

South32 Ltd.		F2017	
	Classification	Meeting Type	Meeting Date
S32	Mining	AGM F2017	23/11/2017
NUMBER	RESOLUTION	INFORMATION	VOTE
Ordinary resolution number 1	To receive and consider the Financial Report, Directors' Report and Auditor's Report for the financial year ended 30 June 2017.		FOR
Ordinary resolution number 2	To consider and, if thought fit, pass the following resolutions as separate ordinary resolutions:		
2 (a)	Mr Frank Cooper (61) Non-executive director Appointed: 7 May 2015 Qualifications: AO, BCOM, FCA, FAICD		FOR
2 (b)	Dr Ntombifuthi (Futhi) Mtoba (62) Non-executive director Appointed: 7 May 2015 Qualifications: DCOM (HONORIS CAUSA) CB.COMPT, BA		FOR
Ordinary resolution number 3	To consider and, if thought fit, pass the following resolutions as separate ordinary resolutions:		
3 (a)	Dr Xiaoling Liu (61) Independent non-executive director Appointed: 1 November 2017 Qualifications: PhD (Extractive Metallurgy), BEng (Extractive Metallurgy), GAICD, FAusIMM		FOR
3 (b)	Ms Karen Wood (61) Independent non-executive director Appointed: 1 November 2017 Qualifications: B Ed, LLB (Hons)		FOR
Ordinary resolution number 4	Adoption of the Remuneration Report	[Comment: The remuneration policy key performance areas are clearly set out with a strong emphasis on business and individual performance. A shareholder is able to determine how the short-term and long-term benefits were determined with reference to the policy guidelines.]	FOR
Ordinary resolution number 5	Grant equity awards to the Chief Executive Officer		FOR
Ordinary resolution number 6	Renew the proportional takeover provisions contained in rule 6 of the Company's Constitution		FOR