NEWS **RELEASE**

Old Mutual plc

Ref 17/17

1 February 2017

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OLD MUTUAL PLC ANNOUNCES RESULTS OF OFFER AND PROPOSAL FOR ITS OUTSTANDING £350,000,000 PERPETUAL PREFERRED CALLABLE SECURITIES AND EXECUTION OF THE SUPPLEMENTAL TRUST DEED

On 10 January 2017, Old Mutual plc (the "**Company**") announced its invitation to:

(i) holders (the "**Securityholders**") of its outstanding £350,000,000 Perpetual Preferred Callable Securities (of which £273,203,000 was outstanding on 10 January 2017) (ISIN: XS0215556142) (the "**Securities**") to tender any and all of their Securities for purchase by the Company for cash (such invitation the "**Offer**"); and

(ii) Securityholders to approve, by Extraordinary Resolution, certain modifications to the terms and conditions of the Securities (the "**Conditions**") to provide for the Company to redeem (the "**Issuer Early Redemption**") all, but not some only, of the Securities remaining (if any) on completion of the Offer (the "**Proposal**").

The Offer and the Proposal were made on the terms and subject to the conditions set out in the Tender Offer and Solicitation Memorandum dated 10 January 2017 (the "**Tender Offer and Solicitation Memorandum**"). Capitalised terms used in this announcement but not defined have the meanings given to them in the Tender Offer and Solicitation Memorandum.

The Offer expired at 4.00 p.m., London time, on 30 January 2017 (the "**Expiration Deadline**"). The Company has decided to accept for purchase all Securities validly tendered pursuant to the Offer.

Settlement of the Offer is expected to take place on 3 February 2017 (the "**Settlement Date**").

The Meeting to consider the Proposal was held earlier today, and NOTICE IS HEREBY GIVEN to Securityholders that:

(a) at the Meeting, the Extraordinary Resolution was duly passed and the Proposal approved;

(b) the Supplemental Trust Deed referred to in the Extraordinary Resolution has been executed by the Company and the Trustee, and the Conditions have been amended accordingly; and

(c) the Company will redeem all Securities (other than those Securities that have been accepted for purchase by the Company pursuant to the Offer) pursuant to the Issuer Early Redemption on the Settlement Date at the Early Redemption Amount.

All Securities which are purchased pursuant to the Offer or redeemed pursuant to the Issuer Early Redemption will forthwith be cancelled. Securityholders who delivered, or arranged to have delivered on their behalf, a valid Voting-Only Instruction in favour of the Proposal which were received by the Tender Agent by the Early Tender and Early Consent Deadline will also receive the Early Consent Amount on the Settlement Date.

The Dealer Managers

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Telephone: +44 20 7002 3420
Attention: Head of Legal and Head of Compliance
Email:
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The Tender Agent
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Telephone: + 44 20 7704 0880
Attention: David Shilson
Email: oldmutual@lucid-is.com

DISCLAIMER This announcement must be read in conjunction with the Tender Offer and Solicitation Memorandum. No offer or invitation to acquire any securities is being made pursuant to this announcement. The distribution of this announcement and the Tender Offer and Solicitation Memorandum in certain jurisdictions may be restricted by law. Persons into whose possession this announcement and/or the Tender Offer and Solicitation Memorandum comes are required by each of the Company, the Dealer Managers and the Tender Agent to inform themselves about, and to observe, any such restrictions.

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Notes to Editors

Old Mutual provides investment, savings, insurance and banking services to 18.9 million customers in Africa, the Americas, Asia and Europe. Originating in South Africa in 1845, Old Mutual has been listed on the London and Johannesburg Stock Exchanges, among others, since 1999.

Old Mutual has announced a strategy of managed separation, which will entail separating its four businesses into standalone entities. The four businesses are:

Old Mutual Emerging Markets: An African financial services leader, providing long-term savings, protection, investment and lending to retail and corporate customers

Nedbank: Old Mutual owns a 54% stake in Nedbank, one of South Africa's top four banks, providing wholesale and retail banking, insurance and asset management for individuals and businesses

Old Mutual Wealth: a leading wealth management business in the UK and international markets

OM Asset Management: Old Mutual owns 51% in the New York Stock Exchange listed OM Asset Management which offers a diverse range of investment strategies and products for institutions, delivered worldwide through seven US-based boutiques.

For the year ended 31 December 2015, Old Mutual reported an adjusted operating profit before tax of £1.7 billion and had £304 billion of funds under management. For further information on Old Mutual plc and the underlying businesses, please visit the corporate website at www.oldmutual.com