

Total #of pages: 53 Total #of Exhibits: 6 Exhibit Index: p 2-3

OMB APPROVAL
MB Number: 3235-011

OMB Number: 3235-0116 Expires: August 31, 2005

Estimated average burden hours per response: 6.00

FORM 6-K SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

PE: 103

Report of Foreign Private Issuer

Pursuant to Rule 13a-16 or 15d-16 of the Securities Exchange Act of 1934

For the month of April 2003

Commission File Number: 0-29150

RECD S.E.C.

APR 1 8 2003

Randgold & Exploration Company Limited (Translation of registrant's name into English)

5 Press Avenue, Selby, Johannesburg, South Africa (Address of principal executive offices)



Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

Form 20-F X Form 40-F.....

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1): ____

Note: Regulation S-T Rule 101(b)(1) only permits the submission in paper of a Form 6-K if submitted solely to provide an attached annual report to security holders.

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7): \mathbf{X}

Note: Regulation S-T Rule 101(b)(7) only permits the submission in paper of a Form 6-K if submitted to furnish a report or other document that the registrant foreign private issuer must furnish and make public under the laws of the jurisdiction in which the registrant is incorporated, domiciled or legally organized (the registrant's "home country"), or under the rules of the home country exchange on which the registrant's securities are traded, as long as the report or other document is not a press release, is not required to be and has not been distributed to the registrant's security holders, and, if discussing a material event, has already been the subject of a Form 6-K submission or other Commission filing on EDGAR.

Indicate by check mark whether by furnishing the information contained in this Form, the registrant is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes	No	107
YPS	15(1)	- ^

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-_____

Attached to the Registrant's Form 6-K Filing for the month of April 2003, and incorporated by reference herein, are:

Exhibit No.

Description

- 1.
- (i) the Registrant's application to the JSE, dated March 10, 2003, relating to the listing of 56,200 new ordinary shares, (ii) the confirmation letter from the JSE, dated March 11, 2003 relating to the listing of 56,200 new ordinary shares, and (iii) the return of allotment of shares on Form CM 15, relating to the allotment of 43,355 ordinary shares.

- 2.
- (i) the Registrant's application to the JSE, dated March 18, 2003, relating to the listing of 25,000 new ordinary shares, (ii) the confirmation letter from the JSE, dated March 18, 2003 relating to the listing of 25,000 new ordinary shares, and (iii) the return of allotment of shares on Form CM 15, relating to the allotment of 25,000 ordinary shares.

1

- 3.
- (i) the Registrant's application to the JSE, dated March 19, 2003, relating to the listing of 35,000 new ordinary shares, (ii) the confirmation letter from the JSE, dated March 20, 2003 relating to the listing of 35,000 new ordinary shares, and (iii) the return of allotment of shares on Form CM 15, relating to the allotment of 35,000 ordinary shares.

(i) the Registrant's application to the JSE, dated March 4. 20, 2003, relating to the listing of 37,970 new ordinary shares, (ii) the confirmation letter from the JSE, dated March 25, 2003 relating to the listing of 37,970 new ordinary shares, and (iii) the return of allotment of shares on Form CM 15, relating to the allotment of

37,970 ordinary shares.

- 5. (i) the Registrant's application to the JSE, dated March 25, 2003, relating to the listing of 330 new ordinary shares, (ii) the confirmation letter from the JSE, dated March 26, 2003 relating to the listing of 330 new ordinary shares, and (iii) the return of allotment of shares on Form CM 15, relating to the allotment of 330 ordinary shares.

(i) the Registrant's application to the JSE, dated March 6. 28, 2003, relating to the listing of 20,000 new ordinary shares, (ii) the confirmation letter from the JSE, dated March 31, 2003 relating to the listing of 20,000 new ordinary shares, and (iii) the return of allotment of shares on Form CM 15, relating to the allotment of 20,000 ordinary shares.

SIGNATURES

4

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this Report to be signed on its behalf by the undersigned, thereunto duly authorized.

RANDGOLD & EXPLORATION COMPANY LIMITED

David I Had on

Group Company Secretary

Dated: April 16, 2003

Exhibit 1

RANDGSLD

5 PRESS AVENUE SELBY ICHANNESBURG 2092 PO BOX 82291 SOUTHDALE 2135 SOUTH AFRICA DOCEX 632 JOHANNESBURG TELEPHONE +27 (11) 309-6000 FAX +27 (1:) 837-2396 www.randgoid.co.za

March 10, 2003

The Director Listing & Equity Markets Division JSE Securities Exchange South Africa One Exchange Square Gwen Lane, Sandown SANDTON

Dear Sir

APPLICATION FOR THE LISTING OF 56,200 ORDINARY SHARES OF 1 (ONE) CENT EACH IN RANDGOLD & EXPLORATION COMPANY LIMITED

Application is hereby made for the listing of 56,200 new ordinary shares of 1 (one) cent each. The allotment price per share is as follows:

> No. of Shares 56,200

Issue Price (c.p.s.) R12.50

The shares are to be listed in terms of the Randgold (1993) Share Option Scheme. The shares should be listed under the "Mining Holding" section of the lists under the abbreviated name "Randgold". In support of our application we submit the following information:

1. The full name of the company is: Randgold & Exploration Company Limited

2. The registered office is:

5 Press Avenue

Selby

Johannesburg, 2092

3. The transfer secretaries are: Computershare Services Limited

70 Marshall Street 2001 Johannesburg

The share capital of the company prior to the matter detailed in the introduction was: 4.

Authorised: 75 000 000

shares of 1(one) cent each:

R750 000

Issued:

44 378 274

shares of 1(one) cent each:

R443 782

Unissued:

30 621 402

shares of 1(one) cent each:

R306 214

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RGE\SOS\030310~56200 DA

RANDG LD

The Director
Listing & Equity Markets Division
JSE Securities Exchange South Africa

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1	()	171	arch	LΖŧ	ML_2

5. The company's issued ordinary share capital after the issue of the 56 200 ordinary shares, which are the subject of this application, will be:

44 434 474

ordinary shares of 1 (one) cent each:

R444 344

The unissued ordinary share capital will decrease to:

30 565 202

ordinary shares of 1 (one) cent each:

R305 652

- 6. The company has granted options to subscribe for ordinary shares in terms of the company's share option scheme.
- 7. The new ordinary shares will rank pari-passu with the existing ordinary shares of the company in issue.
- 8. The directors have authorised this application in terms of a resolution dated 28 February 2002, a copy of which is attached.
- 9. The new shares will be allocated and issued on 12 March 2003.
- 10. The listing fee of R4 378.97 attached hereto.

SIGNED at JOHANNESBURG on 10 March 2003

Director/legal manager

Dand Muddan Company Secretary

Sponsor

RANDG LD

RANDGOLD & EXPLORATION COMPANY LIMITED

("the company")

RESOLUTION OF DIRECTORS PASSED AT JOHANNESBURG ON 28 FEBRUARY 2002

EXERCISE OF OPTIONS TO ACQUIRE ORDINARY SHARES
IN THE SHARE CAPITAL OF THE COMPANY IN TERMS OF THE
RANDGOLD (1993) SHARE OPTION SCHEME ("THE SCHEME")

RESOLVED THAT -

Any one director or the Company's legal manager and the secretary be and they are hereby authorised to allot and issue ordinary shares in the capital of the company to participants in Randgold (1993) Share Option Scheme, in terms of that scheme, and to make application to the JSE Securities Exchange South Africa for the listing of the newly allotted shares, and to sign all documents necessary to give effect to this resolution.

