



INTEGRATED ANNUAL REPORT 2021

78

Pt

Platinum

Committed to
zero harm,
to our **people**
and the
environment

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IBC Administration

Navigational Icons

The following icons are applied throughout the report to improve usability and to highlight integration between relevant content elements:

-  Indicates a page or note reference of information which can be found elsewhere in the report.
-  Indicates a reference for information available online at www.wesizwe.co.za.

Prepared by

The Abridged Group Financial Statements have been prepared under the supervision of the Financial Director, Jianguo Liu.

The Annual Financial Statements are available, along with the Auditor's Report, which includes details of key audit matters on the Company's website at <https://wesizwe.co.za/cmsAdmin/uploads/wesizwe-afs-december-2021.pdf>.

The Annual Financial Statements have been audited in compliance with the requirements of the Companies Act 71 of 2008, as amended (Companies Act).

Feedback

For any questions or to provide feedback on this report, please contact Corporate Affairs – info@wesizwe.com.

Welcome to our 2021 INTEGRATED ANNUAL REPORT

Our report aims to provide our stakeholders with an overview of our business, our strategy and our prospects. As such, this report has been compiled in accordance with the guidelines of the International Integrated Reporting <IR> Framework (2021) as we endeavour to consistently improve the quality and transparency of our disclosures to our stakeholders.

We have applied integrated thinking in our business and in the compilation of this report. Integrated thinking considers the impact we have on the six capitals of value that we use or affect in our business activities, as we mine our product and aim to create stakeholder value.

We use icons (below) throughout this report to illustrate the connectivity of the six capitals across the various factors that influence our value-creation processes.

The Capitals



Financial capital (FC)



Manufactured capital (MC)



Intellectual capital (IC)



Human capital (HC)



Natural capital (NC)



Social and relationship capital (SRC)

Wesizwe Platinum Limited (Wesizwe) is a platinum group metals (PGMs) mining company listed on the Johannesburg Stock Exchange (JSE). Our flagship project, the Bakubung Platinum Mine (BPM, the mine), is located in the Bushveld Complex, near Rustenburg in North West province, South Africa.

We are committed to the socio-economic development of communities in which we operate.



vision

Our vision is to grow into a significant multi-commodity mining company, focused on strategic metals, with sound fundamentals to sustainably meet demand.



mission

With zero harm top of mind, we are steadily progressing towards the creation of a mining entity that will deliver sustained value over the next 30 years.



values



Zero harm to people and the environment



Ownership, accountability and responsibility



Trust, openness and transparency



Perseverance and tenacity



Ethical behaviour based on integrity and honesty



Respecting diversity and inclusion



Dignity, respect and fairness



Caring

Salient features

We are pleased to present our integrated annual report (IAR) for the financial year from 1 January 2021 to 31 December 2021 as we progress on our journey towards excellence in integrated reporting.

It provides information on Wesizwe's strategy and corporate governance that aims for ethical culture, excellent performance and effective control. It also highlights the importance of sustainability in our overall development strategy with specific focus on material risks, their relative impact and our management of these risks.

The report strives to present a holistic account to shareholders of the economic, environmental and social value we are creating in the short (one to two years), medium (three to five years) and long term (beyond five years).

Our approach is enhanced by considering best practice reporting among our South African mining industry peers.

US\$130 million
shareholder's loans raised
(US\$50 million short term)



R1.8 billion
direct investment in property,
plant and equipment



R994 million
forex loss on loans denominated
in foreign currency



R626 million
finance expense incurred
during 2021



1.51 cents
basic loss per share



Hot commissioning of
1 mtpa processing plant
– fourth quarter 2022



Achieve
1 mtpa mine production
in second half of 2023



Scope and boundary

The content of this report includes the activities of the Wesizwe group, including subsidiaries (presented in the organisational chart on page 05).



For completeness, this report should be read in conjunction with our annual financial statements (AFS) and our competent persons' report, which are on our website at www.wesizwe.co.za.

Guidance used in report preparation

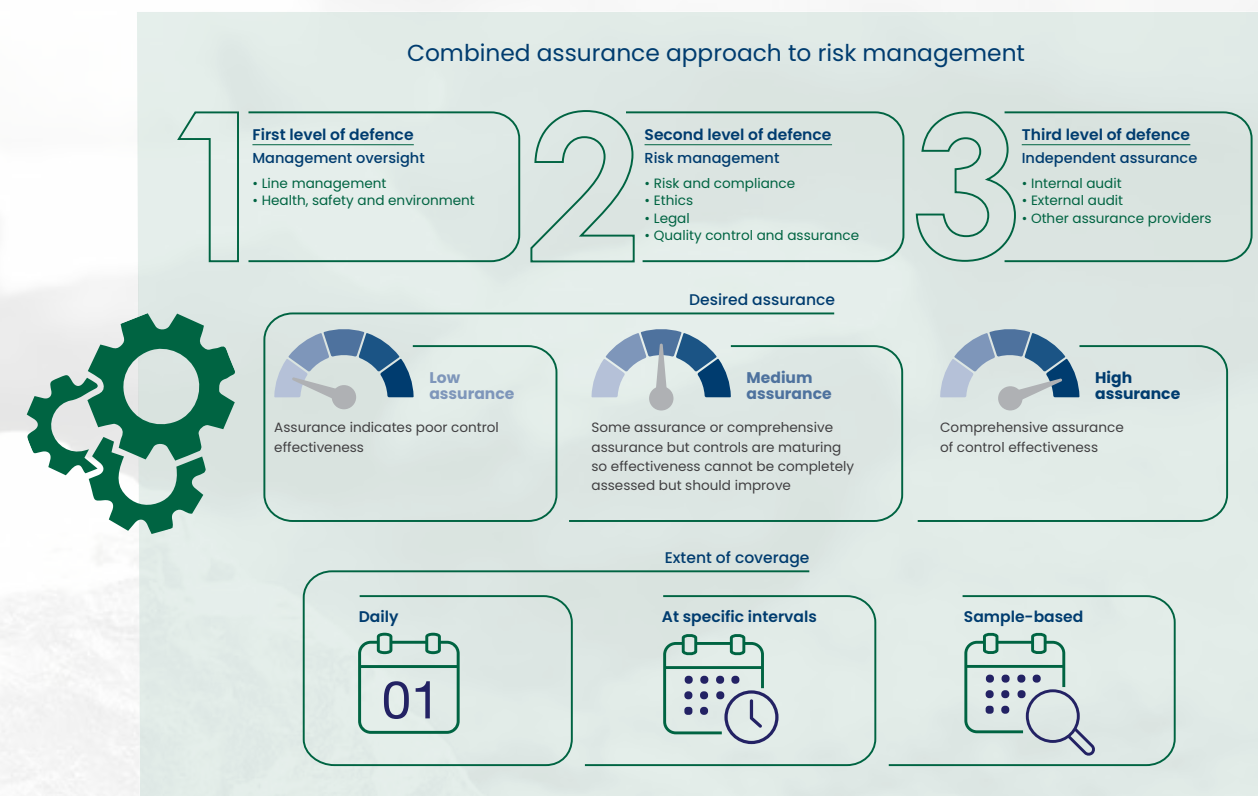
- International Integrated Reporting <IR> Framework (2021)
- Companies Act 71 of 2008, as amended (Companies Act)
- JSE Listings Requirements
- King Report on Corporate Governance™ for South Africa, 2016 (King IV)*
- International Financial Reporting Standards (IFRS)
- Global Reporting Initiative (GRI) Standards

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Combined assurance

Our combined assurance approach to risk management (illustrated below) confirms the reliability of the information we present in this report.

- We combine internal and external audit processes to ensure that our reporting is free of misstatements
- **Assurance of non-financial indicators:** The AccountAbility AA1000 series of standards guides our internal audit team in demonstrating accountability, responsibility and sustainability. Certain non-financial information is assured by SNG Grant Thornton Inc. (page 120), as an independent external assurance provider, in accordance with the International Standards on Assurance Engagements 3000 (Revised)
- **Financial information** (as published in the AFS) is independently audited by SNG Grant Thornton



Directors' statement of responsibility

The Board of Directors (Board) of Wesizwe acknowledges its responsibility to ensure the integrity of this report and confirms that it has been prepared in line with the guidance provided in the <IR> Framework. The presentation of material matters will be improved with a materiality determination process in the next reporting period.

This report was approved by the Board on 28 April 2022.



Dawn Mokhobo
Chairperson



Zhimin Li
Chief Executive Officer (CEO)

Forward-looking statements

This report contains certain forward-looking statements about Wesizwe's financial position, results, operations and business. These statements and forecasts involve risk and uncertainty as they relate to events and depend on circumstances that occur in the future. Various factors could cause actual results or developments to differ from those expressed or implied by these forward-looking statements. Consequently, all forward-looking statements have not been reviewed or reported on by the Company's auditors.

Forward-looking statements made by Wesizwe at the time of releasing our 2021 results on 11 March 2022 were informed by the Company's business plans and economic forecasts, which were finalised and approved by the Board on 8 March 2022.



Dawn Mokhobo
Chairperson

Our strategic intent is not merely aspirational but, guided by our success model, achievable.

Chairperson's introduction

Almost two years since Covid-19 was declared a global pandemic, the virus continues to defy the world's attempts to return to business as usual. Wesizwe is certainly not immune to this disruptor that has taken millions of lives and threatens the livelihoods of billions who are surviving under extremely challenging conditions.

As experienced by mining companies worldwide, our plans have been relentlessly thwarted by setbacks due to Covid-19 restrictions on and off site. This is even more severe in South Africa, which is already under intense pressure to resolve longstanding domestic issues. These and other risks significantly increase the cost of being in business.

Nevertheless, BPM remains on track to launch into production this year with confidence in positive PGM prices and high demand for its product in industrial applications, jewellery and investment markets, and the automotive industry.

Responsible corporate citizenship

Wesizwe's Board continues to satisfy investors that the mine will deliver a sustainable return on their investments. Our business case is sound – viewed through a financial lens, and from non-financial environmental, social and governance (ESG) perspectives.

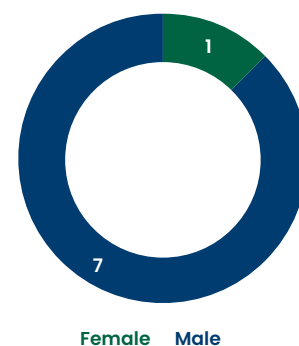
Our Board members have been selected for their demonstrable ethical conduct, business acumen, mining experience and the valuable cultural backgrounds they bring to our evolving Company. As Chairperson, I preside over an otherwise male Board; three of us are South African and the others are Chinese, representing our major shareholder, China Africa Jinchuan Investments Ltd (CAJIL).

In February 2021, we welcomed feedback from the Institute of Directors South Africa (IoDSA) on our application of the King IV governance principles and immediately began implementing their recommendations.

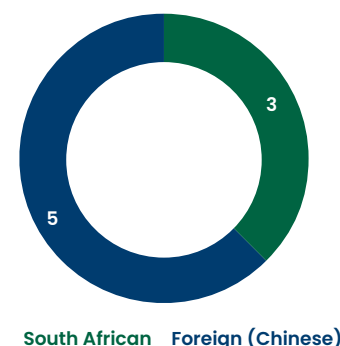
We thank Huigao Guo and Vasta Mhlongo, who left us to pursue other interests during the year, for their contributions. Fugui Qiao, with extensive mining experience, replaced Mr Guo as a Non-executive Director. Azeyech Consulting Services (Pty) Ltd replaced Ms Mhlongo as Company Secretary from 1 October 2021.

Our latest Competent Persons' report, dated 30 July 2021, includes independent specialists' confirmation that ESG risks were adequately captured during authorisation processes, and that appropriate mitigation measures are presented in our environmental management plan, social and labour plan (SLP) and governance structures.

Gender



Diversity



Strategic intent

In March 2021, our leadership teams revisited the external and internal factors that influence the sustainability of the Company. We aligned strategic and operational performance by integrating our thinking across business functions.

Ultimately, this success model sets our targets to sustain zero harm while delivering strong financial returns. It will thrust us forward from the survival plan we implemented in 2019 when we could not begin 1 Mtpa production and processing as planned.

Our measures of success include key stakeholder relationships with regulators, investors, communities and our peers in the mining industry. We are dedicated to building relationships with these stakeholders through regular and meaningful engagement.

As we work towards completing construction of the first phase of our mine and processing plant, our Board remains focused on exemplary governance to achieve the operational and financial milestones on our horizon.

Appreciation

Regrettably, we lost three colleagues in the past year, Nhlanhla Mahlangu in a fall-of-ground incident, and Nyovane Khayalethu and Reginah Zondo due to Covid-19. Their passing is a great loss for all of us.

I would also like to extend my condolences to our colleagues, business partners and society at large who have suffered losses due to the pandemic. To keep going in these trying times, I encourage our employees to visit our on-site health and wellness service providers – and to vaccinate against the ravages of Covid-19.

We are particularly grateful for the ongoing support of our investors and BPM's host communities. They continue to trust us to build a sustainable mining company that will improve current conditions for the sake of future generations.

Dawn Mokhobo
Chairperson



Wesizwe is a greenfield mining company developing the last remaining sizeable and viable Merensky and Upper Group 2 (UG2) PGM ore bodies on the Western Limb of the Bushveld Complex in South Africa.

Who we are

- Wesizwe is a greenfield PGM mining company
- Our flagship mining operation, BPM, is developing the last remaining sizeable and viable Merensky and UG2 Chromitite layer PGM ore bodies on the Western Limb of the Bushveld Complex in South Africa
- We are committed to socio-economic development, particularly in the Ledig host community north of BPM

195 Our Company employs 195 people (2020: 187)



Where we operate

- BPM is located in the Bushveld Complex near Rustenburg in North West Province, South Africa
- The mine property is in the Bojanala Platinum District Municipality
- We lease land on portions of the Ledig and Frischgewaagd farms

40 000 We are surrounded by the local Ledig community (approximately 40 000 residents)

Our ore body

- BPM accesses the two reefs, Merensky and UG2, of the high quality, flat-lying Bushveld Igneous Complex ore base
- Merensky and UG2 will be mined in a split ratio of 9:1 respectively until Merensky is depleted and we then swing completely over to UG2

Our product

Once in operation, BPM will produce PGM concentrates that will be sold as filter cake to third parties (in downstream smelters) for value addition in the extraction of precious and commercial base metals.

The unique physical, chemical, catalytic and electrical properties of PGMs make them indispensable to many industrial applications – particularly in products needed to address the challenges brought by climate change.



Our mining operation – BPM

- The mine, registered as Bakubung Minerals (Pty) Ltd, a wholly owned subsidiary of Wesizwe, has high-value PGMs and other strategic metals with long-term demand, which will enable Wesizwe to develop into a sustainable mid-tier mining house
- Utilising semi-mechanised or hybrid mining methods (conventional on stope face and mechanised for development and rock handling)
- Access to main ore body is via a twin vertical shaft system consisting of a main and a service shaft
- Main shaft can hoist up to 250 kilotonnes per month (ktpm) of ore and up to 15 ktpm of waste during steady-state production
- Initial run of mine (ROM) ramp-up to 1 million tonnes per annum (Mtpa) capacity by second half of 2023 before ramping-up to 3 Mtpa



Our processing plant

- The plant is designed for separate milling and processing of Merensky and UG2-grade PGM concentrate
- The plant consists of:
 - Two processing plant modules – module 1 is designed with a throughput capacity of 1 Mtpa and module 2 will provide an additional 2 Mtpa
 - Crusher infrastructure servicing both modules
 - Two standalone milling and flotation plants
 - Two tailings storage facilities (TSFs)
- Construction of our processing plant has been planned in line with the ramp-up of mining production to maximise cash flow and reduce capital expenditure exposure with construction of the main TSF

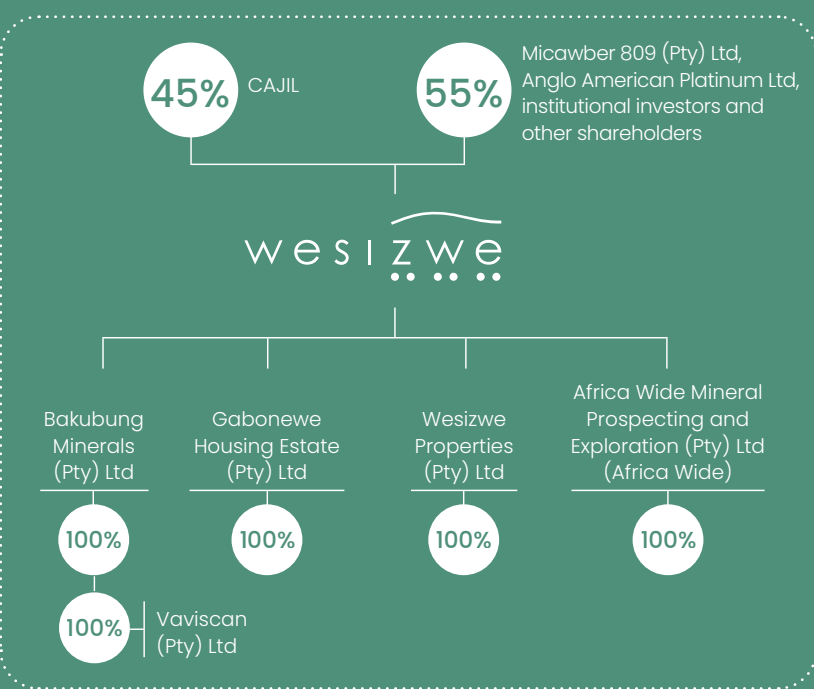
For further detail on the development progress of BPM and processing infrastructure, please refer to the operational performance chapter on page 36.

Our ownership

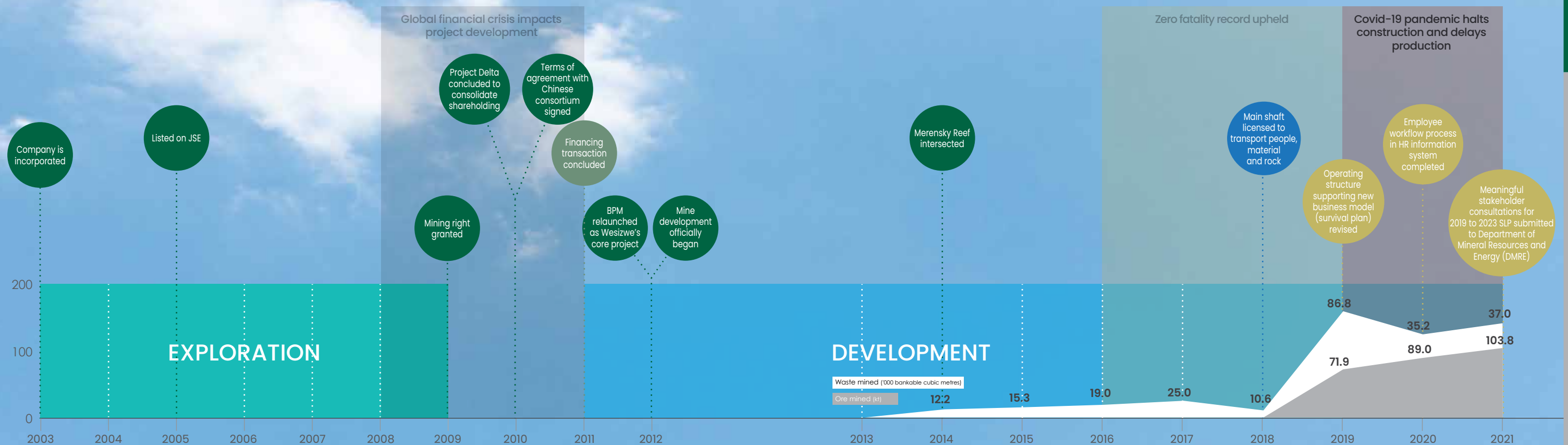
Our business activities are funded mainly by Jinchuan Group Co. Ltd (Jinchuan) and China Africa Development Fund (CAD Fund) in exchange for 45% equity and 6% Broad-Based Black Economic Empowerment (B-BBEE) equity funding.

R235 million

committed to community development from 2019 to 2023



Our History



Development progress

2003 – 2008

- Exploration activities and bankable feasibility study
- 2009
- Feasibility study indicates PGM resource of over 13 million ounces (Moz) and 30-year life of mine

Development progress

2011

- First blast for box cut and winder house foundation

2012

- First blast of ventilation shaft
- Main shaft pre-sink began

2013

- Main and ventilation shaft slow sink began

2015

- Planned sinking depth reached in both shafts and main shaft equipping began

2017

- Main shaft equipping completed
- Work on permanent waste pass began

2018

- Capital footprint developer appointed
- Rock hoisting through main shaft began

2019


- Merensky Reef horizon intersected on 69L

2020

- Earthworks for processing plant began

Our business mainly focuses on the successful development of BPM for shareholders' benefit and ensuring value-add for our host communities.

Board Independent Non-executive Directors




Dawn Nonceba Merle Mokhobo
Chairperson

- BA (University of the North)
- Strategic Transformation Programme (University of Stellenbosch Business School)

Appointed:
17 December 2009

Other boards:
Ford Motor Company of Southern Africa (Pty) Ltd

Skills, expertise and experience:
Social and economic development, governance and strategy




Lincoln Vumile James Ngculu
Social and Ethics Committee Chair

- B.Admin (Hons); PDM; and Certificate in Business Leadership and Management (University of the Western Cape)
- Postgraduate Diploma in Management (University of Cape Town Graduate School of Business)
- Certificate in Defence Management (University of the Witwatersrand)

Appointed:
30 May 2011

Skills, expertise and experience:
Security Sector Reform, Management and strategy, Author



Thembinkosi Victor Mabuza
Audit and Risk Committee Chair

- BCom (University of Swaziland)
- Masters in Small Business Development and Entrepreneurship (University of Pretoria)

Appointed:
22 August 2014

Other boards:
Metorex (Pty) Ltd and Jinchuan

Skills, expertise and experience:
Corporate finance, investment banking, public offers, BEE strategies, corporate governance, risk management and strategic management

Please see detailed CVs at <https://www.wesizwe.co.za/about-us-board-of-directors.php>

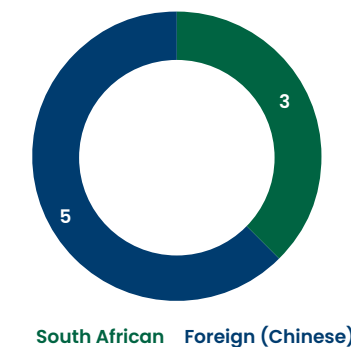
Skills, expertise and experience (%) of Directors



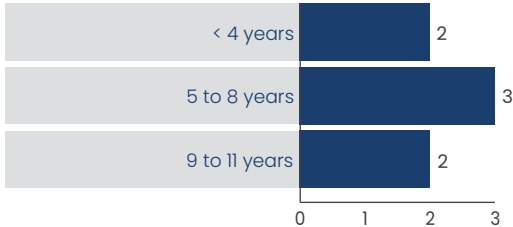
Gender




Diversity



Tenure of our Non-executive Directors (years)



Non-executive Directors




Pengfei Li
Remuneration and Nominations Committee Chair

- PhD (Industry Economics) (Renmin University of China Business School)

Appointed:
20 September 2016

Skills, expertise and experience:
Project valuation, investment instruments, business negotiation and project implementation




Sun Pingan

- Master of Management (Wuhan University)
- BEng (Kunming University of Science and Technology)

Appointed:
1 February 2018

Skills, expertise and experience:
Project finance, overseas investments and mergers as well as acquisitions in the mineral resources sector




Huigao Guo

- Masters of Mining Engineering (Kunming University of Science and Technology)

Appointed:
1 April 2019

Resigned:
7 May 2021

Skills, expertise and experience:
Mining production and operations



Fugui Qiao
Deputy Chair and Technical Committee Chair

- Bachelor of Mineral Resource Prospecting and Exploration (Central South University of Technology)
- MEng (Geological Engineering) (Kunming University of Science and Technology)

Appointed:
7 May 2021

Skills, expertise and experience:
Technical and managerial aspects of mining in addition to mineral resources exploration and development

Board continued Executive Directors

Zhimin Li
Chief Executive
Officer (CEO)



- Bachelor of Mining Engineering (Kunming University of Science and Technology)

Appointed:
15 February 2017

Skills, expertise and experience:
30 years managing multi-million dollar mining and civil engineering construction projects for Jinchuan in China, Africa and other foreign jurisdictions

Jianguo Liu
Financial Director



- International MBA in Finance and Marketing Management (Tsinghua University School of Economics and Management and MIT Sloan School of Management)
- Bachelor of Internal Combustion Engine Manufacturing (Xi'an Jiaotong University)

Appointed:
1 April 2020 – appointed on a permanent basis

Skills, expertise and experience:
International finance, investment analysis, budget planning, management, power generation, petrochemical, development finance and project finance in 39 African countries

Executive Team

Zhimin Li
CEO



- Bachelor of Mining Engineering (Kunming University of Science and Technology)

Appointed:
15 February 2017

Other directorships and leadership roles:
30 years managing multi-million-dollar mining and civil engineering construction projects for Jinchuan in China, Africa and other foreign jurisdictions

Jianguo Liu
Financial Director



- International MBA in Finance and Marketing Management (Tsinghua University School of Economics and Management and MIT Sloan School of Management)
- Bachelor of Internal Combustion Engine Manufacturing (Xi'an Jiaotong University)

Appointed:
1 April 2020

Other directorships and leadership roles:
Senior Project Manager for Sinopec, Business Development Director for GE Energy and Managing Director of Livelihood Investment for China-Africa Development Fund Market Development and Investment

Basetsana Ramaboa
Human Resources
Executive



- BA (Hons) (Social Work) (University of Zululand)
- BA (Hons) (Human Resources Development) (University of Johannesburg)
- Advanced Diploma in Project and Programme Management (Cranefield College)
- Advanced Labour Relations Management Programme (University of Pretoria)

Appointed:
1 May 2013

Three Exco members resigned during the reporting period to pursue other interests: Jacob Mothomogolo (Executive General Manager), Hamlet Morule (Corporate Affairs Executive) and Vasta Mhlongo (Company Secretary).





What Drives Our Business

16 Strategy | **18** Our Operating Context
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28 Stakeholder Relationships

Our main priority is for the BPM project to reach production.

Our overarching strategy is to focus on high-value PGM and strategic metals that have long-term demand and will enable the Group to develop into a sustainable mid-tier mining house. The first step in achieving this is the development of BPM, our anchor project, which has a 30-year life of mine, and is due to start production in the fourth quarter of 2022 and reach full production in 2026.

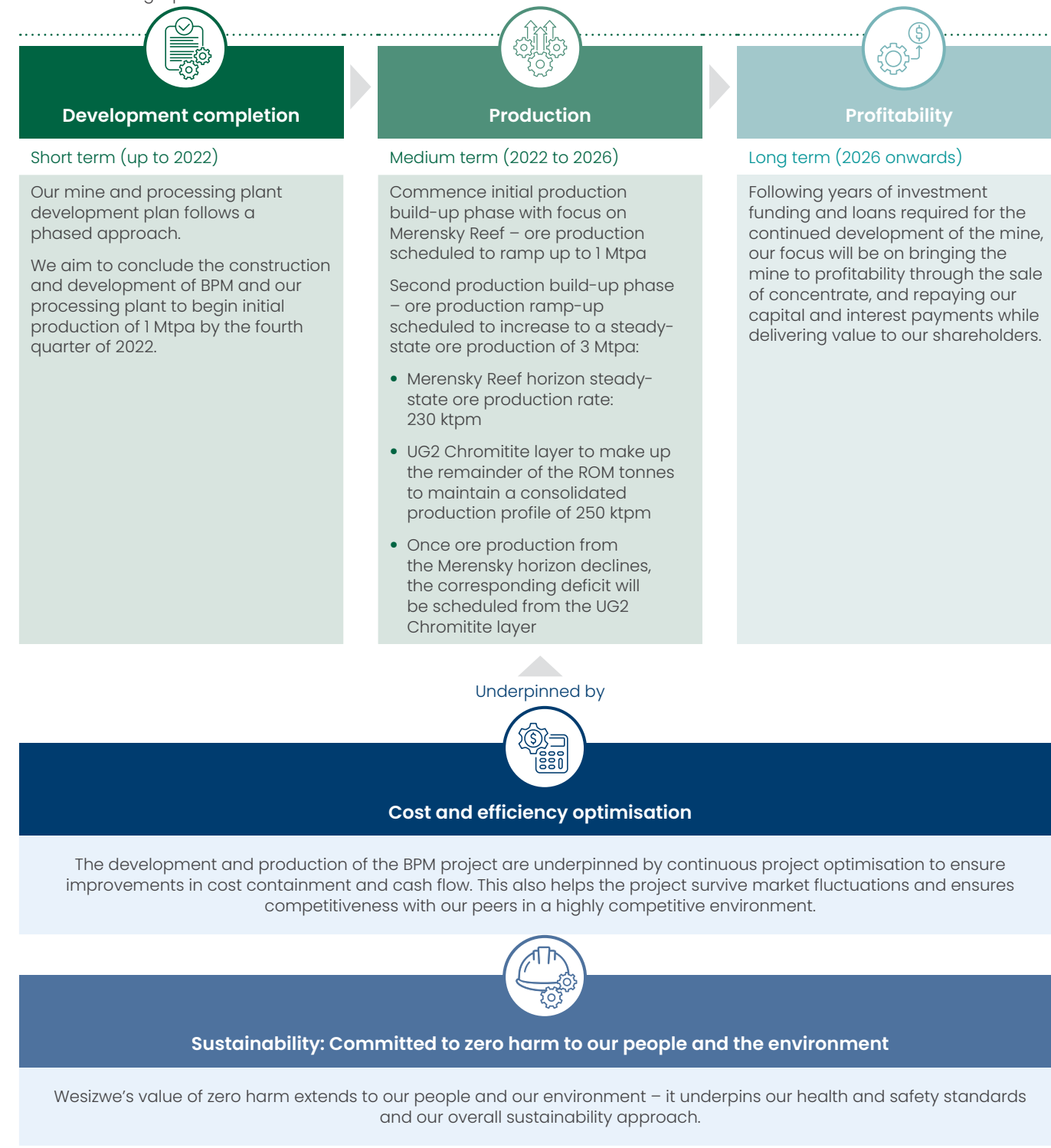
Our strategic objectives



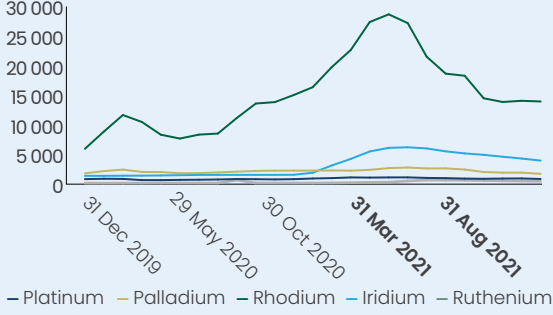




Strategic progress

The project's development phase has been delayed over the years by internal and external factors including unstable ground conditions, Covid-19 restrictions and stoppages issued by the DMRE in response to four work-related fatalities.

To deliver on this, we need to assign key success measures to each strategic pillar. This process has begun with the development of a success model that describes our ultimate success with sets of external and internal as well as financial measures. The success model is a methodology for strategic and operational performance alignment, and sets specific targets for business units across the organisation. In 2022, we will pursue the planned implementation of key performance indicators (KPIs) to measure strategic performance.

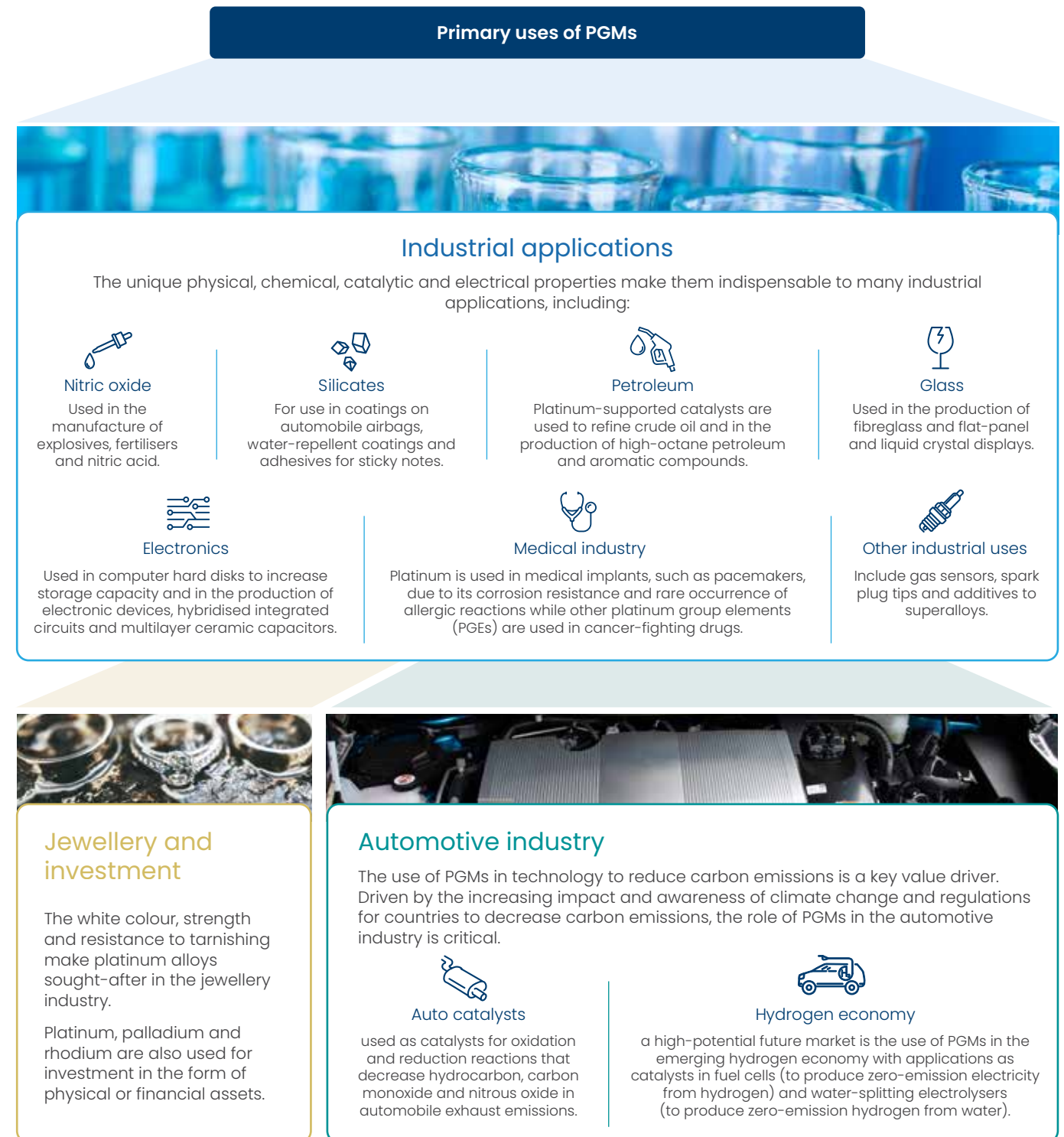


Within this highly competitive mining environment, BPM is one of the largest greenfield concentrate projects currently underway in South Africa and it is among the few operations that is not captured for concentrate supply to a specific primary PGM producer.

	Covid-19	Macroeconomic influences	Global PGM market trends	Local PGM market trends
Overview	Although adequately mitigated through widespread vaccination programmes, variant Covid-19 strains reduced the efficacy of vaccines, which affected supply and demand across the value chain.	Growth of the fragile South African economy was hamstrung by labour instability, public dissatisfaction, debilitated state-owned enterprises and waning confidence in legislative bodies.	PGM markets were influenced by a combination of fundamental supply/demand economics, global macro commodity drivers, commodity exchange futures, physical investment, over-the-counter sales and purchase transactions as well as movements of stockpiles from mine to market. Global PGM market trends 	South Africa has benefited from the commodity boom since 2019 with a significant increase in gold and PGM prices.
How this impacts us	Various Covid-19-related delays impacted our schedule (site stoppages to test employees, slow delivery of construction materials and absence of key personnel infected with the virus).	Our business was materially affected in terms of the cost of financing new mining projects, the regulatory environment in which companies must operate and the significantly greater country risk.	Although platinum prices remain depressed (our dominant product), the other precious metals in the PGM basket, such as palladium, are performing well as a result of favourable PGM demand. The PGM basket price supports our assessments that our outlook is positive. Demand for diesel cars is shrinking possibly resulting in the depressed platinum price while we wait for other technologies like hydrogen technology to fill that gap.	Favourable price escalations confirm our assessments that our outlook is positive.
Our response	 We continue to ensure compliance with measures to curb the spread of Covid-19 and thus enable our project team to advance construction and production.	 Our approach to environmental, social and governance matters is holistic for greater good.	 We have concluded a long-term product offtake agreement in principle that considers evolving PGM supply dynamics.	 We continue to focus on cost containment.

Our markets/The business case for PGMs

PGMs (comprising platinum, palladium, rhodium, iridium, ruthenium, osmium and gold) possess excellent catalytic and stable electrical properties. These elements are highly resistant to wear, tarnishing and chemical attack, and can withstand high temperatures.



Fuel cell and electrolyser catalysts contain up to three times the PGM content of automotive catalysts and hold the potential to emerge as an indispensable component in the future global green energy mix for electric transportation, including passenger vehicles, commercial and off-highway trucks, planes, trains and ships.

For many of the highlighted applications, such as automotive catalysts, there are no viable commercial substitutes for PGMs at present. The demand for PGMs remains broad-based and robust.

Risks And Opportunities

We maintain an effective, efficient and transparent risk management process, which frames our risk appetite and tolerance, and monitors our risk and opportunity performance.

Risk oversight and management

Board	Audit and Risk Committee	Exco	Management
Risk governance and oversight are among our Board's primary responsibilities, and our Board carries an oversight responsibility for the management of risk in the Company.	Oversight and management of risk are delegated to our Audit and Risk Committee who review it quarterly. Our Audit and Risk Committee also participates in the strategic risk assessment , which is conducted after the strategy has been approved, and the risks are linked to strategic objectives as per the definition of risk "effects of uncertainty on objectives".	Risk management is also delegated to our Exco and other management committees who review risk monthly prior to Audit and Risk Committee review.	Risk management is jointly undertaken by managers within all business operations. The daily management , however, of the risk function is delegated to our Corporate Affairs department in the risk division headed by our Risk and Compliance Officer, Letebele Motswenyane.

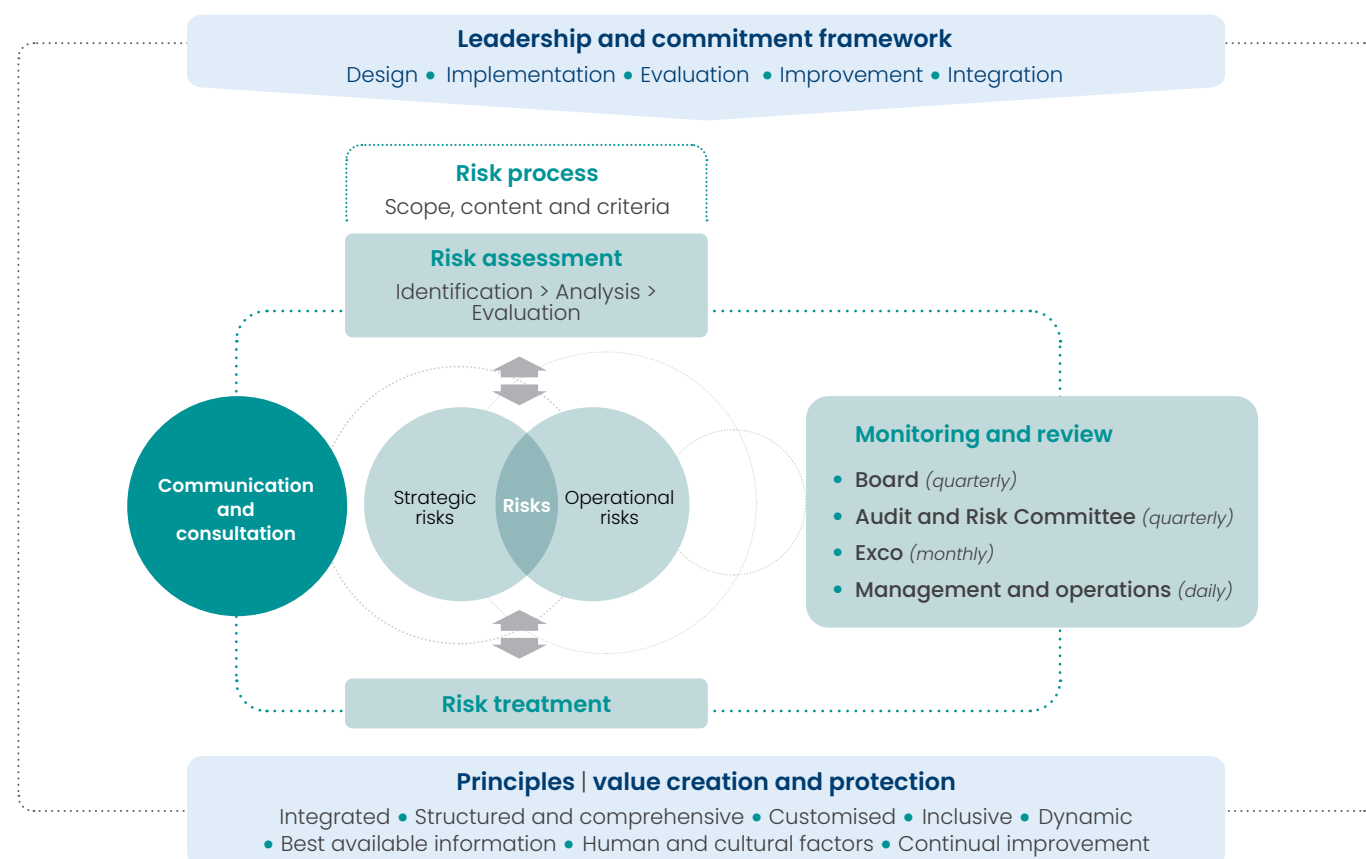
Risk management approach and process

We intend to build a risk culture that is not overly procedural but sound enough to enable employees to act with confidence and conscience in pursuit of our strategy.

