

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)
(Bond issuer code: BIBAW)
(Namibian Stock Exchange share code: BWL)
("Barloworld" or "the Company")

ALLOCATION OF FORFEITABLE SHARES

In accordance with paragraph 3.63 of the JSE Listings Requirements, shareholders are advised that the following executive directors, prescribed officers and company secretary of Barloworld and directors of Barloworld South Africa (Pty) Limited, a major subsidiary, were awarded shares in terms of the Company's forfeitable share plan (all off market) on 11 November 2021, the salient details of which are set out below:

Executive Directors, Prescribed Officers and Company Secretary of Barloworld:

Name of executive director:	Dominic Sewela
Name of company:	Barloworld
Designation:	Chief Executive Officer
Number of forfeitable shares awarded:	54 580 Barloworld ordinary shares;
Consideration:	Nil
Average price at which shares were awarded:	R149.4483
Vesting period:	Three years from award date
Value:	R8 156 888.21
Acceptance date:	15 December 2021
Nature of transaction:	Direct beneficial interest

Name of executive director:	Nopasika Lila
Name of company:	Barloworld
Designation:	Group Finance Director
Number of forfeitable shares awarded:	22 340 Barloworld ordinary shares;
Consideration:	Nil
Average price at which shares were awarded:	R149.4483
Vesting period:	Three years from award date
Value:	R3 338 675.02
Acceptance date:	10 December 2021
Nature of transaction:	Direct beneficial interest

Name of Prescribed Officer:	Emmy Leeka
Name of company:	Barloworld
Designation:	Prescribed officer
Number of forfeitable shares awarded:	22 480 Barloworld ordinary shares;
Consideration:	Nil
Average price at which shares were awarded:	R149.4483
Vesting period:	Three years from award date
Value:	R3 359 597.78
Acceptance date:	15 December 2021
Nature of transaction:	Direct beneficial interest

Name of Company Secretary: Vasta Mhlongo
Name of company: Barloworld
Designation: Group Company Secretary
Number of forfeitable shares awarded: 15 300 Barloworld ordinary shares, of which 7 650 Barloworld shares will vest subject to achievement of performance conditions;
Consideration Nil
Average price at which shares were awarded: R149.4483
Vesting period: Three years from award date
Value: R2 286 558.99
Acceptance date: 13 December 2021
Nature of transaction: Direct beneficial interest

Name of director of major subsidiary: Tantaswa Fubu
Major subsidiary: Barloworld South Africa (Pty) Limited
Designation: Director
Number of forfeitable shares awarded: 14 450 Barloworld ordinary shares;
Consideration Nil
Average price at which shares were awarded: R149.4483
Vesting period: Three years from award date
Value: R2 159 527.94
Acceptance date: 10 December 2021
Nature of transaction: Direct beneficial interest

Approximately 100% of the shares awarded to the Chief Executive Officer, Group Finance Director, Prescribed Officers of Barloworld and Directors of Barloworld South Africa (Pty) Ltd are subject to performance conditions. Approximately 50% of the shares awarded to the Group Company Secretary of Barloworld Limited is subject to performance conditions. The performance conditions include performance targets for improvement in Return on Invested Capital (ROIC), Free Cash Flow (FCF) and growth in Headline Earnings Per Share (HEPS). For the Group Company Secretary the remaining 50%, of the shares awarded are for retention purposes and subject to continued employment over a 3 year period.

The necessary clearance in terms of paragraph 3.66 of the JSE Listings Requirements has been obtained.

Barloworld shareholders approved the forfeitable share plan ("FSP") at the Company's annual general meeting on 28 January 2010. The FSP is designed to align the objectives of Barloworld senior management with the interests of shareholders.

The allocation of forfeitable shares was determined by the Barloworld remuneration committee on a market related basis.

Sandton
17 December 2021

Sponsor: Nedbank Corporate and Investment Banking, a division of Nedbank Limited