



Company registration number C02016/18528  
Unit B3 and Unit B4, 1st Floor, Plot 43175, Phakalane, Gaborone  
PO Box AD 10 ABC, Phakalane Gaborone  
BSE Share Code: MIN

12 December 2018

## ANNOUNCEMENT OF VOTING RESULTS – 2018 ANNUAL GENERAL MEETING

Minergy Limited announces that its Annual General Meeting was held on 11 December 2018 and all resolutions were passed by the required majority. Proxy votes were received from ordinary Shareholders of approximately 86.68% of the issued capital prior to the meeting.

<b>Minergy Coal and Energy AGM 11 December 2018</b>	<b>Total</b>
Total number of holders	405 973 065
Total shares in issue	405 973 065
Total shares not able to vote	0
Total shares able to vote	405 973 065
Proxies received – number of holders	29
Proxies received – holding	351 899 153
Proxies voted as % of total shares able to vote	86.68%
In attendance – number of holders	1
In attendance – holding	7 890
In attendance voted as % of total shares able to vote	0.00%
Total number of holders voting	30
Total holding of those voting	351 0907 043
% of total voting	86.68%

## Ordinary Resolutions

2018 Financial statements		Yes	No	Abstain
<b>Ordinary resolution number 1</b>	To receive, consider and adopt the audited financial statements for the year ended 30 June 2018.	351 899 153	0	0
Re-election of directors of the company		Yes	No	Abstain
<b>Ordinary resolution number 2</b>	To re-elect, by way of a separate vote, Mr Leutlwetse Tumelo who retires in terms of clause 19.1.1 of the constitution, and who is eligible and offers himself for re-election.	350 593 532	0	1 305 621
<b>Ordinary resolution number 3</b>	To re-elect, by way of a separate vote, Mr Mokwena Morulane who retires in terms of clause 19.1.1 of the constitution, and who is eligible and offers himself for re-election.	351 899 153	0	0
Re-election of members of the Audit and Risk Committee (ARM) as well as Remuneration and Nominations Committee (REMCO)		Yes	No	Abstain
<b>Ordinary resolution number 4</b>	To re-elect Mr Mokwena Morulane as Chairman of ARM, member of REMCO	351 899 153	0	0
<b>Ordinary resolution number 5</b>	To re-elect Mr Leutlwetse Tumelo as member of ARM, member of REMCO	350 593 532	0	1 305 621
<b>Ordinary resolution number 6</b>	To re-elect Mr Claude de Bruin as member of ARM, Chairman of REMCO.	313 099 055	0	38 800 098
Appointment of auditors		Yes	No	Abstain
<b>Ordinary resolution number 7</b>	To reappoint the Company's current auditors Grant Thornton (Botswana) upon the recommendation of the Audit and Risk Committee, as the independent registered auditors of the Company.	351 899 153	0	0
Remuneration of auditors		Yes	No	Abstain
<b>Ordinary resolution number 8</b>	To authorise the Board to determine the remuneration of the external auditors and the auditors' terms of reference.	351 899 153	0	0
Remuneration of Non-Executive Directors for 2018		Yes	No	Abstain
<b>Ordinary resolution number 9</b>	To approve remuneration of Non-executive Directors for the financial year ended 30 June 2018, in terms of Note 25 of the consolidated annual financial statements, as recommended by the Board	311 793 434	0	40 105 719
Remuneration of Non-Executive Directors for 2019		Yes	No	Abstain
<b>Ordinary resolution number 10</b>	To approve remuneration of Non-executive Directors for the financial year ending 30 June 2019, as recommended by the Board	311 793 434	0	40 105 719

## Special Resolutions

Approval of general authority to issue shares for cash		Yes	No	Abstain
<b>Special resolution number 1</b>	Resolved that until the next AGM of the Company, shares representing up to 10% (in aggregate) of the issued ordinary shares of the Company for cash, are placed under the control of the Directors for issue	284 481 139	0	67 418 014
Waive all rights and entitlements i.r.o. shares issued pursuant to Special resolution 1		Yes	No	Abstain
<b>Special resolution number 2</b>	Resolved that in accordance with the BSE Listing Requirement 5.82 (e) the shareholders of the Company waive all rights and entitlements, including any pre-emptive rights, that they may have in respect of any and all shares issued pursuant to special resolution number 1	284 481 139	0	67 418 014
Amendment of 2017 Share Option Plan		Yes	No	Abstain
<b>Special resolution number 3</b>	To ensure that the Options related to Tranche 1 remain available to incentivise eligible Service Providers, the Board has in accordance with the rules of the Plan approved an extension until 30 September 2018 in order for Tranche 1 to vest	287 481 139	0	64 418 014