Certified a true copy

D J HADDON

Group Company Secretary



One Exchange Square. Gwer, Lene, Sandown. Private Bag X891174. Sandton, 2146, South Africa. Telephone: (2711) 520 7000 Wee: www.jse.co.za

11 March 2003 REF: BN/mr/8405

The Company Secretary Randgold & Exploration Company Limited P O Box 82291 SOUTHDALE 2135

Dear Sir

ADDITIONAL SHARES : SHARE OPTION SCHEME

Your application for listing dated 10 March 2003 refers.

In reply, we advise that subject to the Rules and Regulations of this Exchange now or hereafter in force, an additional listing has been granted from Wednesday, 12 March 2003 in respect of 56 200 ordinary shares of 1 cent each.

Our records reflect the authorised ordinary share capital of your company as R750 000-00 and will be amended to show the listed ordinary snare capital as R444 344-74 divided into 44 434 474 ordinary shares of 1 cent each.

Thank you for payment of R4 378-97 in respect of the listing fee received.

Yours faithfully

D. 的. DOEL; GENERAL MANAGER

LISTINGS DIVISION

CO. HSBC Investment Services (Africa) (Pty) Limited

Attention Done Hattingh

REPUBLIC OF SOUTH AFRICA COMPANIES ACT, 1973

Return of allotment of shares

[Section 93 (3)]

Registration No. of company

Name of company T	TNDG	OCD 9 E.	XPLORATION	1 COMPAN.	LIMITED	
1. Date of allotment of	shares _	12 MARC	H Z003			
2. Authorised capital of						
	No par	value		Par	value .	
Number share	ī	Class of shares	Number of shares	Class of shares	Nominal amount of each share	Authorised capital
		AN WALK COMMENT			R	P.
-manuscript State of the State			75000000	ORDINARY	0-081	750000
Total		Tota	75000000		Total	R 750 000
3. Shares subscribed fo	r in men	norandum of asso	ciation:	A.L.	pr.	
	sq oW	r value		Par	value	
Numbe share	- 1	Class of shares	Number of shares	Class of shares	Nominal amount of each share	Total amount paid-up
A					R	R
T . 1		T	.1		Tatal	

To be completed by company.	
Acknowledgment of receipt of return of allotments, dated 27 MARCH 2003	Date of receipt by Registrar of Companies
Name of company RANDGOLD : PAPLO RATION COMPANY LIMITED	
C/O COMPANY SECRETARY (56200) Postal address P.D. BOX 82291	Date stamp of companies Registration Office
SOWTHOALE	
2135	Registrar of Companies

4. Number of shares previously is Sued, paid-up capital and stated capital, including shares subscribed for in the memorandum.

			No par value		. Par value				
	Number of shares	Class of shares	Issue price per share	Stated Capital	Number of shares	Class of shares	Nominal amount of each share	Amount of , issued paid-up capital	
				R			R	R ·	
					44 378 274	DROS	0-01	443782-	
					·				
ntal			Total	R	Total 44.378274		Total	8443 782	

deminary of issued capital prior to anoment.	
Amount of issued paid up capital	R 443 782 - 74
Stated capital	 R
Premium account	R302 544 412 -42
Total issued conital	12307, 988 195-16

5. Shares comprising this allotment:

		N	o par value			Par value				
	Number of shares	Class of shares	Issue price per share	Stated capital .	Number of . shares	Class of shares	Nominal amount of each share	Premium on each share	Total amount of paid-up capital and premium, if any	
,			Я	R			R ·	R	· R	
					56 200	ORDS	0-01	12-49	702500	
otai			Total	R	Total 702500	-		Total	R FOZSOC	

6. (a) Shares allotted otherwise than for cash:

		No	par value			. F	ar value		
	Number of shares	Class of shares.	Issue price per share	Deemed stated capital	Number of shares	Class of shares	Nominal amount of each share	Premium on each share	Total amount of capital deemed to be paid-up
				R				Я.	R
Total			Total	R	Total			Totai	R

⁽b) The consideration for which the shares have been allotted is as follows:

c. The names and addresses of the allottees:

Name of allottee	Address of allottee	Number of shares	Description of shares allotted
D ASHWORZH	P.O.Box 82291	56200	PAR VALUE ORDINAMY
	SOLUTHOALE ZIJS		

A copy of the contract, in writing, constituting the title of the allottee to the allottment, together with any contract of sale, or for service or other consideration in respect of which the allottment was made, must be attached. If the contract is not in writing, a memorandum containing full particulars of such contract must be attached. (For particulars of allottees see overleaf.)

i l

		No par value				Par va	lue		
Numbe ol shar		Issue price per share	Stated capital	Number of shares	Class of shares	Nominal amount of each share	Premium on each share	Total premium account	Total amount of paid-up capital, excluding premium
		R	Ŕ			R	R	R	R
****				44 378 274	ORDS	0-01	_	齐	443 782-7
·				56 200	OADS	0-01	12-49	**	562
ial		Total	R	Total UU U3447	<u> </u>		Total	各今省	b4 4 3 44 - 7
remium account otal issued capit	_	see a	nawys	is below)					5 097 -91
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bam Du Hilbhum	Buty			(1756-2	<u>.s)</u> _	<u>(</u>	9630	10-7	5

Exhibit 2

ANDGELD

5 PRESS AVENUE SELBY IOHANNESBURG 1092 PO BOX 82291 SOUTHDALE 2:35 SOUTH AFRICA DOCEX 432 JOHANNESBURG TELEPHONE +27 (11) 309-6000 FAX +27 (:1) 837-2396 www.randgold.co.za

March 18, 2003

The Director Listing & Equity Markets Division JSE Securities Exchange South Africa One Exchange Square Gwen Lane, Sandown SANDTON

Dear Sir

APPLICATION FOR THE LISTING OF 25 000 ORDINARY SHARES OF 1 (ONE) CENT EACH IN RANDGOLD & EXPLORATION COMPANY LIMITED

Application is hereby made for the listing of 25 000 new ordinary shares of 1 (one) cent each. The allotment price per share is as follows:

> No. of Shares 25 000

Issue Price (c.p.s.) R12.50

The shares are to be listed in terms of the Randgold (1993) Share Option Scheme. The shares should be listed under the "Mining Holding" section of the lists under the abbreviated name "Randgold". In support of our application we submit the following information:

1. The full name of the company is: Randgold & Exploration Company Limited

2. The registered office is: 5 Press Avenue

Selby

Johannesburg, 2092

3. The transfer secretaries are: Computershare Services Limited

70 Marshall Street 2001 Johannesburg

The share capital of the company prior to the matter detailed in the introduction was:

Authorised: 75 000 000

shares of 1(one) cent each:

R750 000

Issued:

44 434 474

shares of 1(one) cent each:

R444 344

shares of 1(one) cent each:

30 565 202

Unissued:

R305 652

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The Director
Listing & Equity Markets Division
JSE Securities Exchange South Africa

18 March 2003

5. The company's issued ordinary share capital after the issue of the 25 000 ordinary shares, which are the subject of this application, will be:

44 459 474

ordinary shares of 1 (one) cent each:

R444 594

The unissued ordinary share capital will decrease to:

30 540 202

ordinary shares of 1 (one) cent each:

R305 402

- 6. The company has granted options to subscribe for ordinary shares in terms of the company's share option scheme.
- 7. The new ordinary shares will rank pari-passu with the existing ordinary shares of the company in issue.
- 8. The directors have authorised this application in terms of a resolution dated 28 February 2002, a copy of which is attached.
- 9. The new shares will be allocated and issued on 20 March 2003.
- 10. The listing fee of R827.64 attached hereto.

