

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: ZAE000085346  
("Kumba" or "the company")

## REPORT ON PROCEEDINGS AT THE ANNUAL GENERAL MEETING

At the tenth (10<sup>th</sup>) annual general meeting ("AGM") of the shareholders of Kumba held today, 13 May 2016, 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:

Resolutions	Votes carried disclosed as a percentage in relation to the total number of shares voted at the meeting		Number of shares voted	Shares voted disclosed as a percentage in relation to the total issued share capital*	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	100.00000%	0.00000%	296 183 761	91.95798%	0.00132%
Ordinary resolution number 2.1: To re-elect Zarina Bassa to serve an additional term on the board of directors	99.99137%	0.00863%	295 726 141	91.81590%	0.14340%
Ordinary resolution number 2.2: To re-elect Dolly Mokgatle to serve an additional term on the board of directors	99.99040%	0.00960%	295 726 141	91.81590%	0.14310%
Ordinary resolution number 2.3: To re-elect Allen Morgan to serve an additional term on the board of directors	99.99040%	0.00960%	295 726 141	91.81590%	0.14340%

Ordinary resolution number 2.4: To re-elect Andile Sangqu to serve an additional term on the board of directors	99.95944%	0.04056%	295 726 141	91.81590%	0.14340%
Ordinary resolution number 2.5: To re-elect Natascha Viljoen to serve an additional term on the board of directors	99.95944%	0.04056%	295 726 141	91.81590%	0.14340%
Ordinary resolution number 3.1: To re-appoint Zarina Bassa as member of the Audit Committee	100.0000%	0.00000%	295 726 141	91.81590%	0.14340%
Ordinary resolution number 3.2: To re-appoint Litha Nyhonyha as member of the Audit Committee	100.00000%	0.00000%	295 726 141	91.81590%	0.14340%
Ordinary resolution number 3.3: To re-appoint Dolly Mokgatle as member of the Audit Committee	99.99903%	0.00097%	295 726 141	91.81590%	0.14340%
Ordinary resolution number 3.4: To re-appoint Allen Morgan as member of the Audit Committee	99.99903%	0.00097%	295 726 141	91.81590%	0.14340%
Ordinary resolution number 4: Approval of the remuneration policy by way of a non-binding advisory vote	92.18114%	7.81886%	295 726 141	91.81590%	0.14340%
Ordinary resolution number 5: General authority for directors to control 5% of the authorised but unissued shares	98.23240%	1.76760%	295 726 141	91.81590%	0.14340%
Special resolution number 1: General authority to issue shares for cash	99.78555%	0.21445%	296 183 761	91.95798%	0.00132%
Special Resolution number 2: Approval of remuneration of non-executive directors	99.99944%	0.00056%	295 726 141	91.81590%	0.14340%
Special resolution number 3: Approval for the granting of financial assistance	98.26883%	1.73117%	296 183 761	91.95798%	0.00132%
Special resolution number 4: General authority to purchase shares	99.99924%	0.00076%	296 183 761	91.95798%	0.00132%

*\*Total issued share capital is 322 085 974.*

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

Centurion  
13 May 2016

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