

BARCLAYS AFRICA GROUP LIMITED

Incorporated in the Republic of South Africa

Registration number: 1986/003934/06

ISIN: ZAE000174124

JSE share code: BGA

("Barclays Africa Group" or "the Group")

ABSA BANK LIMITED

Authorised financial services and registered credit provider (NCRCP7)

Incorporated in the Republic of South Africa

Registration number: 1986/004794/06

JSE share code: ABSP

ISIN: ZAE000079810

("Absa")

WITHDRAWAL OF RESOLUTION ORIGINALLY TO BE TABLED AT ANNUAL GENERAL MEETING AND UPDATE ON NAME CHANGE TIMELINES

Shareholders are advised that the board of Barclays Africa Group has withdrawn Ordinary Resolution 1.2 dealing with the re-appointment of KPMG Inc. from consideration at the Annual General Meeting (AGM) to be held on Tuesday, 15 May 2018.

Ordinary Resolution 1.1 relates to the re-appointment of Ernst & Young Inc. as external auditor and remains as proposed in the Notice of AGM.

In our Notice of AGM, the board proposed that KPMG Inc. be re-appointed as one of the Group's external auditors for the 2018 financial year, but stated that it would continue to monitor developments relating to KPMG. Subsequent to the release of our Notice of AGM, the ongoing and more recent developments were evaluated by the board, which decided that it is no longer able to support the re-appointment of KPMG Inc.

The appointment of KPMG Inc. as external auditor of the Group will cease on completion of the statutory and regulatory audit and reporting matters relating to the 2017 financial year, which is expected by approximately 31 May 2018.

As stated in our Notice of AGM, the board confirms that through the Group Audit and Compliance Committee it secured additional support, enhanced quality processes and quality reviews from KPMG Inc. and KPMG International for the 2017 audit, resulting in an audit of satisfactory quality.

It is a current requirement of the SARB that we require two external auditors acting jointly. We will, accordingly, start a formal process to appoint a second firm of auditors. Our current auditors EY will, in the meantime, be the sole auditors of the Group.

The withdrawal of Ordinary Resolution 1.2 from the AGM does not affect the validity of any proxy form already submitted or to be submitted in respect of all other resolutions to be presented at the AGM.

Shareholders are referred to Special Resolution number 2 in the Notice of AGM pertaining to the approval of the change of name from Barclays Africa Group Limited to Absa Group Limited. In this regard, shareholders are advised of an updated name change timetable, as follows:

Salient dates relating to the name change (SA dates and times)	2018
AGM	Tuesday, 15 May
Results of AGM on SENS	Tuesday, 15 May
Results of AGM in the press	Wednesday, 16 May
Lodge name change with CIPC (on or about)	Wednesday, 16 May

Name change timetable	2018
Publication of finalisation information (D-8)	Tuesday, 3 July
Last day to trade in old securities in respect of the name change (D-3)	Tuesday, 10 July
Shares trade under new name "Absa Group Limited", ISIN "ZAE000255915" and code "ABG" (D-2)	Wednesday, 11 July
Record date (D+0; Friday)	Friday, 13 July
Issue of new securities to certificated holders (D+1)	Monday, 16 July
Dematerialised shareholders will have their accounts at the CSDP/broker updated on	Monday, 16 July

Notes:

- (1) All dates and times are South African dates and times.
- (2) The dates and times may be changed by the Company. Any change will be published on SENS and in the South African press.
- (3) Shareholders will not be able to dematerialise or rematerialise securities in the name of Barclays Africa Group between Wednesday, 11 July 2018 and Friday, 13 July 2018, both days inclusive.
- (4) Share certificates and surrender forms received after 12:00 on the Record Date will have their replacement certificates posted within 5 Business Days of receipt of surrender forms.

Johannesburg
3 May 2018

Enquiries:

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Lead Independent Sponsor:

J.P. Morgan Equities South Africa Proprietary Limited

Joint Sponsor:

Absa Bank Limited – Corporate and Investment Bank