



Integrated Report 2015

> MORE THAN MINING



POSITIONED FOR SUSTAINABLE LONG-TERM GROWTH

Royal Bafokeng Platinum



- > SHALLOW LONG-LIFE MERENSKY ASSETS
- > OPERATIONAL FLEXIBILITY
- > LABOUR STABILITY
- > PRUDENT FINANCIAL AND RISK MANAGEMENT
- > DECISIVE, EXPERIENCED MANAGEMENT TEAM
- > BLACK OWNED AND CONTROLLED
- > TOP 30 PERFORMER ON FTSE/JSE RESPONSIBLE INVESTMENT INDEX

Scan and explore RBPlat



A simple, effective and achievable strategy

that drives efficiencies and creates stakeholder value



The four pillars of our strategy are designed to deliver earnings and growth for all our stakeholders through responsible safe mining. We measure our progress against these pillars by continually monitoring our performance against our key financial and non-financial performance indicators.

RBPlat

- > A 52% black owned, controlled and operated mid-tier platinum group metals (PGMs) producer listed on the JSE on 8 November 2010 (36% free float)
- > First and only community owned company to list on the JSE
- > Benefits from ownership flow to the community for social and economic development
- > Broad-based ownership structure provides stability, certainty and sustainability
- > Originates from a joint venture between Anglo American Platinum and Royal Bafokeng Holdings, which has been in operation since 2002
- > Owns 67% of Bafokeng Rasimone Platinum Mine (BRPM) Joint Venture located in the North West province of South Africa
- > Shallow long-term Merensky-biased operation
- > Growing organically through development of Styldrift I, a high margin mechanised operation, which will increase production to 470koz (4E) per annum
- > 4E resources of 70.3Moz (57.8Moz, measured and indicated) of which 67% is attributable to RBPlat
- > ±60 years life of mine



More detailed profile available on our website at www.bafokengplatinum.co.za/our-profile.php



OUR VISION AND MISSION

To seek and deliver the good from mining

To leave a lasting legacy of sustainable benefits for our stakeholders

OUR PURPOSE

To create economic value for all our stakeholders

Positioned for long-term growth

- > Low-risk growth: \pm 70% increase in production by 2020
- > \pm 280koz (4E) increasing to 470koz (4E) with ramp-up of Styl drift I
- > Shallow long-life Merensky producer

Operational flexibility

- > Merensky-biased with UG2 mining platform
- > IMS panel ratio of 1.5
- > Toll treatment facility for UG2 ore
- > Modular approach to processing our PGMs

Strong stakeholder relations

- > Labour stability
- > Good relationships with communities

MOORET

OUR VALUES

Safety and people first

Mining is a high-risk business and cannot succeed without total trust, respect, teamwork and an uncompromising commitment to safety and people first

Promises delivered

We do what we say we will do

Mutual interests and mutual rewards

We have mutual goals and mutual interests and we depend on each other to realise our vision and mission. We operate in good faith, openly and transparently

OUR PEOPLE

RBPlat employs around 7 000 people (permanent employees and contractors)

- > R431.4 million invested in training and development of our employees and our communities over the past six years
- > R487.9 million invested in our social and labour plan (SLP) over the past six years
- > 422 three-bedroomed homes have been built for our employees
- > 417 employees have purchased homes and are living in them with their families

Prudent financial management

- > Cash preservation strategy
- > Deferral of capex in response to current market conditions
- > Commitment to cost management
- > Strong balance sheet

Decisive, experienced management team

- > Rapid response to changes in market conditions including rescheduling and restructuring mining operations

Strong corporate governance and risk management

- > Complies with and exceeds Mining Charter requirements
- > Complies with JSE Listings Requirements
- > Applies principles of King III Code
- > Enterprise risk management framework applied across our business

OUR STRATEGY IS UNDERPINNED
BY OUR ASPIRATION OF ACHIEVING



OUR CHALLENGES

- > Preventing fatal accidents in our operations (five fatalities in our operations this year)
- > Improving the safety maturity level of our operations
- > Maintaining production volumes
- > Reducing costs
- > Market conditions impacting our ability to achieve organic growth
- > Attracting and retaining critical skills
- > Sustainability of our SLP projects
- > Climate change management

MAINTAINING THE SUSTAINABILITY OF OUR BUSINESS

Our approach to managing sustainability in RBPlat is integrated with and aligned to the four pillars of our business strategy. It is based on our commitment to achieving sustainability by balancing our aspirations for a prosperous mining business with responsibility and accountability for our impact on the natural environment, society (including the communities in which we operate) and the broader economic environment. For information on our Board's role in our sustainability management see our Approach to governance.

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Forward looking statements

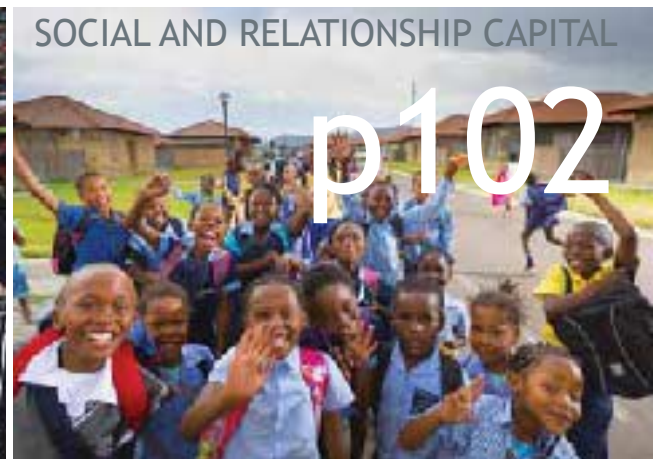
Certain statements in this report constitute forward looking statements. Such statements involve known and unknown risks, uncertainties and other factors that may cause the actual results, performance, objectives or achievements of Royal Bafokeng Platinum Limited (RBPlat) and its subsidiary companies, as well as the industry in which it operates, to be materially different from future results, performance, objectives or achievements expressed or implied by these forward looking statements. The performance of the RBPlat Group is subject to the effect of changes in commodity prices, currency fluctuations, uncertainty around the supply of electricity, the risks involved in mining and concentrating operations and the operating procedures and performance of the Group.

The Company undertakes no obligation to update publicly or to release any revisions to these forward looking statements to reflect events or circumstances after the date of publication of this report or to reflect the occurrence of unanticipated events.

Give us your feedback

We would welcome your feedback on our reporting for 2015 and any suggestions you have in terms of what you would like to see incorporated in our report for 2016. To do so please contact Lindiwe Montshiwagae at lindiwe@bafokengplatinum.co.za.


www.bafokengplatinum.co.za



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About this report

We choose to report in an integrated manner because we believe that by doing so we can provide our stakeholders with the information on our integrated thinking that they need to make informed decisions about our business.

Our integrated report, which is our primary report to our stakeholders, covers the period 1 January 2015 to 31 December 2015. This year it does not contain our full annual financial statements, which are available as an online report and in pdf format. Its scope includes RBPlat's mining operations, projects and the key functions over which we exercise control. None of these have undergone any significant change to their size, structure or ownership during the year under review. Details of the structure are in the report on the cover fold-out and a more detailed structure is available on our website. 

To ensure comparability all significant information is reported on a like-for-like basis and there are no major restatements.

How we prepared our report

We use the International Integrated Reporting Council's (IIRC) integrated reporting <IR> framework to guide us in structuring our report, showing the connectivity between material information, our strategy, governance, performance and prospects and how our strategy affects and is affected by environmental, financial, human and social and relationship issues. Our integrated reporting also serves as RBPlat's Communication on Progress (COP) to the United Nations Global Compact (UNGC) in terms of human rights, labour, the environment and our anti-corruption efforts. See our online integrated report for details.


Our integrated reporting:

- > **complies** with the South African Companies Act 71 of 2008 and the JSE Listings Requirements
- > **applies** King III, the South African Code for the Reporting of Exploration Results, Mineral Resources and Mineral Reserves (SAMREC Code) and the Global Reporting Initiative's (GRI) G4 guidelines and its Mining and Metals sector supplement
- > **reports** on our performance in terms of our Mining Charter commitments and against the Integrated Reporting and Assurance Services' Sustainability Data Transparency Index (IRAS SDTI) template.

Our annual financial statements:

- > **comply** with International Financial Reporting Standards (IFRS)
- > are **audited** by PricewaterhouseCoopers Inc. (PwC). Their unqualified audit report is available in our online annual financial statements.

External assurance

Independent third party assurance is provided by Gilden Assurance over material sustainability information. Their assurance statement is available in our online integrated report. The items that have been assured are indicated by means of  throughout the report.

Board approval

The RBPlat Board acknowledges its responsibility for ensuring the integrity of our integrated reporting. The Board confirms that it has collectively reviewed the report's contents and leveraged off the assurance obtained from our various internal and external assurance providers (see page reference for our abridged assurance matrix and our online integrated report for more detail including assessments on risk, internal controls, internal financial controls and GRI reporting). The Board is of the view that, to the best of its knowledge and belief, RBPlat's integrated reporting addresses all matters material to its stakeholders' decision-making by explaining how RBPlat creates value over time and considering the organisation's impact on the environment and its stakeholders. The Board unanimously approved our integrated reporting for 2015 on 22 February 2016.



Kgomotso Moroka

Professor Linda de Beer

Robin Mills

Mark Moffett

Thoko Mokgosi-Mwantembe

Velile Nhlapo

Mike Rogers

Louisa Stephens

David Wilson

Steve Phiri (Chief Executive Officer)

Martin Prinsloo (Chief Financial Officer)

How to access the information you need from our print and online integrated reporting

Available in **PRINT**



Available **ONLINE**

- > Our online integrated report for 2015
- > Our online annual financial statements for 2015

Available online in interactive html format

- > RBPlat online results for 2015

Available online in **PDF** format

Statutory and additional information including:

- > Our progress since 2012 with the application of King III
- > Reporting in terms of Section 3.84 of the JSE Listings Requirements on board governance
- > King III assessment table
- > Report of the Social and Ethics Committee
- > Assurance statement
- > GRI G4 Index
- > IRAS SDTI template

Integrated report



Annual financial statements



Mineral resources and reserves statement



Annual results presentation



Navigation

How to access additional information in the report



Directs you to page/s in this report with more detail



Directs you to pages in the AFS with more detail



Directs you to more detailed information on our website www.bafokengplatinum.co.za



Quick Response (QR) codes connect you to additional information in our online integrated report via your smartphone or tablet



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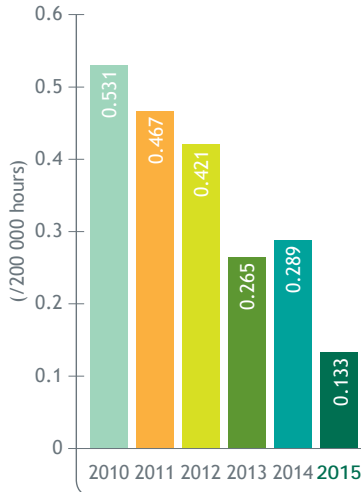
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Measuring our performance

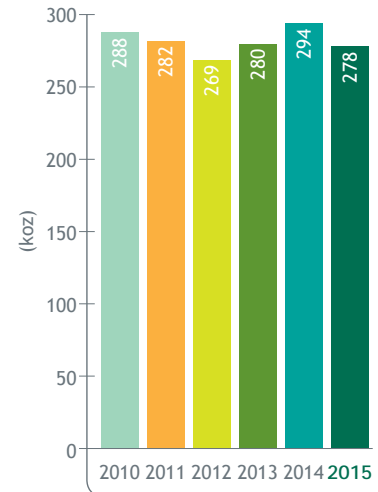
over the past six years

Serious injury frequency rate

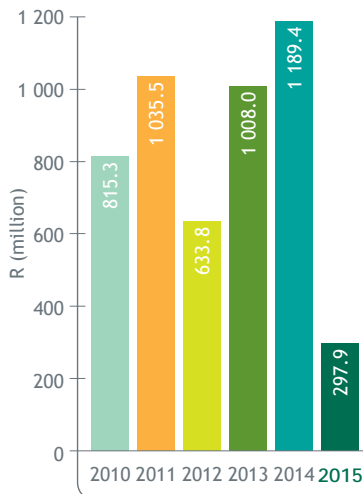


75%
improvement in SIFR
over the past six years

4E ounce production

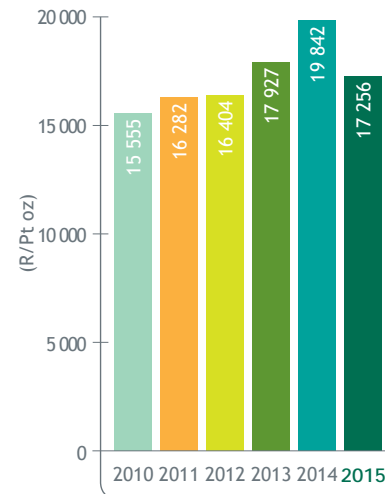


EBITDA

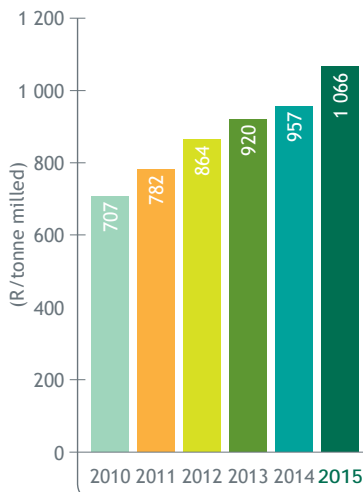


6.3%
reduction in RBPlat's
average basket price
per annum in real
terms over the past six
years

Rand basket price

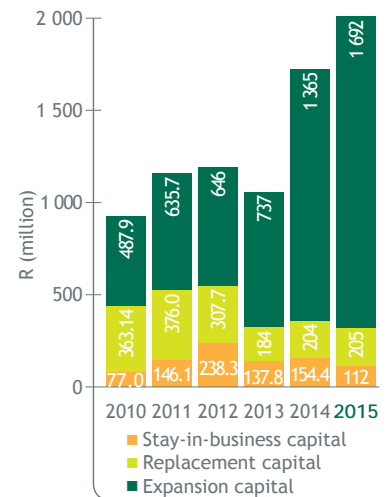


Cash operating costs



247%
increase in expansion
capex over the past
six years, spending
to grow

BRPM JV capex



ACHIEVEMENTS



> Successful

- > commissioning of Styldrift I Main shaft
- > Rapid response to changing market conditions

- > Net cash flow generated by operating activities of

R619 million

- > **R918** million cash on hand at year-end

IMPROVEMENTS



> 54%

improvement in serious injury frequency rate (SIFR) year-on-year

- > **23%** improvement in lost time injury frequency rate (LTIFR) year-on-year

CHALLENGES



- > The impact of the sustained **depressed** PGM market on our ability to ramp up Styldrift I by 2020

- > **16%** increase in cash operating cost per platinum ounce year-on-year
- > Oversupplied platinum market

DISAPPOINTMENTS



> Five

fatal accidents at our operations in 2015

- > **US\$** PGM price performance
- > Rand basket price performance
- > Scaling down of activities at Styldrift I

**R918
million**

cash on hand
at year-end

247%

increase in expansion capital
over the past six years

Six-year financial summary

	Unit	2015	2014	2013	2012	2011	2010
Financial statistics							
Revenue	R (million)	3 044.7	3 767.5	3 251.1	2 865.3	2 974.9	2 106.8
Cash operating cost	R (million)	2 548	2 361	2 093	2 051	1 802	1 700
EBITDA*	R (million)	297.9	1 189.4	1 008.0	633.8	1 035.5	815.3
(Loss)/profit attributable to owners of the Company	R (million)	(3 044.8)	440.9	284.2	170.3	273.4	3 164.8
Headline (loss)/earnings	R (million)	(159.6)	440.9	283.9	170.3	273.7	290.2
Headline (loss)/earnings per share	cents	(83.2)	239	173	104	167	191
Normalised headline earnings**	R (million)	16.4	506.9	348.4	233.2	350.2	399.3
Normalised headline earnings per share**	cents	8.7	274	212	142	214	283
Weighted average number of ordinary shares in issue for earnings per share	number	191 592 060	184 797 002	164 319 791	163 960 709	163 677 799	141 132 832
Average rand basket price***	R/Pt oz	17 256	19 842	17 927	16 404	16 282	15 555
Gross (loss)/profit margin	%	(1.3)	23.0	18.5	11.9	19.0	23.7
EBITDA margin*	%	9.8	31.6	31.0	22.1	34.8	38.7
Number of shares issued outside the Group at year-end	number	191 743 614	191 130 657	164 459 662	164 150 804	163 677 799	163 677 799
Cash on hand at year-end	R (million)	917.6	1 864.2	772.9	649.9	1 099.2	899.4
Borrowings	R (million)	366.9	6.6	—	—	—	—
R:US\$ exchange rate							
Average annual R:US\$ exchange rate	R:US\$	12.78	10.85	9.65	8.21	7.26	7.30
Year-end R:US\$ exchange rate	R:US\$	15.50	11.57	10.47	8.47	8.09	6.62
RBPlat share price performance on the JSE (ordinary shares)							
High	cents/share	5 996	7 690	6 499	6 749	7 001	7 100
Low	cents/share	2 261	4 740	4 201	4 374	5 261	6 050
Year-end	cents/share	2 665	5 271	5 900	5 750	5 500	6 675
Volume of shares traded	number	70 395 450	45 595 706	37 834 520	24 529 533	33 584 214	23 296 886
Net cash generated by operating activities	R (million)	619.2	1 426.5	907.8	732.6	1 025.1	1 785.3
Net asset value (NAV) per share	cents	57.0	72.8	72.2	70.2	68.9	66.9
Capital expenditure							
Expansion capital	R (million)	1 692	1 365.0	737.0	646.0	635.7	487.9
Replacement capital	R (million)	205	204.1	184.0	307.7	376.0	363.4
Stay-in-business (SIB) capital	R (million)	112	154.4	137.8	238.3	146.1	97.0
SIB % of operating costs	%	4.4	7	7	12	6	6

* The Company utilises certain non-IFRS performance measures and ratios (i.e. EBITDA) in managing the business and may provide users of the financial information with additional meaningful comparisons between current results and results in the prior periods. Non-IFRS financial measures should be viewed in addition to and not as an alternative for the reported operating results or cash flow from operations or any other measure of performance prepared in accordance with IFRS. In addition, the presentation of these measures may not be comparable to similarly titled measures used by other companies

** Normalised headline earnings are based on headline earnings adjusted for fair value depreciation, amortisation and tax thereon

*** Net proceeds from total concentrate sales including revaluation of pipeline divided by total platinum ounces produced

Our business model

Our business model demonstrates how, in the process of operating and growing our business, we draw upon the stock of resources and relationships we have in certain capitals in order to build our stock of resources and relationships in other capitals. Sustainability, risk management, assurance and governance are also an essential part of every capital.

By creating long-term value using our stock of Natural, Financial, Human, Intellectual, Manufactured and Social and Relationship capital to build a sustainable, profitable business and create shared value for our stakeholders we can achieve ***MORE THAN MINING.***



Natural capital



Financial capital



Human capital



Intellectual capital

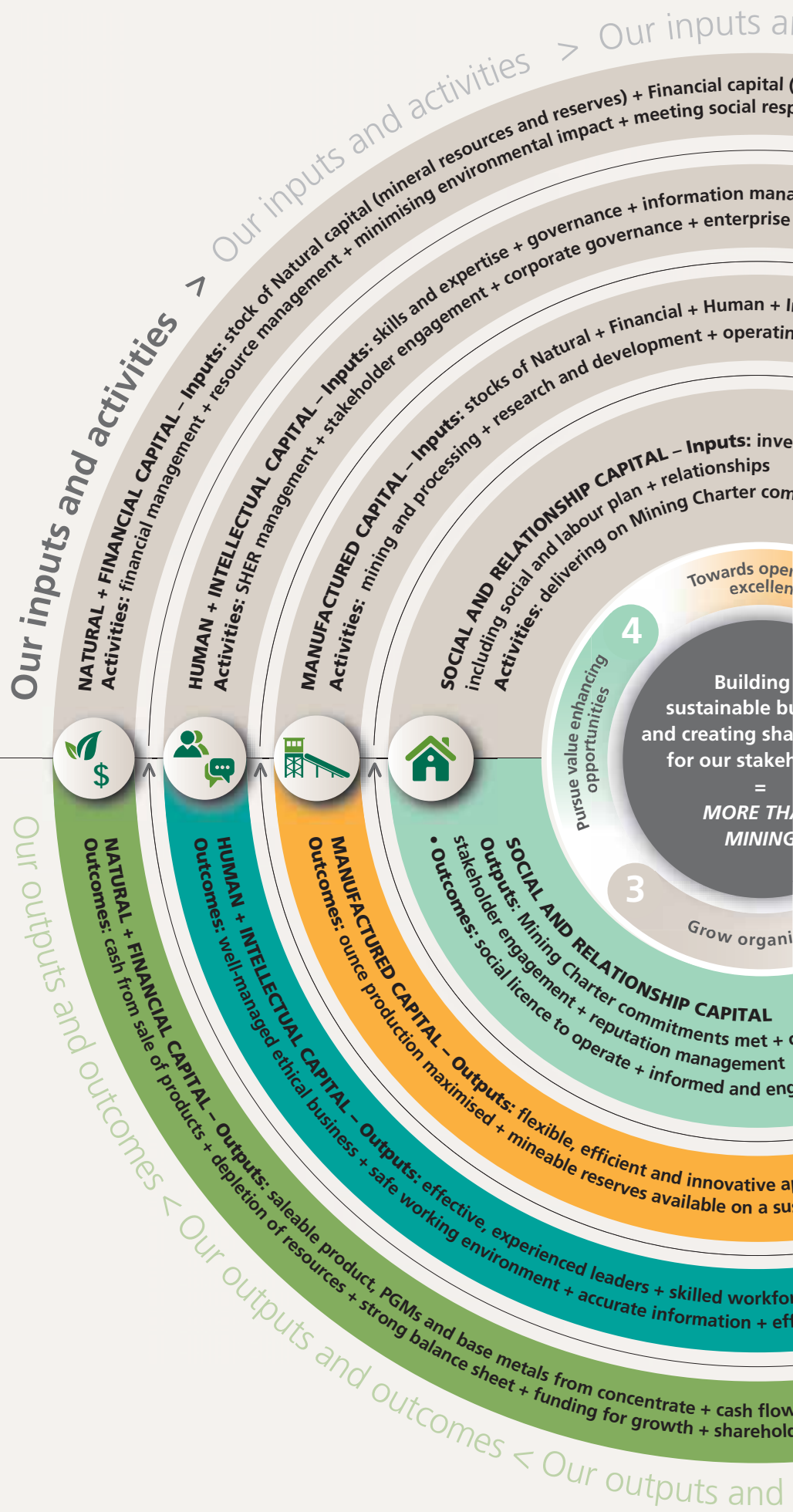


Manufactured capital



Social and Relationship capital

Sustainability, risk management,
assurance and governance





What we use to create value

The six capitals we have identified consist of resources and relationships, which are constantly being increased, decreased and transformed through our activities. They include the inputs, activities, outputs and outcomes of our business model. Through using, increasing and transforming our stock of capitals we can deliver value beyond financial returns for ourselves and our stakeholders. This is depicted graphically in our business model and defined below.