Supported by management, our risk department ensures that the risk management process is embedded in the organisation.

The assessment of strategic, operational and project-related risk follows well-defined assessment and risk treatment processes. This includes identification, analysis, evaluation and monitoring.

Our enterprise risk management is aligned to ISO 31000 international risk management standards and follows the framework illustrated in the diagram below.



Risk evaluation

Risk evaluation compares the level of risk identified in the analysis against our known priorities and requirements. Depending on the level of inherent risk, treatment strategies vary.

Very high risk	<ul style="list-style-type: none"> Requires immediate attention of Exco/Board Audit and Risk Committee undertakes detailed research, identifies risk reduction options and prepares detailed risk management plan
High risk	<ul style="list-style-type: none"> Requires immediate attention of Exco to set appropriate controls
Tolerable	<ul style="list-style-type: none"> Responsibility on relevant manager Specific monitoring of response procedures through Exco
Low risk	<ul style="list-style-type: none"> Managed through routine procedures Allocation of additional resources is unlikely
Very low risk	<ul style="list-style-type: none"> Generally does not require much attention

The output of the risk evaluation is a prioritised list of risks for further action. Once each risk has been reassessed, considering current controls or management strategies, mapping reassessed risks on a matrix assists in determining whether risks should be prioritised for further action. If risks are in the low or acceptable categories, they may be accepted with minimal treatment.

Low and accepted risks are monitored and periodically reviewed to ensure they remain acceptable.

Addressing risks

Addressing risks involves identifying and evaluating controls and management systems to determine if further action (risk treatment) is required. Controls are identified and then assessed for effectiveness. We use the following control effectiveness ratings:

Control effectiveness ratings	
5 Non-existent	<ul style="list-style-type: none"> Nothing in place will prevent the incident
4 Poor	<ul style="list-style-type: none"> Some controls in place are likely to be outdated and ineffective, and may have minor mitigating effect on the incident
3 Adequate	<ul style="list-style-type: none"> Controls are currently sufficient to prevent the incident or reduce the impact of the incident to an acceptable level Meets regulatory minimum standards
2 Good	<ul style="list-style-type: none"> Controls are highly effective and exceed regulatory minimum standards Employees are confident in these controls
1 Excellent	<ul style="list-style-type: none"> Controls are always effective and equivalent to best practice in the industry

Once controls are implemented and effectiveness rated, the resultant residual risk will be determined. Residual risk is the level of risk after considering existing controls. It is determined by applying the effectiveness of existing controls to inherent risk.

Ultimately, the level of residual risk will determine how a risk is treated. Where controls exist and are considered effective to manage the risk down to a lower rating and/or within our risk appetite, the residual risk will be low and, typically, no further work is required except for periodic monitoring.

Where controls either do not exist or are considered ineffective to manage the risk down to tolerable/low and/or within our risk appetite and tolerance levels, the residual risk could be high to very high and risk treatment is required. Where we accept the remaining residual risk and risk treatment is planned, it is good practice to document the reasons.

Monitoring and review

Risks are continuously monitored and reviewed, and effectiveness of the controls and risk treatment plans is assessed to ensure changing circumstances do not alter priorities. The risk reporting process, internal audits and other available information provide feedback on the implementation and effectiveness of risk management.

Our Risk and Compliance Officer ensures that the risk management process is embedded in the organisation. Our Exco monitors and reviews risk, which is recorded in our risk register.

Risk strategy

Our risk strategy requires us to continually improve our risk management practices, frameworks, policies, methodologies and standards to align with business strategy and changes in the business, and the broader social and economic environment.

The implementation of the risk strategy in our day-to-day operations is facilitated through departmental risk registers, key risk indicators and our risk appetite.

Continuously improving our approach

As risk management is not static, our future plans include embedding the combined assurance model, identifying and monitoring key risk indicators, and risk appetite and tolerance, as approved by our Board.

Our top strategic and operational risks

We conducted operational and strategic risk assessments in 2021, using a top-down and bottom-up approach:

- In the top-down assessment, our Board identified the top six strategic risks, which we monitored and reviewed throughout the year
- The bottom-up approach, conducted by our Exco and management committees, identified and reviewed operational risks

We define operational risks as those resulting in loss due to inadequate or failed internal processes, people, regulations and systems.

The top strategic risks and the operational risks with a high residual rating are outlined below.

Our control effectiveness across all identified risks is deemed adequate.

Inherent risk rating

Consequence	Likelihood		
	Possible	Likely	Almost certain
		2 5	1 2
		3 4	5 6 1
			3 4 6

Strategic risks

	I	R
1 Inability to attain project milestones and targets (schedule and costs)		
2 Inaccurate Mineral Resource and Mineral Reserve estimates		
3 Inability to attract and retain core and critical skills		
4 Negative foreign exchange fluctuations and low commodity prices		
5 Uncertain labour relations environment		
6 Non-compliance with statutory and regulatory requirements		

Residual risk rating

Consequence	Likelihood		
	Possible	Likely	Almost certain
		1 2 3	
		4 5 6	

Operational risks

	I	R
1 Non-compliance with safe operating procedures in accordance with Mine Health and Safety Act 29 of 1996		
2 Fall-of-ground occurrences		
3 Delays in construction of the processing plant		
4 Increase in operational cost and expenditure (Covid-19)		
5 Inability to meet Broad-Based Socio-economic Empowerment Charter for the Mining and Minerals Industry (Mining Charter) targets		
6 Delay in delivery of long lead items		











Key:

Very high risk High risk Tolerable Low risk Very low risk

Risks And Opportunities continued

The summary of our top strategic and operational risks (below) outlines their causes, the impact they may have on our business and how we mitigate them.

Strategic risks

Risk	Causes	Consequences	Mitigating measures and potential opportunities	Impact on value creation	
				Strategic objectives	Capitals
1 Inability to attain project milestones and targets (schedule and costs)	<ul style="list-style-type: none"> Poor project management, contractor and owner performance Above-inflation cost escalation Covid-19 pandemic impact Travel restrictions for specialists from our global partners Lack of support from stakeholders (host community, unions and government departments) Shortfall funding not yet resolved 	<ul style="list-style-type: none"> Setbacks in commissioning projects delay revenue generation and cause overspending in capital budgets, which reduces stakeholder confidence and erodes shareholder value 	<ul style="list-style-type: none"> Procurement management with late penalties and protection against above-inflation increases in long-term contracts Resource and build capacity within owner's team Enforce Covid-19 guidelines to minimise disruptions Proper planning and onboarding of global partners (including regulatory approvals) 	  	  
2 Inaccurate Mineral Resource and Mineral Reserve estimates	<ul style="list-style-type: none"> Poor estimation and reporting Reliance on external specialists Change in mining or measuring methodology 	<ul style="list-style-type: none"> Inaccurate project valuation reduces stakeholder confidence and erodes shareholder value 	<ul style="list-style-type: none"> Create internal technical and Mineral Resource management departments Enforce predetermined approval and sign-off process for changes in estimates and mining criteria Employ qualified and experienced people and external service providers Procure relevant software 		 
3 Inability to attract and retain core and critical skills	<ul style="list-style-type: none"> High demand for skilled labour in mining industry Employees with core and critical skills without optimal capacity at work Lack of mining-related skills pool in the community 	<ul style="list-style-type: none"> Inadequate organisational effectiveness and low operational efficiency as well as challenging relationships with community representatives have an adverse impact on operations 	<ul style="list-style-type: none"> Update remuneration policy Invest in skills programme, audits and management/supervisor development Appoint community recruitment service provider 		  
4 Negative foreign exchange fluctuations and low commodity prices	<ul style="list-style-type: none"> Supply and demand of PGM products South Africa's economy management and risk rating 	<ul style="list-style-type: none"> Stakeholder confidence and shareholder value are eroded as revenue streams diminish and costs increase 	<ul style="list-style-type: none"> Short and long-term hedges Avoid currency translation when rand is weak (timing of capital and interest repayments) Encourage suppliers to fix rand prices 		
5 Uncertain labour relations environment	<ul style="list-style-type: none"> Unrealistic union demands Lack of independent labour leadership 	<ul style="list-style-type: none"> Protected and unprotected strikes combine with above-inflation costs to impact the competitiveness of unit costs 	<ul style="list-style-type: none"> Build relationships with labour representatives and unions through dedicated committees Workshops for labour representatives and management to engage on decisions affecting production and safety Implement safety culture transformation programme 		 
6 Non-compliance with statutory and regulatory requirements	<ul style="list-style-type: none"> Lack of awareness and training on applicable legislation (including environmental, health and safety, labour and tax laws) Not achieving SLP commitments 	<ul style="list-style-type: none"> Reputation damage due to poor stakeholder relationships, particularly with communities, government and employees, could lead to project and production stoppages, which increase operating costs, and ultimately threaten our licence to operate 	<ul style="list-style-type: none"> Training of employees in applicable legislation and compliance requirements Recruit qualified management teams Develop legislation and compliance tracking tool Consult sector specialist 		

Strategic objectives



Capitals



Operational risks

Risk	Causes	Consequences	Mitigating measures and potential opportunities	Impact on value creation	
				Strategic objectives	Capitals
1 Non-compliance with safe operating procedures in accordance with Mine Health and Safety Act	<ul style="list-style-type: none"> Inadequate risk assessment and management Poor inspections and internal audits Ineffective consequence management Substandard training 	<ul style="list-style-type: none"> Our business will suffer financial loss and fail due to internal and legislated stoppages arising from multiple serious injuries and fatalities as well as production delays 	<ul style="list-style-type: none"> Implement audited standard operating procedures and standards, including hazard identification and risk assessment, and consequence management Paid time off for training 		
2 Fall-of-ground occurrences	<ul style="list-style-type: none"> Major pillar system failures Trigger action response plan (TARP) ignored Geological features not identified and supported 	<ul style="list-style-type: none"> Numerous penalties for safety incidents and property damage harm our reputation and lead to financial loss 	<ul style="list-style-type: none"> Implement mandatory code of practice for fall of ground (including over-inspections) Classify TARP Enforce standard operating procedures for support installation Introduce strata control observers to help identify and support geological features 		
3 Delays in construction of the processing plant	<ul style="list-style-type: none"> Contractor delays and travel restrictions due to Covid-19 Visa and work permit expiry Delays in delivery of long-lead items such as design approval, procurement and subcontractor appointments 	<ul style="list-style-type: none"> Commissioning of our processing plant will be delayed 	<ul style="list-style-type: none"> Use local subcontractors Include late penalty clause in contracts and review rates Regular meetings with suppliers Work double shifts to recover lost time 		
4 Increase in operational cost and expenditure (Covid-19)	<ul style="list-style-type: none"> Additional cost of safety measures required by DMRE's mandatory code of practice for Covid-19 Reduction in production capacity due to unavailability of workforce affected by Covid-19 Disruption of services rendered to the mine 	<ul style="list-style-type: none"> Inability to deliver the project within budget has a negative impact on the project's value 	<ul style="list-style-type: none"> Implement standard operating procedures and assess mitigation measures to curb the spread of Covid-19 Mandatory codes of practice to manage the virus 		
5 Inability to meet Mining Charter targets	<ul style="list-style-type: none"> Restricted access to project or construction sites due to Covid-19 restrictions Budget adjustments due to unplanned pandemic-related costs 	<ul style="list-style-type: none"> Our mining licence could be suspended or withdrawn due to reputational damage caused by violent community dissatisfaction 	<ul style="list-style-type: none"> Apply for amendments to Mining Charter requirements (including SLP commitments) Ensure compliance with Covid-19 regulations 		
6 Delay in delivery of long-lead items	<ul style="list-style-type: none"> Delays in delivery due to customs controls Inclement weather Covid-19 	<ul style="list-style-type: none"> Project delays increase costs 	<ul style="list-style-type: none"> Facilitate communication and site visits for suppliers Provide regular progress updates 		

Strategic objectives



Development completion



Production



Profitability



Cost and efficiency optimisation



Sustainability: Zero harm

Capitals



Financial capital (FC)



Manufactured capital (MC)



Intellectual capital (IC)



Human capital (HC)



Natural capital (NC)



Social and relationship capital (SRC)

Stakeholder Relationships

Meaningful and impactful stakeholder inclusiveness is a material guiding principle of our overall strategy. We proactively manage our stakeholders' expectations and interests to meet their legitimate needs and address their concerns about business activities.

Relationships with our key stakeholders are unpacked in the table below.

Stakeholder group	Nature of relationship	Key concerns	Our response	Value created in 2021
Employees and contractors	<ul style="list-style-type: none"> Common goal to deliver on targets and ensure safe working environment 	<ul style="list-style-type: none"> Workplace safety Housing and living conditions and allowances 	<ul style="list-style-type: none"> We continuously engage with employees and unions in weekly safety update meetings and other matters We also address issues through our Human Resources Committee meetings We are addressing housing and living conditions with the development of the Gabonewe Housing Estate 	<ul style="list-style-type: none"> Our people (pages 40 to 45)
Unions	<ul style="list-style-type: none"> Foster healthy labour relations Ensure a safe working environment Advocate for employee housing and living conditions 			
Investors	<ul style="list-style-type: none"> Continuous improvement of investor relations Keeping investors updated on operations 	<ul style="list-style-type: none"> Not achieving production targets Extension of production dates 	<ul style="list-style-type: none"> We assure investors about their return on investment in our annual Competent Persons' report, which includes information on material changes in BPM's assets 	<ul style="list-style-type: none"> Governance (pages 59 to 65)
Communities	<ul style="list-style-type: none"> Mining community development is a requirement of the Mineral and Petroleum Resources Development Act 28 of 2002 (MPRDA) Maintain our social licence to operate through focused engagements 	<ul style="list-style-type: none"> Ongoing complaints about lack of business and employment opportunities 	<ul style="list-style-type: none"> We strive for timeous delivery of community development projects and participation of local communities in opportunities presented by our business activities, engaging through annual forums We are committed to best practice and best-in-class programmes and processes that comply with legislation 	<ul style="list-style-type: none"> Our social responsibility and commitments (pages 49 to 52)
Suppliers and service providers	<ul style="list-style-type: none"> Provide business opportunities Enterprise and supplier development programme 	<ul style="list-style-type: none"> Ongoing complaints about lack of support and business opportunities 	<ul style="list-style-type: none"> We have established an enterprise and supplier development programme, which aims to help local entrepreneurs meet minimum requirements for participation in business opportunities 	
Regulators (local, provincial and national government)	<ul style="list-style-type: none"> Key to successful operation Mining activities are highly regulated in South Africa 	<ul style="list-style-type: none"> Frequent operational disruption due to non-compliance 	<ul style="list-style-type: none"> We address stoppages and directives promptly, and immediately implement mitigation measures, to maintain our licences 	<ul style="list-style-type: none"> Operational performance (pages 36 to 39) Our people (pages 40 to 45) Safety and health (pages 46 to 48) Our social responsibility and commitments (pages 49 to 52) Our environmental footprint (pages 53 to 57)
Industry bodies	<ul style="list-style-type: none"> Membership of Minerals Council South Africa (Minerals Council) enables industry collaboration and marketing 	<ul style="list-style-type: none"> Concerns shared by South African mining companies 	<ul style="list-style-type: none"> We intend to increase our participation when BPM is fully operational 	
Media	<ul style="list-style-type: none"> Conveying messages to communities as well as other interested and affected parties 	<ul style="list-style-type: none"> Community-related issues 	<ul style="list-style-type: none"> We publish information and engage with local media (print and radio) for effective community engagement 	<ul style="list-style-type: none"> Our social responsibility and commitments (pages 49 to 52)



Our Performance

[32](#) CEO's Review | [34](#) Financial Director's Review
[36](#) Operational Performance | [40](#) Our People
[46](#) Safety And Health | [49](#) Our Social Responsibility
And Commitments | [53](#) Our Environmental Footprint



Zhimin Li
CEO

CEO's introduction

2021 was a year of continuous challenges but we remain optimistic as we are on the threshold of entering production in a favourable PGM market.

The journey to develop our greenfield BPM project into a 3 Mtpa PGM operation has not been smooth for Wesizwe since 2012 and we have not yet reached our targeted milestones. Nevertheless, all employees persisted in project construction, overcame various challenges and accelerated progress.

The impact of Covid-19 and other challenges on our production has been significant. While we planned to be in the revenue generating phase of operations, ongoing lockdown, the impact of onsite infections, geological challenges and – most importantly and regrettably – the occurrence of a fatal accident, among other challenges, have resulted in a one-year delay to our construction schedule. As a result, additional capital was required to support ongoing construction and financing costs such as interest, energy, fuel and labour. This adversely impacted cash flow and resulted in increased capital control pressure, as costs concurrently increased while the expected date to begin generating revenue was pushed back. Ultimately, the challenges eroded the economic benefits and potential value of the project.

The South African operating context presented other unavoidable challenges. Protest action across the country impacted supply chains and market confidence. These factors coupled with related inflationary pressures – due to inflated fuel, labour and material costs – are hurdles our team has to plan for and manage to ensure our sustainability and protect the livelihoods of the people who depend on us.

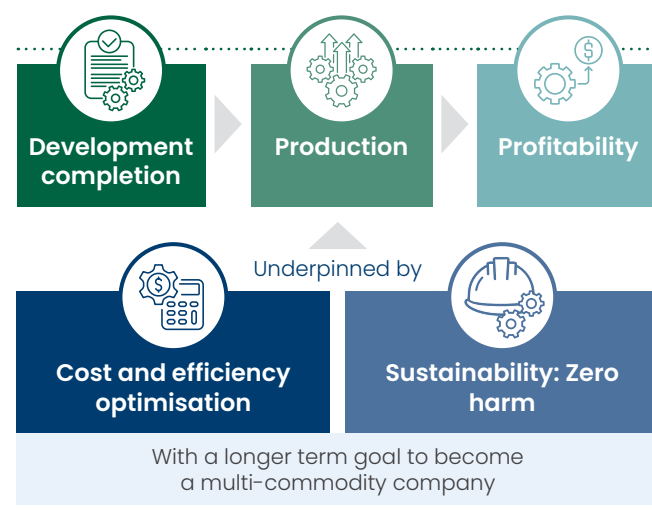
PGM prices remained positive in 2021 while demand for BPM's product remains robust (see page 18), promoting our business case and our focus to enter into production in 2022.

Good results and excellent management will build BPM into a flagship mine that brings returns to our stakeholders.

Performance against strategy

Our long-term plan is to place BPM in the mid-tier South African PGM sector and keep the mine at 3 Mtpa capacity for 30 years. To arrive at crucial milestones along the way, we are guided by our strategy (unpacked on page 16).

Our strategic objectives



In 2021, we focused on preventing the spread of Covid-19 amid project construction activities. During the year, 27% of our employees and contractors tested positive for Covid-19. Regrettably, two of our employees succumbed to the disease. Heartfelt condolences to their grieving families, friends and colleagues.

We were able to excavate 5 338 m and produce 292 252 t development tonnes while the steel structure was installed in the processing plant as we progressed towards its commissioning with night shifts from May 2021 and financial support from our Chinese shareholders.

To **complete development** in the coming year, we are upskilling our management teams to take ownership of our business drivers and measure their performance against our strategic objectives. The strength of these teams will be found in embracing the advantages presented by our cultural differences. Our major shareholders, who have invested significantly in Wesizwe and guarantee our substantial bank loans, have brought a gift of global experience to South Africa.

We will then be better equipped to proceed with our **production** schedule, driven by targeted monthly output rates. We will be focusing on the Merensky Reef in the initial run-of-mine ramp-up to 1 Mtpa and subsequent ramp-up to nameplate 3 Mtpa capacity by **2026**. This will ensure that the processing plant is fed consistently throughout the mine's life.

Currently, our costs are doubling and we are not generating revenue. Therefore, reaching our production targets will allow us to repay our development loans, provide value to our shareholders and enter profitability.

Until then, and as a continued focus, we must control our costs and prudently manage our capital. **Cost control** is critical to surviving market fluctuations in a highly competitive environment.

Safety is non-negotiable. We are deliberate and purposeful in implementing safety precautions every day. This is especially important as breaks in operation reduce employees' awareness of risks and procedures. The fatalities we have recorded to date are deeply regrettable and we are addressing all areas to ensure we continuously improve our safety management. Although we know the risks inherent in mining, we continue to align with our more experienced peers to improve our safety performance.

For us, **sustainable development** means first operating within the regulatory framework, particularly in compliance with safety regulations, before satisfying our other stakeholders with the returns they expect. This is the foundation of our Company that could employ at least 1 000 people in future.

Wesizwe is facing tremendous operating pressure in 2022 as construction of BPM and commissioning of phase 1 of the processing plant are seriously behind the original schedule. The underground logistics system has also not been completed, which impacts construction. In addition, we have had to contend with the resignation of three executive members. At the same time, the Company's cash flow is constrained so suppliers, not paid on time, have postponed deliveries to the mine. As the mine is not yet operating, there is no income from operations. Loans for mine construction must be repaid while additional loans are needed in the midst of the disruptive Covid-19 pandemic and community protests. Management is dedicated to overcoming these challenges and ensuring that construction proceeds and cash flow are not further constrained. The consortium of Chinese lenders has sped up the finance approval process but approval is uncertain at this stage. If these banks do not approve another loan in time, construction of the mine will be seriously affected.

In addition, it will be a critical year in our journey as we enter our operation phase with the following objectives in mind to achieve our goals:

- Enhance Covid-19 prevention and safety management
- Fast-track full calendar operations
- Improve trackless mechanised machinery maintenance and performance
- Employ additional contractors as we gradually roll out a new contracting model with consistent performance reviews
- Incentivise our departments to improve performance and KPI management

Appreciation

We are working together for more than our own safety and wellbeing. BPM is not just a workplace; it is becoming a home for our families. Let us grow together.

We were all saddened by the loss of our team members during the year – Nhlamhla Mahlangu in a fall-of-ground incident, and Nyovane Khayalethu and Reginah Zondo due to Covid-19. They will most certainly be remembered for their contributions to the development of BPM.

I am grateful for each employee who worked harder than ever, individually and collectively, under tough conditions in 2021.

Zhimin Li
CEO



Jianguo Liu
Financial Director

The coming year looks positive with funding secured to launch production amid ever-increasing demand for BPM's product.

During the year, our financial management processes focused on three themes:

1. Managing the impact of development delays
2. Managing capital allocation to ensure continuity and debt optimisation
3. Focusing on capital efficiency and cost controls

1. Managing the impact of development delays

The hot commissioning of our 1 Mtpa processing plant, initially planned for December 2021, has been delayed to the fourth quarter of 2022 due to challenges in our external context. These included stoppages caused by Covid-19, unsuitable ground conditions and national protest action in July 2021.

These delays adversely impacted funding plans, expected revenue (with production revenue to the value of R9 million per day lost) as well as development costs, which increased in line with exponential inflation.

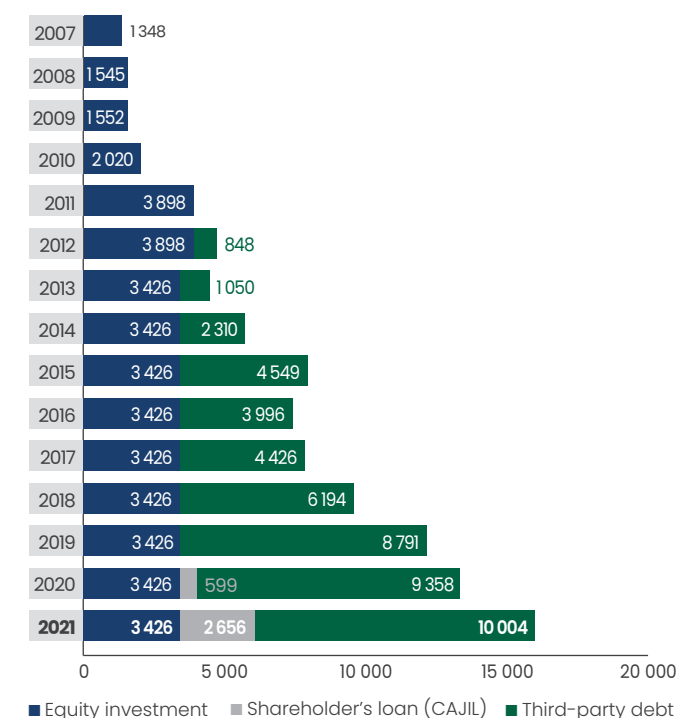
While this was challenging on multiple fronts, we aim to enter into production by the fourth quarter of 2022, and have consequently amended our ramp-up and production targets to take advantage of currently favourable market conditions.

2. Managing capital allocation to ensure continuity and debt optimisation

As a greenfield project, and until production commences, the organisation is dependent on debt and equity to support BPM's development. The delays have directly impacted our planning and debt optimisation. We therefore needed to raise additional funding in 2021. To this end, a R2 billion (US\$130 million) loan was raised through Jinchuan in Hong Kong. Furthermore, the National Development and Reform Commission of the People's Republic of China (NDRC) approved investment in the second phase of BPM's construction, which enabled us to secure funding to the value of US\$442 million with Export-Import Bank of China, which we expect to be granted in the second quarter of 2022. Together with funding of US\$200 million by Jinchuan, one of China's largest mining companies, this will ensure that the mine reaches production capacity of 3 Mtpa by 2026.

Our ability to secure this funding is a highlight as it reflects the market's confidence in our financial capability, our product and our ability to achieve our 2026 production goals.

Funding sources (R'000)



3. Focusing on capital efficiency and cost controls

Maintenance costs increased by 62% during the year due to challenges with trackless mechanised machinery and, coupled with the lag in the mining schedule, resulted in higher than anticipated expenditure, which negatively impacted capital efficiency. To address this, we engaged a specialist third party to identify areas where we can extract further cost savings. We have also appointed expert on-site information technology (IT) and procurement managers to enhance efficiencies and strengthen our control environment, which will lower our overall unit cost. We will also appoint additional financial employees in 2022 to improve on-site financial management.

Delivering value

While BPM is not yet in production, and therefore not yet generating revenue, our commitment to delivering value and being a responsible partner and corporate citizen remains steadfast. Over the past three years, Wesizwe continued to contribute to South Africa through our socio-economic commitments, employment and tax contributions.

Value distributed	2021 Rm	2020 Rm
Salaries, wages and employee benefits	152.0	144.4
Employee skills development	4.7	3.7
Taxation paid to government	0.2	3.5
Social investment*	58.1	28.5
Total	215.0	180.1

* Total SLP expenditure for 2021 is R58 138 286.

Outlook and appreciation

The coming year looks positive with funding secured to launch production amid ever-increasing demand for BPM's product.

Despite the uncertainty presented by emerging variants of Covid-19, we remain optimistic and expect to enter into production in the fourth quarter of 2022. Our business case remains sound with demand for PGMs expected to increase in line with the growing global imperative for products that contribute to sustainable development and climate change mitigation.

I would like to thank our financial team and the departments that support them as well as our Board for the experience and expertise they bring to Wesizwe.

Finally, we would like to extend our appreciation to our funders for their confidence and support over the past years.

We look forward to the year ahead and sharing our journey with you – our valuable stakeholders.

Jianguo Liu
Financial Director

Operational Performance

As our key project is not yet in production, our operational performance reflects on the status of the development of our manufactured capital (primarily our mine and processing infrastructure) and how we apply the knowledge and experience of our management team to deliver on our goals.

BPM's capital infrastructure enables us to extract value from the ore we mine and will process into concentrate for use by local companies that conduct toll treatment for major PGM producers. This infrastructure includes surface and underground facilities, shaft configuration, winding systems, people transportation and rock-handling equipment.

Our qualified executive and management teams, on the mine and at head office in Johannesburg, enable this infrastructure to create value for stakeholders with their skills and experience in mining and business administration.

Highlights

- Processing plant construction progressed
- Initial 144 housing units completed
- Key infrastructure establishment underway (including ore handling infrastructure to boost capacity)
- Ore reserve development and stoping infrastructure designs completed
- Rock hoisting system proven to support ramp-up to 1 Mtpa production
- Processing plant substation and bulk water supply commissioned

Challenges

- Behind schedule to achieve 83 ktpm planned production by April 2022 due to fatality and associated stoppages, training, new standards and work practices
- Civil works not completed to specification, delayed installation of surface fans and moved planned commissioning to May 2022
- Covid-19 testing and infection of key employees delayed construction material delivery

Approach

Our BPM mining operation is owner-managed. Our senior executives and management teams are responsible for oversight and management of the mine, mining operations, plant, logistics and laboratory, engineering maintenance, technical services, mine site safety, HR and finance as well as supervisors, surveyors and operators.

Performance

BPM development

Our goal to have BPM developed to a level of 83 ktpm planned production by April 2022 is behind schedule due to a fatality on 28 January 2021 and associated stoppages (details on page 47), training, new standards and work practices, which required time to implement. The underground ore handling facility is currently able to produce 50 ktpm, and we have reset our target to reach 83 ktpm by the second half of 2023.

Further reasons for delays were due to:

- Civil works not completed to specification, delaying the installation of surface fans, resulting in the planned commissioning date being moved to May 2022. To increase airflow, we want to install larger 250 kilowatt (kW) booster fans at 69 L and 72 L. These will be installed in the second quarter of 2023 to avoid spending R10.5 million on repairs of civil works as well as commissioning
- Covid-19 testing on site and infection of key employees also delayed delivery of materials, resulting in further construction delays

Our progress milestones for 2021 include:

Operational readiness programme is progressing with key personnel appointed from June 2021.		Construction of essential infrastructure for mining development, bulk water, electricity and compressed air, for 1 Mtpa production, is progressing well.
Ore reserve development and stoping infrastructure designs are underway.	Rock hoisting system has proven to support the start of ramping up to 1 Mtpa production.	

Additional ore handling infrastructure will assist with extra capacity to achieve milestones.



Merensky Reef is the focus of the production ramp-up:

- Initial ROM ramp-up to 1 Mtpa
- Subsequent ROM ramp-up to targeted 3 Mtpa
- Target Merensky Reef ratio of approximately 90% of total ROM
- Achieve steady balance of ROM tonnes to the plant throughout life of mine
- Maintain a mineable area of 12 months ahead of stoping operations throughout life of mine
- As the Merensky Reef depletes, focus on strategic changeover to UG2 Chromitite layer production

Processing plant development

Once development is complete, our underground mining operation will feed ore to a mill-flotation concentrator in the processing plant on surface to recover PGMs (platinum, palladium, rhodium, gold, iridium, ruthenium, copper and nickel). The proposed process will involve crushing, milling and selective flotation of precious metals that occur in varying grades in the ore. The final concentrate will be thickened and filtered before delivery to toll treatment facilities. Flotation residue will be stored in a TSF.

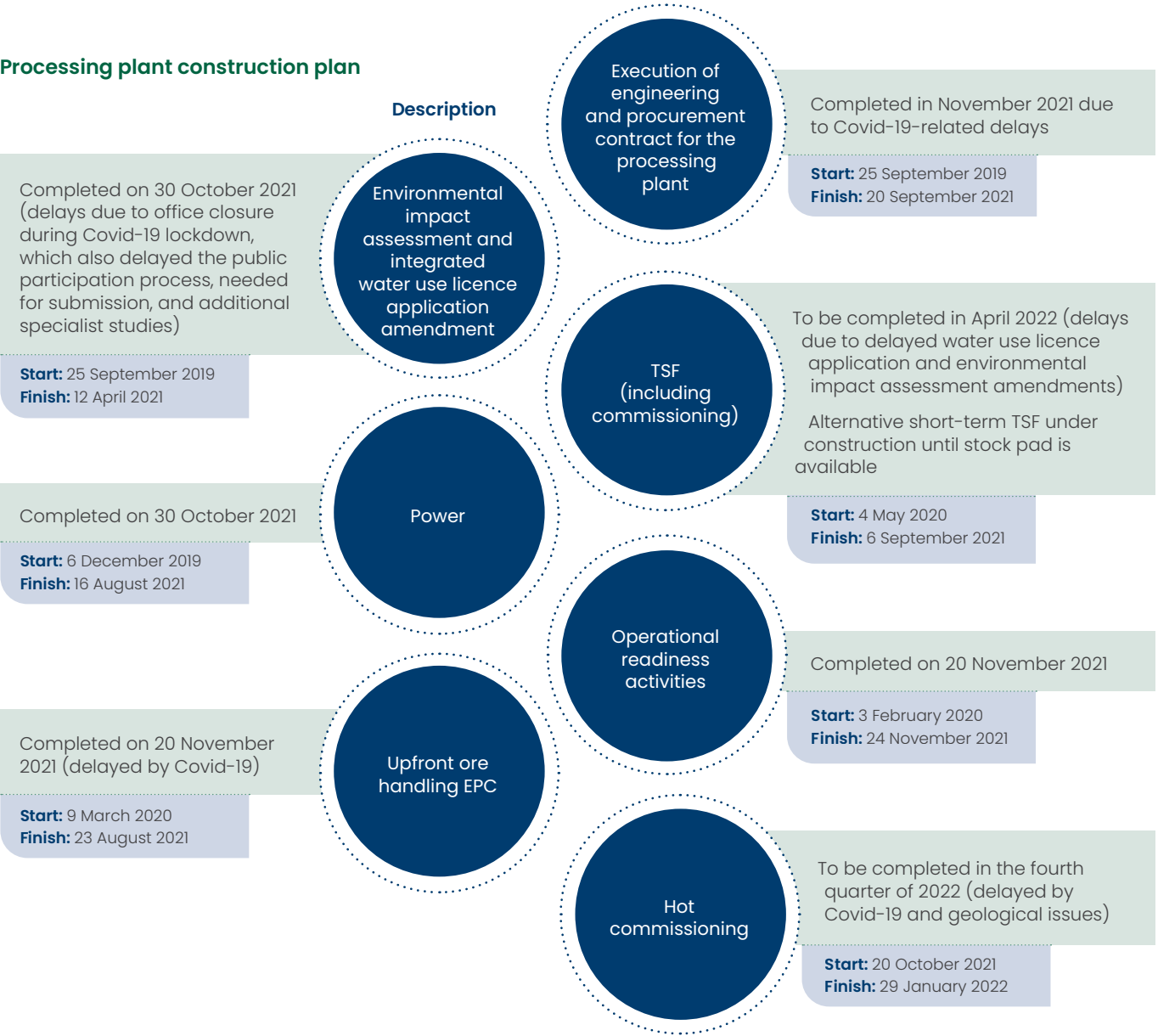
Based on the mine production ramp-up profile and the cost of constructing a full-scale TSF, the concentrator will be built in two phases (module 1 and module 2). This will allow the mine to delay infrastructural capital spend during the initial ramp-up period. Module 1 will process 1 Mtpa of ore and module 2 another 2 Mtpa. When module 2 is commissioned, tailings from the two modules will be thickened and deposited on a permanent TSF, approximately 4.5 km from the processing plant. An interim TSF will be constructed, near the plant, during the initial operation of module 1.

We plan to hot commission module 1 of the processing plant from the fourth quarter of 2022. Construction is currently 68% complete and approximately 72% of budgeted expenditure has been spent, largely on procuring equipment for construction, electrical installation and instrumentation. We expect to reach nameplate capacity by the fourth quarter of 2022.

Development ore will be processed through the plant until stoping begins from underground. Approximately 300 kt of development ore will be stockpiled near the waste stockpile. This will be trucked to the processing plant for hot commissioning and plant operation. Mine development ore will be conveyed into the rail bins and the rest of the plant directly from the shaft.

The plant will be optimised from milling through to flotation when the target throughput is achieved. Module 2 will be built over 20 months from May 2024.

Processing plant construction plan



Bulk electricity and water infrastructure

Diesel power generation

We mitigate the risk of rescuing employees from underground in the event of a major power outage with diesel generators. This boosts an existing 1.6 megawatts (MW) diesel generator, which can evacuate 10 employees per trip. When the 8 MW diesel generator was commissioned in the fourth quarter of 2021, the mine could evacuate 160 employees in a single trip.

Water treatment infrastructure

In the third quarter of 2021, we commissioned a high-rate water clarifier, instead of conventional conical settlers underground, to treat water needed for drilling. This system comprises dirty water dams underground and storage tanks on surface. Installation of the tanks and connections was completed in the first quarter of 2021.

Progress against targets



Our People

Committed to employee relationships and development

Operating in a labour-intensive industry, constrained by scarce skills, our employees' health, safety and general wellbeing are vitally important for the sustainability of our business.

To retain and recruit the people we need, our employee value proposition ensures that our high-performance teams receive the respect, remuneration and benefits they deserve in return for delivering on our strategy.



Zero harm to people and the environment

Caring

Dignity, respect and fairness

Respecting diversity and inclusion

Our values-based culture keeps us on track

Ethical behaviour based on integrity and honesty

Ownership, accountability and responsibility

Trust, openness and transparency

Perseverance and tenacity

Highlights

- No labour unrest
- Implemented final year of wage agreement
- Developed talent management implementation plan
- Continued women in mining initiatives
- Implemented recognition agreement with Solidarity (majority union)
- Significant progress in preparation for accreditation of training centre (ISO 9001: 2015 quality management standard)
- Introduced production bonus in reward and remuneration policy
- Insourced payroll

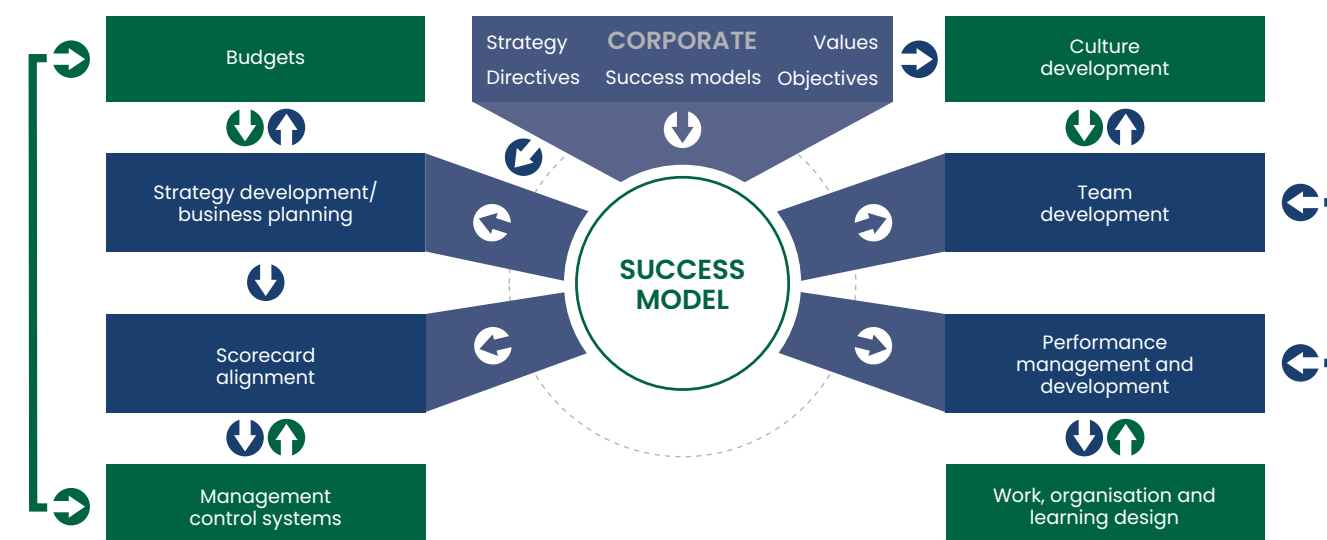
Challenges

- Increased labour relations cases
- Attracting management candidates with core and critical skills to replace outgoing executives
- Increased turnover
- Delayed implementation of full-time continuous operation of the mine
- Largely manual transactions

Approach

Our mine managers, supported by our HR team on the mine site, are responsible for managing and achieving our human capital objectives.

We have incorporated a success model for HR into our approach to human capital management. The success model (below) outlines our targets and how we measure achievement of those goals.



We ensure that recruitment of new employees and HR development comply with relevant legislation, enshrined in our internal policies, striving for employment equity that demonstrates our commitment to a diverse and competent workforce.

We have specific policies on harassment, ethics, social and human rights, and complaints and compliments.

Our approach complies with the Broad-Based Black Economic Empowerment Code of Good Practice, Employment Equity Amendment Act 47 of 2013 and the Mining Charter.

Performance

We employed 207 (2020: 187) full-time permanent and fixed-term employees and 1 647 (2020: 1 101) contractors in 2021.