SIGNED at JOHANNESBURG on 18 March 2003

David Mardian Company Secretary

Sponsor

RANDGOLD & EXPLORATION COMPANY LIMITED

("the company")

RESOLUTION OF DIRECTORS PASSED AT JOHANNESBURG ON 28 FEBRUARY 2002

EXERCISE OF OPTIONS TO ACQUIRE ORDINARY SHARES
IN THE SHARE CAPITAL OF THE COMPANY IN TERMS OF THE
RANDGOLD (1993) SHARE OPTION SCHEME ("THE SCHEME")

RESOLVED THAT -

Any one director or the Company's legal manager and the secretary be and they are hereby authorised to allot and issue ordinary shares in the capital of the company to participants in Randgold (1993) Share Option Scheme, in terms of that scheme, and to make application to the JSE Securities Exchange South Africa for the listing of the newly allotted shares, and to sign all documents necessary to give effect to this resolution.

Certified a true copy

D J HADDON

Group Company Secretary



One Exchange Square, Gwen Lane, Sandown. Private Bag X991174, Sandton, 2146, South Africa. Telephone: (2711) 520 7000 Web: www.jsa.co.za

18 March 2003 REF: NM/jvdm/8458

The Company Secretary Randgold & Exploration Company Limited P O Box 82291 SOUTHDALE 2135

Dear Sir

ADDITIONAL SHARES: SHARE OPTION SCHEME

Your application for listing dated 18 March 2003 refers.

In reply, we advise that subject to the Rules and Regulations of this Exchange now or hereafter in force, an additional listing has been granted from Thursday, 20 March 2003 in respect of 25 000 ordinary shares of 1 cent each.

Our records reflect the authorised ordinary share capital of your company as R750 000-00 and will be amended to show the listed ordinary share capital as R444 594-74 divided into 444 459 474 ordinary shares of 1 cent each.

Thank you for payment of R827-64 in respect of the listing fee received.

Yours faithfully

D.M. DOEL : GENERAL MANAGER

LISTINGS DIVISION

cc. HSBC Investment Services (Africa) (Pty) Limited Attention: Done Hattingh



One Exchange Square. Gwen Laine, Sandown, Private Beg X991174, Sandton, 2146, South Africa, Telephone: (2711) 520 7000 Web; www.jse.co.2a

11

18 March 2003 REF: NM/jvdm/8458

The Company Secretary
Randgold & Exploration Company Limited
P O Box 82291
SOUTHDALE
2135

Dear Sir

ADDITIONAL SHARES: SHARE OPTION SCHEME

Your application for listing dated 18 March 2003 refers.

in reply, we advise that subject to the Rules and Regulations of this Exchange now or hereafter in force, an additional listing has been granted from Thursday, 20 March 2003 in respect of 25 000 ordinary shares of 1 cent each.

Our records reflect the authorised ordinary share capital of your company as R750 000-00 and will be amended to show the listed ordinary share capital as R444 594-74 divided into 444 459 474 ordinary shares of 1 cent each.

Thank you for payment of R827-64 in respect of the listing fee received.

Yours faithfully

D.M. DOEL : GENERAL MANAGER

LISTINGS DIVISION

cc. HSBC investment Services (Africa) (Pty) Limited

Attention : Doné Hattingh

REPUBLIC OF SOUTH AFRICA COMPANIES ACT, 1973

Return of allotment of shares

(Section 93 (3))

Regis	ration No. of	company
1992	002617	00

Name of company	RAND	GOLD & E	XPLORATION	COMPANY L	INITED	
1. Date of allotme	nt of shares _	20 MARU	H 2003			
2. Authorised cap	ital of compar	1y:				
	No ра	rvalue		Par	value	
	Number of shares	Class of shares	Number of shares	Class of shares	Nominal amount of each share	Authorised capital
·					R	R
	-		7500000	ORDINARY	0-01	750000
Total		To	75000 000		Tois	1 R 750 000

3. Shares subscribed for in memorandum of association:

	No par	value	Far value					
	Number of shares	Class of shares	Number of shares	Class of shares	Nominal amount of each share	Total amount paid-up		
					R	R		
		and the second						
ıtal		Total			Total	R		

То	ре	completed	l by	company
----	----	-----------	------	---------

Acknowledgment of receipt of return of allotments, dated 2	MARCH 2003
Name of company RANDGOLD & EXPLORATION COMPANY	LIMITED
GO COMPANY SECRETARY	(25 000)
Postal address P.O. Box 82291	
Southorce	
2135	

Date of receipt by
Registrar of Companies

Date stamp of companies Registration Office

Registrar of Companies

A



4. Number of shares previously issued, paid-up capital and stated capital, including shares subscribed for in the memorandum.

			No par value		Par value				
	Number of shares	Class of shares	tssue price per share	Stated Capital	Number of shares	Class of shares	Nominal amount of each share	Amount of issued paid-up capital	
				R			R	R	
					44 434 474	ORDS	0-01	44 22 3844-7	
Total			Total	R	Total 44 434 474		Total	844 4 344 - 7	

<u>8 444 344 74</u>
R
R303240753-17
-R 303 685 097-91

5. Shares comprising this allotment:

		No	par value		Par value					
	Number of shares	Class of shares	Issue price per share	Stated capital .	Number of shares	Class of shares	Nominal amount of each share	Premium on each share	Total amount of paid-up capital and premium, if any	
			R	R			OM B	R	R	
					25000	ORDS	拉0.01	12.49	312500	
Foral			Total	R	Total 25 000			Total	1312500	

6. (a) Shares allotted otherwise than for cash:

		No	par value		Par value				
	Number of shares	Class of shares .	Issue price per share	Deemed stated capital	Number of shares	Class of shares	Nominal amount of each share	Premium on each share	Total amount of capital deemed to be paid-up
				R				R.	R
Total			Total	R	Total			Total	R

⁽b) The consideration for which the shares have been allotted is as follows:

'A copy of the contract, in writing, constituting the title of the allottee to the allotteent, together with any contract of sale, or for service or other consideration in respect of which the allotteent was made, must be attached. If the contract is not in writing, a memorandum containing full particulars of such contract must be attached. (For particulars of allottees see overlean.)

· c · The names and addresses of the allottees:

Name of allottee	Address of affortee	Number of shares	Description of shares attorted
D Particolan	P.O. Cox 82291	25000	PAR VALUE ORDINARY
	SOUTHDME ZIJS		

; !

