

BARCLAYS AFRICA GROUP LIMITED
(Incorporated in the Republic of South Africa)
(Registration number: 1986/003934/06)
ISIN: ZAE000174124
JSE share code: BGA
("the Company")

RESULTS OF THE 2016 ANNUAL GENERAL MEETING (AGM)

Shareholders are advised that at the AGM of the Company held on Tuesday, 17 May 2016, all the resolutions set out in the notice of AGM sent to shareholders together with the integrated report for the year ended 31 December 2015, were passed by the requisite majority of votes. A total of 778 797 855 shares were present or represented at the meeting, representing 91.87% of the Company's total issued ordinary share capital.

Ordinary resolutions	Number of shares voted (for or against):	Shares voted for:	Shares voted against:	Shares abstained:
1. To consider and endorse the Company's financial statements	778 523 614	778 523 614	0	274 241
	% of total issued shares	% of shares voted	% of shares voted	% of total issued shares
	91.834%	100.000%	0.000%	0.032%
2. To appoint the Company's auditors				
2.1 Price waterhouse Coopers Inc (until 31 December 2016)	778 692 779	778 608 222	84 557	105 076
	% of total issued shares	% of shares voted	% of shares voted	% of total issued shares
	91.854%	99.989%	0.011%	0.012%
2.2 Ernst and Young Inc (until 31 December 2016)	778 692 779	778 608 222	84 557	105 076
	% of total shares	% of shares voted	% of shares voted	% of total issued shares
	91.854%	99.989%	0.011%	0.012%
2.3 KPMG Inc (from 1 January 2017)	778 692 779	778 629 422	63 357	105 076
	% of total shares	% of shares voted	% of shares voted	% of total issued shares

	91.854%	99.992%	0.008%	0.012%
2.4 Ernst and Young Inc (from 1 January 2017)	778 692 779	778 629 422	63 357	105 076
	% of total shares	% of shares voted	% of shares voted	% of total issued shares
	91.854%	99.992%	0.008%	0.012%
3. To re-elect retiring directors				
3.1 Yolanda Cuba	778 692 579	683 963 813	94 728 766	105 276
	% of total issued shares	% of shares voted	% of shares voted	% of total issued shares
	91.854%	87.835%	12.165%	0.012%
3.2 Mohamed Husain	778 692 579	754 146 790	24 545 789	105 276
	% of total issued shares	% of shares voted	% of shares voted	% of total issued shares
	91.854%	96.848%	3.152%	0.012%
3.3 Trevor Munday	778 692 579	778 691 876	703	105 276
	% of total issued shares	% of shares voted	% of shares voted	% of total issued shares
	91.854%	99.999%	0.001%	0.012%
3.4 Mark Merson	778 692 579	778 655 201	37 378	105 276
	% of total issued shares	% of shares voted	% of shares voted	% of total issued shares
	91.854%	99.995%	0.005%	0.012%
3.5 David Hodnett	778 692 579	778 655 201	37 378	105 276
	% of total issued shares	% of shares voted	% of shares voted	% of total issued shares
	91.854%	99.995%	0.005%	0.012%
4. To confirm the appointment of new directors appointed after the last AGM				

4.1 Paul O'Flaherty	778 692 579	776 408 060	2 284 519	105 276
	% of total issued shares	% of shares voted	% of shares voted	% of total issued shares
	91.854%	99.707%	0.293%	0.012%
5. To re-elect and elect the members of the Group Audit and Compliance Committee				
5.1 Colin Beggs	778 692 579	778 692 579	0	105 276
	% of total issued shares	% of shares voted	% of shares voted	% of total issued shares
	91.854%	100.000%	0.000%	0.012%
5.2 Mohamed Husain	778 692 579	778 691 876	703	105 276
	% of total shares	% of shares voted	% of shares voted	% of total issued shares
	91.854%	99.999%	0.001%	0.012%
5.3 Trevor Munday	778 692 579	778 691 876	703	105 276
	% of total shares	% of shares voted	% of shares voted	% of total issued shares
	91.854%	99.999%	0.001%	0.012%
5.4 Alex Darko	778 692 579	778 691 876	703	105 276
	% of total shares	% of shares voted	% of shares voted	% of total issued shares
	91.854%	99.999%	0.001%	0.012%
5.5 Paul O'Flaherty	778 692 579	776 408 060	2 284 519	105 276
	% of total shares	% of shares voted	% of shares voted	% of total issued shares
	91.854%	99.707%	0.293%	0.012%
6. To place unissued shares under the control of the directors	777 422 685	723 847 230	53 575 455	1 375 170
	% of total shares	% of shares voted	% of shares voted	% of total issued shares
	91.704%	93.109%	6.891%	0.162%

7. Non-binding advisory vote on the Company's remuneration policy	777 421 982	634 977 144	142 444 838	1 375 873
	% of total shares	% of shares voted	% of shares voted	% of total issued shares
	91.704%	81.677%	18.323%	0.162%

Special resolutions	Number of shares voted (for or against) :	Shares voted for:	Shares voted against:	Shares abstained:
1. Special resolution to sanction the proposed remuneration of the non-executive directors, payable from 1 May 2016	777 424 241	769 418 857	8 005 384	1 373 614
	% of total issued shares	% of shares voted	% of shares voted	% of total issued shares
	91.704%	98.970%	1.030%	0.162%
2. Special resolution regarding the authority for a general repurchase of ordinary shares of the Company	778 684 788	776 738 227	1 946 561	113 067
	% of total issued shares	% of shares voted	% of shares voted	% of total issued shares
	91.853%	99.750%	0.250%	0.013%
3. Special resolution on Financial Assistance - section 45 of the Companies Act	777 422 685	772 824 229	4 598 456	1 375 170
	% of total issued shares	% of shares voted	% of shares voted	% of total issued shares
	91.704%	99.409%	0.591%	0.162%

The special resolutions will be lodged with the Companies and Intellectual Property Commission (CIPC) in due course and, where appropriate, the Registrar of Banks.

Johannesburg
17 May 2016

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Lead Independent Sponsor:

J.P. Morgan Equities South Africa Proprietary Limited

Joint Sponsor:

Corporate and Investment Bank, a division of Absa Bank Limited