

# **THUNGELA RESOURCES LIMITED**

(Incorporated in the Republic of South Africa)

(Registration number: 2021/303811/06)

JSE Share Code: TGA

LSE Share Code: TGA

ISIN: ZAE000296554

Tax number: 9111917259

('Company' or 'Thungela Resources')

## **REPORT ON PROCEEDINGS AT THE ANNUAL GENERAL MEETING**

At the annual general meeting ("AGM") of the shareholders of Thungela Resources held on Thursday, 5 June 2025, all the ordinary and special resolutions proposed at the AGM were approved by the requisite majority of votes.

In this regard, the Company confirms the voting statistics from the AGM as follows:

Resolutions	Votes cast 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 shares*	Shareholder participation
	For	Against			
<b>Ordinary resolutions:</b>					
1. Re-appointment of the independent external auditor	99,93%	0,07%	71 250 418	50,71%	0,01%
2.1 Re-election of retiring director: Ms KW Mzondeki	98,54%	1,46%	71 247 398	50,71%	0,01%
2.2 Re-election of retiring director: Mr SG French	91,47%	8,53%	71 250 075	50,71%	0,01%
2.3 Appointment and election of retiring director: Mr TD McKeith	90,72%	9,28%	71 241 752	50,71%	0,01%
3.1 Election of audit committee member: KW Mzondeki	99,62%	0,38%	71 247 790	50,71%	0,01%
3.2 Election of audit committee member: Mr TD McKeith	90,97%	9,03%	71 239 861	50,71%	0,02%
3.3 Election of audit committee member: BM Kodisang	99,04%	0,96%	71 247 864	50,71%	0,01%
4.1 Election of social, ethics and transformation member: Mr TD McKeith	91,82%	8,18%	71 239 397	50,71%	0,02%
4.2 Election of social, ethics and transformation member: Ms YN Jekwa	99,98%	0,02%	71 248 203	50,71%	0,01%
4.3 Election of social, ethics and transformation member: Mr J Ndlovu	99,86%	0,14%	71 249 109	50,71%	0,01%
5.1 Non-binding advisory vote on the remuneration policy	94,01%	5,99%	71 244 731	50,71%	0,01%
5.2 Non-binding advisory vote on the implementation report	61,30%	38,70%	71 214 315	50,69%	0,03%
6. General authority for directors to allot and issue ordinary shares	82,48%	17,52%	71 244 671	50,71%	0,01%
7. Authorisation to sign documents to give effect to resolutions	99,98%	0,02%	71 249 993	50,71%	0,01%
<b>Special Resolutions:</b>					
1. General authority to acquire the Company's own ordinary shares	99,98%	0,02%	71 219 932	50,69%	0,03%
2. Remuneration payable to non-executive directors	99,66%	0,34%	71 245 569	50,71%	0,01%
3. Granting of financial assistance in terms of sections 44 and 45 of the Companies Act of South Africa	99,30%	0,70%	71 249 585	50,71%	0,01%

\*Total issued shares are 140 492 585

## **Shareholder engagement**

Shareholders are advised that, due to Ordinary Resolution Number 5.2, relating to the non-binding advisory vote on the implementation of the remuneration policy, being voted against by more than 25% of shareholders present in person or represented by proxy at the AGM, dissenting shareholders are invited to engage with the Company, as required by the JSE Limited Listings Requirements:

1. all dissenting shareholders who voted against the implementation of the remuneration policy are requested to please register their interest for engagement with the Company by emailing the company secretary at [coseccoalsa@thungela.com](mailto:coseccoalsa@thungela.com), by no later than close of business on Thursday, 31 July 2025; and
2. dissenting shareholders are further invited to forward their concerns/questions on the remuneration policy's implementation report to the company secretary in writing by close of business on Thursday, 31 July 2025.

Once Thungela Resources receives such interest for engagement, it will arrange engagements to discuss any concerns, questions or recommendations on the remuneration policy's implementation report.

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

6 June 2025  
Johannesburg

Company Secretary  
Tovi Ellis  
Email: [coseccoalsa@thungela.com](mailto:coseccoalsa@thungela.com)

Investor Relations  
Hugo Nunes  
Email: [hugo.nunes@thungela.com](mailto:hugo.nunes@thungela.com)

Shreshini Singh  
Email: [shreshini.singh@thungela.com](mailto:shreshini.singh@thungela.com)

Media  
Hulisani Rasivhaga  
Email: [hulisani.rasivhaga@thungela.com](mailto:hulisani.rasivhaga@thungela.com)

Sponsor  
Rand Merchant Bank (A division of FirstRand Bank Limited)

UK Financial adviser and corporate broker  
Panmure Liberum Capital Limited  
Tel: +44 20 3100 2000



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