

**Tharisa plc**

**(Incorporated in the Republic of Cyprus with limited liability)**

**(Registration number HE223412)**

**JSE share code: THA**

**LSE share code: THS**

**ISIN: CY0103562118**

**('Tharisa')**

### **Results of Annual General Meeting and dividend conversion rates and timetable**

Shareholders are advised that all the resolutions tabled at the Annual General Meeting of shareholders held on Wednesday, 10 January 2018 (in terms of the notice dispatched on Tuesday, 12 December 2017), were passed by the requisite majority. A poll was conducted on each resolution.

Details of the results of voting at the Annual General Meeting are as follows:

Total number of shares in issue on 10 January 2018: 261 000 000

Total number of shares entitled to vote at the Annual General Meeting: 260 191 020

<b>Resolution</b>	<b>For</b>	<b>Against</b>	<b>Total shares voted in person or by proxy</b>	<b>Abstained</b>
	Shares % of shares voted	Shares % of shares voted	Shares % of shares entitled to vote	Shares % of shares entitled to vote
Ordinary resolution 1: Adoption of Annual Financial Statements	200 817 775 100%	- 0%	200 817 775 77.18%	1 000 0%
Ordinary resolution 2: Appointment of Ernst & Young as external auditors	200 195 786 99.69%	621 989 0.31%	200 817 775 77.18%	1 000 0%
Ordinary resolution 3.1: Election of Joanna Cheng as a non-executive director	200 817 775 100%	- 0%	200 817 775 77.18%	1 000 0%
Ordinary resolution 3.2: Election of Roger Davey as a non-executive director	195 838 262 97.52%	4 979 513 2.48%	200 817 775 77.18%	1 000 0%
Ordinary resolution 4: Placement of authorised but unissued shares under the directors' control	159 643 545 79.50%	41 174 230 20.50%	200 817 775 77.18%	1 000 0%

Ordinary resolution 5: Dis-application of pre-emptive rights	159 643 545 79.50%	41 174 230 20.50%	200 817 775 77.18%	1 000 0%
Ordinary resolution 6: General authority to issue shares for cash	150 667 429 75.03%	50 150 346 24.97%	200 817 775 77.18%	1 000 0%
Ordinary resolution 7: Approval of the Group remuneration policy	191 219 670 95.22%	9 598 105 4.78%	200 817 775 77.18%	1 000 0%
Special resolution 1: General authority to repurchase shares	200 817 775 100%	- 0.00%	200 817 775 77.18%	1 000 0%
Ordinary resolution 8: Dividend	200 817 775 100%	- 0.00%	200 817 775 77.18%	1 000 0%
Ordinary resolution 8: Directors' authority to implement resolutions	200 817 775 100%	- 0.00%	200 817 775 77.18%	1 000 0%

#### Dividend currency conversion rates and timetable

The final dividend of US\$ 5 cents per share having been approved by shareholders, Tharisa advises as follows:

Shareholders on the principal Cyprus register will be paid in US\$, shareholders whose shares are held through Central Securities Depository Participants (CSDPs) and brokers and are traded on the JSE will be paid in South African Rand (ZAR) and holders of Depository Interests traded on the LSE will be paid in Sterling (GBP). The dividend will be paid from income reserves.

The currency equivalents of the dividend, based on the weighted average of the South African Reserve Bank's daily rate at approximately 10:30 (UTC +2) on 30 November 2017, being the currency conversion date, are as follows:

	Exchange rate	Dividend per share in payment currency
South Africa - JSE	ZAR 13.6423/US\$	68.2115 South African cents per share
United Kingdom - LSE	GBP 0.7427/US\$	3.7135 pence per share

The timetable for payment of the dividend is as follows:

Declaration and currency conversion date	Thursday, 30 November 2017
Currency conversion rates announced	Thursday, 11 January 2018
Last day to trade <i>cum</i> -dividend rights on the JSE	Tuesday, 30 January 2018
Last day to trade <i>cum</i> -dividend rights on the LSE	Wednesday, 31 January 2018
Shares will trade <i>ex</i> -dividend rights on the JSE from	Wednesday, 31 January 2018

Shares will trade ex-dividend rights on the LSE from  
Record date for payment on both JSE and LSE  
Dividend payment date

Thursday, 1 February 2018  
Friday, 2 February 2018  
Wednesday, 14 February 2018

No dematerialisation or rematerialisation of shares within Strate will be permitted between Wednesday, 31 January 2018 and Friday, 2 February 2018, both days inclusive. No transfers between registers will be permitted between Thursday, 11 January 2018 and Friday, 2 February 2018, both days inclusive.

### **Tax implications of the dividend**

**Shareholders and Depository Interest holders should note that information provided should not be regarded as tax advice.**

#### **South African tax residents**

For tax purposes, South African shareholders are advised that the dividend constitutes a foreign dividend and that they should consult their brokers, financial and/or tax advisors with regard to how they will be impacted by the payment of the dividend.

#### **UK tax residents**

UK tax residents are advised that the dividend constitutes a foreign dividend and that they should consult their brokers, financial and/or tax advisors with regard to how they will be impacted by the payment of the dividend.

#### **Cyprus tax residents**

Individual Cyprus tax residents are advised that the dividend constitutes a local dividend and that they should consult their brokers, financial and/or tax advisors with regard to how they will be impacted by the payment of the dividend.

### **Additional information required by the JSE Listing Requirements**

Tharisa has a total of 261 000 000 ordinary shares in issue on 10 January 2018, of which 260 191 020 carry voting rights and are eligible to receive dividends.

Paphos, Cyprus  
11 January 2018

**JSE Sponsor**  
**Investec Bank Limited**

**Investor Relations contact:**  
**Tharisa plc**  
Sherilee Lakmidas  
+27 11 996 3538

+27 79 276 2529

[slakmidas@tharisa.com](mailto:slakmidas@tharisa.com)

**Broker contacts:**

**Peel Hunt LLP (Joint Broker)**

Ross Allister/Chris Burrows

+44 207 7418 8900

**BMO Capital Markets Limited (Joint Broker)**

Jeffrey Couch/Neil Haycock/Thomas Rider

+44 020 7236 1010

**Financial PR contacts:**

Bobby Morse/Anna Michniewicz

+44(0) 20 7466 5000

[tharisa@buchanan.uk.com](mailto:tharisa@buchanan.uk.com)