Company No. 07123187

THE COMPANIES ACT 2006

18/09/2019

COMPANIES HOUSE

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTIONS

of

ACACIA MINING PLC (the Company)

Passed: 17 September 2019

At a General Meeting of the Company, duly convened, and held on short notice on 17 September 2019, the following resolutions were unanimously passed as special resolutions:

SPECIAL RESOLUTIONS

- (1) THAT the Company be re-registered as a private limited company under the Companies Act 2006 and accordingly its name be changed to Acacia Mining Limited; and
- (2) THAT the regulations contained in the printed document marked "A" produced to the General Meeting be approved and adopted as the articles of association of the Company in substitution for and to the exclusion of all the existing articles of association of the Company.

Secretary