

**BARCLAYS AFRICA GROUP LIMITED**  
**Incorporated in the Republic of South Africa**  
**(Registration number: 1986/003934/06)**  
**Share Code: BGA**  
**ISIN: ZAE000174124**  
**(“Barclays Africa”)**

## **DEALINGS IN SECURITIES**

In accordance with paragraph 3.63 of the JSE Listings Requirements, shareholders are informed of dealings by Barclays Africa executive directors and the company secretary, as set out below.

### **1. Restricted period**

Following the announcements made by Barclays Africa to the market pertaining to the separation from Barclays PLC and the related sell-down Barclays PLC's shareholding in Barclays Africa, certain employees were restricted from accepting the 3 March 2017 share award grants (as detailed below). Following the finalisation of the sell-down process and the announcements to the market on 31 May and 1 June 2017 respectively, these employees are now permitted to accept the 3 March 2017 grants.

Shareholders should accordingly note that the awards disclosed below are not new awards, and were disclosed as part of the executive directors' variable remuneration awards in Barclays Africa's 2016 remuneration report, but could not previously be accepted, given the restricted period mentioned above.

### **2. Grant of Deferred Award**

Consistent with our policy on incentive awards to senior employees, each annual incentive award is deferred as to 60% thereof. Of this deferral amount, 50% is into the Share Value Plan (SVP) and 50% into the Cash Value Plan (CVP). The individual has a choice to convert all or part of the CVP into SVP.

The number of shares under the 2017 SVP was fixed with reference to the 20-day volume weighted average price up to 3 March 2017, being the grant date but as a result of the restrictions could only be accepted in June 2017. This table sets out the deferred incentives which were awarded into the SVP and granted to the executive directors and company secretary off market. These awards have since been accepted on the dates indicated below.

<b>Director/Secretary</b>	<b>Transaction Date</b>	<b>Award Type</b>	<b>Number of Shares Awarded</b>	<b>Price of Shares at Grant (ZAR)</b>	<b>Total Value (ZAR)</b>
Maria Ramos	13 June 2017	SVP 2017	28,497	157.91	R 4,499,961.27
David Hodnett	09 June 2017	SVP 2017	27,547	157.91	R 4,349,946.77
Jason Quinn	12 June 2017	SVP 2017	9,499	157.91	R 1,499,987.09
Peter Matlare	13 June 2017	SVP 2017	7,599	157.91	R 1,199,958.09
Nadine Drutman	12 June 2017	SVP 2017	2,533	157.91	R 399,986.03

### 3. 2017 Share Incentive Award (SIA)

50% of an executive director's non-deferred annual incentive is delivered as shares (the SIA) around the time the non-deferred cash incentive award is paid. The SIA is subject to a six-month holding period and will be released in September of the same year.

The number of shares under the 2017 SIA was fixed with reference to the 20-day volume weighted average price up to 3 March 2016, being the grant date but as a result of the restriction could only be accepted in June 2017. These awards have since been accepted on the dates indicated below.

The share awards in respect of the SIA were granted to the executive directors off market as set out in the table below. These shares will be released to the individuals six months after the award.

Director/Secretary	Transaction Date	Award Type	Number of Shares Awarded	Price of Shares at Grant (ZAR)	Total Value (ZAR)
Maria Ramos	13 June 2017	SIA 2017	18,998	157.91	R 2,999,974.18
David Hodnett	09 June 2017	SIA 2017	18,364	157.91	R 2,899,859.24
Jason Quinn	12 June 2017	SIA 2017	6,332	157.91	R 999,886.12
Peter Matlare	13 June 2017	SIA 2017	5,066	157.91	R 799,972.06

### 4. Sale of shares

Barclays Africa ordinary shares, previously allocated, have been sold on market as follows:

Date of transaction:	12 June 2017
Director:	Jason Quinn
Number of shares sold:	14 500 Barclays Africa Group ordinary shares
Sale price:	Low – R147.00 per share High – R148.00 per share Volume-weighted average price – R147.5331035 per share
Total value:	R2,139,230.00
Nature of transaction:	On-market sale of shares.

Prior clearance to deal was obtained for all the above dealings.

Johannesburg  
14 June 2017

#### Enquiries:

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