

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

*Rule 3.19A.2*

## Appendix 3Y

### Change of Director's Interest Notice

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 30/09/01 Amended 01/01/11

<b>Name of entity</b>	South32 Limited
<b>ABN</b>	84 093 732 597

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	Mr Keith Christopher Rumble
<b>Date of last notice</b>	23 November 2015

#### **Part 1 - Change of director's relevant interests in securities**

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Direct or indirect interest</b>	Indirect
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Depository interests are held jointly with his spouse, and by The Rumble Family Trust and Saint Lambert Trust, both of which Mr Rumble is a beneficiary.
<b>Date of change</b>	27 August 2019
<b>No. of securities held prior to change</b>	<u>Direct</u> 55,000 ordinary fully paid shares 18,180 depository Interests, representing an interest in 18,180 ordinary shares in South32 Limited  <u>Indirect</u> 52,500 depository Interests, representing an interest in 52,500 ordinary shares in South32 Limited

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+ See chapter 19 for defined terms.

## Appendix 3Y Change of Director's Interest Notice

<b>Class</b>	Depository Interests
<b>Number acquired</b>	35,700 Depository Interests
<b>Number disposed</b>	Nil
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	GBP48,332
<b>No. of securities held after change</b>	<p><u>Direct</u> 55,000 ordinary fully paid shares 18,180 depository Interests, representing an interest in 18,180 ordinary shares in South32 Limited</p> <p><u>Indirect</u> 88,200 depository Interests, representing an interest in 88,200 ordinary shares in South32 Limited</p>
<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	On-market purchase of South32 Limited Depository Interests

### Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Detail of contract</b>	-
<b>Nature of interest</b>	-
<b>Name of registered holder (if issued securities)</b>	-
<b>Date of change</b>	-
<b>No. and class of securities to which interest related prior to change</b> Note: Details are only required for a contract in relation to which the interest has changed	-
<b>Interest acquired</b>	-
<b>Interest disposed</b>	-

+ See chapter 19 for defined terms.

**Appendix 3Y**  
**Change of Director's Interest Notice**

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<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	-
<b>Interest after change</b>	-

**Part 3 – +Closed period**

<b>Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?</b>	No
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	-
<b>If prior written clearance was provided, on what date was this provided?</b>	-

JSE Sponsor: UBS South Africa (Pty) Ltd  
30 August 2019

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+ See chapter 19 for defined terms.