

Tharisa plc
(Incorporated in the Republic of Cyprus with limited liability)
(Registration number HE223412)
JSE share code: THA
ISIN: CY0103562118
('Tharisa')

Results of Annual General Meeting and changes to the board of directors

Shareholders are advised that all the resolutions tabled at the Annual General Meeting of shareholders held on Tuesday, 25 February 2016 (in terms of the notice dispatched on Tuesday, 22 December 2015), were passed by the requisite majority.

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

Total number of shares in issue on 25 February 2016: 255 891 886

Total number of shares entitled to vote at the Annual General Meeting: 255 890 527

Total number of shares present or represented at the Annual General Meeting: 187 339 418, representing 73% of the issued share capital. There were no abstentions.

Resolution	Shares voted	For	Against
Ordinary resolution 1: Adoption of Annual Financial Statements	187 339 418 (100%)	187 339 418 (100%)	-
Ordinary resolution 2: Re-appointment of KPMG as external auditors	187 339 418 (100%)	187 339 418 (100%)	-
Ordinary resolution 3.1: Re-election of John David Salter as a non-executive director	187 339 418 (100%)	187 339 418 (100%)	-
Ordinary resolution 3.2: Re-election of Antonios Djakouris as a non-executive director	187 339 418 (100%)	187 339 418 (100%)	-
Ordinary resolution 4: Placement of authorised but unissued shares under the directors' control	187 339 418 (100%)	145 730 554 (76%)	41 608 864 (24%)
Ordinary resolution 5: Dis-application of pre-emptive rights	187 339 418 (100%)	145 730 554 (76%)	41 608 864 (24%)
Ordinary resolution 6: General authority to issue shares for cash	187 339 418 (100%)	145 730 554 (76%)	41 608 864 (24%)
Ordinary resolution 7: Approval of the Group remuneration policy	187 339 418 (100%)	186 278 795 (99%)	1 060 623 (1%)
Special resolution 1: General authority to repurchase shares	187 339 418 (100%)	187 339 418 (100%)	-

In compliance with Section 3.59 of the Listings Requirements of the JSE Limited, the Tharisa Board of Directors ("the Board") hereby notifies its shareholders of the following changes to the Board:

As per the Notice of Annual General Meeting, Mr Ioannis Drapaniotis, an independent non-executive director, retired by rotation at the Annual General Meeting, and did not make himself available for re-election. Ioannis is consequently no longer a director of Tharisa, effective 25 February 2016. The

Board thanks Ioannis for the invaluable contribution he has made to the Group over the seven years he has served on the Board.

Paphos, Cyprus

25 February 2016

Sponsor

Investec Bank Limited