Our workforce comprised
94%
(2020: 93%)
South African citizens

we employed

Employee profile



Employees
207
(2020: 187)



Contractors
1 647
(2020: 1 101)

Women
21%
(2020: 18%)
Men
79%
(2020: 82%)

Black
81%
(2020: 78%)
White
15%
(2020: 22%)

Foreign nationals
4%
(2020: 7%)

During the year, we recorded two human capital-related grievances: one for unprofessional conduct (amicably resolved) and another for constructive dismissal, which was settled by the Commission for Conciliation, Mediation and Arbitration (CCMA) in favour of the applicant.

Employment equity

Our employment equity policy promotes equal opportunity and fair treatment by eliminating unfair discrimination. Overseen by our Board’s Social and Ethics Committee, it guides us in implementing affirmative action to redress disadvantages experienced by designated groups. We thus ensure equitable representation in all occupational categories and levels of our workforce, and measure the percentage of historically disadvantaged South Africans (HDSAs) in our workforce against the Mining Charter targets. In addition, our remuneration philosophy does not discriminate on the basis of gender.

We are lagging in recruiting employment equity candidates, especially women in senior management roles, but we plan to reach our targets to become fully compliant by 2025.

Our recruitment plans include:

- More people living with disabilities and women in surface and processing plant positions
- Appointing black male and female Executive Directors

Contractors are also obligated to comply with the requirements of our employment equity plans so that we can meet our targets.

No cases of discrimination were filed in 2021 (2020: 0).

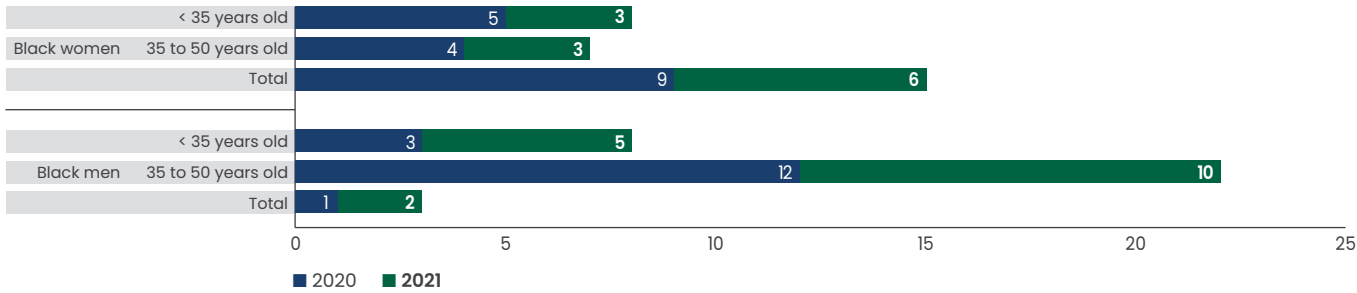
Employment equity (%)	HDSA Mining Charter target	2021		2020	
		HDSA	Foreign nationals	HDSA	Foreign nationals
Non-executive Directors	50	50	50	50	50
	20	Women: 33		Women: 33	
Executive Directors	50	0	100	0	100
	20	Women: 0		Women: 0	
Senior management	60	50	17	64	18
	25	Women: 33		Women: 29	
Professionally qualified and experienced specialists and middle management	60	74	18	69	15
	25	Women: 21		Women: 19	
Skilled technical and academically qualified workers, junior management, supervisors and superintendents	70	76	0	72	0
	30	Women: 25		Women: 24	
Employees with disabilities	1.5	0.5	0	0.5	0
Core and critical skills	60	62	10	62	10

Recruitment and retention

We have a recruitment plan for the mine and the processing plant as well as a retention plan to attract, retain, motivate and reward executives and managers who influence our performance.

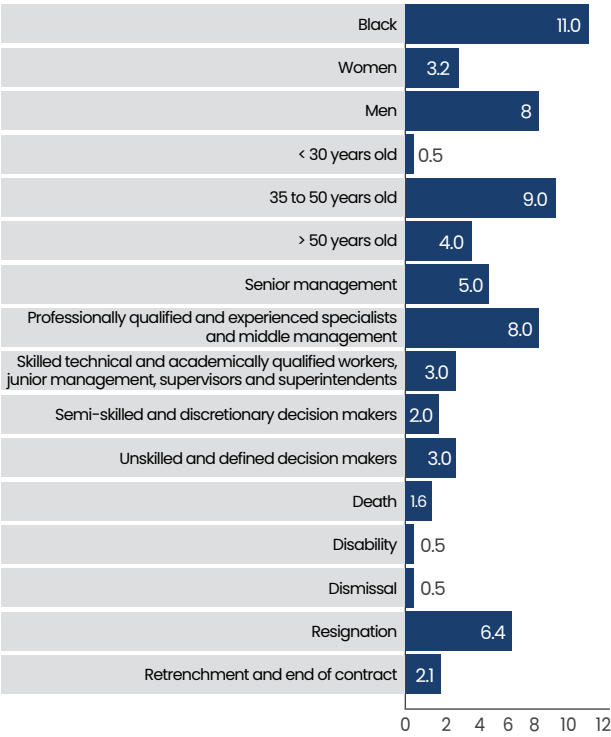
As Covid-19 restrictions delayed mine development, we could not proceed with our recruitment plans to fill 186 positions budgeted for 2021. In the interim, most of our employees are contractors.

New employees: 23 (2020: 25)



The average employee turnover rate was 11% in 2021, mainly due to resignations, expired contracts or death.

Employee turnover in 2021 (%)



Women in mining

We established the BPM Women in Mining Committee in 2017 and, as a Minerals Council member, participate in the annual National Day of Women in Mining to ensure that we implement initiatives that achieve targets for the representation and advancement of women in the South African mining industry.

The targets set and agreed by Minerals Council members encourage us to at least double the number of women in mining by 2025, working towards 30% to 40% female representation, and 50% in management, across the industry.

We enforce these targets through our Transformation Committee, Employment Equity Committee, and other managerial and executive platforms that determine career progression paths, which we submit to the DMRE, including core and critical skills training for the women we employ.

Our 2021 community mining skills programme (page 51), which advertised 101 opportunities, recruited 45% women from our local communities within a 50 km radius of the mine.

In addition, our women in mining drive in 2021 included sponsorship of 12 black female learners in high school, we awarded 67% of our bursaries to full-time female university students, and 48% of people enrolled in our learnership and internship schemes were women.

Our Women in Mining Committee also ensures that our female employees have access to feminine hygiene products, appropriate personal protective equipment (PPE) and disease prevention or management with the PinkDrive mobile cancer testing unit and World Aids Day event every year.

We also support the Minerals Council’s Stop Abuse of Women initiative.

Employee relations

We uphold our employees’ rights to freedom of association and collective bargaining in organised labour relations by communicating with employee representatives at monthly meetings, and directly via email, bulletin boards and a central communications officer.

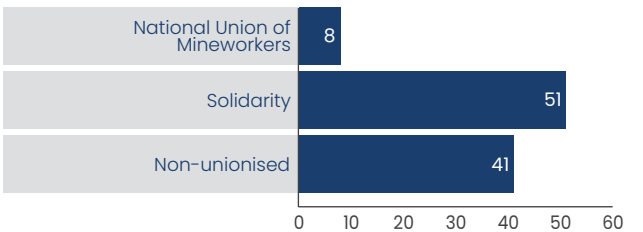
Our original collective agreement with the National Union of Mineworkers (NUM), as the majority union at the time, was signed on 6 July 2017, covering members and non-members in the bargaining unit. The agreement’s purpose was to stipulate issues related to collective bargaining, union or organisational rights, and procedures for dealing with disputes, strikes and grievances under the Labour Relations Act 66 of 1995. The agreement would only terminate for good cause and/or if NUM was not the majority union.

The parties concluded a wage agreement following the collective agreement, which took effect on 1 January 2019 for three years. This agreement incorporated wages and benefits such as salary increases, housing allowances, medical aid, night shift allowances and job grading, among others, for unskilled, semi-skilled and supervisory employees.

On 13 August 2020, Solidarity became the majority union upon conclusion of a collective agreement. In terms of the agreement, when the union holds a 30% plus 1% representation of employees on the mine, it is entitled to recognition. If it has 50% plus 1% representation, it is the majority union. The agreement gives Solidarity organisational and collective bargaining rights under the Labour Relations Act including, for example, access to employees, recognition of shop stewards, deduction of subscriptions, rights to organise and hold meetings, and dispute procedures, among others.

In 2021, we completed the final year of the three-year wage agreement signed in 2019. The subsequent wage agreement will be negotiated in the coming year.

Union representation (%)



Material concerns raised by the unions in 2021 included:

- Housing – Solidarity challenged Wesizwe, through the CCMA, to address living conditions and housing, previously provided to employees in the bargaining unit, in terms of the Mining Charter
- Limited duration contracts – NUM challenged Wesizwe, through the CCMA, to provide the same benefits as permanent employees (housing and retirement fund) to contractors who had overstayed their one-year contracts (from 2016 to 2018) due to shortfall funding and deferral of packages
- Short-term incentives – our Board approved a new short-term incentive (STI) scheme that reduced the maximum possible production bonus for certain employees from 35% to 10%

Human resources development

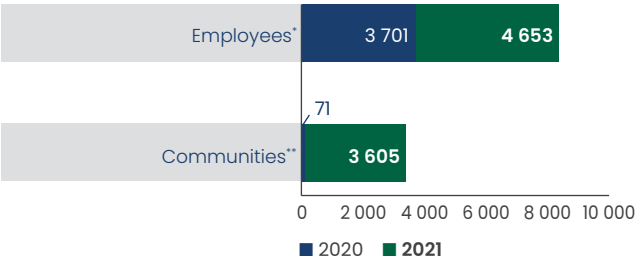
The Mining Charter and the Mine Health and Safety Act, which promote essential skills development for the upliftment of historically disadvantaged employees (excluding executives and Directors) and local community members, as per our SLP, inform our approach to HR development.

As required, we invest 5% of the leviable amount, defined by the Skills Development Act 9 of 1999, in education and training programmes listed in the table below.

	Training and education	Programmes for upgrading employee skills	Core business skills training	Five-year career progression plan
Goal/driver	DMRE	SLP-aligned	Business needs	DMRE/Mining Qualifications Authority (MQA) progressive implementation of employment equity targets and development of a talent pool
Beneficiaries	Communities and employees	Employees	Employees	Employees
Programmes	<ul style="list-style-type: none"> Community portable skills training (replaced with mining-related skills training) Employee training 	<div> <div>Bursaries</div> <div> <div>Mining engineering</div> <div>22021</div> </div> <div> <div>Physics</div> <div>12021</div> </div> </div> <div> <div>Internships</div> <div> <div>Engineering</div> <div>3202032021</div> </div> <div> <div>Geology</div> <div>12021</div> </div> <div> <div>Human resources</div> <div>1202012021</div> </div> </div> <div> <div>Learnerships and apprenticeships</div> <div> <div>Mining</div> <div>32021</div> </div> <div> <div>Engineering</div> <div>8202082021</div> </div> </div> <div> <div>Employee training interventions</div> <div> <div>2020</div> <div>4 348</div> </div> <div> <div>2021</div> <div>5 345</div> </div> </div>	<ul style="list-style-type: none"> Safety and health Leadership Engineering Mining and processing Systems and software technical services 2 939 people attended core business training 	<ul style="list-style-type: none"> Skills audit determined gaps to address professional development in terms of required talent Submitted progressive implementation plans consistent with demographics and employment equity targets of South Africa in October 2021

Human resources development investment

Training programmes (R'000)



* Safety and health, leadership, engineering, mining and processing, systems and software services.
 ** Bursaries, study assistance, internships and engineering in training.

Employee engagement and culture

- As we strive to inculcate a values-driven, high-performing and inclusive culture with respect for human rights, we ensure that we:
- Condemn forced labour
 - Manage overtime in line with the Basic Conditions of Employment Act 75 of 1997
 - Pay every employee more than the minimum wage
 - Never employ children (applicants submit certified copies of their identification documents to verify age)
- No incidents of harassment or bullying were reported in 2021 (2020: 0)**
- Our HR strategy develops as BPM transitions from a project to an operating mine with a commissioned processing plant.

Employee benefits

In 2021, we reviewed our reward and remuneration policy. We changed our STI plans by introducing a production bonus and converting the deferred bonus plan to a retention performance plan in terms of the balanced scorecard (page 86). We plan to begin performance and career development reviews in the coming year.

Standard employee benefits include:

- Medical aid
- Retirement fund
- Housing
- Cell phone allowance
- Travel claims
- Long-term cash incentives for executive and senior managers

Future focus

- We plan to become accredited by the MQA to further implement our HR development plan submitted to the DMRE and reach our strategic HR milestones for 2022, which include:
- Developing and implementing our talent attraction and retention strategy and leadership development plans
 - Reviewing our performance management process with clear, achievable goals aligned to Exco's objectives at all levels
 - Reviewing the Company's values

Safety and Health

The safety and health of our employees are of paramount importance as the mine ramps up to production with complex technical challenges and demanding workloads.

Employee safety is not negotiable in our environment as we are ethically obligated to protect our employees, and a material risk, such as unsafe practices, directly impacts our productivity through stoppages. As such, safety is a strategic imperative. Health and wellness are critical factors in our employees' quality of life, productivity and safety performance – particularly during a pandemic.

Highlights

- 414 031 (2020: 227 763) fatality-free shifts
- Assembled mine rescue team

Human capital

Zero harm every day

Challenges

- One fatality and 33 injuries
- LTIFR was 0.93 against a target of 0.59
- Five DMRE stoppages for safety contraventions

Approach

Our activities are generally governed by the Mine Health and Safety Act, protecting employees and other people on mines. This law promotes a culture of health and safety through systems and institutions that encourage participation and training in, and monitoring of, preventative measures. It also entrenches the right to refuse to work in dangerous conditions and puts international mining health and safety law into practice.

In accordance with the Mine Health and Safety Act, we implement mandatory codes of practice on health and safety matters and risk management processes – baseline, issue-based and continuous, risk registers, risk profile, critical task inventory and the governance thereof. Our codes of practice comply with guidelines issued by the Chief Inspector of Mines on mine and equipment safety, occupational medicine, and hygiene including standard operating procedures, policies, legal workplace inspections for compliance and the overall safety management system.

Ensuring a safe and healthy working environment is the responsibility of the employer to assess, respond to risk and create a safe working environment for all employees by providing health and safety equipment and resources so that employees are able to execute their work and duties daily in a safe manner. It is also the responsibility of every person employed by or working for Wesizwe to take care of their own and colleagues' health and safety. Ultimate responsibility and accountability for health and safety lies with the employer appointed in terms of the Mine Health and Safety Act. The Board and the Social and Ethics Committee provide oversight and monitor all related health and safety matters. Management records factors that contribute to incidents and mitigation measures taken to prevent recurrences, and conducts ongoing health and safety reviews to ensure zero harm to people. Health and safety interventions from time to time play a critical role, focusing solely on employee behaviour, which mostly contributes to accidents and incidents.

We set our targets to measure our performance with a view to improving our safety and health statistics by 20% year on year. This is ensured by our team-based safety, health, environment, risk and quality (SHERQ) performance management control system, which includes weekly site inspections as well as safety, health and standards committee meetings, accident investigations, follow-up inspections, the stop note process, coaching of employees, supervision in the workplace, compliance to our standards and procedures when performing any task, compliance with all related mandatory codes of practice, best practice within the mining industry and regular employee communication. As required, every incident is thoroughly investigated and reported to the DMRE, and we use lessons learnt to reassess our risks and implement mitigation measures.

Performance Safety

Our approach begins with risk management at corporate and operation levels where a baseline risk assessment is conducted of activities on surface, underground and at head office. Critical task inventory, risk registers and risk profiles are developed to establish policies, standards and procedures that address high risks and ensure employees follow correct procedures. Any changes are communicated to employees through training, induction and safety meetings.

We also continuously improve processes with inspections and audits to ensure that our systems are effective.

At induction and training for employees, contractors and visitors, we encourage a "safety first" culture by communicating our policies on alcohol abuse, sexual harassment, Covid-19 management, fall of ground, emergency preparedness and response, support installation, explosives control, trackless mechanised machinery, early entry examination and barring.

Our safety department manages our policies, standards and procedures, and line supervisors are accountable for ensuring compliance although each person is ultimately responsible for the safety of everyone.

In 2021, we did not introduce any new processes except for the ongoing review of the existing baseline risk assessment to ensure that it addresses the risks in current and future activities.

Management also continued to focus on increasing the number of training sessions and assessments, health and safety interventions, safety officers and strata control officers, inspections, stop notes issued for sub-standard work, coaching line supervisors on the standard of support and early entry examination.

In addition, we applied visible felt leadership with management regularly visiting sections, on surface and underground, to engage with employees and understand their challenges, especially those that prohibit safe work.

Weekly safety meetings as well as monthly health, safety and environment and safety representative meetings continued throughout the year to resolve issues. Existing authority delegations and approvals were used to determine and mitigate risks and effectively manage workplace permissions. Rock engineering played a more significant role in workings to ensure high-risk areas were identified, classified, risk ranked and communicated to teams and management every week.

Inspections by the DMRE resulted in five stoppages, in terms of sections 54 and 55 of the Mine Health and Safety Act, for various safety contraventions.

Safety statistics	Benchmark 2021	2021 actual	2020 actual
Medical treatment cases		15	20
Lost-time injuries		18	0
Serious injuries		10	6
Fatalities		1	1
LTIFR (per million hours worked)	0.59	0.93	0.57
SIFR (per million hours worked)	0.45	0.47	0.45

To ensure that we fully comply with the Mine Health and Safety Act requirements, we have assembled a mine rescue team with six active members who operate from an equipped command room for firefighting, on surface and underground, body recovery, ventilation seal construction and rope-related rescue or inspection.

IN MEMORIAM

We extend our sincere condolences to the family and friends of Nhlanhla Mahlangu who passed away on 28 January 2021 in a fall-of-ground incident, and Nyovane Khayaletu and Reginah Zondo due to Covid-19.

We are developing a stoping risk assessment, which will be incorporated into our existing baseline risk assessment. Once the construction of the processing plant is complete, an operational baseline risk will be developed, followed by standards and procedures, for all activities within the processing plant. This will form part of the safety management system for the processing plant. We will then have the same safety standards and procedures underground and in the processing plant going forward.

Future focus

As we strive towards zero fatalities by 2030, guided by the DMRE, we will develop and implement the Occupational Health and Safety Assessment Series (OHSAS) 18001 management system to be accredited as an ISO 45001-certified organisation.

Health

We keep records of each employee's health status, which are made available if there is a need to lodge compensation claims in terms of the Compensation for Occupational Injuries and Diseases Act 130 of 1993. This legislation provides compensation for disablement or death caused by occupational injuries or diseases sustained or contracted by employees. Rand Mutual Assurance manages the receipt, adjudication and administration of compensation claims, including payments.

Our occupational healthcare and employee wellness services are provided by an independent service provider, Fisha Wellness Hospital (Pty) Ltd (Fisha). Since the onset of the pandemic, Fisha's professional nurses are on site to manage Covid-19 testing, isolation and awareness, as well as comorbidities. Employees infected with Covid-19 are referred to their medical aid schemes for ongoing treatment and we receive monthly reports on their condition.

Covid-19 impact in 2021

	2021
Employees and contractors tested	1 211
Positive cases	373
Deaths	2

Our employees receive a medical allowance as part of their cost-to-company remuneration and they are expected to belong to a medical aid scheme.

Our preferred medical scheme, Platinum Health, with membership restricted to employees and dependants of certain PGM mining companies, manages HIV/Aids, tuberculosis (TB) and other chronic diseases at its local facilities.

Health statistics	2021	2020
HIV tests performed (employees and contractors)	2 839	1 877
New HIV/AIDS cases	36	50
Number of new noise-induced hearing loss cases	0	0
Number of new TB cases	1	0
Number of new silicosis	0	0
Number of new dermatitis cases	0	0

Future focus

We will continue to uphold the principle of zero harm to people and the environment into the future.

Our Social Responsibility And Commitments

We retain our social licence to operate by delivering on our SLP commitments to improve the socio-economic status of our communities who are at home in Ledig (our host community) and Phatsima, under the jurisdiction of the Bakubung Ba Ratheo traditional council, and the Moses Kotane and Rustenburg local municipalities.

We ensure that these communities are involved in decisions that will have a lasting impact on their lives long after the mine has ceased operating.

Social and relationship capital



Upholding our social licence to operate

Highlights

- Completed phase 1 of the housing project and assisted various non-profit organisations (NPOs) in achieving their goals
- Supported the local traditional leader's office in equipping community boreholes

Challenges

- Covid-19 regulations restricted direct contact and certain activities
- Some planned SLP projects delayed due to technical issues

Our Social Responsibility And Commitments continued

Approach

Our approach to social and relationship capital focuses on ensuring the long-term success of the mine while contributing to the growth of local communities through job creation, investing in skills development and training, supporting local businesses through enterprise and supplier development (including local procurement of goods and services), and implementing effective SLP programmes approved by the DMRE.

The benefits for the local economy include indirect and direct employment as well as capacity building.

We are also guided by our social and human rights policy, which promotes strong relationships with our communities through regular engagement on issues of mutual concern (see stakeholder engagement on page 28). In addition, the policy ensures that our activities are conducted ethically, supporting fundamental human rights and respecting traditional rights, values and cultural heritage. We thus contribute positively to the social and economic sustainability of communities affected by our operation.

Our Board's Social and Ethics Committee oversees the implementation of SLP commitments, including training and recruitment from local communities.

Performance

Our SLP approved for the period 2019 to 2023 provides R235 million for 10 projects:



The most significant investment component has been allocated to the Gabonewe Housing Estate. The total budgeted amount for the SLP period is R180 million to deliver a total of 801 single and double-unit rental accommodation for employees (70%) and deserving community members (30%). Phase 1 of the project, comprising 144 single units, has been completed, and phase 2, comprising 168 single units, is underway.

We also donated R661 878 to the local traditional council for borehole infrastructure development in 2021. This once-off corporate social investment donation included drilling, equipping and installing boreholes and associated pipelines, water tanks and standpipes in areas without water.

Our SLP journey			
Projects	2019 to 2021	2021*	Beyond 2021
1. HR development	<ul style="list-style-type: none"> Began implementing smaller-scale 2019 to 2023 SLP programmes (one internal and two community bursaries, eight engineering learnerships and six internships) Focused on health and safety and core business technical skills training due to Covid-19 restrictions Skills audit to identify current HR potential and skills gaps 	<ul style="list-style-type: none"> Three community bursaries, six study assistances, five internships, eight apprenticeships and 101 community learners in mining skills programme (58 learners began training in December) Some programmes postponed to 2022 due to Covid-19 Crucial training in health and safety and core technical skills 	<ul style="list-style-type: none"> Senior, middle and junior management development Bursaries Employee study assistance Employee and community mining skills programmes Internships Portable skills programmes Learnerships
	Spend: R4 803 894 (of which R1 930 015 was spent in 2021)		
2. Daily water delivery to host community	<ul style="list-style-type: none"> Daily water supply to Ledig until 30 June 2019 Three water trucks donated to municipality for water delivery to Ledig and surrounding areas 		
	Spend: R5 413 146		
3. Investment in bulk water infrastructure	<ul style="list-style-type: none"> Completed phase 2 (mechanical and electrical equipment installations, and pump station) handed over to municipality for operation and maintenance 		
	Spend: R8 856 057 (in conjunction with Moses Kotane municipality)		
4. Public transport support			<ul style="list-style-type: none"> Assisting local taxi association (Lesuma) with construction of offices in Ledig Procurement processes concluded in December 2021 and contract award planned for early January 2022
5. Zwartkoppies farm	<ul style="list-style-type: none"> Support agricultural cooperatives (two crop farmers and one livestock farmer) 		
	Spend: R3 090 330		
6. Enterprise development		<ul style="list-style-type: none"> Support and develop local enterprises and suppliers with funding or start-up capital Programme launched and applications open for submission to National Empowerment Fund 	
	Spend to date: R3 000 000		
7. School infrastructure			<ul style="list-style-type: none"> Ablution facilities for Bakgofa and Mphuphute primary schools in Ledig Procurement processes concluded in December 2021 and contract award planned for early January 2022
8. Environmental projects	<ul style="list-style-type: none"> Environmental awareness and assistance for schools with rainwater harvesting and greenhouses for food security, among others Four schools received greenhouses with irrigation systems in 2021 		
	Spend: R1 414 498		
9. Multi-purpose sports court	<ul style="list-style-type: none"> Completed phase 1 (security fence) of Mphuphute multi-sports court 		
	Spend: R690 000		
10. Gabonewe Housing Estate	<ul style="list-style-type: none"> Phase 1 construction (144 of 801 units) completed 	<ul style="list-style-type: none"> Phase 2 construction (168 units) underway 	
	Spend: R87 519 885 (of which R56 208 272 was spent in 2021)		

* Total SLP spend for 2021 – R58 138 286.

Our Social Responsibility And Commitments continued

Complaints management

Our policy for the management of complaints from our communities articulates the processes for recording, reporting and resolving grievances.

Complaints resolved in 2021		
Date	Complainant	Nature of complaint
6 January	Local businesses	Issuing of various expressions of interest
8 January		Business opportunities in the Gabonewe Housing Estate
19 January	NPO	Issuing of cleaning services expressions of interest
2 March	Local businesses	Payment delays
10 March		Business opportunity and alleged ambulance services non-compliance
11 May		Business opportunities
2 June	Host community	Memorandum of grievances from local traditional leader's office (water supply challenges, unemployment, poverty, crime and poor access roads)
17 August	Local businesses	Payment delays
27 to 29 October and 2 November		Unfair treatment, community shares and SLP projects

Future focus

As we ramp up to production, our activities will become more meaningful to local communities. Engagement will then be even more critical to improve our contribution to their development.

Our Environmental Footprint

BPM is within a sensitive area with protected species. The mine could impact biodiversity through physical destruction (mainly during infrastructure establishment) and general disturbance during project phases but we are committed to operating with minimal environmental damage.

We assure stakeholders that we are committed to mutually beneficial environmental management practices, engaging with them on issues as influential leaders who recognise our responsibility.



Approach

We aim to promote ecological integrity through efficient use of resources, pollution prevention and reduction, and biodiversity enhancement in compliance with legislation, to leave the land in a sustainable condition when we cease mining.

In our 2008, 2016 and 2021 environmental impact assessments, we assessed environmental baseline impacts and associated mitigation, management and monitoring. We thus identified sensitive areas and determined the zone of influence of mining development and related infrastructure.

The following authorisations were obtained for the mine and infrastructure development:

- Approval of the environmental management programme report in terms of the MPRDA
- Amended integrated environmental authorisation in terms of the National Environmental Management Act 107 of 1998 (NEMA) and the National Environmental Management: Waste Act 59 of 2008 for the construction and expansion of the TSF, return water dam, pollution control dams, relocation of the crusher, reprocessing of the waste rock dump, erosion control measures, noise reduction berm, roads, ventilation shafts, storage of general and hazardous waste, construction of housing, solar power plant, stockpiles, pipelines and other associated infrastructure
- Environmental authorisation in terms of NEMA for the development of the Gabonewe Housing Estate on-site housing
- South African Heritage Resources Agency comments in terms of the National Heritage Resources Act 25 of 1999
- An integrated water use licence issued in 2010 in terms of the National Water Act 36 of 1998
- An additional water use licence approved in 2017 in terms of the National Water Act
- The waste facilities were approved as part of the amended integrated environmental authorisation

The mine has a good understanding of the environmental aspects through baseline and specialist studies. Risk management and mitigation measures are addressed in the environmental management plans.

Our Board's Social and Ethics Committee oversees our environmental impacts by encouraging teams to work "smarter" without harm to the environment. Managers record environmental incidents and implement mitigation measures, in collaboration with government, as well as environmental awareness campaigns.

Performance

Wesizwe appointed Mosa Green Consulting (Pty) Ltd to conduct the 2021 environmental performance audit at BPM, as required by the DMRE on 25 May 2009 in terms of the MPRDA, for the period from January 2021 to December 2021. As the processing plant has not yet been completed, BPM achieved 94.41% compliance in the audit.

Most of the required environmental authorisations are in place except for those required for the interim TSF and associated infrastructure. To this end, the process has begun to amend the existing environmental authorisation and waste management licence granted in 2017. We await approval from the DMRE on the final amendment submitted on 19 May 2021.

No environmental incidents of significant impact or defined as reportable by law (level 3 or above) were recorded in 2021 (2020: 0).

Energy

Our primary source of energy is electricity, which is predominantly used for hoisting people and material, underground ventilation, pumping mine process water, generating compressed air, and mining activities (mainly drilling and blasting).

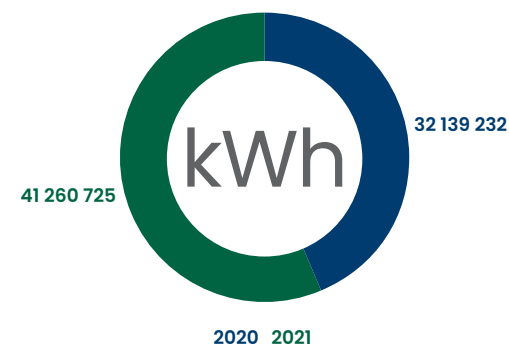
Eskom established bulk electrical supply to the mine in 2013 and, as part of a contractual agreement, provided equipped bays of three 40 MVA transformers. We installed our own electrical supply infrastructure and connection to the BPM consumer substation.

Two of the 132/33 kV 40 MVA transformers have been commissioned and the substation distributes power to the mine. The mine's 33/6.6 kV substation has also been commissioned and we have commissioned a 33/11 kV substation for the processing plant, which will enable independent power distribution.

The need to conserve energy informs our approach to measuring and managing our electricity consumption. We have identified areas where we could save energy: ventilation fans, compressors, pump motors and winding plants. Power meters or loggers will be installed to measure consumption in these areas. To manage consumption, we are exploring various options:

- Variable speed drives to run ventilation fan motors in line with demand underground
- Two-stage screw compressors to manage compressed air leaks
- Level switches and variable speed drives on pump motors to discourage pumping at peak hours
- Winding plants that prevent hoisting at peak hours

Electricity consumption



Wesizwe appointed energy management specialists Bafumahadi (Pty) Ltd in June 2021 to assist in reducing BPM's electricity consumption within the shaft.

Based on an evaluation of current and planned electrical infrastructure, high-level business cases were developed and analysed. Certain technologies were recommended for further exploration and possible implementation within the operation.

In addition, we were advised to reduce the use of fans underground when the shaft is cleared for blasting. Compressor set points could also be reduced. These initiatives may realise a saving of R5.2 million per annum.

In future, hydro-drilling in the second and third phases is recommended to reduce compressed air demand and increase production. This will require an in-depth feasibility study to accurately quantify required capital expenditure and the rate of return on capital. The estimated payback period is approximately three years with a net profit of R24 million per annum as hydropower would increase production. However, implementation of this project should be managed by a project management team measuring production and energy targets.

An alternative future recommendation is the installation of more efficient multi-stage compressed air units on surface. This could save an additional R4 million per annum. These machines require significant initial capital cost with payback of less than four years.

Less costly energy saving opportunities were also quantified. These opportunities are subject to change in line with the mine plan. However, if implemented correctly, it is possible to achieve an annual energy saving of R10 million. These projects require scheduling and behaviour changes as well as a dedicated person or department providing regular feedback to management.

Future focus

We are striving to reduce energy consumption, manage carbon emissions and implement energy-efficient technologies wherever possible.

Carbon emissions

Our energy management strategy considers our contribution to harmful GHGs.

We are required to report our GHGs under the National Greenhouse Gas Emission Reporting Regulations of the Department of Environment, Forestry and Fisheries (DEFF), and to pay carbon tax where necessary in line with this mandatory emissions reporting requirement.

Using the GHG Protocol, we record data on scope 1 and 2 GHG emissions at our project site, head office, regional office and information centre. Direct (scope 1) GHG emissions emanate from sources owned or controlled by Wesizwe using diesel, petrol and gas combustion in daily activities. Scope 2 GHG emissions come from electricity generated by Eskom and purchased by Wesizwe. We do not report on emissions outside our control but emanating from our products or activities (scope 3) at this stage.

Future focus

We plan to identify our potential physical impacts on climate change and introduce appropriate change management measures. We are also planning to implement an energy and carbon management reporting tool to improve our performance in saving energy and reducing carbon emissions. When BPM is fully operation for a year, we will be able to set targets in terms of baseline data.

Air quality

Air quality and atmospheric emissions are governed by the National Environmental Management: Air Quality Act 39 of 2004, which requires an atmospheric emissions licence and regulates dust emissions.

We ensure that the mine complies with these air quality requirements by monitoring dust fallout every month since August 2008. Our monitoring network comprises 16 single dust buckets at sensitive receptors (eight at non-residential and eight at residential sites).

In addition, four nitrogen dioxide (NO₂) and sulphur dioxide (SO₂) passive monitors are in local communities (at Moses Kotane Hospital and Khayaletu High School), and in BPM's Frischgewaagd section.

Monitoring in 2021 showed that PM10 dust concentrations were well below the national ambient air quality standard 24-hour limit, which is 75 micrograms (ug)/m³.

No air quality impacts were observed in 2021 (2020: 0).

Waste

We comply with the National Environmental Management: Waste Act, and we classify our waste as general and hazardous. Our waste sources are underground and surface working areas, offices and construction sites.

Waste rock from underground workings and construction is stockpiled on a frequently surveyed waste rock dump. Other waste is separated in our salvage yard on the mine and reusable items are recycled to minimise volumes sent to landfill.

Our waste facilities have been approved as part of an amended integrated environmental authorisation. Waste management in the salvage yard must comply with the norms and standards for storage, sorting, shredding, grinding, crushing, screening or baling of general waste.

Temporary domestic and industrial waste disposal facilities are also on site. Our domestic and industrial waste is collected from appropriately designated areas, sorted and removed by a registered contractor for disposal at an approved landfill site.

Hazardous waste is stored on site in a temporary storage facility before it is collected by a registered hazardous waste carrier and disposed of at a registered site. A certificate for the safe disposal of hazardous waste is then supplied to the mine.

Future focus

To further reduce waste sent to landfill, we will promote waste reduction at source, reuse, recycling and treatment initiatives.

Water

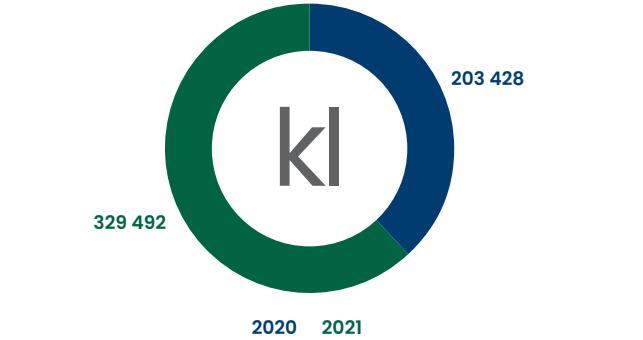
Our head office receives water from Johannesburg Water while our mine has capacity for 6 ML per day of potable water from Magalies Water. Water is stored at the mine in two 3 ML reservoirs for use in our offices, change houses, safety showers and mining.

The National Water Act governs our water management with specific water uses requiring individual authorisation as a guideline for mining to address surface and groundwater concerns, the implementation of water management strategies for water conservation, prevention of water pollution, recycling and separation of clean water from mine-affected water, and the prevention of acid mine drainage and water pollution.

Mosa Green Consulting audited BPM's two water use licences from January 2019 to August 2021, as required by the Department of Water and Sanitation. The mine achieved 83% for the 2010 water use licence and 98% for the 2017 water use licence.

As water use licence holders, we report our water quality and monitoring programmes every year. Water meters are installed on the mine, and daily readings are captured and monitored at the central control room to avoid wastage.

Water use*



* Water used at all sites, including head office.

The monitoring points are affected by natural constraints such as seasonal flows, flow continuity, diversity of habitat and depth profiles. In addition, organic input from surrounding cattle farming activities contributes to long-term variability observed before impacts by our mine. The overall potential impact from BPM is therefore not significant.

Future focus

We will continue to develop and expand our water management approach and monitoring with the development of a comprehensive water management plan and aquatic biomonitoring of the rivers surrounding our operations.

The comprehensive water management plan for the BPM operation will outline our water management methodologies and standard operating procedures required to facilitate responsible water use. Our methods will include closed-circuit water recycling on the mine and in the processing plant.

The aquatic biomonitoring will cover the Sandspruit and Elands River, and will include:

- Ongoing monitoring of trends in ecological integrity of the Elands River to monitor impacts on the systems already harmed by mining, agricultural and rural development activities in the catchment
- Capturing the mine's dirty water in the pollution control dam in line with the requirements of the National Water Act
- Preventing process water from reaching the receiving environment with definitive toxicological tests before inevitable discharge without severely negative impact on the receiving aquatic environment
- Ongoing process water toxicity testing to monitor the risk that the process water system poses to the receiving environment
- Physicochemical monitoring of the receiving environment with attention to changes in dissolved salt concentrations, pH and other problematic substances
- Ongoing monitoring of the diatom community for future assessments to establish trends in ecological integrity of the Sandspruit and Elands River
- Comparing results with previous biomonitoring studies to note significant changes before the system suffers stress and implementing mitigation actions

Biodiversity

Biodiversity is primarily governed by the National Environmental Management Protected Areas Act 57 of 2003, the National Environmental Management Biodiversity Act 10 of 2004 and the National Environmental Management Integrated Coastal Management Act 24 of 2008.

In compliance with this legislation, we have identified physical and general destruction of biodiversity and habitat fragmentation as our potential impacts.

The mine is located within the Marikana Thornveld vegetation type, categorised as a vulnerable ecosystem on the national list of threatened ecosystems. It is also within a critical biodiversity area with some protected species.

Our mitigation measures focus on limiting the mine's operational footprint, shifting infrastructure layouts and controlling operations to limit ongoing disturbance.

During 2021, a biodiversity assessment, as required by NEMA to determine the current ecological status of the mining site by assessing biodiversity and ecosystem functionality within the operational and mining right areas, identified sensitive species and their habitats. Current ecological status and conservation priority of vegetation were assessed, and potential faunal habitats and mammals were recorded. Likely Red Data species were also investigated. The plan developed from this assessment guides our measurement and mitigation while enabling successful operation and biodiversity management.

Biodiversity monitoring (in terms of 2016 environmental management programme report)			
Soil	Fauna and flora	Wetlands and aquatic ecology	Surface water and groundwater
<ul style="list-style-type: none">• Inspect soil compaction every three months during, and upon completion of, construction• Inspect compacted areas• Ripping off soils as necessary (based on annual monitoring data)• Quarterly inspections of stockpiles, TSF and disturbed areas to ensure adherence to soil conservation and rehabilitation plans• Inspect soil erosion every month in rainy season and every three months in dry season• Monitor chemical composition annually to ensure soil maintains fertility	<ul style="list-style-type: none">• Monitor fires, cutting of trees and collection of firewood• Implement simple vegetation monitoring programme including remaining Marikana Thornveld and other untransformed vegetation (particularly around TSF and tailings/return water pipelines)• Evaluate future rehabilitation activities• Monitor medicinal <i>Hypoxis hemerocallidea</i> plant and species of conservation concern (especially threatened or near-threatened species)• Monthly inspections of untransformed areas to assess whether habitat is being disturbed or damaged by illegal operations• Monthly inspections of fence lines to assess breaches or deterioration of the perimeter• Quarterly monitoring and reporting on species of conservation concern	<ul style="list-style-type: none">• Biomonitoring in summer and winter (including survey of physiochemical water quality, habitat and macroinvertebrate integrity, diatom community assessment and whole effluent toxicity testing of aquatic resources around BPM)• Photography of wetlands and other watercourses• Monitor and maintain sediment and stormwater control measures• Monitor pipeline leaks• Monitor alien and invasive species	<ul style="list-style-type: none">• Quarterly monitoring of groundwater and surface water on Frischgewaagd and Mimosa farms• Frequent sampling on specific sites• HDPE liner beneath TSF to avoid groundwater contamination• Groundwater monitoring boreholes (40 m depth) in Frischgewaagd TSF

Closure

As per the approved environmental impact assessment, our proposed rehabilitation plan aims to restore pre-mining land capabilities, and create a self-sustaining surface for grazing and wilderness.

The plan also aims to:

- Ensure successful re-establishment of indigenous species
- Manage natural and rehabilitated vegetation to avoid loss of species diversity and habitats within mining infrastructure areas
- Ensure rehabilitated land is stable in the long term with focus on soil erosion and self-sustaining vegetation cover

BPM's closure liability was updated in December 2020, as per the DMRE's guideline for closure-related financial provision. A cost of R49.6 million excluding value-added tax (VAT) was estimated, including demolition and rehabilitation of infrastructure on the mine. The data presented for 2021 now includes TSF with associated return water dam, solar plant, housing and processing plant.

Environmental Assurance (Pty) Ltd (ENVASS) independently conducted the unscheduled 2021 closure cost assessment for BPM. This included estimating scheduled closure based on planned plant infrastructure. This assessment is specifically undertaken in terms of the MPRDA with sight of the Financial Provision Regulations (FPR) under NEMA. The report provides an unscheduled closure cost estimate extended to predict scheduled closure should the plant be constructed over the life of mine. Furthermore, it provides structure for annual and final rehabilitation objectives, and how these relate to closure risk to existing and/or newly development areas at BPM.



Corporate Governance

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Wesizwe considers good governance to be a prerequisite for value creation and trustworthiness.

