

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

Bond Code: EXX04

ISIN No: ZAG000160326

Bond Code: EXX05

ISIN No: ZAG000160334

(Exxaro)

SHARE TRANSACTIONS

In terms of paragraphs 3.63 to 3.65 of the JSE Limited Listings Requirements, notice is hereby given that the CEO designate, directors of major subsidiaries and prescribed officers of Exxaro received and accepted conditional awards granted in terms of the Long-Term Incentive Plan scheme (LTIP scheme), after having received clearance to do so in terms of paragraph 3.66 of the JSE Limited Listings Requirements.

LTIP performance period:	The vesting of the LTIP awards is conditional upon the achievement of group performance targets of a period of 3 years (01/04/2021 to 01/04/2024)
Class of share:	Ordinary
Nature of interest:	Direct Beneficial
Offer price:	R0.00
Date of transaction:	5 May 2021
Vesting date:	1 April 2024
Vesting period:	3 years
Name:	Mr AW Diedericks
Position:	Prescribed officer: Exxaro Resources Limited
LTIP award	24,563
Deemed value based on VWAP of R174.36 per share on 01 April 2021	R4,282,804.68
Name:	Dr N Tsengwa
Position:	Director and CEO designate: Exxaro Resources Limited and director: Exxaro Coal Proprietary Limited
LTIP award	43,466
Deemed value based on VWAP of R174.36 per share on 01 April 2021	R7,578,731.76
Name:	Mr MR Walker
Position:	Director: Exxaro Coal Proprietary Limited and Exxaro International Trading AG
LTIP award	12,433
Deemed value based on VWAP of R174.36 per share on 01 April 2021	R2,167,817.88

Given that this was a receipt and exercise of conditional awards, no on- or off-market trades took place.



POWERING POSSIBILITY

**AK MARé on behalf of Inlexso Proprietary Limited
ACTING GROUP COMPANY SECRETARY**

6 May 2021

Lead Equity and Debt Sponsor

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



Joint Equity Sponsor

Tamela Holdings Proprietary Limited



POWERING POSSIBILITY