beef is the main commodity driving deforestation in Australia and Woolworths is the country's largest grocery retailer.

Supporting statement

Australia is a global deforestation front—alongside Borneo, the Amazon and the Congo—and has the highest rate of mammal extinctions in the world. This is mainly driven by land clearing

¹<https://acsi.org.au/wp-content/uploads/2020/02/Shareholder-resolutions-in-Australia.Oct17.pdf>

for beef pasture.²

In Queensland—the centre of the crisis—over 1 million hectares of land was bulldozed for beef production between 2018–22 which impacted the habitat of hundreds of endangered species such as the Koala, Northern Quoll and Greater Glider and the Great Barrier Reef.³ The 22-23 Queensland data shows another 332,015 ha of forest and bushland were impacted by land clearing activity, 86% of which was attributed to livestock pasture.⁴

15% of Australian beef is sold by domestic supermarkets, and Woolworths is the largest, accounting for a third of all retail grocery sales in Australia.⁵ This puts Woolworths and its suppliers at high risk of contributing to this crisis and at risk of financially material brand damage. 70% of Australians think Woolworths should be doing more to help protect iconic animals from extinction.⁶

In its 2024 sustainability report, Woolworths committed to achieving no-deforestation across key commodities, including beef, by 31 December 2025. Yet in 2025, it removed beef as a high risk commodity from its commitment. According to the Accountability Framework Initiative (AFi), excluding commodities from deforestation pledges requires credible risk analysis proving they are not linked to environmental or social harm.⁷ Woolworths has not provided such evidence. Instead, it relied on the EU Deforestation Regulation's (EUDR) country risk rating—an extremely flawed system that lists only four countries as “high risk,” excluding major deforestation hotspots such as Brazil.⁸

This decision flies in the face of overwhelming evidence that beef is the single largest driver of deforestation in Australia, particularly in Queensland where land clearing and deforestation continues at unsustainable levels. By contrast, Woolworths' competitor Coles has included beef in its no-deforestation commitments and begun publicly disclosing supply chain tracing efforts.⁹

Woolworths' deforestation pledge is tied to its emissions reduction targets, validated by the Science-Based Targets initiative (SBTi). The SBTi requires companies in the Forest, Land and

² <https://wilderness.org.au/protecting-nature/deforestation>

³ <https://wilderness.org.au/protecting-nature/deforestation/qlddeforestation/beef-is-driving-deforestation-in-queensland-new-report-confirms>

⁴ <https://wilderness.org.au/news-events/new-queensland-government-data-reveals-disastrous-deforestation-continues-to-soar>

⁵ https://www.mla.com.au/contentassets/444bae0fb50140f2bd0bf3c0a4c9b9dc/australia_2023-mla-mi-market-snapshot_290124.pdf

⁶ <https://www.wilderness.org.au/images/resources/Research-Australians-want-companies-to-help-protect-forests.pdf>

⁷ https://accountability-framework.org/fileadmin/uploads/afi/Documents/Core_Principles/AFi_Core_Principles_April_2023_-_English_04-04-24_Amend_.pdf

⁸ https://green-forum.ec.europa.eu/nature-and-biodiversity/deforestation-regulation-implementation/eudr-cooperation-and-partnerships/country-classification-list_en

⁹

https://www.colesgroup.com.au/FormBuilder/Resource/module/ir5sKeTxxEONDzdh00hWJw/file/Sustainability_Report.pdf

Agriculture sector, including retailers, to commit to deforestation-free supply chains in order to meet climate targets.¹⁰ Without addressing beef-driven deforestation, Woolworths cannot credibly reduce its emissions or claim alignment with net-zero pathways, since land-use change and Scope 3 emissions are central to its climate impact.

Through its beef sourcing, Woolworths is at risk of contributing to deforestation in Australia – and its current No Deforestation implementation plans will not significantly change this.

