

29 October 2020

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

**SOUTH32 LIMITED**  
**2020 Annual General Meeting**  
**Thursday, 29 October 2020**  
**Results of Meeting**

The following information is provided in accordance with section 251AA(2) of the Corporations Act 2001 (Cth) and ASX Listing Rule 3.13.2.

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 Frank Cooper as a Director	Ordinary	3,165,474,865 98.56%	37,284,485 1.16%	8,876,304 0.28%	6,690,719	3,174,866,431 98.84%	37,290,161 1.16%	6,690,719	Carried
2B Re-election of Dr Xiaoling Liu as a Director	Ordinary	3,165,372,480 98.56%	37,399,150 1.16%	9,001,989 0.28%	6,548,746	3,174,866,633 98.84%	37,411,924 1.16%	6,564,746	Carried
2C Re-election of Dr Ntombifuthi Mtoba as a Director	Ordinary	3,165,969,224 98.58%	36,618,849 1.14%	9,041,588 0.28%	6,692,234	3,175,514,091 98.86%	36,630,082 1.14%	6,698,660	Carried
2D Re-election of Ms Karen Wood as a Director	Ordinary	3,163,896,811 98.51%	38,833,863 1.21%	9,046,166 0.28%	6,631,635	3,173,463,915 98.79%	38,833,863 1.21%	6,631,635	Carried
3 Election of Mr Guy Lansdown as a Director	Ordinary	3,193,391,278 99.39%	10,435,584 0.32%	9,085,690 0.28%	5,407,313	3,202,992,230 99.68%	10,441,260 0.32%	5,407,313	Carried

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Resolution	Resolution Type	For	Against	Proxy's Discretion	Abstain	For	Against	Abstain*	Carried / Not Carried
4 Adoption of the Remuneration Report	Ordinary	2,490,453,138 78.35%	679,697,477 21.38%	8,448,149 0.27%	32,292,615	2,499,208,621 78.62%	679,756,460 21.38%	32,319,226	Carried
5 Grant of awards to Executive Director	Ordinary	2,525,510,104 78.97%	664,049,879 20.76%	8,420,391 0.26%	20,338,072	2,534,374,723 79.24%	664,123,772 20.76%	20,340,889	Carried
6 Renewal of proportional takeover provisions	Special	3,127,492,737 97.38%	75,278,348 2.34%	8,931,122 0.28%	6,620,158	3,136,937,721 97.66%	75,278,348 2.34%	6,627,234	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](http://www.south32.net).

Approved for release by Nicole Duncan, Company Secretary, South32

JSE Sponsor: UBS South Africa (Pty) Ltd  
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