

South32 Limited		2015	
	Classification	Meeting Type	Meeting Date
S32	General Mining	AGM F2015	18/11/2015
NUMBER	RESOLUTION	INFORMATION	VOTE
Ordinary resolution number 1	Financial Report, Directors' Report and Auditor's Report		FOR
Ordinary resolution number 2	Election of Xolani Mkhwanazi as a Director BSc, MSc, PhD (Applied Physics), 60 Non-Independent Non-Executive Director Member, Sustainability Committee (Location: South Africa) Other directorships and offices (current and recent): Murray and Roberts Ltd (since August 2015) Bombardier Transportation South Africa (Pty) Ltd Converge South Africa (Pty) Limited Odgers Berndtson SA (Pty) Ltd Private Label Promotion (Pty) Ltd		FOR
Ordinary resolution number 3	Re-election of David Crawford as a Director David Crawford AO BComm LLB, FCA, FCPA, FAICD, 71 Chairman and Independent Non-Executive Director Chairman, Nomination and Governance Committee; Member, Risk and Audit Committee (Location: Australia) Other directorships and offices (current and recent): Chairman, Australia Pacific Airports Corporation Limited (since May 2012) and Director (since April 2001) Chairman, Lend Lease Corporation Limited (since May 2003) and Director (since July 2001) Advisory Board Member, Bank of America Merrill Lynch Australia Advisory Board Member, Allens	[MOTIVATION: Mr Crawford's age counts against him.]	AGAINST
Ordinary resolution number 4	Appointment of auditor KPMG		FOR
Ordinary resolution number 5	Adoption of the Remuneration Report		FOR
Ordinary resolution number 6	Grant of Awards to Executive Director and Chief Executive Officer Mr Graham Kerr, under the Group's short-term and long-term incentive plans.		FOR
Ordinary resolution number 7	Approval of leaving entitlements in connection with a person ceasing to hold office.		FOR