

**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 2017 ANNUAL GENERAL MEETING (AGM)**

Shareholders are advised that at the AGM of the Company held on Tuesday, 16 May 2017, all the resolutions set out in the notice of AGM sent to shareholders together with the integrated report for the year ended 31 December 2016, were passed by the requisite majority of votes. A total of 765 956 820 shares were present or represented at the meeting, representing no less than 90% of the Company's total issued ordinary share capital.

<b>Ordinary resolutions</b>	<b>Number of shares voted (for or against):</b>	<b>Shares voted for:</b>	<b>Shares voted against:</b>	<b>Shares abstained:</b>
1. To consider and endorse the Company's financial statements	765 613 275	765 613 135	140	343 545
	% of total issued shares	% of shares voted	% of shares voted	% of total issued shares
	90.31%	99.99998%	0.00002%	0.04%
2. To re-appoint the Company's auditors				
2.1 Ernst & Young Inc	764 359 402	703 728 667	60 630 735	1 597 418
	% of total issued shares	% of shares voted	% of shares voted	% of total issued shares
	90.16%	92.07%	7.93%	0.19%
2.2 KPMG Inc	765 044 427	765 035 421	9 006	912 393
	% of total shares	% of shares voted	% of shares voted	% of total issued shares
	90.24%	99.99882%	0.00118%	0.11%
3. To re-elect retiring directors				
3.1 Alex Darko	765 775 635	749 801 539	15 974 096	178 185
	% of total issued shares	% of shares voted	% of shares voted	% of total issued shares
	90.33%	97.91%	2.09%	0.02%

3.2 Ashok Vaswani	765 720 648	722 749 772	42 970 876	236 169
	% of total issued shares	% of shares voted	% of shares voted	% of total issued shares
	90.32%	94.39%	5.61%	0.03%
3.3 Francis Okomo-Okello	765 779 740	764 588 663	1 191 077	177 077
	% of total issued shares	% of shares voted	% of shares voted	% of total issued shares
	90.33%	99.84%	0.16%	0.02%
3.4 Peter Matlare	765 779 220	763 085 425	2 693 795	177 600
	% of total issued shares	% of shares voted	% of shares voted	% of total issued shares
	90.33%	99.65%	0.35%	0.02%
3.5 Trevor Munday	765 779 040	763 865 590	1 913 450	177 777
	% of total issued shares	% of shares voted	% of shares voted	% of total issued shares
	90.33%	99.75%	0.25%	0.02%
3.6 Yolanda Cuba	765 718 828	746 486 200	19 232 628	237 992
	% of total issued shares	% of shares voted	% of shares voted	% of total issued shares
	90.32%	97.49%	2.51%	0.03%
4. To confirm the appointment of new directors appointed after the last AGM				
4.1 Dhanasagree (Daisy) Naidoo	765 780 093	745 668 910	20 111 183	176 727
	% of total issued shares	% of shares voted	% of shares voted	% of total issued shares
	90.33%	97.37%	2.63%	0.02%
4.2 Jason Quinn	765 781 213	764 580 645	1 200 568	175 607
	% of total issued shares	% of shares voted	% of shares voted	% of total issued shares
	90.33%	99.84%	0.16%	0.02%
4.3 René van Wyk	765 781 213	765 780 844	369	175 607
	% of total	% of shares	% of	% of total

	issued shares	voted	shares voted	issued shares
	90.33%	99.99995%	0.00005%	0.02%
5. To re-elect and elect the members of the Group Audit and Compliance Committee				
5.1 Alex Darko	765 778 635	764 601 248	1 177 387	178 185
	% of total issued shares	% of shares voted	% of shares voted	% of total issued shares
	90.33%	99.85%	0.15%	0.02%
5.2 Colin Beggs	765 779 040	764 602 653	1 176 387	177 777
	% of total shares	% of shares voted	% of shares voted	% of total issued shares
	90.33%	99.85%	0.15%	0.02%
5.3 Mohamed Husain	765 720 651	757 383 853	8 336 798	236 169
	% of total shares	% of shares voted	% of shares voted	% of total issued shares
	90.32%	98.91%	1.09%	0.03%
5.4 Paul O'Flaherty	765 762 777	764 585 390	1 177 387	177 777
	% of total shares	% of shares voted	% of shares voted	% of total issued shares
	90.33%	99.85%	0.15%	0.02%
5.5 Dhanasagree (Daisy) Naidoo	765 780 093	751 748 150	14 031 943	176 727
	% of total shares	% of shares voted	% of shares voted	% of total issued shares
	90.33%	98.17%	1.83%	0.02%
5.6 René van Wyk	765 781 210	765 780 841	369	175 607
	% of total shares	% of shares voted	% of shares voted	% of total issued shares
	90.33%	99.99995%	0.00005%	0.02%
6. To place unissued shares under the control of the	761 565 071	698 656 852	62 908 219	4 391 749
	% of total shares	% of shares voted	% of shares voted	% of total issued shares

directors	89.83%	91.74%	8.26%	0.52%
7. Non-binding advisory vote on the Company's remuneration policy	765 762 979 % of total shares 90.33%	580 039 137 % of shares voted 75.75%	185 723 842 % of shares voted 24.25%	193 841 % of total issued shares 0.02%

<b>Special resolutions</b>	<b>Number of shares voted (for or against):</b>	<b>Shares voted for:</b>	<b>Shares voted against:</b>	<b>Shares abstained:</b>
1. Special resolution to sanction the proposed remuneration of the non-executive directors, payable from 1 May 2017	765 771 062	750 657 158	15 113 904	185 758
	% of total issued shares	% of shares voted	% of shares voted	% of total issued shares
	90.33%	98.03%	1.97%	0.02%
2. Special resolution regarding the authority for a general repurchase of ordinary shares of the Company	765 774 572	756 458 515	9 316 057	182 248
	% of total issued shares	% of shares voted	% of shares voted	% of total issued shares
	90.33%	98.78%	1.22%	0.02%
3. Special resolution on Financial Assistance - section 45 of the Companies Act	761 570 734	755 206 562	6 364 172	4 386 086
	% of total issued shares	% of shares voted	% of shares voted	% of total issued shares
	89.83%	99.16%	0.84%	0.52%

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  
16 May 2017

**Enquiries:**

Nadine Drutman - Group Company Secretary

Tel: (+2711) 350 5347

Email: [Nadine.Drutman@barclaysafrica.com](mailto:Nadine.Drutman@barclaysafrica.com)

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