

EXXARO RESOURCES LIMITED

Incorporated in the Republic of South Africa

(Registration Number: 2000/011076/06)

JSE share code: EXX

ISIN code: ZAE000084992

ADR code: EXXAY

("Exxaro" or the "company")

NOTICE OF EXXARO ANNUAL GENERAL MEETING AND NO CHANGE STATEMENT

Shareholders are hereby advised that the notice of the the 19th (nineteenth) annual general meeting of shareholders of Exxaro to be held (subject to any adjournment or postponement) at The ConneXXion, 263B West Avenue, Die Hoewes, Centurion, South Africa, at 11:00 on Thursday, 28 May 2020 (which includes the summarised group annual financial statements for the year ended 31 December 2019) was distributed electronically to all shareholders on 30 April 2020. Shareholders are advised that physical posting will commence once postal services are allowed in terms of the current COVID-19 Lockdown Regulations issued in terms of the Disaster Management Act of 2002.

The annual integrated report, audited group and company annual financial statements, supplementary report, tax report and Mineral Resources and Mineral Reserves statement for the year ended 31 December 2019 will also be available on the company's website <https://www.exxaro.com/investors/integrated-reports>.

The board of directors of the company has determined, in accordance with section 59(1)(a) and (b) of the Companies Act 71 of 2008, as amended (Companies Act), that the record date for shareholders to receive notice of the annual general meeting (the notice record date) was Friday, 17 April 2020, and the record date for shareholders to be recorded as such in the shareholders' register, maintained by the transfer secretaries of the company, to be able to attend, participate in and vote at the annual general meeting (the voting record date) is Friday, 22 May 2020. Therefore the last day to trade in the company's shares on the JSE to be recorded in the share register on the voting record date is Tuesday, 19 May 2020.

Shareholders are further advised that the audited group and company annual financial statements for the year ended 31 December 2019, are unchanged from the reviewed group annual financial results which were published on SENS on 12 March 2020.

PricewaterhouseCoopers Incorporated audited the group and company annual financial statements as well as the summarised group annual financial statements and their unqualified reports are available for inspection at the registered office of the company.

SARET VAN LOGGERENBERG

GROUP COMPANY SECRETARY & LEGAL

Pretoria

30 April 2020

Sponsor

Absa Corporate and Investment Bank, a division of Absa Bank Limited



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