

**Randgold & Exploration Company Limited**  
(Incorporated in the Republic of South Africa)  
(Registration number 1992/005642/06)  
Share Code: RNG  
ISIN: ZAE000008819  
("the Company")




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## RESULTS OF THE ANNUAL GENERAL MEETING

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Shareholders are hereby advised that at the annual general meeting of the Company held entirely by electronic communication at 11:00 today, 29 May 2020 ("**AGM**"), all of the resolutions were passed by the requisite majorities of the Company's shareholders.

Details of the results of the voting at the AGM are as follows:

<b>Resolutions proposed at the AGM</b>	<b>Votes for resolution as a percentage of total number of shares voted at AGM</b>	<b>Votes against resolution as a percentage of total number of shares voted at AGM</b>	<b>Number of shares voted at AGM</b>	<b>Number of shares voted at AGM as a percentage of shares in issue</b>	<b>Number of shares abstained as a percentage of shares in issue</b>
Ordinary resolution number 1: To re-elect DC Kovarsky as director	98.60%	1.40%	53 053 314	71,13%	0,26%
Ordinary resolution number 2: To re-elect JH Scholes as director	98.17%	1.83%	40 618 990	54,46%	16,93%
Ordinary resolution number 3: To confirm appointment of H Gischen as a director	99,94%	0,06%	52 873 694	70,89%	0,50%
Ordinary resolution number 4: To re-appoint DC Kovarsky as member of the audit and risk committee	98,34%	1,66%	52 520 256	70,42%	0,98%

Ordinary resolution number 5: To re-appoint JH Scholes as member of the audit and risk committee	99,48%	0,52%	40 085 932	53,75%	17,65%
Ordinary resolution number 6: To re-appoint P Burton as member of the audit and risk committee	99,61%	0,39%	52 520 256	70,42%	0,98%
Ordinary resolution number 7: To re-appoint KPMG Inc. as the auditor of the Company	98,28%	1,72%	53 225 830	71,36%	0,03%
Ordinary resolution number 8: To pass a non-binding advisory vote on the Company's remuneration policy	98,61%	1,39%	53 045 507	71,12%	0,27%
Ordinary resolution number 9: To pass a non-binding advisory vote on the Company's implementation report on the remuneration policy	98,28%	1,72%	53 225 127	71,36%	0,03%
Special resolution number 1: Approval of remuneration of non-executive directors	99,28%	0,72%	52 692 069	70,65%	0,75%

Special resolution number 2: Approval of right to provide financial assistance as contemplated in section 45 of the Companies Act	99,95%	0,05%	52 520 256	70,42%	0,98%
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**Note:**

Total number of shares in issue as at the date of the AGM was 74 585 065.

Johannesburg  
29 May 2020

Sponsor  
PSG Capital



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