Natural capital

Our mineral resources and reserves and our ability to minimise our impact on the environment and the depletion of natural resources

Our business exists because of our stock of Natural capital in the form of mineral resources and reserves, which we deplete through our mining activities, and convert into a stock of Manufactured capital. We invest Financial capital to establish the stock of Manufactured capital we need to mine our mineral resources.

In order to responsibly minimise the impact of our operations on the environment in which we operate our environmental management systems are in line with ISO 14001. Our approach is based on international best practice, legal compliance and maintaining our environmental and social licence to operate. Reducing our water, energy and carbon intensity is a key focus of our climate change strategy, as is assessing possible climate change impacts.

Financial capital

The financial resources that are available to us to maintain and grow our business

The financial resources available to us include cash generated by our operations and the resources we obtained from equity funding. Debt capital market funding is available to us, but we have not yet availed ourselves of it. These resources make it possible for us to achieve our strategic objectives. We use them to mine and produce PGM concentrate. We generate cash from the sale of the concentrate, which we invest in stay-in-business and replacement capital for BRPM and growing organically through the development of Styldrift I and the exploration of Styldrift II. We also use our financial resources to develop and remunerate our people, to minimise our impact on the environment and to deliver on our social responsibilities. Depressed PGM prices have depleted our stock of Financial capital by reducing the amount of cash we can generate from our operations.

Human capital

The individual skills, competencies and experience of our people, their safety knowledge, health and wellbeing and motivation

Our people create value, make it possible for us to deliver against our strategic objectives and achieve our aspiration to deliver *More than mining*. We invest Financial capital in our people through the training and development we provide to ensure they are equipped to do their jobs and work safely, as well as the remuneration they receive and the benefits we provide.

We also invest in developing our stock of Intellectual capital by providing our employees with the opportunity to continually grow and develop during their employment at RBPlat. Our investment of Financial capital in our employee home ownership scheme also offers our enrolled employees the opportunity to own their own homes.

Intellectual capital

Our collective expertise and processes, and the strategies, policies, procedures, standards and codes that govern how we do business provide us with a competitive advantage

Much of our success depends on our collective knowledge and the way in which we apply our expertise to best effect in the active management of our stock of capitals. A key element of our Intellectual capital is our ability to adapt to a changing business environment, achieve cost efficiencies and the courage to make tough decisions. We recognise that our ability to establish successful relationships with our stakeholders is also a key element of our Intellectual capital, as is our use of technology and innovation and our robust and fit for purpose computer systems. The Financial capital we invest in the development of our people and the communities in which we operate also contributes to our stock of Intellectual capital.

Manufactured capital

Our mining infrastructure and processes

The mining and processing infrastructure at our operations are fundamental to our business. We use them to extract our Natural capital in the form of Merensky and UG2 ore and to process the ore into PGM concentrate. We sell our concentrate to our joint venture partner, Anglo American Platinum, which smelts and refines it and sells the resultant basket of metals on the world market.

Through investing in our organic growth project, Styldrift I, we are using our Financial capital to increase our stock of Manufactured capital and our ability to grow our production of PGMs. We currently produce between 2.4Mt and 2.5Mt of ore at BRPM. By the end of 2016 we expect Styldrift I to be producing 50 000 tonnes of Merensky ore per month.

Social and Relationship capital

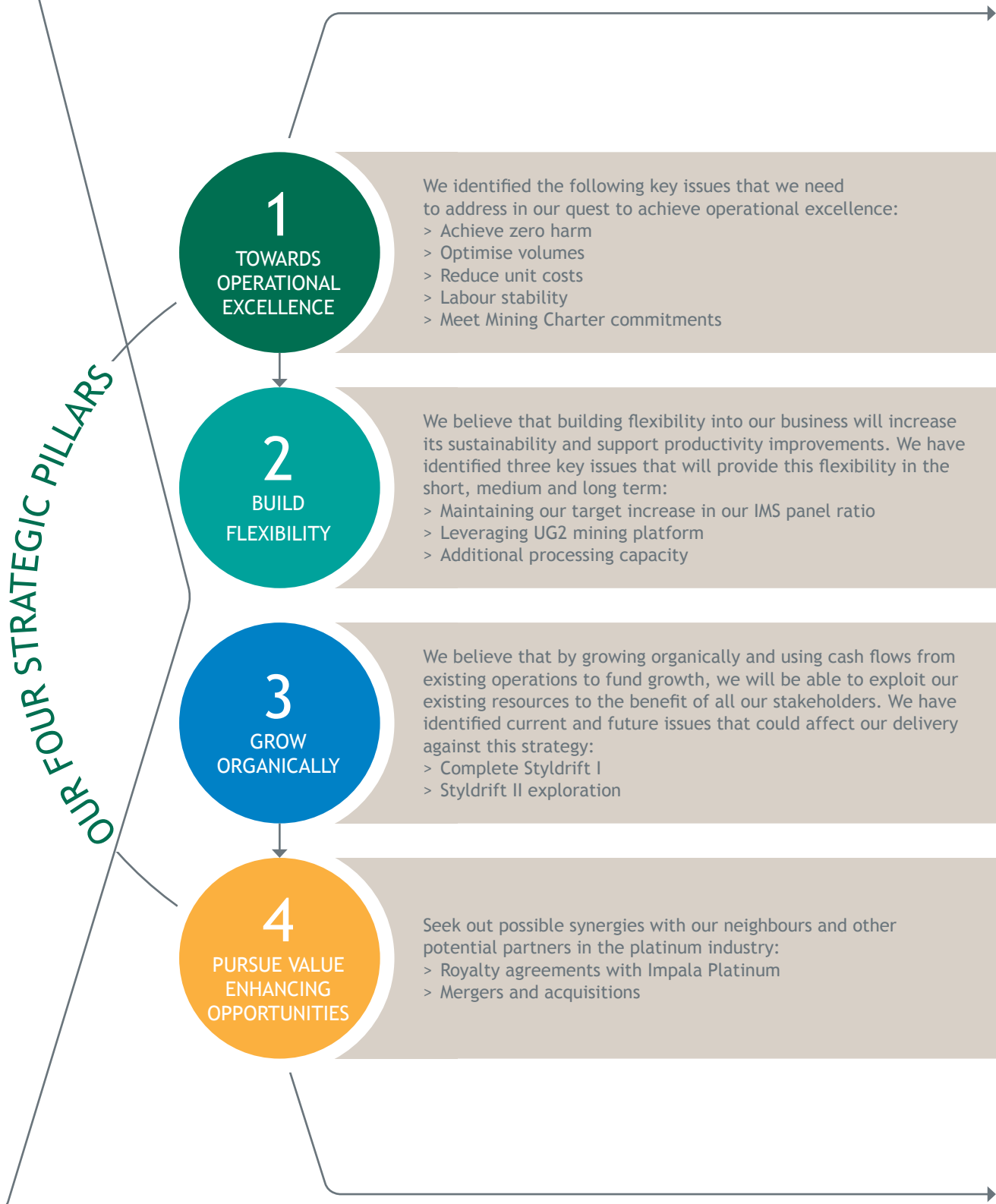
The contribution we make to the long-term sustainability of the communities in which we operate and the relationships we have which are central to our business

Our Financial, Human and Intellectual capital investment in the communities through our social and labour plan (SLP) commitments is an important part of our Mining Charter scorecard commitments and a pre-requisite for retaining our mining rights and creating shared value.

Our relationships with these communities, the investor community, government, regulators, joint venture partners and the Rustenburg Local Municipality all impact directly or indirectly on our business and its reputation. These relationships form part of each capital and are vital inputs to our business model that are constantly being increased, decreased and transformed through our activities.

A STRATEGY TO ACHIEVE *MORE THAN MINING*

The four pillars of our strategy have been in place since we took over operational control of the BRPM Joint Venture in 2010. Every year the Board and the Executive review our strategy and the key material issues that need to be addressed if we are to achieve them. We use key performance indicators (KPIs) to measure our performance.



75%

improvement
in SIFR
over the past
six years

59%

improvement
in LTIFR
over the past
six years

11%

increase
in tonnes
milled per
employee
over the past
six years

Six-year operational summary

	Unit	2015	2014	2013	2012	2011	2010
Safety							
Fatal injuries	number	5	2	2	1	0	3
LTIFR	/200 000 hours	0.409	0.533	0.614	0.676	0.897	1.001
SIFR	/200 000 hours	0.133	0.289	0.265	0.421	0.467	0.531
Section 54 stoppages	number	16	10	11	12	12	7
Safety stoppage losses	kt	275	79	89	117	92	68
Mining production							
Total tonnes delivered	kt	2 456	2 471	2 310	2 384	2 284	2 366
Merensky delivered	kt	1 872	1 908	1 895	1 959	2 026	2 288
UG2 delivered – BRPM	kt	585	563	415	425	258	78
Total development	km	35.5	39.4	36.5	39.4	30.2	33.4
Stoping to development replacement rate	m ² /m	31.9	28.7	32.4	27.1	32.2	35.0
IMS panel ratio – BRPM	ratio	1.51	1.70	1.52	1.48	1.01	1.12
Concentrator production							
Total tonnes milled	kt	2 461	2 479	2 301	2 375	2 305	2 407
Tonnes milled at BRPM	kt	2 044	2 112	2 010	2 214	2 162	2 380
Tonnes milled at Waterval	kt	417	367	291	160	142	27
Built-up head grade (4E)	g/t	4.11	4.29	4.38	4.07	4.35	4.31
Merensky built-up head grade	g/t	4.20	4.45	4.51	4.22	4.44	4.32
UG2 built-up head grade	g/t	3.79	3.74	3.76	3.36	3.60	3.83
Total recovery	%	86.68	86.05	86.37	86.71	87.47	86.43
4E metals in concentrate	koz	278	294	280	269	282	288
Pt metal in concentrate	koz	180	190	181	174	183	187
Labour							
Working cost labour	number	6 251	6 272	6 180	6 057	6 553++	6 793++
Capital labour	number	1 922	2 601	1 727	1 686	1 389	877
Stoping crew efficiencies	m ² /crew	321	336	320	307	308	343
Tonnes milled per total employee costed	t/emp	32.8	33.1	31.6	29.8	29.3	29.5
Operating costs							
Cash operating costs	R (million)	2 548	2 361	2 093	2 051	1 802	1 700
Cash operating cost per tonne milled	R/t	1 066	957	920	864	782	707
Cash operating cost per 4E ounce	R/4E oz	9 359	8 040	7 519	7 616	6 399	5 902
Cash operating cost per platinum ounce	R/Pt oz	14 504	12 463	11 592	11 775	9 863	9 076

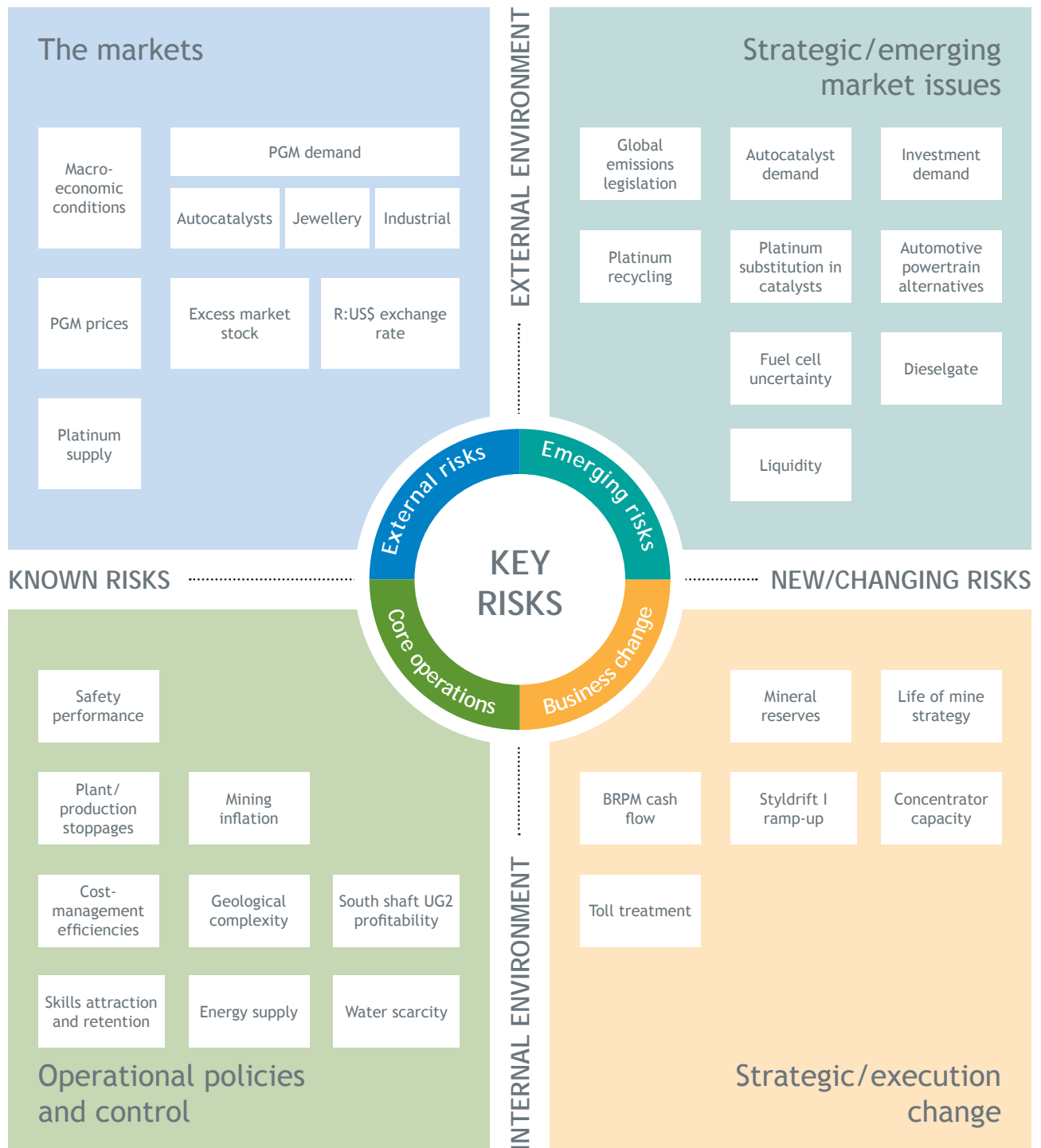
++ 2010 and 2011 numbers are averaged for the year, thereafter year-end numbers are provided



Our wealth creation table is available in our online integrated report

The changing business context

RBPlat always considers the external environment in which we operate and seek to achieve our business objectives. The external factors we consider that could impact or provide opportunities for RBPlat include business, social, competitive, financial, political, regulatory and legislative measures.



Risk management – a strategic imperative

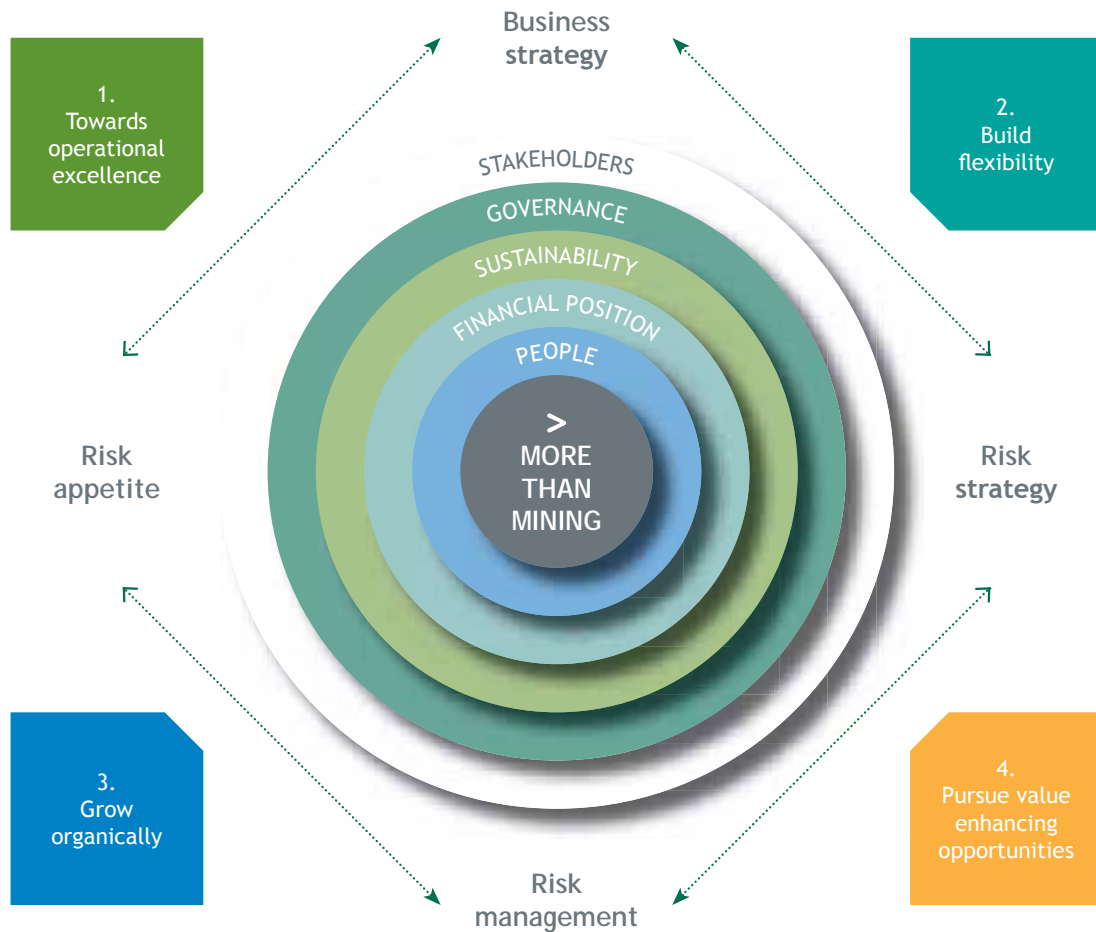
In an environment where there is no room for error, risk management is a strategic imperative



Our enterprise risk management (ERM) framework aligns our strategy, processes, people, technology and knowledge with the purpose of evaluating and managing the uncertainties we face in creating stakeholder value. Our risk governance structures and processes, which include the oversight, management and assurance of risk management, are based on the three lines of defence model (see page reference for more information).

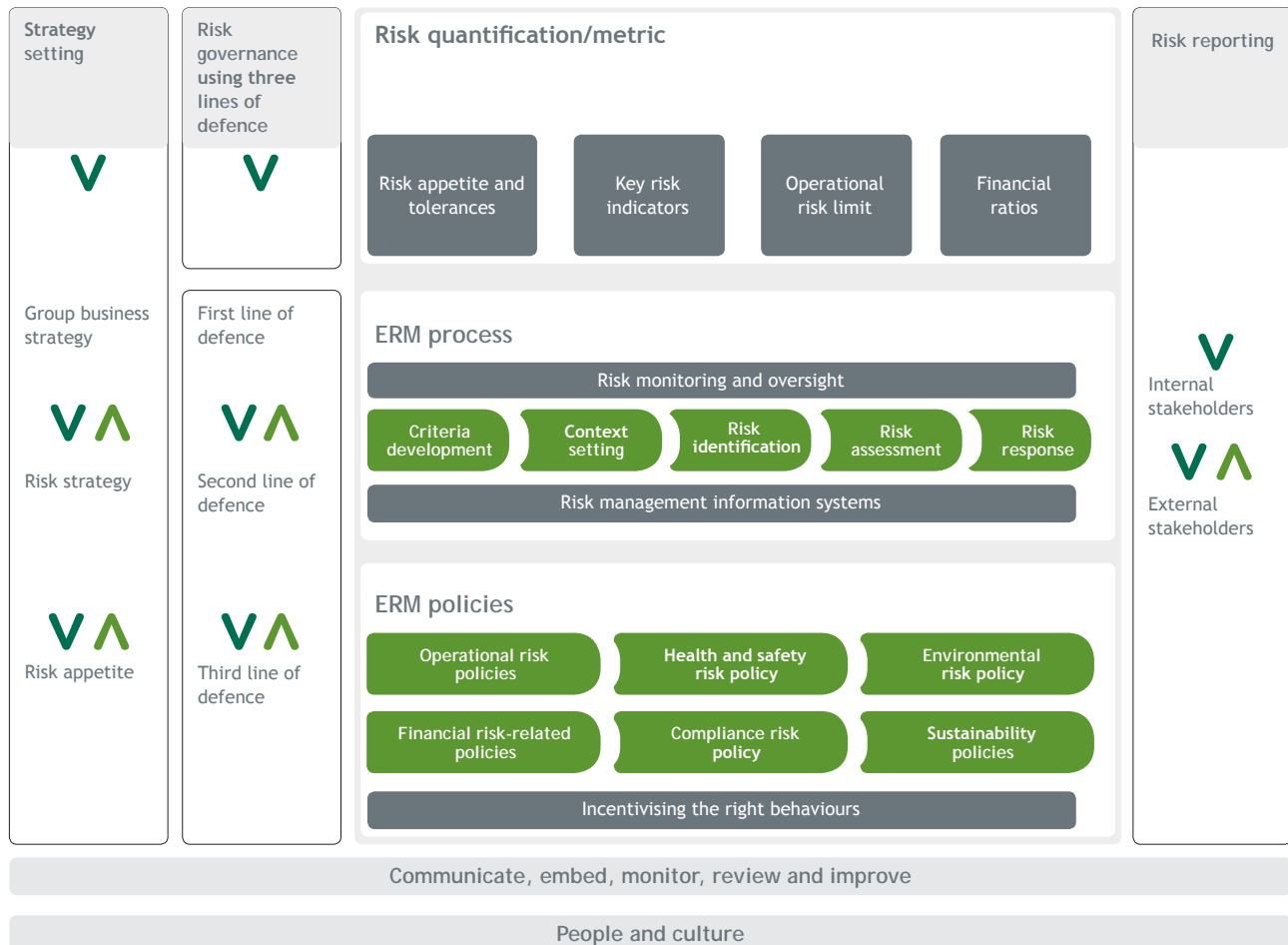
RBPlat's risk appetite is inextricably linked to our strategy setting and its risk management policy and framework support our strategic and operational objectives. We follow the processes outlined in our ERM policy and framework to identify, proactively manage and report key risks that could prevent our business from achieving its strategic objectives.