7. Issued o	capital at d	ate of this	return:								
			No par value			. Par value					
	Number of shares	Class of shares	Issue price per share	Stated capital	Number of shares	Class of shares	Nominal amount of each share	Premium on each share	Total premium account	Total amount of paid-up capital, excluding premium	
			R	R			R	R	R	R	
					44 434 474	ORDS	0-01		*	4443344-7	
					25000	ORDS	0-01	12-49	本米	250	
Total	A PART A MA A PART		Total	R	Total 44 459 471			Total	*****	444594-7	
	ed capita)			1	hase keeput Certified	correct.	- 1	R	<u>303 991</u>	21-090	
		`	2003		Signatur	e	reciar/Mai	NWAW 16g er/Secr	OU etary		
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Premi	im en	Allahi	nent		312 250						
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	•	7				-		51 119	5 - 92		

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Exhibit 3

RANDGÉLD

5 PRESS AVENUE SELBY
JOHANNESBURG 2092
PO BOX 82291
SOUTHDALE 2135
SOUTH AFRICA
DOCEX 632 JOHANNESBURG
TELEPHONE +27 (11) 309-6000
FAX +27 (11) 832-2396
www.randgold.co.za

March 19, 2003

The Director
Listing & Equity Markets Division
JSE Securities Exchange South Africa
One Exchange Square
Gwen Lane, Sandown
SANDTON

Dear Sir

APPLICATION FOR THE LISTING OF 35 000 ORDINARY SHARES OF 1 (ONE) CENT EACH IN RANDGOLD & EXPLORATION COMPANY LIMITED

Application is hereby made for the listing of 35 000 new ordinary shares of 1 (one) cent each. The allotment price per share is as follows:

No. of Shares	Issue Price (c.p.s.)
30 000	R12.00
5 000	R11.15

The shares are to be listed in terms of the Randgold (1993) Share Option Scheme. The shares should be listed under the "Mining Holding" section of the lists under the abbreviated name "Randgold". In support of our application we submit the following information:

1.	The full name of the company is:	Randgold & Exploration Company Limited
2.	The registered office is:	5 Press Avenue Selby Johannesburg, 2092
3.	The transfer secretaries are:	Computershare Services Limited 70 Marshall Street 2001 Johannesburg
4	The share capital of the company pri	ior to the matter detailed in the introduction was:

4.	The share capital	or the company	prior to the	matter detail	ed in the intro	duction was:

Aumonsea.	73 000 000	shares of I (one) cent each:	R/30 000
Issued:	44 459 474	shares of 1(one) cent each:	R444 594
Unissued:	30 540 202	shares of 1(one) cent each:	R305 402

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RANDG LD

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The Director
Listing & Equity Markets Division
JSE Securities Exchange South Africa

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- 1	4	JV(31	cn	L 24.	и.	٠.

5. The company's issued ordinary share capital after the issue of the 35 000 ordinary shares, which are the subject of this application, will be:

44 494 474

ordinary shares of I (one) cent each:

R444 944

The unissued ordinary share capital will decrease to:

30 505 202

ordinary shares of 1 (one) cent each:

R305 052

- 6. The company has granted options to subscribe for ordinary shares in terms of the company's share option scheme.
- 7. The new ordinary shares will rank pari-passu with the existing ordinary shares of the company in issue.
- 8. The directors have authorised this application in terms of a resolution dated 28 February 2002, a copy of which is attached.
- 9. The new shares will be allocated and issued on 21 March 2003.
- 10. The listing fee of R827.64 attached hereto.

SIGNED at JOHANNESBURG on 19 March 2003

DIRECTOR/LEGAL MANAGER

COMPANY SECRETARY

SPONSOR



RANDGOLD & EXPLORATION COMPANY LIMITED

("the company")

RESOLUTION OF DIRECTORS PASSED AT JOHANNESBURG ON 28 FEBRUARY 2002

EXERCISE OF OPTIONS TO ACQUIRE ORDINARY SHARES IN THE SHARE CAPITAL OF THE COMPANY IN TERMS OF THE RANDGOLD (1993) SHARE OPTION SCHEME ("THE SCHEME")

RESOLVED THAT -

Any one director or the Company's legal manager and the secretary be and they are hereby authorised to allot and issue ordinary shares in the capital of the company to participants in Randgold (1993) Share Option Scheme, in terms of that scheme, and to make application to the JSE Securities Exchange South Africa for the listing of the newly allotted shares, and to sign all documents necessary to give effect to this resolution.

Certified a true copy

D J HADDON

Group Company Secretary

David Maacon

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One Exchange Square, Gwen Lane, Sandown. Private Bag X991174, Sandion, 2146, South Africa. Telephone: (2711) 520 7000 Web: www.jsa.co.za

20 March 2003 REF: NM/jvdm/8476

The Company Secretary
Randgold & Exploration Company Limited
P O Box 82291
SOUTHDALE
2135

Dear Sir

ADDITIONAL SHARES: SHARE OPTION SCHEME

Your application for listing dated 19 March 2003 refers.

In reply, we advise that subject to the Rules and Regulations of this Exchange now or hereafter in force, an additional listing has been granted from Monday, 24 March 2003 in respect of 35 000 ordinary shares of 1 cent each.

Our records reflect the authorised ordinary share capital of your company as R750 000-00 and will be amended to show the listed ordinary share capital as R444 944-74 divided into 44 494 474 ordinary shares of 1 cent each.

Thank you for payment of R827-64 in respect of the listing fee received.

Yours faithfully

DM. DOEL : GENERAL MANAGER

LISTINGS DIVISION

cc. HSBC Investment Services (Africa) (Pty) Limited

Attention : Doné Hattingh

Return of allotment of shares

Section	03 / 351
LOCULOU	73331

Regis	tration No. of c	ompany
1992	005642	00
		

Name of company RANDGOLD & EXPLORATION COMPANY LIMITED 1. Date of allotment of shares 24 MARCH 2003 2. Authorised capital of company: No par value Par value	
2. Authorised capital of company:	
No par value Par value	
Number of Class of Number of Class of Nominal amount Authori shares shares shares ol each share capita	
R R	
75 000 000 ORDINATELY 0-01 750 0	<u>σ</u>
·	
Total Total 75 000 000 Total R750 C	∞
3. Shares subscribed for in memorandum of association:	
No par value Par value	
Number of Class of Number of Class of Nominal amount Total amount shares shares shares shares paid-	
R R	
·	
Total Total R	

Acknowledgment of receipt of return of allotments, dated 27 MARCH 2003 Name of company RANDGOLD & EXPLORATION COMPANY LIMITED	Date of receipt by Registrar of Companies
Postal address P.O. Box 82291 SouthDate	Date stamp of companies Registration Office
2135	Registrar of Companies

			No par value			Par value				
	Number of shares	Class of shares	Issue price per share	Stati Capit		f	Class of shares	Nominal amount of each share	Ansount of issued paid-up capital	
			***************************************	R		-		R	R	
					44 4594	74 1	ORDS	0-01	444594-	
Total			To	tal R	Total 44, 459	474		Total	R444594	
	<u>.</u>									
,	of issued capi							a titut 1	594-70	
									- 14 15	
·									1 495-9	
	ccount								6090-66	
fotal issue	d capital		······································					R 303 941	0 0 9 0 - 66	
. Shares c	omprising th	is allotmen	ŧ:							
			par value				Par value			
	Number of shares	Class of	tssue price	Stated capital	Number of shares	Class of shares	Nominal amount of each share	Premium on each share	Total amount of paid-up capital and premium, if any	
	370103		R	R			R	R	В В	
					30 000	ORDS	0-01	11-99	360000	
								_		
					5000	OKOS	0.01	11-14		
						OKDS	0.01		22.420	
Total			Total	R	5 d d O	OKAS	0.01	11 - 14 Tota	22.420	
Torai	es alloited of	herwise th	· · · · · · · · · · · · · · · · · · ·	R		OKDS	0.01		22.420	
	es allotted ot		· · · · · · · · · · · · · · · · · · ·	R					22.420	
A Paris and Separate Control	es allotted ot Number of shares		an for cash:	R Deemed stated capital		Class o shares	Par value Nomiñal	Fremium f on each	22.420	
	Number of	No Class of	an for cash: par value	Deemed stated	Total 35000	Class o	Par value Nomiñal	Fremium f on each	Total amount of capital deemed to	
	Number of	No Class of	an for cash: par value	Deemed stated capital	Total 35000	Class o	Par value Nomiñal	Premium f on each e share	Total amount of capital deemed to be paid-up	

