

EXXARO RESOURCES LIMITED
 Incorporated in the Republic of South Africa
 (Registration Number: 2000/011076/06)
 JSE share code: EXX
 ISIN: ZAE000084992
 Bond Code: EXX05
 ISIN No: ZAG000160334
 (“Exxaro” or the “Company”)

RESULTS OF THE 23rd ANNUAL GENERAL MEETING OF SHAREHOLDERS OF EXXARO

Exxaro shareholders are advised that at the annual general meeting (“AGM”) of shareholders of the Company held on Thursday, 23 May 2024, the ordinary and special resolutions proposed at the AGM were unaltered from that reflected in the notice of AGM dated 23 April 2024 and were approved by the requisite majority of votes.

In this regard, Exxaro confirms the voting statistics from the Annual General Meeting as follows:

Total number of shares in issue	349 305 092
Total number of shares represented (including proxies) at the AGM	281 404 152
Proportion of total voteable shares represented at the AGM	80,56%

Resolutions	Votes cast disclosed as a percentage of the total number of shares voted at the meeting		Number of Shares Voted	Shares voted disclosed as percentage of the total issued shares	Shares abstained disclosed as a percentage of the total issued shares
	For	Against			
Ordinary resolution number 1.1: Re-election of Ms Mandlesilo Msimang as a non-executive director	99,95%	0,05%	281 398 532	80,56%	0,00%
Ordinary resolution number 1.2: Re-election of Mr Mvuleni Geoffrey Qhena as an independent non-executive director	97,10%	2,90%	281 398 532	80,56%	0,00%
Ordinary resolution number 1.3: Election of Ms Nosipho Molope as an independent non-executive director	95,45%	4,55%	281 398 532	80,56%	0,00%
Ordinary resolution number 2.1: Re-election of Mr Billy Mawasha as a member of the group Audit Committee	98,64%	1,36%	281 398 532	80,56%	0,00%
Ordinary resolution number 2.2: Re-election of Ms Nondumiso Medupe as a member of the group Audit Committee	98,71%	1,29%	281 398 532	80,56%	0,00%



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Resolutions	Votes cast disclosed as a percentage of the total number of shares voted at the meeting		Number of Shares Voted	Shares voted disclosed as percentage of the total issued shares	Shares abstained disclosed as a percentage of the total issued shares
	For	Against			
Ordinary resolution number 2.3: Election of Ms Nosipho Molope as a member of the group Audit Committee	95,69%	4,31%	281 398 532	80,56%	0,00%
Ordinary resolution number 2.4: Re-election of Ms Chanda Nxumalo as a member of the group Audit Committee	99,85%	0,15%	281 398 532	80,56%	0,00%
Ordinary resolution number 3.1: Re-election of Dr Geraldine Fraser-Moleketi as a member of the group social, ethics and responsibility committee	98,79%	1,21%	281 398 532	80,56%	0,00%
Ordinary resolution number 3.2: Re-election of Ms Karin Ireton as a member of the group Social, ethics and responsibility committee	99,99%	0,01%	281 398 532	80,56%	0,00%
Ordinary resolution number 3.3: Election of Dr Phumla Mnganga as a member of the group Social, ethics and responsibility committee	99,94%	0,06%	281 398 532	80,56%	0,00%
Ordinary resolution number 3.4: Re-election of Mr Peet Snyders as a member of the group Social, ethics and responsibility committee	99,77%	0,23%	281 398 532	80,56%	0,00%
Ordinary resolution number 3.5: Election of Ms Nosipho Molope as a member of the group Social, ethics and responsibility committee	95,75%	4,25%	281 398 532	80,56%	0,00%
Ordinary resolution number 3.6: Election of Dr Nombasa Tsengwa as a member of the group Social, ethics and responsibility committee	99,98%	0,02%	281 398 532	80,56%	0,00%
Ordinary resolution number 3.7: Election of Mr Riaan Koppeschaar as a member of the group Social, ethics and responsibility committee	99,83%	0,17%	281 398 532	80,56%	0,00%
Ordinary resolution number 4: Resolution to appoint KPMG Inc. as independent external auditor for the financial year ending 31 December 2024, until the conclusion of the next AGM	99,98%	0,02%	281 379 156	80,55%	0,01%
Ordinary resolution number 5: Resolution for a general authority to place authorised but unissued ordinary shares under the control of the directors	80,70%	19,30%	281 379 286	80,55%	0,01%
Ordinary resolution number 6: Resolution for a general authority to issue shares for cash	79,46%	20,54%	281 379 285	80,55%	0,01%



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Ordinary resolution number 7: Resolution to authorise director and/or group company secretary to implement the resolutions set out in the notice of the AGM	100,00%	0,00%	281 379 156	80,55%	0,01%
Special resolution number 1: Special resolution to approve non-executive directors' fees for the period 1 June 2024 to the end of the month in which the next AGM is held	96,89%	3,11%	281 379 086	80,55%	0,01%
Special resolution number 2: Special resolution to authorise financial assistance for the subscription of securities	84,77%	15,23%	281 378 803	80,55%	0,01%
Special resolution number 3: Special resolution to authorise financial assistance to related or inter-related companies	98,58%	1,42%	281 324 392	80,54%	0,02%
Special resolution number 4: Special resolution for a general authority to repurchase shares	84,32%	15,68%	281 315 342	80,54%	0,03%
Non-Binding resolution number 1: Resolution through non-binding advisory note to approve the Exxaro remuneration policy	93,34%	6,66%	281 311 356	80,53%	0,03%
Non-Binding resolution number 2: Resolution through non-binding advisory note to endorse the implementation of the Exxaro remuneration policy	93,30%	6,70%	281 311 356	80,53%	0,03%

M NANA
GROUP COMPANY SECRETARY

24 May 2024

Lead Equity Sponsor and Debt Sponsor to Exxaro Resources Limited
Absa Corporate and Investment Bank, a division of Absa Bank Limited



Joint Equity Sponsor to Exxaro Resources Limited
Tamela Holdings Proprietary Limited



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