

24 November 2016

South32 Limited
(Incorporated in Australia under the *Corporations Act 2001* (Cth))
(ACN 093 732 597)
ASX / LSE / JSE Share Code: S32
ISIN: AU000000S320
south32.net

SOUTH32 LIMITED
Annual General Meeting
Thursday, 24 November 2016
Voting Results

The following information is provided in accordance with section 251AA(2) of the Corporations Act 2001 (Cth).

Resolution details		Instructions given to validly appointed proxies				Number of votes cast on the poll			Resolution Result
Resolution	Resolution Type	For	Against	Proxy's Discretion	Abstain	For	Against	Abstain*	Carried / Not Carried
Resolution 2(a) Re-Election of Mr Osborn	Ordinary	3,225,566,189 98.57%	16,567,291 0.50%	30,511,099 0.93%	7,780,424	3,257,479,378 99.49%	16,573,950 0.51%	7,769,104	Carried
Resolution 2(b) Re-Election of Mr Rumble	Ordinary	3,224,895,016 98.55%	17,190,557 0.52%	30,515,923 0.93%	7,825,547	3,256,796,148 99.47%	17,215,387 0.53%	7,814,227	Carried
Resolution 3 Adoption of Remuneration Report	Ordinary	2,497,629,088 76.25%	747,712,233 22.82%	30,210,157 0.93%	4,033,888	2,519,986,769 76.92%	756,128,021 23.08%	4,019,061	Carried
Resolution 4 Grant of Awards to Executive Director	Ordinary	3,189,618,301 97.37%	56,143,565 1.72%	30,007,342 0.91%	4,655,887	3,212,787,927 98.04%	64,383,940 1.96%	4,650,187	Carried

* Votes cast by a person who abstains on an item are not counted in calculating the required majority on a poll.

Further information on South32 can be found at www.south32.net.

JSE Sponsor: UBS South Africa (Pty) Ltd
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