To secure strong and sustainable governance, it is important that Wesizwe ensures sound and healthy business practices, reliable financial reporting, and an environment of compliance with applicable legislation and regulations.

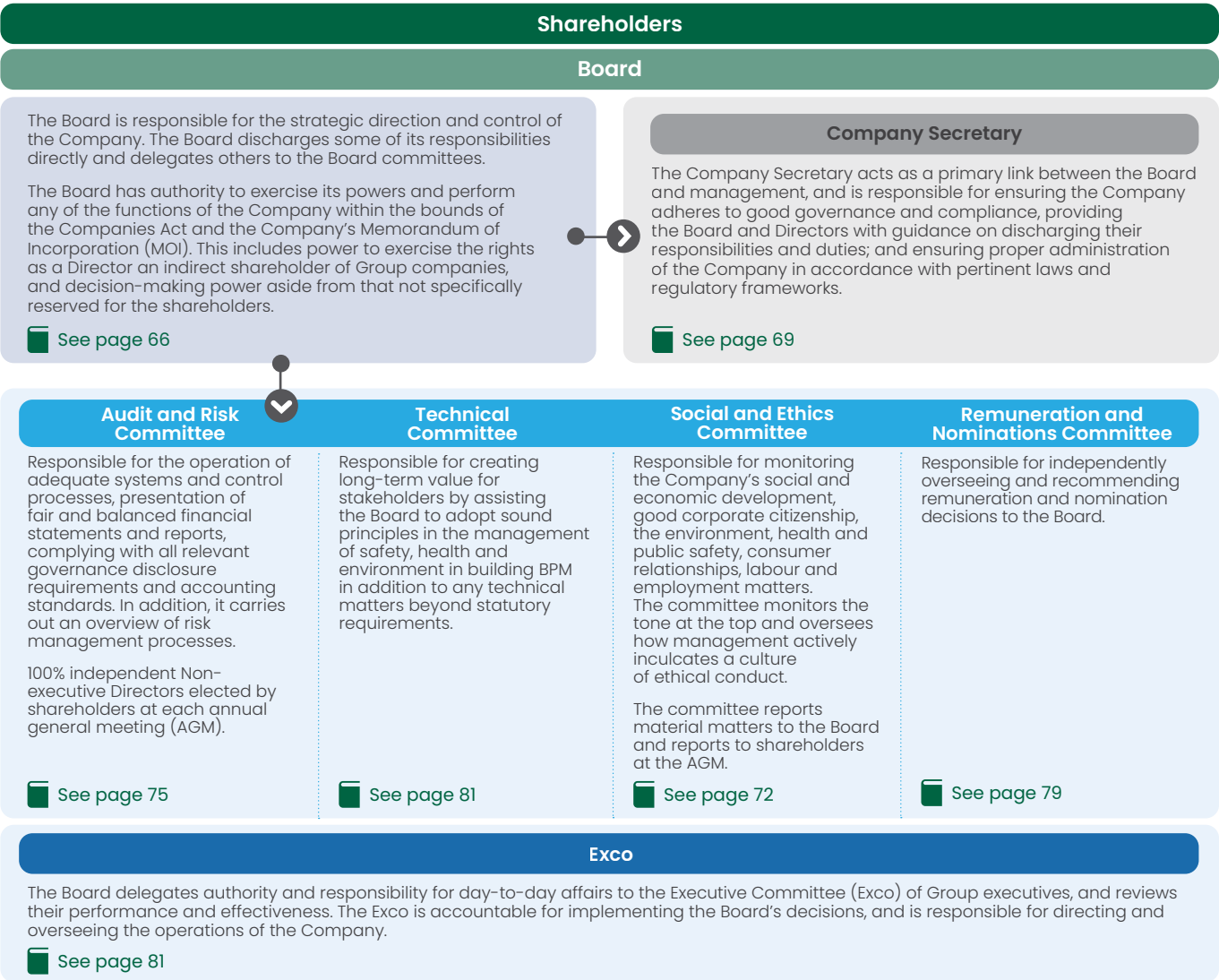
Wesizwe's Governance Framework therefore aligns to the King IV governance principles, and the requirements of the Companies Act, and supports the goals of the Organisation for Economic Cooperation and Development.

Approach to governance

To serve the interests of stakeholders, the Company's governance programme is subject to ongoing review, assessment and improvement. The Board proactively adopts governance policies and practices designed to align the interests of the Board and management with those of shareholders, and to promote the highest standards of ethical behaviour and risk management at every level of the organisation.

Wesizwe's Governance Framework aims to improve:

- Performance of the Board (including oversight) and executive management



- Organisational values and ethical leadership
- A stakeholder-inclusive approach to business strategy, policy and decision making
- Communication and evidence-based reporting
- Risk and opportunity management
- Establishment and monitoring of performance parameters

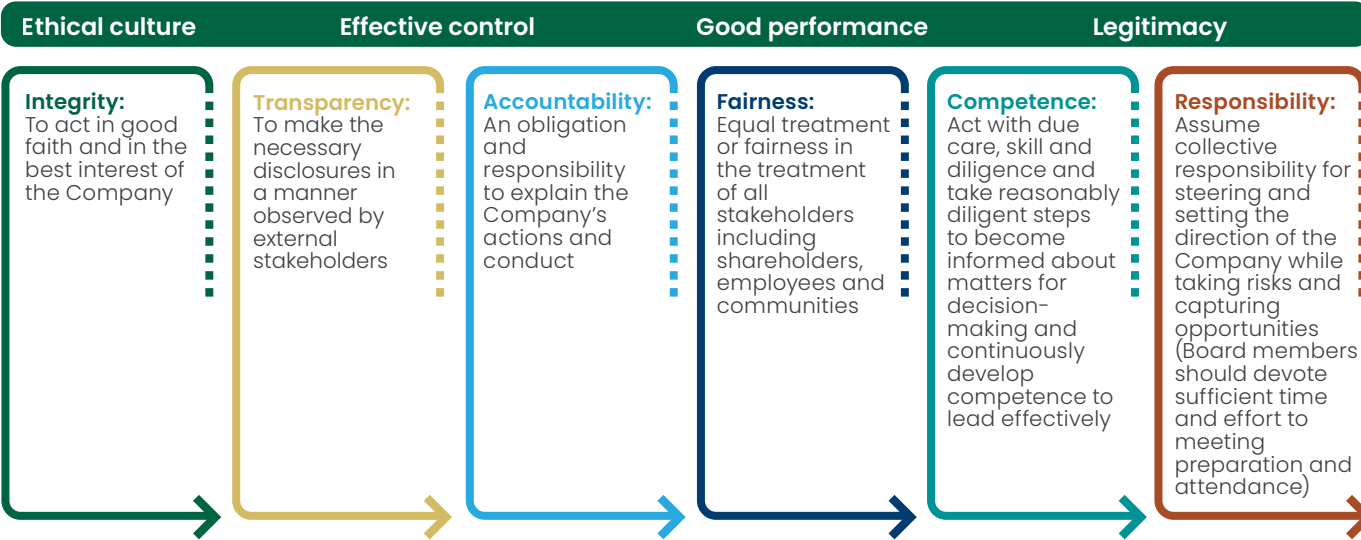
Our governance structure

Wesizwe's governance structure is designed to support ethical leadership, sustainability and corporate citizenship. This is demonstrated through our governance structure, which consists of an established Board with appropriate committees, a transparent organisational structure and lines of responsibility.

Board committees have specific terms of reference, appropriately skilled members, senior management participation and access to specialist advice when necessary. Various informal forums may be established for the purpose of gathering information, agreeing and tracking actions, and where necessary, escalating findings or recommendations to decision-making forums. In addition, subsidiaries within the Group also have their boards.


King IV application

To achieve King IV outcomes, the Company aligns its policies and principles with King IV and, to a large extent, endeavours to apply the recommended King IV practices and principles, underpinned by the following principles:



King IV principle	Improvement area
Reporting Principle 5: The governing body should ensure that reports issued by the organisation enable stakeholders to make informed assessments of the organisation's performance, and its short, medium and long-term prospects	<ul style="list-style-type: none"> Publish governance disclosures in the IAR and website The Board, through the Audit and Risk Committee, should direct external reporting The Audit and Risk Committee should review all external reports (and this should be noted in each report) Include an appropriate statement about assurance in each external report Expand technology and information disclosure Provide a statement on internal control, risk and governance effectiveness Disclose details of the governance framework
Primary role and responsibilities of the governing body Principle 6: The governing body should serve as the focal point and custodian of corporate governance in the organisation	<ul style="list-style-type: none"> Review annual Board and Audit and Risk Committee work plans against respective terms of reference to ensure responsibilities are addressed Address the Board's collective responsibility for setting the organisation's direction, monitoring its progress and mitigating the risk of discord or division
Composition of the governing body Principle 7: The governing body should comprise the appropriate balance of knowledge, skills, experience, diversity and independence for it to discharge its governance role and responsibilities objectively and effectively	<ul style="list-style-type: none"> Review Board composition and Director disclosure to include all recommended information Consider disclosing the Company's representivity targets
Committees of the governing body Principle 8: The governing body should ensure that its arrangements for delegation within its own structures promote independent judgement, and assist with balance of power and the effective discharge of its duties	<ul style="list-style-type: none"> Review and update Remuneration Committee terms of reference (including naming convention) to adequately reflect delegated responsibilities and consider appointing an Independent Non-executive Director as Chair
Evaluations of the performance of the governing body Principle 9: The governing body should ensure that the evaluation of its own performance and that of its committees, its chairs and its individual members support continued improvement of its performance and effectiveness	<ul style="list-style-type: none"> Disclose detailed Board evaluation and the action plan to address outcomes
Appointment and delegation to management Principle 10: The governing body should ensure that the appointment of, and delegation to, management contributes to role clarity and the effective exercise of authority and responsibilities	<ul style="list-style-type: none"> Review the delegation framework to ensure adequate business management
Risk governance Principle 11: The governing body should govern risk in a way that supports the organisation in setting and achieving its strategic objectives	<ul style="list-style-type: none"> Align and embed the risk function at strategic level – on an ESG basis Disclose planned future focus areas in risk management
Technology and information governance Principle 12: The governing body should govern technology and information in a way that supports the organisation setting and achieving its strategic objectives	<ul style="list-style-type: none"> Improve Board and committee members' governance of technology and information to provide a roadmap and better integrate this into the strategy
Compliance governance Principle 13: The governing body should govern compliance with applicable laws and adopted, non-binding rules, codes and standards in a way that supports the organisation being ethical and a good corporate citizen	<ul style="list-style-type: none"> Review compliance disclosure in the IAR
Remuneration governance Principle 14: The governing body should ensure that the organisation remunerates fairly, responsibly and transparently so as to promote the achievement of strategic objectives and positive outcomes in the short, medium and long term	<ul style="list-style-type: none"> Review the remuneration report in the IAR to include useful information

King IV principle	Improvement area
Assurance Principle 15: The governing body should ensure that assurance services and functions enable an effective control environment, and that these support the integrity of information for internal decision-making and of the organisation's external reports	<ul style="list-style-type: none"> Improve combined assurance reporting with templates and risk identification Review the combined assurance model and ensure regular meaningful feedback
Stakeholders Principle 16: In its execution of its governance role and responsibilities, the governing body should adopt a stakeholder-inclusive approach that balances the needs, interests and expectations of material stakeholders in the best interests of the organisation over time	<ul style="list-style-type: none"> Identify and categorise more key stakeholders






 The King IV application register, which is updated every year, is available on the Wesizwe website, which can be accessed on <https://www.wesizwe.co.za/about-us-corporate-governance.php>.

Governance of ethics

Achieving a culture of compliance with the Code of Ethics and Business Conduct is paramount to protecting the Company's reputation and good name.

The Code of Ethics and Business Conduct guides employees on the practical implementation of Wesizwe's core business principles and key policies, and directs them to more detailed policy standards and guidelines for business behaviour.

The Code of Ethics and Business Conduct, updated in 2019, is designed to assist Directors and employees in making ethical and legal decisions. The code has been framed in line with the values of the Company, and is intended as a source of direction and guidance for internal actions and decisions as well as interactions with stakeholders. Furthermore, the code guides employees on the practical implementation of Wesizwe's core business principles and key policies, and directs them to more detailed policy standards and guidelines for business behaviour. In the spirit of ensuring good corporate governance, all employees should acquaint themselves with the Code of Ethics and Business Conduct, especially with regard to their responsibilities and accountabilities.

The objectives of the Code of Ethics and Business Conduct	Values	Governing principles
<ul style="list-style-type: none"> Set acceptable corporate standards of conduct for employees Create a context for the ethical use of authority by managers Promote fairness, equity, moral consistency and certainty Demonstrate organisational commitment to and support for the principles of King IV as well as other applicable policies and legislation in this regard 	<p>Through employee engagement and associated communications campaigns, the Company engages with every individual to live the following values:</p> <ul style="list-style-type: none">  Zero harm to people and the environment  Ownership, accountability and responsibility  Trust, openness and transparency  Perseverance and tenacity  Ethical behaviour based on integrity and honesty  Respecting diversity and inclusion  Dignity, respect and fairness  Caring 	<p>Business relationships characterised by ethical behaviour require compliance with the set values, applicable laws and business practices. These are guided by the Company's governing principles:</p> <ul style="list-style-type: none"> Efficiency Uprightness Honesty Responsibility Transparency Accountability

By living the values detailed in this code, the Company intends to earn a reputation of the highest standard in all business dealings, relationships and disclosures. This will be achieved through integrity and respectability, sincerity in honouring all legal and moral obligations, and committing to social and environmental responsibility when conducting business and performing day-to-day duties.

The Board and Audit and Risk Committee are responsible for administering the Code of Ethics and Business Conduct, delegating day-to-day responsibility for administering and interpreting it to the CEO, although all employees are its custodians. Responsibility to communicate, implement and monitor compliance with the Code of Ethics and Business Conduct is that of the Board, Exco and management although all employees have a role in monitoring compliance.

The Code of Ethics and Business Conduct addresses matters relating to conflict of interest, a harassment-free workplace, political contribution, prevention of unauthorised dissemination of Company information, the acceptance of donations and gifts, and the protection of the Company's intellectual property and patent rights. It also prescribes the disciplinary action, inclusive of dismissal or prosecution, to be administered in the event of any contravention of the code.

The Code of Ethics and Business Conduct is included in the Company induction programme to ensure compliance by all employees, contractors and suppliers.

The delivery of this code is supported by a governance of ethics and ethics management framework.

Any breach of this Code of Ethics and Business Conduct shall be regarded as refusal or failure to carry out a lawful instruction and will be dealt with as per disciplinary procedure.

 Our Code of Ethics and Business Conduct can be found at <https://www.wesizwe.co.za/about-us-corporate-governance.php>

Ethical performance

The Company has not engaged in, or accepted, illegal acts in conducting business. Company policy allows for active pursuit and prosecution of perpetrators of fraudulent or other illegal activities.

The Company maintains an ethics hotline, an independent and confidential system that allows stakeholders to report unethical, dishonest or improper behaviour, including non-compliance with Company policies as well as corruption and fraud. All reported incidents are investigated by management and, when required, action is taken. In line with legislation, the Company's well-communicated commitment not to victimise whistleblowers ensures transparency and promotes ethical conduct. The identities of whistleblowers are protected by the independent hotline service provider.

Enhancing our ethical governance and management

The Board appointed Ethics South Africa to support the Company in rolling out an ethics programme in 2021.

A new conflict of interest policy will be developed in 2022 to strengthen the Code of Ethics and Business Conduct. In the interim, employees and the Board are required to declare any conflicts of interest during the year and the Company maintains a gift register, as per the requirements of the code.

Compliance

The Company believes that statutory and regulatory compliance is an ethical imperative and is committed to complying with all applicable laws, rules, codes and standards.

Wesizwe has defined and approved a compliance universe, which is imperative to the success of the Company. This includes the JSE Listings Requirements, mining sector compliance obligations, and other legislative, regulatory and supervisory codes, requirements, standards and best practice guidelines. The Company also takes a broader view and considers all other mining-relevant local and global standards.

The Board has ultimate responsibility for compliance oversight, and adherence to non-binding rules, codes and standards.

The Board ensures, through the Audit and Risk Committee and Social and Ethics Committee, and a dedicated Risk and Compliance Officer, that appropriate checks, balances and systems are established to help the Company discharge legal responsibilities and oversee legal compliance.

The Audit and Risk Committee oversees risk and compliance on behalf of the Board. This includes overall oversight, reviewing reports for appropriate levels of independent assurance, continuous monitoring, and ensuring management maintains an effective compliance management system that meets all applicable compliance obligations.

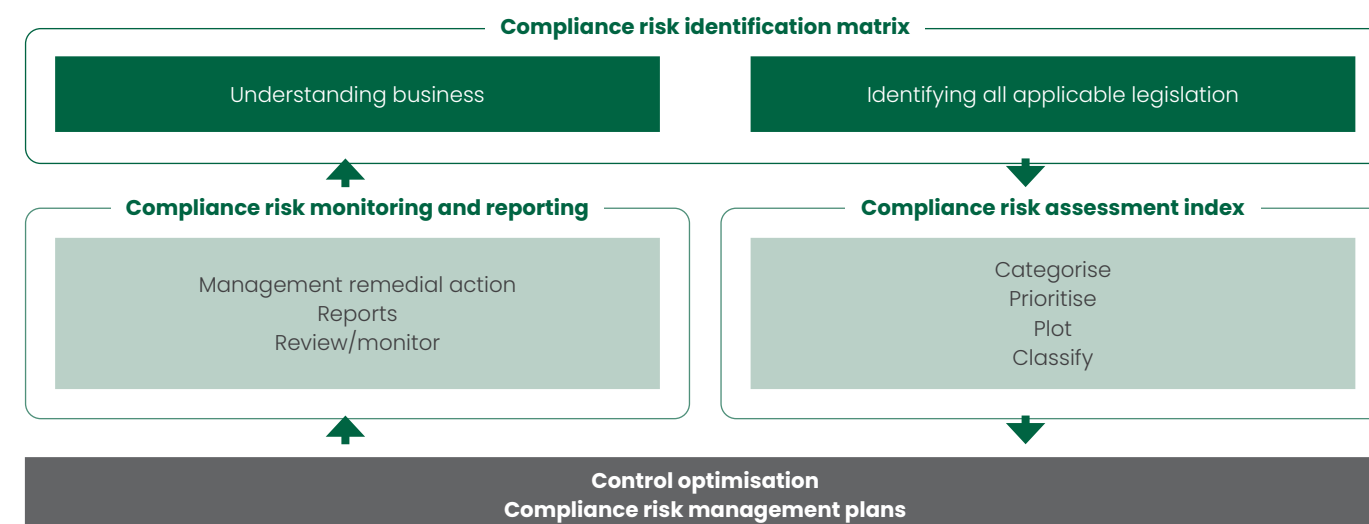
The Board shows commitment to the highest standards of corporate practice and conduct:

- Supports Exco decisions to drive governance in line with leading practices
- Reviews corporate governance systems and frameworks to align with increasingly stringent regulatory standards
- Strengthened the Group's robust and transparent governance and compliance programme by appointing the IoDSA to conduct a King IV governance assessment

Management is responsible for ensuring that compliance obligations are met on a day-to-day basis and that the Company's compliance policy frameworks are effectively implemented, supported and adhered to. The compliance function plays a valuable role in the implementation of a compliance risk management process, which includes assisting in facilitating and advising on the identification, assessment, management, monitoring and reporting of compliance risk.

The Risk and Compliance Officer ensures that a compliance culture is embedded in the organisation. The Company has endeavoured to implement the best processes and principles of good corporate governance to assist Directors and management in discharging their duties and responsibilities with integrity while striving towards excellent ethical leadership for the benefit of all stakeholders.

Wesizwe's compliance policy, updated and approved by the Board, ensures effective compliance management. This is supported by a **compliance framework and management process**.



From this, Wesizwe has identified our regulatory compliance universe in which high-priority acts are monitored for compliance, and a compliance risk assessment is performed and approved by Exco on a monthly basis, and reported to the Board for monitoring on a quarterly basis.

Regulatory and statutory compliance risks that may result from the Company's business activities are continuously assessed, managed, and reported to internal and external stakeholders. The Company seeks to maintain honest, transparent and trustworthy relationships with regulatory and statutory bodies.

High-priority compliance areas

Governance and Company	Human capital	Industry
<ul style="list-style-type: none"> • King IV • Companies Act • JSE Listings Requirements • IFRS • Income Tax Act 58 of 1962 • Value-Added Tax Act 89 of 1991 as amended • Constitution of the Republic of South Africa, 1996 • Promotion of Access to Information Act 2 of 2000 • Protection of Personal Information Act 4 of 2013 	<ul style="list-style-type: none"> • Broad-Based Black Economic Empowerment Act 53 of 2003 • Basic Conditions of Employment Act 75 of 1997 • Labour Relations Act 66 of 1995 • Skills Development Act 97 of 1998 (including learnership regulations) • Employment Equity Act 55 of 1998 • Compensation for Occupational Injuries and Diseases Act 130 of 1993 • Occupational Health and Safety Act 85 of 1993 	<ul style="list-style-type: none"> • Mining Charter • Mining Titles Registration Act 16 of 1967 • NEMA • National Environmental Management: Air Quality Act 39 of 2004 • National Veld And Forest Fire Act 101 of 1998 • National Environmental Management: Waste Act 59 of 2008 • National Water Act • Mine Health and Safety Act • Explosives Act 26 of 1956 • MPRDA • Mineral and Petroleum Resources Royalty Act 28 of 2008 • Mine and Works Act 27 of 1956 • National Building Regulations and Building Standards Act 103 of 1977

Relationship with stakeholders

The Board encourages shareholders and other stakeholders to attend the AGM, notice of which is published in this IAR. Shareholders can pose questions to the Board as a collective.

The stakeholder engagement forum did not convene during the year until 29 September 2021 when strict regulations under Covid-19 lockdown eased.

 Further details regarding the Company's approach to stakeholder engagement, the issues raised by stakeholders are provided on page 28 of this report.

The Board exercises its powers responsibly in the best interests of the Company and stakeholders, based on sound governance principles and the Code of Ethics and Business Conduct, and in compliance with legal requirements, the JSE Listings Requirements, and Board policies and procedures.

Within the powers conferred upon the Board by the MOI and the Companies Act, the Board's main function and responsibility is to add significant value to the Company by:

- Retaining full and effective control over the Company and providing effective leadership in the best interest of the Company
- Informing and approving the strategy and strategic objectives of the Company, and ensuring that strategy, risk, performance, people and sustainability considerations are effectively integrated and appropriately balanced
- Determining and setting the tone at the top of the Company with values and principles of ethical business practice as well as the requirements of being a responsible corporate citizen
- Bringing independent, informed and effective judgement to bear on material decisions of the Company and Group companies including material policies, the framework of delegated authorities, capital expenditure, transactions and budgets
- Satisfying Board members that the Company and Group entities are governed effectively in accordance with governance best practices including risk management, legal compliance management, sustainability-related considerations, appropriate and relevant non-binding industry rules, codes and standards as well as internal control systems
- Monitoring the implementation by Group entities, Board committees and executive management of the Board's strategies, decisions, values and policies with a structured approach to governance, reporting, risk management, sustainability information management (including information technology) and risk-based auditing
- Ensuring that the Company complies with applicable law and best corporate governance practice
- Ensuring that the Company has effective Board committees as required by the Companies Act, MOI, King IV, and recommended by other applicable laws and best corporate governance practices
- Governing the disclosure control processes of the Company including ensuring the integrity of the Company's integrated report and reporting on the effectiveness of the Company's system of internal controls
- Ensuring that disputes are resolved as effectively, efficiently and expeditiously as possible
- Monitoring the relationship between management and stakeholders of the Company

Board composition and diversity

Wesizwe has a unitary Board comprising the Chairperson, CEO, Financial Director and five Non-executive Directors.

The Board diversity policy outlines targets in terms of, among other criteria, race, age, gender representation, culture, field of knowledge, skills and experience, division of responsibility and accountability required of Directors.

In addition, candidates for appointment to the Board shall:

- Have a reputation for integrity, honesty and service of adherence to high ethical standards
- Demonstrate business acumen, financial literacy, experience and ability to exercise sound judgement in matters that relate to the current and long-term objectives of the Company, and should be willing and able to contribute positively to the decision-making process of the Company
- Have a commitment to understand the Company and the mining industry, and to regularly attend and participate in meetings of the Board and its committees
- Be able to engage meaningfully in Board deliberations and challenge when they have a serious concern
- Not have, nor appear to have, a conflict of interest that would impair the candidate's ability to represent the interests of all the Company's stakeholders and to fulfil the responsibilities of a Director
- Not be discriminated against on the basis of race, religion, national origin, sex, sexual orientation, disability or any other basis prescribed by law with the value of diversity to the Board considered
- Not be disqualified to act as a Director and shall not be a body corporate, minor, unrehabilitated insolvent, person removed from an office of trust on account of misconduct or person convicted of fraud, theft, forgery, perjury or offence involving dishonesty

The Chairperson is an Independent Non-executive Director who is free from conflicts of interest. In addition, the Company has a Deputy Chair who is a Non-executive Director. The strategic operational role of the CEO is separate from that of the Chair.

Succession planning

Formal succession plans for Board, CEO and senior management appointments are in place.

A Deputy Chair of the Board has been appointed and the Board has introduced regular Remuneration and Nominations Committee reviews, and recommends the appointment of Board and committee members to ensure succession.

Directors' rotation and re-election

At least one-third of Directors shall retire by rotation annually at the Company's AGM. Consequently, no Director is appointed for an indefinite period.

Resignation of an Executive Director will automatically end his/her Board membership unless the Board decides otherwise. A Non-executive Director's resignation will be according to the contractual agreement. The procedure for retirement is governed by the Board Charter, and the retirement age is 65 and 70 for Executive and Non-executive Directors respectively.

Ms Dawn Mokhobo turned 70 years old in 2019 but the Board resolved to retain her services.

Disqualification and removal of a Director is governed by the Companies Act. Termination of Executive Directors' contracts will be recommended by the Remuneration and Nominations Committee, and will be confirmed by the Board.

Skills, expertise and experience

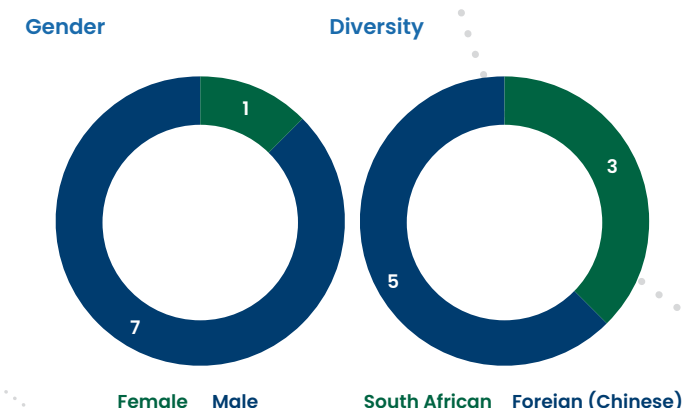
Board membership shall comprise Directors with an appropriate mix of skills, experience and personal attributes.

Skills, expertise and experience (%) of Directors



Diversity

The Board diversity policy requires at least one female Director on the Board – this target has been met.



Tenure

Tenure of our Non-executive Directors (years)

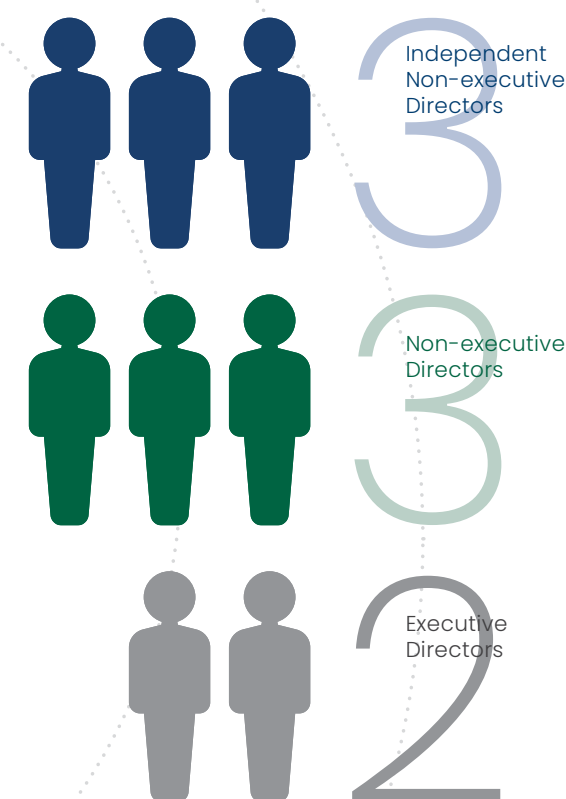


Balance and independence

The balance of power policy ensures the Board maintains a balance of power and authority and that no one Director has unfettered decision-making powers*.

Independence of the Non-executive Directors is assessed on an annual basis.

A qualitative and quantitative assessment of independence of Non-executive Directors, as previously reported, was not conducted in 2021 due to Covid-19 disruptions to the normal practice of work. The assessment will be conducted in 2022 and stakeholders will be informed of the outcome in the next reporting cycle.



While the composition of the Board does not fully satisfy the requirements of King IV, the Board maintains the status quo for strategic reasons.

* The balance of power policy is reviewed and updated annually by the Remuneration and Nominations Committee, and approved by the Board, with or without further amendment, as the Board deems appropriate.

The Board considers Non-executive Directors, Ms Mokhobo and Mr Ngculu, to be independent, notwithstanding that they have served on the Board for more than nine years and Mr Ngculu being an indirect shareholder. The Board determined that Mr Ngculu's indirect personal financial interest in the Company shareholding was insignificant enough to not affect his independence on the Board.

According to King IV and the Companies Act, the independence of a Director should be assessed by a third party considering certain criteria (page 68). It is therefore imperative to assess the independence of each Director thoroughly to meet these requirements.

Refer to our directorate on pages 08 to 10.

Directors’ development and training

The development of industry and group knowledge is a continuous process. Directors are briefed on legal developments and changes in the risk and general business environment on an ongoing basis.

Training on Directors’ duties is available at all times to Directors at the Company’s expense to promote continuous development of Directors.

Directors can seek independent professional advice concerning the Company’s affairs if necessary.

The majority of Directors have received King IV training offered by the IoDSA and, during the period under review, they attended a governance workshop facilitated by the IoDSA.

Due to Covid-19, the planned continuing professional development (CPD) programme was postponed until the next reporting cycle.

Board and sub-committees’ annual evaluation 2021

The Board is subject to an independent external performance evaluation every two years, and conducts an internal peer evaluation in the alternate years.

In 2021, an internal evaluation of the Board, committees and the Company Secretary was conducted. The evaluation (Board and committees) focused on composition and quality, understanding of business and risk, overseeing and monitoring of strategy, process and procedure, communication, oversight of internal controls, risk management, governance, financial reporting and overall Board performance, including the Company Secretary’s evaluation. The outcome of the evaluation indicated that the Board, committees, the Chairperson of the Board and the Company Secretary are effective in discharging their duties.

The last external Board evaluation was conducted in 2019 by CGF Research Institute (Pty) Ltd. The next external evaluation is due to be conducted in 2022. The outcome of this evaluation recommended, among others, that the Board should consider increasing the number of Independent Non-executive Directors. The Board debated this recommendation at length and consulted with key stakeholders, such as funders, and then decided that this is the most appropriate governance structure for the organisation, and therefore resolved not to implement this recommendation in 2021.

Performance evaluation and succession planning for the CEO

The Board has resolved that the CEO’s performance evaluation will be conducted separately from that of Exco in future. This serves to enhance the current performance evaluation process of the CEO and ensure executive succession planning is appropriate for transition processes.

Delegation of authority

The Board has delegated authority for the management of the Group to the CEO by way of a delegation of authority framework, which comes with certain restrictions, conditions and limits that the Board believes appropriate for the effective exercise of such delegated powers. In turn, the CEO has sub-delegated authority to Exco members.

The Board has a formal schedule of matters reserved for its consideration and decision that includes the approval of:

- Strategy
- Business plans and budgets
- Financial statements
- Significant acquisition and disposal of assets
- Executive Directors’ appointment and remuneration
- The IAR

See pages 71 to 81 for details on key focus areas.

In 2021, a delegation of authority template was developed, and approved by the Board, to cover all aspects of managing the business, including terms of reference of committees. Committee reporting assists the Board in assessing the effectiveness of the delegation of authority framework through clear delineation.

The Chairperson and CEO

No individual has unfettered powers of decision-making. The responsibility for running the Board and executive responsibility for conducting the business are differentiated. The roles of the Chairperson, Ms Mokhobo, and CEO, Mr Li, are thus separate and clearly defined.

Chairperson	The Chairperson is responsible for leading the Board, ensuring its effectiveness and setting its agenda.
CEO	The CEO leads the executive team in running the business and coordinates proposals for consideration by the Board.

Board appointment process

The Board is empowered to fill vacancies on the Board with all appointments subject to shareholder approval at the AGM.

The selection process includes reviewing the candidates in terms of:

- Relevant knowledge, skills, experience and, particularly in respect of Non-executive Directors, independence of mind, given their responsibilities on the Board and considering the Group’s business
- Record of integrity and good reputation
- Sufficient time to fully carry out their responsibilities
- Disclosure of all conflicts of interest
- Promotion of diversity and inclusion in the composition of the Board

Background and reference checks (a “fit and proper” clearance) and adverse media screening are performed by an independent third-party service provider appointed by the Company and independent of the candidate.

Director changes

Mr Guo resigned from the Board with effect from 7 May 2021 to pursue other interests within Jinchuan in China. The Board appointed Mr Qiao as a Non-executive Director with effect from 7 May 2021. Mr Qiao previously served on Wesizwe’s Board and brings over 33 years’ experience in technical and managerial work in the mining industry in addition to mineral resources exploration and development.

New Director induction

New directors undergo a formal induction process to equip them with organisation, industry and regulatory information that makes them effective in the shortest possible time. They receive Company founding documents, Board and committee minutes, policies and significant reports, including the IAR. One-on-one meetings and site visits are scheduled with management and the Company Secretary to introduce new directors to the Group and its operations.

Company Secretary

The Company Secretary has a working relationship with the Board, acting as a primary link between the Board and management.

The Company Secretary plays a vital role in ensuring:

- The Company’s adherence to good governance
- Compliance by the Company and the Board with statutory and regulatory requirements
- Compliance with the JSE Listings Requirements and applicable legislation
- Submission of the annual compliance certificate to the JSE
- The Board as a whole, and individual Directors, are provided with guidance on discharging their responsibilities and duties

The Company Secretary ensures that, in accordance with pertinent laws and regulatory frameworks, the proceedings and affairs of the Board and its members, the Company and, where appropriate, the holders of securities in the Company, are properly administered.

The Company Secretary performs the role of secretary in all meetings of the Board and its committees.

Ms Mhlongo resigned from the Company as of 30 September 2021 to pursue other interests. Azeyech Consulting Services (Pty) Ltd was appointed as Company Secretary with effect from 1 October 2021. The Azeyech team has extensive experience in company secretariat, compliance and governance for listed and unlisted organisations.

The Board is of the view that Azeyech has the necessary competence and experience to fulfil the role.

Share dealing

A policy provides guidance to the Board and employees on trading and restrictions in dealing with the Company's listed shares during closed and prohibited periods, as per the provisions of the JSE Listings Requirements.

The Board is satisfied that the Company has complied with the Companies Act and its MOI, including other applicable legislation.

The Directors, affected employees as defined in the policy, and the Company Secretary (including associates), may not trade during a prohibited period. All employees of the Group are also prohibited from trading in the listed Company's shares during closed periods unless clearance to trade has been obtained from the Company Secretary under the direction of the Chairperson of the Board. This policy has been widely distributed within the Company to ensure that Directors and employees are familiar with its content.

The Directors and prescribed officers of the Company did not deal in any securities of the Company during this reporting period.



Board meetings

All Board meetings were convened by formal notice, incorporating a detailed agenda and relevant written proposals and reports. Information was distributed in good time before the date of the Board meetings to enable adequate preparation by the Board. This allowed for the Directors to discharge their fiduciary duties. There were 10 meetings during the year.

All meetings were held via video conference due to the Covid-19 pandemic. The Board and all Board committees met as scheduled and, where necessary, special meetings were held to deal with specific matters. The Board was constantly informed of the impact of Covid-19 on operations to remain ahead of any risks.

Meeting attendance

Director	Board	Audit and Risk Committee	Social and Ethics Committee	Remuneration and Nominations Committee	Technical Committee
Zhimin Li ^{##} (CEO)	10/10		2/3		4/4
Jianguo Liu (Financial Director)	9/10				
Dawn Mokhobo (Chairperson)	10/10	3/3	3/3	2/2	
Hamlet Morule [#] (Exco)			1/3		
James Ngculu	10/10	3/3	3/3	2/2	4/4
Victor Mabuza	10/10	3/3		2/2	
Pengfei Li	9/10			2/2	
Sun Pingan	5/10				
Huigao Guo [*]	0/10			0/2	0/2
Fugui Qiao ^{**}	4/10			1/2	3/4

^{*} Resigned 7 May 2021.

^{**} Appointed 7 May 2021.

[#] Resigned 31 May 2021.

^{##} Appointed to the Social and Ethics Committee June 2021.

Board: Key focus areas and achievements in 2021

Strategy	<ul style="list-style-type: none"> Monitored the implementation of the revised mine plan (survival plan) to build a 1 Mtpa mine capacity with a two-module MF2 processing plant, which will be operated for a period of five years from 2022 until 2026, and then be scaled-up, back to the base case 3 Mtpa operation
Operational performance	<ul style="list-style-type: none"> Reviewed the Company's operational performance relative to budget and forecasts Considered the quarterly production reports and reviewed the Company's safety performance Approved the Board diversity policy Approved the Exco performance scorecard Received quarterly reports from the CEO on performance against operational targets
Financial performance	<ul style="list-style-type: none"> Considered the financial performance of the business, including going concern and viability, and reviewed the half-year and full-year results inclusive of approving the 2020 integrated report with its sustainability elements Considered the Company's shortfall funding requirements, authorised management to source funding from Chinese financial institutions and to do all necessary to give effect to the subscription agreement concluded with CAJIL in so far as it relates to funding the mine project
Stakeholder engagement	<ul style="list-style-type: none"> Considered and approved the efforts and investments made by management to continue nurturing and solidifying the Company's ongoing relationships with various stakeholders
Governance	<ul style="list-style-type: none"> Reviewed the effectiveness of the systems of the internal control environment and risk management Received regular updates from the Chairs of the Audit and Risk Committee, Remuneration and Nominations Committee, Social and Ethics Committee and Technical Committee on matters delegated to these committees Discussed the outcome of the Board and committees' effectiveness reviews Attended a workshop by IoDSA on governance Discussed changes to the Board Charter and reviewed the committees' terms of reference Considered and approved strategic policies of the Company Engaged IoDSA to conduct a governance assessment of the Company

Future focus areas

Operational performance	<ul style="list-style-type: none"> Oversee the completion of the construction of the 1 Mtpa plant and the plans to build an additional 2 Mtpa plant Oversee hot commissioning of the processing plant in 2022
Governance	<ul style="list-style-type: none"> Implementing the outcomes of the governance assessment by IoDSA Conducting independence assessments of Directors Conducting a Board evaluation by an external party Continuous improvement in governance implementation

The Board has two statutory committees, the Audit and Risk Committee and the Social and Ethics Committee, in addition to the Remuneration and Nominations Committee, as recommended by King IV, as well as the Technical Committee. Each committee operates in terms of an approved terms of reference. The Board Charter, terms of reference of committees and annual work plans of the Board and committees are reviewed annually.

The Chairs of the committees provide feedback at all Board meetings, and minutes of the committee meetings are made available to all Directors. The Chairs of the Audit and Risk Committee and the Social and Ethics Committee attend the AGM to answer any questions on activities of the committees.

In 2020, the Board noted with concern the non-attendance of committee and Board meetings by some Director(s). The Chair of the Board addressed this matter with relevant Directors, as a result attendance of the meetings has improved.

