

**Ncondezi Coal Company Limited**  
**(the "Company")**  
(Incorporated and registered in the British Virgin Islands with registered number 1019077)

**Results of Annual General Meeting 2013**

26 July 2013: At the Company's AGM held earlier today, the following resolutions were passed:-

**Ordinary Resolutions**

**Resolution 1: to adopt the Company's financial statements and reports**

VOTES FOR: 65,997,976  
VOTES AGAINST: 0  
VOTES WITHHELD: 0  
RESULT: RESOLUTION PASSED

**Resolution 2: to approve the Directors' Remuneration Report**

VOTES FOR: 64,363,739  
VOTES AGAINST: 1,634,237  
VOTES WITHHELD: 0  
RESULT: RESOLUTION PASSED

**Resolution 3: to re-elect Director – Nigel Sutherland**

VOTES FOR: 57,374,750  
VOTES AGAINST: 8,623,226  
VOTES WITHHELD: 0  
RESULT: RESOLUTION PASSED

**Resolution 4: to re-elect Director – Mark Trevan**

VOTES FOR: 64,363,739  
VOTES AGAINST: 1,634,237  
VOTES WITHHELD: 0  
RESULT: RESOLUTION PASSED

**Resolution 5: to re-elect Director - Michael Haworth**

VOTES FOR: 65,997,976  
VOTES AGAINST: 0  
VOTES WITHHELD: 0  
RESULT: RESOLUTION PASSED

**Resolution 6: to re-elect Director – Peter O'Connor**

VOTES FOR: 65,997,976  
VOTES AGAINST: 0  
VOTES WITHHELD: 0  
RESULT: RESOLUTION PASSED

**Resolution 7: to re-elect Director – Christiaan Schutte**

VOTES FOR: 65,997,976  
VOTES AGAINST: 0  
VOTES WITHHELD: 0  
RESULT: RESOLUTION PASSED

**Resolution 8: to re-elect Director – Paul Venter**

VOTES FOR: 65,997,976  
VOTES AGAINST: 0  
VOTES WITHHELD: 0  
RESULT: RESOLUTION PASSED

**Resolution 9: to re-appoint the auditors**

VOTES FOR: 65,997,976  
VOTES AGAINST: 0  
VOTES WITHHELD: 0  
RESULT: RESOLUTION PASSED

**Resolution 10: to authorise the Directors to agree the Auditors' remuneration**

VOTES FOR: 65,997,976  
VOTES AGAINST: 0  
VOTES WITHHELD: 0  
RESULT: RESOLUTION PASSED

**Resolution 11: authority to Issue Shares**

VOTES FOR: 64,048,425  
VOTES AGAINST: 1,949,551  
VOTES WITHHELD: 0  
RESULT: RESOLUTION PASSED

**SPECIAL RESOLUTIONS**

**Resolution 12: to disapply pre-emption Rights**

VOTES FOR: 64,048,425  
VOTES AGAINST: 1,949,551  
VOTES WITHHELD: 0  
RESULT: RESOLUTION PASSED

**Resolution 13: to approve the Company's name change**

VOTES FOR: 65,997,976  
VOTES AGAINST: 0  
VOTES WITHHELD: 0  
RESULT: RESOLUTION PASSED

**Resolution 14: to amend the Company's Articles of Association**

VOTES FOR: 65,176,747  
VOTES AGAINST: 821,229  
VOTES WITHHELD: 0  
RESULT: RESOLUTION PASSED

**Enquiries:**

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