



ArcelorMittal

ArcelorMittal South Africa Limited
Incorporated in the Republic of South Africa
(Registration number: 1989/002164/06)
Share code: ACL ISIN: ZAE000134961
("ArcelorMittal South Africa", "the company" or "group")

UPDATED PRO FORMA FINANCIAL EFFECTS AND NOTICE OF GENERAL MEETING REGARDING THE ARCELORMITTAL PROPOSED IKAGENG BROAD-BASED EMPLOYEE SHARE SCHEME (THE "SCHEME"), OPERATED THROUGH THE IKAGENG BROAD-BASED EMPLOYEE SHARE TRUST AS CONSTITUTED AND REGULATED IN TERMS OF THE TRUST DEED

1. INTRODUCTION

Shareholders are referred to the SENS announcement dated 31 July 2015 wherein the Board proposed to introduce a broad-based employee share scheme, with the primary objective of facilitating Broad-Based Black Economic Empowerment ownership in ArcelorMittal and in compliance with the Codes of Good Practice on BEE published in terms of the Broad-Based Black Economic Empowerment Act, 53 of 2003 and applicable to ArcelorMittal.

2. NOTICE OF GENERAL MEETING AND POSTING OF CIRCULAR IN RELATION TO THE APPROVAL OF THE SCHEME

Shareholders are advised that a circular ("the Circular") was posted to shareholders today, 19 August 2015, incorporating a notice to convene a general meeting of ArcelorMittal shareholders. The circular is printed in English only and copies are available at <http://www.arcelormittal.com/southafrica> and from the sponsor at the address set out in the "Corporate Information" section of the circular during normal business hours.

Notice is hereby given to shareholders, for a general meeting to be held at 09:00 on Friday, 18 September 2015 at The Hyatt Regency Hotel, 191 Oxford Road, Rosebank, Johannesburg.

The purpose of the general meeting is to consider and if deemed fit, pass resolutions on the following matters:

- (a) the Scheme, and more particularly,
 - the disposal of the Sale Shares for cash to the Trust; and
 - the granting of financial assistance by ArcelorMittal, each pursuant to the Scheme proposed to be adopted by ArcelorMittal with the purpose of facilitating BEE ownership and creating meaningful wealth for qualifying employees in order to ensure their long-term dedication and the retention of skills, while enhancing transformation of ArcelorMittal; and
- (b) the granting of financial assistance by ArcelorMittal pursuant to the Long Term Incentive Plan 2012.

3. UPDATED PRO FORMA FINANCIAL INFORMATION

The pro forma financial information included in the circular was based on the audited consolidated financial statements of ArcelorMittal for the year ended 31 December 2014.

The updated pro forma financial information which illustrates the impact of the Scheme on the earnings per share ("EPS"), headline earnings per share ("HEPS"), net asset value ("NAV") per share and tangible net asset value ("TNAV") per share of ArcelorMittal set out below is based on the reviewed results of ArcelorMittal South Africa Limited for the six-month period ended 30 June 2015.

The pro forma financial information is presented in accordance with the provisions of the Listings Requirements and the Guide on Pro Forma Financial Information issued by the South African Institute of Chartered Accountants.

These pro forma financial effects are the responsibility of the directors.

The pro forma financial effects are presented in a manner consistent with the basis on which the historical financial information of ArcelorMittal has been presented and in terms of ArcelorMittal's accounting policies for the six-month interim period ended 30 June 2015. The pro forma financial effects have been presented for illustrative purposes only and, because of their nature, may not give a fair reflection of ArcelorMittal's financial position, changes in equity or results of operations post-implementation of the Scheme.

It has been assumed for purposes of pro forma financial effects that the Scheme took place with effect from 1 January 2015 for the statement of comprehensive income purposes and on 30 June 2015 for the statement of financial position purposes.

Pro forma per share information for the six-month interim period ended 30 June 2015

The pro forma financial effects of the Scheme are as follows:

Column	A	B	% Change
	Before the Scheme	Pro forma after the Scheme	
Loss per share (cents)	(28)	(36)	(29)
Diluted loss per share (cents)	(28)	(36)	(29)
Headline loss per share (cents)	(27)	(36)	(33)
Diluted headline loss per share (cents)	(27)	(36)	(33)
NAV per share (cents)	5 226	5 224	0
TNAV per share (cents)	5 195	5 193	0
Total number of shares in issue	401 201 877	401 201 877	0
Weighted average number of shares in issue	401 201 877	401 201 877	0
Diluted weighted average number of shares in issue	401 201 877	401 201 877	0

Notes

- (i) Column A has been derived without adjustment from ArcelorMittal's reviewed consolidated financial statements for the six-month interim period ended 30 June 2015. The review report of the independent auditors contains an emphasis of matter on the consolidated financial statements for the six-month interim period ended 30 June 2015. The reviewed consolidated financial statements for the six-month interim period ended 30 June 2015 and the auditors' review report thereon can be found at <http://www.arcelormittal.com/southafrica>.
- (ii) Column B illustrates the pro forma financial effects after the Scheme which take into account the following:
 - Estimated IFRS 2 charge of R36 million calculated as the fair value of the Sale Shares spread over the vesting period of five years. The fair value per share at inception of the Scheme is assumed at R17.
 - Estimated once-off transactions costs of R4 million.
 - Estimated net tax credit calculated at 28% on the estimated IFRS 2 charge of R36 million, transaction costs of R4 million as well as the securities tax payable by a group entity of R5 million calculated at 0,25% of R1 854 million on sale of the shares to the Trust. These tax adjustments are of a non-continuing nature.
- (iii) The weighted average number of shares in issue remained the same as the Trust will be consolidated and the Sale Shares treated for accounting purposes as treasury shares until vesting.

4. IMPORTANT DATES AND TIMES

	2015
Announcement released on SENS on	Friday, 31 July
Record date to determine which shareholders are eligible to receive notice of the general meeting	Friday, 7 August
Circular posted to ArcelorMittal shareholders on	Wednesday, 19 August
Further announcement released on SENS on ⁽³⁾	Wednesday, 19 August
Last day to trade in order to be eligible to attend, participate and vote at the general meeting	Friday, 4 September
Record date to determine which shareholders are eligible to attend, participate and vote at the general meeting	Friday, 11 September
Last day to lodge forms of proxy for the general meeting by 09:00 on	Wednesday, 16 September
General meeting to be held at 09:00 on	Friday, 18 September
Results of general meeting released on SENS on	Friday, 18 September

Notes

- 1 The above dates and times are subject to amendment. Any such amendment will be released on SENS.
- 2 Additional copies of the Circular, in its printed format, may be obtained from the Sponsor at the address set out in the "Corporate information" section of the Circular during normal business hours from Wednesday, 19 August 2015 up to and including, Friday, 18 September 2015.
- 3 Contains the updated pro forma financial information based on the reviewed results for the six-month interim period ended 30 June 2015.

19 August 2015

Sponsor to
ArcelorMittal South Africa Limited

J.P.Morgan

Independent reporting accountants
and auditors

Deloitte

Legal and tax adviser to
ArcelorMittal South Africa Limited

enS AFRICA

For further information please contact: Themba Nkosi, General Manager Tel: (016) 889 2996 or
Kesebone Maema, Manager Corporate Communications Tel: (016) 889 2425

www.arcelormittal.com/southafrica

BASTION GRAPHICS