How our risk management strategy supports our business strategy



Our enterprise risk management (ERM) framework

Overriding inputs and principles, regulatory universe, ERM context, corporate guiding principles (policies), governance framework, organisation structure and processes



Risk governance at RBPlat using the three lines of defence model

RESPONSIBILITY

1st line of defence

Chief Executive Officer, Executive Committee, mine managers and heads of departments

2nd line of defence and sustainability

Executive: Risk and Assurance, Head: Risk and Compliance, Company Secretary, Senior SHER Manager, corporate and mine risk forums, functional area and mine risk champions

3rd line of defence

RBPlat Board

The Board and Audit and Risk Committee have an oversight role over internal audit (outsourced), which allows them to determine whether appropriate risk and assurance processes are in place

External audit

Independent audit of annual financial statements

Other assurance providers in terms of our combined assurance framework

ACCOUNTABILITY

Accountable for ensuring RBPlat has and maintains an effective, efficient and transparent risk management process

Responsible for developing a culture of compliance and facilitating compliance throughout the organisation

Accountable for the total risk management process and forming an idea of its effectiveness

Accountable for providing an opinion on the Group's financial statements in accordance with IFRS standards and the requirements of the Companies Act

In line with relevant professional standards

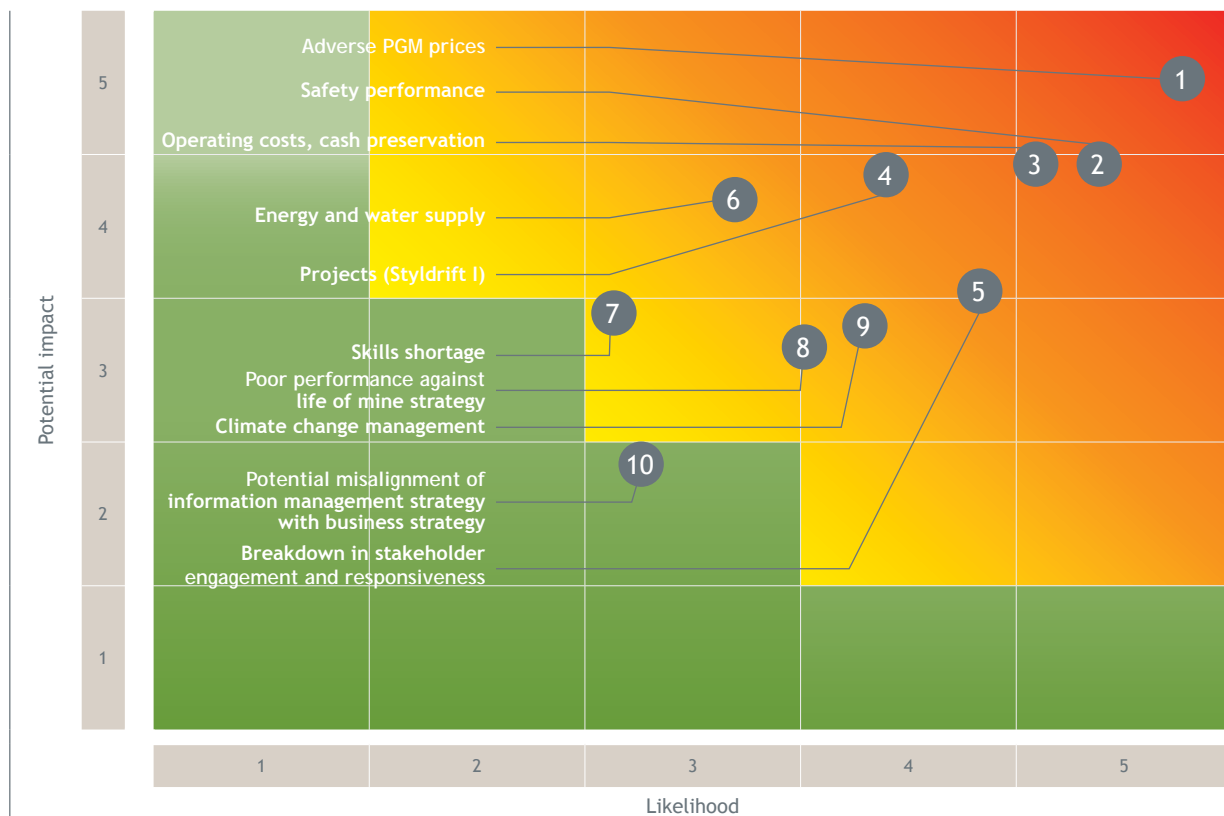
Risk management – a strategic imperative continued

Our risk governance structures and processes

Our risk governance structures and processes, which include the oversight, management and assurance of risk management, are based on the three lines of defence model. Our use of this model has two important aims: to provide the Board and its committees with oversight of the Group's risk management activities and to embed the culture and practice of risk management in our day-to-day business activities. It also provides the Group with three independent views of risk in the organisation.

Our risk landscape in 2015

The heat map below includes the top strategic risks we identified in 2015, in line with our ERM approach approved by our Board.



Our top strategic risks









Risk description, root cause and potential impact	Response to risk	Residual risk	Inherent risk		
		2015	2015	2014	2013
Adverse PGM price fluctuations and/or strengthening of the rand (basket price risk) driven by the global economic and market conditions could result in significant financial exposure. 1 3 	Continuous monitoring of the PGM market. Focus on cost optimisation strategies and maintaining a low cost base.	1	2	6	10
Inadequate safety performance resulting in injuries, fatalities and/or Section 54 work stoppages may impact on RBPlat's ability to meet production and financial targets. 1 2 3 4 	Zero harm philosophy and cross audits/internal shaft audits. Investigation was undertaken to determine the causes of our fatal accidents. Revised safety management strategy.	2	3	3	4

Pillars of the strategy

- 1 Towards operational excellence
- 2 Build flexibility
- 3 Grow organically
- 4 Pursue value enhancing opportunities

Risk levels

- Extremely high
- High
- Moderate
- Low

Risk description, root cause and potential impact	Response to risk	Residual risk	Inherent risk		
		2015	2015	2014	2013
<div>76</div> <p>Potential for operating costs to escalate to higher than planned levels could impact the Group's profitability and its ability to fund projects from operational cash flows.</p> <p>1 2 3</p> 	<p>Increased focus on improving productivity and cost reduction across our operations and corporate office.</p>	3	5	4	3
<div>78</div> <div>67</div> <p>Inability to deliver projects on time and fund them within budget, especially the Styldrift I project, could negatively impact future revenue, costs and reputation.</p> <p>1 2 3</p> 	<p>Effective project management capacity.</p> <p>Sound governance and financial management structures in place.</p> <p>Periodic review of project progress by management and Board.</p> <p>Styldrift I project scaled down in 2015.</p>	4	1	2	6
<div>108</div> <p>Potential breakdown in stakeholder engagement and responsiveness could result in a deterioration in stakeholder relationships, particularly with employees, unions and doorstep communities. This could lead to unprotected industrial action and/or RBPlat not receiving support from the communities where we operate with resultant disruptions to operations.</p> <p>1 2 3 4</p> 	<p>Robust stakeholder engagement framework.</p> <p>Stable stakeholder relations.</p> <p>Five-year wage agreement signed for both enrolled employees and contractors.</p>	5	4	1	1
<div>124</div> <div>125</div> <p>Lack of or inadequate utility (power and potable water) supplies may force RBPlat to halt or curtail business operations which could lead to business interruptions and delays in expansion projects. Increased power costs may place further pressure on the operations' financial results.</p> <p>1 2 3 4</p> 	<p>Power supply in place for the construction phase of Styldrift I.</p> <p>BRPM's usage requirements met with additional capacity available to supply Styldrift I until completion of its power supply infrastructure.</p> <p>Ongoing energy saving initiatives.</p> <p>Water supply agreement in place with Magalies Water. Installation of a water treatment plant.</p>	6	6	9	11
<div>94</div> <p>Failure to have available adequate and appropriate skills could negatively impact on achieving operational efficiencies.</p> <p>1 2 3 4</p> 	<p>Human resource development strategy to meet operational requirements and retain key skills.</p> <p>Skills development programme in place.</p>	7	8	10	13
<div>72</div> <div>118</div> <p>Operational exposures due to performance against the life of mine (LOM) strategy which could impact unit costs and operating profit.</p> <p>1 2 3 4</p> 	<p>Formalised business plan and LOM plan process reviewed annually.</p>	8	7	5	5
<div>120</div> <div>122</div> <p>Our environmental and climate change management could result in non-compliance with key legislation, which may lead to the withdrawal of mining-related licences (mineral rights/water, etc) negatively impacting mining operations and costs.</p> <p>1 2 3 4</p> 	<p>Ongoing monitoring of licence requirements.</p>	9	9	11	12
<div>101</div> <p>Potential misalignment of the information management (IM) strategy and business requirements may affect the business requirements also resulting in vulnerabilities to the security of RBPlat's IM systems.</p> <p>1 2 3</p> 	<p>IM Steering Committee in place.</p> <p>IM strategy developed in line with business strategy, including an IM governance framework and IM security policies.</p>	10	10	15	—

Risk management – a strategic imperative continued



The risk profiles for BRPM, the BRPM concentrator and Styldrift I can be found in our online integrated report.

Our approach to risk appetite and risk tolerances

RBPlat's Board has ultimate responsibility for risk management including the development of our risk appetite and the setting and monitoring of risk tolerances. King III recommends that the Board determines the levels of risk tolerance and the risk levels that it has the ability to tolerate versus the risks that it is willing to take.

Our risk appetite statement is designed to ensure the RBPlat Group includes risk factors in any major strategic or tactical decision and the compatibility of a course of action with our risk appetite is always questioned. The table which follows indicates that the key indicators that can prevent us from achieving our business plan are operational efficiency, which includes safety and operating costs, and the basket price.

RBPlat's risk appetite and tolerances were established in 2015, in line with our risk appetite policy and framework by means of a pilot project. We interviewed the relevant members of the Executive Committee and key members of senior management and reviewed external data. From this process we established key risk indicators as well as tolerance limits and set our overall risk appetite. RBPlat's prudent approach to financial and risk management was applied to their establishment.

Following the pilot project the limits were tested in the second half of 2015 to ensure that they had been set at the correct levels.

Assessing, managing and monitoring our risk exposures within our risk appetite and tolerances

Risk	Movement in inherent risk	How well it has been mitigated	Risk appetite status			Assurance
Adverse PGM prices	↑	Limited			●	External
Safety performance	→	Limited			●	External
Escalation of operating costs	↑	Limited			●	External
Capital projects	↓	Satisfactory		●		External
Breakdown in stakeholder engagement and responsiveness	↓	Good		●		External
Availability of utilities	↑	Good	●			External
Skills	↓	Good	●			External
Performance against the life of mine strategy	↓	Good	●			External
Environmental and climate change management	↓	Good	●			External
Reputation	↓	Good	●			Internal
Availability of mineable reserves	↓	Good	●			External

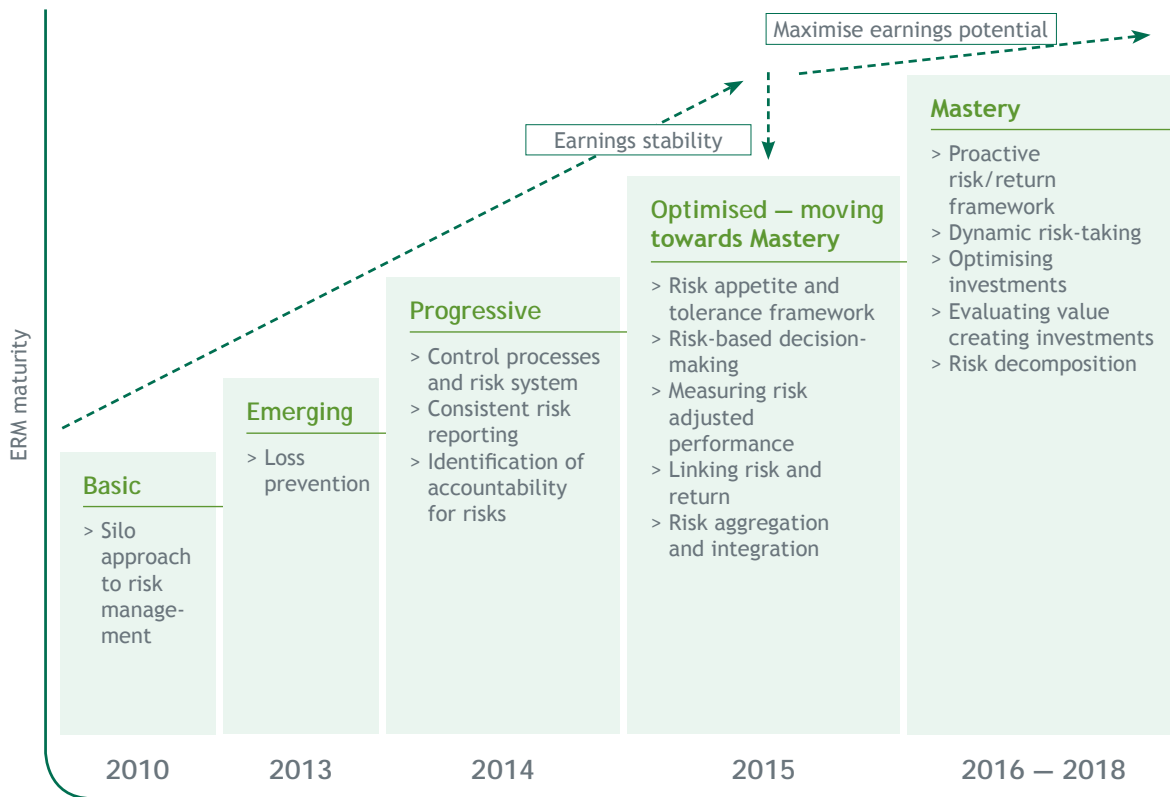
Legend

- Risk appetite breached
- Within risk appetite level
- In line with risk appetite

RBPlat's three-year risk management plan is approved by the Audit and Risk Committee and is executed over the three-year period by the risk and assurance function. The plan is monitored quarterly by the Audit and Risk Committee.

This is our third year of implementing our ERM framework and policy during which we have tracked its maturity in line with our overall business maturity. We set ourselves the goal of reaching an *Optimised* level of risk management maturity by 2015, which we have achieved.

RBPlat's risk management maturity journey – taking risk management to the next level



The way forward

The risk landscape changed significantly in 2015 and we see the next three years being very different from the past three years. In this changing environment our approach to risk management will, in addition to qualitative risk measures, also incorporate quantitative measures. This process will guide the business in long term decision-making and its day-to-day responses that ensure that we are flexible enough to respond to emerging risks. The risk appetite and tolerance dashboard will become a strategic tool to link strategy, risk, performance and reward.

A new risk management strategy will be developed in 2016 covering 2016 – 2018 in line with the business strategy. New developments in international risk standards, as well as King IV principles, will be taken into account.

Our capitals are represented by the following icons:



Financial capital



Manufactured capital



Human capital



Intellectual capital



Social and Relationship capital



Natural capital


Key material issues

that have the potential to significantly affect our performance

Our approach

Details of our materiality process, which was extended this year to include an independent survey of our key external stakeholders, are included in our online integrated report. Having conducted a review of our material issues in June 2015, which included a series of

workshops and interviews, following a change in economic conditions we revisited these issues with the same stakeholders in September 2015. While the key material issues remained the same, in some instances the impact of rapidly deteriorating global economic and market conditions had resulted in

a change in focus as the ranking of the risks and opportunities facing us had changed. We identify key performance indicators (KPIs) for each of our material issues and those that have been assured are identified by means of .

Financial capital

Global economic and market conditions

Other capitals affected by or affecting this issue:



Our ability to influence the impact of the risks and opportunities associated with this issue: Limited

Residual risk ranking: 

Why it's important

This issue can have a major impact on our performance. In 2015 its impact was mainly negative. Weaker demand for PGMs and lower than expected prices reduced the cash flow from BRPM JV to fund our Styldrift I organic growth project.

How we addressed the risks and opportunities it presents:

Rapidly deteriorating economic and market conditions resulted in significantly reduced cash flows from BRPM to fund the Styldrift I project. To manage the risks this situation presented we decided not to incur term debt and to scale down operations at Styldrift I.

KPI:

- Management of cash flow to fund our business and achieve our strategic objectives

What we achieved:

- R917.6 million cash on hand at year-end

Future focus:

- Our focus for the foreseeable future will be on containing costs at BRPM and adopting a flexible approach to investing our available cash in Styldrift I

Strategic objectives affected by this issue:




Managing the impacts of our supply chain

Other capitals affected by or affecting this issue:



Our ability to influence the impact of the risks and opportunities associated with this issue: Significant

Residual risk ranking: 

Why it's important

The efficient and effective management of our supply chain reduces our costs and increases our operational efficiency.

How we addressed the risks and opportunities it presents:

Following the decision to scale down Styldrift I and defer project work, our supply chain department had robust discussions and negotiations with our key suppliers regarding cash conservation strategies, improved value contracts and stricter payment terms.

KPIs:

- Meet Mining Charter scorecard HDSA discretionary procurement targets — developed own targets for our discretionary procurement spend from HDSA businesses based on what we achieved in 2014, which substantially exceeded the Mining Charter scorecard commitments
- Manage inventory to optimise cash flow and minimise stock on hand
- Cost containment

What we achieved:

- 72.7% of our capital spend (DMR target 40%), 75.6% of our services spend (DMR target 70%) and 76.8% of our consumables spend (DMR target 50%) was with HDSA businesses
- Inventory levels at BRPM remained at levels similar to those achieved in 2014, while consumable inventories were built up in the first half of the year to support increased activity

Future focus:

- Our future focus will remain on the efficient and effective management of our supply chain

See page reference for further information.

Strategic objectives affected by this issue:





KPIs marked with this icon have been assured

Manufactured capital

Our ability to deliver projects on time and within budget

Other capitals affected by or affecting this issue:



Our ability to influence the impact of the risks and opportunities associated with this issue: Significant

Residual risk ranking:



Why it's important

If we are unable to complete a project on time it could have a negative impact on our costs, future revenue, our ability to achieve operational excellence and organic growth and our reputation. It could also impact on our ability to fund projects in the future.

How we addressed the risks and opportunities it presents:

KPIs:

- Capital spend (R1.7 billion in expansion capex)
- Measuring ourselves against our projects schedules

What we achieved:

- The residual risk ranking of our ability to deliver projects on time and within budget has dropped from 1 to 4
- During 2015 we delivered against all our project targets at BRPM, both in terms of them being on time and within budget, and were doing well against our revised Styldrift I key milestones when the decision was taken to scale down the project

Future focus:

- Our focus for 2016 will be to continue with mining and construction activities at Styldrift I:
 - > 600 level development
 - > 642 footwall development
 - > water and ore handling on 708 level

Strategic objectives affected by this issue:



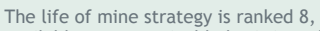
Mineable reserves available on a sustainable basis and life of mine strategy

Other capitals affected by or affecting this issue:



Our ability to influence the impact of the risks and opportunities associated with these issues: Significant

Residual risk ranking:



Why they are important

Reserves: Ensuring our mineable reserves are maintained at sustainable levels will enable us to support planned production levels. It also provides us with the flexibility to adapt to changes in our operational and economic environments.

Life of mine: The life of mine (LOM) strategy forms the basis on which we make key strategic decisions to ensure our sustainability, profitability and acceptable shareholder returns in the long term. The emphasis of our LOM is therefore on optimising the extraction of our resources while remaining cognisant of market trends and cycles. This strategy is adjusted from time to time to ensure it remains aligned with these trends and cycles.

Effective LOM planning and implementation, combined with sound ore reserve management, will allow us to secure and protect our ability to fund our organic growth through the development of Styldrift I.

How we addressed the risks and opportunities they present:

We continually monitor and manage our ore reserve depletion and replacement rates to ensure planned production rates can be maintained. In support of our LOM strategy we focused on UG2 trial mining at South shaft, maximising our ounce production and implementing our long-term extraction strategy.

Reserves KPIs:

- IMA of 22.0 months
- IMS of 8.0 months
- DOR of 14 months

LOM KPIs:

South shaft UG2 plays an important role in our current LOM strategy, as such we focused on:

- delivered grade of 3.49 (4E) g/t
- establish sustainable UG2 ore reserves to match the depletion of Merensky

What we achieved:

Reserves:

- IMA of 25.0 months
- IMS of 8.0 months
- DOR of 17 months

LOM:

- UG2 delivered grade of 3.51g/t (4E)
- UG2 ore reserves replacement matched the depletion of Merensky (sufficient reserves to meet production requirements in 2017)

Future focus:

- Our focus for 2016 will be to ensure sufficient reserves are available to support our planned rates of production
- In terms of our LOM strategy, we will aim to achieve the planned development on Styldrift I, continue with the UG2 trial mining at South shaft and regularly review market conditions to test alignment with our current LOM strategy



See page references for further information.

Strategic objectives affected by this issue:



Operating costs

Other capitals affected by or affecting this issue:



Our ability to influence the impact of the risks and opportunities associated with this issue: Significant

Residual risk ranking:



Why it's important

It is essential that we contain operating costs as they affect the profitability of our business, as well as our ability to implement our strategy and ensure our business is sustainable.

How we addressed the risks and opportunities it presents:

KPIs:

- Operational efficiency (rand per tonne milled)
- Extracted efficiency (rand per 4E ounce/platinum ounce)

What we achieved:

An 8% increase in cash operating costs, together with a 1% reduction in milled volumes, negatively impacted our ability to meet our KPIs and resulted in the following performance:

- operational efficiency:
 - > R1 066 per tonne milled
 - R957 in 2014
- extracted efficiency:
 - > R9 359 per 4E ounce
 - (R8 040 in 2014)
 - > R14 504 per platinum ounce
 - (R12 463 in 2014)

Future focus:

- Our future focus will remain on achieving the targets we have set for these three KPIs in 2016



See page references for further information.

Strategic objectives affected by this issue:



Key material issues continued

Human capital

Safety performance and the health and wellness of our employees

Other capitals affected by or affecting this issue:



Our ability to influence the impact of the risks and opportunities associated with this issue: Significant

Residual risk ranking: **2** ● ● ● ●

Why it's important

Poor safety performance puts our employees' lives at risk, affects employee morale, increases our costs, reduces productivity and damages our reputation. A healthy workforce is important to our business because it means that our employees are fit to work at their full potential and absences due to sickness are reduced.

How we addressed the risks and opportunities our safety performance presents:

KPIs:

We measure our safety performance against:

- FIFR, LTIFR, TIFR and injury-free days
- SIFR
- tonnes of production lost to safety stoppages
- maturity level of our operations.

What we achieved:

We continued to reduce our LTIFR (22.8%), SIFR (54.1%) and TIFR (9.4%) but our FIFR increased from 0.022 to 0.055 (150% increase).

Further information can be found on page 84 on safety in Human capital.

How we addressed the risks and opportunities the health and wellness of our employees presents:

We measure our performance in terms of health and wellness against these KPIs:

- All volume contractors on a medical aid
- No new cases of any occupational illness or disease
- Wellness peer educators working in our operations
- No new NIHL cases, greater than 10% loss of hearing
- Number of employees and contractors that received VCT
- Number of employees on RBPlat ART
- Number of ART defaulters
- Number of employees and contractors on TB treatment at BRPM clinic
- TB incidence rate
- Absenteeism rate for enrolled employees

What we achieved:

- All volume contractors on the Platinum Health Medical Aid
- Wellness peer educators working in our operations
- 11 461 people received HIV counselling (12 927 in 2014) and 10 488 HIV tests were performed in 2015 (2014: 11 518)
- 572 employees and contractors on ART in 2015 (452 in 2014)
- 19 people stopped taking their ART, an improvement on 2014 when 42 people defaulted
- TB incidence rate of 937/100 000 (2014: 805/100 000)
- 77 employees tested positive for TB (2014: 67)
- 0.21% increase in absenteeism

Future focus:

Our safety target for 2016 remains zero fatalities.

