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")
held via Video Conference
Tuesday, 31 May 2022 at 09h00

MINUTES OF THE ANNUAL GENERAL MEETING

DIRECTORS:	D Mokhobo	(Chair)
	J Liu - FD	
	Z Li - CEO	
	V Mabuza	
	J Ngculu	
IN ATTENDANCE:	C Makelana	Company Secretary
	E de Jager	CTSE Registry Services
	D van Vuuren	CTSE Registry Services
	W Jacobs	CTSE Registry Services
	V Kleynhans	Sponsor
	A Pereira	
	L Yu	
	H Karnovsky	
	D Terblanche	
	S Hunter	
	F Inacio	
	T Maake	
	R Ramaboa	
	T Chiloane	
	J Augustine	

1. INTRODUCTION

The Chair welcomed all present.

2. NOTICE OF MEETING

The notice of the meeting, containing details of all resolutions to be considered, as well as the modification per Addendum to the Notice of the Annual General Meeting, was taken as read. No questions were forthcoming.

3. QUORUM

The meeting was informed that in terms of Wesizwe Platinum Limited's Memorandum of Incorporation (MOI), the quorum for a general meeting should be 3 members, such members being entitled to vote, be present in person, or by proxy or in the case of a member which is a body corporate, represented and to have at least 25% of the issued share volume being represented at the meeting as such. As all such requirements were met, the Chair declared the meeting properly constituted.

4. PURPOSE AND PROCEEDINGS OF THE MEETING

The meeting was informed that the purpose of the annual general meeting was to transact the business as set out in the notice of annual general meeting (AGM notice) by means of consideration, and if so deemed fit, passing, with or without modification, the ordinary and special resolution as per the said notice.

It was unanimously agreed that voting would proceed by way of a poll. The meeting was informed that voting forms were handed out at registration. In order to expedite the proceedings of the meeting the Chair proposed that attendees completed the ballot paper after each resolution has been put to the meeting. The ballot papers would only be collected at the end of the meeting and counted accordingly, whereupon the Chair would announce the results of all the resolutions put to the meeting.

It was agreed that the meeting would proceed with the business of the meeting.

5. CONSIDERATION OF THE PRESENTATION OF THE ANNUAL FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

The audited annual financial statements of the Company, including the reports of the Directors, Social and Ethics Committee and the Audit and Risk Committee for the year ended 31 December 2021 were presented at the meeting

No questions were raised.

6. SPECIAL BUSINESS

6.1 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-committees and to make payment of the amounts set out in the Notice of Annual General Meeting, provided that this authority be valid until the next AGM of the Company to be held in 2023".

The motion was seconded, and the resolution was passed accordingly.

6.2 SPECIAL RESOLUTION NUMBER 2: SHARE REPURCHASED 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 of the Company and the Listing Requirements on the terms and conditions as set out in the Notice of Annual General Meeting."

The motion was seconded, and the resolution was passed accordingly.

7. ORDINARY BUSINESS

7.1 ORDINARY RESOLUTION NUMBER 1: ACCEPTANCE OF FINANCIAL STATEMENTS

"Resolved to accept the Group Annual Financial Statements 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 motion was seconded, and the resolution was passed accordingly.

7.2 ORDINARY RESOLUTION NUMBER 2: RE-ELECTION OF MR LINCOLN VUMILE JAMES NGCULU AS INDEPENDENT NON-EXECUTIVE DIRECTOR

"Resolved that **Mr Lincoln Vumile James Ngculu** 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."

The motion was seconded, and the resolution was passed accordingly.

7.3 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."

The motion was seconded, and the resolution was passed accordingly.

7.4 ORDINARY RESOLUTION NUMBER 4: RE-ELECTION OF MR SUN PINGAN AS INDEPENDENT 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 independent Non-executive Director."

The motion was seconded, and the resolution was passed accordingly.

7.5 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 07 May 2021."

The motion was seconded, and the resolution was passed accordingly.

7.6 ORDINARY RESOLUTION NUMBER 6: CONFIRMATION OF THE APPOINTMENT OF MR WANG HONGILE AS NON-EXECUTIVE DIRECTOR

"Resolved that **Mr Wang Hongile** be and is hereby elected as Non-executive Director with effect from 04 May 2022."

The motion was seconded, and the resolution was passed accordingly.

7.7 ORDINARY RESOLUTION NUMBER 7: CONFIRMATION OF THE APPOINTMENT OF THE AUDITOR

"Resolved that SNG-GT be and is hereby 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. Muhamed Joosub".

