



28 October 2021

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

**SOUTH32 LIMITED
2021 ANNUAL GENERAL MEETING
THURSDAY, 28 OCTOBER 2021
RESULTS OF MEETING**

South32 Limited (ASX, LSE, JSE: S32; ADR: SOUHY) (South32), in accordance with section 251AA(2) of the *Corporations Act 2001* (Cth) and ASX Listing Rule 3.13.2, provides the following information:

Resolution details		Instructions given to validly appointed proxies (as at proxy close)				Number of votes cast on the poll (where applicable)			Resolution Result
Resolution	Resolution Type	For	Against	Proxy's Discretion	Abstain	For	Against	Abstain*	Carried / Not Carried
2A Re-election of Mr Wayne Osborn as a Director	Ordinary	3,078,446,857 99.13%	11,537,312 0.37%	15,424,467 0.50%	3,922,942	3,094,365,351 99.63%	11,537,312 0.37%	3,926,942	Carried
2B Re-election of Mr Keith Rumble as a Director	Ordinary	3,037,602,869 97.81%	52,364,711 1.69%	15,397,590 0.50%	3,966,407	3,053,507,736 98.31%	52,364,711 1.69%	3,969,157	Carried
3 Adoption of the Remuneration Report	Ordinary	3,028,022,223 98.32%	36,201,793 1.18%	15,266,807 0.50%	21,575,173	3,043,777,161 98.82%	36,207,995 1.18%	21,590,867	Carried
4 Grant of awards to Executive Director	Ordinary	3,035,591,420 98.14%	42,138,311 1.36%	15,222,059 0.50%	16,362,183	3,051,537,204 98.64%	42,146,067 1.36%	16,370,729	Carried
5 Leaving Entitlements	Ordinary	3,056,790,000 98.71%	24,876,240 0.81%	14,946,350 0.48%	5,125,444	3,066,464,249 99.00%	30,830,345 1.00%	5,133,240	Carried

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6A Amend Constitution	Special	178,884,726 6.35%	2,620,295,291 93.11%	15,185,120 0.54%	294,902,158	179,129,164 6.36%	2,635,941,519 93.64%	294,936,809	Not Carried
6B Climate Related Lobbying	Ordinary	3,047,316,913 98.21%	40,287,862 1.30%	15,119,113 0.49%	6,549,982	Not Applicable			Not Applicable

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

Resolutions proposed but not put to the meeting

Resolution	Reason for not putting the resolution to the meeting
6B Climate Related Lobbying	Resolution 6B was not put to the meeting because it was conditional on Resolution 6A being approved by the required majority.

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

Approved for release by Graham Kerr, Chief Executive Officer
 JSE Sponsor: UBS South Africa (Pty) Ltd
 28 October 2021