(b) The consideration for which the shares have been allotted is as follows:

Total R

'A copy of the contract, in writing, constituting the title of the allottee to the allotment, together with any contract of sale, or for service or other consideration in respect of which the allotment was made, must be attached. If the contract is not in writing, a memorandum containing full particulars of such contract must be attached. (For particulars of allottees see

Total

Total R

· e · The names and addresses of the allottees:

Total

Name of allottee	Address of allottee	Number of shares	Description of shares allowed
RALKEBBLE	Po Box 82291	30 000	PAR VALLE
GPS HUTTLEWORTH	SOUTHDACE	5000	ORDINAMA
	2175		

7. Issued o	capital at d	late of this	return:							
		-	Vo par value		,		Par va	due		
	Number of shares	Class of shares	shate price per shate	Stated capital	Number of shares	Class of shares	Nominal amount of each share	Premium on each share	Total premium account	Total amount of paid-up capital, excluding premium
_			Ř	Ŕ			R	R	R	R
					44 459 474	ORDS	0-01		*	444594-7
					30 000	ONDS	10-0	11- ९१	**	300
					5000	ORDS	0-01	11-14	开茶片	50
Tetal			Total	R	Total WH LEAN WHE			Total	长叶紫	444944-7
券 303		495°-9			本 本 本 本 本 本	303 90	66 895	-92		
Premium a	ed capital_			· · · · · · · · · · · · · · · · · · ·	Lysia bulow Certified	correct.				093-02
Date	27 M	areh	2003		Signature		nd /	Madeo	<u>~</u>	
Rubber sta	amp of con	npany, if a	ny, or of sec	retaries.		. <u>Di</u>	rector/A48h	nager/Secr	etary	
andy	18 ais	Share	Premin	. ha	aunt		R			
Open	wy Bi	alance	Patruin			3 (122 E	495-	92	
	in on	Made	•		415 400					
	L Duti ment	1.			(726-00)					
Allor	ment	Buty		-	(1076-90)		41	3 597	-10	-
		1				20	73. 031.	5 mas.	- 02	

Exhibit 4

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RANDGSLD

5 PRESS AVENUE SELBY
JOHANNESBURG 2092
PO BOX 82291
SOUTHDALE 2135
SOUTH AFRICA
DOCEX 632 JOHANNESBURG
TELEPHONE +27 (11) 309-6000
FAX +27 (11) 827-2396

www.randgold.co.za

March 20, 2003

The Director
Listing & Equity Markets Division
JSE Securities Exchange South Africa
One Exchange Square
Gwen Lane, Sandown
SANDTON

Dear Sir

APPLICATION FOR THE LISTING OF 37 970 ORDINARY SHARES OF 1 (ONE) CENT EACH IN RANDGOLD & EXPLORATION COMPANY LIMITED

Application is hereby made for the listing of 37 970 new ordinary shares of 1 (one) cent each. The allotment price per share is as follows:

No. of Shares	Issue Price (c.p.s.)
33 300	R15.50
4 670	R11.15

The shares are to be listed in terms of the Randgold (1993) Share Option Scheme. The shares should be listed under the "Mining Holding" section of the lists under the abbreviated name "Randgold". In support of our application we submit the following information:

1. The full name of the company is: Randgold & Exploration Company Limit	t the company is: Randgold	Exploration Company Limit	ed
--	----------------------------	---------------------------	----

2. The registered office is: 5 Press Avenue Selby

Johannesburg, 2092

3. The transfer secretaries are: Computershare Services Limited 70 Marshall Street 2001 Johannesburg

4. The share capital of the company prior to the matter detailed in the introduction was:

Authorised:	75 000 000	shares of 1(one) cent each:	R750 000
Issued:	44 494 474	shares of 1(one) cent each:	R444 944
Unissued:	30 505 202	shares of 1(one) cent each:	R305 052

2 /

RGE\SOS\030320~37970 JCD GS

The Director
Listing & Equity Markets Division
JSE Securities Exchange South Africa

20 March 2003

5. The company's issued ordinary share capital after the issue of the 37 970 ordinary shares, which are the subject of this application, will be:

44 532 444

ordinary shares of 1 (one) cent each:

R445 324

The unissued ordinary share capital will decrease to:

30 467 232

ordinary shares of 1 (one) cent each:

R304 672

- 6. The company has granted options to subscribe for ordinary shares in terms of the company's share option scheme.
- 7. The new ordinary shares will rank pari-passu with the existing ordinary shares of the company in issue.
- 8. The directors have authorised this application in terms of a resolution dated 28 February 2002, a copy of which is attached.
- 9. The new shares will be allocated and issued on 25 March 2003.
- 10. The listing fee of R4 378.97 is attached hereto.

SIGNED at JOHANNESBURG on 20 March 2003

DIRECTOR/LEGAL MANAGER

COMPANY SECRETARY

SPONSOR

RANDG LD

RANDGOLD & EXPLORATION COMPANY LIMITED

("the company")

RESOLUTION OF DIRECTORS PASSED AT JOHANNESBURG ON 28 FEBRUARY 2002

EXERCISE OF OPTIONS TO ACQUIRE ORDINARY SHARES
IN THE SHARE CAPITAL OF THE COMPANY IN TERMS OF THE
RANDGOLD (1993) SHARE OPTION SCHEME ("THE SCHEME")

RESOLVED THAT-

Any one director or the Company's legal manager and the secretary be and they are hereby authorised to allot and issue ordinary shares in the capital of the company to participants in Randgold (1993) Share Option Scheme, in terms of that scheme, and to make application to the JSB Securities Exchange South Africa for the listing of the newly allotted shares, and to sign all documents necessary to give effect to this resolution.

Certified a true copy

D J HADDON

Group Company Secretary





One Exchange Square, Gweh Lane, Sandown, Private Bag X981174, Sandion, 2146, South Africa, Telephone: (2711) 520 7000 Web: www.jse.co.za

25 March 2003 REF: NM/jvdm/8482

The Company Secretary
Randgold & Exploration Company Limited
P O Box 82291
SOUTHDALE
2135

Dear Sir

ADDITIONAL SHARES : SHARE OPTION SCHEME

Your application for listing dated 20 March 2003 refers.

In reply, we advise that subject to the Rules and Regulations of this Exchange now or hereafter in force, an additional listing has been granted from Wednesday, 26 March 2003 in respect of 37 970 ordinary shares of 1 cent each.

Our records reflect the authorised ordinary share capital of your company as R750 000-00 and will be amended to show the listed ordinary share capital as R445 324-44 divided into 44 532 444 ordinary shares of 1 cent each.

Thank you for payment of R4 378-97 in respect of the listing fee received.

Yours faithfully

D.M. DOEL : GENERAL MANAGER

LISTINGS DIVISION

cc. HS8C Investment Services (Africa) (Pty) Limited Attention : Doné Hattingh

REPUBLIC OF SOUTH AFRICA COMPANIES ACT, 1973

Form CM 15

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Return o	of a	alloti	ment	of s	shares
----------	------	--------	------	------	--------

|Section 93 (3)|

Registration No. of company i992 (005642)ひ

Name of co	ompany RANDG	OLD & EXP	LORATION CO	MPANY LI	MITED	- House of the Control of the Contro
1. Date of a	allotment of shares	26 MA	PCH 7003			
2. Authoris	sed capital of compa	ny:				
	No pa	r value		Par	value	
+	Number of shares	Class of shares	Number of shares	Class of shares	Nominal amount of each share	Authorised capital
					R	Я
			75000000	ORDINARY	D-01	750 000
Total		То	tal 75000000		Tota	R750 000

3. Shares subscribed for in memorandum of association:

	No par	r value	Par value Par value						
	Number of shares	Class of shares	Number of shares	Class of shares	Nominal amount of each share	Total amount paid-up			
					R	R			
		-				,			
-				allega, a commence de la latera					
ota!		. Total			Total	R			

To be completed by company.	
Acknowledgment of receipt of return of allotments, dated 28 MARCH 2003	Date of receipt by Registrar of Companies
Name of company RANDGOLD & EXPLORATION COMPANY LIMITED	
c/o Company SECRETARY (37970)	Description
Postal address P.O. Box 82291	Date stamp of companies Registration Office
Southorie	
7135	Registrar of Companies

4. Number of shares previously issued, paid-up capital and stated capital, including shares subscribed for in the memorandum.