KPIs:

- 20% improvement in LTIFR, SIFR and TIFR every year for the next five years
- zero tonnes of production lost to safety stoppages
- maturity level of BRPM and Styldrift to move into Proactive stage

Strategic objectives affected by this issue:

1 2 3 4

Remuneration and reward structures acceptable to our employees and other stakeholders

Other capitals affected by this issue:



Our ability to influence the impact of the risks and opportunities associated with this issue:

Significant

Residual risk ranking:

7 ● ● ● ●

Why it's important

To retain skilled employees we need to ensure they are suitably rewarded. To encourage excellence we need to ensure these rewards are linked to clearly defined performance measures. Transparency around executive remuneration is important to our stakeholders.

How we addressed the risks and opportunities it presents:

KPI:

- Monitor the effectiveness of our incentive programmes through annual surveys

What we achieved:

- Competitive remuneration in order to retain skills

Future focus:

- Continue to monitor the effectiveness of our incentive programmes, which are now in their third year

Strategic objectives affected by this issue:

1

Employee home ownership

Other capitals affected by this issue:



Our ability to influence the impact of the risks and opportunities associated with this issue:

Significant

Residual risk ranking:

5 ● ● ● ●

Why it's important

We aim to create economic value for all our stakeholders, which includes providing our employees with the opportunity for home ownership. It also helps us meet our Mining Charter and wage agreement commitments to establish family units for our employees.

How we addressed the risks and opportunities it presents:

KPIs:

- Number of employee home ownership agreements signed
- Start work on Phase 2 of our employee home ownership scheme; this was achieved

What we achieved:

- 417 employees purchased homes in our employee home ownership scheme
- Two Phase 2 show houses built

Future focus:

- Proceed with Phase 2 of the scheme based on the number of homes required by employees

Strategic objectives affected by this issue:

1

Intellectual capital

The availability of adequate and appropriate skills

Other capitals affected by this issue:



Our ability to influence the impact of the risks and opportunities associated with this issue: Significant

Residual risk ranking: ● 7 ● ● ●

Why it's important:

Without the appropriate skills we will not be able to deliver against our strategy or achieve our production targets.

How we addressed the risks and opportunities it presents:

KPIs:

- Measuring skilled employee turnover
- Total number of workforce members trained in terms of the SLP
- Total workforce training spend in terms of SLP commitments as a percentage of total payroll

What we achieved:

- Our goal of retaining skilled employees by achieving a skilled employee turnover of 3.5%
- We invested an average of R7 036 per employee in employee skills development, over and above our investment in mandatory skills training in 2015 and 1 207 employees and contractors received training in terms of our SLP commitments
- Our total workforce training spend in terms of our SLP commitments was R83.9 million – 10% of payroll

Future focus:

We will continue to monitor our skilled employee turnover as a measure of our retention of skills as well as an indication of the health of our relationship with our employees.

Our training spend will be reduced this year as a result of the impact of the current economic environment on the performance of our business. We will focus on using the funds we have to achieve the best possible result for the business in terms of the skills development we require. To help us achieve our skills development goals we are engaging with the Mine Qualifications Authority (MQA) and seeking new ways to partner with them.



See page reference for further information.

Strategic objectives affected by this issue:

1 2 3 4

Natural capital

Environmental and climate change management and the availability of utilities

Other capitals affected by this issue:



Our ability to influence the impact of the risks and opportunities associated with this issue: Limited

Residual risk ranking: ● 6 9 ● ●

The residual risk ranking for availability of utilities is 6 and for environmental and climate change management is 9.

Why it's important

It is important that we manage the significant environmental impacts of our operations, continually improve our environmental performance and comply with all relevant environmental legislation. It is also important that we assess the possible impacts of climate change on our organisation and the communities in which we operate and our organisation's possible impact on climate change. This includes doing everything we can to ensure there is sufficient water for all in the water-scarce region we operate in.

How we addressed the risks and opportunities it presents:

To achieve improvements we focused on:

- identifying new opportunities to increase our energy efficiency
- complying with environmental legislation
- reducing the intensity of both our water and energy consumption and GHG emissions. In particular we focused on reducing our use of Magalies Water at BRPM by commissioning the new water treatment plant
- maintaining ISO 14001 certification at BRPM and developing an environmental management system consistent with ISO 14001 requirements for Styldrift I
- obtaining authorisations for environmental impact assessments, water use licences and environmental management programme amendments submitted to the authorities
- developing and obtaining Board approval of our new climate change strategy and revising our sustainability framework
- setting water and energy efficiency targets

KPIs:

- Electricity use intensity
- GHG emission intensity (scope 1 and 2)
- Water intensity
- Total water used
- Total energy consumption
- Hazardous waste sent to landfill

What we achieved:

- Formalised our climate change strategy
- Commissioned water treatment plant, which will reduce our requirements from Magalies Water in 2016
- Maintained ISO 14001 certification at BRPM
- Developed water and energy efficiency targets for BRPM

Three environmental authorisations were obtained.

RBPlat did not achieve its potable water efficiency target this year mainly as a result of lower than expected production. While the BRPM concentrator reduced its energy intensity by a pleasing 2KWh per tonne treated to achieve a greater reduction in its energy intensity than its target of 53KWh per tonne treated, BRPM mine exceeded its energy efficiency target of 60KWh per tonne hoisted by 4KWh per tonne hoisted as a result of lower production mainly as a result of safety-related stoppages and a reduction in employee numbers.

Future focus:

- In 2016 we will continue to focus on reducing our water and energy intensity, reducing our GHG emissions, compliance with and embedding of our climate change strategy



See page reference for further information.

Strategic objectives affected by this issue:

1 2 3 4

Key material issues continued

Social and Relationship capital

Implementation of our social and labour plans

Other capitals affected by this issue:



Our ability to influence the impact of the risks and opportunities associated with this issue: Significant

Residual risk ranking: ● 5 ● ● ●

Why it's important

Our aim of creating economic value for our stakeholders includes the communities in which we operate. Implementing our social and labour plans (SLPs) and, wherever possible, going beyond our SLP commitments, allows us to contribute to the sustainability of our communities and at the same time meet our Mining Charter commitments and retain our social licence to operate.

How we addressed the risks and opportunities it presents:

This is the first year of our new SLPs, which will cover the period 2015 to 2019. They have not as yet been approved by the DMR. To measure our achievements, we set ourselves the following KPIs:

KPIs:

- Total SLP expenditure
- % of discretionary procurement spend on HDSA suppliers in accordance with Mining Charter targets
- Total number of employees, contractors and community members that received part-time adult basic education and training (ABET)
- Women in mining
- Employment — 40% of HDSA managers in core and support functions
- Number of employees and contractors trained in terms of SLP commitments

What we achieved:

- Total SLP expenditure for 2015 of R74.6 million
- 74.2% of our total discretionary procurement spend was with HDSA businesses
- 130 employees and contractors received part-time ABET
- 2.8% increase in enrolled women in mining
- 58.60% of our middle management is HDSA
- 1 207 employees and contractors received training in terms of our SLP commitments

Future focus:

- Our ability to invest in our SLPs in 2016 has been considerably reduced as a result of the current poor economic and market conditions. We will, however, continue to invest in our most material SLP projects

Strategic objectives affected by this issue:

1 2 3 4

Stakeholder engagement and responsiveness

Other capitals affected by this issue:



Our ability to influence the impact of the risks and opportunities associated with this issue: Significant

Residual risk ranking: ● 5 ● ● ●

Why it's important

Our ability to build up a stock of Relationship capital depends on how effectively we can engage, listen and respond to our stakeholders. Each capital consists of resources and relationships and it is very difficult to always get these right. Stakeholder engagement can affect every aspect of our business, positively or negatively, including our social licence to operate and our ability to achieve long-term sustainability.

How we addressed the risks and opportunities it presents:

We implemented our stakeholder engagement framework and undertook a relationship assessment which included a pilot stakeholder survey conducted by an independent research company.

KPIs:

- Continue to strengthen our relationships with employees, unions and communities to reduce the likelihood of operational disruptions through our ongoing employee communication programme and our regular interaction with the union and the communities
- Engage with the investor community through our integrated report, results and other presentations and one-on-one meetings, to ensure open and transparent communication with them
- Ongoing engagement with government and regulators, suppliers, customers, industry bodies and business and joint venture partners

What we achieved:

- The results of a pilot survey we conducted into the quality of our relationships with various stakeholders during 2015 indicate that overall the quality of the relationships we surveyed, which included the community, organised labour, the DMR and providers of debt, are good

Future focus:

- We will continue to work on establishing and nurturing our relationships with all our stakeholders in 2016 and will use the results of a pilot stakeholder survey conducted by an independent research company to assist us with achieving continuous improvement of our stakeholder engagement efforts



See page reference for further detail.

Strategic objectives affected by this issue:

1 2 3 4

Labour stability

Other capitals affected by this issue:



Our ability to influence the impact of the risks and opportunities associated with this issue: Significant

Residual risk ranking: ● 5 ● ● ●

Why it's important

Strikes impact business negatively in a number of ways, which include financial losses and unhealthy employee-employer relationships.

How we addressed the risks and opportunities it presents:

KPI:

- Number of production days lost to industrial action

What we achieved:

- No strikes for the past three years

This year we focused on maintaining labour stability by implementing new wage agreements for both our enrolled and contractor employees and developing a new employee share ownership scheme (ESOP). We were successful in achieving all our targets except that of concluding a new ESOP. We have not yet reached agreement with the trade union on its terms.

Future focus:

- Continue to focus on maintaining labour stability

Strategic objectives affected by this issue:

1 2 3 4

Our approach to governance

The progress we made with our corporate governance material issues during 2015

Our investment approach for funds resulting from our capital raising programme in March 2014

Capitals affected by or affecting this issue:



How we addressed the risks and opportunities this issue presents:

- The opportunity cost of not investing excess funds in the maximum return investment instrument is covered in detail (per entity within our Group) on a monthly basis to ensure that the opportunity cost is minimised
- Management conducted a risk assessment for each of the local banking service providers. These included the big five banks in South Africa, being Absa, Standard Bank, FNB, Nedbank and Investec. Based on the outcome we ranked the institutions, categorising them and limiting the investments to be made in each instance based on a risk rating
- According to our Board-approved investment policy, in addition to bank investments, RBPlat may invest in collective investment schemes, i.e. money market fund investments. The following limits will apply to the fund:
 - > RBPlat's investment may not exceed 20% of the total fund size and
 - > the fund must have a minimum Fitch rating of A and
 - > minimum Fitch rating of BBB- for individual assets held in the fund
- RBPlat implemented a treasury management system in 2015 to achieve an improvement in the returns on our cash investments
- The limits per bank are applied on a see through basis, taking account of direct investments and indirect investments held via money market fund investments

Strategic objectives affected by this issue:

1 3 4

Stakeholder relations with a particular focus on the Board's role in this regard

Capitals affected by or affecting this issue:



How we address the risks and opportunities this issue presents:

- We engage with the investor community, both locally and internationally, to ensure we keep them informed on RBPlat and obtain feedback from investors
- Continue to engage with government with the aim of achieving a mutual understanding of the challenges facing the industry and government
- To improve our management and monitoring of our stakeholder relationships we undertook an independent pilot survey of a number of our stakeholders
- Our focus this year was to evolve and refine our materiality process and maintain and improve the quality of our integrated reporting. Details of this year's materiality process can be found on our website. We believe our efforts to be concise in our reporting include additional performance indicators and our performance against them has improved the standard of our reporting
- Our efforts to continually improve our communication with our employees are detailed under the Human capital section of this report and our online integrated report



Strategic objectives affected by this issue:

1 3

Leadership role of the Board in taking responsibility for the good governance of the Group

Capitals affected by or affecting this issue:



How we addressed the risks and opportunities this issue presents:

- Our review and enhancement of governance structures, policies and procedures included:
 - > finalising and approving our information management (IM) governance framework
 - > developing an IM dashboard that provides a comprehensive view of all aspects of IM risk
 - > embedding and updating our sustainability and stakeholder engagement frameworks
 - > quantification of risk appetite and tolerance
 - > combined assurance
- Detailed information on the governance structure can be found in the online integrated report.
- We monitored Group compliance through the implementation of a compliance framework
- PwC has been our external auditors since we took control of the BRPM JV. In the interests of good governance we initiated a tendering process in 2015 for the provision of external and internal auditing services. PwC have reappointed as our external auditors and EY were appointed as our internal auditor
- Established the Royal Bafokeng Resources (RBR) Properties (RF) to manage the employee home ownership scheme, which had its first Board meeting on 29 October 2015 (it was previously managed by the Housing Investigation Committee)



Strategic objectives affected by this issue:

1 2 3 4

In support of United Nations Global Compact Principle 10

Our approach to governance continued

Competencies and performance evaluation of the Board and its members

Capitals affected by or affecting this issue:



How we addressed the risks and opportunities this issue presents:

Our Board members conduct an internal self competence and performance evaluation (including annual self-evaluations). In 2015 we engaged the Institute of Directors (IoD) to conduct an independent review, which was concluded in February 2016.

Strategic objectives affected by this issue:



Implementation of long-term incentive scheme

Capitals affected by or affecting this issue:



How we addressed the risks and opportunities this issue presents:

We have completed the second year of our five-year rolling performance incentive scheme.



Strategic objectives affected by this issue:

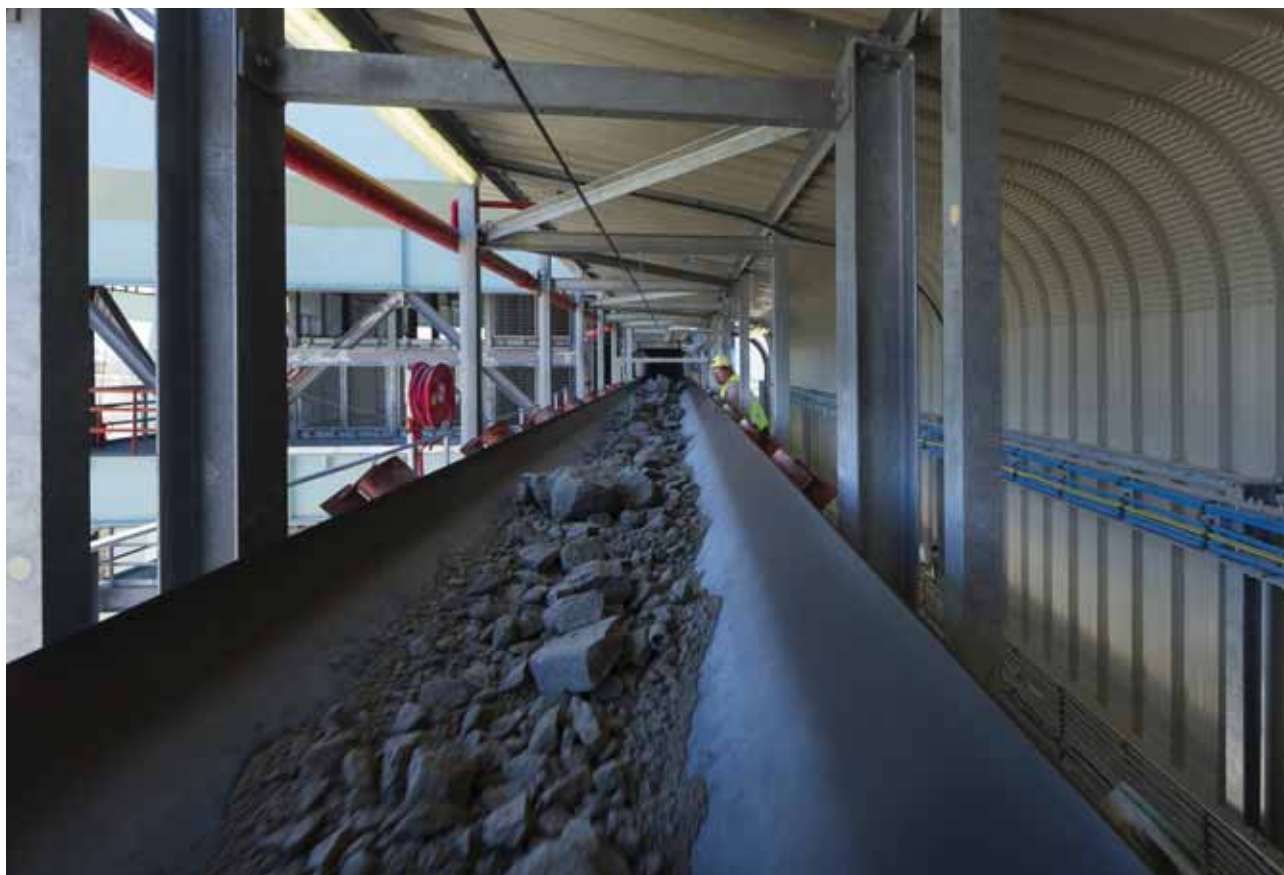


We believe that effective corporate governance, as well as considering our stakeholders' interests, also contributes value to our Group and its stakeholders.

Our Board has embraced the King Code of Governance Principles (King III), which is applied throughout the RBPlat Group. It annually assesses the Group's compliance with King III.

Our Board also subscribes to full compliance with all applicable laws and regulations.

We refer you to our online integrated report for information on our application of King III and our reporting in terms of Section 3.84 of the JSE Listings Requirements on board governance processes.



Ore on the surface conveyor belt at our Styldrift I project

Our commitments

An important part of our aspiration to deliver *More than mining* is our aspiration to be a good corporate citizen. This includes:

- > having a zero tolerance approach to corrupt behaviour, which is supported by our Code of Ethics and our fraud and corruption prevention policy
- > being a signatory to the UNGC's Ten principles in the areas of human rights, labour, the environment and anti-corruption (www.unglobalcompact.org/what-is-gc/mission/principles)
- > meeting and where possible exceeding our Mining Charter social and labour plan commitments, supporting the achievement of the Sustainable Development Goals that we are able to affect and the National Development Plan
- > participating in the Carbon Disclosure Project (CDP) to help us understand and reduce both our carbon and water intensity
- > endorsing the *Caring for Climate* initiative, the largest business movement to address climate change, which has been endorsed by over 400 companies from more than 60 countries
- > signatory to the Climate Disclosure Standards Board's (CDSB) fiduciary duty and climate change disclosure project, which aims to advance and align disclosure of environmental information in mainstream reports through the use of the CDSB Framework (www.cdsb.net)

In terms of the King III principles the Board takes into consideration the concerns and priorities of its wider stakeholder environment, both when providing strategic guidance and making decisions.




For information on our approach to legal compliance, ethics and our efforts to counteract corrupt activities, see page reference and our online integrated report.



See our website and our online integrated report for additional information on our communication regarding our commitment to the UNGC Principles.

Summary of assurance statement

Gilden Assurance was commissioned by Royal Bafokeng Platinum Limited (RBPlat) to conduct an independent third party assurance engagement in relation to selected sustainability information in its integrated report for the financial year ended 31 December 2015.

The assurance engagement was performed in accordance with AA1000AS to the Type II – Moderate Assurance level requirements. Our engagement was limited to the sustainability content indicated with a  in the report. We performed due assurance procedures, including interviews and data testing on site, and confirm that the sustainability information covered by the scope of the assurance engagement has been prepared in accordance with the reporting criteria and is free from material misstatement. A key recommendation is the improvement of the data consolidation system for the sustainability indicators.

Our full assurance statement in this regard forms part of the RBPlat online integrated report.

Petrus Gildenhuys
Director, Gilden Assurance (Pty) Ltd

Johannesburg, 24 February 2016



Our reporting in terms of Section 3.84 of the JSE Listings Requirements on Board governance processes is available in our online report, as is our assessment of our application of King III. Our reporting in terms of our progress since 2012 with the application of King III forms part of our online integrated report.

Our approach to governance continued

Our governance framework

> BOARD GOVERNANCE STRUCTURE

- Maintains an arm's-length relationship
- Administers the proceedings and affairs of the directorate and the Company in accordance with the relevant laws
- Assists directors regarding their responsibilities and professional development



Company Secretary

Ad hoc Technical Committee

Audit and Risk Committee

Remuneration and Nomination Committee

> MANAGEMENT GOVERNANCE STRUCTURE

Sustainability Committee

- Responsible for implementing:
- RBPlat's sustainability and stakeholder engagement processes
 - decisions regarding sustainability
 - and coordinating sustainability activity throughout the Group

Information Management Steering Committee

Advises Exco on:

- IM strategy matters and investments
- high level strategic direction for IM
- operational performance relating to IM

> OPERATIONAL GOVERNANCE STRUCTURE

Technical Committee

> OPERATIONAL MANAGEMENT STRUCTURE

BRPM and Styldrift I monthly performance review

Operational area health and safety committees

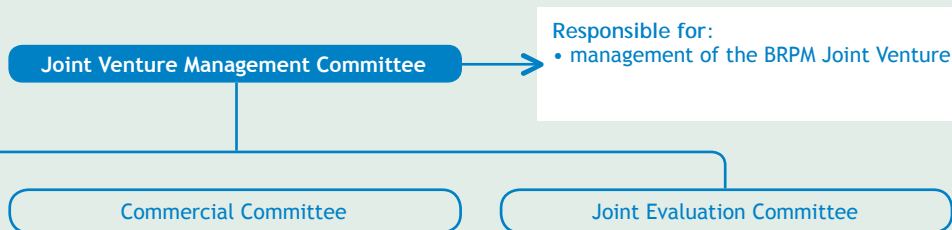
Joint BRPM and Styldrift I Community Committee



Executive Committee (Exco)

Responsible for:

- carrying out Board's mandates and directives
- implementing Group strategy
- operational activities of the Group
- executing Group's compliance and disclosure obligations
- information management (IM)



Joint Health and Safety Committee

Royal Bafokeng Resources (RBR)
Properties Board

The RBR Properties Board provides oversight
of employee home ownership scheme



For more detailed governance information see the Transparency and accountability section of our online integrated report.

Our approach to governance continued

Combined assurance

To ensure we have adequate assurance across the RBPlat Group, and to prevent gaps or duplication in assurance efforts, we have adopted a combined assurance approach. The Risk and Assurance unit is responsible for maintaining the continued assurance plan in consultation with functional and operational management and our outsourced internal audit service provider. The outcomes of all assurance activities are compiled in an audit tracking tool. Progress on the recommendations is tracked monthly and reported to the Audit and Risk Committee and/or the Social and Ethics Committee every quarter, depending on the nature of the area assured. Our assurance activities are set out in the abridged assurance matrix that follows.

