

KUMBA IRON ORE LIMITED - Report on proceedings at the annual general meeting

8 May 2015 15:52

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Report on proceedings at the annual general meeting

Kumba Iron Ore Limited

A member of the Anglo American plc group

(Incorporated in the Republic of South

Africa) (Registration number

2005/015852/06)

Share code:

KIO

ISIN: ZAE00888

5346

("Kumba" or the "Company")

REPORT ON PROCEEDINGS AT THE ANNUAL GENERAL MEETING

At the ninth (9th) annual general meeting ("AGM") of the shareholders of Kumba held today, 8 May 2015, all the ordinary and special resolutions proposed at the meeting were approved by the requisite majority of votes. In this regard, Kumba confirms the voting statistics from the AGM as follows:

Shares voted in relation to the total issued share capital:

| | | |
|------------------------|----------------------------|-------------------------|
| Number of shares voted | Total issued share capital | Percentage shares voted |
| 299,612,685 | 322,885,974 | 93% |

| Resolutions | Votes carried disclosed as a percentage in relation to the total number of shares voted at the meeting | | Shares abstained disclosed as a percentage in relation to the total issued share capital |
|--|--|----------|--|
| | For | Against | |
| Ordinary resolution number 1: To re-appoint Deloitte & Touche | | | |
| as independent auditors | 99,99999% | 0,00001% | 0,00106% |
| Ordinary resolution number 2.1: To re-elect non-executive director Buyelwa Sonjica | 99.98566% | 8,01434% | 8,00106% |
| Ordinary resolution number 2.2: To re-elect non-executive director Fani Titi | 99,98271% | 0,01729% | 0,00106% |
| Ordinary resolution number 2.3: To re-elect non-executive director Dolly Mokgatle | 99.98565% | 0,01435% | 0,00106% |
| Ordinary resolution number 2.4: To re-elect non-executive director Allen Morgan | 99.98565% | 0,01435% | 0,00106% |
| Ordinary resolution number 3.1: To elect as Audit Committee Member - Zarina Bassa | 99,98283% | 0,01717% | 0,00106% |
| Ordinary resolution number 3.2: To elect as Audit Committee Member - Litha Nyhonyha | 99,98578% | 8,01422% | 8,00106% |
| Ordinary resolution number 3.3: To elect as Audit Committee Member - Dolly Mokgatle | 99,98577% | 0,01423% | 0,00106% |
| Ordinary resolution number 3.4: To elect as Audit Committee Member - Allen Morgan | 99,98577% | 0,01423% | 0,00106% |
| Ordinary resolution number 4: Approval of remuneration policy by way of a non-binding advisory vote | 97,36887% | 2,63113% | 0,00100% |

| | | | |
|---|-----------|----------|----------|
| Ordinary resolution number 5: | | | |
| General authority for directors to control 5% of the authorised but unissued shares | | | |
| | 99,38166% | 0,61834% | 0,00100% |
| Special resolution number 1: | | | |
| General authority to issue shares for cash | | | |
| | 99,38329% | 9,61689% | 9,99100% |
| Special resolution number 2: | | | |
| Approval of non-executive directors remuneration | | | |
| | 99,98689% | 9,01311% | 0,90100% |
| Special resolution number 3: | | | |
| Approval of the granting of financial assistance | | | |
| | 99,48853% | 0,51147% | 0,00100% |
| Special resolution number 4: | | | |
| General authority to repurchase shares | | | |
| | 96,83238% | 3,16762% | 0,00244% |

The special resolution/s will, where necessary, be lodged for registration with the Companies and Intellectual Property Commission in due course.

Centurion
8 May 2015

For further information please contact:
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Company Secretary
Tel: (012)683 7060

Sponsor
RAND MERCHANT BANK (A division of FirstRand Bank Limited)

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