Social and Ethics Committee

Composition	Mandate
<p>The committee comprises two Independent Non-executive Directors and a member of Exco:</p> <ul style="list-style-type: none"> James Ngculu (Chair) Dawn Mokhobo Hamlet Morule (Exco member)* Zhimin Li** <p>Standing invitee: Jianguo Liu (Financial Director)</p> <p>The Mine General Manager and the Human Resources Executive attend meetings to present their respective reports at the request of the Chair.</p> <p>* Resigned 31 May 2021 ** Appointed June 2021</p> <p>The committee met three times during the period under review.</p>	<p>In line with the requirements of the Companies Act, the Company established a Social and Ethics Committee to act as the Company's social conscience and take into account public and stakeholder interests in the Company's operations, particularly as they relate to social, economic and environmental impacts. This includes:</p> <ul style="list-style-type: none"> Monitoring the Company's activities with due regard given to applicable legislative and regulatory requirements Drawing matters within its mandate to the attention of the Board Reporting to the shareholders during AGMs

Key focus areas and achievements in 2021

Health and safety	<ul style="list-style-type: none"> Management tabled safety compromises, including a detailed analysis report on factors that contributed to incidents, the fatality that occurred, and the corrective and preventative measures taken to prevent recurrences Health and safety reviews were undertaken continuously, finding the safety record not up to expected standard and thus not aligned to the Company tenet, which is to aim for zero harm to people and the environment Regretfully, there was a fatality and 33 injuries of which 10 were serious The LTIFR was 0.93 against a target of 0.59 The total number of fatality-free shifts was 414 031
Environment	<ul style="list-style-type: none"> In an attempt to minimise the environmental impacts of our mining activities, the committee took the approach to work "smarter" towards improved efficiency and cost reductions The committee comprehensively reviewed management reports on environmental incidents and those related to environmental compliance Environmental awareness campaigns by management, and management engagement with relevant government departments on environmental permits and licences, were monitored
Human resources development	<ul style="list-style-type: none"> The committee considered updates on the implementation of our human resources development SLP commitments for the period 2019 to 2023, including technical training interventions Implementation of training programmes was initiated strictly according to plan Training interventions for the year included technical training, internships, bursaries, mentorship, community skills and portable skills The committee also considered the directives by the DMRE in terms of Section 55 of the MPRDA Regular updates on progress to achieve set employment equity targets by the Company and its major contractors were tabled at every meeting
Governance, regulation and reporting thereof	<p>The committee, in compliance with its mandate:</p> <ul style="list-style-type: none"> Reviewed the IAR and recommended it for Board approval Considered compliance and risk management reports Received management progress reports towards achieving the Mining Charter requirements Reported quarterly to the Board on its activities
Stakeholder engagement	<ul style="list-style-type: none"> The committee received stakeholder engagement reports from management The programme was hindered by the pandemic and various levels of lockdown <p> A full report on activities is available on pages 28 to 29.</p>
Ethics management	<ul style="list-style-type: none"> While the committee cannot anticipate specific incidents, it assures Wesizwe stakeholders that the business principles are designed to ensure responsible decision-making by all Reports of alleged unethical behaviour are received through an anonymous reporting hotline No unethical incidents were reported during the period under review Ethics management is going to be a focus area of the committee in 2022
Board reporting	<ul style="list-style-type: none"> Activities are reported quarterly to the Board

Report of the Social and Ethics Committee Chair

The committee is pleased to present its report for the financial year ended 31 December 2021.

The committee conducted its work in accordance with the written terms of reference approved by the Board, as well as a detailed annual work plan that includes its statutory duties and those assigned by the Board.

The Social and Ethics Committee is a critical governance panel that plays a crucial role in ensuring the Company complies with and follows applicable and proper governance. It draws its mandate from these key aspects:

- Addressing the Company's sustainable development including climate change and environmental stewardship
- Reviewing and guiding sustainable development aspects of integrated reporting in the Company

The committee is responsible for maintaining the overall direction and control of social responsibility performance, mainly within four thematic areas:


- Social and economic development of all stakeholders
- Good corporate citizenship
- Safety, health and environment (SHE)
- Labour and employment

The committee undertook its duties and responsibilities as stipulated in the Companies Act and regulations, and terms of reference. Areas not attended to during the review period will receive attention in 2022.



James Ngculu
Chair

Audit and Risk Committee

Composition	Mandate
<p>The committee comprises three Independent Non-executive Directors:</p> <ul style="list-style-type: none">• Victor Mabuza (Chair)• James Ngculu• Dawn Mokhobo <p>Ms Mokhobo is the Chairperson of the Board. The Board is aware of this anomaly but is comfortable with her committee membership notwithstanding that it is against good governance.</p> <p>The appointment of all members of the committee is subject to the shareholders' approval at the next AGM to be held on 31 May 2022.</p> <p> The biographies of committee members, including their qualifications and experience, are on page 08 and on our website at www.wesizwe.co.za.</p> <p>The Audit and Risk Committee met three times during the year.</p>	<p>The Audit and Risk Committee has delegated authority from the Board as set out in its written terms of reference, available on the Company's website. The Audit and Risk Committee's primary functions are to:</p> <ul style="list-style-type: none">• Monitor the integrity of the Company's financial statements and regulatory announcements relating to its financial performance, and to review significant financial reporting judgements• Keep under review the effectiveness of the Company's internal controls, including financial controls and risk management systems• Provide the Board with an independent assessment of the Company's accounting affairs and financial position• Monitor the effectiveness of the internal audit function and review its material findings• Oversee the relationship with the external auditors, including agreeing on their remuneration and terms of engagement, monitoring their independence, objectivity and effectiveness, ensuring that the policy and regulations governing their engagement to provide non-audit services are appropriately applied, and making recommendations to the Board on their appointment, reappointment or removal, and to put such matters forward to the shareholders in an AGM• Report to the Board on how it has discharged its responsibilities <p>The committee reports to the Board and the shareholders.</p>

Key focus areas and achievements in 2021

Statutory duties	<ul style="list-style-type: none"> The committee has ensured that appropriate financial reporting procedures exist and are working, which includes consideration of all entities included in the consolidated Group AFS In the performance of its oversight responsibilities, the committee has ensured that it has access to all the financial information of the Company to allow the Company to effectively prepare and report on the Group AFS In delivering its mandate, the committee performed the following key strategic initiatives: <ul style="list-style-type: none"> Considered and recommended the approval of the financial results by the Board Reviewed and approved trading updates communicated to the market Reviewed and recommended Board approval of the IAR Approved the risk-based internal audit plan for the financial year and quarterly internal audit feedback Monitored the internal audit co-source agreement Approved the external audit plan for the financial year and received feedback from an external audit at the financial year-end meeting Recommended Board approval of external audit fees Reviewed management's assessment of going concerns Satisfied committee members with the independence and objectivity of the external auditor and other requirements in terms of Section 94(8) of the Companies Act and King IV Ensured the independence of the internal audit function and that it had the necessary resources, standing and authority within the organisation to enable it to fulfil its duties as per the requirements of King IV Reviewed the expertise and qualifications of the Financial Director Assessed the suitability of the current audit firm and designated partner in compliance with the JSE Listings Requirements, and took into account other relevant legislation Received and reviewed reports from internal and external auditors concerning the effectiveness of the internal control environment, systems and processes management Reviewed and assessed the effectiveness and independence of internal and external auditors, and was satisfied with the independence of the audit services rendered
External audit	<p>The committee performed the following responsibilities for external audit:</p> <ul style="list-style-type: none"> Recommended the appointment of an external auditor and carried out its oversight duties in the external audit process Nominated the external auditor for appointment by the shareholders Recommended the Board approve the annual audit fee and terms of engagement of the external auditor Monitored and reported on the independence of the external auditor in the AFS Defined a policy for non-audit services and pre-approved the non-audit services to be provided by the external auditor Ensured there is a process for the committee to be informed of any reportable irregularities, as defined in the Auditing Profession Act 26 of 2005, identified and reported by the external auditor Reviewed the quality and effectiveness of the external audit process Considered whether the audit firm and, where appropriate, the individual auditor responsible for performing the functions of auditor, are accredited on the JSE List of Accredited Auditors and their advisors, as required by the JSE Listings Requirements Executed its responsibilities in assessing the suitability of the external auditors and designated individual auditors as required by paragraph 3.84(g)(iii) of the JSE Listings Requirements by considering the relevant information pursuant to paragraph 22.15(h) of the JSE Listings Requirements
Internal audit	<p>The committee exercised the following responsibilities for internal audit:</p> <ul style="list-style-type: none"> The appointment and performance assessment of the internal auditor Approval of the internal audit charter and the internal audit plan Ensured that the internal audit function is subject to an independent quality review as and when the committee determines appropriate
Technology governance and IT	<ul style="list-style-type: none"> The committee reviewed the effectiveness of the Company information and communications technology (ICT) environment and, given the challenges identified in ICT, the committee placed emphasis on the improvement of IT governance to align the Company practices with the generally accepted standards. This programme will continue in 2022.

Report of the Audit and Risk Committee Chair

The committee is pleased to present its report for the financial year ended 31 December 2021. The committee performed its work in accordance with the written terms of reference as approved by the Board, as well as its annual plan.

The committee is an independent statutory body appointed by the shareholders. The committee executes all statutory duties in terms of Section 94 of the Companies Act in addition to those that are delegated by the Board.

The committee is satisfied that it has performed the statutory requirements for an Audit and Risk Committee, as set out in the Companies Act, as well as the functions set out in the Company's terms of reference, and that it has therefore complied with its legal, regulatory or other responsibilities as may be assigned by the Board.

External auditor

The committee recommended the re-appointment of the external auditor, SNG Grant Thornton to the Board and shareholders, in compliance with the Companies Act and the JSE Listings Requirements, and the appointment of Muhammad Joosub as designated auditor for the 2021 financial year.

The committee was satisfied that the audit firm and designated auditor are accredited and appear on the JSE List of Accredited Auditors. The committee was further satisfied that SNG Grant Thornton was independent of the Company, which includes consideration of compliance with criteria relating to independence proposed by the Independent Regulatory Board for Auditors. The committee, in consultation with executive management, agreed to the engagement letter, terms, audit plan and budgeted audit fees.

Internal auditor

The committee is satisfied that the internal auditor, Mazars Advisory (Pty) Ltd (Mazars), was independent of the Company, which includes consideration of compliance with criteria relating to the Institute of Internal Auditors. Mazars has access to the committee, primarily through its Chair.

Internal financial control

No red flags have been raised for the committee to believe that the Company's system of internal controls and risk management are not effective and that the internal financial controls do not form a sound basis for the preparation of reliable financial statements.

Duties assigned by the Board

The committee oversees the preparation of the Company's IAR and the reporting process, including the system of internal financial control. During the year under review, the committee met with the external auditor without the presence of management. The committee is satisfied that it has complied with its legal, regulatory, and other responsibilities.

Expertise of the Financial Director and finance function

In compliance with paragraph 3.84(g)(i) of the JSE Listings Requirements, the committee is satisfied with the appropriateness of the expertise and experience of the financial management team as a whole. The committee has reviewed the qualification and expertise of the Financial Director through a formal evaluation process and is satisfied with the Financial Director's performance supported by the finance team.

Going concern

The committee reviewed the documents prepared by management in which they assessed the going concern status of the Company and its subsidiaries at year end and the near future. Management concluded that the Group was a going concern. The committee resolved to recommend acceptance of this conclusion to the Board.

Financial statements

The committee has reviewed the financial statements of the Group and the Company for the year ended 31 December 2021 and is satisfied that they comply with the IFRS and the Companies Act, and that areas of judgement were discussed to confirm accounting estimates.

Risk management

The Board has assigned oversight of the Company's risk management function to the committee and the risk register, consisting of strategic, operational and IT risks, is tabled at each meeting for discussion. The risk register also acts as the anchor on which independent assurance activities are developed.

A strategic risk workshop between the committee and Exco was held where strategic risks for the Group were identified and rated. Subsequently, the strategic risks were approved by the Board and are reported on a quarterly basis.

Fraud prevention

A fraud prevention plan has been implemented and the anonymous tip-off line is functional. Monthly reports are provided by the independent service provider. The monitoring of reports from this service is shared between this committee and the Social and Ethics Committee.

Technology governance and IT

The committee is responsible for:

- Obtaining independent assurance on the effectiveness of the IT internal controls
- Overseeing the value delivery on IT, and monitoring the return on investments from significant IT projects
- Ensuring that IT forms an integral part of the Company's risk management

The committee reviewed the effectiveness of the Company information and communications technology (ICT) environment and, given the challenges identified in ICT, the committee placed emphasis on the improvement of IT governance to align the Company practices with the generally accepted standards. This programme will continue in 2022.

Recommendation of the Annual Financial Statements for approval by the Board

The committee recommended the Group AFS and Company AFS for approval by the Board.

The committee carried out its work as statutorily required. The committee has considered the JSE's most recent report on proactive monitoring of financial statements and, where necessary, those of previous periods, and taken appropriate action where necessary to respond to the findings, as highlighted in the JSE report when preparing the AFS for the year ended 31 December 2021.



Victor Mabuza
Chair

Remuneration and Nominations Committee

Composition	Mandate
<p>The committee comprises a majority of independent Non-executive Directors:</p> <ul style="list-style-type: none"> • Pengfei Li (Chair) • Huigao Guo* • Fugui Qiao** • Dawn Mokhobo • James Ngculu • Victor Mabuza <p>* Resigned 7 May 2021. ** Appointed 7 May 2021.</p> <p>The Remuneration and Nominations Committee met twice during the year.</p>	<p>The committee has an independent role to oversee the remuneration process, consider and approve remuneration-related issues, and make recommendations to the Board in relation to Board appointments. The committee assists in setting the Company's remuneration policy as well as remuneration for Directors and executive management.</p> <p>The committee performed its work in accordance with the written terms of reference approved by the Board, as well as its annual plan.</p>

Key focus areas and achievements in 2021

Fair and responsible remuneration	<ul style="list-style-type: none"> • Ensured that Wesizwe adhered to fair and responsible remuneration across the Company, specifically in terms of annual increases, bonuses and long-term incentive payments • Reviewed the overall level of variable remuneration in the Company versus the market
Scorecard	<ul style="list-style-type: none"> • Reviewed and approved the Company scorecard
Remuneration	<ul style="list-style-type: none"> • Recommended Board approval for the payment of vested Deferred Bonus Plan to four executives • Recommended to the Board the review of the Deferred Bonus Plan of the Company and the overall remuneration philosophy
Board reporting	<ul style="list-style-type: none"> • Reported quarterly to the Board on activities

Focus areas

The committee will focus on the following areas in future:

- Being an employer of choice in chosen communities and a distinct employment brand, benchmark leader and basis for top talent attraction
- Consistent brand equity growth with all stakeholders supported by high-visibility leaders
- Real time, goal-aligned, visual, focused feedback loops as well as accurate and reliable performance objectives linked to consequences
- High-performance teams at all levels
- Differentiated employee value proposition based on employment equity, talent acquisition and retention

Report of the Remuneration and Nominations Committee Chair

The committee is pleased to present its report for the financial year ended 31 December 2021. The committee undertook its mandate in accordance with the written terms of reference, as approved by the Board, as well as its annual plan.

In line with King IV and the JSE Listings Requirements, the report is presented in three parts: background statement, the Company-wide remuneration philosophy and policy with specific focus on the policy as it applies to executive management, and implementation of the policy for the 12 months from 1 January 2021 to 31 December 2021.

Background statement

Since presenting the last remuneration policy to shareholders, no changes were made but we have enhanced our variable pay disclosure.

- The committee held two scheduled meetings during the period under review, the attendance of which is reflected on page 71 (committee meeting attendance).

We believe our key performance objectives, which are used for the measurement and determination of short and deferred bonus incentive awards, are aligned with Company goals and strategies. At the AGM on 7 May 2021, our 2021 remuneration report was presented.

Voting at the past AGM

Voted by shareholders representing 64.63% of the total votes exercisable were in attendance whether in person, by proxy or authorised representative and the results of their voting were as follows:

- Section 1: Endorsement of the remuneration policy endorsed by 100% in favour and 0% against of shareholders who voted
- Section 2: Endorsement of the remuneration implementation report endorsed by 100% in favour and 0% against of shareholders who voted

As the non-binding advisory votes were passed with the requisite majority, no further engagement with shareholders was required.

Remuneration policy

The remuneration and reward policy has been created to ensure that employees are remunerated in an equitable and fair manner in recognition of the Company's reward policy that has a direct impact on operational expenditure, company culture, employee behaviour and, ultimately, with correct alignment, on the Company's ongoing strategic sustainability. As such, the reward policy is defined, monitored and managed over time, to ensure sustained effectiveness. It is also consistent with the Company's business objectives and its strategic value drivers. This philosophy is implemented by the Human Resources Executive with oversight by the Remuneration and Nominations Committee of the Board. For further details, refer to page 84.

Report on implementation of the policy

We implement the policy through the use of a remuneration mix consisting of guaranteed pay, variable pay, allowances, travel reimbursement, bonus, medical aid allowance and retirement fund employee and employer contributions, among others. The details of this section can be found on page 84.

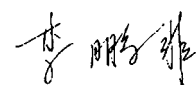
Voting at the upcoming AGM

King IV recommendations, as well as the JSE Listings Requirements, require a listed company to table its remuneration policy and implementation report for separate non-binding advisory votes by shareholders at the AGM. This vote enables shareholders to express their views on the remuneration policies adopted and on their implementation.

The remuneration policy and its implementation report will be presented to shareholders for separate non-binding advisory votes thereon at the Company's upcoming AGM to be held on 31 May 2022.

In the event that 25% or more of shareholders vote against either the remuneration policy or the implementation report at the meeting, the Company will engage with shareholders through dialogue, requesting written submissions or otherwise, to address shareholder concerns, always with due regard to meeting stated business objectives while being fair and responsible toward employees and shareholders.

I am pleased to report that the shareholders did not vote against the remuneration policy and the implementation report at the AGM held on 7 May 2021.



Pengfei Li
Chair

Technical Committee

Composition

The committee comprises a majority Non-executive Directors who are:

- Fugui Qiao (Chair)*
- Huigao Guo**
- James Ngculu
- Zhimin Li

* Appointed 7 May 2021.

** Resigned 7 May 2021.

The committee held four scheduled meetings during the period under review.

Mandate

The committee's primary objective is to create long-term value for stakeholders by assisting the Board to adopt sound principles in the management of safety, health and environment in building BPM, and in addition to any technical matters beyond the statutory requirements.

The committee, in fulfilling its mandate:

- Oversees statutory and regulatory compliance relating to the development of the BPM
- Assists the Board in discharging its responsibility towards operational risks related to mine construction
- Oversees the technical aspects of design, engineering, procurement and development of BPM

Key focus areas and achievements in 2021

Technical reports	<ul style="list-style-type: none">• Considered technical reports in relation to mine project development
Safety, health and environmental reports	<ul style="list-style-type: none">• Considered safety, health and environmental reports, including project-related compliance reports
BPM plan	<ul style="list-style-type: none">• Recommended Board approval of the 2021 BPM plan for building a 1 Mtpa capacity mine in 2021 and the ramp up to a 3 Mtpa mine capacity by 2026 with a two-module MF2 processing plant introduced to lessen the impact of financial constraints coupled with low global metal prices
Board reporting	<ul style="list-style-type: none">• Reported quarterly to the Board on activities

Focus areas

The Technical Committee will oversee the completion of construction of the 1 Mtpa plant and plans to build a 3 Mtpa plant going forward, including hot commissioning of the processing plant in 2022.

Report of the Technical Committee Chair

The committee is pleased to present its report for the financial year ended 31 December 2021. The committee performed its work in accordance with the written terms of reference approved by the Board as well as its annual plan.

Composition of the Technical Committee changed during the year under review as the Chair, Mr Guo, resigned and was replaced by Mr Qiao who is also Deputy Chair of the Board and a member of the Remuneration and Nominations Committee.



Fugui Qiao
Chair

Executive Committee

The Exco comprises the Company's two Executive Directors and senior executive management as shown on page 11 of this report. Exco is diverse as it comprises 33% African, one of which is female. It meets monthly and on an ad hoc basis to implement the Board-approved strategy for the Company and has delegated individual members of Exco to take responsibility for driving the social, environmental and economic programmes. In addition, Exco assists the CEO to guide and control the overall direction of the Company, monitor business performance and act as a medium of communication and coordination between management and the Board.

Exco deliberates, takes decisions, and makes recommendations on all matters of strategy and operations. These decisions and recommendations are sometimes referred to the Board or relevant committee for final approval while, in other cases, Exco exercises its power to make decisions as delegated in terms of the Board-approved mandate.



Remuneration Report

84 Our Approach To Remuneration

In this reporting period, a total of R152 million (2020: R144 million) was paid to employees inclusive of wages and salaries. The remuneration structure has a guaranteed total cost to Company and variable pay for performance which includes an annual cash incentive bonus and deferred bonus plan, the latter having a long-term incentive component.

The remuneration for Non-executive Directors has not changed, compromising as it does, a monthly retainer fee and a meeting fee for meetings attended.

For the past few years, we have made considerable efforts to balance our remuneration approach, taking into account the financial constraints that the Company endures, yet still provide fair and equitable remuneration to our employees.

Policy design principles

The principles that reflect and drive our reward practice are:

- **Competitive pay levels:** We are committed to paying packages that are competitive in the mining and resources sector and, where appropriate, in the general market
- **Pay for performance:** Remuneration practices will reward high-performing employees for the contribution they make to the Company
- **Internal equity and parity:** Remuneration differentiation between employees is based on criteria that is fair and objective
- **Cost management:** We manage the total cost of employment for all employees
- **Holistic approach:** We choose to adopt an integrated approach to reward strategy, encompassing a balanced design and pay mix that includes the following components:
 - Guaranteed pay
 - Variable pay
 - Performance management
 - Annual incentive pay rewarding both business performance and individual and/or team performance and introduced production bonus during the year under review
 - Deferred based incentives for executives and key senior managers
 - Non-financial rewards and recognition
 - Employee benefits
 - For Non-executive Directors, the structure of pay comprises:
 - > Board attendance fees
 - > Board committee attendance fees
 - > Monthly retainer
- **Communication:** We continue to ensure that all employees are aware of the organisation's reward policy and procedure by providing regular updates to employees as and when there are material changes.

Policy guidelines of pay mix

As the Company is still in its infancy and on the verge of completing its project construction phase, the pay mix is therefore aligned with the overall reward strategy considerations and Company objectives. We define pay mix as the balance targeted between the major components of remuneration, namely:

- Guaranteed pay – Total Cost to Company (TCTC)
- Variable pay – Short-term incentives in the form of annual cash incentives and monthly production bonus; and long-term deferred cash bonus based incentive pay
- Allowances – cell phone, housing, night shift, standby, premium, and relocation
- Travel reimbursement and transport benefits
- Independent Non-executive Directors' fees

The pay mix relationship is regularly reviewed in the context of our specific circumstances, but at this stage it allows for the undertaking of a quantitative analysis to:

- Establish its financial impact going forward
- Provide a template against which decisions can be made

Policy guidelines on TCTC remuneration

Wesizwe has established, and continues to maintain, an integrated pay line with pay levels that ensure it is able to remain competitive, while managing costs. The following steps have been implemented to ensure competitive pay levels:

Establishing a target market

In order to compete effectively for skills in a competitive labour market, the Company remunerates our employees according to a Job Family or scarce skills.

This implies the following:

- A Job Family is a broad grouping of jobs or positions with a common skill that typically has a common labour market. Examples include finance, HR, information technology, engineering, geology, etc.
- A scarce skill is a specific skill that is typically a scarce resource in the market, and is either a critical resource to the business or requires extensive training, such as specialists in their fields

Managing the total employment cost

The total employment cost to the Company, of which guaranteed pay is the major component, forms a significant portion of total operating costs. It is for that reason that we have continued to manage guaranteed pay efficiently and effectively. This is undertaken by:

- Ensuring that the cost of the total remuneration package paid to employees is controlled by the Company and does not include open-ended liabilities where the cost of a benefit is determined either by levels of utilisation or by external pricing factors such as medical aid, retirement fund and all other allowances
- Ensuring that the remuneration package levels of employees are commensurate with their worth to the business, i.e. pay a market rate for a job. This ensures equity in salaries within Wesizwe and is also aligned to the market

To achieve effective cost management, we have managed guaranteed pay through principles that guide our approach to TCTC.

Market data sources

We compare our structure to the general market, as per surveys, but also to mining and resources surveys. The general job families of IT, finance, and HR, however, are compared to the national market data.

Appropriate Job Family premia are applied where necessary. Additionally, the pay levels of top executive positions in the Company may be benchmarked against national market executive remuneration surveys in future.

Specific premia are determined for hot skills, to enable the Company to pay a fair price for such skills, as determined by market pricing forces. These premia enable the Company to compete in the market by attracting and retaining skills that are critical to its success.

Percentile within market data

For all positions other than scarce skills, the Company positions itself relative to the lower quartile through to the midpoint of the pay scales for TCTC guaranteed pay, i.e. excluding incentives. For scarce skills, we aim to be relative to the midpoint of pay scales, or otherwise apply a specific premium to the median.

Salary reviews

Our annual increase process is generally effective from January each year. The funds that the Board makes available for the increase process, are relative to those in the market and considers TCTC and other relevant economic indicators, potentially even the overall performance of the Company.

Positioning newly promoted individuals

As a guideline, the Company typically promotes (internally to a new position) an individual at the pay scale minimum (lower quartile) unless a premium in accordance with the scarce skills matrix needs to be applied in order to attract the individual to the position.

Fees for Independent Non-executive Directors

Wesizwe's Non-executive Directors' remuneration is a combination of:

- Fees for attending meetings
- Monthly retainer

The remuneration of the Non-executive Chairperson and Directors, are guided by the percentile in which pay is relevant to:

The role played:

- Chairperson or committee member
- Main board
- Audit and Risk Committee and Technical Committee
- Remuneration Committee
- Social and Ethics Committee

The organisation type:

- Organisation size – assets, turnover/sales, number of employees, market capitalisation
- Complexity of work/industry – single or multi-product or service
- Impact on sector, industry, national economy or international impact – impact on one sector versus the impact on the national economy is always debatable, and most would argue that these indicators have a wide sphere of impact and influence. The decisive test is the extent to which it is "a nice to have" or "have to have", and the extent of alternatives
- Competitors – the extent to which there are no competitors, e.g. monopolies or cut-throat global competition, e.g. the garment industry
- Strategic level – this refers to the levels in stratified systems theory

When setting Non-executive Director pay, we consider the role and the size of the organisation relative to the market. In line with the results of this assessment, the Company has chosen to pay all Directors at a lower percentile. This decision was taken in the context of sound governance principles and affordability.

Performance principles

Wesizwe's performance principles comprise the following:

- Ensuring that pay packages are competitive in the mining and resources sector and, where appropriate, in the general market
- Introducing competitive pay packages that provide an enabling environment to attract and retain talent in the organisation
- Implementing remuneration practices that reward high-performing employees for the contribution they make to the organisation
- Providing assurance that remuneration differentiation between employees is based on criteria that is fair and objective
- Ensuring that Wesizwe continuously manages the total cost of all employees
- Taking an integrated approach to reward and remuneration encompassing a balanced design and pay mix that includes all of the following:
 - Guaranteed pay
 - Incentives pay, rewarding both business performance and individual/team performance
 - Long-term incentives for key executives and senior managers as per the policy guidelines

Consistent with best practices, the Company introduced incentives that are given for both long and short-term goals.

Bonus principles and framework

Bonuses relate to performance against yearly objectives that are consistent with long-term value for shareholders. Individual and corporate performance targets, both financial and sustainability-related, are tailored to the needs of the business and reviewed regularly to ensure they remain appropriate. Performance reviews are conducted monthly for production bonus and twice a year, that is, interim or half-yearly review effective on 1 July and annually on 1 January.

Background

The appropriate overriding conditions for the award of bonuses, such as safety goals/project performance or minimum levels of financial performance, are identified by all line managers and employees when developing performance goals at the beginning of each year. Targets for thresholds expected and stretch targets of performance are robustly set and monitored, and main performance parameters are thereafter disclosed. As a start, the Company has introduced a weighted and balanced bonus scheme. The Board is ultimately responsible for the administration of the Deferred Bonus Plan but may delegate this function to the HR department and/or the CEO.

Variable pay

The individual performance of executive and senior level employees and management is assessed in terms of a balanced scorecard of key performance areas (KPA's) which are derived from existing job descriptions and the corporate scorecard. The KPAs include financial and non-financial measures.

The performance framework provides for scores that total a maximum for each KPA, with the aggregate maximum totalling 100%. The overall (aggregate) score is compared to a five-point rating scale (performance against KPAs) and assessed as follows:

- 111% – 120% – Exceptional (unique and exceptional performance – walking on water)
- 101% – 110% – Above standard (consistently meets, and frequently exceeds, standards)
- 76% – 100% – Standard (consistently meets standards)
- 50% – 75% – Below standard (improvements are needed to meet on target performance)
- 49% and below – performance which is generally unacceptable

The framework and rating scale lends itself to performance assessments of individuals against the "stretch targets". Stretched targets are generally defined as those for which the achievement is only attainable if the individual/team/business addresses more than merely the requirements of the job, instead focusing and committing to added value. This dictates the annual bonuses and are used in annual incentive schemes where the paradigm is to provide for maximum, though relatively balanced, bonuses.

The individual rankings are determined using the balanced scorecard and the Company ranking is then applied in proportions by level to arrive at an individual's bonus percentage.

Calculated bonus percentages are applied to employees' salaries and paid annually to all employees.

Deferred bonus plan (DBP)

Under the current Deferred Bonus Plan, executives of the Company are the only qualifying employees. The deferred bonus was thus implemented through the following guidelines:

- A deferred bonus linked in value to, and matching according to prescribed ratios the value of the actual cash bonus earned and paid out to an individual as the result of the prior year performance
- The prescribed ratios were driven by a balanced rewards strategy pay mix which favoured short-term and long-term incentive reward
- The value of the deferred bonus was linked to the Company share price at the time of the award and a nominal number of share units were calculated at this time for the participant
- On vesting, the value of the cash bonus accruing to an individual was calculated based on the nominal number of shares multiplied by the value of Wesizwe shares at the vesting time
- Vesting occurred in equal thirds by number of shares units on the 3rd, 4th and 5th anniversaries of the award
- The vesting periods are time-based and do not have any other associated conditions

Remuneration paid to Directors and prescribed officers (as at the end of December 2021)

Executive Directors	Number of months	2021				2020			
		Salary R'000	Bonuses R'000	DBP R'000	Total R'000	Salary R'000	Bonuses R'000	DBP R'000	Total R'000
Name									
Zhimin Li	12	3 615	789	452	4 856	3 586	1 067	–	4 653
Feng Tao*	–	–	–	–	–	850	–	–	850
Jianguo Liu*	12	4 200	–	–	4 200	2 550	–	–	2 550
Total		7 815	789	452	9 058	6 986	1 067		8 053

* Feng Tao and Jianguo Liu are foreign secondees. A Financial Director fee is charged for their services to Wesizwe, as per the Service Level Agreement between Wesizwe and CAD Fund.

Non-executive Directors	Number of months	2021			2020		
		Directors' fees R'000	Attendance fees R'000	Total R'000	Directors' fees R'000	Attendance fees R'000	Total R'000
Name							
Dawn Mokhobo		344	1 222	1 566	337	1 127	1 464
James Ngculu		144	786	930	141	857	998
Victor Mabuza		145	854	999	141	791	932
Total		633	2 862	3 495	619	2 775	3 394

Executive Management	Number of months	2021				2020			
		Salary R'000	Bonuses R'000	DBP R'000	Total R'000	Salary R'000	Bonuses R'000	DBP R'000	Total R'000
Name									
Basetsana Ramaboa	12	2 350	462	470	3 282	2 331	511	312	3 154
Vasta Mhlono ⁽¹⁾	9	2 092	437	–	2 529	2 208	520	–	2 728
Jacob Mothomogolo ⁽²⁾	10	3 403	653	806	4 862	3 073	865	524	4 462
Hamlet Morule ⁽³⁾	5	1 494	495	540	2 529	2 494	589	357	3 440
Total		9 339	2 047	1 816	13 202	10 106	2 485	1 193	13 784

⁽¹⁾ Vasta Mhlono resigned effective September 2021.

⁽²⁾ Jacob Mothomogolo resigned effective October 2021.

⁽³⁾ Hamlet Morule resigned effective May 2021.

All remuneration paid to Directors and prescribed officers represents short-term benefits. DBP represents cash-settled vested shares paid.

Cash-settled share-based payment liability	2021 R'000	2020 R'000
Group and Company		
Opening balance	5 943	6 037
Cash-settled share-based liability realised	2 484	(94)
Closing balance	8 427	5 943



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Abrridged Group Financial Statements

Abrridged consolidated statement of financial position

as at 31 December 2021

	Note	2021 R'000	2020 R'000
Assets			
Non-current assets			
Property, plant and equipment	5	15 277 600	11 786 909
Intangible assets		1 461	—
Other financial assets	6	54 256	22 692
Restricted cash	7	94 460	—
		15 427 777	11 809 601
Current assets			
Inventories		763 886	483 407
Other receivables		89 891	437 838
Restricted cash	7	—	81 028
Cash and cash equivalents		374 148	899 406
		1 227 925	1 901 679
Total assets		16 655 702	13 711 280
Equity and liabilities			
Equity			
Stated capital	8	3 425 544	3 425 544
Shareholder's contributions		138 004	—
Mark-to-market reserves		34 971	10 477
Accumulated loss		(376 383)	(351 863)
		3 222 136	3 084 158
Liabilities			
Non-current liabilities			
Interest-bearing borrowings	13	9 725 797	9 292 583
Shareholder's loans	14	1 185 682	—
Lease liability		7 645	7 655
Deferred tax liability	9	398 646	409 278
Mine closure and environmental rehabilitation obligation	10	94 643	42 242
Cash-settled share-based payment liability		8 427	5 943
		11 420 840	9 757 701
Current liabilities			
Trade and other payables		264 081	204 360
Interest-bearing borrowings	13	278 402	65 712
Shareholder's loans	14	1 469 900	599 110
Lease liability		10	9
Taxation	9	333	230
		2 012 726	869 421
Total liabilities		13 433 566	10 627 122
Total equity and liabilities		16 655 702	13 711 280

Abrridged consolidated statement of profit or loss and other comprehensive income

for the year ended 31 December 2021

	2021 R'000	2020 R'000
Operations		
Other income	—	188
Administration expenses	(37 428)	(75 444)
Net operating costs	(37 428)	(75 256)
Finance income and expense		
Finance income	48 431	229 206
Finance expense	(53 141)	(101 121)
(Loss)/profit before tax	(42 138)	52 829
Income tax expense	17 618	(1 047)
(Loss)/profit for the year	(24 520)	51 782
Other comprehensive income		
Items that will not be reclassified to profit or loss		
Gain on fair value movements of equity instrument at FVOCI	31 564	5 470
Income tax relating to fair value movements of equity instrument	(7 070)	(1 225)
Total other comprehensive income	24 494	4 245
Total comprehensive (loss)/income for the year	(26)	56 027
Earnings per share		
Basic and diluted (loss)/earnings per share (cents)	(1.51)	3.18
Headline and diluted headline (loss)/earnings per share (cents)	(1.48)	3.17

Abrridged consolidated statement of changes in equity

for the year ended 31 December 2021

	Stated capital R'000	Shareholder's contributions R'000	Mark-to-market reserves R'000	Accumulated loss R'000	Total R'000
Balance at 1 January 2020	3 425 544	—	6 232	(403 645)	3 028 131
Profit for the year	—	—	—	51 782	51 782
Other comprehensive income	—	—	4 245	—	4 245
Total comprehensive income for the year	—	—	4 245	51 782	56 027
Balance at 31 December 2020	3 425 544	—	10 477	(351 863)	3 084 158
Loss for the year	—	—	—	(24 520)	(24 520)
Other comprehensive income	—	—	24 494	—	24 494
Total comprehensive loss for the year	—	—	24 494	(24 520)	(26)
Shareholder's contribution	—	138 004	—	—	138 004
Balance at 31 December 2021	3 425 544	138 004	34 971	(376 383)	3 222 136

Abrridged consolidated statement of cash flows

for the year ended 31 December 2021

	Note	2021 R'000	2020 Restated* R'000
Cash flows from operating activities			
Cash utilised in operations		(11 869)	(658 166)
Finance income received		3 893	90 863
Finance cost paid		(1 471)	(1 472)
Taxation received		209	227
Taxation paid		(191)	(3 483)
Cash utilised in operating activities		(9 429)	(572 031)
Cash flows from investing activities			
Acquisition of property, plant and equipment		(1 776 385)	(877 197)
Finance cost paid capitalised	13	(362 516)	(535 113)
Purchase of intangible assets		(1 828)	—
Net cash outflow from investing activities		(2 140 729)	(1 412 310)
Cash flows from financing activities			
Interest-bearing borrowings raised	13	—	181 943
Interest-bearing borrowings repaid	13	(338 029)	(80 105)
Shareholder's loan raised	14	1 928 039	599 175
Repayment of lease liability		(9)	(7)
Net cash inflow from financing activities		1 590 001	701 006
Net decrease in cash and cash equivalents		(560 157)	(1 283 335)
Exchange gains on cash and cash equivalents		34 899	55 184
Cash at the beginning of the year		899 406	2 127 557
Cash and cash equivalents at the end of the year		374 148	899 406

* Refer note 20.

Notes to the abridged consolidated financial statements

for the year ended 31 December 2021

1. Reporting entity

Wesizwe Platinum Limited ("Wesizwe" or the "Company") is a company domiciled in the Republic of South Africa. The abridged consolidated financial statements for the year ended 31 December 2021 comprise the Company and its subsidiaries (together referred to as the "Group"). The audited consolidated financial statements of the Group for the year ended 31 December 2021 are available at www.wesizwe.co.za.

2. Statement of compliance

These abridged consolidated financial statements (abridged report) are prepared in accordance with International Financial Reporting Standards (IFRS), the South African Institute of Chartered Accountants Financial Reporting Guides as issued by the Accounting Practices Committee, the Financial Pronouncements as issued by the Financial Reporting Standards Council and the requirements of the Companies Act 71 of 2008, as amended as well as the Johannesburg Stock Exchange (JSE) Listings Requirements. The report is prepared in accordance with IFRS, IAS 34 – Interim Reporting.

The abridged report has been extracted from the complete set of financial statements, but is itself not audited, on which the auditors, SizweNtsalubaGobodo Grant Thornton Inc., have expressed an unqualified audit opinion. A copy of the auditor's report is available for inspection at the Company's registered office.

The financial statements have been prepared under the supervision of the Financial Director, Jianguo Liu.

The Directors of Wesizwe take full responsibility for the preparation of the abridged report and that the financial information has been correctly extracted from the underlying audited annual financial statements.

3. Accounting policies

The accounting policies used to prepare this report are in terms of IFRS and are consistent with those used in the previous annual financial statements.

4. Estimates

The preparation of financial statements in terms of IFRS requires management to use estimates and assumptions that may materially affect the reported amounts of assets and liabilities, as well as income and expenses. These estimates and judgements are based on historical experience, current and expected future economic conditions and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised.

5. Property, plant and equipment

	Mine assets R'000	Other R'000	Total R'000
Balance at 1 January 2020	8 696 770	1 249 419	9 946 189
Additions	1 802 364	47 347	1 849 711
Depreciation	—	(8 991)	(8 991)
Balance at 1 January 2021	10 499 134	1 287 775	11 786 909
Additions	3 394 398	110 986	3 505 384
Depreciation and impairment	—	(14 693)	(14 693)
Balance at 31 December 2021	13 893 532	1 384 068	15 277 600

6. Other financial assets

	2021 R'000	2020 R'000
Listed equity securities*		
Opening balance	22 692	17 222
Gain on fair value adjustments	31 564	5 470
Closing balance	54 256	22 692

* During the 2018 financial year, Royal Bafokeng Platinum Limited (RBPlat) and Platinum Group Metals South Africa Proprietary Limited concluded a transaction of sale in which RBPlat acquired Maseve Investments 11 Proprietary Limited (Maseve), a concentrator plant and surface rights in respect of the immovable property owned by Maseve. Africa Wide Mineral Prospecting and Exploration Proprietary Limited (Africa Wide), a subsidiary of Wesizwe, owned 17.1% of Maseve and other assets forming part of the RBPlat acquisition. Africa Wide received an issue of RBPlat shares as proceeds of sale for its 17.1% of the assets acquired. Wesizwe and Africa Wide disputed the validity of the transaction concluded and commenced with processes for litigious relief. This process was still ongoing in the 2021 financial year.

Investment in equity is measured at fair value in the abridged consolidated statement of financial position. Fair values of the listed shares have been calculated by reference to quoted bid prices in active markets at the reporting date and are categorised within level 1 of the fair value hierarchy. The shares in RBPlat are listed on the JSE, and the Group is satisfied that there is an active market. Transactions takes place with sufficient frequency and volume to provide pricing information on an ongoing basis.

The current investment in equities is not held for trading and the Group has elected to irrevocably designate at fair value through other comprehensive income (FVOCI).

7. Restricted cash

	2021 R'000	2020 R'000
Eskom – connection guarantees	44 828	44 828
Department of Mineral Resources and Energy – rehabilitation obligation	49 632	36 200
Total	94 460	81 028

Call deposits have been encumbered as a result of guarantees issued to certain service providers.

Management's intention was to replace the restricted cash guarantees with insurance guarantees. The final contractual prices quoted for insurance guarantees were significantly higher than initially quoted. Management has decided to rather maintain the existing restricted cash guarantees as the most cost effective option and this has resulted in restricted cash being reclassified from current to non-current assets during the current financial year.

8. Stated capital

	2021 R'000	2020 R'000
Authorised		
2 000 000 000 no par value ordinary shares		
Issued		
1 627 827 058 no par value ordinary shares	3 425 544	3 425 544

Notes to the abridged consolidated financial statements continued

for the year ended 31 December 2021

9. Taxation

9.1 Taxation payable

	2021 R'000	2020 R'000
Opening balance	(230)	(20 411)
South African company tax	(85)	16 925
Taxation paid	191	3 483
Taxation received	(209)	(227)
Closing balance	(333)	(230)

9.2 Deferred tax

	2021 R'000	2020 R'000
Deferred tax liability		
Opening balance	(409 278)	(390 081)
Temporary difference property, plant and equipment	(968 680)	(536 038)
Temporary difference on other financial assets	(7 070)	(1 225)
Temporary difference on provision	14 672	(1 433)
Temporary difference on prepayments	94 787	(66 214)
Increase in lease liability	69	(28)
Movement in unredeemed mining capex	876 854	585 741
Closing balance	(398 646)	(409 278)

10. Mine closure and environmental rehabilitation obligation

This long-term obligation reflects the net present value of closure, restoration, and environmental rehabilitation costs, (including the dismantling and demolition of infrastructure, removal of residual materials and remediation of disturbed areas) of which cash flows is expended at the end of life of the mine. The annual changes can be ascribed to additional disturbances caused during the year and changes in the escalation and discount rates. This estimate is based on the current cost estimate and escalated to the future planned closure date and then discounted at an appropriate rate. The current estimates are based on environmental plans in accordance with current technology, environmental and regulatory requirements and the measurements of an independent professional surveyor.