		No par value	, <u></u>	Par value					
	Number of shares	Class of shares	Issue-price per share	Stated Capital	Number of shares	Class of shares	Nominal amount of each share	Amount of issued paid-up capital	
				R			R	R	
					44 494 474	ORDS	0-01	444 944-74	
			ļ.						
Total			Total	R	Total 44 494474	1	Total	R444 944 - 7	

Summary of issued capital prior to allotment:	
Amount of issued paid-up capital	R WHAT JAM - 44
Stated capital	R
Premium account	R303 965 093 -62
Total issued capital	25- FEO 014 406 A

5. Shares comprising this allotment:

		N	o par value				Par value		
	Number of shares	Class of shares	lssue price per share	Stated capital	Number of shares	Class of shares	Nominal amount of each share	Premium on each share	Total amount of paid-up capital and premium, if any
			R	R			R	R	R
					4670	ORDS	0-01	11-14	52 070-50
					33300	ORDS	0-01	15-49	516150-00
					·				
Total			Total	R	Total 37970			Total	8568 220-S

6. (a) Shares allotted otherwise than for cash:

		No	par value		Par value				
	Number of shares	Class of shares	Issue price per share	Deemed stated capital	Number of shares	Class of shares	Nominal amount of each share	Premium on each share	Total amount of capital deemed to be paid-up
				R	·			R .	R
					,				
Total			Total	R	Total			Total	Я

(b) The consideration for which the shares have been allotted is as follows*

A copy of the contract, in writing, constituting the title of the allottee to the allotteent, together with any contract of sale, or for service or other consideration in respect of which the allotteent was made, must be attached. If the contract is not in writing, a memorandum containing full particulars of such contract must be attached. (For particulars of allottees see overleaf.)

or. The names and addresses of the allottees:

Name of allottee	Address of allottee	Number of shares	Description of shares allotted
GP SHUTTLEWORTH	P.O. BOX 82291	4670	PAR VALUE
JC DONALD	SOWTHDALE 2135	33300	ORDINARY

		1	lo par value		1.			Parval	11.6		
	Number of shares	Class of shares	Issue price per share	Stated capital	Number of share		Class of shares	Nominal amount of each share	Premium on each share	Total premium account	Total amount of paid-up capital, excluding premium
			, R	R				R	A	R	R
					पंत पंचेत व	474	DRAS	D-01	_	*	444944-
					՝ Կ	670	ORDS	0-01	11-14	未为	46-70
					33	300	ORDS	0-01	15-49	***	333-00
Total			Total	R	Total 44 53	7 444			Total	EXX K	445 324-
	965	093-0					4 537	933-			
	account			anal	ysis bel	ertified					2 987 - 66
Date		·			Si	ignature	,	/2.4			
Rubber sti	amp of con	npany, if a	ny, or of se	cretaries.			. Di	rector/Mar	nager/Secr	etary	
	ه منعید	7 Sha	ne Pre	mium	Recount			R			
anal	~ ××××										
anal Open	ing B	alanc	٠.	.***	* *	•	30	3 965	093	- 02	
Open	ing Bi	manc			567 84¢		3⊙	3 965	093	- 02	
Premi	ng bi	acanc Allo			, i , , ,	<i>00</i>) 0-80	3€		093 2 <i>5</i> 70		

Exhibit 5

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RANDGELD

IOHANNESBURG 2092 SOUTHDALE 2135 DOCEX 632 JOHANNESBURG TELEPHONE +27 (11) 309-6000 FAX +27 (11) 837-2394 www.randgold.co.za

March 25, 2003

The Director Listing & Equity Markets Division JSE Securities Exchange South Africa One Exchange Square Gwen Lane, Sandown SANDTON

Dear Sir

APPLICATION FOR THE LISTING OF 330 ORDINARY SHARES OF 1 (ONE) CENT EACH IN RANDGOLD & EXPLORATION COMPANY LIMITED

Application is hereby made for the listing of 330 new ordinary shares of 1 (one) cent each. The allotment price per share is as follows:

No.	of Shares	
	330	

Issue Price (c.p.s.) R11.15

The shares are to be listed in terms of the Randgold (1993) Share Option Scheme. The shares should be listed under the "Mining Holding" section of the lists under the abbreviated name "Randgold". In support of our application we submit the following information:

The full name of the company is: 1.

Randgold & Exploration Company Limited

2. The registered office is: 5 Press Avenue

Selby

Johannesburg, 2092

The transfer secretaries are:

Computershare Services Limited

70 Marshall Street 2001 Johannesburg

The share capital of the company prior to the matter detailed in the introduction was: 4.

Authorised: 75 000 000

shares of 1(one) cent each:

R750 000

Issued:

44 532 444

shares of 1(one) cent each:

R444 324

Unissued:

30 467 232

shares of 1(one) cent each:

R304 672

2 /

RGE\SQ\$\030325~330 G\$

RANDG LD

40

The Director Listing & Equity Markets Division JSE Securities Exchange South Africa

25 March 2003

5. The company's issued ordinary share capital after the issue of the 330 ordinary shares, which are the subject of this application, will be:

44 532 774

ordinary shares of 1 (one) cent each:

R445 327

The unissued ordinary share capital will decrease to:

30 466 902

ordinary shares of 1 (one) cent each:

R304 669

- 6. The company has granted options to subscribe for ordinary shares in terms of the company's share option scheme.
- 7. The new ordinary shares will rank pari-passu with the existing ordinary shares of the company in issue.
- 8. The directors have authorised this application in terms of a resolution dated 28 February 2002, a copy of which is attached.
- 9. The new shares will be allocated and issued on 27 March 2003.
- 10. The listing fee of R827.64 is attached hereto.

SIGNED at JOHANNESBURG on 25 March 2003

DIRECTOR/LEGAL MANAGER

COMPANY SECRETARY

SPONSOR

4/

RANDGOLD & EXPLORATION COMPANY LIMITED

("the company")

RESOLUTION OF DIRECTORS PASSED AT JOHANNESBURG ON 28 FEBRUARY 2002

EXERCISE OF OPTIONS TO ACQUIRE ORDINARY SHARES
IN THE SHARE CAPITAL OF THE COMPANY IN TERMS OF THE
RANDGOLD (1993) SHARE OPTION SCHEME ("THE SCHEME")

RESOLVED THAT -

Any one director or the Company's legal manager and the secretary be and they are hereby authorised to allot and issue ordinary shares in the capital of the company to participants in Randgold (1993) Share Option Scheme, in terms of that scheme, and to make application to the JSE Securities Exchange South Africa for the listing of the newly allotted shares, and to sign all documents necessary to give effect to this resolution.