The motion was seconded, and the resolution was passed accordingly.

7.8 ORDINARY RESOLUTION NUMBER 8: RE- APPOINTMENT OF MR. VICTOR THEMBINKOSI MABUZA TO THE AUDIT AND RISK COMMITTEE OF THE COMPANY

"Resolved that Mr Victor Thembinkosi 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".

The motion was seconded, and the resolution was passed accordingly.

7.9 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 Chair 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."

The motion was seconded, and the resolution was passed accordingly.

7.10 ORDINARY RESOLUTION NUMBER 10: RE-APPOINTMENT OF MR. VUMILE LINCOLN 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."

The motion was seconded, and the resolution was passed accordingly.

7.11 ORDINARY RESOLUTION NUMBER 11: GENERAL AUTHORITY TO ISSUE SHARES FOR CASH

"Resolved that, subject to the adoption of ordinary resolution number 9, 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 authorise 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 on the terms and conditions as set out in the Notice of Annual General Meeting."

The motion was seconded, and the resolution was passed accordingly.

7.12 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 motion was seconded, and the resolution was passed accordingly.

7.13 NON-BINDING ADVISORY VOTE NUMBER 1: ENDORSEMENT OF THE REMUNERATION POLICY

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

The motion was seconded, and the resolution was passed accordingly.

7.14 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 IR".

The motion was seconded, and the resolution was passed accordingly.

8. VOTE COUNT

The Results of the voting are as follows:

Resolutions proposed at the AGM	Votes for resolution as a percentage of total number of shares voted at AGM	Votes against resolution as a percentage of total number of shares voted at AGM	Number of shares voted at AGM	Number of shares voted at AGM as a percentage of shares in issue*	Number of shares abstained as a percentage of shares in issue*
Special resolution number 1: Remuneration of Non-executive Directors	99.85%	0.15%	1073682835	65.96%	0.30%
Special resolution number 2:	98.98%	1.02%	1073521187	65.95%	0.31%

Share repurchases by the Company and its subsidiaries					
Ordinary resolution number 1: Acceptance of financial statements	99.96%	0.04%	1073684935	65.96%	0.30%
Ordinary resolution number 2: Re-election of Mr Lincoln Vumile James Ngculu as Independent Non–executive Director	99.85%	0.15%	107684935	65.93%	0.33%
Ordinary resolution number 3: Re-election of Mr Thembinkosi Victor Mabuza as Independent Non–executive Director	99.91%	0.09%	1073226666	65.93%	0.33%
Ordinary resolution number 4: Re-election of Mr Sun Pingan as Non–executive Director	99.87%	0.13%	1073434135	65.94%	0.32%
Ordinary resolution number 5: Confirmation of the appointment of Mr Fugui Qiao as Non-executive Director	99.87%	0.13%	1073434135	65.94%	0.32%
Ordinary resolution number 6: Confirmation of the appointment of Mr Wang Honglie as Executive Director	99.90%	0.10%	1073602835	65.95%	0.31%
Ordinary resolution number 7: Confirmation of the re-appointment of the auditor	99.92%	0.08%	1073206666	65.93%	0.33%
Ordinary resolution number 8: Re-appointment of Mr Thembinkosi Victor Mabuza to the Audit and Risk Committee of the Company	99.91%	0.09%	1073502535	65.95%	0.31%
Ordinary resolution number 9: Re-appointment of Ms Dawn Merle Nonceba Mokhobo to the Audit and Risk Committee of the Company	99.91%	0.09%	1073682835	65.96%	0.30%
Ordinary resolution number 10: Re-appointment of Mr Lincoln Vumile James Ngculu to the Audit and Risk Committee of the Company	99.89%	0.11%	1073184866	65.93%	0.33%
Ordinary resolution number 11:	98.85%	1.15%	1063676112	65.34%	0.92%

General authority to issue shares for cash					
Ordinary resolution number 12: Authority to action	80.12%	19.88%	1063676112	65.34%	0.48%
Non-binding advisory vote number 1: Endorsement of the remuneration policy	99.86%	0.14%	1063247412	65.32%	0.94%
Non-binding advisory vote number 2: Endorsement of the remuneration implementation report	99.95%	0.05%	1071690780	65.84%	0.42%

9. OTHER BUSINESS

No other business was raised.

10. CLOSURE

The Chairman thanked all the Shareholders and Directors for their attendance and declared the meeting duly closed at 09h30.