Abridged assurance matrix for 2015

Area assured	Assurance providers	Work done	Framework/standard	Frequency
Annual financial results	External auditors (PwC)	> Annual financial statements audit	> IFRS > Companies Act	Annual
Interim financial results	External auditors (PwC)	> Review of interim financial results	> International Standards on Auditing (ISA)	Annual
Internal financial controls	Internal audit (KPMG)	> Assurance on the adequacy and effectiveness of financial controls	> IIA Standards > RBPlat internal financial control related policies and procedures	Annual Supported by detailed quarterly review
Review of internal controls and risk management	Internal audit (KPMG)	> Assurance on RBPlat's enterprise risk management and other internal control processes	> COSO framework > King III	Annual Supported by detailed quarterly review
Mineral resources and reserves	MinCorp	> Audit of procedures applied to the estimation of mineral resources and reserves and confidence in the estimation	SAMREC Code (2009) JSE Listings Requirements	Biennial
Environmental performance	Green Gain Consulting	> Environmental legal audit	Environmental legislation	Annual
	Routledge Modise Incorporated	> Environmental legal audit	Environmental legislation	Biennial
Environmental management programme performance assessment	WSP Environmental Consulting	> Compliance with EMP commitments	Environmental management programme as approved by the DMR	Annual
Safety and health performance	Middindi Consulting Internal: SHER Dept	> Safety and health audit	OHSAS 18001 occupational health and safety assessment certification	Annual Supported by ongoing work of SHER Dept
	LWTR Consulting	> BRPM safety risk audit on safety risk systems	OHSAS 18001	Annual
Transparency and accountability				
Integrated report in terms of sustainability reporting	Gilden Assurance Proprietary Limited	> AA1000 AccountAbility Principles application > Selected material sustainability indicators	AA1000AS	Annual Supported by Board sign-off of all integrated reporting



See our online integrated report for a detailed assurance matrix.

Conflicts of interest

In terms of the Companies Act, JSE Listings Requirements, King III and the Board Charter, a director of a company must avoid a situation in which he/she has, or can have, a direct or indirect interest that conflicts, or possibly may conflict with the interests of the Group. The Board has established procedures to enable the directors, prescribed officers and employees on D1 to E3 employment levels of RBPlat to notify the Company of any actual or potential conflict situations and to declare any significant interest in the Company or its contracts.

Regulatory compliance

In 2015 we continued to embed our regulatory compliance framework across the business. We implemented a number of initiatives to improve our regulatory compliance risk management process. Our aim was to ensure that key controls are monitored and the relevant compliance officers understand the link to the assurance framework and risk profiles. This is intended to ensure that the effectiveness of the key internal controls in place to mitigate our compliance risks is monitored on an ongoing basis and that risk management plans are in place to ensure compliance with new legislation or amendments to current legislation.



For information on our compliance performance in 2015, see our online integrated report.

Ethics

RBPlat requires all its representatives to act in good faith and in a manner that promotes our aspiration to be a good corporate citizen. The issue of corporate ethics receives attention from the highest levels of management within RBPlat, with our CEO being ultimately responsible for implementing our code of ethics.

Our code of ethics and our fraud and corruption prevention policy, which are both in line with international best practice, explain that we do not tolerate acts of bribery or fraud by our employees, contractors, suppliers, joint venture partners and other business partners. The Board, Audit and Risk and Social and Ethics committees monitor compliance with our code of ethics through quarterly reports they receive from the Executive: Risk and Assurance, which includes feedback from our whistleblower hotline and our Internal Audit department.



Please see our online integrated report for more information on our approach to ethics, fraud and corruption.

The Board's role in sustainability management

The RBPlat Board regularly monitors and assesses the Company's performance with regard to sustainability matters. It is measured against the performance indicators we have identified as key to the achievement of our sustainability objectives. Our Board-approved sustainability policy and sustainability and stakeholder engagement framework guide our operations in their implementation of sustainability in all aspects of the business.

Our efforts towards sustainable and transparent business practices are reflected in our inclusion as a constituent of the JSE Socially Responsible Investment (SRI) Index for the past three years. In 2015 we were included in both the FTSE/JSE Responsible Investment Index and the FTSE/JSE Responsible Investment Top 30 Index, which replaced the JSE SRI Index in 2015.



BRPM concentrator plant and run of mine stockpile

Remuneration

Our philosophy

RBPlat is committed to remunerating our employees fairly and incentivising performance. Our remuneration policies, our investment in the training and development of our employees and community members and our employee home ownership scheme support this. The employee home ownership scheme gives our employees the opportunity to own an asset, which is likely to appreciate over time. It also makes it possible for them to become homeowners in a local community and integrate into society as a whole.

We believe that remuneration should match performance and are committed to ensuring that our pay levels remain competitive, while managing employment costs. We compare our pay levels with the general market and the mining sector, through annual surveys.

We are also committed to:

- > maintaining pay levels on a total cost to employer basis that reflect an individual's worth to RBPlat
- > a performance management system that allows us to differentiate between individual and/or team performance
- > incentives that recognise and reward, where appropriate, both operational performance and strategic achievements.

Our remuneration structure

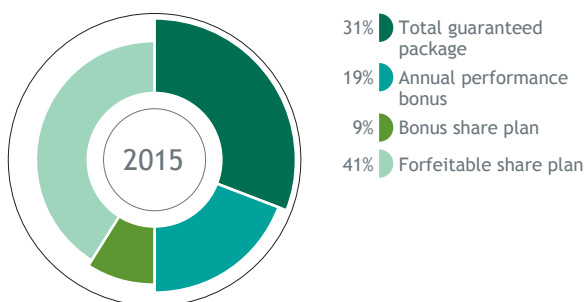
Our remuneration structure has four segments: executives, management, mining operations and mining support. The on-target proportions of the pay mix of executive directors and executives is set out below. It is designed to ensure that the achievement of both the Group's short-term operational and long-term strategic objectives

is incentivised. All employees have the opportunity to gain from the Company's performance on the JSE through share option schemes and an employee share ownership plan (ESOP).

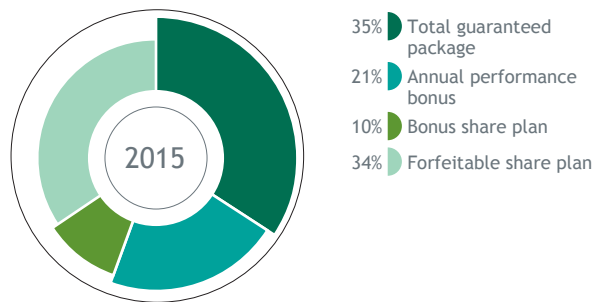
The Mahube ESOP was a five-year plan that had its final vesting in 2015. We planned to have a new ESOP in place as soon as Mahube came to an end, but are still in discussion with the labour representatives as to its structure. We are hopeful that we can introduce a longer-term ESOP that will allow our employees to benefit from the long-term performance of our share price.

The performance of our executives against agreed financial performance measures and scorecards determines the rewards they receive.

Structure of the "on-target" remuneration of our executive directors



Structure of the "on-target" remuneration of our executives

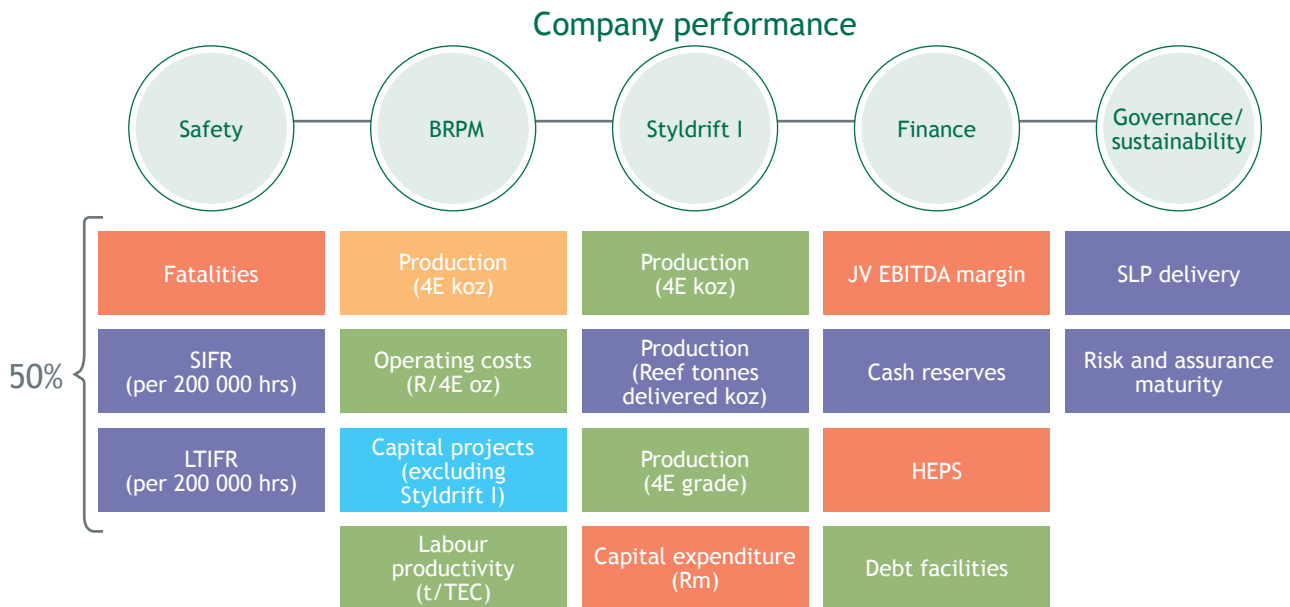


CEO Steve Phiri and Vicky Tlhabanelo, Executive: Human Resources in conversation with an investor and an employee at Styldrift I

Measuring executive performance

Fifty percent of the performance of our executives is assessed on the Company's performance and the other 50% is based on their individual performance. This assessment forms the basis of all short-term and long-term incentives including salary increases and bonuses.

The measurement of executive performance in 2015



Performance ratings

- 1 - Not met
- 2 - Partially met
- 3 - Met
- 4 - Exceeded some targets
- 5 - Exceeded all targets

*Determined by CEO/Board

Executives and senior management annual increases, performance bonuses and bonus share plan awards are decided when the financial results for the year under review have been audited by external auditors. The table on the next page indicates discretionary performance bonuses for the 2014 financial year, which were considered and approved when the 2014 financial results were approved in 2015. These performance bonuses were paid in February 2015.



For further details on our remuneration please see the detailed remuneration report in our online integrated report.

Remuneration continued

Executive directors and executive management remuneration

The Board, having assessed current market conditions and the Company's performance in 2015, agreed not to award performance bonuses and salary increments to executives and some members of senior management.

In order to attract and retain critical skills the Board also considered an improved retention scheme to cater for the impact of adverse market conditions.

	Salary, benefits and bonuses R	Salary, benefits and bonuses R	Deemed Value of forfeitable shares issued (no. of shares) R		Value of bonus shares issued (no. of shares) R	
	2015 [#]	2014 [^]	2015	2014	2015	2014
Executive directors	14 998 360	13 164 831	6 573 345 (115 932)	6 196 341 (86 168)	3 250 158 (57 322)	3 246 448 (45 146)
Other executives (prescribed officers)	25 165 099	19 944 260	8 403 961 (148 218)	7 105 067 (98 805)	5 399 315 (95 226)	4 207 239 (58 507)
Total	40 163 459	33 109 091	14 977 306 (264 150)	13 301 408 (184 973)	8 649 473 (152 548)	7 453 687 (103 653)
	Directors' fees 2015 R			Directors' fees 2014 R		
*Non-executive directors	5 035 508			3 623 228		

[#] 2015 includes bonus paid for 2014 performance

[^] 2014 includes bonus paid for 2013 performance

* Non-executive directors' fees are paid quarterly and their annual fees accrued were approved at the Annual General Meeting held on 14 April 2015

A benchmarking of the fees of our non-executive directors revealed that while the fees for the Chairman of the Board and committee members are in line with the market, Board member fees are substantially misaligned with the market. The Board therefore agreed, taking into account the current economic and financial environment, that a multi-year approach would be taken to aligning Board member fees. As a result, in 2016 these fees will be increased from R268 297 to R297 127, subject to the approval of shareholders at the annual general meeting to be held on 13 April 2016.



See Note 32 in the Annual Financial Statements and our online integrated report for details.

Remuneration structure

	Executives (Executive Committee and key senior operational management staff)	Management (D2 and above: Central Services, Operations at BRPM and Styldrift I, Corporate office)	Mining operations (D1 and below: shafts — stoping and development, concentrator)	Mining support (D1 and below: Engineering and Central Services)
GUARANTEED REMUNERATION	<p>Total guaranteed package (TGP)</p> <ul style="list-style-type: none"> > Remuneration for area of responsibility > Based on mining industry and peer group benchmarks (market median) > Reviewed annually against market and individual performance > Benchmarking to select peer group biennially 	<p>Total guaranteed package (TGP)</p> <ul style="list-style-type: none"> > Remuneration for area of responsibility > Based on mining industry benchmarks > Reviewed annually against market and individual performance 	<p>Wages and benefits</p> <ul style="list-style-type: none"> > Remuneration for area of responsibility > Wage agreement (bargaining unit) > Various benefits including housing, medical aid, etc. 	<p>Wages and benefits</p> <ul style="list-style-type: none"> > Remuneration for area of responsibility > Wage agreement (bargaining unit) > Various benefits including housing, medical aid, etc.

	Executives (Executive Committee and key senior operational management staff)	Management (D2 and above: Central Services, Operations at BRPM and Styldrift I, Corporate office)	Mining operations (D1 and below: shafts – stoping and development, concentrator)	Mining support (D1 and below: Engineering and Central Services)
SHORT-TERM INCENTIVE SCHEMES	Annual performance bonus <ul style="list-style-type: none"> > Rewards historical performance > Percentage of TGP based on performance > Company performance (50%): includes safety, production, costs, sustainability, project performance and governance > Individual targets (50%): includes leadership, technical performance, innovation, management direction and teamwork 	Annual performance bonus <ul style="list-style-type: none"> > Rewards historical performance > Percentage of TGP based on performance > Company and/or operational targets, including: safety, production, costs and project performance 	Monthly performance bonus <ul style="list-style-type: none"> > Rewards historical performance > Monthly bonus based on safety, performance and production volumes 	Biannual performance bonus <ul style="list-style-type: none"> > Rewards historical performance > Biannual bonus based on operational targets, including safety, production, costs and project performance
	Bonus share plan scheme <ul style="list-style-type: none"> > Deferred reward of historical performance > Percentage of annual performance bonus > Vest on third anniversary > Vesting condition: continuous employment > Consideration for retention 	Bonus share plan scheme <ul style="list-style-type: none"> > Deferred reward of historical performance > Percentage of annual performance bonus > Vest on third anniversary > Vesting condition: continuous employment > Consideration for retention 	Employee share ownership plan (ESOP) The Mahube ESOP <ul style="list-style-type: none"> > Five-year scheme with final vesting in 2015 > Units allocated annually > Pre-determined dividend paid as per trust deed > A third of the units vest annually (2013, 2014 and 2015) New ESOP <ul style="list-style-type: none"> > Not finalised > Discussions under way between labour representatives and RBPlat 	Employee share ownership plan (ESOP) The Mahube ESOP <ul style="list-style-type: none"> > Five-year scheme with final vesting in 2015 > Units allocated annually > Pre-determined dividend paid as per trust deed > A third of the units vest annually (2013, 2014 and 2015) New ESOP <ul style="list-style-type: none"> > Not finalised > Discussions under way between labour representatives and RBPlat
	Share options scheme <ul style="list-style-type: none"> > Future performance > Upon joining Company, promotion or discretionary Remuneration Committee award > Four to six times annual TGP (depending on level and responsibility) > Consideration for retention rewards 	Share options <ul style="list-style-type: none"> > Future performance > Upon joining Company, promotion or discretionary Remuneration Committee award > 0.5 to 2.5 times annual TGP (dependent on level and responsibility) > Consideration for retention 		
	Forfeitable share scheme <ul style="list-style-type: none"> > Incentivise future performance > Up to 130% of TGP > Sliding vesting scale based on future performance vs peers and total shareholder return > Vest on third, fourth and fifth anniversary > Consideration for retention 			
MEDIUM- TO LONG-TERM INCENTIVE SCHEMES				

Board of Directors

as at 31 December 2015



Non-executive directors

1. Kgomotso Moroka SC (61)
Chairman (Independent)
BProc, LLB
 2. Linda de Beer (46)
Independent director and Chairman of the Audit and Risk Committee
Chartered Director (SA), CA(SA), MCom (Tax)
 3. Robin Mills (69)
Independent
BSc (Eng) (Rand) Mining, CEng, FIMMM, FSAIMM
 4. Mark Moffett (56)
Independent
CA(SA)
 5. Thoko Mokgosi-Mwantembe (53)
Independent
MSc
 6. Mike Rogers (71)
Independent
BSc (Eng) (Rand) Mining, PrEng, FSAIMM
 7. Louisa Stephens (39)
Independent
CA(SA), BBusSc (Finance)
 8. Velile Nhlapo (37)
NHD (Metals), BTech (Mining Engineering), MMCC
 9. David Wilson (45)
CA(SA)
- Executive directors and members of the Executive Committee**
10. Steve Phiri (59)
Chief Executive Officer
BJuris, LLB, LLM, Dip Corp Law
 11. Martin Prinsloo (47)
Chief Financial Officer
CA(SA)



Executive Committee

as at 31 December 2015

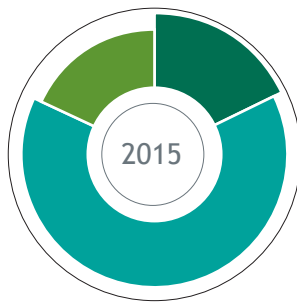


5. Steve Phiri (59)
Chief Executive Officer and Chairman of the committee
BJuris, LLB, LLM, Dip Corp Law
6. Mpueleng Pooe (56)
Executive: Corporate Affairs
BProc, MDP, Certificate in Advanced Corporate and Securities Law
7. Vicky Tlhabanelo (55)
Executive: Human Resources
MM (Masters in Management), BCom (Hons), Dip Management and Accounting
8. Martin Prinsloo (47)
Chief Financial Officer
CA(SA)
9. Neil Carr (56)
Executive Head: Operations
BSc (Mechanical Engineering), EDP (INSEAD)
10. Glenn Harris (54)
Head of Operations for the BRPM Joint Venture
NHD (Metals), BTech, MDP, MMCC
11. Reginald Haman (41)
Executive: Risk, Assurance and Sustainability
MBA, PGDBA, Graduate diploma in Company Direction, NHD, ND



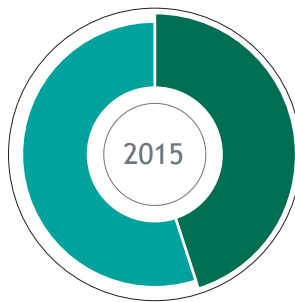
Detailed profiles of Board members

The independence of our Board



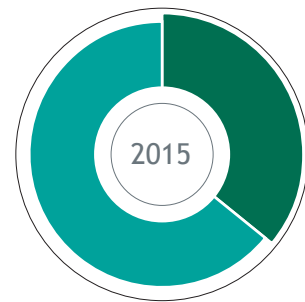
18% Non-executive directors
64% Independent non-executive
18% Executive directors

Racial profile



45% Black
55% White

Gender profile



36% Females
64% Males

In terms of the Mining Charter, which recognises white females as historically disadvantaged South Africans (HDSAs), 55% of our Board members are HDSAs.

Significant or key directorships held by RBPlat Board members in other listed entities as at 31 December 2015

Kgomotso Moroka	Standard Bank Group Limited (12 years) Network Health Care Holdings Limited (Netcare) (9 years) Metmar Limited (2 years)
Linda de Beer	Hospitality Property Fund Limited (4 years) Sasfin Holdings Limited (1 year) Sasfin Bank Limited (1 year)
Robin Mills	Peak Resources Limited (Australia) (2 years) Roxgold Inc (Canada) (1 year)
Thoko Mokgosi-Mwantembe	Absa Bank Limited (7 years) Vodacom Group Limited (6 years) Aveng Group Limited (5 years)
Louisa Stephens	South Ocean Holdings Limited (1.5 years)
David Wilson	Metair Investments Limited (2 years)



A table setting out our Board, committee memberships, attendance, who is standing for election at the AGM is available in our online integrated report.

Length of service of our Board members

Two of our Board members have served on the Board since its inception in 2009 and four others, including our Chairman, CEO and the Chairman of the Audit and Risk Committee have served on our Board since 2010.

Average length of service on our Board:





- > 3.5 years for both our executive and non-executive directors
- > 6.3 years for our executive directors
- > 3 years for our non-executive directors

Analysis of the expertise and experience of the RBPlat Board as at 31 December 2015

(This information was gained from a questionnaire completed by Board members)

% of Board members with these skills	
Legal	45
Financial	
Auditing and Accounting Standards, corporate finance and investments	45
Corporate tax	45
Financial reporting	27
Mergers and acquisitions	63
Risk management and reporting	36
Technical	
Operational, engineering, technical mining knowledge and experience and engineering	27
Reporting	
Financial and integrated reporting	45
Governance	
Governance, ethics and compliance	73
Strategy	
Business development	18
Commercial and business strategy development	82
Operational mining strategy	18
Sustainability policy development	18
Executive leadership	73
Committee experience	
Audit, Risk, Social and Ethics and Remuneration and Nomination committees	100

The global PGM environment

The key influencers of PGMs	Price	Rand/US\$ exchange rate	Global emissions legislation	World economic growth	Supply and demand	Recycling
The significant role PGMs play	Of the PGM metals, platinum has the widest range of end uses. Palladium is mainly used in light duty gasoline and diesel autocatalysts and rhodium is mostly used in gasoline autocatalysts					
Key industries for PGMs	 Automotive industry	PGMs' catalytic properties, thermal durability and resistance to poisoning make these metals key to cleaner emissions from combustion engines. They are increasingly used in spark plugs and automotive sensors too. PGMs are also used on a small scale in transport system fuel cells				
	 Jewellery	Platinum's high resistance to both wear and tarnishing makes it ideal for use in fine jewellery				
	 Industrial	PGMs are highly effective catalysts in many industrial chemical and petroleum industry processes. Their resistance to chemical attack and high temperature stability is used in the glass manufacturing industry. Their durability and electrical properties are used in a range of components and their biocompatibility and chemical properties are exploited in medical and biomedical products				
	 Investment	Platinum bars, coins and ETFs are popular investments				

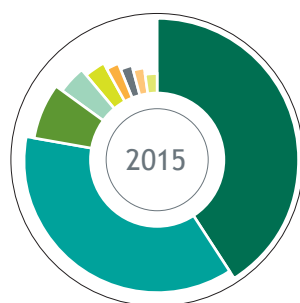
Global platinum demand and supply

Market deficit narrowed to around 55koz in 2015 as a result of supply recovery and net demand growth of only 0.6%, excluding producer stock and physical investment. Both diesel autocatalysts and jewellery, platinum's mainstay markets, have been affected by negative external influences this year. The repercussions from the crisis over

diesel car emissions are still far from clear and will continue to unfold globally over the next few months. Car sales in Western Europe, diesel's largest light duty market, have continued to rise and increased over 8% in 2015. This will result in an increase of approximately one million units year-on-year. In addition, while chemical catalysis is cyclical, it is well diversified and new capacity is also showing increasing demand.