At the time of establishing the provision, a corresponding asset is recognised that will be depreciated over the future life of the asset to which it relates. The provision is reassessed on an annual basis for changes in cost estimates, discount rates, and escalation rates.

As required by the Department of Mineral Resources and Energy, a deposit of R49.6 million (2020: R36.2 million) is held with a financial institution. This investment has been ceded as security in favour of the guarantees that the bank issued on behalf of the Group. The guarantees have been provided to the Department of Mineral Resources and Energy for the mine closure and environmental rehabilitation.

The discount rate regarded as an appropriate long-term risk-free rate is 7.83% (2020: 6.66%) and the appropriate escalation rate is 6.15% (2020: 2.53%). The current cost rehabilitation estimate is R149.0 million (2020: R137.9 million).

11. Segment reporting

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Group's other components. No segment reporting has been produced as the Group is conducting construction activities in one geological location, which represents its only business activity with no revenue yet.

12. Events after the reporting period

No material events have occurred after the reporting period and up to the date of this report that required further disclosure in these financial statements.

13. Interest-bearing borrowings

	2021 R'000	2020 R'000
Reconciliation of China Development Bank		
Opening balance	9 358 295	8 790 699
Drawdown	—	181 943
Interest accrued	529 375	699 058
Interest repayment	(362 516)	(535 113)
Loan repayment	(338 029)	(80 105)
Realised foreign exchange loss/gain	6 033	(12 747)
Unrealised foreign exchange loss	811 041	314 560
Closing balance	10 004 199	9 358 295
Split between non-current and current portions		
Non-current liabilities	9 725 797	9 292 583
Current liabilities	278 402	65 712
Total	10 004 199	9 358 295

The Group has secured and utilised a US\$650 million loan. The variable interest rate is determined every six months, in advance, at the ruling "six-month LIBOR rate" plus 3.5%. The term of the loan is 15 years from the date of the first drawdown, i.e. January 2014. No capital repayments were due during the first six years.

Repayments in semi-annual instalments over the last nine years of the loan commence at an amount equal to 0.077% of the outstanding balance at the end of the sixth year, after which every instalment increases until the second last payment amounts to 8.5% of the initial outstanding amount. The last instalment repays the total balance.

The interest expense is payable bi-annually. The interest expense is included in the effective interest rate calculation. Instalment payments started during the financial year ended December 2020, as scheduled, with the final payment in 2028.

Notes to the abridged consolidated financial statements continued

for the year ended 31 December 2021

14. Shareholder's loans

	2021 R'000	2020 R'000
Jinchuan Group (Hong Kong) Resources Holdings Limited		
Shareholder's loan ⁽¹⁾	673 783	599 110
Shareholder's loan ⁽²⁾	1 185 682	—
Shareholder's loan ⁽³⁾	796 117	—
Total shareholder's loans	2 655 582	599 110

- ⁽¹⁾ The Group secured a US\$41 million loan in December 2020. The interest is accrued quarterly in advance at the ruling "six-month LIBOR rate" plus 3.5%. The interest and capital is payable by 30 June 2022.
- ⁽²⁾ The Group secured a US\$80 million loan in June 2021. The interest rate is accrued quarterly in arrears at 5% of the amount drawn down. Interest is payable quarterly and the capital is payable by 30 May 2023. A portion of the loan has been recognised as an equity injection as a result of the interest rate form a related party being below-market rates.
- ⁽³⁾ The Group secured a US\$50 million loan in December 2021. The interest accrued is payable quarterly in arrears at 5% of the amount drawn and the capital is payable by 30 June 2022.

	2021 R'000	2020 R'000
Reconciliation of shareholder's loans		
Opening balance	599 110	—
Drawdown	1 928 039	599 175
Interest accrued	88 212	—
Unrealised foreign exchange loss/(gain)	178 225	(65)
Transfer to shareholder's contributions	(138 004)	—
Closing balance	2 655 582	599 110
Split between non-current and current portions		
Non-current liabilities	1 185 682	—
Current liabilities	1 469 900	599 110
Total	2 655 582	599 110

15. Fair values

The fair values together with the carrying amounts shown in the balance are as follows:

		2021		2020	
	Note	Carrying amount R'000	Fair value R'000	Carrying amount R'000	Fair value R'000
Cash and cash equivalents		374 148	374 148	899 406	899 406
Restricted cash	7	94 460	94 460	81 028	81 028
Other receivables*		1 783	1 783	671	671
Investment in equity asset	6	54 256	54 256	22 692	22 692
Trade and other payables*		(222 548)	(222 548)	(161 962)	(161 962)
Shareholder's loans	14	(2 655 582)	(2 655 582)	(599 110)	(599 110)
Interest-bearing borrowings	13	(10 004 199)	(10 317 195)	(9 358 295)	(9 638 134)
Total		(12 357 682)	(12 670 678)	(9 115 570)	(9 395 409)

* Excludes VAT, prepayments and employee cost accruals.

The levels are classified as follows:

- Level 1 – fair value is based on quoted prices in active markets for identical financial assets or liabilities
- Level 2 – fair value is determined using directly observable inputs other than level 1 inputs
- Level 3 – fair value is determined on inputs not based on observable market data

There were no transfers between any of the levels during the year.

Cash and restricted cash, which although carried at amortised cost subsequent to initial recognition, will equal the amount receivable from the third-party financial institutions, thus fair value.

The fair value of other receivables, trade payables and the current portion of interest-bearing borrowings is carried at amortised cost which approximates carrying amounts as the amounts will be received or settled in the short term.

Management established the fair value of loans to subsidiaries using a method consistent with the level 3 hierarchy as unobservable inputs were used. Fair value is determined by discounting the future cash flows at the prime lending rate for six to 20 years depending on the expected payback of the loan. There were no significant inter-relationships between inputs identified and the changing of one unobservable input to reflect reasonably possible alternative assumptions would not change the fair value significantly.

The long-term interest-bearing borrowings are measured using level 2 at amortised cost using the effective interest method.

The fair value of long-term interest-bearing borrowings is measured at market-related contractual interest rates at year end.

Investment in equity assets is measured at fair value using level 1 values obtained directly from the JSE.

16. Headline earnings per share

	2021	2020
The basis of calculation of headline (loss)/earnings and diluted headline (loss)/earnings per share is:		
Attributable (loss)/earnings attributable to ordinary shareholders (R'000)	(24 520)	51 782
Adjustment for:		
Profit on disposal of property, plant and equipment	—	(146)
Impairment of property, plant and equipment	382	—
Headline (loss)/earnings	(24 138)	51 636
Weighted average number of ordinary shares in issue (shares)	1 627 827 058	1 627 827 058
Headline (loss)/earnings and diluted headline (loss)/earnings per share (cents)	(1.48)	3.17

Notes to the abridged consolidated financial statements continued

for the year ended 31 December 2021

17. Capital Commitments

Capital commitments for the next 12 months amounts to R957.0 million (2020: R942.2 million).

18. Dividends

No dividends were declared for the year ended 31 December 2021.

19. Prospects

The updated feasibility study of the Bakubung project was tested by the auditors for an impairment assessment and still continues to yield very encouraging results.

20. Restatement

Restatement of accrued interest in acquisition of property, plant and equipment

In prior year results, unpaid finance costs accrued and capitalised in accordance with IAS 23 "Borrowing Costs" were presented as part of "Acquisition of property, plant and equipment" in the statement of cash flows for the Group.

To correct the error, the line item "acquisition of property, plant and equipment" has been adjusted by the unpaid finance costs accrued, to correctly reflect only such amounts paid in the reporting period. The total amount of interest paid during each of the reporting periods is presented in the statement of cash flows as either those not eligible for capitalisation expensed in profit or loss, or those capitalised as part of property, plant and equipment.

This restatement has no impact on the abridged consolidated statement of financial position and the abridged consolidated statement of profit or loss and other comprehensive income of the Group.

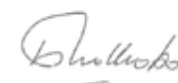
2020	As previously reported R'000	Restatement R'000	Restated R'000
Cash flows from operating activities			
Cash utilised in operations	(506 861)	(151 305) ⁽ⁱ⁾	(658 166)
Finance income received	90 863	—	90 863
Finance cost paid	(1 472)	—	(1 472)
Taxation received	227	—	227
Taxation paid	(3 483)	—	(3 483)
Net cash utilised in operating activities	(420 726)	(151 305)⁽ⁱ⁾	(572 031)
Cash flows from investing activities			
Acquisition of property, plant and equipment	(1 028 502)	151 305 ⁽ⁱ⁾	(877 197)
Finance cost paid capitalised	(535 113)	—	(535 113)
Net cash outflow from investing activities	(1 563 615)	151 305⁽ⁱ⁾	(1 412 310)
Cash flows from financing activities			
Interest-bearing borrowings raised	181 943	—	181 943
Interest-bearing borrowings repaid	(80 105)	—	(80 105)
Shareholder's loan raised	599 175	—	599 175
Repayment of lease liability	(7)	—	(7)
Net cash inflow from financing activities	701 006	—	701 006
Net decrease in cash and cash equivalents	(1 283 335)	—	(1 283 335)
Exchange gains on cash and cash equivalents	55 184	—	55 184
Cash at the beginning of the year	2 127 557	—	2 127 557
Cash and cash equivalents at the end of the year	899 406	—	899 406

⁽ⁱ⁾ Refer to commentary above.

Changes to the Board of Directors

Huigao Guo resigned from the Board with effect from 7 May 2021 and Fugui Qiao was appointed to the Board as a Non-executive Director with effect from 7 May 2021.

By order of the Board:



Dawn Mokhobo
Chairman

11 March 2022

Johannesburg



Zhimin Li
Chief Executive Officer

Sponsor: PSG Capital

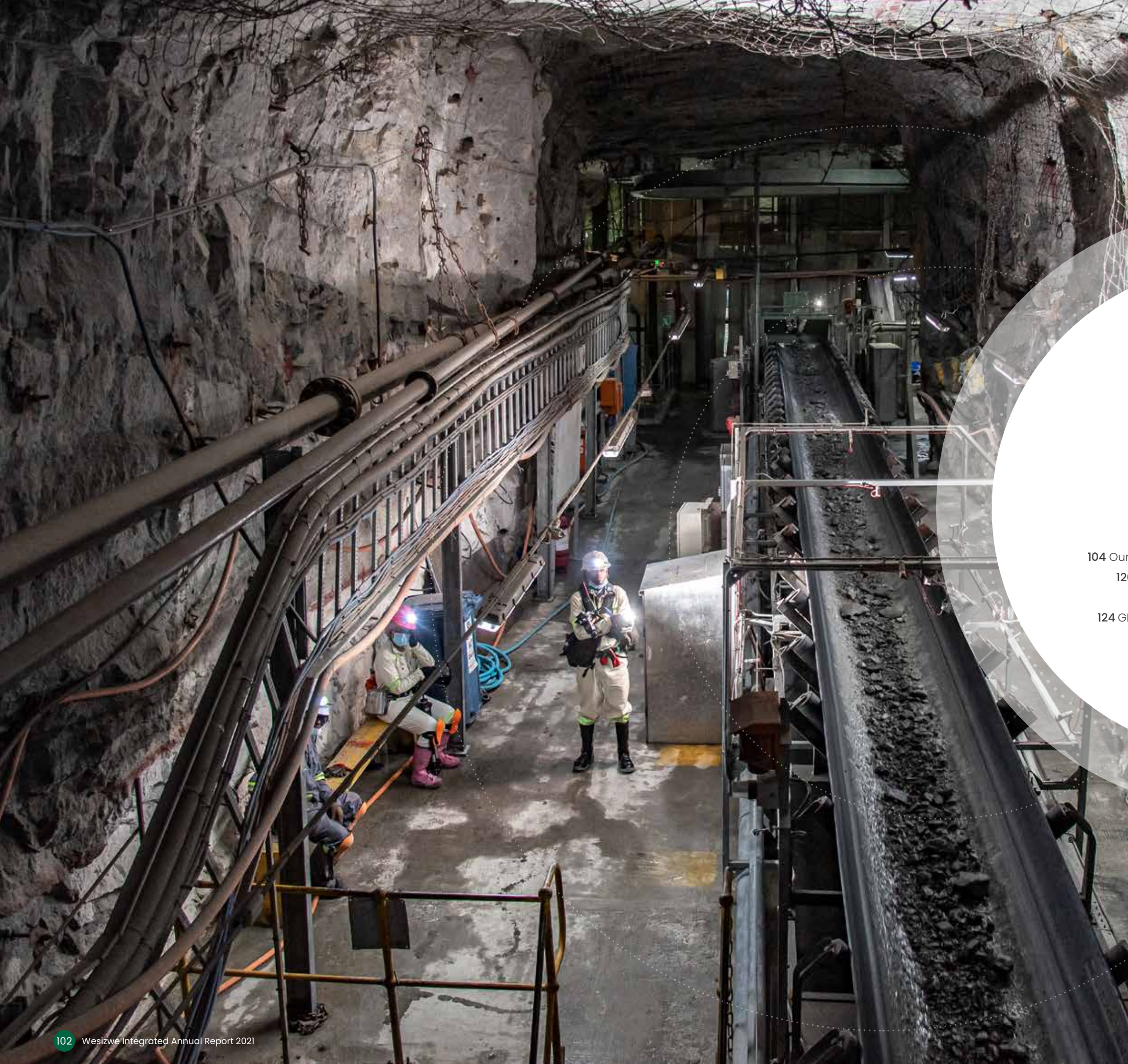
Directors: DNM Mokhobo (Chairman)*, Z Li (Chief Executive Officer)#, J Liu (Finance Director)#, LV Ngculu*, TV Mabuza*, S Pingan**, P Li**, F Qiao **
(* Non-executive, # Chinese)

Company Secretary: Azeyech Consulting Services Proprietary Limited

Registered address:

Wesizwe House
Devcon Park
9 Autumn Road
Rivonia Ext 3, 2128, South Africa

 www.wesizwe.co.za



Annexures to the Report

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- 124 GRI Standards Content Index | 128 Glossary

Competent Persons	
Lead Competent Person and Competent Person: Mineral Reserves Ukwazi Mining Studies (Pty) Ltd (Ukwazi) 2nd Floor, Block D, Southdowns Office Park, 22 Karee Street, Southdowns, Centurion 0157, South Africa Private Bag X691, Bruma 2026, South Africa	Jaco Lotheringen <i>BEng (Mining Engineering) (University of Pretoria)</i> <ul style="list-style-type: none">Engineering Council of South Africa (ECSA) (Registration number: 20030022)Southern African Institute of Mining and Metallurgy (SAIMM) Member (Registration number: 701237)Approximately 24 years' experience in the estimation, assessment and evaluation of relevant Mineral Reserves based on the class of deposit and mining methodology
Competent Person: Mineral Resources Pivot Mining Consultants (Pty) Ltd (Pivot) Island House, Constantia Office Park, Corner 14th Avenue and Hendrik Potgieter Road, Johannesburg 1709, South Africa Private Bag X540, Silverton 0127, South Africa	Ken Lomborg <i>BSc (Hons) (Geology) (University of Cape Town)</i> <i>BCom (University of South Africa)</i> <i>MEng (Mining Engineering) (University of the Witwatersrand)</i> <ul style="list-style-type: none">PrSciNat (Registration number: 400038/01) South African Council for Natural Scientific Professions (SACNASP)Geologist with 36 years' experience in Mineral Resource estimation in PGMs and Chromitite of the Bushveld Complex

Mr Lotheringen and Mr Lomborg are independent of Wesizwe, and have no direct or indirect interests in Wesizwe or BPM. All work completed by Ukwazi for BPM is strictly in return for professional fees and payment for the work is not in any way dependent on the outcome. Mr Lomborg is contracted to Ukwazi. Both Competent Persons have consented to this declaration.

Regulatory compliance

The Mineral Resources and Mineral Reserves were declared in accordance with the guidelines of the South African Code for the Reporting of Exploration Results, Mineral Resources and Mineral Reserves, 2016 Edition (SAMREC Code) with an effective date of 31 December 2021, as required by companies listed on the JSE. The SAMREC Code provides a minimum standard for public reporting of exploration results, Mineral Resources and Mineral Reserves.

This disclosure is supported by a written confirmation from the Lead Competent Person that the information disclosed in this section complies with the SAMREC Code and, where applicable, the relevant Section 12 of the JSE Listings Requirements and that it may be published in the form and context in which it was intended.

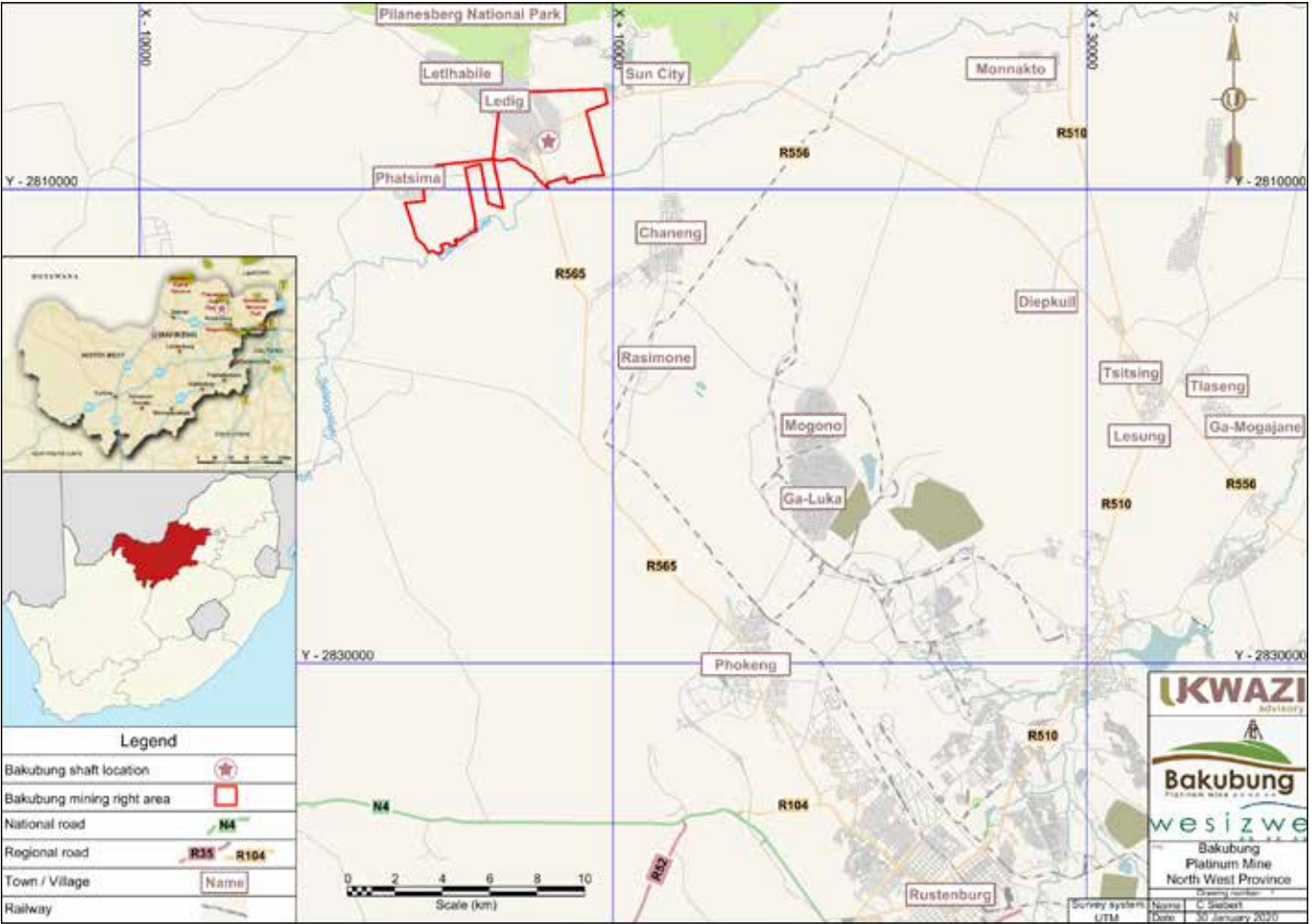
The Competent Person: Mineral Resources is of the opinion that the studies undertaken to estimate and classify the 2021 Mineral Resource are sufficient to confirm that there is a reasonable prospect for eventual economic extraction for the Mineral Resources of the Merensky Reef and UG2 Chromitite layer.

Reporting is subject to the following key criteria:

- The Mineral Resource and Mineral Reserve Statement of 1 June 2021 has been revised and no new or material geological information was gathered
- No further exploration was undertaken during the year and no expenditure was incurred for prospective activities. There is no further exploration planned except for underground prospecting to assist with the refinement of the geological model
- There are no legal proceedings or material conditions that will impact the reporting of the Mineral Resource and Mineral Reserve for 2021 or BPM's ability to continue with mining activities
- The details of the Mineral Resource and Mineral Reserve estimates for Bakubung Minerals are contained in the Competent Persons' report dated 30 July 2021 (effective date of 1 June 2021)

Location

BPM is located approximately 40km north-west of the city of Rustenburg and directly south of the Pilanesberg Alkaline Complex on the Western Limb of the Bushveld Complex as shown in the map below. The mine falls within the jurisdiction of Bojanala Platinum District Municipality and the Rustenburg and Moses Kotane local municipalities.



The mine is located on portions of the farms Ledig and Frischgewaagd. The Elands River forms the southern boundary of the approved mining right area. The mine consists of a single underground operation accessed through a twin vertical shaft system and 6 m diameter raise bore ventilation holes for ventilation purposes. Planned mining operations include extraction of both the Merensky Reef and UG2 Chromitite Layer. The main shaft has a hoisting capacity of approximately 250 ktpm of reef and 15 ktpm of waste. Mining operations will be facilitated through semi-mechanised or hybrid methods using conventional mining methods on the face and mechanised methods for development and rock-handling operations.

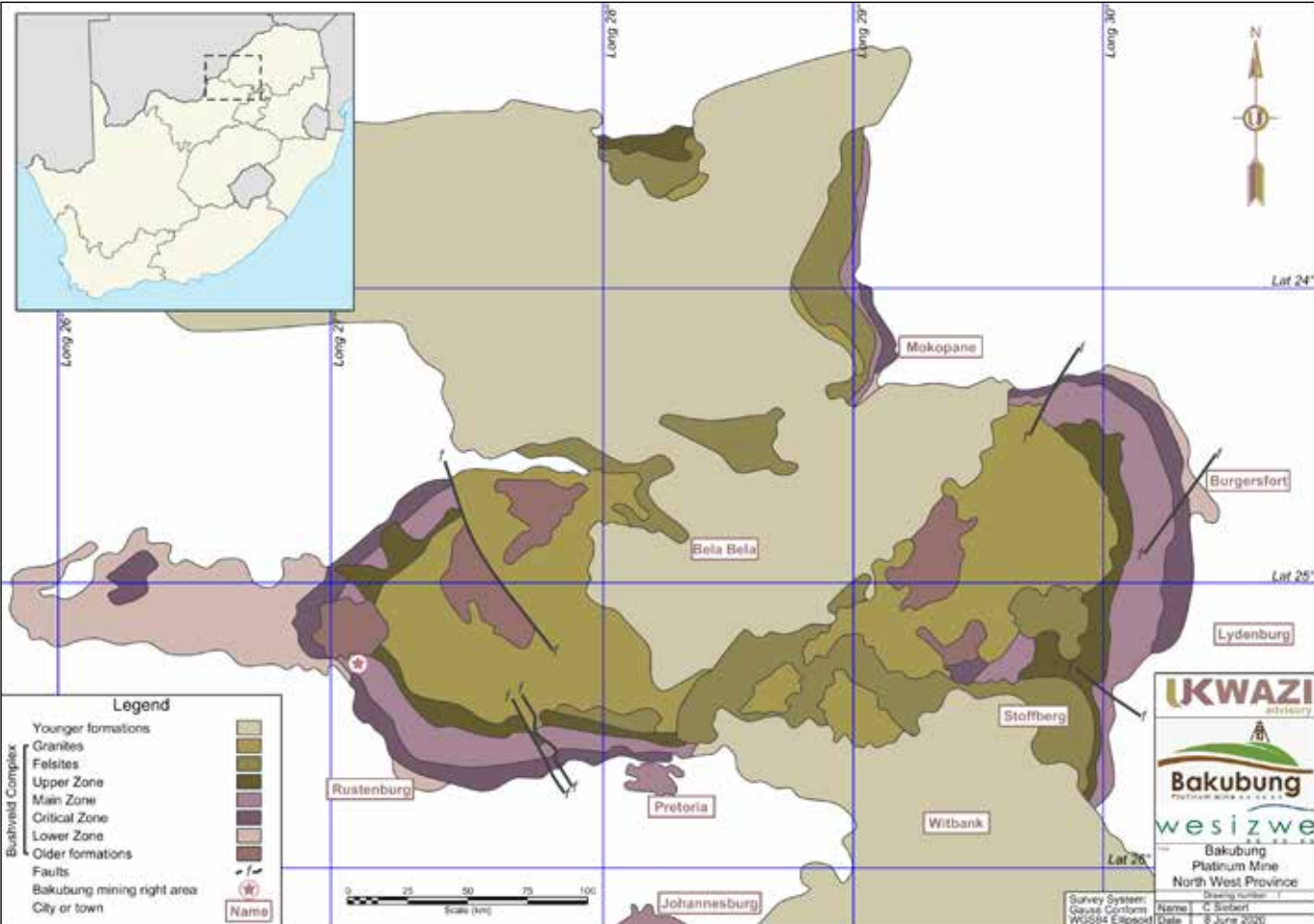
Mining right

A mining right for mining PGMs, gold, silver, nickel, copper, cobalt and chrome was lodged with the DMRE in 2007 and granted under protocol NW30/5/1/2/2/339 MR in terms of Section 23(1) of the MPRDA. The mining right was granted on 25 May 2009 and, unless cancelled or suspended, will continue to be in force for 25 years, ending 24 May 2034. BPM signed a surface lease agreement with the Bakubung Ba Ratheo community to lease Portion 11 (a portion of Portion 4) of the farm Frischgewaagd 96 JQ held under deed of transfer number T362/1984. The lease agreement commenced on the occupation date of 1 April 2010 for 40 years. BPM is also the registered owner of Portion 10 of the farm Mimosa 81 JQ to the extent of approximately 614 hectares. There are no known legal impediments to mining and processing ore from BPM.

Geological setting

The mine is located on the Western Limb of the Bushveld Complex, immediately south of the Pilanesberg Alkaline Intrusion, and underlain by the Merensky Reef and UG2 Chromitite layer of the Critical Zone of the Rustenburg Layered Suite (see figure below). The Bushveld Complex comprises a layered sequence of igneous rocks, known as the Rustenburg Layered Suite, derived from differential crystallisation of multiple magma injections. The mafic-ultramafic layered rocks of the Rustenburg Layered Suite outcrop in five discrete arcuate compartments or limbs of which the Western, Northern and Eastern limbs are the most relevant in exploration and mining for PGMs, and ferrous and base metals. The layering of the mafic to ultramafic rocks of the Rustenburg Layered Suite is remarkably consistent and can be correlated hundreds of kilometres throughout most of the Bushveld Complex.

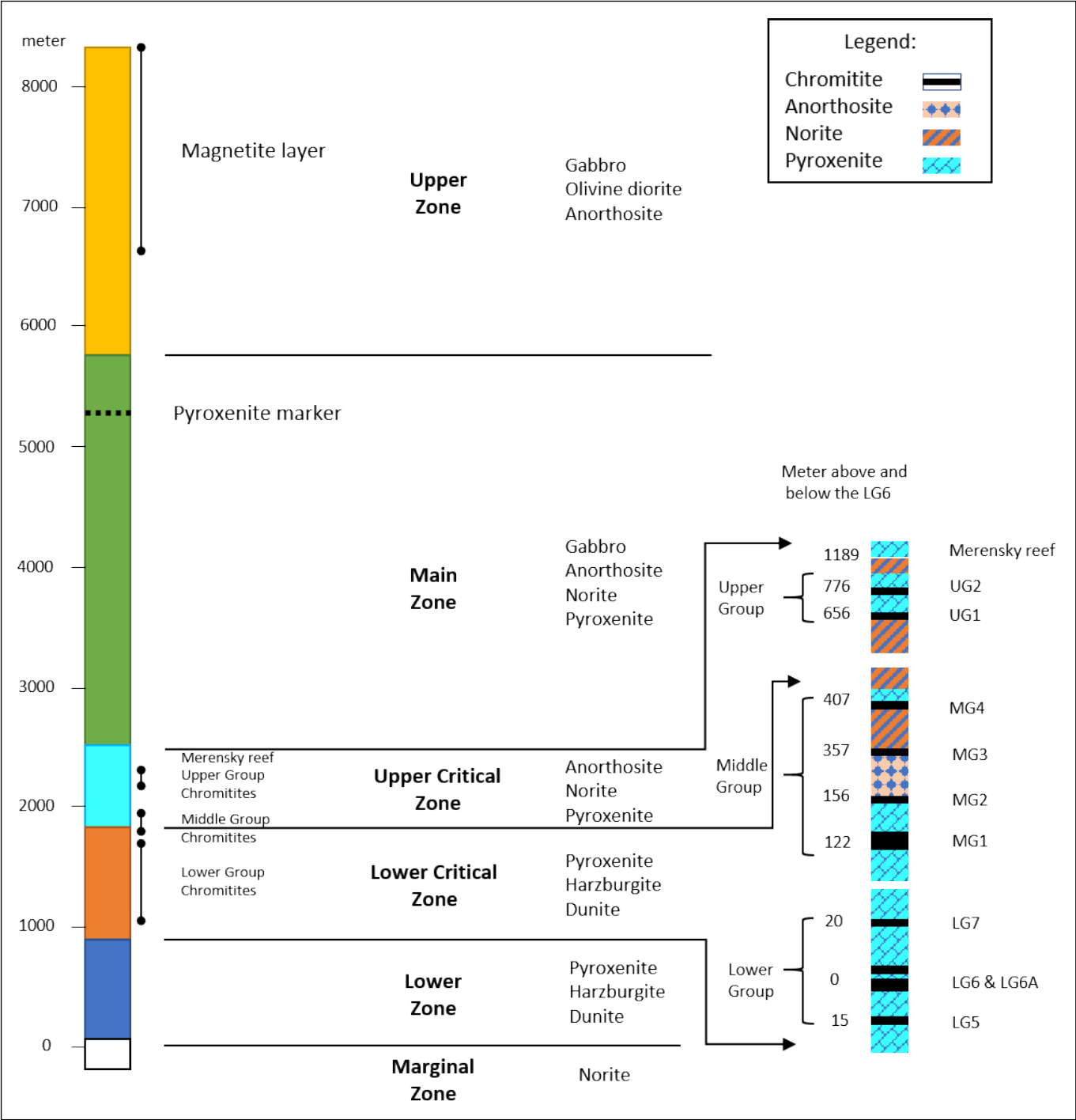
BPM's location within the Bushveld Complex



The Rustenburg Layered Suite (mafic rocks) can be divided into five zones known as the Marginal, Lower, Critical, Main and Upper zones from the base upwards. The mafic-rich Critical Zone hosts the multiple Chromitite and PGM layers. The dominant economic PGM mineralisation, the Merensky Reef and UG2 Chromitite layer occur within the multi-layered norite-pyroxenite-anorthosite-Chromitite Upper Critical Zone and are continuous over tens of kilometres.

The Merensky and UG2 reefs are well developed on the property with the middling distance between the two reef horizons large enough to enable extraction of ore over the largest part of the lease area. These reefs are gently dipping (5°) over considerable portions of the lease area (see figure below), separated vertically between 15 m to 50 m and at depths ranging from 650 metres below surface (mbs) to 850 mbs.

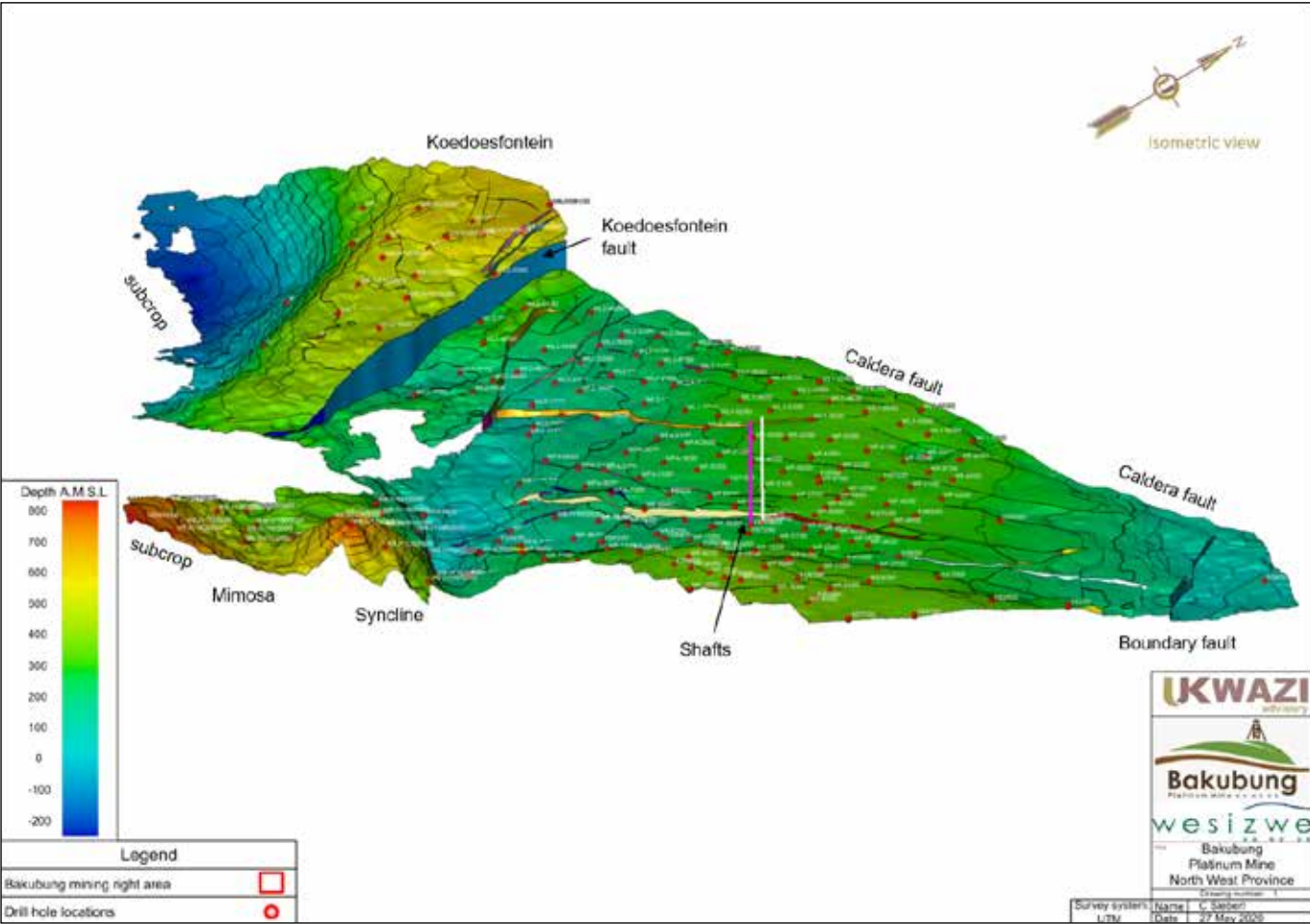
Generalised stratigraphic column of the Bushveld Complex



A comprehensive structural interpretation of the mine and the immediate surrounds were completed based on a three-dimensional (3D) seismic survey and the drill hole intersections. Various disruptions to the reef horizons resulting in geological losses are associated with faults, dykes, mafic intrusions/iron-rich ultramafic pegmatites, potholes, variable paleo-topography and structural discontinuities.

The structural geology of the mining area is mainly characterised by four domains, including the Western, Northern, Southern and Graben territories. Shafts were positioned on the north-central portion of the Graben domain, which is bounded by two sub-vertical fault zones, namely the Shaft fault zone situated at approximately 50 m north from the main shaft and the Elands River fault zone approximately 350 m south of the shaft complex. These two faults have a 075° strike orientation and variable fault throws (see figure below).

Isometric view of the UG2 Chromitite layer structure



Exploration and geology

Historical exploration comprised an extensive drilling programme from October 2004 to April 2008 (172 425 m of exploration drilling from 179 drill holes), a 3D seismic survey by a joint venture including Wesizwe, Anglo American Platinum and Platinum Group Metals in 2007, and downhole geophysics in 2007/2008 for the shaft drill holes. The positions of significant geological discontinuities could be accurately predicted and were accounted for in the mine design.

The drilling campaign was performed professionally with appropriate supervision, quality control and quality assurance protocols. The samples were submitted to suitably accredited laboratories where appropriate assay techniques were used to determine the concentrations of PGMs, gold and base metals. Prior to the estimation, the data was collated and verified with the required quality controls for logging, sampling and assays used.

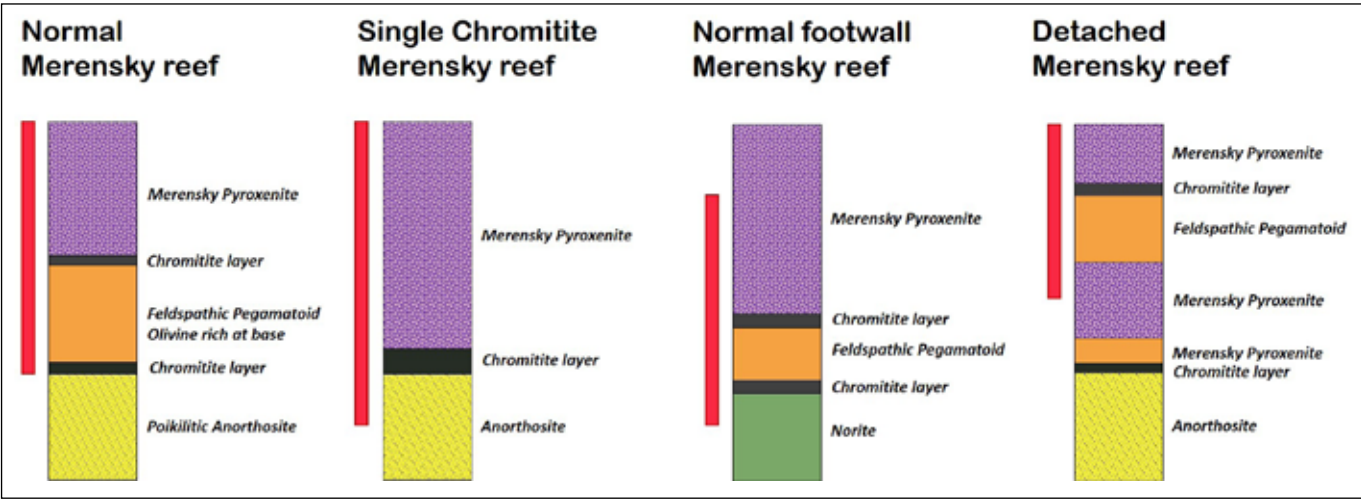
No surface drilling or other exploration is planned in the immediate future. Underground mapping and drilling will assist substantially in providing additional understanding of the geology and mineralisation.

Merensky Reef

Four facies or types of Merensky Reef were identified at the mine: normal Merensky Reef facies, normal footwall Merensky Reef facies, single Chromitite Merensky Reef facies and detached Merensky Reef facies. The distinction of each facies is a combination of the morphology of the Merensky Reef, the grade profile and footwall stratigraphy. Each facies displays a distinct grade profile, requiring selection of the appropriate resource cut for each facies (see the table and figure below). No relationship between true width and grade was determined.