Resolution 3 - Update Pulp, Paper and Timber Policy

Shareholders request that Woolworths consider removing PEFC certification as part of its supplier requirements in its Pulp, Paper and Timber Policy

Supporting statement

Woolworths uses around 17 million pallets per year to transport goods across Australia. They are a major customer of CHEP Brambles,¹¹ the country's largest pallet supplier, which sources hardwood timber that is logged from native forests in Australia. Although Victoria and Western Australia have transitioned out of native forest logging, it continues in NSW and Tasmania, including in High Conservation Value forests and a Global Biodiversity Hotspot. In NSW alone, native forest logging is destroying forests that provide habitat for 150 species that are at risk of extinction, including the greater glider and swift parrot.¹²

Woolworths committed to achieving no-deforestation across key commodities, including Pulp, Paper and Timber, by 31 December 2025. To implement this, Woolworths' Paper Pulp and Timber Policy requires Program for the Endorsement of Forest Certification (PEFC) or Forestry Stewardship Council (FSC) certification (or 100% recycled).¹³ PEFC endorses national standards in 48 countries, including Australia's Responsible Wood scheme.¹⁴ Yet PEFC-endorsed certifications have been "subject to intensive criticism by environmental NGOs in many countries"¹⁵ because "requirements and standards imposed by the PEFC are not as tight as those imposed by the FSC".¹⁶ This track record has encouraged numerous high-profile companies to stop accepting PEFC-endorsed certifications.¹⁷

¹⁰ <https://sciencebasedtargets.org/sectors/forest-land-and-agriculture>

¹¹ <https://www.afr.com/companies/transport/brambles-to-cut-jobs-ceo-prepares-for-global-slowdown-20250820-p5moj5>

¹² <https://conbio.onlinelibrary.wiley.com/doi/10.1111/csp2.13185>

¹³ <https://www.woolworthsgroup.com.au/content/dam/wwg/sustainability/POL.050%20Policy%20-%20%20Paper%2C%20Pulp%20and%20Timber%20Policy%20V8.pdf>

<https://www.woolworthsgroup.com.au/content/dam/wwg/sustainability/POL.050%20Policy%20-%20%20Paper%2C%20Pulp%20and%20Timber%20Policy%20V8.pdf>

¹⁴ <https://www.pefc.org/discover-pefc/our-pefc-members/national-members/responsible-wood>

¹⁵ https://literatur.thuenen.de/digbib_extern/dn069265.pdf

¹⁶ https://link.springer.com/chapter/10.1007/978-981-15-3473-7_9

¹⁷ <https://news.mongabay.com/2015/11/four-major-us-brands-to-drop-controversial-sustainable-forestry-certification->

PEFC has a demonstrable and consistent track record of certifying products coming from highly destructive logging operations—including where there is logging of high conservation value forests, old growth forests and illegal logging.¹⁸ For example, the PEFC-endorsed Responsible Wood scheme provides certification to the state-owned logging agency in NSW, Forestry Corporation, despite it having a “pattern of environmental offending,” as described in a judgement by Justice Rachel Pepper in 2024.¹⁹ This history includes, but is not limited to, illegally logging a national park, felling hollow-bearing trees, felling trees in rainforest exclusion zones, felling trees in areas subject to protections following the Black Summer Bushfires and failing to protect critical habitat.²⁰

Accepting PEFC will not ensure Woolworth’s timber sourcing is “deforestation-free”.

Contact

James Alexander, Senior ESG Manager

james@six-invest.com.au

Level 4, 54 Wellington Street
Collingwood
Victoria

scheme/#:~:text=Four%20major%20consumer%20brands%20in,paper%20and%20wood%20certification%20scheme.

¹⁸ https://www.greenpeace.org/static/planet4-international-stateless/2021/04/b1e486be-greenpeace-international-report-destruction-certified_finaloptimised.pdf;

https://www.wwf.de/fileadmin/user_upload/On_The_Ground_2011.pdf

¹⁹ <https://www.caselaw.nsw.gov.au/decision/191025c8c3849ddaec6b6ba2>

²⁰ <https://www.epa.nsw.gov.au/Your-environment/Native-forestry/Regulating/Register-of-crown-forestry-investigations>; <https://www.environment.nsw.gov.au/news/fcsw-penalised-illegal-harvesting-bindarri-national-park>