

Better for you and the environment

South32 Limited uses its website as the primary means of communicating with shareholders to enable timely receipt of information, to reduce the environmental footprint of our shareholder mailings and to save on printing and postage costs.

For further details on electing for electronic communications, and other online services designed to help you manage your shareholding more easily, visit www.computershare.com

Dividend Policy

Our dividend policy is determined by the Board at its discretion, having regard to our first two priorities for cash flow, being a commitment to maintain safe and reliable operations and an investment grade credit rating through the cycle.

We intend to distribute a minimum 40 percent of Underlying Earnings as dividends to our shareholders following each six month reporting period. We will distribute dividends with the maximum practicable franking credits for the purposes of the Australian dividend imputation system.

Dividend Declaration

On 24 August 2017, the Board resolved to pay a final dividend of US6.4 cents per share in respect of the full year ended 30 June 2017. The dividend is franked for Australian taxation purposes. The dividend record date is 15 September 2017 and the payment date is 12 October 2017.

Dividend Timetable	Date
Preliminary Results Announcement and Dividend Determination	24 August 2017
Announce currency conversion into Rand	11 September 2017
Last day to trade cum dividend on the Johannesburg Stock Exchange (JSE)	12 September 2017
Ex-dividend Date on the JSE	13 September 2017
Ex-dividend Date on the Australian Securities Exchange (ASX) and London Stock Exchange (LSE)	14 September 2017
Record Date (including currency election date for ASX)	15 September 2017
Payment Date	12 October 2017

South32 Limited shareholders registered on the South African Branch Register are not able to dematerialise or rematerialise their shareholdings between 13 and 15 September 2017 (both dates inclusive) and transfers to / from the South African Branch Register are not permitted between 8 and 15 September 2017 (both dates inclusive).

Currency Exchange Rates

The US cent currency exchange rate applicable to the dividend payable in Australian cents, British pence and New Zealand cents is determined as the volume weighted average price achieved on foreign exchange trades executed over the period 8 September 2017 to 20 September 2017, and is detailed below:

Currency	Exchange rate	Dividend per ordinary share in local currency
Australian cents	0.801569	7.984341
British pence	1.334800	4.794726
New Zealand cents	0.736210	8.693172

On 11 September 2017, South32 announced to the Johannesburg Stock Exchange that the US cent currency exchange rate applicable to the dividend payable in South African cents to shareholders on the South African branch register on the Record Date is the volume weighted average price achieved on foreign exchange trades executed over the period 4 September 2017 to 8 September 2017:

Currency	Exchange rate	Dividend per ordinary share in local currency
South African cents	12.88675	82.47520

Mandatory Direct Credit

South32 has introduced mandatory direct credit. As such, all dividend payments will be paid into the shareholder's nominated bank or financial institution account (excluding credit card accounts). For further information about mandatory direct credit, refer to the FAQ on South32's website (www.south32.net). For information on how to update provide or update your direct credit (banking) details, refer to Computershare's contact details provided in the 'Currency Election and Payment Options' section below.

Currency Election and Payment Options

The dividend will be paid in accordance with existing payment elections held by Computershare. It is recommended that shareholders review their currency election (for shareholders on the Australian register) and their direct credit (banking) information in advance of the Record Date.

Shareholding	Payments
Australian Register (Issuer sponsored and CHES subregisters)	South32 shareholders who hold shares on the Australian register will be paid dividends by direct credit in Australian Dollars (AUD) and can elect to receive a different currency by providing valid New Zealand Dollar (NZD), Pound Sterling (GBP) or United States Dollar (USD) banking instructions. These instructions must be provided to Computershare by 7pm (AEST) on the Record Date. It is not necessary for the shareholder to have a registered address in the country of the chosen currency.

<p>South African Branch Register (JSE, STRATE, Certificated holders)</p>	<p>South32 shareholders who hold shares on the South African branch register will be paid dividends by direct credit in South African Rand (ZAR) and cannot elect to receive a different currency. These instructions must be provided to Computershare by the Record Date.</p>
<p>UK Depository Interests (DIs) (LSE, CREST and Corporate Sponsored Nominees facilities)</p>	<p>South32 UK Depository Interest (DI) holders will be paid dividends by direct credit in Pound Sterling (GBP) and cannot elect to receive a different currency. These instructions must be provided to Computershare by the Record Date.</p>

Where a shareholder does not provide direct credit details or the transfer is rejected or refunded by the bank, payment will be held in a non-interest accruing account until valid banking instructions have been provided to Computershare.