Certified a true copy

D J HADDON

Group Company Secretary

4



One Exchange Square, Gwen Lane, Sandown, Private Bag X991174, Sandion, 2146, South Africa, Telephone: (2711) 520 7000 Web: www.jse.co.za

26 March 2003 REF: NM/mr/8494

The Company Secretary Randgold & Exploration Company Limited P O Box 82291 SOUTHDALE 2135

Dear Sir

ADDITIONAL SHARES: SHARE OPTION SCHEME

Your application for listing dated 25 March 2003 refers.

In reply, we advise that subject to the Rules and Regulations of this Exchange now or hereafter in force, an additional listing has been granted from Thursday, 27 March 2003 in respect of 330 ordinary shares of 1 cent each.

Our records reflect the authorised ordinary share capital of your company as R750 000-00 and will be amended to show the listed ordinary share capital as R445 327-74 divided into 44 532 774 ordinary shares of 1 cent each.

Thank you for payment of R827-64 in respect of the listing fee received.

Yours faithfully

D.M. DOEL: GENERAL MANAGER

LISTINGS DIVISION

cc. HSBC Investment Services (Africa) (Pty) Limited Attention : Doné Hattingh

Member of the World Federation of Exchanges

REPUBLIC OF SOUTH AFRICA COMPANIES ACT, 1973



Return of allotment of shares

|Section 93 (3)|

Registration No. of company

Name of company RANDGOLD & EXPLORATION COMPANY LIMITED

1. Date of a	alloiment of shares	27 MARCH	7.003						
2. Authoris	sed capital of compar	ıy:							
	No par	value	Par value						
Maria Maria	Number of shares	<u> </u>		Number of Class of shares shares		Authorised capital			
					R	R			
			75000 000	CRDINARY	0-01	150 000			
Total		Total	000 000 ZF		Total	R 750000			
3. Shares s	subscribed for in men	norandum of assoc	iation:		···				
3. Shares s	subscribed for in men		iation:	ρ	er value				
3. Shares s			Number of shares	P Class of shares		Total amount paid-up			
3. Shares s	No pa	r value Class of	Number of	Class of	ar value Nominal amount				
3. Shares s	No pa	r value Class of	Number of	Class of	ar value Nominal amount of each share	paid-up			
3. Shares s	No pa	r value Class of	Number of	Class of	ar value Nominal amount of each share	paid-up			

cknowledgment of receipt of return of allotments.	dated 28 MARCH ZOO3
Name of company RANDGOLD 1 EXPLORATION	
CLO COMPANY SECRETARY	(330)
Postal address P.O. Box 82291	
Southdale	
2135	

Date of receipt by Registrar of Companies

Date stamp of companies Registration Office

Registrar of Companies

Total R 3679-50

4.	Number of shares previously issued	paid-up capital and stated capit	tal, including shares subscribed for in ti	ne memorandum

			No par value	,		Par	value	
	Number of shares	Class of shares	Issue price per share	Stated Capital	Number of shares	Class of shares	Nominal amount of each share	Amount of issued paid-up capital
				R			R	R
					44 532 444	ORDS	0.01	445 324-44
							-	
Total			Total	R	Total UL S32 444		Total	RULS 324-4

Summary of issued ca	ipital prior t	o allotment:						
Amount of issued pai	d-up capital				1		Ruus 3	24-44
Stated capital				<u></u>			R -	
Premium account							R304 57	7 663-22
Total issued capital <u>_</u>				*			R304 973	7 663-22 1987-66
5. Shares comprising		nt: o par value				Par value		
Number of shares	Class of shares	Issue price	Stated capital	Number of . shares	Class of shares	Nominal amount of each share	Premium on each "share	Total amount of paid-up capital and premium, if any
		R	· R			R	R	R
				OEE	ORDS	0-01	11-14	3 679.50

6. (a) Shares allotted otherwise than for cash:

Tota!

	•	No	par value			F	ar value		
	Number of shares	Class of shares.	esing euzzl esedz seg	Deemed stated capital	Number of shares	Class of shares	Nominal amount of each share	Premium on each share	Total amount of capital deemed to be paid-up
				R				Fi .	ਸ ਜ
	-								
Total			Total	R	Totai			Total	Я

Total

330

Total R

A copy of the contract, in writing, constituting the title of the allottee to the allotteent, together with any contract of sale, or for service or other consideration in respect of which the allotteent was made, must be attached. If the contract is not in writing, a memorandum containing full particulars of such contract must be attached. (For particulars of allottees see overleaf.)

ic. The names and addresses of the allottees:

Name of affortee	Address of allottee	Number of shares	Description of shares altotted
GP SHUTTLEWORTH	P.O.BOY 82291	. 330	PAR VALUE ORDINARY
	SOUTHDALE 2135		

 $[\]left(b\right)$ The consideration for which the shares have been allotted is as follows:

45

			Vo par value		1		_	Pariva	ine	T	
	Number of shares	Class of shares	lssue price per share	Stated capital	Num of sh		Class of shares	Nominal amount of each share	Premium on each share	Total premium account	Total amount of paid-up capital, excluding premium
			R	R				R	R	R	R
					44 235	uu	DROS	0-01		*	445324-
				<u> </u>	<u> </u>	330	ORDS	0-01	11-14	東朱	3-30
ıtal			Total		Total UU S	37 2 31			Total	***	445327-7
304	531 33	9-42									
ummary	531 33 of total issu	ied capita	I as at the o	date of thi	s return:						
mount o	f issued pai			date of thi	s return:		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,				27-74
mount o ate capi	f issued pai	d-up capi	tai						R		
mount o ate capi remium	f issued pai	id-up capi	tai		s below				R	304 5 30	27-74 0604-22 5931-96
mount o ate capi remium	f issued pai	id-up capi	tai			A-00444-0	i correct.		R	304 5 30	0 604-22
mount o ate capi remium otal issu	if issued pai ital account ted capital_	d-up capi	see a	nalysi	s below	Certified	d correct.		R	304 5 30	0 604-22
mount e ate capi remium otal issu ate	if issued pai italaccount ied capital_ 28	Marc	see a	valysi	s below	A-00444-0	d correct.		R	304 S36 304 975 304	0 604-22
mount o tate capi remium total issu tate	if issued pairital account ted capital 28 tamp of com	Mac	See a	valysi	s below	Certified	d correct.		R R R	304 S36 304 975 304	0 604-22
mount e ate capi remium otal issu ate ubberst	account led capital 28 camp of com	Marc Marc pany, if a	See a	valysi	s below	Certified	i correct.	ud (R R R Hadac	304 536 304 975 214 etáry	0 604-22
mount e ate capi emium oral issu ate ubberst	if issued pairital account ted capital 28 tamp of com	Marc Marc pany, if a	See a	valysi	s below	Certified	i correct.	ud (R R R	304 536 304 975 214 etáry	0 604-22
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Exhibit 6

RANDGSLD

SOUTHDALE 2135 SOUTH AFRICA DOCEX 632 IOHANNESBURG TELEPHONE +27 (11) 309-6000 FAX +27 (11) 837-2396

www.randgold.co.xa

March 28, 2003

The Director Listing & Equity Markets Division JSE Securities Exchange South Africa One Exchange Square Gwen Lane, Sandown SANDTON

Dear Sir

APPLICATION FOR THE LISTING OF 20 000 ORDINARY SHARES OF 1 (ONE) CENT EACH IN RANDGOLD & EXPLORATION COMPANY LIMITED

Application is hereby made for the listing of 20 000 new ordinary shares of a (one) cent each. The allotment price per share is as follows:

> No. of Shares 20 000

Issue Price (c.p.s.)

