
Empowerment transaction agreements and funding agreements

The empowerment transaction agreements listed below were concluded on or about 11 September 2006. These agreements will be made available for inspection at Exxaro registered office from Monday, 19 February 2007 to Tuesday 6 March 2007.

Agreement	Parties to the agreement
BEE Holdco Lock-In Agreement	Anglo South Africa Capital (Proprietary) Limited ("ASAC") Exxaro BHP Billiton SA Holdings Limited ("BHP Billiton") Basadi ba Kopane Investments (Proprietary) Limited ("BEE Women's Group SPV") Dreamvision Investments 15 (Proprietary) Limited ("Eyesizwe SPV") Eyabantu Capital Consortium (Proprietary) Limited ("Eyabantu SPV") Morningtide Investments 168 (Proprietary) Limited ("Tiso SPV") Industrial Development Corporation of South Africa Limited ("IDC") BEE Holdco
BEE Holdco - Newco (Sasol) Subscription Agreement	BEE Holdco Exxaro
BEE Holdco-Newco Subscription Agreement	BEE Holdco Exxaro
BEE Holdco Relationship Agreement	ASAC Exxaro BHP Billiton BEE Holdco Eyesizwe SPV Eyabantu SPV Tiso SPV BEE Women's Group SPV IDC
Black Mountain Option Agreement	AOL Black Mountain Exxaro Exxaro Base Metals
Eyesizwe Coal Sale Agreement	Eyesizwe Mining (Proprietary) Limited ("Eyesizwe Mining") Eyesizwe Coal Employees Share Trust PricewaterhouseCoopers Corporate Finance (Proprietary) Limited ("Pricewaterhouse") ASAC BHP Billiton Exxaro Coal (Proprietary) Limited ("Exxaro Coal") Eyesizwe Coal (Proprietary) Limited ("Eyesizwe Coal")
Implementation Agreement	Anglo American SA Finance Limited ("Anglo Finance") Anglo South Africa (Proprietary) Limited AOL ASAC BEE Women's Group SPV BHP Billiton Eyesizwe SPV Exxaro Employee Empowerment Participation Scheme Trust ("Exxaro EEPS Trust") Eyabantu SPV Eyabantu Capital (Proprietary) Limited ("Eyabantu Capital")

Agreement	Parties to the agreement
	Eyesizwe Coal Employees Share Trust Eyesizwe Coal Eyesizwe Holdings (Proprietary) Limited ("Eyesizwe Holdings") Eyesizwe Mining IDC Exxaro Base Metals Exxaro Coal Kumba Iron Ore Limited ("KIO") Exxaro BEE Holdco Black Mountain Main Street 392 (Proprietary) Limited ("SIOC Community Development SPV") Tiso SPV Pricewaterhouse Sishen Iron Ore Company ("SIOC") SIOC Employee Share Participation Trust ("SIOC ESPS Trust") South African Women in Mining Association ("SAWIMA") SIOC Community Development Trust KZN Sands Tiso Group (Proprietary) Limited ("Tiso")
Exxaro IP Agreement	Exxaro Kumba Iron Ore
Kumba Iron Ore - SIOC Community Development SPV sale Agreement	Kumba Iron Ore SIOC Community Development SPV
Exxaro - Kumba Iron Ore Sale Agreement	Exxaro Kumba Iron Ore
Namakwa Sands Licence Agreement	Anglo American South Africa Limited KZN Sands
Namakwa Sands Option Agreement	AOL Exxaro KZN Sands
Newco EEPS Contribution Agreement	Exxaro EEPS Trust Various employer companies in the Exxaro Group
Newco EEPS - Newco Subscription Agreement	Exxaro EEPS Trust Exxaro
Newco Licence Agreement Kumba Iron Ore	Exxaro
Newco Relationship Agreement	ASAC Exxaro BHP Billiton BEE Holdco Exxaro EEPS Trust
Share Incentive Schemes Agreement	Exxaro Kumba Iron Ore Exxaro Management Share Trust KIO Management Share Trust
SIOC Community Development SPV Preference Share Agreement	SIOC Community Development SPV Kumba Iron Ore SIOC Community Development Trust SIOC

Agreement	Parties to the agreement
SIOC Community Development Trust Limited Recourse Suretyship Agreement	SIOC Community Development Trust Kumba Iron Ore
SIOC Community Development Trust Security Cession and Pledge Agreement	SIOC Community Development SPV SIOC Community Development Trust Kumba Iron Ore
SIOC ESPS Contribution Agreement	SIOC ESPS Trust SIOC
SIOC ESPS Subscription Agreement	SIOC ESPS Trust SIOC
SIOC Shareholders' Agreement	SIOC Kumba Iron Ore Exxaro SIOC Community Development SPV SIOC ESPS Trust
ASAC - Newco Options Agreement	ASAC Exxaro Vicva 175 (Proprietary) Limited (Exxaro subsidiary)
Black Mountain Offtake Arrangements Terms	Black Mountain Exxaro Base Metals
Black Mountain Sale of Shares and Claims Terms	AOL Exxaro Base Metals Exxaro
Black Mountain Services Arrangements Terms	AOL Black Mountain Exxaro Base Metals
Black Mountain Shareholders' Arrangements Terms	AOL Black Mountain Exxaro Base Metals
Namakwa Sands Sale Terms	AOL Exxaro KZN Sands
Addendum to Namakwa Sands Option Agreement and Sale of Business Terms and Conditions	AOL Exxaro KZN Sands Exxaro TSA
Addendum to Black Mountain Option Agreement, Sale of Business Terms and Conditions and Sale of Shares and Claims Terms and Conditions	AOL Exxaro Base Metals Exxaro Black Mountain
Voting Agreement in respect of Kumba Iron Ore	Exxaro ASAC
Voting Pool Agreement in respect of SIOC	Exxaro SIOC ESPS Trust SIOC Community Development SPV

Funding agreements

Borrower	Lender	Amount R million	Repayment Date	Interest rate (payable quarterly)	Security	Terms and conditions
South African loans						
Exxaro	Nedbank	500	7 years after implementation of transaction	Jibar + 120 basis points	Unsecured	Revolving credit facility repayable over 7 years
	FirstRand/ Rand Merchant Bank	500	7 years after implementation of transaction	Jibar + 120 basis points	Unsecured	Revolving credit facility repayable over 7 years
	Nedbank	337,5	7 years after implementation of transaction	Jibar + 120 basis points	Unsecured	Amortising term loan repayable over 7 years
	FirstRand/ Rand Merchant Bank	337,5	7 years after implementation of transaction	Jibar + 120 basis points	Unsecured	Amortising term loan repayable over 7 years
	Nedbank	337,5	7 years after implementation of transaction	Jibar + 130 basis points	Unsecured	Bullet payment in 2013
	FirstRand/ Rand Merchant Bank	337,5	7 years after implementation of transaction	Jibar + 130 basis points	Unsecured	Bullet payment in 2013
	Anglo Finance	125	7 years after implementation of transaction	Jibar + 120 basis points	Unsecured	Amortising term loan repayable over 7 years
	Anglo Finance	125	7 years after implementation of transaction	Jibar + 130 basis points	Unsecured	Bullet payment in 2013