



Centamin plc ("Centamin" or "the Company")  
(LSE:CEY, TSX:CEE)

### Results of the 2019 Annual General Meeting

Centamin wishes to advise the results of the Annual General Meeting ("AGM") held at the Royal Yacht, Weighbridge, St Helier, Jersey, on Monday, 8 April 2019 at 10.00 (UK time). The results of each of the resolutions are set out below.

The Company's issued share capital eligible to be voted at the AGM on 8 April 2019 was 1,154,722,984 ordinary shares and approximately 69% of the Company's issued share capital were voted at the AGM.

	VOTES FOR	%	VOTES AGAINST	%	VOTES WITHHELD <sup>(1)</sup>
<b>Ordinary Resolution 1</b> <i>Annual accounts, strategic and governance report and auditor's report</i>	795,649,978	99.71	2,286,457	0.29	7,023,734
<b>Ordinary Resolution 2</b> <i>Declaration of a final dividend</i>	797,237,853	99.73	2,133,599	0.27	2,511,314
<b>Ordinary Resolution 3.1</b> <i>Approval of the Directors' Remuneration Report</i>	529,996,129	66.31	269,318,181	33.69	2,568,087
<b>Ordinary Resolution 3.2</b> <i>Approval of the Directors' Remuneration Policy</i>	788,094,546	98.60	11,189,768	1.40	2,598,083
<b>Ordinary Resolution 3.3</b> <i>Approval of amendment to the rules of the Performance Share Plan</i>	790,711,624	98.94	8,484,123	1.06	2,686,650
<b>Ordinary Resolution 4</b> <i>Approval of increase in fees payable to Non-Executive Directors</i>	787,807,289	98.56	11,478,235	1.44	2,594,731
<b>Ordinary Resolution 5.1</b> <i>Re-election of Mr Josef El-Raghy</i>	769,045,932	96.21	30,284,019	3.79	2,552,446
<b>Ordinary Resolution 5.2</b> <i>Re-election of Mr Andrew Pardey</i>	795,118,440	99.47	4,208,512	0.53	2,555,446
<b>Ordinary Resolution 5.3</b> <i>Re-election of Mr Ross Jerrard</i>	791,372,572	99.02	7,852,680	0.98	2,657,146
<b>Ordinary Resolution 5.4</b> <i>Re-election of Mr Gordon Edward Haslam</i>	743,201,594	92.99	56,023,302	7.01	2,657,146
<b>Ordinary Resolution 5.5</b> <i>Re-election of Mrs Alison Baker</i>	796,282,502	99.63	2,930,483	0.37	2,669,413
<b>Ordinary Resolution 5.6</b> <i>Election of Dr Ibrahim Fawzy</i>	795,185,006	99.48	4,131,446	0.52	2,565,946
<b>Ordinary Resolution 5.7</b> <i>Re-election of Mr Mark Arnesen</i>	787,188,325	98.50	12,012,659	1.50	2,681,413
<b>Ordinary Resolution 5.8</b> <i>Re-election of Mr Mark Bankes</i>	793,393,194	99.27	5,806,258	0.73	2,682,946
<b>Ordinary Resolution 6.1</b> <i>Appointment of PricewaterhouseCoopers LLP (Auditor)</i>	801,015,011	99.98	170,856	0.02	3,774,303
<b>Ordinary Resolution 6.2</b> <i>Authorise the directors to agree the auditor's remuneration</i>	802,080,130	99.96	310,500	0.04	2,569,540
<b>Ordinary Resolution 7</b> <i>Authority to allot relevant securities</i>	771,923,381	96.21	30,417,493	3.79	2,619,293
<b>Special Resolution 8.1</b> <i>Disapplication of pre-emption rights</i>	785,256,335	98.26	13,911,502	1.74	2,714,561
<b>Special Resolution 8.2</b> <i>Further disapplication of pre-emption rights</i>	779,325,374	97.51	19,935,997	2.49	2,621,026
<b>Special Resolution 9</b> <i>Market purchase of ordinary shares</i>	793,836,371	99.33	5,348,499	0.67	2,697,527

<sup>(1)</sup> A "Vote Withheld" is not a vote in law and is not counted in the calculation of the proportion of the votes 'For' and 'Against' the resolution.

A copy of the results of the AGM, along with a copy of resolutions passed other than those concerning ordinary business at the AGM, have been submitted to the National Storage Mechanism at <http://www.morningstar.co.uk/uk/NSM>. The scrutineers of the

poll were Computershare Investor Services (Jersey) Limited. The full text of each of the resolutions is set out in the Notice of AGM, a copy of which is available on the Centamin website at [www.centamin.com](http://www.centamin.com).

**Disclosure under the 2018 UK Corporate Governance Code**

The Board are pleased that all resolutions at the meeting were passed but notes that a significant minority of shareholders (more than 20%) voted against Resolution 3.1, the approval of last year's Directors' Remuneration Report. The Remuneration Committee understands that whilst a clear majority of shareholders were supportive of the report, some investors were concerned with an element of the 2018 annual bonus plan. The Remuneration Committee believes that this issue has been addressed as part of the Remuneration Policy review process (and so will not feature in the annual bonus plan going forward, resulting in no further action being required), with the Board welcoming the support from shareholders for Resolution 3.2 (98.60%) (the approval of the new Directors' Remuneration Policy) and for Resolution 3.3 (98.94%) (the amendments to the Performance Share Plan).

**Josef El-Raghy, Chairman commented:**

"Since the 2018 AGM, the Board has engaged extensively with major shareholders and proxy advisers and we would like to thank them for their valued feedback and look forward to continuing with this constructive engagement.

Generating tangible value and returns for our stakeholders remains paramount to our decision making as we mark our 10<sup>th</sup> year of commercial production from the Sukari Gold Mine. We remain committed to delivering operational improvements, whilst advancing future growth prospects across our highly prospective 4,400km<sup>2</sup> Group landholding, host to our 15.7Moz Group gold resource base."

**For more information, please contact:**

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