The shares are to be listed in terms of the Randgold (1993) Share Option Scheme. The shares should be listed under the "Mining Holding" section of the lists under the abbreviated name "Randgold". In support of our application we submit the following information:

1. The full name of the company is: Randgold & Exploration Company Limited

2. The registered office is: 5 Press Avenue

Selby

Johannesburg, 2092

The transfer secretaries are: 3.

Computershare Services Limited

70 Marshall Street 2001 Johannesburg

The share capital of the company prior to the matter detailed in the introduction was: 4.

Authorised: 75 000 000

shares of 1(one) cent each:

R750 000

Issued:

44 532 774

shares of 1(one) cent each:

R445 327

30 466 902

shares of 1(one) cent each:

R304 669

Unissued:

2 /

RANDG LD

48

The Director
Listing & Equity Markets Division
JSE Securities Exchange South Africa

28 March 2003

5. The company's issued ordinary share capital after the issue of the 20 000 ordinary shares, which are the subject of this application, will be:

44 552 774

ordinary shares of 1 (one) cent each:

R445 527

The unissued ordinary share capital will decrease to:

30 446 902

ordinary shares of 1 (one) cent each:

R304 469

- 6. The company has granted options to subscribe for ordinary shares in terms of the company's share option scheme.
- 7. The new ordinary shares will rank pari-passu with the existing ordinary shares of the company in issue.
- 8. The directors have authorised this application in terms of a resolution dated 28 February 2002, a copy of which is attached.
- 9. The new shares will be allocated and issued on 1 April 2003.
- 10. The listing fee of R827.64 is attached hereto.

Director/Legal Manager

Demid Madda Company Secretary

SPONSOR

RANDGOLD & EXPLORATION COMPANY LIMITED

("the company")

RESOLUTION OF DIRECTORS PASSED AT JOHANNESBURG ON 28 FEBRUARY 2002

EXERCISE OF OPTIONS TO ACQUIRE ORDINARY SHARES
IN THE SHARE CAPITAL OF THE COMPANY IN TERMS OF THE
RANDGOLD (1993) SHARE OPTION SCHEME ("THE SCHEME")

RESOLVED THAT -

Any one director or the Company's legal manager and the secretary be and they are hereby authorised to allot and issue ordinary shares in the capital of the company to participants in Randgold (1993) Share Option Scheme, in terms of that scheme, and to make application to the JSE Securities Exchange South Africa for the listing of the newly allotted shares, and to sign all documents necessary to give effect to this resolution.

Certified a true copy

DJHADDON

Group Company Secretary



One Exchange Square, Gwen Lone, Sandown, Private Bag X893174, Sanoton, 2148, South Africa, Telephone: (2711) 820 7800 Wab: www.jse.co.za

المعرفة لوالوا وووقعه والاستسرافية والشاعية لوسوال المعيم ووالي الرساسيان واليا

31 March 2003 森葉F: TM/mr/8520

The Company Secretary
Randgold & Exploration Company Limited
P O Box 82291
SOUTHDALE
2135

Dear Sir

ADDITIONAL SHARES: SHARE OPTION SCHEME

Your application for listing dated 28 March 2003 refers.

In reply, we advise that subject to the Rules and Regulations of this Exchange now or hereafter in force, an additional listing has been granted from Tuesday, 1 April 2003 in respect of 20 000 ordinary shares of 1 cent each.

Our records reflect the authorised ordinary share capital of your company as R750 000-00 and will be amended to show the listed ordinary share capital as R445 527-74 divided into 44 552 774 ordinary shares of 1 cent each

Thank you for payment of R627-64 in respect of the listing fee received

Yours faithfully

D.M. DOEL : GENERAL MANAGER

USTINGS DIVISION

CO. HSBC Investment Services (Africa) (Pty) Limited Attention : Simone Jones

Alamber of the World Federation of Exchanges

Return of allotment of shares

Registration No. of company 1992 005642 06

1. Date of a	llotment of shares	APRIL 200	3			
2. Authoris	ed capital of compar	ny:				
	No par	r value		Ра	value	
The Property and a serious formation are a serious	Number of shares	Class of shares	Number of shares	Class of shares	Nominal amount of each share	Authorised capital
					R	R
			75 000 000	ORDINARY	0-01	750 000
Total		Total	75000000		Tota	1 R 750 000

3. Shares subscribed for in memorandum of association:

-	No pa	r value		l'a	r value	
	Number of shares	Class of shares	Number of shares	Class of shares	Nominal amount of each share	Total amount paid-up
					R	R
Total		Total	,		Total	R

To be completed by company.	,			
Acknowledgment of receipt of return of allotments, dated APRIL 2003	Date of receipt by Registrar of Companies			
Name of company RANDGOLD & EXPLORATION COMPANY LIMITED				
CIO (DMPANY SECRETARY (ZO 000) Postal address P.O. BOX 82291	Date stamp of companies Registration Office			
Southare				
2135	Registrar of Companies			

1. Numbe	er of shares pro	eviously iss	Sued, paid·u	p capital ai	nd stat	ed capital, inclu	ding shar	es subscrib	ed for in the r	nemorandum.			
. No par value						Par value							
Number of shares		Class of shares	lssue pri			Number of shares		Class of shares	Nominal amount of each share	Amount of issued paid-up capital			
				R	1				R	R			
						44 53277	+4	ORDS	0-01	445 327-7			
									-				
Total				Total R		Total 44,532	774		Total	R445 327			
								•					
	of issued cap	-				٠.			1005	377-211			
	of issued paid-								•	327-74			
	pital								R	30 604-22			
	account												
l'otal issu	ued capital								R 304 4	75931-96			
. Shares	comprising th	is allotmer	ıt:										
		No	par value	·		Par value							
	Number of shares	Class of	Issue price Si			Number of shares	Class of shares	Nomina amount o each sha	on each	Total amount of paid-up capital and premium, if any			
		<u>-</u>	R	R				R	R	· R			
					2	ර වන්න	ORDS	0-01	12-49	250000			
Total			Total	R	Total	20 000		·	Tot	al R 250 000			
6. (a) Sha	ares allotted ot	herwise th	an for cash:										
No par value					Par value								
	Number of shares	Class of shares .	Issue price per share	Deemed stated capital		Number of shares	Class o		o! on each	Total amount of capital deemed to be paid-up			
				Ř					В	В			
							T						

Total R

A copy of the contract, in writing, constituting the title of the allottee to the allotment, together with any contract of sale, or for service or other consideration in respect of which the allotment was made, must be attached. If the contract is not in writing, a memorandum containing full particulars of such contract must be attached. (For particulars of allottees see overleaf.

Total

Total R

·c· The names and addresses of the allottees:

Total

Name of allottee	Address of allottee	Number of shares	Description of shares allotted			
DM BRISTOW	1.0.60 × 82291	- 20000 -	PAR VALUE BROINAMY			
	SOUTHOALE 2135		<u> </u>			

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⁽b) The consideration for which the shares have been allotted is as follows:

7. Issued	capital at d	ate of this	return:								
	No gar value				. Par value						
	Number of shares	Class of shares	Issue price per share	Stated capital	Number of shares	Class of shares	Nominal amount of each share	Pramium on each - share	Total premium account	Total amount of paid-up capital, excluding premium	
			R	Ŕ.			R	R	R	R	
_					44532774	ORDS	0-01		*	445 3 27 -	
-					20 000	o ros	10-0	12-49	本本	200	
Total	530		Total	R	Total 44552774			Tota	***	445527-7	
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