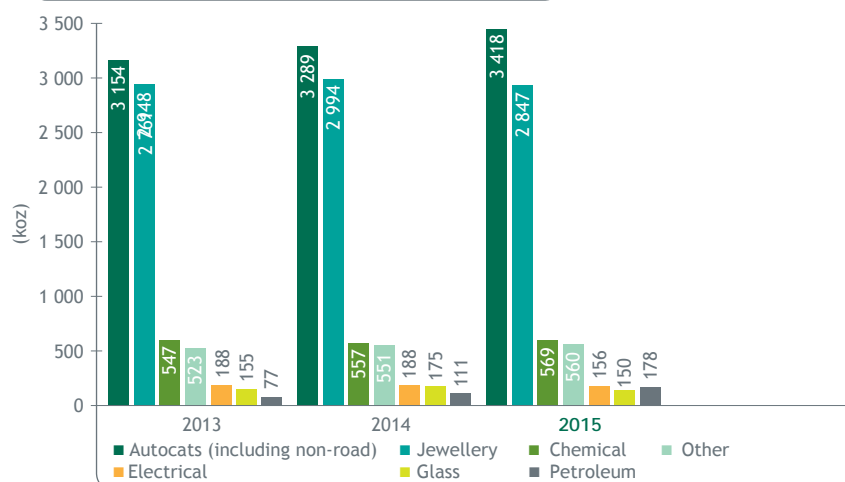
Slowing growth, the stock market collapse, fewer weddings and cuts to platinum jewellery marketing in China have all affected sales, resulting in around a 5% drop in jewellery demand in 2015. The good growth in sales of jewellery in India in response to marketing campaigns, and in particular in the bridal market, is encouraging.

% breakdown of platinum demand



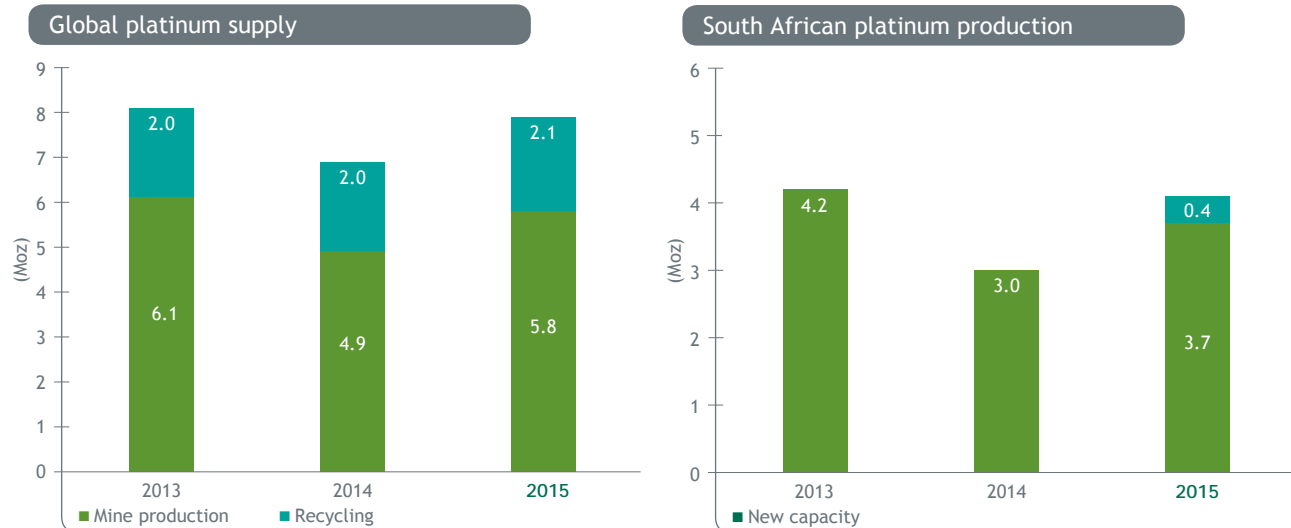
41% Autocatalyst	2% Electrical
36% Jewellery	2% Petroleum
7% Chemical	2% Non-road
4% Other	2% Glass
3% Medical and biomedical	

Global platinum demand (2015 – 8Moz)



Source: SFA (Oxford)

The 20% increase in primary supply in 2015 is attributable to the utilisation of capacity post the strikes in the South African platinum industry in 2014. Global primary supply at 5.8Moz is up 987koz year-on-year, but still below the 6.1Moz of 2013. Recycling remains a stable part of total platinum supply.



Source: SFA (Oxford)

Global palladium demand and supply

The palladium market is expected to be in deficit by over 800koz in 2015 (excluding producer stock sales and ETF outflows). This is in comparison with the over 1Moz deficit in 2014. Primary supply is forecast to increase by 6% to 6.8Moz in 2015. Post-strike recovery lifts South African production by around 30% year-on-year to 2.4Moz.

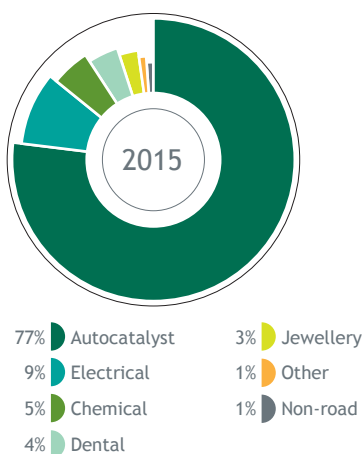
The demand for palladium is increasingly dominated by both gasoline and diesel, which in most regions is the main end use. In 2015 gasoline autocatalysts accounted for

7.7Moz, 77% of total demand. The growth in automotive consumption, which is mainly from emerging markets, will be partially offset by a gradual decline in industrial use, with substitution and thrifting continuing in electrical and dental applications.

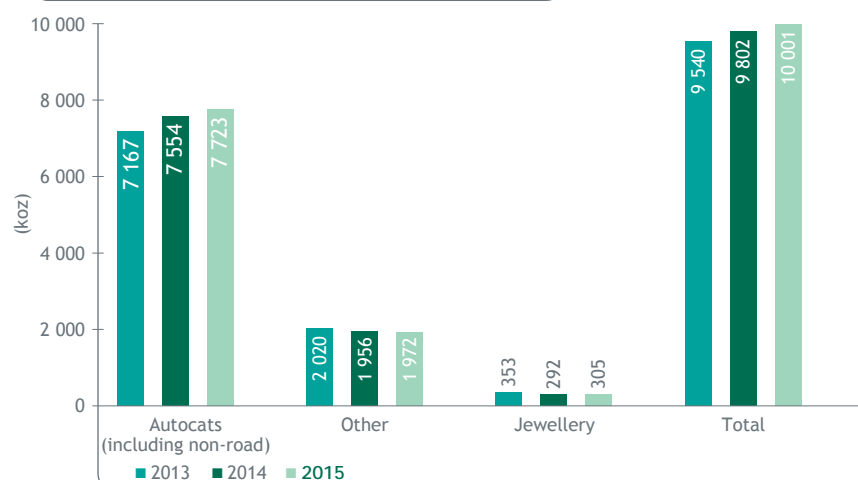
The largest gasoline light vehicle markets, where palladium is the dominant catalytic metal, are on track for continued growth. The low price of gasoline in the United States has resulted in the gasoline light vehicle market continuing to expand and the Chinese market is recovering, thanks to tax cuts on smaller vehicles.

There are two reasons why palladium is infiltrating into some of platinum's space in diesel autocatalysts. One reason is price and the other is because platinum and palladium together form a more effective and durable alloy, particularly in diesel oxidation catalysts. Globally, 11% of the total 10Moz demand for palladium is used in diesel autocatalysts (1.1Moz). If the recent emissions crisis results in long-term damage to diesel car demand, gasoline cars are likely to replace most of the lost diesel car purchases, which is likely to have minimal impact on demand for palladium.

% breakdown of palladium demand



Global palladium demand (2015 – 10Moz)



Source: SFA (Oxford)

The global PGM environment continued

Global rhodium demand

It is estimated that there will be a small deficit of 25koz of rhodium in 2015, however, with stocks easily covering this shortfall, prices fell.

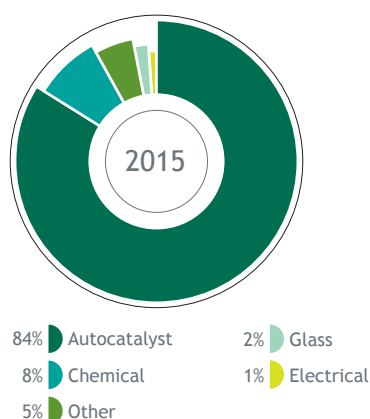
Rhodium demand relies on autocatalysts which made up some 84% of the total 1Moz demand for rhodium in 2015. While it is used in both gasoline and diesel autocatalyst formulations it has been at risk of substitution in both types of autocatalysts since its price peaked at US\$10 000/oz in 2008.

In terms of diesel autocatalysts, rhodium is an important component in lean NO_x traps, which were expected to be a significant part of the autocatalytic armoury in achieving Euro 6 compliance from 2015. Price volatility and increasingly stringent CO₂ targets led automakers to prefer selective catalytic reduction technology instead. In gasoline vehicles rhodium removes NO_x in three-way catalysts, but the high price prompted substitution

with several times the loading of palladium, leaving a smaller rhodium loading.

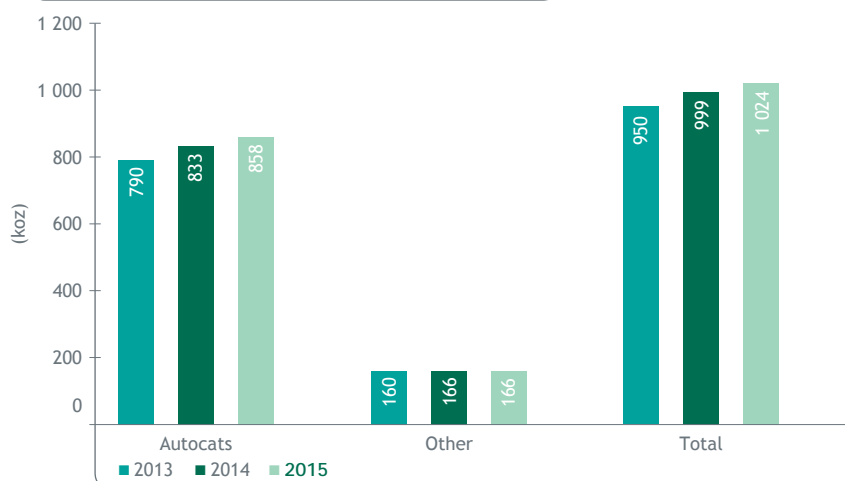
The leading contributors to growth are expected to come from China and the rest of the world's demand as loadings in three-way catalysts for gasoline cars rise to comply with emissions legislation within an expanding number of vehicles on the road at any one time.

% breakdown of rhodium demand



Source: SFA (Oxford)

Global rhodium demand (2015 – 1Moz)



The importance of PGMs to the automotive industry

Short term there is little to support the platinum price, but the longer-term fundamentals remain intact with tightening emissions legislation delivering potentially in excess of 1Moz of additional platinum demand. Current projections indicate that from 2019 there will be an increased depletion of primary PGM supply. Our Styldrift I project is therefore well timed to maximise value as the market improves.

The internal combustion engine is set to remain the dominant powertrain with there being minimal threat from

pure electric vehicles. Globally ever-tighter emissions legislation means that PGMs, with their outstanding catalytic activity and durability, will remain an essential part of autocatalysts.

As aspiration and affluence rise so does car ownership. China's passenger vehicle density is expected to rise from current levels of fewer than 100 vehicles for every 1 000 people to around 150 to 200 vehicles for every 1 000 people over the next 20 years.

If globally, all vehicles were Euro 6 compliant then supply from either mines or recycling would need to

increase by over 20%, based on today's output. Of course, a great deal can happen over the next five to 10 years with regard to vehicle production projects, technology developments and the use of PGMs in vehicles.

Euro 6 legislation and its global gasoline and diesel equivalents now contribute to PGM demand beyond autocatalysts as small amounts of PGMs are increasingly used in the sensors which are proliferating in vehicles to ensure compliance with emissions legislation. Two main types of sensors use platinum to measure oxygen and NO_x in the tailpipe gas stream. The NO_x sensors also use rhodium with the platinum.

The role of emissions legislation in PGM demand PGMs remain central to personal mobility

The internal combustion engine (ICE) is set to remain the overwhelmingly dominant powertrain over the next decade and beyond. The pie chart on this page shows the current global split, with global ICE light vehicle production expected to grow from 86 million units in 2015 to 107 million units by 2022.

All these vehicles, including the hybrids, require PGM-based catalytic after treatment to ensure that global air quality and human health, especially in urban areas, is not compromised.

Diesel and gasoline powertrains

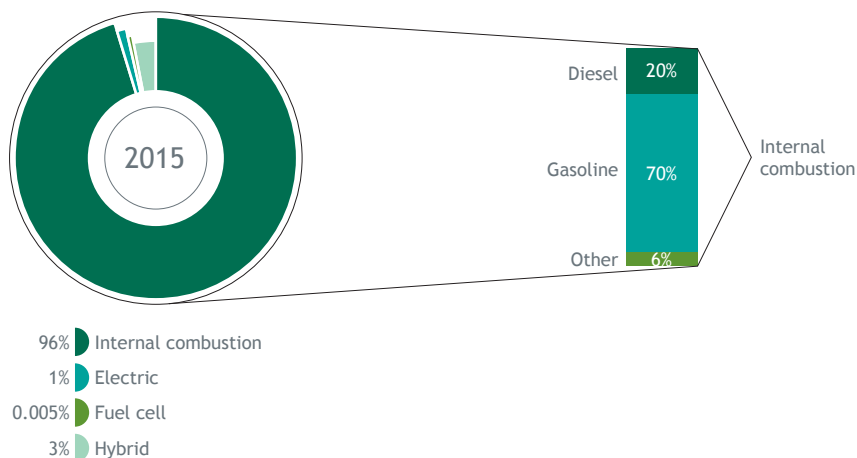
In Western Europe, light duty diesel's heartland market and therefore significant for platinum demand, diesel's share of the market was already on a slowly declining trend even before the VW emissions crisis. But diesel is not going away; latest estimates show diesel's share going from 51% in 2015 to 43% by 2020, sustaining demand for platinum-rich autocatalysts.

Alternative powertrains

Alternative powertrains are set to grow faster than pure internal combustion engines as automakers seek ways to reduce fleet average CO₂ emissions. While electrification is increasing, the majority of this will be in hybrids, where a small electrical system is added to a (mostly gasoline) internal combustion engine, which still requires a normal PGM-based autocatalyst. China, driven by deteriorating urban air quality, is set to see the greatest growth in pure electric vehicles, strongly incentivised by government support for charging infrastructure and vehicle purchase.

Fuel cell vehicles are increasingly visible as manufacturers release competitive vehicles and a limited refuelling infrastructure now exists. Sales are already running ahead of manufacturers' initial expectations.

Global light vehicle production: 2015 (%)



Source: SFA (Oxford)

Automakers expect sales to remain very small for at least the next decade, although with the potential to build towards significant volumes by 2030. Considerable progress has been made in reducing the platinum content of fuel cell systems, with loadings approaching that found in a large diesel car autocatalyst.

Real world driving emissions (RDE) legislation may raise loadings

It has been increasingly apparent that there is a mismatch between laboratory testing of vehicle emissions and emissions measured under real world driving conditions. So, from 2017 in Western Europe, it is expected that new test cycles will be put in place with the aim of ensuring that vehicles do not emit excessively on the road. It is likely that this will place higher demands on the autocatalyst, which, along with cutting engine-out emissions too, will need higher PGM loadings on the catalyst.

Emissions legislation tightening around the world

Harmonisation of some of the most advanced emissions legislation – from the US and EU – is moving up the agenda; this will enable automakers to achieve economies

of scale as the cost of emissions control inexorably rises, keeping the ICE competitive against other powertrains.

Beyond Western Europe, there are significant changes ahead as more vehicles become subject to more stringent emissions legislation, offering significant long-term demand upside for PGMs. India has just agreed to leapfrog from BS-IV to BS-VI in 2020 in response to poor air quality. This offers long-term platinum upside assuming diesel retains its strong share, which is supported by the government's targets to lower CO₂ emissions. In China: Beijing has announced legislation by 2017 for gasoline light vehicles that will shift towards the tightest US rather than Euro legislation which better fits the predominantly gasoline market, offering more palladium upside than platinum, though in the longer term the large heavy duty diesel market will require platinum-based autocatalysts.















The global PGM environment continued

The colours in this graphic are used to indicate where the various emissions legislations are very similar or identical. For example:

■ All legislation indicated in pale green is equivalent or very similar to Europe's Euro 5 legislation. This includes California LEV III, India's BS-V and China 5. This also shows how far behind the USA, Europe, China and many other countries are

■ The lighter blue indicates legislation equivalent to Europe's Euro 6 introduced in 2014

The impact of emissions legislation on the PGM industry

		2014	2015	2016	2017	2018	2019	2020
US EPA		California LEV III	California LEV III Tier III					
		US 2010						
		Tier 4 interim	Tier 4 final					
JAPAN		Japan 2009						
		Japan 2009		Japan 2016				
		Tier 4 interim	Tier 4 final					
EUROPEAN UNION 52% diesel car market		Euro 6a	Euro 6b			Euro 6c		
		Euro VI						
		Stage IV						Stage V
SOUTH KOREA 19% diesel car market			Euro 6b				Euro 6c	
		Euro V	Euro VI					
		Tier 4 interim	Tier 4 final					
INDIA 44% diesel car market	 (Cities)	BS-IV					BS-V	BS-VI
	 (National)	BS-III			BS-IV			BS-VI
THAILAND 17% diesel car market		Euro 4				Euro 5?		
		Euro IV				Euro V?		
BRAZIL		PL6						Euro 6?
		PP7						
RUSSIA		Euro 4		Euro 5		Euro 6?		
CHINA		China 4				China 5		
		China III	China IV			China V		
SOUTH AFRICA		Euro 2			Euro 5			



- | 2021 | 2022 | 2023 | 2024 | 2025 |
|------|------|------|------|------|
|------|------|------|------|------|



The South African PGM environment

While the South African mining industry only contributes about 6% of South Africa's gross GDP it generates nearly 60% of the country's exports. Changes in global demand therefore have a direct impact on its exchange rate.

PGM industry dynamics

- > **Rising costs** — the relatively mature stage of their development means that South African mining companies are dealing with increasing operating costs and declining ore grades, which is putting pressure on operating margins. These have been exacerbated by electricity supply constraints and ever-increasing wages resulting in mining input costs increasing significantly more than CPI

Source: PwC SA Mine 7th edition

- > **Merensky Reef nearly depleted** — 70% of industry now mining UG2 Reef

Source: Chamber of Mines — 21 January 2013 RS PGM Mining Sector Briefing Note

- > **Industry weighted average head grade** reduced by approximately 25% from 2000 to 2015

Source: SFA (Oxford)

- > **Uncertainty** regarding compliance with Mining Charter scorecard and black ownership disputes regarding 'once empowered always empowered'

RBPlat's position

- > **RBPlat is well-positioned in the first quartile of the platinum industry cost curve**

- > **Superior reserve value** — BRPM JV will remain Merensky-biased in the long term — natural PGM hedge with UG2 production contributing only about 10%

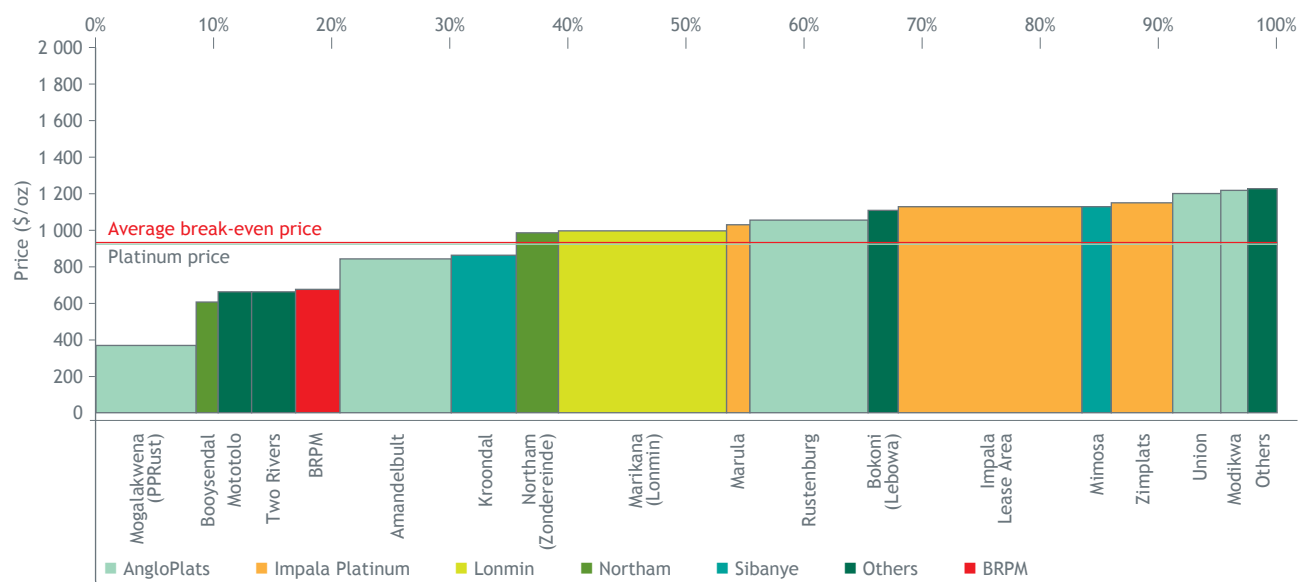
- > Platinum:palladium ratio of 2.3:1
- > High base metal revenue contribution
- > Built-up head grade consistently around 4.3g/t (4E) and forecast to be 4.2g/t (4E) long term

- > **Complied with Mining Charter requirements**

- > Broad-based ownership structure provides certainty and stability. We not only comply but exceed Mining Charter requirements at 52% black ownership

RBPlat in competitive position on the industry cost curve

CY16 break-even platinum price (cash cost + maintenance capex)



Source: J.P. Morgan Estimates

Despite coming off a low base of R82 billion due to the prolonged strike by platinum workers in 2014, **annual revenue from PGMs only grew**

6% to R87 billion in 2015.

Source: PwC SA Mine 7th edition

PGM industry dynamics

- > **Deepening mines** — most new shafts at an average depth of **1 250 metres**
- > Still recovering from **impact of lengthy strike** in 2014
- > **Escalating** labour costs
- > **Average** LTIFR of top three platinum mining companies **5.08 per million hours**
Source: SFA and company reports
- > Approximately **33% of production is from mechanised mining**
- > **Section 54 safety stoppages** in terms of the Mine Health and Safety Act usually result in production losses
- > Government expects **increased contribution** from the mining sector in meeting socio-economic needs
- > Metals and mining companies **spent over R7 billion** on community social investment, which was an average of **15.82% of net profit after tax (NPAT)** and an average of 0.74% of revenue in 2014
Source: IRAS Sustainability data transparency index for 2015

RBPlat's position

- > RBPlat's **high grade Merensky** resources and reserves are at **shallow depths** (BRPM at 500 metres and Styldrift I at 680 metres)
- > **Labour stability** with no industrial action for the past three years
- > **Five-year wage agreement** providing cost certainty
- > LTIFR in 2015 **2.05 per million hours**
- > By 2020 **low-cost mechanised** mining at Styldrift I will make up 70% of the BRPM JV's production
- > RBPlat had 16 Section 54 stoppages at its operations during 2015 resulting in a loss of 275kt, which is a 246% increase year-on-year on milled tonnes lost
- > We have **fulfilled and exceeded** our SLP commitments. In 2014 we spent 22.21% of NPAT on CSI, which equated to 3.53% of revenue



Service water infrastructure at Styldrift I



Utility vehicle being driven into the single deck cage at Styldrift I

STRATEGIC REVIEW

The four pillars of our strategy are designed to deliver earnings and growth for all our stakeholders through responsible safe mining. We measure our progress against these pillars by continually monitoring our performance against our key financial and non-financial performance indicators.



