MINUTE OF A MEETING OF THE SHAREHOLDERS OF MINERGY LIMITED (the “Company”) HELD ON 13 APRIL 2018

Present

1. Mokwena Morulane (Chairman of the Board of the Company, and Chairman for this meeting of shareholders in accordance with clause 12.1 of the Constitution of the Company and paragraph 8(2) of the Second Schedule of the Companies Act).

2. Andre Boje (shareholder ~3.69%).

3. Morne du Plessis (shareholder ~2.46%)

4. Martin Bartle. (shareholder ~1.23%)

5. Nlume Modise representing African Alliance Botswana Management Company (Pty) Ltd duly authorised signatory for and on behalf of its clients who are shareholders in the Company (shareholder ~18.47%)

6. Claude de Bruin, representing Energy Mineral Resources and Mining Limited (shareholder ~56.04%)

Recorded that:-

1. The shareholders present hold more than 80% of the shares of the Company and accordingly represent a quorum.

2. The shareholders present hereby dispense with and waive the requirement of notice of meeting of shareholders.

3. The shareholders present will sign this minute.

4. The Company has followed the required processes required in terms of the Companies Act with respect to the replacement of its auditor, including that the process required in terms of section 197 thereof has been completed.

5. PricewaterhouseCoopers, was accordingly provided with the relevant notices and availed with the required opportunity to make representations to shareholders with respect to the appointment of Grant Thornton Botswana as the new auditor, and PricewaterhouseCoopers duly responded that they do not object to the decision nor wish to approach the shareholders with respect to the same.
Ordinarily Resolved that:

1. Grant Thornton Botswana is appointed the new Auditor of the Company.

Mokwena Morulane – Chairman of Meeting of Shareholders

Andre Boje

Morne Du Plessis

Martin Bartle

Nlume Modise representing African Alliance Botswana Management Company (Pty) Ltd duly authorised signatory for and on behalf of its clients who are shareholders in the Company.

Claude de Bruin, duly authorised signatory for and on behalf of Energy Mineral Resources and Mining Limited.