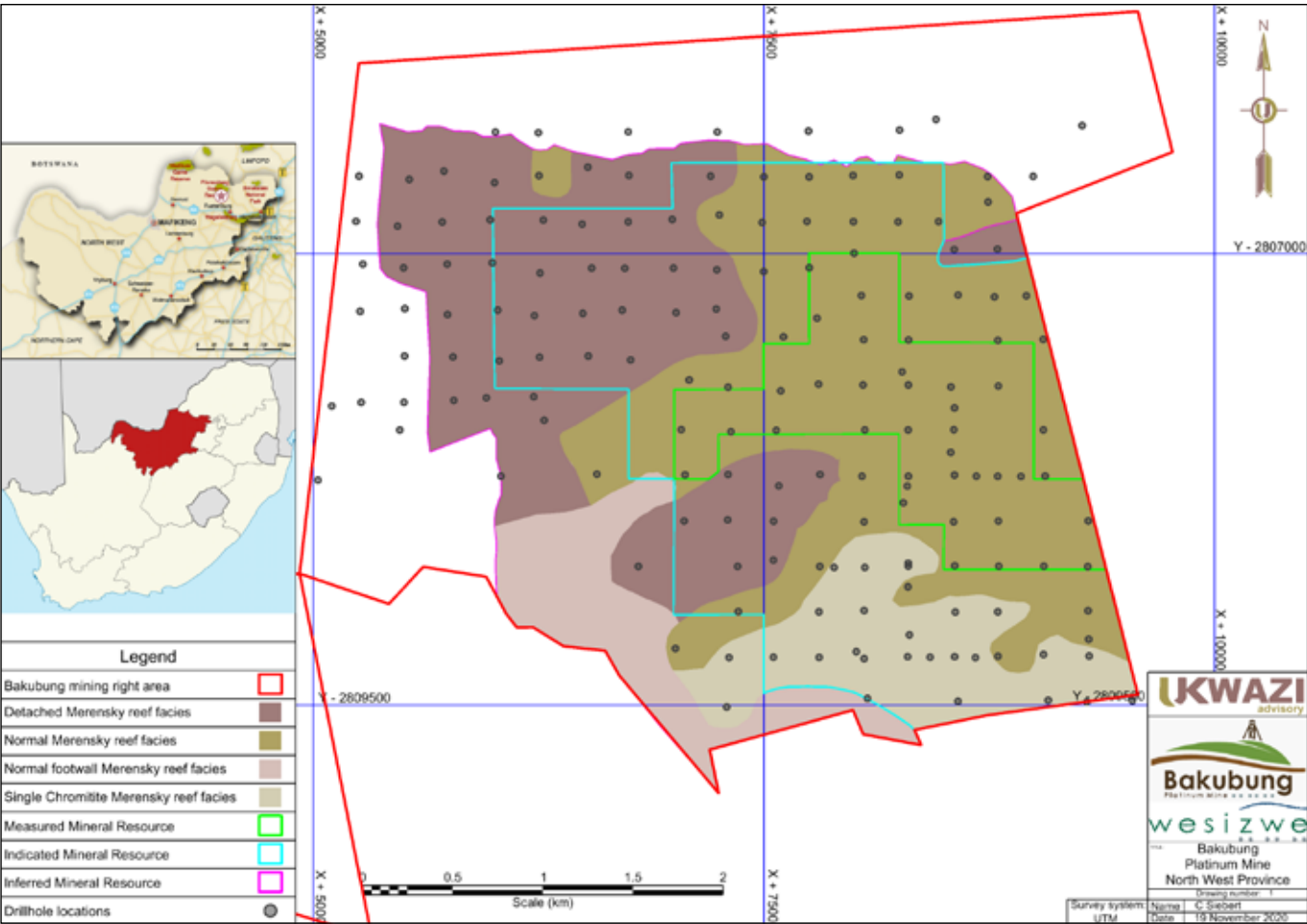
Merensky Reef facies and selected resource cut	
Facies types	Mineral Resource cut description
Normal Merensky Reef facies	Cut is from the bottom reef contact upwards to include the whole Merensky Reef to a maximum of 1.8 m with a minimum cut of 0.9 m
Normal footwall Merensky Reef facies	Cut is from the bottom reef contact with a fixed footwall cut of 0.45 m and a cut above the bottom reef contact of the recognised Merensky Reef unit to a maximum hangingwall cut of 1.35 m and a minimum hangingwall cut of 0.45 m
Single Chromitite Merensky Reef facies	Cut is from the bottom reef contact with a fixed hangingwall cut of 0.25 m and a cut below the bottom reef contact of the recognised Merensky Reef unit to a maximum footwall cut of 1.55 m and a minimum footwall cut of 0.65 m
Detached Merensky Reef facies	Cut is from the top reef contact with a fixed hangingwall cut of 0.35 m and a cut below the top reef contact of the recognised Merensky Reef unit to a maximum footwall cut of 1.45 m and a minimum footwall cut of 0.55 m

Merensky Reef facies types with the location of mineralisation (red vertical bar)



The following plan depicts the Merensky Reef Mineral Resource polygons (projected onto the facies delineation) as classified into Measured Mineral Resource (green outline) and Indicated Mineral Resource (blue outline) categories. All Mineral Resource outside these two blocks, mainly to the west and south, is classified in the Inferred Mineral Resource category (figure below).

Merensky Reef facies and Mineral Resource classification



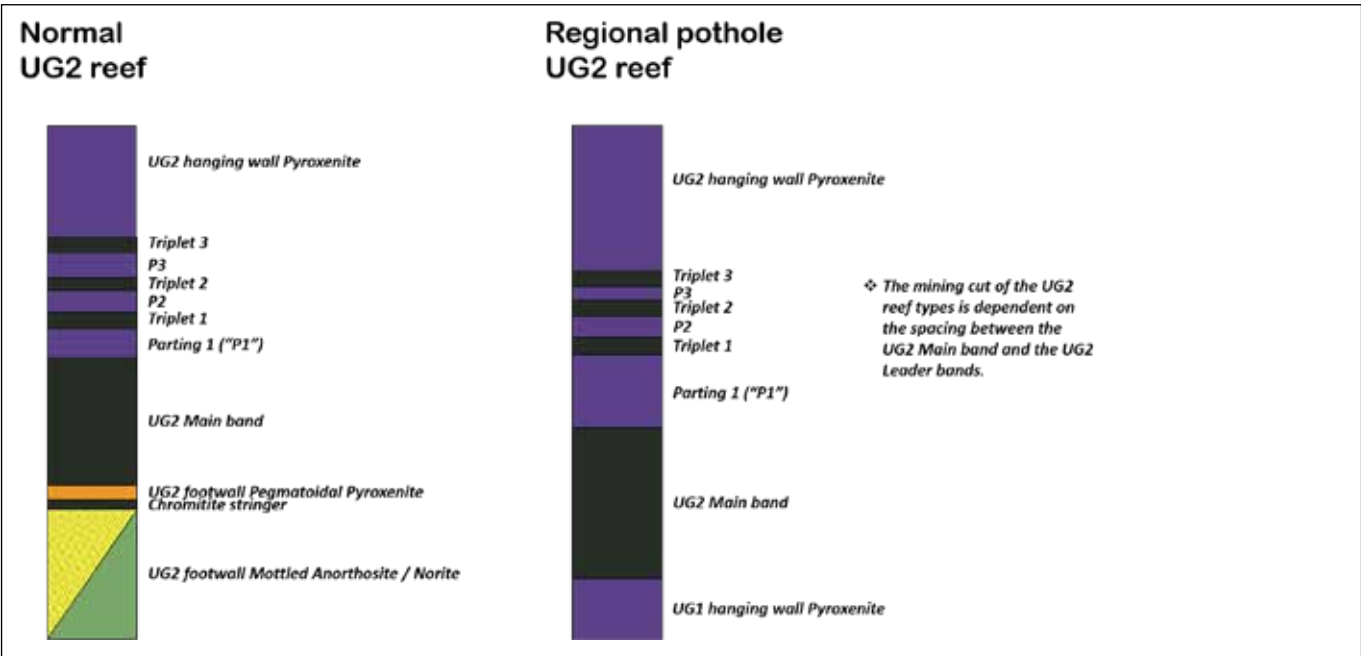
UG2 Chromitite layer

The UG2 Chromitite layer is well-developed with main, leader and hangingwall leader Chromitite layers, and is subdivided into two facies types based on the footwall stratigraphy: normal UG2 Chromitite layer facies and regional pothole UG2 Chromitite layer facies. Typical UG2 chromitite layer facies and resource cuts are depicted in the figure below (UG2 Chromitite layer facies types).

In the selection of the resource cut, appropriate consideration of the practical mining cut (minimum 0.9 m and maximum 1.85 m), the grade (noting that the UG2 Chromitite layer is bottom-loaded) and the geotechnical constraints (a minimum under-cut beam/parting width of 0.5 m) is required (see figure and table below). No relationship between true width and grade was determined.

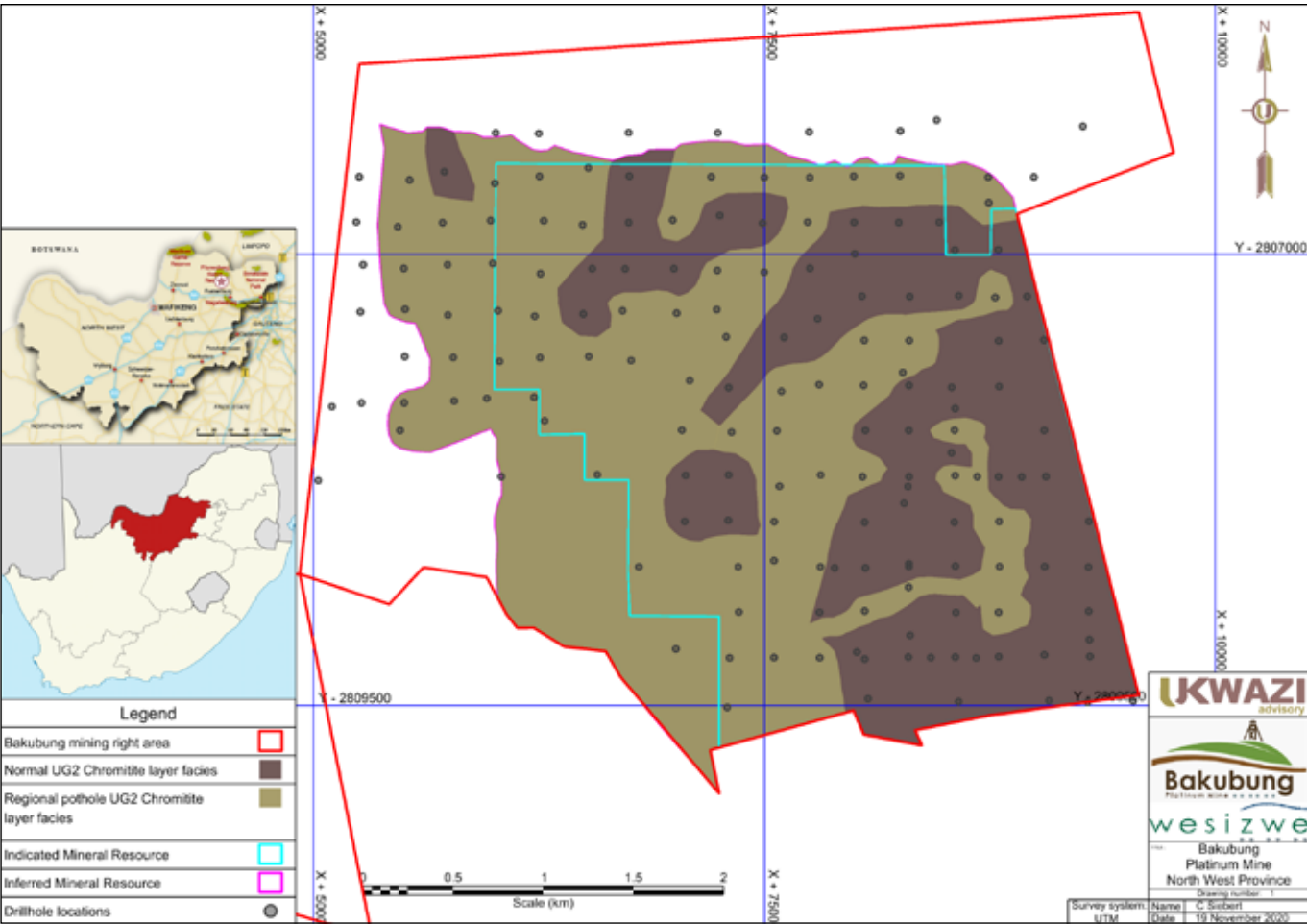
UG2 Chromitite layer selection of resource cuts	
Facies types	Mineral Resource cut description
Normal facies	Minimum cut of 0.90 m and maximum cut of 1.85 m. The cut was restricted by geotechnical constraints considering the requirement of a minimum beam thickness 0.5 m (pyroxenite) to enable undercutting of the UG2 leader bands
Regional pothole facies	Minimum cut of 0.90 m and maximum cut of 1.85 m. The cut was restricted by geotechnical constraints considering the requirement of a minimum beam thickness 0.5 m (pyroxenite) to enable undercutting of the UG2 leader bands

UG2 Chromitite layer facies types



The figure below shows the UG2 Chromitite layer Mineral Resource polygons and facies delineation. There is no Mineral Resource in the Measured Mineral Resource category. Most of the Mineral Resource is classified as Indicated Mineral Resource (blue outline). The Mineral Resource outside of this area is classified as Inferred Mineral Resource.

UG2 Chromitite layer facies and Mineral Resource classification



Mineral Resource estimate

The December 2021 declaration is based on the Mineral Resource estimation completed in June 2021 and the mining depletion during June 2021 to December 2021. No new exploration data was obtained that would warrant a re-estimation.

The Mineral Resource estimate is based on available geological data, including drilling and geophysical structure interpretation. As the drill holes intersected the very shallow dipping reefs (5°), the intersection widths and true widths vary less than 0.5%. Statistical analysis was completed on the composite data grouped by facies type. Each intersection was composited for platinum, palladium, rhodium, gold, copper and nickel concentrations by using the weighting by thickness and density. An analysis of the unit thickness showed little correlation between the concentration and thickness, confirming the use of concentration was appropriate for the Mineral Resource estimate. An assessment of the high-grade composites was completed to determine whether high-grade cutting was required. The assessment results indicated that no high-grade cutting or capping was necessary.

A block size of 125 m x 125 m was selected. The search criteria included an isotropic search volume of 500 m that expanded to 750 m then 1 000 m if the criteria of a minimum of 12 and a maximum of 24 composite data for each block estimate were not met.

A two-dimensional grade estimate was generated for the Merensky Reef and UG2 Chromitite layer. The facies boundaries were treated as soft boundaries as the facies appeared transitional. The Mineral Resource estimation was completed using ordinary kriging for each variable. The estimates are considered robust and representative of the Merensky Reef and UG2 Chromitite layer. Geological losses were determined for each facies type based on the available number of intersections and intersections affected by disruptive geological features. The average geological loss was estimated at 17% and 16% for the Merensky Reef and UG2 Chromitite layer respectively.

All blocks within the Merensky Reef and UG2 Chromitite layer Mineral Resource area are considered to be in the Inferred Mineral Resource category as a minimum and, due to either a lack of data density or the effect of structure, certain blocks within the Merensky normal footwall and detached facies remain in the Inferred Mineral Resource category.

The classification criteria, which previously used Kriging efficiency as a determinant, remained unchanged. The BPM Mineral Resource estimate as at 31 December 2021 is shown in the table below.

BPM Mineral Resource estimate as at 31 December 2021

Reef type		Mineral Resource classification	Tonnage (Mt)	4E Grade (g/t)	4E content contained (Moz)
Merensky	Measured		6.42	6.52	1.34
	Indicated		21.92	5.28	3.72
	Inferred		14.10	4.36	1.97
	Total		42.44	5.16	7.04
UG2	Measured		0.00	0.00	0.00
	Indicated		34.82	4.66	5.21
	Inferred		10.14	4.63	1.51
	Total		44.96	4.65	6.72
Total	Measured		6.42	6.52	1.34
	Indicated		56.74	4.90	8.93
	Inferred		24.24	4.47	3.48
	Total		87.40	4.90	13.76

Notes on the BPM Mineral Resource estimate:

1. The Mineral Resource is quoted inclusive of the Mineral Reserve.
2. Mineral Resources are 100% attributable to Bakubung Minerals.
3. The Mineral Resource is reported as in situ tonnes and grade and allow for (inclusive) geological losses (17% for the Merensky Reef and 16% for the UG2 Chromitite layer).
4. No Mineral Resource is excluded due to cut-off grade (pay limit) considerations.
5. The Mineral Resource is quoted as 4E (platinum, palladium, rhodium and gold) unless otherwise stated.
6. Tonnage estimates are in metric units reported as million tonnes.
7. Rounding off numbers may result in insignificant computational discrepancies.

Comparison with 1 June 2021 Mineral Resource estimate

The comparison between the 31 December 2021 and 1 June 2021 Mineral Resource estimate is shown in the table below.

Mineral Resource comparison

Reef type	Mineral Resource classification	31 December 2021 estimate		1 June 2021 estimate	
		Tonnage (Mt)	4E grade (g/t)	Tonnage (Mt)	4E grade (g/t)
Merensky	Measured	6.42	6.52	6.53	6.52
	Indicated	21.92	5.28	21.92	5.28
	Inferred	14.10	4.36	14.10	4.36
	Total	42.44	5.16	42.55	5.16
UG2	Measured	0.00	0.00	0.00	0.00
	Indicated	34.82	4.66	34.83	4.66
	Inferred	10.14	4.63	10.14	4.63
	Total	44.96	4.65	44.97	4.65
Total	Measured	6.42	6.52	6.53	6.52
	Indicated	56.74	4.90	56.75	4.90
	Inferred	24.24	4.47	24.24	4.47
	Total	87.40	4.90	87.52	4.90

Notes on the BPM Mineral Resource estimate:

1.

The Mineral Resource is quoted inclusive of the Mineral Reserve.
2.

Mineral Resources are 100% attributable to Bakubung Minerals.
3.

The Mineral Resource is reported as in situ tonnes and grade allowing for (inclusive) geological losses (17% for the Merensky Reef and 16% for the UG2 Chromitite layer).
4.

No Mineral Resource is excluded due to cut-off grade (pay limit) considerations.
5.

The Mineral Resource is quoted as 4E (platinum, palladium, rhodium and gold) unless otherwise stated.
6.

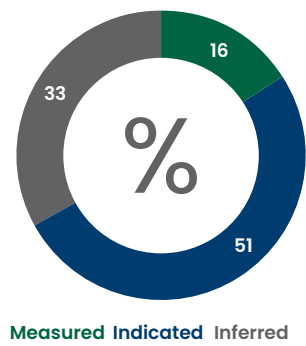
Tonnage estimates are in metric units reported as million tonnes.
7.

Rounding off numbers may result in insignificant computational discrepancies.

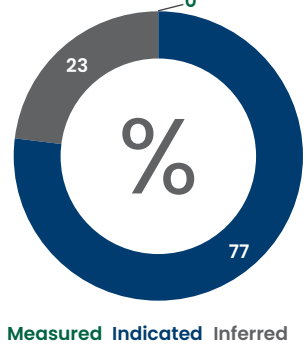
The June 2021 Mineral Resource estimate was depleted by the actual measured production activities, as measured on 31 December 2021. The Mineral Resource grade estimate remained unchanged as the volume and tonnage of measured production was relatively low during the period in relation to the consolidated Mineral Resource estimate.

The figures below depict the breakdown in Mineral Resource classification for the Merensky Reef, UG2 Chromitite layer and on a consolidated basis.

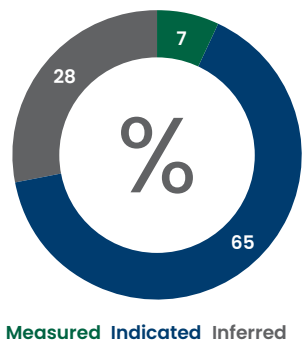
Merensky Reef Mineral Resource classification (tonnage basis)



UG2 Chromitite layer Mineral Resource classification (tonnage basis)



Consolidated Mineral Reserve classification (tonnage basis)



Mineral Reserve

The initial bankable feasibility study was completed in 2009 by TWP Projects (Pty) Ltd, later named WorleyParsons RSA (Pty) Ltd, which conducted subsequent mine optimisation studies in 2014. The current mine design is primarily based on the bankable feasibility study and subsequent optimisation studies as well as some local and regional design updates completed by Ukwazi in 2020 and 2021.

A detailed life of mine plan was completed to declare the Mineral Reserve estimate for the underground operations, based on the geological model used as the basis for the Mineral Resource estimate. Various technical aspects were considered in the mine design and schedule, including the geotechnical parameters, mining methodology, mining sequence, production rates and practical mining considerations. The mining-related modifying factors included various mining recovery factors considered appropriate to declare a Mineral Reserve. A summary of the mining-related modifying factors is shown in the table below.

Summary of mining-related modifying factors

Parameter	Description	Unit	Amount
Geological and mining-related loss	Normal Merensky Reef facies	%	13
	Normal footwall Merensky Reef facies	%	40
	Single Chromitite Merensky Reef facies	%	25
	Detached Merensky Reef facies	%	15
	Normal UG2 facies	%	10
	Regional pothole UG2 facies	%	20
Dilution	Hangingwall overbreak	cm	5
	Footwall overbreak	cm	15
	Re-development/winch beds/fall of ground etc	%	10.8
Quality mining	Reef in foot (RIF) and reef in hang (RIH) loss	%	1
	Off-reef mining allowance	%	0.1
Mine call factor	Merensky Reef	%	96
	UG2 Chromitite layer	%	96

The identified, known geological losses and unmineable areas associated with the geological features were excluded from the mine design, and are therefore not applied as an additional modifying factor. Unknown geological losses and mining-related losses associated with the intersection of geological features were applied as an additional mining-related modifying factor within the mine design. The losses were estimated by the Competent Person: Mineral Resource, and applied per reef type and identified facies type. Based on the mine design and production schedule, the unknown geological loss and mining-related losses resulting from the intersection of geological features were on average 17% and 16% for the Merensky and UG2 reefs respectively.

Planned dilution is defined as the waste material or, in some instances, the surrounding uneconomical mineralised material added during the mining process. Planned dilution consisted of two main sources:

- Stope overbreak dilution consisting of a hangingwall and footwall overbreak allowance over and above the defined resource cut to cater for mining inefficiency during the extraction process
- Additional dilution as a result of redevelopment activities, blasting of winch beds and potential fall-of-ground occurrences

Due to reef variability on the footwall and hangingwall contacts resulting in mining inefficiency during the extraction process, a RIF and RIH allowance of 1% was included. This allowance caters for mineralised material, left behind either in the footwall or hangingwall, that was planned to be extracted as part of the defined resource cut. The basis of estimate for this allowance was based on the completed bankable feasibility study. The Competent Person considers this allowance to be reasonable and in line with mining practices of similar operations.

A mining quality or off-reef mining allowance of 0.1% was included. During mining activities in close proximity to geological features, especially mining around potholes, additional waste material is normally exposed to adequately identify the extremities of the geological feature resulting in unwanted waste dilution. The Competent Person considers this allowance appropriate and in line with industry observations.

The theory of a mine call factor (MCF) is a ratio expressed as a percentage, which the specific product accounted for in recovery plus residue bears to the corresponding product called for by the mine's measuring method. This means that, if a mine's evaluation method is without fault and sampling, assaying and tonnage measurements in the mine and plant are flawless, and no additional losses are identified along the logistics chain, then the MCF should be equal to 100%. The MCF can be viewed as a measure of the efficiency of all the processes in the mine value chain. An MCF of 96% was incorporated in the life of mine production schedules for the Merensky and UG2 reefs in line with industry observed benchmarks.

The main ore body access is facilitated through a vertical shaft system that comprises:

- An 8.5 m-diameter lined main shaft (depth: 825 m) equipped with men, material and rock handling facilities
- A 7.5 m-diameter lined service shaft for men and material (depth: 825 m)

Comparison with 1 June 2021 Mineral Reserve estimate

The comparison between the 31 December 2021 and 1 June 2021 Mineral Reserve estimate is shown in the table below.

Mineral Reserve comparison

Reef type	Mineral Reserve classification	31 December 2021 estimate		1 June 2021 estimate	
		Tonnage (Mt)	4E grade (g/t)	Tonnage (Mt)	4E grade (g/t)
Merensky	Proved	7.6	4.51	7.7	4.51
	Probable	23.5	3.81	23.5	3.81
	Total	31.1	3.98	31.2	3.98
UG2	Proved	0.0	0.00	0.0	0.00
	Probable	38.3	3.40	38.3	3.40
	Total	38.3	3.40	38.3	3.40
Total	Proved	7.6	4.51	7.7	4.51
	Probable	61.8	3.56	61.8	3.56
	Total	69.4	3.66	69.5	3.66

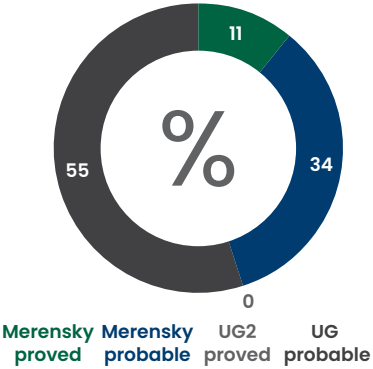
Notes on the BPM Mineral Reserve estimate:

1. The Mineral Reserve is quoted as fully diluted delivered to the plant.
2. The Mineral Reserve contains no converted Inferred Mineral Resource.
3. Mineral Reserves are 100% attributable to Bakubung Minerals.
4. The Mineral Reserve is quoted as 4E (platinum, palladium, rhodium and gold).
5. The Mineral Resource to Mineral Reserve conversion was undertaken according to the SAMREC Code criteria by applying technical and economic modifying factors.
6. The conversion process recognised planned (ASGs, raises, winch beds, etc) and unplanned (over break, fall of ground, scaling, etc) dilution and mining losses such as the different stability pillar types and off-reef mining.
7. Tonnage estimates are in metric units reported as million tonnes.
8. Rounding of numbers may result in insignificant computational discrepancies.

The variance in the estimated Mineral Reserve compared to the June 2021 estimate was due to mining depletion during the period from June 2021 to December 2021. Actual production during the same period was measured at approximately 135 kt of Merensky ore and approximately 5 kt of UG2 Chromitite ore.

The figure below depicts the breakdown in Mineral Reserve classification for the Merensky Reef and UG2 Chromitite layer.

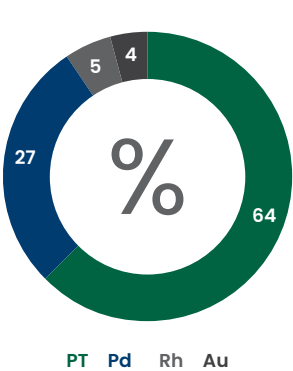
Mineral reserve classification (tonnage basis)



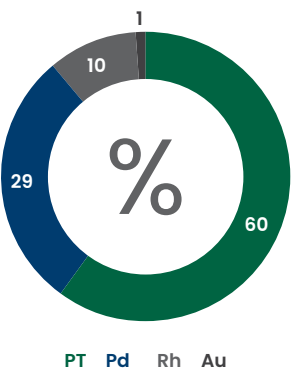
Prill split

The figures below depict the 4E (3PGE+Au) prill splits for the Merensky Reef, UG2 and consolidated prill split for the estimated Mineral Reserve.

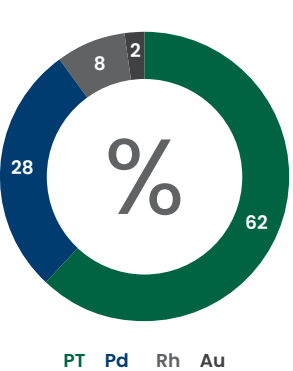
Merensky Reef prill split



UG2 Chromitite layer prill split



Prill split (consolidated basis)



Risks

The risks associated with the Mineral Resource and Mineral Reserve are summarised in the table below.

Summary of risks associated with the Mineral Resource and Mineral Reserve estimation	
Risk description	Overall risk
Geology and Mineral Resources	
Significant variance in Mineral Resource tonnage estimate	Low
Mineral Resource grade variation	Low
Significant variance in geological losses	Low
Significant change in the geological model/structure on mining	Low
Geotechnical engineering	
Inadequate multi-reef stoping strategy for narrow middlings	High
Inappropriate use of uniaxial compressive strength tests and absence of elastic rock mass properties	Low
Ineffective delineation of ground control districts	High
Mining engineering	
Variation in Mineral Reserve tonnage estimate	Low
Mineral Reserve grade variation	Low
Additional losses due to the intersection of geological features	Medium
Metallurgy and processing	Low to medium
Infrastructural	Medium to high
Environmental	Medium
Marketing and logistics	Low to high

Independent Assurance Practitioner’s Limited Assurance Report on selected key performance indicators

To the Directors of Wesizwe Platinum Limited

Report on selected key performance indicators

We have undertaken a limited assurance engagement on selected key performance indicators (KPIs), as described below, and presented in the 2021 Integrated Report of Wesizwe Platinum Limited (Wesizwe) for the year ended at 31 December 2021 (the Report). This engagement was conducted by a team of assurance specialists with relevant experience in sustainability Reporting.

Subject matter

We have been engaged to provide a limited assurance conclusion in our report on the following selected KPIs. The selected KPIs described below have been prepared in accordance with Wesizwe’s reporting criteria and the scope of coverage includes all of Wesizwe’s operations for the 2021 financial year.

Category	Selected KPIs
Environmental	<ul style="list-style-type: none"> Scope 1 CO₂ emissions Scope 2 CO₂ emissions Electricity used Water used for primary and non-primary activities Total waste recycled and disposed to hazardous landfill site
Social economic	<ul style="list-style-type: none"> Rand value spent on approved SLP LED projects Number of complaints reported
Safety	<ul style="list-style-type: none"> Employee and contractor lost-time injury frequency rate (LTIFR) Fatality free shift Total injuries Medical treatment cases Serious injury frequency rate (SIFR) Lost-time injuries
Health and wellness	<ul style="list-style-type: none"> Number of new Noise-Induced Hearing Loss (NIHL) cases diagnosed HIV – total number of tests performed (employee and contractors) Covid-19 – total number of tests and cases Tuberculosis (TB): number of employees and contractors who tested positive (TB reported cases)
Human resources (Including HRD)	<ul style="list-style-type: none"> Total number of employees (permanent and non-permanent) by race, gender, job grade as per EE Act, Mining Charter Employment Equity requirements Number of people who attended core business training Number of people who attended portable skills training Number of bursars – external

Directors’ responsibilities

The Directors are responsible for the selection, preparation, and presentation of the selected KPIs in accordance with Wesizwe’s reporting criteria. This responsibility includes the identification of stakeholders and stakeholder requirements, material issues, commitments with respect to sustainability performance and design, implementation, and maintenance of internal control relevant to the preparation of the Report that is free from material misstatement, whether due to fraud or error. The Directors are also responsible for determining the appropriateness of the measurement and reporting criteria in view of the intended users of the selected KPIs and for ensuring that those criteria are publicly available to the Report users.

Inherent limitations

Non-financial performance information is subject to more inherent limitations than financial information, given the characteristics of the subject matters and the methods used for determining, calculating, sampling, and estimating such information. The absence of a significant body of established practice on which to draw allows for the selection of certain different but acceptable measurement techniques.

Further, because of the test nature and other inherent limitations of an audit, together with the inherent limitations of internal control, there is an unavoidable risk that some, even material, misstatements may not be detected, even though the audit is properly planned and performed in accordance with the International Standard on Assurance Engagements, (ISAE) 3000 (revised). Where the information relies on the factors derived by the independent third parties, our assurance work would not include an examination of the derivation of those factors and other third-party information.

Our independence and quality control

We have complied with the independence and all other ethical requirements of the *International Code of Ethics for Professional Accountants (including International Independence Standards)* issued by the International Ethics Standards Board for Accountants, which is founded on fundamental principles of integrity, objectivity, professional competence and due care, confidentiality, and professional behaviour.

SNG Grant Thornton applies the International Standard on Quality Control 1 and accordingly maintains a comprehensive system of quality control including documented policies and procedures regarding compliance with ethical requirements, professional standards, and applicable legal and regulatory requirements.

Auditor’s responsibility

Our responsibility is to express a limited assurance conclusion on the selected KPIs based on the procedures we have performed and the evidence we have obtained. We conducted our assurance engagement in accordance with the International Standard on Assurance Engagements (ISAE) 3000 (Revised), *Assurance Engagements other than Audits or Reviews of Historical Financial Information*, issued by the International Auditing and Assurance Standards Board. That Standard requires that we plan and perform our engagement to obtain limited assurance about whether the selected KPIs are free from material misstatement.

A limited assurance engagement undertaken in accordance with ISAE 3000 (Revised) involves assessing the suitability in the circumstances of Wesizwe’s use of its reporting criteria as the basis of preparation for the selected KPIs, assessing the risks of material misstatement of the selected KPIs whether due to fraud or error, responding to the assessed risks as necessary in the circumstances, and evaluating the overall presentation of the selected KPIs. A limited assurance engagement is substantially less in scope than a reasonable assurance engagement in relation to both risk assessment procedures, including an understanding of internal control, and the procedures performed in response to the assessed risks. The procedures we performed were based on our professional judgement and included inquiries, observation of processes followed, inspection of documents, analytical procedures, evaluating the appropriateness of quantification methods and reporting policies, and agreeing or reconciling with underlying records.

Given the circumstances of the engagement, in performing the procedures listed above we:

- Interviewed management and senior executives to obtain an understanding of the internal control environment, risk assessment process and information systems relevant to the integrated reporting process
 - Inspected documentation to corroborate the statements of management and senior executives in our interviews
 - Tested the processes and systems to generate, collate, aggregate, monitor and report the selected KPIs
 - Performed a controls walkthrough of identified key controls
 - Inspected supporting documentation on a sample basis and performed analytical procedures to evaluate the data generation and reporting processes against the reporting criteria

- Evaluated the reasonableness and appropriateness of significant estimates and judgments made by the directors in the preparation of the selected KPIs
 - Evaluated whether the selected KPIs presented in the Report are consistent with our overall knowledge and experience of sustainability management and performance at Wesizwe.

The procedures performed in a limited assurance engagement vary in nature and timing and are less in extent than for a reasonable assurance engagement. As a result, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had we performed a reasonable assurance engagement. Accordingly, we do not express a reasonable assurance opinion about whether Wesizwe’s selected KPIs have been prepared, in all material respects, in accordance with the accompanying Wesizwe’s reporting criteria.

Limited assurance conclusion

Based on the procedures we have performed and the evidence we have obtained, *subject to the inherent limitations outlined elsewhere in this report*, nothing has come to our attention that causes us to believe that the selected KPIs as set out in the Subject Matter paragraph above for the year ended at 31 December 2021 are not prepared, in all material respects, in accordance with the reporting criteria.

Other matters

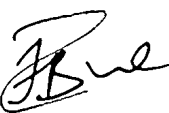
The information relating to the prior reporting periods has not been subject to assurance procedures in the current year.

Our report includes the provision of limited assurance on Scope 1 CO₂ emissions. We were previously not required to provide assurance on these selected KPIs.

The maintenance and integrity of Wesizwe’s website is the responsibility of Wesizwe’s management. Our procedures did not involve consideration of these matters and, accordingly, we accept no responsibility for any changes to either the information in the Report or our independent limited assurance report that may have occurred since the initial date of its presentation on Wesizwe’s website.

Restriction of liability

Our work has been undertaken to enable us to express a limited assurance conclusion on the selected KPIs to the Directors of Wesizwe in accordance with the terms of our engagement, and for no other purpose. We do not accept or assume liability to any party other than Wesizwe, for our work, for this report, or for the conclusion we have reached.



Fikile Zwane CA (SA), RA
SizweNtsalubaGobodo Grant Thornton
Director

Registered Auditor

19 April 2022

Shareholder Register Analysis

Shareholder spread	Number of shareholders	% of total shareholding	Number of shares	% of issued share capital
0 – 1 000	9 186	67.05	1 452 482	0.09
1 001 – 10 000	2 300	16.79	8 871 503	0.54
10 001 – 100 000	1 571	11.47	58 056 428	3.57
100 001 – 1 000 000	546	3.99	168 758 481	10.37
Over 1 000 000	95	0.69	1 390 688 164	85.43
Total	13 698	100.00	1 627 827 058	100.00

Distribution of shareholders

Close corporations	36	0.26	3 208 129	0.20
Custodians	1	0.01	66 666	0.00
Foundations and charitable funds	2	0.01	20 000	0.00
Insurance companies	1	0.01	217 021	0.01
Investment partnerships	23	0.17	22 944 633	1.41
Managed funds	20	0.15	49 748 874	3.06
Private companies	92	0.67	160 855 454	9.88
Public companies	5	0.04	944 499 601	58.02
Retail shareholders	13 320	97.24	370 745 856	22.78
Retirement benefit funds	9	0.07	1 003 292	0.06
Scrip lending	1	0.01	10 805	0.00
Stockbrokers and nominees	22	0.16	35 848 828	2.20
Trusts	165	1.20	38 655 449	2.37
Unclaimed scrip	1	0.01	2 450	0.00
Total	13 698	100.00	1 627 827 058	100.00

Shareholder type	Number of shareholders	% of total shareholding	Number of shares	% of issued share capital
Non-public shareholders	1	0.01	5 795 888	0.36
Directors and associates	1	0.01	5 795 888	0.36
Beneficial shareholders > 10%	2	0.01	944 372 302	58.01
Rustenburg Platinum Mines Limited	1	0.01	211 850 125	13.01
China-Africa Jinchuan Inv Ltd	1	0.01	732 522 177	45.00
Public shareholders	13 695	99.98	677 658 868	41.63
Total	13 698	100.00	1 627 827 058	100.00

Beneficial shareholders with a holding greater than 3% of the issued shares

China-Africa Jinchuan Inv Ltd	732 522 177	45.00
Rustenburg Platinum Mines Limited	211 850 125	13.01
Micawber 809 (Pty) Limited	97 362 283	5.98
Africa Continental Resources Venture	73 630 000	4.52
Total	1 115 364 585	68.52

Total number of shareholdings	13 698
Total number of shares in issue	1 627 827 058

Issued capital	1 627 827 058
Total certificated holdings	837 313 880
Total dematerialised holdings	790 513 178
Total	1 627 827 058



GRI Standards Content Index

Wesizwe has reported the information cited in this GRI content index for the period from 1 January to 31 December 2021 with reference to the GRI Standards. We have used GRI 1: Foundation 2021.

GRI Standard	Disclosure	Pages
GRI 2: General Disclosures 2021	2-1 Organisational details	4 – 5 and inside back cover
	2-2 Entities included in the organisation's sustainability reporting	4 – 5
	2-3 Reporting period, frequency and contact point	Inside front cover and 1
	2-4 Restatements of information	93 and 100
	2-5 External assurance	1 and 120 – 121
	2-6 Activities, value chain and other business relationships	4 – 5
	2-7 Employees	41
	2-8 Workers who are not employees	41
	2-9 Governance structure and composition	60 and 66
	2-10 Nomination and selection of the highest governance body	69 and 79 – 80
	2-11 Chair of the highest governance body	2, 3, 8, 66 and 69
	2-12 Role of the highest governance body in overseeing the management of impacts	60
	2-13 Delegation of responsibility for managing impacts	68
	2-14 Role of the highest governance body in sustainability reporting	74 and 77
	2-15 Conflicts of interest	63 – 64, 66 and 69
	2-16 Communication of critical concerns	20, 68 and 81
	2-17 Collective knowledge of the highest governance body	66 and 69
	2-18 Evaluation of the performance of the highest governance body	68 and 77
	2-19 Remuneration policies	84
	2-20 Process to determine remuneration	84 – 87
	2-21 Annual total compensation ratio	84 and 86
	2-22 Statement on sustainable development strategy	32 – 33 and 74
	2-23 Policy commitments	42, 45, 50, 52, 60 – 61 and 63 – 64
	2-24 Embedding policy commitments	42, 45, 50, 52, 60 – 61 and 63 – 64
	2-25 Processes to remediate negative impacts	2, 21, 23 – 27, 35, 39, 47 – 48, 54 – 57, 62 and 115 – 116
	2-26 Mechanisms for seeking advice and raising concerns	43, 50, 60, 64, 68 and 73
	2-27 Compliance with laws and regulations	1, 18, 20 – 21, 23 – 25, 32, 47, 54 – 57, 60, 62 – 64, 69, 72, 77, 81 and 104
	2-28 Membership associations	28, 43 and 104
	2-29 Approach to stakeholder engagement	28 – 29, 50, 65, 71 and 73
	2-30 Collective bargaining agreements	43
GRI 3: Material Topics 2021	3-1 Process to determine material topics	1
	3-2 List of material topics	61
	3-3 Management of material topics	61
GRI 201: Economic Performance 2016	201-1 Direct economic value generated and distributed	12 – 13, 34 – 35 and 90 – 101
	201-2 Financial implications and other risks and opportunities due to climate change	4, 19, 35, 55 and 74
	201-3 Defined benefit plan obligations and other retirement plans	45, 80 and 85
	201-4 Financial assistance received from government	Wesizwe does not receive any financial assistance from government.