Chairman's letter to stakeholders

All businesses experience good times and bad times. I believe it's how they manage through both that makes the difference between a sustainable business that can survive when times are tough and one that can't.



Regardless of the challenges we may currently face, RBPlat remains committed to sustainable development

I would like to recognise our executive team for their prudent and insightful leadership during the past six years which, together with their ability to be flexible and react quickly when it became necessary to protect the business against the combination of weak demand and low prices in 2015, ensured the sustainability of RBPlat. During our annual review of RBPlat's strategy in October 2015 we confirmed that the strategic pillars that have guided our business since 2010 remain relevant.

The spirit of cooperation that has allowed RBPlat to enjoy labour stability and cordial relationships with our doorstep communities since we took over the management of the BRPM Joint Venture in 2010 also played a major part in our ability to weather the challenges of 2015.

One area about which all of us at RBPlat are most concerned is the number of fatal accidents in our

operations. While our operations team has been able to achieve an impressive improvement in both lost time and serious injuries we had more fatal accidents in our operations this year than we have ever had. I would refer you to Human capital for information on the actions we have taken, in addition to the training and leadership development we were already busy with, to avoid fatal accidents in our operations.

On behalf of the Board I would like to extend our deepest sympathies to the families, friends and colleagues of the five men who died in fatal accidents in our operations during 2015. Mr Amelio Paquete, who was a winch operator employed by JIC, a contractor operating at BRPM, was fatally injured when he was trapped during a fall of ground in a stope panel, at BRPM's North shaft on 8 January 2015. Mr Alberto Jose Muchanga, an Aveng contract

employee, working as an equipping assistant at Styldrift I, was fatally injured in a shaft-related incident on 21 April 2015. Mr Kayaletu Sidumo, a winch operator employed by contractor RMS, was fatally injured when he was struck by a scraper rope during scraping operations at BRPM's South shaft on 3 July 2015. Mr Almeida Manual Bendzane, a team leader employed by JIC, was fatally injured by a fall of ground on 4 December 2015 and Mr Tieli Francis Seoelela, a rockdrill operator employed by SAN, a contractor operating at Styldrift I, was fatally injured when he was struck by a rock during barring activities at Styldrift I on 8 December 2015.

Regardless of the challenges we may currently face, RBPlat remains committed to sustainable development. We recognise that while the platinum group metals (PGMs) we produce are making a



Main and Services shaft headgear at Styldrift I

major contribution to a green low-carbon economy, this comes at a cost to people and the environment. Sustainable development has, as its central idea, the principle that any human activity and the products that activity delivers should make a net positive long-term contribution to the wellbeing of humanity and the ecosystem. This approach makes us focus on how our mining and the minerals and metals we produce can contribute to sustainable development. When we assess the net contribution of our mining activities to sustainable development we take into consideration the unique long-term nature of mining, the benefits it generates and the costs and risks involved over the life cycle of a mining operation and that of its mineral product.

Our efforts towards sustainability were once again recognised when we were included in the two new socially responsible investment indexes launched by the JSE Limited this year: the FTSE/JSE Responsible Investment Index and the FTSE/JSE Responsible Investment Top 30 Index.

Our efforts towards providing our stakeholders with the information they need to make informed decisions about our business were recognised when our integrated report for 2014 was placed first in the Basic Materials section and second overall in the Nkonki Integrated Reporting Awards. Our reporting scored very well on its strategic focus, materiality, consistency and comparability. The judges also found the discussion of our performance against the capitals provided excellent disclosure. The

report also won a merit award in the Mid Cap section of the Chartered Secretaries Southern Africa Integrated Reporting Awards.

As Chairman of RBPlat I am responsible for leading the Board, fostering a culture of openness and constructive debate during which all views are heard and ensuring that the Board hears from an appropriate range of senior management. I am also committed to ensuring that RBPlat complies with all the relevant codes and regulations and that our management team is committed to making decisions that will create value for stakeholders in the short, medium and long term.

By appointing strong, independent directors to its Board and separating and clearly defining the roles and responsibilities of the Chairman and the Chief Executive Officer, RBPlat believes it has equipped its Board to make the right decisions in the right way.

We continue to review and revise frameworks, policies and controls and develop and implement new ones, where necessary, with the aim of optimising the standards of corporate governance in RBPlat. This year this process included the approval and implementation of our new information management framework.

A very important aspect of ensuring the sustainability of our business is risk management. We continue to progress on our enterprise risk management (ERM) maturity curve, achieving the *Optimised* level in 2015. We also established a very

important element of ERM: our risk appetite and tolerances.

In addition to the internal evaluations we conduct every year of the performance of the Board, its committees and its members standing for re-election during the current year, the IoD conducted an independent assessment of the Board which was concluded in February 2016.

We said farewell to one of our Board members, non-executive director Lucas Ndala, at our last Board meeting of the current year on 24 November. Lucas, through his extensive financial and executive management experience, made a very valuable contribution to the Board during the nearly three years he has been a director of RBPlat, for which we thank him. We wish him well in his new venture. I would like to welcome Velile Nhlapo, who replaces Lucas as a non-executive director on our Board. We look forward to his contribution as an experienced miner who is familiar with RBPlat's operations.

On behalf of the Board my thanks go to the executive and management of RBPlat for their prompt and prudent approach to the business in very challenging times. My thanks also to all our employees for their contribution to RBPlat's performance in 2015.

Adv Kgomotso Moroka SC
Independent Chairman

Chief Executive Officer's strategic review

The strategy that we crafted when we took the Company to the market in 2010 proved to be effective and achievable during our first five years of operation. Despite the challenges we faced in 2015 our strategy remains valid. Our strategic approach, while market conditions remain unfavourable, will include minimising cash outflows from the business; and continuing to develop Styldrift I, but at a pace dictated by revenue from Styldrift I on-reef development ounces and excess cash flows from BRPM.



Scan and explore an interview with our CEO

The fatal accidents we had in 2015 deeply affected us all

We had to make some tough decisions during 2015 to ensure we preserved cash, maintained a strong balance sheet and protected the sustainability of our business during what amounted to a crisis for the South African platinum industry, hit by falling PGM prices and weak demand growth. The key decision we made was to scale down our development of Styldrift I, which I have discussed under *Grow organically* in this review, and which is also discussed in Financial and Manufactured capital.



Towards operational excellence

KPIs:

■ Achieve zero harm

■ Optimise volumes

■ Reduce unit costs

■ Labour stability

■ Meet Mining Charter commitments

Safety

We have done well in terms of continually reducing our lost time injury frequency rate (LTIFR) and our serious injury frequency rate (SIFR)

over the past six years. We are, however, very concerned about the five fatal accidents we experienced during 2015, which deeply affected us all. Any death in our operations is one death too many. We recognise that it is very difficult to achieve zero harm in a mining environment, but that is still our goal.

We have identified leadership skills training as one of the areas needing attention. I would refer you to the detailed information on our safety performance on the steps we have taken in terms of personal safety training, addressing behavioural tendencies and assessing and developing leadership skills.



Legend

■ Not achieved

■ Partially achieved

■ Achieved

Labour stability

We have been fortunate to enjoy another year of labour stability and to have long-term wage agreements in place for both our enrolled employees and contractor employees. The time and effort that our management, the union representatives and our workforce invest in building a partnership based on trust, mutual respect, transparency and fairness play a key part in our labour stability. We believe that the only way to achieve operational stability is through labour, community and safety stability. Mining companies cannot operate sustainably if they experience intermittent operational stoppages as a result of safety breaches, labour disputes and community uprisings.

Unfortunately, the prolonged depressed market conditions which have resulted in the scaling back of activities at Styldrift I made it necessary for us to undergo a section 189 process in terms of the Labour Relations Act 66 of 1995, which was completed in October 2015. We made every effort to keep the number of employees affected to a minimum. See page reference for further information.

Access to quality healthcare is important in terms of ensuring we have a healthy and productive workforce. With this in mind we are very pleased to have been able to ensure that all the employees of our volume contractors are now members of our medical aid scheme.

Optimising volumes and reducing unit costs

We were not able to achieve our goals of optimising volumes and reducing costs through cost management and improved efficiencies.

We remain well positioned in the first quartile of the industry cost curve and have maintained the tonnes we milled this year at the 2014 level, despite significant production losses. While the sustainability of our labour efficiency contributed to this performance, it was also negatively affected by a number of factors

including safety stoppages related to fatal accidents.

Build flexibility to ensure sustainability

KPIs:

Effective operational flexibility which is addressed through:

- maintaining our IMS panel ratio
- leveraging UG2 mining platform
- additional processing capacity

We maintained our target increase in our IMS panel to stoping team ratio this year. Maintaining this level of ore reserve development will allow us to continue improving our production performance and operational efficiency.

The work we did in 2010 to provide access to the UG2 Reef at BRPM also contributes to our flexibility by providing us with access to a secondary reef horizon.

Our increased concentrator capacity following the completion of the upgrade of the BRPM concentrator to 250kt during the first quarter of 2016 will also increase the flexibility of our operations.

Grow organically – positioning RBPlat to compete over the long term

KPIs:

- Complete Styldrift I – high grade Merensky asset
- Exploration of Styldrift II – feasibility study completed

Our endowment of 34.73Moz at Styldrift I, of which 20.54Moz is Merensky Reef, makes organic growth a logical strategy for RBPlat.

The scaling down of activities at Styldrift I in August 2015 gave us the opportunity to review the way forward. We are currently reviewing our operating model for Styldrift I, with a view to moving away from

being 100% contractor-operated during ramp-up to a combination of owner and contractor. Currently the Styldrift I mine's production is being trucked to the BRPM concentrator for processing as the construction of the overhead conveyor system that will feed into the BRPM concentrator is on hold.

We have completed the pre-feasibility study for Styldrift II. This project is on hold until market conditions improve.

In November 2015 the Board approved a revised expenditure and production plan for Styldrift I in 2016, which will allow us to continue with the mine's development, albeit at a slower pace than previously intended. Our intention being to achieve ramp-up to full production and achieve 470koz (4E) per annum for the BRPM JV by the first quarter of 2020. These plans are dependent on market conditions not deteriorating further.

The information on the market that follows this section of my review provides insight into why we believe it will be good timing to ramp up Styldrift I to full production in 2020.

Pursue value enhancing opportunities

Key issues:

- Royalty agreements
- Mergers and acquisitions

Our royalty agreements with Impala Platinum (Implats), which remain in place, have made it possible for RBPlat to extract the best possible value from certain portions of our ore body and they are a valuable source of income for RBPlat. These agreements have generated earnings of R227 million. Since the inception of the first agreement in 2010.

We continue to consider possible mergers and acquisitions and other value enhancing opportunities and to seek out synergies and ways of cooperating with our neighbours.



Chief Executive Officer's strategic review continued

Market review

Platinum

- > Platinum supply recovered well in 2015, but demand also rose, leaving the market close to balance with a 55koz deficit, in contrast to the 1Moz deficit in 2014
- > South African platinum supply at its highest level since 2013 (4.1Moz)
- > Low prices led to a 1% drop in recycling volumes from autocatalysts and jewellery
- > Automotive demand rose by 4% to a seven-year high of 3.42Moz, largely due to higher diesel car output and tighter EU emission limits
- > Jewellery demand fell 5% to 2.85Moz - strong growth in India partly offset weak Chinese market
- > Surge in Japanese investment as platinum fell below ¥4 000 per gram in July 2015 outweighed ETF selling in the USA and Europe

While the platinum market was overshadowed by price weakness and poor market sentiment in 2015, underlying demand trends have been reasonably positive. The macro-economic influences that were negative for commodities towards the end of 2014 continued throughout 2015.

The average dollar platinum price for 2015 was US\$1 053 per ounce, ending off the year at a reduced level of US\$868 per ounce. In rand terms, the fall was much smaller, just 3% (R461) from R13 967 at the beginning of 2015 to R13 506 at the end of 2015. Essentially, the rand depreciation against the dollar protected South African producers somewhat from the full impact of the fall in dollar PGM prices.

During 2015 all three major producers announced significant cuts to capital spend and, in some cases, further shaft closures. Lower prices mean that margins remain insufficient to support the investment required to maintain future production.

The platinum price has been falling pretty consistently since 2011, signalling an emerging surplus

metal market. Given low growth expectations, it seems sensible that producers cut back output to support the price. Production scale backs due to falling prices are common practice in other commodity markets. In response to this RBPlat has delayed the ramping up of the Styldrift I project until market conditions improve.

Market outlook

The longer-term fundamentals for platinum remain intact with potentially up to 1Moz additional platinum demand to come from tightening emissions legislation. The platinum market is expected to be close to balance in 2016. Total mine supply is forecast to grow 6% year-on-year. Recycled platinum is forecast to increase by 185koz (+9%) to 2.2Moz, mostly from autocatalysts, as both the volume of recovered autocatalysts and the proportion of diesel catalysts (higher platinum content than gasoline catalysts) are expected to rise. If prices remain weak, then scrappage and collection rates could be lower.

Global automotive sales are expected to continue rising moderately, helping to drive autocatalyst demand for platinum up to 3.36Moz in 2016.

The current forecast assumes a limited impact on diesel auto sales from the VW crisis and negative sentiment towards diesel from some cities.

Jewellery sales are expected to return to very modest growth, with demand estimated at 2.89Moz for 2016. Platinum Guild International continues marketing efforts in China to maximise consumer awareness and purchases. Ongoing demand growth is expected from India, supported by the second year of the Platinum Evara Blessings campaign.

Industrial demand for platinum is projected to rise nearly 2% (+25koz) year-on-year in 2016 with growth in the chemical, electrical, medical and biomedical and other industrial sectors outweighing shrinking demand from petroleum catalysts and glass fabrication.

Investment demand is forecast to be 130koz in 2016. Any price recovery should result in modest growth in ETF investment, while bar and coin purchases are expected to return to a more typical, lower level.

Palladium

- > Palladium supply rose by 6% to 6.77Moz in 2015 as South African output recovered
- > Weak PGM prices have led to hoarding by scrap collectors but autocatalyst recycling is still up 100koz
- > Gross palladium demand was up 195koz in 2015 to 10Moz
- > Autocatalyst consumption set a new record of 7.68Moz in 2015, but the growth rate will slow as the Chinese car market growth slows
- > Despite negative investment demand the palladium market remained in fundamental deficit of 865koz for 2015

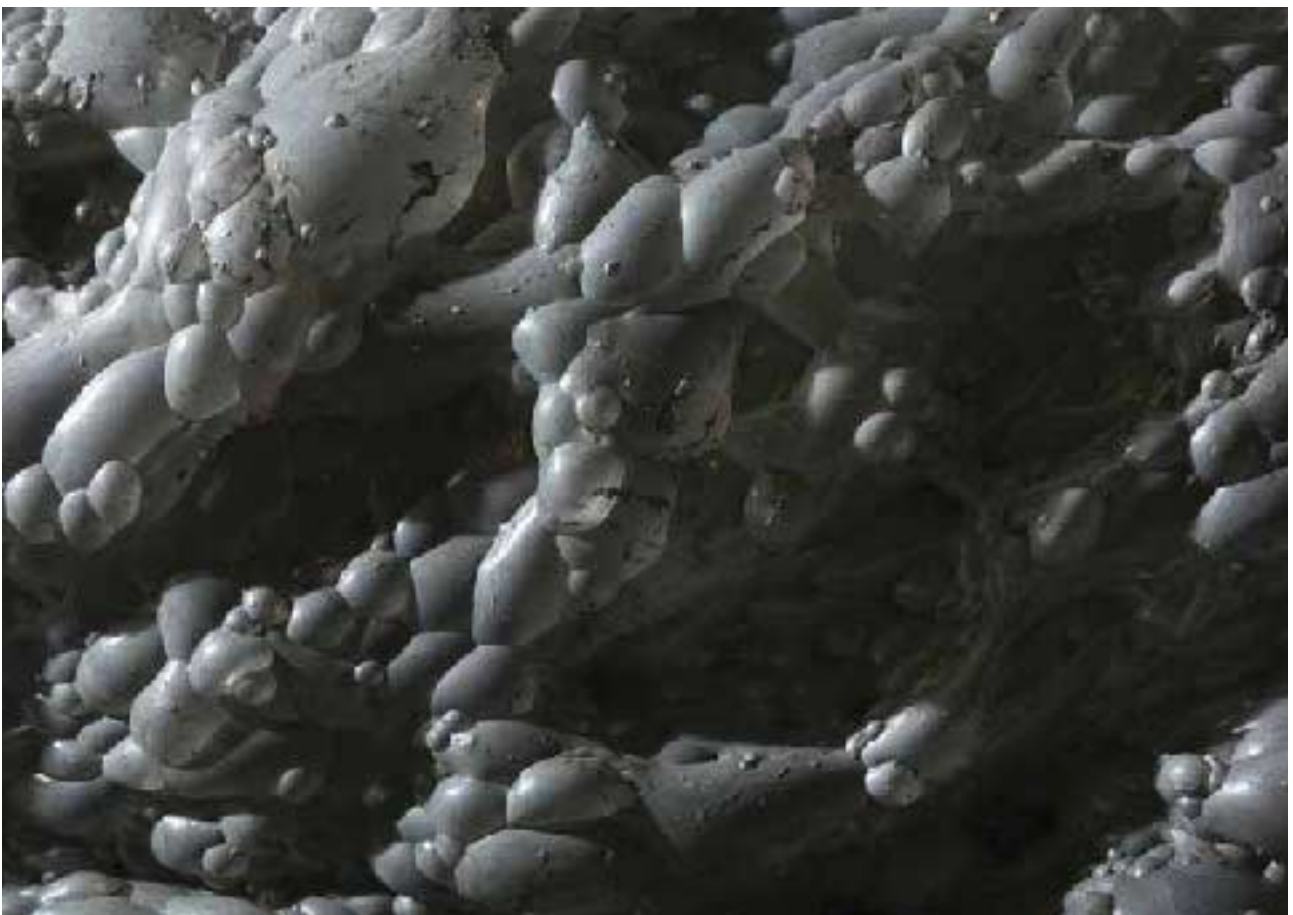
2015 saw relatively modest changes in palladium supply and demand. A recovery in South African supply was largely offset by a fall in the recovery of palladium from autocatalyst scrap, leaving combined supply up only 1%. Modest growth in palladium usage in the automotive and industrial sectors was balanced by a further retreat in jewellery fabrication, leaving non-investment

palladium demand almost unchanged year-on-year.

Market outlook

Primary palladium supplies are expected to increase by 2% in 2016, and recycling is expected to rise too. Autocatalyst demand will rise modestly, with growth in global gasoline car production partly offset by thrifting. There is also potential

for further ETF selling in mature markets in 2016, where investors have shown that they are as likely to sell as to buy into rising prices. This disinvestment may also reflect an erosion of confidence in the outlook for palladium. In contrast, the South African funds launched in 2014 may have some scope for investors to add to their holdings.



PGM-bearing froth in the BRPM concentrator flotation circuit

Chief Executive Officer's strategic review continued

Rhodium

- > A rebound in the South African supply pushed rhodium nearer to balance, with a 25koz deficit in 2015
- > Primary supply rose by 20% to 701koz, partly offset by a 9% drop in autocatalyst recoveries of rhodium
- > Automotive demand rose slightly in 2015 to 860koz, as vehicle production rose
- > Industrial and other demand was stable

After a deeper deficit in 2014, the rhodium market in 2015 moved closer to balance with a deficit of just 25koz, as gross autocatalyst demand rose by 25koz.

Use in autocatalysts continues to dominate rhodium demand, accounting for 84% of gross demand in 2015. In gasoline three-way catalysts, in between legislative stages, automakers are reducing costs by thrifting platinum and, to a lesser extent, rhodium.

Market outlook

Mine production of rhodium is unlikely to increase significantly in 2016, but there is potential for a significant rebound in secondary supply, with growth in autocatalyst recycling expected to be in double digits. With only modest gains expected in sales of metal to automakers, rhodium is expected to move into small surplus in 2016. If,

however, lower PGM prices were to precipitate a major mine closure, this would tip the market into deficit.

Autocatalyst demand for rhodium is expected to improve modestly, in line with car production, where output is forecast to grow by 4.5% in 2016.

Three-way catalysts for gasoline emissions control account for more than 95% of total autocatalyst usage of rhodium, so this segment is critical for rhodium demand. While a return to growth in the global car market should see an increase in rhodium consumption, this will be moderated by further thrifting. The upside anticipated from diesel lean NO_x traps appears to be slipping away as non-PGM technologies are increasingly preferred.

Steady growth is forecast in other industrial sectors. A cooling in chemical demand for rhodium will be more than offset by stronger demand from the glass industry where rhodium inventories have been gradually depleted.

The rhodium investment market was in negative territory in 2015 and holdings are unlikely to change significantly while the price remains at its current depressed levels. Should the price rise this could possibly result in further profit taking, especially as some investors have been holding the metal for several years. On the other hand, a rising price could drive new investment into the fund.




Our BRPM concentrator plant

South Africa's position in terms of emissions legislation

I appeal to our government to introduce more stringent motor vehicle emissions legislation. Currently South Africa complies with Euro 2 legislation, which it adopted in 2006, while the European Union currently complies with Euro 6 legislation, tightening further over the next few years. The increase in PGM loadings from Euro 2 to Euro 6 is significant. Both Russia and Brazil comply with Euro 5, while China and India has recently announced tougher emissions standards too. Our commitment to addressing the impacts of climate change and improving air quality for our citizens should mean we cut all the harmful emissions from vehicles in South Africa. We are the world's major platinum producer and should lead by example. The introduction of tighter emissions legislation for vehicles in South Africa would support our platinum industry.

Outlook

In terms of the current uncertainty for many mining companies around their black economic empowerment status, as a community owned company (the only one of its kind listed on the main board of the JSE) we are privileged to have an ownership structure that provides us with stability, certainty and

 sustainability. See our ownership structure on our website.

Our aspiration to be *More than mining* and the consequent decision we took to do what is right, and not only what the law says in terms of our social responsibilities, has helped us exceed the legal thresholds. We believe this decision has contributed to the operational stability we have been able to achieve.

Our position as a shallow long-term Merensky producer with superior margins that is spending to grow, positions us well for the future. In the meantime, in the current environment of poor prices and demand for all commodities, we will continue to preserve cash, and protect our balance sheet and our mineral resources by endeavouring to time the ramp-up of Styldrift I to coincide with the expected market recovery.

Conclusion

My thanks to our Board and our shareholders for the support they have shown for the tough decision we made this year to scale down construction activities at Styldrift I. They recognised that this decision meant that the value they were expecting to earn from this project would now be delayed, but understood that it was a prudent decision that would protect value in the long term.

