



South32 Limited
ABN 84 093 732 597

S32

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Need assistance?



Phone:

1800 019 953 (within Australia)
+61 3 9415 4169 (outside Australia)



Online:

www.investorcentre.com/contact



YOUR VOTE IS IMPORTANT

For your proxy appointment to be effective it must be received by **midday (12 noon AWST) Tuesday 27 October 2020**.

South32 Limited Annual General Meeting

Meeting date and location:

The Annual General Meeting of South32 Limited will be a virtual meeting, which will be conducted online on Thursday, 29 October 2020 at midday (12 noon AWST).

Access meeting documents online

The Notice of Meeting, Annual Report, Sustainable Development Report and other meeting documents are now available online at www.south32.net/annual-general-meetings.

Lodge your proxy form online:

Lodge your vote online at www.investorvote.com.au using your secure access information or use your mobile device to scan the personalised QR code.

Your secure access information is



Control Number: 999999

SRN/HIN: I9999999999

PIN: 99999

PLEASE NOTE: For security reasons it is important that you keep your SRN/HIN confidential.

For Intermediary Online subscribers (custodians) go to www.intermediaryonline.com

Attending the meeting online:

If you choose to participate online on the day of the meeting you will be able to view a live webcast of the meeting, ask the Directors questions and submit your votes in real time. To participate online you will need to either:

- Visit <https://web.lumiagm.com> on your smartphone, tablet or computer. You will need the latest versions of Chrome, Safari, Internet Explorer 11, Edge or Firefox. Please ensure your browser is compatible; or
- Download the Lumi AGM app from the Apple App or Google Play Stores by searching for Lumi AGM.

To participate in the meeting, you will be required to enter the unique 9 digit Meeting ID provided below.

Meeting ID: 399-820-316

For further instructions on how to participate online please view the online meeting user guide at www.south32.net/annual-general-meetings.



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South32's 2020 Annual General Meeting (**Meeting**) will be held at midday (12 noon AWST) on Thursday 29 October 2020, and the 2020 Notice of Meeting is now available on South32's website.

As part of the Australian Government's response to COVID-19, the Federal Treasurer issued a Determination making temporary modifications to the *Corporations Act 2001* (Cth). These modifications permit companies to hold annual general meetings entirely online. To protect the health and safety of our Shareholders and staff, and to allow more Shareholders to attend the Meeting, we will hold a fully virtual (online) Meeting, which means there will not be a physical venue for Shareholders to attend.

In addition, the Determination issued by the Federal Treasurer permits a Notice of Meeting, and other information regarding a meeting to be provided online where it can be viewed and downloaded. Accordingly, this year the South32 Notice of Meeting and personalised proxy form will not be mailed to Shareholders. Instead, the Notice of Meeting and a blank proxy form are available for you to view and download on the South32 website at www.south32.net/annual-general-meetings.

Your participation in the Meeting is important to us. The Meeting will be webcast live via the Lumi AGM platform. You will be able to view the proceedings and presentations, submit questions online and submit your vote in real-time. You may attend the Meeting online using your computer, your mobile phone or device.

If you use your computer to attend the Meeting, you should use the Lumi AGM platform (by entering <https://web.lumiagm.com/399-820-316> in your browser). If you use your mobile phone or device to attend the Meeting, you should use the Lumi AGM app (which you can download from the Apple App or Google Play stores by searching *Lumi AGM*). Further information on how to participate in the Meeting is provided in the Notice of Meeting, and on South32's website where you will find the Lumi Online Meeting Guide that provides instructions on how to join the meeting online, view the webcast, vote in real-time and submit questions during the Meeting.

If you will not be able to attend the Meeting online at the scheduled time, you can still participate in the Meeting by appointing a proxy to attend and vote in real time at the Meeting. If you intend to appoint a proxy, please lodge a proxy vote online at www.investorvote.com.au by midday (12 noon AWST) on Tuesday 27 October 2020. Alternatively, you can lodge your signed proxy form by mail or fax in accordance with instructions contained in the Notice of Meeting. A blank proxy form can be downloaded from www.south32.net/annual-general-meetings.

Even if you are planning to attend the Meeting online, you are still encouraged to cast proxy votes and lodge questions prior to the meeting online at www.investorvote.com.au. To use this facility, you will need your six-digit Control Number and Securityholder Reference Number (SRN) or Holder Identification Number (HIN), which are located on this letter. Casting your votes and lodging questions ahead of the meeting will not prevent you from attending the Meeting online.

The Chair and the Chief Executive Officer speeches will be uploaded to the South32 website at www.south32.net/annual-general-meetings and the ASX/JSE/LSE platforms prior to the Meeting. For a detailed overview of South32's performance and operations for the year ended 30 June 2020, I encourage you to read the 2020 Annual Report and the 2020 Sustainable Development Report prior to the Meeting. These reports can be found on the South32 website at www.south32.net/annual-general-meetings.

Shareholders are encouraged to check South32's website at www.south32.net/annual-general-meetings and the ASX/JSE/LSE for updates in relation to the Meeting.

I look forward to you joining South32's first fully virtual Annual General Meeting and hope that the use of the virtual meeting technology will enable more shareholders to attend the Meeting.

Nicole Duncan
Company Secretary