For Australian holders, currency elections and direct credit (banking) details can be provided online at www.computershare.com.au/Investor or by calling Computershare Investor Services on 1800 019 953 or +61 3 9415 4169 (Monday to Friday 8.30am to 5.00pm AEST). Individuals may provide banking instructions over the phone using Computershare’s automated system or alternatively, a Direct Credit Form can be sent via email or to the registered address (charges will apply for printed form requests).

Direct credit (banking) details can be provided online or by calling Computershare Investor Services on:

- For South African holders Smart number: 0861 100 950
- For UK Depository Interest holders www.computershare.com/uk

Dividend Reinvestment

South32 does not currently have a dividend reinvestment plan.

Dividends and Taxation

It is recommended that shareholders review their tax information in advance of the Record Date.

For shareholders who acquired their shares through the BHP Billiton Limited demerger, Tax File Numbers (TFN), Australian Business Numbers (ABN) or Exemptions were not able to be carried over to the South32 register therefore, this information needs to be provided.

South32 has obligations under law to withhold tax from the dividend in certain circumstances. Your tax obligations will vary depending on your financial circumstances and where you reside. You should take individual advice on the tax treatment of the dividend. By way of guidance only:

- If you are an Australian tax resident shareholder and have:
 - provided Computershare with your TFN or ABN or Exemption, you will not be subject to withholding tax on the unfranked portion of dividends.
 - not provided a TFN or ABN or Exemption, tax will be deducted from the unfranked portion of the dividend at the highest marginal rate (no tax will be deducted from the franked portion of the dividend).

- If you are a non-Australian resident, no Australian withholding tax applies to the unfranked portion of the dividend on the basis that it is declared to be 'conduit foreign income' (no tax will be deducted from the franked portion of the dividend).
- If you are a South African individual or trust, on the South African Branch Register, 20% withholding tax applies.

Unclaimed Dividends and Unpresented Cheques

Computershare can tell you if you have received a dividend and for how much, and if you have any unpresented cheques. This information is available online at www.computershare.com or by calling Computershare Investor Services on the numbers provided below:

- For Australian holders 1800 019 953 or +61 3 9415 4169
- For South African holders Smart number: 0861 100 950
- For UK Depositary Interest holders +44 (0) 370 873 5884

American Depositary Receipt Holders

South32 has a Level 1 American Depositary Receipt (ADR) program, which trades in the United States over the counter market. South32's ADRs each represent five fully paid ordinary shares in South32 and ADR holders will receive dividends accordingly, subject to the terms of the Depositary Agreement.

Contact Citibank Shareholder Services by email on: citibank@shareholders-online.com or by calling +1 877 248 4237 (+1-877-CITIADR) (toll-free within US) or +1 781 575 4555 (outside of US).

Dividend History

Financial Year	Type	Determination Date	Ex-Dividend Date	Record Date	Payment Date	Dividend Rate	Exchange Rate	Local Currency Equivalent	Franking Credit
2016	H1 FY16 Interim	-	-	-	-	-	-	-	-
	H2 FY16 Final	25 August 2016	JSE: 14 September 2016 ASX / LSE: 15 September 2016	16 September 2016	6 October 2016	US \$0.01	AUD: 0.757553 GBP: 1.297857 NZD: 0.731300 ZAR: 14.32752	AUD: \$0.01320040 GBP: £0.00770501 NZD: \$0.01367428 ZAR: R0.1432752	Australia 0.00%
2017	H1 FY17 Interim	16 February 2017	JSE: 8 March 2017 ASX / LSE: 9 March 2017	10 March 2017	6 April 2017	US \$0.036	AUD: 0.757553 GBP: 1.297857 NZD: 0.731300 ZAR: 13.06550	AUD: \$0.01320040 GBP: £0.00770501 NZD: \$0.01367428 ZAR: R0.4703580	Australia 0.00%
	H2 FY17 Final	24 August 2017	JSE: 13 September 2017 ASX / LSE: 14 September 2017	15 September 2017	12 October 2017	US \$0.064	AUD: 0.801569 GBP: 1.334800 NZD: 0.736210 ZAR: 12.88675	AUD: \$0.07984341 GBP: £0.04794726 NZD: \$0.08693172 ZAR: R0.8247520	Australia 30.00%