

25 October 2018

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
2018 Annual General Meeting
Thursday, 25 October 2018
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 (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
Resolution 2A Re-election of Mr David Crawford AO as a Director	Ordinary	3,218,184,133 95.02%	144,300,072 4.26%	24,291,270 0.72%	17,733,069	3,248,312,019 95.75%	144,304,572 4.25%	17,733,807	Carried
Resolution 2B Re-election of Dr Xolani Mkhwanazi as a Director	Ordinary	3,363,745,909 98.90%	13,352,696 0.39%	24,417,104 0.71%	2,984,767	3,393,992,998 99.61%	13,352,696 0.39%	2,991,898	Carried
Resolution 3 Adoption of the Remuneration Report	Ordinary	3,281,579,503 96.67%	89,044,927 2.63%	23,769,319 0.70%	9,729,293	3,305,591,622 97.38%	89,061,792 2.62%	9,748,471	Carried
Resolution 4 Grant of awards to Executive Director	Ordinary	3,271,317,034 96.35%	100,068,713 2.94%	24,166,101 0.71%	8,956,380	3,299,286,389 97.06%	100,104,940 2.94%	8,957,834	Carried
Resolution 5 Approval of leaving entitlements	Ordinary	3,291,258,154 96.94%	79,910,546 2.36%	23,954,929 0.70%	9,384,599	3,312,091,418 97.64%	80,020,491 2.36%	11,827,219	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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