

Barloworld Limited  
(Incorporated in the Republic of South Africa)  
(Registration number 1918/000095/06)  
(Income tax registration number 9000/051/71/5)  
(Share code: BAW)  
(JSE ISIN: ZAE000026639)  
(Share code: BAWP)  
(JSE ISIN: ZAE000026647)  
(Namibian Stock Exchange share code: BWL)  
("Barloworld" or the "Company")

## RESULTS OF ANNUAL GENERAL MEETING

Shareholders are advised that the voting results for the annual general meeting (the "AGM") of Barloworld held electronically on Thursday, 11 February 2021 were as follows:

### Ordinary shareholders

Resolution	Number of ordinary shares voted	Percentage of ordinary shares in issue* %	For** %	Against** %	Abstained*** %
Ordinary resolution 1: Acceptance of annual financial statements	168 310 362	83.73	100.00	0.00	0.22
Ordinary resolution 2: Re-election of Ms HH Hickey	168 696 538	83.92	75.26	24.74	0.03
Ordinary resolution 3: Re-election of Ms NP Mnxasana	168 696 538	83.92	76.03	23.97	0.03
Ordinary resolution 4: Re-election of Mr P Schmid	168 696 538	83.92	99.70	0.30	0.03
Ordinary resolution 5: Election of Ms HH Hickey as a member and chair of the audit and risk committee	168 696 538	83.92	74.80	25.20	0.03
Ordinary resolution 6: Re-election of Mr MD Lynch-Bell as a member of the audit and risk committee	130 837 166	65.08	80.32	19.68	18.86
Ordinary resolution 7: Re-election of Ms NP Mnxasana as a member of the audit and risk committee	168 696 538	83.92	75.57	24.43	0.03
Ordinary Resolution 8: Election of Mr HN Molotsi as a member of the audit and risk committee	168 696 538	83.92	99.41	0.59	0.03
Ordinary Resolution 9: Appointment of external auditor	168 697 638	83.92	99.99	0.01	0.03
Ordinary Resolution 10:	168 684 015	83.91	75.17	24.83	0.03

Non-binding advisory vote on remuneration policy					
Ordinary Resolution 11: Non-binding advisory vote on remuneration implementation report	168 684 015	83.91	75.16	24.84	0.03
Special resolution 1: Approval of non-executive directors' fees					
1.1 Chairman of the board	168 682 313	83.91	74.28	25.72	0.03
1.2 Resident non-executive directors	128 713 512	64.03	99.97	0.03	19.92
1.3 Non-resident non-executive directors	128 713 512	64.03	99.21	0.79	19.92
1.4 Resident chairman of the audit and risk committee	128 713 512	64.03	99.97	0.03	19.92
1.5 Resident members of the audit and risk committee	128 713 512	64.03	99.97	0.03	19.92
1.6 Non-resident members of the audit and risk committee	128 713 512	64.03	99.97	0.03	19.92
1.7 Non-resident chairman of the remuneration committee	128 713 512	64.03	99.97	0.03	19.92
1.8 Resident chairman of the remuneration committee	128 713 512	64.03	99.97	0.03	19.92
1.9 Resident chairman of the social, ethics and transformation committee	128 714 762	64.03	99.97	0.03	19.92
1.10 Resident chairman of the strategy and investment committee	128 713 512	64.03	99.97	0.03	19.92
1.11 Resident chairman of the nomination committee	128 713 512	64.03	99.97	0.03	19.92
1.12 Resident members of each of the board committees other than audit and risk committee	128 713 512	64.03	99.97	0.03	19.92
1.13 Non-resident members of each of the board committees other than audit and risk committee	128 713 512	64.03	99.97	0.03	19.92
Special resolution 2: Approval of non-executive directors' fees for special projects					
2.1 Resident chairman of the <i>ad hoc</i> committee	128 716 512	64.03	75.74	24.26	19.91

2.2 Resident member of the <i>ad hoc</i> committee	128 713 512	64.03	75.73	24.27	19.92
2.3 Non-resident chairman of the <i>ad hoc</i> committee	128 716 512	64.03	75.73	24.27	19.91
2.4 Non-resident member of the <i>ad hoc</i> committee	128 716 512	64.03	75.73	24.27	19.91
Special resolution 3: Approval of loans or other financial assistance to related or inter-related companies and corporations	168 697 538	83.92	98.56	1.44	0.03
Special resolution 4: General authority to acquire the Company's own shares	168 697 538	83.92	99.94	0.06	0.03

\* Based on 201 025 646 ordinary shares in issue as at the date of the AGM.

\*\* In relation to the total number of ordinary shares voted at the AGM.

\*\*\* In relation to the total number of ordinary shares in issue as at the date of the AGM.

#### Preference shareholders

Resolution	Number of preference shares voted	Percentage of preference shares in issue*	For** %	Against** %	Abstained*** %
Special resolution 4: General authority to acquire the Company's own shares	0	0.00	0.00	0.00	0.08

\* Based on 375 000 preference shares in issue as at the date of the AGM.

\*\* In relation to the total number of preference shares voted at the AGM.

\*\*\* In relation to the total number of preference shares in issue as at the date of the AGM.

Based on the above voting results, all resolutions were passed by the requisite majority of Barloworld shareholders represented at the AGM, except for special resolution number 1.1 relating to the fees of the chairman of the board of directors.

11 February 2021

Sponsor

Nedbank Corporate and Investment Banking, a division of Nedbank Limited