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



Report of Foreign Private Issuer

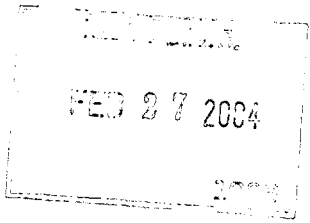
**Pursuant to Rule 13a-16 or 15d-16
 of the Securities Exchange Act of 1934**

For the month of February 2004 (Second Filing)

Commission File Number: 0-29150

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

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



2/2/04

PROCESSED
 MAR 01 2004
 THOMSON FINANCIAL

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 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):

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

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 February 2004, and incorporated by reference herein, is:

Exhibit No.

Description

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Page #

1.

(i) the Registrant's application to the JSE, dated November 21, 2003, relating to the listing of 1,000 new ordinary shares, (ii) the confirmation letter from the JSE, dated November 25, 2003 relating to the listing of 1,000 new ordinary shares, and (iii) the return of allotment of shares on Form CM 15, relating to the allotment of 1,000 ordinary shares.

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SIGNATURES

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

By: Consolidated Mining Management Services Limited,
its Company Secretary

By:  _____
M.A. Eloff
Company Secretary

Dated: February 26, 2004

Exhibit 1

RANDGOLD

28 HARRISON STREET
JOHANNESBURG 2001
P O BOX 11165
JOHANNESBURG 2000
TEL +2711 688 5000
FAX +2711 836 5724
www.randgold.co.za

2003 11 21

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

Dear Sir

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

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

No. of Shares	Issue Price (c.p.s.)
400	R6.05
600	R22.80

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: 28 Harrison Street, Johannesburg, 2001
P O Box 11165, Johannesburg, 2000
3. The transfer secretaries are: Computershare Services Limited
70 Marshall Street, Johannesburg, 2001

RANDGOLD & EXPLORATION COMPANY LIMITED - REG. NO. 1992/005642/06 - NASDAQ SYMBOL: RANGY

DIRECTORS: R A R KEBBLE (CHAIRMAN), D ASHWORTH*, H C BUITENDAG, R B KEBBLE, M B MADUMISA, G T MILLER,
L R NCWANA, A C NISSEN - (*BRITISH)
SECRETARIES: CONSOLIDATED MINING MANAGEMENT SERVICES LIMITED

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

Authorised:	75 000 000	shares of one (1) cent each:	R750 000.00
Issued:	53 639 122	shares of one (1) cent each:	R536 391.22

5. The company's issued ordinary share capital after the issue of the 1 000 ordinary shares, which are the subject of this application, will be:

53 640 122	ordinary shares of one (1) cent each:	R536 401.22
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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.

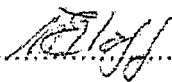
9. The new shares will be allocated and issued on 24 November 2003.

10. The listing fee of R827.64 is attached hereto.

SIGNED AT JOHANNESBURG ON 21 NOVEMBER 2003

.....


DIRECTOR

.....


COMPANY SECRETARIES

.....

SPONSOR

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RANDGOLD & EXPLORATION COMPANY LIMITED
("the Company")

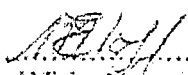
**RESOLUTION OF DIRECTORS PASSED AT JOHANNESBURG ON 28
FEBRUARY 2002**

**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


.....
Consolidated Mining Management Services Limited
Secretaries



SECURITIES EXCHANGE
SOUTH AFRICA

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

25 November 2003
REF: BN/jvdm/10167

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 21 November 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 November 2003 in respect of 1 000 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 R536 401-22 divided into 53 640 122 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

Return of Allotment shares

[Section 93(3)]

Registration No. of Company
1992/005642/06

Name of Company: RANDGOLD + EXPLORATION COMPANY LIMITED

1. Date of allotment of shares: 26-11-2003

2. Authorised capital of company:

No par value		Par value			
Number of shares	Class of shares	Number of shares	Class of shares	Nominal amount of each share	Authorised capital
		75000000	ORD.	0.01	750000.00
TOTAL		TOTAL		TOTAL R	750000.00

3. Shares subscribed for in memorandum of association:

No par value		Par value			
Number of shares	Class of shares	Number of shares	Class of shares	Nominal amount of each share	Authorised capital
TOTAL		TOTAL		TOTAL R	

To be completed by company.

Acknowledge of receipt of return of allotments, dated 26-11-2003

Name of company RANDGOLD + EXPLORATION COMPANY LIMITED

Postal Address C/O M.A. Eloff
P.O. Box 11165
JOHANNESBURG 2000

Date of receipt by Registrar of Companies
Date stamp of companies Registration Office
Registrar of Companies

No par value:				Par value			
Number of shares	Class of shares	Issued 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
				53639122	ORD	0-01	536391-22
Total			Total R	53639122 Total			Total R

Summary of issued capital prior to allotment :

Amount of issued paid-up capital R 536391-22
 Stated Capital R -
 Premium account R 566673003-57
 Total issued capital R 567209394-79

5. Shares comprising this allotment :

No par value				Par value				Total amount of paid-up capital and premium, if any
Number of shares	Class of shares	Issued price per share	Stated Capital	Number of shares	Class of shares	Nominal amount of each share	Premium on each share	
		R	R			R	R	R
				400	ORD	0-01	6-04	2420-00
				600	ORD	0-01	22-79	13680-00
Total		Total R		1000 Total			Total R	16100-00

6. (a) Shares allotted otherwise than cash :

016,09

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

(c) The names and addresses of the allottees : SHARES ISSUED I.T.O. EMPLOYEE SHARE
 OARON SCHEME

Name of allottee	Address of allottee	Number of shares	Description of shares allotted
J AUGUSTAJOS	5 PRESS AVENUE	400	ORD
M MEULA	SELBY	600	ORD
	JOHANNESBURG.		

No par value				Par value					
Number of shares	Class of shares	Issued 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
				53639122	ORD	0-01	-	0	536391-
				1000	ORD	0-01		0	10-
Total		Total R		Total 53640122				Total R	536401-2

① 566673003-57 ② 16090-00 ③ 566689093-57

Summary of total issued capital as at date of this return :

Amount of issued paid-up capital: _____ R 536401-22
 Stated capital _____ R -
 Premium account _____ R 566688327-37
 Total issued _____ R 567224728-59

Certified correct

Date 26-11-2003

Signature *[Signature]*
 Director/Manager/Secretary

Rubber stamp of company, if any, or of secretaries.

ANALYSIS OF SHARE PREMIUM ACCOUNT

R

BALANCE BIF		566673003-57
PREMIUM ON ALLOTMENT:	16090-00	
LESS: ISSUE DUTY	(726-00)	
ALLOTMENT DUTY	(40-20)	
		<u>15323-80</u>
		<u>566688327-37</u>