GRI Standard	Disclosure	Pages
GRI 202: Market Presence 2016	202-1 Ratios of standard entry level wage by gender compared to local minimum wage	42 and 45
	202-2 Proportion of senior management hired from the local community	42
GRI 203: Indirect Economic Impacts 2016	203-1 Infrastructure investments and services supported	50 – 51
	203-2 Significant indirect economic impacts	12 – 13 and 50
GRI 204: Procurement Practices 2016	204-1 Proportion of spending on local suppliers	12 – 13
GRI 205: Anti-corruption 2016	205-1 Operations assessed for risks related to corruption	64
	205-2 Communication and training about anti-corruption policies and procedures	64
	205-3 Confirmed incidents of corruption and actions taken	64
GRI 206: Anti-competitive Behaviour 2016	206-1 Legal actions for anti-competitive behaviour, anti-trust and monopoly practices	There are no legal proceedings or material conditions that will impact the reporting of the Mineral Resource and Mineral Reserve for 2021 or BPM's ability to continue with mining activities.
GRI 207: Tax 2019	207-1 Approach to tax	24, 35, 55 and 65
	207-2 Tax governance, control and risk management	65
	207-3 Stakeholder engagement and management of concerns related to tax	35 and 55
	207-4 Country-by-country reporting	Not applicable
GRI 301: Materials 2016	301-1 Materials used by weight or volume	Data is not available at this stage.
	301-2 Recycled input materials used	56
	301-3 Reclaimed products and their packaging materials	56
GRI 302: Energy 2016	302-1 Energy consumption within the organisation	54
	302-2 Energy consumption outside of the organisation	We do not report on energy consumption outside our control but emanating from our products or activities at this stage.
	302-3 Energy intensity	Data is not available at this stage.
	302-4 Reduction of energy consumption	54
	302-5 Reductions in energy requirements of products and services	54
GRI 303: Water and Effluents 2018	303-1 Interactions with water as a shared resource	50 – 51 and 56
	303-2 Management of water discharge-related impacts	39 and 56
	303-3 Water withdrawal	56
	303-4 Water discharge	56
	303-5 Water consumption	56
GRI 304: Biodiversity 2016	304-1 Operational sites owned, leased, managed in, or adjacent to, protected areas and areas of high biodiversity value outside protected areas	57
	304-2 Significant impacts of activities, products and services on biodiversity	57
	304-3 Habitats protected or restored	57
	304-4 IUCN Red List species and national conservation list species with habitats in areas affected by operations	57

GRI Standard	Disclosure	Pages
GRI 305: Emissions 2016	305-1 Direct (Scope 1) GHG emissions	55
	305-2 Energy indirect (Scope 2) GHG emissions	12 – 13 and 55
	305-3 Other indirect (Scope 3) GHG emissions	We do not report on emissions outside our control but emanating from our products or activities (scope 3) at this stage.
	305-4 GHG emissions intensity	Not applicable
	305-5 Reduction of GHG emissions	We plan to identify our potential physical impacts on climate change and introduce appropriate change management measures. We are also planning to implement an energy and carbon management reporting tool to improve our performance in saving energy and reducing carbon emissions. When BPM is fully operation for a year, we will be able to set targets in terms of baseline data.
	305-6 Emissions of ozone-depleting substances (ODS)	Not applicable
	305-7 Nitrogen oxides (NOx), sulphur oxides (SOx) and other significant air emissions	55
GRI 306: Waste 2020	306-1 Waste generation and significant waste-related impacts	56
	306-2 Management of significant waste-related impacts	56
	306-3 Waste generated	Data is not available at this stage.
	306-4 Waste diverted from disposal	56
	306-5 Waste directed to disposal	Data is not available at this stage.
GRI 308: Supplier Environmental Assessment 2016	308-1 New suppliers that were screened using environmental criteria	Not applicable
	308-2 Negative environmental impacts in the supply chain and actions taken	Not applicable
GRI 401: Employment 2016	401-1 New employee hires and employee turnover	42
	401-2 Benefits provided to full-time employees that are not provided to temporary or part-time employees	45
	401-3 Parental leave	Not applicable
GRI 402: Labour/ Management Relations 2016	402-1 Minimum notice periods regarding operational changes	Not applicable
GRI 403: Occupational Health and Safety 2018	403-1 Occupational health and safety management system	47 – 48 and 65
	403-2 Hazard identification, risk assessment and incident investigation	26 – 27
	403-3 Occupational health services	48
	403-4 Worker participation, consultation, and communication on occupational health and safety	47 – 48
	403-5 Worker training on occupational health and safety	24 – 25, 44 – 45 and 47
	403-6 Promotion of worker health	48 and 73
	403-7 Prevention and mitigation of occupational health and safety impacts directly linked by business relationships	47 – 48
	403-8 Workers covered by an occupational health and safety management system	46 – 47
	403-9 Work-related injuries	12 – 13, 47 and 73
	403-10 Work-related ill health	48

GRI Standard	Disclosure	Pages
GRI 404: Training and Education 2016	404-1 Average hours of training per year per employee	Data is not available at this stage.
	404-2 Programmes for upgrading employee skills and transition assistance programmes	44 – 45 and 73
	404-3 Percentage of employees receiving regular performance and career development reviews	43 – 45
GRI 405: Diversity and Equal Opportunity 2016	405-1 Diversity of governance bodies and employees	41 – 42 and 56
	405-2 Ratio of basic salary and remuneration of women to men	42 and 80
GRI 406: Non-discrimination 2016	406-1 Incidents of discrimination and corrective actions taken	42
GRI 407: Freedom of Association and Collective Bargaining 2016	407-1 Operations and suppliers in which the right to freedom of association and collective bargaining may be at risk	43
GRI 408: Child Labour 2016	408-1 Operations and suppliers at significant risk for incidents of child labour	We never employ children (applicants submit certified copies of their identification documents to verify age).
GRI 409: Forced or Compulsory Labour 2016	409-1 Operations and suppliers at significant risk for incidents of forced or compulsory labour	As we strive to inculcate a values-driven, high-performing and inclusive culture with respect for human rights, we ensure that we condemn forced or compulsory labour.
GRI 410: Security Practices 2016	410-1 Security personnel trained in human rights policies or procedures	Our security services are supplied by an independent contractor. Going forward, we will review the training provided by the contractor and ensure it is aligns with our commitments.
GRI 411: Rights of Indigenous Peoples 2016	411-1 Incidents of violations involving rights of indigenous peoples	We did not record any incidents of violations of indigenous people's rights.
GRI 413: Local Communities 2016	413-1 Operations with local community engagement, impact assessments and development programmes	28 – 29
	413-2 Operations with significant actual and potential negative impacts on local communities	33 – 34
GRI 414: Supplier Social Assessment 2016	414-1 New suppliers that were screened using social criteria	28 – 29 and 63 – 64
	414-2 Negative social impacts in the supply chain and actions taken	33 – 34
GRI 415: Public Policy 2016	415-1 Political contributions	Wesizwe contributes financially or in kind, directly or indirectly, to political organisations based on the intended beneficiaries of the funds.

3D	Three-dimensional
3PGE+Au	Platinum, palladium and rhodium + gold
4E	Platinum, palladium, rhodium and gold
6E	Platinum, palladium, ruthenium, rhodium, iridium and gold
AGM	Annual general meeting
B-BBEE	Broad-Based Black Economic Empowerment
BPM	Bakubung Platinum Mine
CAD Fund	China Africa Development Fund
CAJIL	China Africa Jinchuan Investments Ltd
CCMA	Commission for Conciliation, Mediation and Arbitration
CEO	Chief Executive Officer
Covid-19	An infectious disease caused by the SARS-CoV-2 virus
CPD	Continuing professional development
DEFF	Department of Environment, Forestry and Fisheries
DMRE	Department of Mineral Resources and Energy
ECSA	Engineering Council of South Africa
EPC	Engineering, procurement and construction
EPCM	Engineering, procurement and construction management
ESG	Environmental, social and governance
Exco	Executive Committee
GHG	Greenhouse gas
GRI	Global Reporting Initiative
HDSAs	Historically disadvantaged South Africans
HIV/AIDS	Human immunodeficiency virus that can become acquired immunodeficiency syndrome
HR	Human resources
IAR	Integrated annual report
IFRS	International Financial Reporting Standards
IoDSA	Institute of Directors South Africa
ISO	International Organisation for Standardisation
IT	information technology
JSE	Johannesburg Stock Exchange
King IV	King Report on Corporate Governance™ for South Africa, 2016
KPIs	Key performance indicators
kV	Kilovolt
kW	Kilowatt
L	Level
l	litre
LTIFR	Lost-time injury frequency rate

m	Metres
m³	Cubic metres
Mining Charter	Broad-Based Socio-economic Empowerment Charter for the Mining and Minerals Industry
MI	Megalitre
MOI	Memorandum of Incorporation
Moz	Million ounces
MPRDA	Mineral and Petroleum Resources Development Act 28 of 2002
MQA	Mining Qualifications Authority
Mtpa	Million tonnes per annum
MVA	Megavolt amperes
NO₂	Nitrogen dioxide
NPO	Non-profit organisation
NUM	National Union of Mineworkers
OHSAS	Occupational Health and Safety Assessment Series
PGE	Platinum group element
PGM	Platinum group metal
PM10	Particulate matter (inhalable particles with diameters generally 10 micrometres and less)
PPE	Personal protective equipment
R	South African rand
ROM	Run of mine
SACNASP	South African Council for Natural Scientific Professions
SAIMM	Southern African Institute of Mining and Metallurgy
SAMREC Code	South African Code for the Reporting of Exploration Results, Mineral Resources and Mineral Reserves, 2016 Edition
SHE	Safety, health and environment
SHERQ	Safety, health, environment, risk and quality
SIFR	Serious injury frequency rate
SLP	Social and labour plan
SO₂	Sulphur dioxide
STI	Short-term incentive
t	Tonne
t CO₂e	Tonnes carbon dioxide equivalent
TARP	Trigger action response plan
TB	Tuberculosis
TSF	Tailings storage facility
UG2	Upper Group 2
US\$	United States dollar
VAT	Value-added tax
ug/m³	micrograms per cubic metre

Amended Notice of Annual General Meeting

Wesizwe Platinum Limited

(Incorporated in the Republic of South Africa)
(Registration number: 2003/020161/06)
Share Code: WEZ ISIN: ZAE000075859
("Wesizwe" or "the Company" or "the Group")

Notice is hereby given that the annual general meeting (AGM) of the Company's shareholders will be held via video conference on Tuesday, 31 May 2022 at 09:00.

Purpose

The purpose of the AGM is to transact the business set out in this notice of AGM (AGM notice) by considering and, if deemed fit, passing, with or without modification, the ordinary and special resolutions hereunder.

Agenda

1. Presentation of the Group audited annual financial statements (AFS), the Directors' reports, the independent auditor's report, the Audit and Risk Committee's report, as well as the report of the Social and Ethics Committee for the year ended 31 December 2021. The integrated annual report (IAR), and the complete audited AFS, are available at www.wesizwe.co.za.

2. To consider and, if deemed fit, approve, with or without modification, the following special and ordinary resolutions:

Note:

For special resolution numbers 1 and 2 to be adopted, at least 75% of the voting rights exercised on each such special resolution must be exercised in favour thereof.

For ordinary resolution numbers 1 to 10 to be adopted, more than 50% of the voting rights exercised on each such ordinary resolution must be exercised in favour thereof.

For ordinary resolution number 11 to be adopted, at least 75% of the voting rights exercised on such ordinary resolution must be exercised in favour thereof.

1. Special business

1.1 Special resolution number 1: Remuneration of Non-executive Directors

"Resolved, in terms of section 66(9) of the Companies Act, that the current remuneration payable to the Non-executive Directors will remain unchanged and that the Company be and is hereby authorised to remunerate its Non-executive Directors for their services as Directors, which includes serving on various sub-committee and to make payment of the amounts set out below, provided that this authority be valid until the next AGM of the Company to be held in 2023."

Reason for special resolution number 1

- Section 66(9) of the Companies Act, 2008, as amended (Companies Act) stipulates that payment of remuneration for Directors, described as remuneration for "services as Directors", may be paid only in accordance with a special resolution wherein shareholders authorise "the basis for compensation" to Directors as required in terms of section 65(11)(h) of the Companies Act.
- In addition, King IV recommends that (i) the Non-executive Directors' remuneration be pre-approved by shareholders for the ensuing year and that such remuneration should comprise both a base fee and an attendance fee and, (ii) the Board should be mandated to determine the remuneration of the Executive Directors in accordance with the guiding principles of the Company's remuneration policy.
- Accordingly, the reason for the special resolution is to pre-approve the remuneration of the Non-executive Directors of the Company for the ensuing year, and to mandate the Board to set and pay the Executive Directors' remuneration on a pay-for-performance basis in accordance with the guidelines as set out in the Company's remuneration policy.

The Remuneration Committee, having compared and benchmarked the Directors' remuneration with peers in the market and having found it fair, recommends that shareholders consider and approve the Directors' remuneration for the ensuing year by adopting, with or without modification, special resolution number 1 as set out above.

Category	Current Retainer R	Current meeting attendance fee R
Board		
Chairman	28 847.21	19 637.98
Non-executive Director	9 329.74	9 918.90
Independent Non-executive Director	12 089.11	10 444.20
Audit and Risk Committee		
Chairman	0.00	25 144.00
Member	0.00	13 410.60
Remuneration Committee		
Chairman	0.00	25 144.36
Member	0.00	13 410.60
Social and Ethics Committee		
Chairman	0.00	25 144.36
Member	0.00	13 410.60
Technical Committee		
Chairman	0.00	25 144.36
Member	0.00	13 410.60

Effect of special resolution number 1

The effect of special resolution number 1 is that the Non-executive Directors' remuneration will be fixed for the ensuing year and that the Board, through the Remuneration Committee, will be authorised to set and pay fair and responsible remuneration to the Executive Directors for services rendered to the Company as Directors, without requiring further shareholder approval until the next AGM of the Company.

1.2 Special resolution number 2: Share repurchases by the Company and its subsidiaries

"Resolved, as a special resolution, that the Company and the subsidiaries of the Company be and are hereby authorised, as a general approval, to repurchase any of the shares issued by the Company, upon such terms and conditions and in such amounts as the Directors may from time to time determine, but subject to the provisions of sections 46 and 48 of the Companies Act, the Memorandum of Incorporation (MOI) of the Company and the Listings Requirements, including, *inter alia*, that:

- the general repurchase of the shares may only be implemented through the order book operated by the JSE trading system and done without any prior understanding or arrangement between the Company and the counterparty;
- this general authority shall only be valid until the next AGM of the Company, provided that it shall not extend beyond 15 months from the date of this resolution;
- an announcement must be published as soon as the Company has acquired shares constituting, on a cumulative basis, 3% of the number of shares in issue on the date that this authority is granted, containing full details thereof, as well as for each 3% in aggregate of the initial number of shares acquired thereafter;

- the general authority to repurchase is limited to a maximum of 20% in the aggregate in any one financial year of the Company's issued share capital at the time the authority is granted;
- a resolution has been passed by the Board of Directors approving the repurchase, that the Company has satisfied the solvency and liquidity test as defined in the Companies Act and that, since the solvency and liquidity test was applied, there have been no material changes to the financial position of the Company and its subsidiaries;
- the general repurchase is authorised by the Company's Memorandum of Incorporation;
- repurchases must not be made at a price more than 10% above the weighted average of the market value of the shares for the five business days immediately preceding the date that the transaction is effected. The JSE will be consulted for a ruling if the Company's securities have not traded in such five-business day period;
- the Company may at any point in time only appoint one agent to effect any repurchase(s) on the Company's behalf; and
- the Company may not effect a repurchase during any prohibited period as defined in terms of the Listings Requirements unless there is a repurchase programme in place, which programme has been submitted to the JSE in writing prior to the commencement of the prohibited period and executed by an independent third party, as contemplated in terms of paragraph 5.72(h) of the Listings Requirements."

Reason and effect of special resolution number 2

The reason for and effect of special resolution number 2 is to grant the Directors a general authority in terms of its Memorandum of Incorporation and the Listings Requirements for the acquisition by the Company or by a subsidiary

Amended Notice of Annual General Meeting continued

of the Company of shares issued by the Company on the basis reflected in special resolution number 2. The Company has no immediate plans to use this authority and is simply obtaining same in the interests of prudence and good corporate governance should the unforeseen need arise to use the authority. In terms of section 48(2)(b)(i) of the Companies Act, subsidiaries may not hold more than 10%, in aggregate, of the number of the issued shares of a company. For the avoidance of doubt, a pro rata repurchase by the Company from all its shareholders will not require shareholder approval, save to the extent as may be required by the Companies Act.

2. Ordinary business

2.1 Ordinary resolution number 1: Acceptance of financial statements

"Resolved to accept the Group AFS for the year ended 31 December 2021, including the Directors' report, the independent auditor's report and the Audit and Risk Committee report thereon."

Ordinary resolution 1 is proposed to receive and accept the Group AFS for the year ended 31 December 2021, including the Directors' report, the independent auditor's report and the Audit and Risk Committee report thereon. The consolidated financial statements, including the Directors' report, the independent auditor's report and the Audit and Risk Committee report are available online at

 www.wesizwe.co.za.


2.2 Retirement and re-election of Directors

Contextual information

- In terms of the Company's MOI, as well as the Listings Requirements of the JSE Limited (Listings Requirements) and the recommendations of King IV, at least one-third of the Non-executive Directors in office are required to retire by way of rotation at every AGM of the Company and, being eligible, may offer themselves for re-election as Directors.
- Accordingly, it is proposed that shareholders, by way of individual stand-alone ordinary resolutions, vote separately for the election of each of the following Non-executive Directors:


2.2.1 Ordinary resolution number 2: Re-election of Mr Lincoln Vumile James Ngculu as Independent Non-executive Director

"Resolved that **Mr Lincoln Vumile James Ngculu** retires by rotation in terms of the MOI of the Company, and being eligible and offering himself for re-election, be and is hereby re-elected as Independent Non-executive Director."

An abbreviated *curriculum vitae* in respect of **Mr Lincoln Vumile James Ngculu** may be viewed  on page 08 of this IAR, and of which this notice forms part.


2.2.2 Ordinary resolution number 3: Re-election of Mr Thembinkosi Victor Mabuza as Independent Non-executive Director

"Resolved that **Mr Thembinkosi Victor Mabuza** who retires by rotation in terms of the MOI of the Company, and being eligible and offering himself for re-election, be and is hereby re-elected as Independent Non-executive Director."

An abbreviated *curriculum vitae* in respect of **Mr Thembinkosi Victor Mabuza** may be viewed  on page 08 of this IAR, and of which this notice forms part.

2.2.3 Ordinary resolution number 4: Re-election of Mr Sun Pingan as Non-executive Director

"Resolved that **Mr Sun Pingan** who retires by rotation in terms of the MOI of the Company, and being eligible and offering himself for re-election, be and is hereby re-elected as Non-executive Director."

An abbreviated *curriculum vitae* in respect of **Mr Sun Pingan** may be viewed  on page 09 of this IAR, and of which this notice forms part.

2.3 Confirmation of appointment as Director

Contextual information

The Company's MOI, the JSE Listings Requirements and the Companies Act stipulate that all director appointments made by the Board must be confirmed at the next AGM following such appointment. On recommendation by the nomination committee, it is proposed that shareholders adopt the below stand-alone resolutions for the confirmation of each of the following directors:

2.3.1 Ordinary resolution number 5: Confirmation of the appointment of Mr Fugui Qiao as Non-executive Director

"Resolved that **Mr Fugui Qiao**, be and is hereby elected as Non-executive Director with effect from 7 May 2021."

2.3.2 Ordinary resolution number 6: Confirmation of the appointment of Mr Wang Honglie as Executive Director

"Resolved that **Mr Wang Honglie**, be and is hereby elected as Executive Director with effect from 4 May 2022."

2.4 Confirmation of re-appointment of auditor

Contextual information

- SizweNtsalubaGobodo Grant Thornton (SNG-GT) is an accredited auditor appearing as such on the list of Accredited Auditors of the JSE Limited (JSE) and is registered with the Independent Regulatory Board for Auditors (IRBA).
- Mr Muhammad Joosub is a registered auditor and partner with SNG-GT, is registered with IRBA and accredited with the JSE. In terms of the prescribed auditor rotation requirements, he is eligible to serve as the individual auditor to lead the Group's audit.
- Both SNG-GT and Mr Muhammad Joosub qualifies for appointment as the Group's external auditor in terms of prescribed legislation and applicable ethical codes.

Accordingly, on the recommendation of the Audit and Risk Committee, it is proposed that shareholders pass the following ordinary resolution as contemplated in Section 90 of the Companies Act:

Ordinary resolution number 7: Confirmation of the re-appointment of the auditor

"Resolved that **SNG-GT** be and is hereby re-appointed as independent auditors of the Company for the ensuing year on the recommendation of the Audit and Risk Committee with the designated auditor being Mr Muhammad Joosub."

2.5 Re-appointment of the members of the Audit and Risk Committee of the Company


Contextual information

- For the avoidance of doubt, all references to the Audit and Risk Committee of the Company is a reference to the Audit and Risk Committee as contemplated in Section 94 of the Companies Act.
- In terms of Section 94 of the Companies Act, read with the recommendations as set out in King IV and the rules of the JSE Listings Requirements in this regard, every public listed company must at each AGM appoint an Audit and Risk Committee, comprising at least three Independent Non-executive Directors who, as a collective body, must be suitably qualified, skilled, and experienced to fulfil the obligations of an Audit and Risk Committee as set out in the Companies Act.
- The independence of the undermentioned Non-executive Directors has been assessed and in each instance, the Director's independence was found to be undiminished, uncompromised, and untainted.
- The Board is satisfied that the undermentioned Directors collectively possess the appropriate qualifications, skills, and experience to fulfil their Audit and Risk Committee obligations as set out in Regulation 42 of the Companies Regulations 2011.

Accordingly, the Board proposes that shareholders adopt the below stand-alone resolutions for the election of each of the following directors:


2.5.1 Ordinary resolution number 8: Re-appointment of Mr Thembinkosi Victor Mabuza to the Audit and Risk Committee of the Company

"Resolved that **Mr Thembinkosi Victor Mabuza**, being eligible, be and is hereby re-appointed as a member of the Audit and Risk Committee of the Company with effect from the conclusion of this AGM in terms of Section 94(2) of the Companies Act until the next AGM of the Company to be held in 2023."

An abbreviated *curriculum vitae* in respect of **Mr Thembinkosi Victor Mabuza** may be viewed  on page 08 of this IAR, of which this notice forms part.


2.5.2 Ordinary resolution number 9: Re-appointment of Ms Dawn Merle Nonceba Mokhobo to the Audit and Risk Committee of the Company

"Resolved that **Ms Dawn Merle Nonceba Mokhobo**, being the Chairman of the Board, is hereby re-appointed as a member of the Audit and Risk Committee of the Company, with effect from the conclusion of this AGM in terms of Section 94(2) of the Companies Act until the next AGM of the Company to be held in 2023."

An abbreviated *curriculum vitae* in respect of **Ms Dawn Merle Nonceba Mokhobo** may be viewed  on page 08 of this IAR and of which this notice forms part.

2.5.3 Ordinary resolution number 10: Re-appointment of Mr Lincoln Vumile James Ngculu to the Audit and Risk Committee of the Company

"Resolved that **Mr Lincoln Vumile James Ngculu**, being eligible be and is hereby re-appointed as a member of the Audit and Risk Committee of the Company, with effect from the conclusion of this AGM in terms of Section 94(2) of the Companies Act until the next AGM of the Company to be held in 2023."

An abbreviated *curriculum vitae* in respect of **Mr Lincoln Vumile James Ngculu** may be viewed  on page 08 of this IAR, and of which this notice forms part.

Effect of ordinary resolution numbers 8 to 10 (inclusive)

The effect of the abovementioned ordinary resolutions is that shareholders will have elected the required number, as well as suitably qualified, skilled, and experienced Directors to serve as members of the Group's Audit and Risk Committee.

2.6 General authority to issue shares for cash

Contextual Information

- The reason for the ordinary resolution proposed, is that, in terms of the JSE Listings Requirements and the Company's MOI, the prior approval of shareholders must be sought to issue any shares for cash.
- The proposed general authority will enable the Directors to issue shares for cash, subject to the provisions of the JSE Listings Requirements, the Companies Act and the Company's MOI.
- The general authority shall be valid until the date of the next AGM of the Company or 15 months from the date of this resolution, whichever period is shorter.
- The authority granted should be read together with the authority granted in terms of ordinary resolution 11.

Furthermore, in order for the ordinary resolution to be adopted, at least 75% of the voting rights exercised must be exercised in favour thereof.

Accordingly, the Board proposes that shareholders adopt the following ordinary resolution:

2.6.1 Ordinary resolution number 11: General authority to issue shares for cash

"Resolved that, subject to the adoption of ordinary resolution number 11, the Directors of the Company be, and are hereby authorised by way of a general authority, to allot and issue 244 174 058 unissued shares for cash as they in their discretion may deem fit, subject to the provisions of the JSE Listings Requirements, the Companies Act and the Company's MOI and subject to the provision that the aggregate number of authorised but unissued ordinary shares to be allotted and issued in terms of this resolution, shall be limited to 15% of the issued share capital (excluding treasury shares) of the Company as provided for and considering:

- The approval shall be valid until the date of the next AGM of the Company or 15 months from the date of this resolution, whichever period is shorter;
- A SENS announcement giving full details, including the number of securities issued, the average discount to the 30-day VWAP and in respect of options impacts on net asset value per share, net tangible asset value per share, earnings per share, headline earnings per share and, if applicable, diluted earnings and headline earnings per share, will be published after any issue representing, on a cumulative basis within any one financial year, 5% or more of the number of shares in issue prior to such issue;

- The general issue of shares for cash, in the aggregate, in any one financial year may not exceed 15% of the Company's issued share capital (excluding treasury shares) of that class. For purposes of determining the aforementioned 15%, the securities of a particular class will be aggregated with the securities that are compulsorily convertible into securities of that class and, in the case of the issue of compulsorily convertible securities, aggregated with the securities of that class into which they are compulsorily convertible. The number of securities of a class which may be issued shall be based on the number of securities of that class in issue at the date of such application less any securities of the class issued during the current financial year, provided that any securities of that class to be issued pursuant to a rights issue (announced and irrevocable and underwritten) or acquisition (concluded up to the date of application) may be included as though they were securities in issue at the date of application;
- In determining the price at which an issue of shares will be made in terms of this general authority, the maximum discount permitted is 10% of the weighted average traded price of such shares, as determined over the 30 trading days prior to the date that the price of the issue is agreed between the Company and the party subscribing for the securities. The JSE should be consulted for a ruling if the securities have not traded in such 30-business day period;
- Any such issue will only be made to public shareholders as defined in paragraphs 4.25 to 4.27 of the JSE Listings Requirements and not to related parties; and
- Any such issue will only be securities of a class already in issue or, if this is not the case, will be limited to such securities or rights that are convertible into a class already in issue."

2.7 Authorise Directors and/or the Company Secretary

2.7.1 Ordinary resolution number 12: Authority to action

"Resolved that any one Director of the Company and or the Company Secretary be and is hereby authorised to do all such things and sign all such documents as deemed necessary to implement the ordinary and special resolutions as set out in this notice convening the AGM of the Company at which these resolutions will be considered."

The reason and effect for ordinary resolution number 11 is to ensure that the resolutions voted upon favourably are duly implemented through the delegation of powers provided for in terms of the Company's MOI.

2.8 Non-binding advisory votes

Contextual information

- King IV recommends and the JSE Listings Requirements require a listed company to table its remuneration policy and implementation report for separate non-binding advisory votes by shareholders at the AGM. This vote enables shareholders to express their views on the remuneration policies adopted, and on their implementation.
- These resolutions are of an advisory nature only and failure to pass either one or both of them will therefore not have any legal consequences relating to existing remuneration agreements. Even though these resolutions are non-binding, if the remuneration policy or the implementation report, or both, are voted against by 25% or more of the voting rights exercised, the Board will, as recommended by King IV and required by the JSE, take the outcome of the vote into consideration when considering amendments to the remuneration policy and implementation report. The Company's remuneration policy and implementation report are included on pages 84 to 87 of the IAR.

2.8.1 Non-binding advisory vote number 1: Endorsement of the remuneration policy

Accordingly, the Board proposes that shareholders adopt the following non-binding advisory vote to indicate that they have found the key elements and guiding principles of the Company's remuneration policy and approach appropriate:

"Resolved to hereby endorse the Company's remuneration policy, as set out in the Remuneration Report on pages 84 to 87 of the IAR, by way of a non-binding advisory vote."

2.8.2 Non-binding advisory vote number 2: Endorsement of the remuneration implementation report

"Resolved to endorse, by way of a non-binding advisory vote, the Company's remuneration implementation report (excluding the remuneration of the Non-executive Directors for their services as Directors and members of Board committees) set out in pages 84 to 87 of the IAR."

3. Other business

To transact such other business as may be lawfully transacted at an AGM or raised by shareholders with or without advance notice to the Company.

Directors' statements

1. The Company is not involved in any legal or arbitration proceedings, nor are any proceedings pending or threatened of which the Company is aware that may have or have had in the previous 12 months, a material effect on the Company's financial position.
2. The Directors, whose names are reflected in this IAR of which this notice forms part, collectively and individually accept full responsibility for the accuracy of the information given and certify that to the best of their knowledge and belief there are no facts that have been omitted which would make any statement false or misleading, and that all reasonable enquiries to ascertain such facts that have been made and that the notice contains all information required by the JSE Listings Requirements.
3. Other than the facts and developments reported on in the IAR, there have been no material changes in the financial or trading position of the Company and its subsidiaries since the date of signature of the Audit Report up to the date of this notice.

Record date, attendance, and voting

1. The date on which shareholders must be recorded as such in the share register maintained by the transfer secretaries of the Company (the Share Register) for purposes of being entitled to receive this notice, is Friday, 22 April 2022.
2. The date on which shareholders must be recorded in the Share Register for purposes of being entitled to attend and vote at this meeting is Friday, 20 May 2022 with the last day to trade being Tuesday, 17 May 2022.
3. Shareholders entitled to attend and vote at the AGM may appoint one or more proxies to attend, speak, and vote thereat in their stead. A proxy need not be a member of the Company. A form of proxy, in which the relevant instructions for its completion is set out, is enclosed for the use of a certificated shareholder or own-name registered dematerialised shareholder who wishes to be represented at the AGM. Completion of a form of proxy will not preclude such shareholder from attending and voting (in preference to that shareholder's proxy) at the AGM.
4. The instrument appointing a proxy and the authority (if any) under which it is signed must reach the transfer secretaries of the Company at the address given by not later than 09:00 on Friday, 27 May 2022. The Chairman of the AGM, in his/her sole discretion, may accept such forms of proxy, that the proxy is validated and registered to attend the meeting as set out in paragraph 7, before the commencement of the meeting.

Amended Notice of Annual General Meeting continued

5. Dematerialised shareholders, other than own-name registered dematerialised shareholders, who wish to participate at the AGM electronically will need to request their Central Securities Depository Participant (CSDP) or broker to provide them with the necessary authority in terms of the custody agreement entered into between such shareholders and the CSDP or broker, and send it to CTSE Registry Services Proprietary Limited (CTSER) by Monday, 30 May 2022. These shareholders will also have to follow the process in terms of Section 7.
6. Dematerialised shareholders, other than own-name registered dematerialised shareholders, who are unable to attend the AGM and who wish to be represented thereat, must provide their CSDP or broker with their voting instructions in terms of the custody agreement entered into between themselves and the CSDP or broker in the manner and time stipulated therein.
7. Shareholders who wish to participate in and/or vote electronically at the AGM should contact CTSE Registry Services Proprietary Limited (CTSER) on wesizwe@4axregistry.co.za or on +27 011 100 8389 as soon as possible and by no later than 09:00 on Monday, 30 May 2022. CTSE will assist shareholders with all the requirements for electronic participation and is obliged to validate the information of each shareholder's entitlement to participate in and/or vote at the AGM before providing it with the necessary means to access the AGM electronically and/or the electronic voting platform.
8. In terms of the Companies Act, any shareholder or proxy who intends to participate at the AGM must be able to present reasonably satisfactory identification for such shareholder or proxy to attend and participate at the AGM. Shareholders will be requested to present a bar-coded identification document issued by the South African Department of Home Affairs, a driver's licence or a valid passport will be accepted at the AGM as sufficient identification to CTSE as part of the registration process to attend the meeting.

Quorum

The AGM will not begin, or a matter begin to be debated, as the case may be, unless:

- At least three shareholders are present or represented at the meeting;
- Sufficient individuals are present at the meeting to exercise at least 25% of all of the voting rights that are entitled to be exercised in respect of at least one matter on the agenda; and
- Sufficient individuals are present at the meeting to exercise at least 25% of all of the voting rights that are entitled to be exercised in respect of any matter at the time the matter is called on the agenda.

For the meeting to continue and to consider matters on the agenda after the initial quorum has been established, sufficient shareholders entitled to vote must remain present at the AGM.

Electronic participation

Shareholders wishing to participate electronically in the AGM are required to deliver written notice to the Company Secretary with a copy to the transfer secretaries (at the addresses given in this notice), stating that they wish to participate via electronic communication at the AGM (the Electronic Notice).

In order for the transfer secretaries to arrange for the shareholder (or its representative) to provide reasonably satisfactory identification as set out in paragraph 8 above and in Section 63(l) of the Companies Act and to provide the shareholder (or its representative) with details as to the means of participating electronically, the Electronic Notice must reach the aforementioned by no later than at 09:00 on Monday, 30 May 2022. In order for the Electronic Notice to be valid it must indicate:

- Whether the shareholder is an individual, with a certified copy of his/her identity document/card and/or passport;
- If the shareholder is not an individual, a certified copy of a resolution by the relevant entity and a certified copy of the identity documents and/or passports of the persons who passed the relevant resolution (and the relevant resolution must set out who from the relevant entity is authorised to represent the relevant entity at the AGM via electronic communication); and
- A valid email address and/or facsimile number (the contact address/number).

By no later than 24 hours prior to the time of the AGM, the Company shall use reasonable endeavours to notify a shareholder at his/her contact address/number and who has delivered a valid Electronic Notice, of the relevant details through which the shareholder can participate via electronic communication.

Shareholders will merely be able to participate, but not vote, via electronic communication and the costs of accessing any means of electronic participation provided by the Company shall be borne by the shareholder accessing electronic participation.

The Company reserves the right not to provide for electronic participation at the AGM in the event that it determines that it is not practical to do so.

By order of the Board

Azeyech Consulting Proprietary Limited
Company Secretary

28 April 2022

Amended Form of Proxy

Wesizwe Platinum Limited

(Incorporated in the Republic of South Africa)
(Registration number: 2003/020161/06)
Share Code: WEZ ISIN: ZAE000075859
("Wesizwe" or "the Company" or "the Group")



FORM OF PROXY – for use by certificated and "own name" dematerialised shareholders only at the annual general meeting of shareholders to be held via video conference on Tuesday, 31 May 2022 ("the annual general meeting" or "AGM").

I/We (please print name in full)

of (address)

being a shareholder/s of Wesizwe Platinum Limited, holding _____ shares in the Company hereby appoint

1. _____ or, failing him/her;
2. _____ or, failing him/her;
3. _____ or failing him/her;

4. the Chairman of the AGM,

as my/our proxy to vote for me/us and on my/our behalf at the AGM and at any adjournment thereof and to speak and act for me/us and, on a poll or a show of hands, vote on my/our behalf.

My/our proxy shall vote as follows:

	Number of shares		
	In favour of	Against	Abstain
Special resolution number 1: Remuneration of Non-executive Directors			
Special resolution number 2: Share repurchases by the Company and its subsidiaries			
Ordinary resolution number 1: Acceptance of financial statements			
Ordinary resolution number 2: Re-election of Mr Lincoln Vumile James Ngculu as Independent Non-executive Director			
Ordinary resolution number 3: Re-election of Mr Thembinkosi Victor Mabuza as Independent Non-executive Director			
Ordinary resolution number 4: Re-election of Mr Sun Pingan as Non-executive Director			
Ordinary resolution number 5: Confirmation of the appointment of Mr Fugui Qiao as Non-executive Director			
Ordinary resolution number 6: Confirmation of the appointment of Mr Wang Honglie as Executive Director			
Ordinary resolution number 7: Confirmation of the re-appointment of the auditor			
Ordinary resolution number 8: Re-appointment of Mr Thembinkosi Victor Mabuza to the Audit and Risk Committee of the Company			
Ordinary resolution number 9: Re-appointment of Ms Dawn Merle Nonceba Mokhobo to the Audit and Risk Committee of the Company			
Ordinary resolution number 10: Re-appointment of Mr Lincoln Vumile James Ngculu to the Audit and Risk Committee of the Company			
Ordinary resolution number 11: General authority to issue shares for cash			
Ordinary resolution number 12: Authority to action			
Non-binding advisory vote number 1: Endorsement of the remuneration policy			
Non-binding advisory vote number 2: Endorsement of the remuneration implementation report			

Indicate instruction to proxy by way of a cross in the space provided above.

Unless otherwise instructed, my/our proxy may vote as he/she thinks fit.

Signed this _____ day of _____ 2022

Signature

Please read the notes on the reverse side hereof.

Notes to the Amended Form of Proxy

1. In terms of Section 58 of the Companies Act, 2008, as amended (Companies Act):
 - A shareholder may, at any time and in accordance with the provisions of Section 58 of the Companies Act, appoint any individual (including an individual who is not a shareholder) as a proxy to participate in, and speak and vote at, a shareholders' meeting on behalf of such shareholder.
 - A proxy may delegate his or her authority to act on behalf of a shareholder to another person, subject to any restriction set out in the instrument appointing such proxy.
 - Irrespective of the form of instrument used to appoint a proxy, the appointment of a proxy is suspended at any time and to the extent that the relevant shareholder chooses to act directly and in person in the exercise of any of such shareholder's rights as a shareholder (see note 7).
 - Any appointment by a shareholder of a proxy is revocable, unless the form of instrument used to appoint such proxy states otherwise.
 - If an appointment of a proxy is revocable, a shareholder may revoke the proxy appointment by:
 - cancelling it in writing, or making a later inconsistent appointment of a proxy; and
 - delivering a copy of the revocation instrument to the proxy and to the Company.
 - A proxy appointed by a shareholder is entitled to exercise, or abstain from exercising any voting right of such shareholder without direction, except to the extent that the Company's MOI, or the instrument appointing the proxy, provides otherwise (see note 4).
2. This form of proxy should only be used by certificated shareholders or shareholders who have dematerialised their shares with own name registration.
3. A shareholder may insert the name of a proxy or the names of two alternative proxies of the shareholder's choice in the space/s provided, with or without deleting "the Chairman of the AGM", but any such deletion must be initialed by the shareholder. The person whose name stands first on the form of proxy and who is present at the meeting will be entitled to act as proxy to those whose names follow.
4. A shareholder's instructions to the proxy must be indicated by the insertion of the relevant number of votes exercisable by that shareholder in the appropriate space provided. Failure to comply with the above will be deemed to authorise the proxy to vote or to abstain from voting at the AGM as he/she deemed fit in respect of all the shareholder's votes exercisable thereat. A shareholder or his/her proxy is not obliged to use all the votes exercisable by the shareholder or his/her proxy, but the total of the votes cast and in respect of which abstention is recorded may not exceed the total of the votes exercisable by the shareholder or by his/her proxy.
5. Dematerialised shareholders who wish to attend the AGM or to vote by way of proxy, must contact their CSDP or broker who will furnish them with the necessary authority to attend the AGM or to be represented thereat by proxy. This must be done in terms of the agreement between the member and his/her CSDP or broker.
6. Forms of proxy must be lodged at the Company's transfer secretaries, CTSE Registry Services Proprietary Limited, 5th floor, 68 Albert Road, Woodstock, Cape Town, 7925, South Africa or Postnet Suite 5, Private Bag X4, Woodstock, 7915 or by email at wesizwe@4axregistry.co.za, so as to be received by not later than 09:00 on Friday, 27 May 2022.
7. The completion and lodging of this form of proxy shall not preclude the relevant shareholder from attending the AGM and speaking and voting online during the meeting to the exclusion of any proxy appointed in terms hereof.
8. Documentary evidence establishing the authority of the person signing this form of proxy in a representative or other legal capacity must be attached to this form of proxy unless previously recorded by the transfer secretaries of the Company or waived by the Chairman of the AGM.
9. Any alteration or correction made to this form of proxy must be initialed by the signatory/ies.
10. The Chairman shall be entitled to reject the authority of a person signing the form of proxy:
 - 10.1 under a Power of Attorney, or
 - 10.2 on behalf of a companyunless that person's Power of Attorney or authority is deposited at the registered office of the transfer secretaries of the Company not less than 48 hours before the AGM.
11. Where shares are held jointly, all joint holders are required to sign the form of proxy.
12. A minor must be assisted by his/her parent or guardian unless the relevant documents establishing his/her legal capacity are produced or have been registered by the transfer secretaries.
13. Every shareholder present in person or represented by proxy shall have one vote for every share held by such shareholder.
14. A vote given in accordance with this form of proxy shall be valid, notwithstanding the previous legal incapacity of the principal or revocation of this form of proxy or the transfer of the shares in respect of which the vote is given, unless an intimation in writing of such legal incapacity or transfer shall have been lodged with the transfer secretaries (at the address given at paragraph 6 above), to reach them by no later than at 09:00 on Friday, 27 May 2022.

Administration

Wesizwe Platinum Limited

Incorporated in the Republic of South Africa

Registration number: 2003/020161/06

Share code: WEZ

ISIN: ZAE000075859

 www.wesizwe.co.za

Wesizwe House

9 Autumn Road,

Sandton 2128

South Africa

Legal adviser

Motalane Attorneys Inc

Registration number: 2017/223544/21

Birchwood Court,

East Wing,

43 Montrose Street,

Vorna Valley 1686

South Africa

Company Secretary

Azeyech Consulting Services (Pty) Ltd

Registration number: K2013/068722/07

The Shere,

287 Via Vicenza,

Lombardy Estate 0081

South Africa

Auditors

SNG Grant Thornton Inc

Registration number: 2005/034639/21

20 Morris Street East,

Woodmead 2191

South Africa

Sponsor

PSG Capital (Pty) Ltd

Registration number: 2006/015817/07

Second Floor,

11 Alice Lane,

Sandton 2196

PO Box 650957,

Benmore 2010

South Africa

Transfer Secretaries

The Cape Town Stock Exchange

Attention: CTSE Registry

5th Floor, 68 Albert Road

Woodstock, Cape Town, 7925

South Africa



www.wesizwe.co.za

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9 Autumn Road
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