I would like to recognise our management team for the excellent work they have done this year in protecting our business from a perfect storm of low prices, low demand and increasing costs. I would also like to thank our employees and the union for the contribution they made to the business during uncertain times. On behalf of everyone at RBPlat, my thanks to our communities for the understanding they have shown of our need to reduce our investment in their sustainability during this difficult period, during which we have had to reduce our investment in our social and labour plan.



Steve Phiri
Chief Executive Officer





BRPM concentrator plant

FINANCIAL CAPITAL



ACHIEVEMENTS

- > Cash preservation
(R918 million cash on hand)
- > Tax dispute settlement
- > Secured **R500 million** revolving credit facility and R458 million general banking facilities



IMPROVEMENTS

> Improved
return on cash
investments
(R21 million value created)



CHALLENGES

> Depressed market
conditions



DISAPPOINTMENTS

> Weak US\$ PGM prices

Financial capital

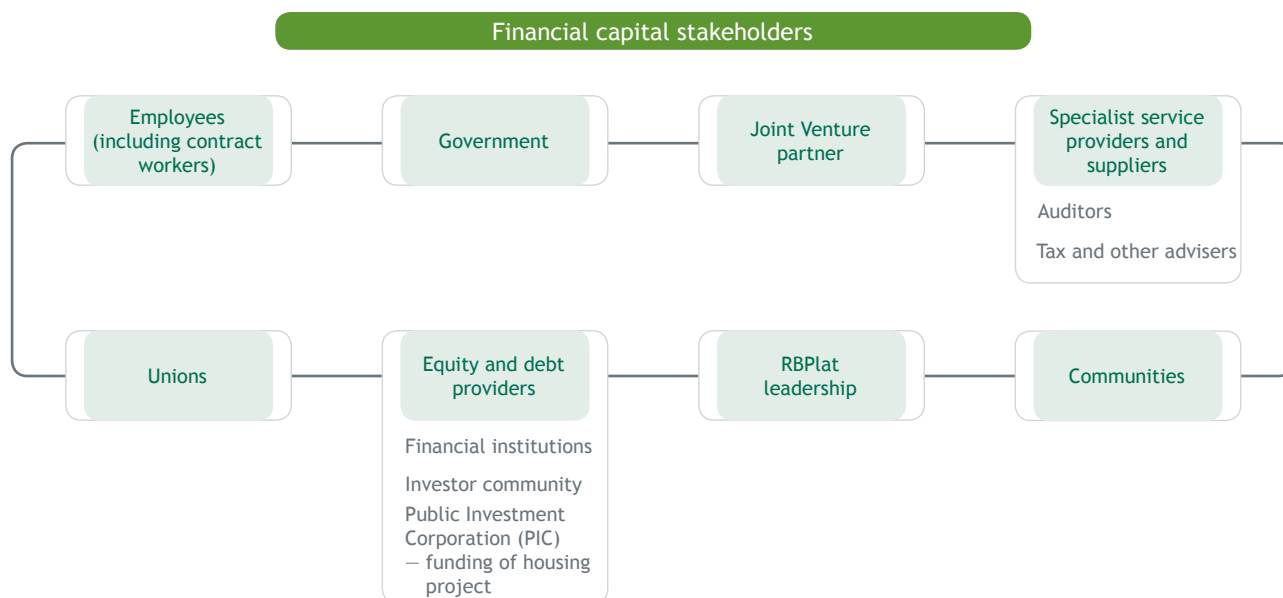
Our focus on cash preservation to maintain a strong balance sheet and our decision to slow down Styldrift I will position the Group favourably to benefit from stronger PGM prices when the PGM price environment improves.

Our most material Financial capital issues

	Strategic pillars affected	Risk rankings		
		Residual 2015	Inherent 2015	Inherent 2014
Global economic and market conditions	1 3	1	2	6
Managing the impacts of our supply chain	1 2	3	5	4

The residual risk rankings of these issues have increased substantially, in particular the impact of global economic and market conditions on our ability to deliver against our strategy.

The key relationships that contribute to our stock of Financial capital include:



Overview

Given the prevailing PGM price environment, the Group's focus has been on cost management and cash preservation. RBPlat's results reflect the weak market conditions we operated in during 2015, with the average rand basket price for the year being 13% lower than that of the 2014 financial year, directly impacting our profitability. From an operational performance

perspective, 2015 was a challenging year. In the first half of the year the lower grade and throughput we achieved resulted in a cash operating cost per platinum ounce of R15 615. We had similar difficulties in the second half, but managed to achieve a significant improvement in the cash operating cost during that half of the year, closing with a full-year average cost per platinum ounce of R14 504.

Impairment of non-financial assets

As a result of the decrease in PGM prices and the reduction in the market value of the Company, the components of the BRPM JV (BRPM operations, Styldrift I and Styldrift II), and the goodwill allocated to each of these components, were assessed for impairment by comparing the respective recoverable amounts to the carrying amounts for each

component. The recoverable amounts for non-financial assets were determined as the higher of its fair value less cost to sell and its value in use based on a discounted cash flow model for the inside life of mine ounces and an in-situ value of US\$10/oz for outside life of mine 4E ounces.

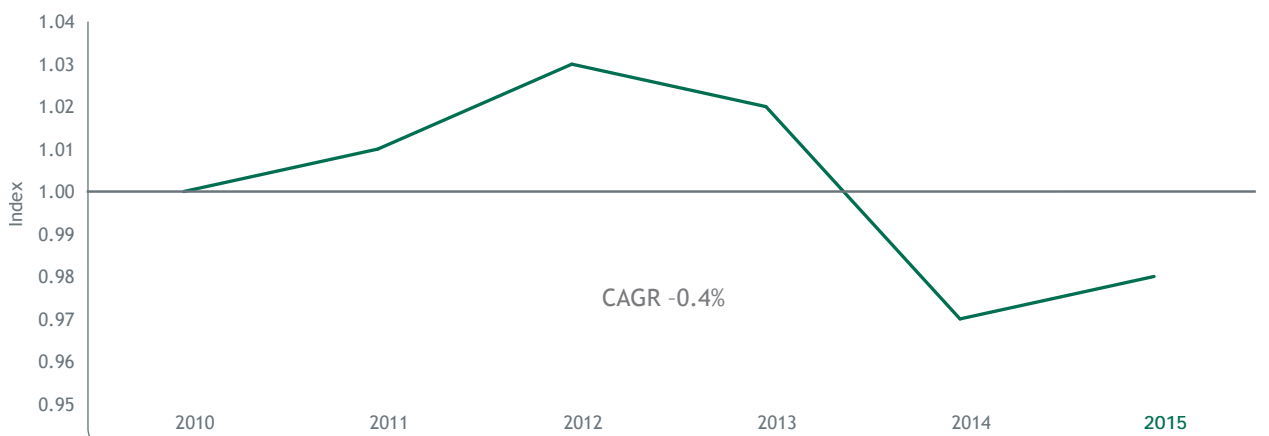
Consequently, an impairment charge was recognised for 2015 of R4 466.2 million (attributable after tax R2 886.2 million). At the time of RBPlat's listing in 2010 the property, plant and equipment and mineral rights were fair valued and goodwill was recognised for Royal Bafokeng Resource's (RBR) 67% interest

in the BRPM Joint Venture (JV). These fair values and goodwill were allocated to each cash-generating unit comprising of BRPM operations, Styldrift I and Styldrift II. No goodwill was attributed to non-controlling interest. Details of the impairment charge are set out in the table below:

	BRPM operations R (million)	Styldrift I R (million)	Housing assets R (million)	2015 Total R (million)	2014 Total R (million)
Impairment of property, plant and equipment (fair value)	2 340.8	—	—	2 340.8	—
Impairment of property, plant and equipment (book value)	21.5	—	—	21.5	—
Impairment of mineral rights (fair value)	690.1	—	—	690.1	—
Impairment of goodwill	134.6	1 277.2	—	1 411.8	—
Impairment of employee housing loan receivable and benefit	—	—	2.0	2.0	—
Total gross impairment	3 187.0	1 277.2	2.0	4 466.2	—
Less: Tax effect	(854.7)	—	—	(854.7)	—
Less: Non-controlling interest	(725.3)	—	—	(725.3)	—
Net impairment	1 607.0	1 277.2	2.0	2 886.2	—

Despite the challenging PGM environment, our operating cash costs per tonne milled reduced by 0.4% per annum in real terms (relative to mining inflation) over the past six years

BRPM JV cash operating cost per tonne milled indexed to 2010 real money terms (R/tonne)



Financial capital continued

In the context of sustained depressed PGM prices, we communicated our intent to materially reduce the level of activities and related expenditure at Styldrift I to such an extent that all expenditure for Styldrift I would be funded from excess cash generated from the BRPM operations together with the revenue generated from on-reef development at Styldrift I.

It is not deemed appropriate to ramp up the platinum ounces from our high-quality Merensky Reef into a currently depressed market at prevailing PGM prices and it is also not prudent to burden our balance sheet by raising further funding with its related excessively restrictive and/or dilutive terms and conditions that would apply in the current economic environment.

In January 2016 we secured a R500 million revolving credit facility and R458 million general banking facilities as our existing working capital facilities of R458 million expired on 31 December 2015.

The successful implementation and utilisation of our SAP business planning consolidation cost

management system resulted in improved management reporting systems and assisted in the earlier finalisation of our annual business planning process.

We implemented our treasury management system during 2015, which resulted in a 3% improvement (R21 million) in our return on cash investments and cash balances.

Scaling down activities at Styldrift I

Having taken the decision to scale down activities at Styldrift I, we communicated with our 357 suppliers on 4 August 2015 that we would be suspending all contracts, which included suspending all deliveries and activities with immediate effect. This communication was followed by a close out process. Orders in process were reviewed to quantify the outstanding obligations taking into account mitigating factors such as the potential for suppliers to on-sell equipment to third parties. All Styldrift I expenditure post 4 August 2015 was evaluated on a case-by-case basis. This included a revision of fleet and equipment purchases and delivery schedules.

Ongoing project resource requirements were considered and service contracts terminated accordingly.

The appropriate level of expenditure at Styldrift I for the remainder of 2015 was determined by revisiting expenditure profiles, based on a targeted Group cash position of R800 to R900 million at year-end. This target took into account payments for equipment where forfeitable deposits were made prior to 4 August 2015. This equipment is included in our non-current assets in the statement of financial position. Notwithstanding the Styldrift I scale down and the challenging PGM price environment, the Group ended the year with a favourable cash on hand position of R917.6 million.

Supply chain management

In respect of the slowdown of Styldrift I, our supply chain team assisted in the suspension of all major contracts and the deferral of most contracts for supply of mining equipment and associated infrastructure.



Trackless fleet mothballed as part of the Styldrift I slowdown strategy

Financial summary and statistics

Summary consolidated statement of financial position at 31 December 2015

	2015 R (million)	2014 R (million)	
Non-current assets	17 148.8	19 969.9	
Property, plant and equipment	10 129.7	10 889.5	The movement in property, plant and equipment relates to additions of R2 billion, impairments of R2.4 billion and depreciation of R0.4 billion
Employee housing loan receivable, benefit and other	240.1	145.7	
Mineral rights	5 766.0	6 518.4	The movement in mineral rights relates to an impairment of R690 million and amortisation of R62 million
Goodwill	863.3	2 275.1	The movement in goodwill reflects the impairment of R1.4 billion
Environmental trust deposits	114.9	113.6	
Deferred tax asset	34.8	27.6	These investments may only be used for the purposes of settling decommissioning and rehabilitation obligations
Current assets	2 610.5	3 534.0	
Employee housing assets and benefit	268.5	57.8	
Inventories and trade and other receivables	1 424.4	1 612.0	Land was acquired for Phase 2 of the housing project in 2015
Cash and cash equivalents	917.6	1 864.2	
Total assets	19 759.3	23 503.9	Included in trade receivables at 31 December 2015 is R54.5 million relating to Styldrift I ounces mined from September to December 2015
Equity and liabilities			
Total equity	14 484.3	18 196.3	RBPlat Group cash position remains healthy with R917.6 million cash on hand at 31 December 2015
Non-current liabilities	4 125.7	4 574.9	
Deferred tax liability	3 663.7	4 486.7	
Fair value of PIC housing facility	366.9	—	The PIC facility was utilised to pay for the land acquired for Phase 2 of the housing project. Interest and other charges are capitalised to this facility
Restoration and rehabilitation provision	95.1	88.2	
Current liabilities	1 149.3	732.7	
Total equity and liabilities	19 759.3	23 503.9	
Net asset value per share (cents per share)	57.0	72.8	

Note: The summary consolidated statement of financial position, summary consolidated statement of comprehensive income and summary consolidated statement of cash flows are only summaries of the full set of 2015 consolidated financial statements available online and do not contain full details. Any investment decisions by investors or shareholders should be based on consideration of the full set of consolidated financial statements published online on RBPlat's website.

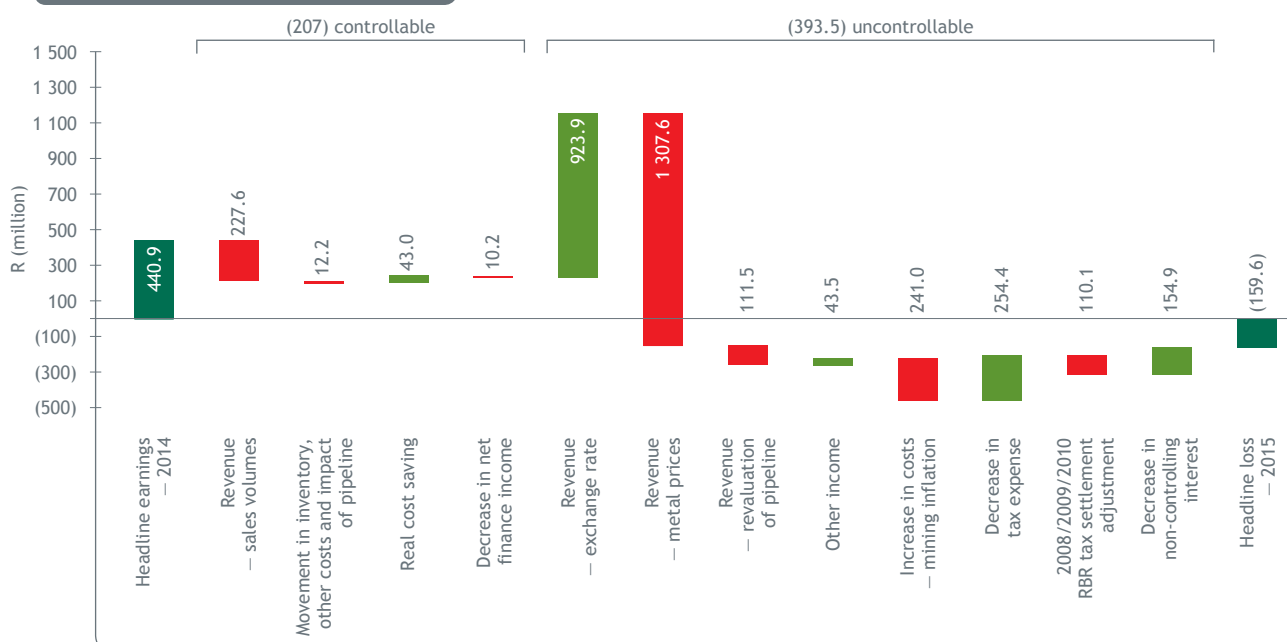


Financial capital continued

Summary consolidated statement of comprehensive income for the year ended 31 December 2015

	2015 R (million)	2014 R (million)
Revenue	3 044.7	3 767.5
Cost of sales	(3 084.5)	(2 902.2)
Gross (loss)/profit	(39.8)	865.3
Other income	68.7	25.2
Administration expenses	(164.1)	(137.3)
Corporate office	(126.3)	(122.2)
Housing project	(37.8)	(15.1)
Impairment of non-financial assets	(4 466.2)	—
Net finance income	81.1	91.3
(Loss)/profit before tax	(4 520.3)	844.5
Tax credit/(expense)	753.3	(245.7)
Non-controlling interest	722.2	(157.9)
Net (loss)/profit attributable to owners of the Company	(3 044.8)	440.9
Headline (loss)/earnings	(159.6)	440.9
Basic (loss)/earnings per share (cents/share)	(1 589.0)	238.6
Diluted (loss)/earnings per share (cents/share)	(1 589.2)	238.0
Basic headline (loss)/earnings per share (cents/share)	(83.2)	238.6
Diluted headline (loss)/earnings per share (cents/share)	(83.2)	238.0
Normalised headline (loss)/earnings per share (cents/share)	8.7	274.3
Dividend per share (cents/share)	—	—

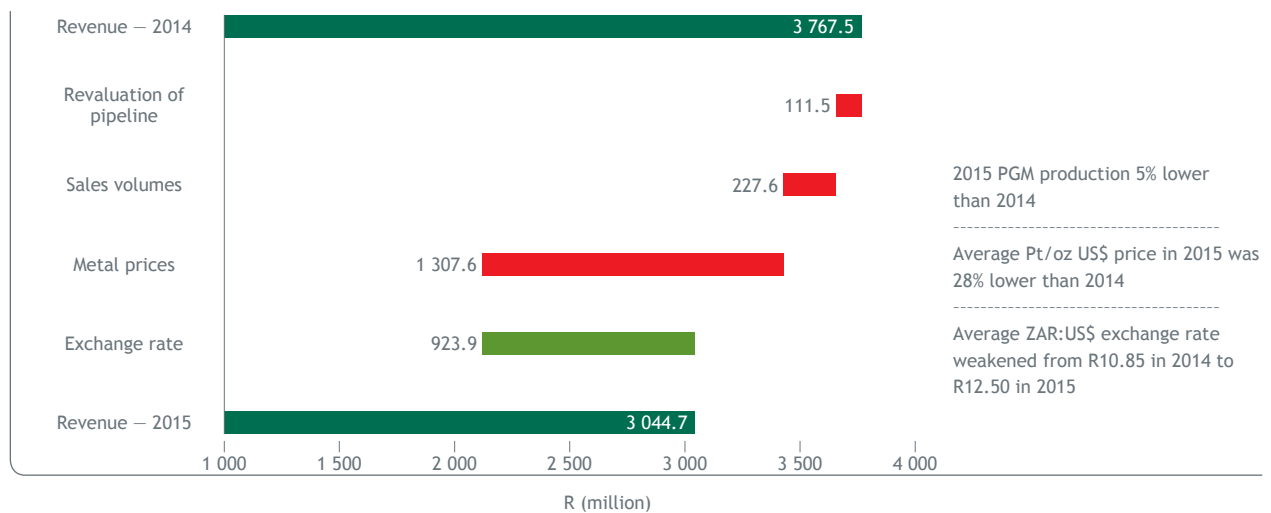
Headline earnings variance analysis



Revenue

Our revenue of R3 044.7 million for 2015 was 19% lower than the R3 767.5 million for 2014. The R722.8 million reduction in revenue was due to a 13% lower realised average rand basket price and 5% lower PGM production compared to 2014. Details of the movement in revenue from 2014 to 2015 are shown in the chart below:

Revenue reconciliation

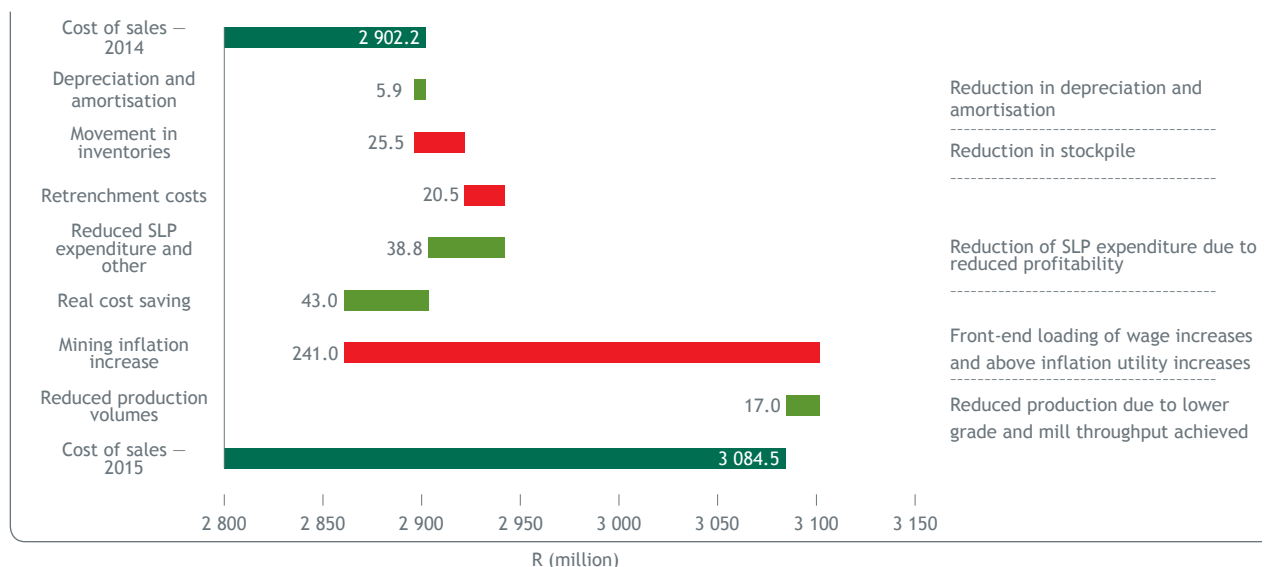


RBPlat's realised average rand basket price reduced by 6.3% per annum in real terms (relative to mining inflation) over the past six years

Cost of sales

Our cost of sales increased from R2 902.2 million in 2014 to R3 084.5 million in 2015. Details of the movement in cost of sales from 2014 to 2015 are shown in the chart below:

Cost of sales reconciliation



Financial capital continued

BRPM's average cash unit cost per tonne milled increased by 11% from R957 in 2014 to R1 066 in 2015. The cash unit cost per platinum ounce increased by 16% from R12 463 to R14 504 due to a 5% decrease in platinum ounce production, the front-end loading of the wage increases in terms of the five-year wage agreement and above inflation utility increases. Despite these increases, the BRPM JV remains at the lower end of the industry cost curve.

The 19% decrease in our revenue and 6% increase in cost of sales resulted in a significant reduction in our gross profit margin from 23% in 2014 to a gross loss margin of 1% in 2015.

Other income

Other income increased by 172% from R25.2 million in 2014 to R68.7 million in 2015. The increase is due to the higher royalty income from Implats (our 2014 royalty income was negatively impacted by industrial action at Impala during the first five months of 2014) and

a gain of R21.4 million on the fair value of forward exchange contracts (FECs) (ZAR:US\$ and euro FECs) and call options entered into in 2015. The euro FECs were entered into to hedge our euro exposure for the acquisition of equipment for our Styldrift I project from Europe.

Administration costs

Administration costs increased by 20% from R137.3 million in 2014 to R164.1 million in 2015. The increase was mainly due to a R22.7 million increase in costs relating to the RBPlat housing project.

Finance income

Finance income increased by 10% from R96.4 million in 2014 to R106.2 million in 2015 mainly due to an improvement in our return on investment of surplus cash.

Finance cost

Finance cost increased from R5.1 million in 2014 to R25.1 million in 2015 mainly due to R18.8 million interest expense incurred on the PIC housing facility put in place in 2015.

Taxation

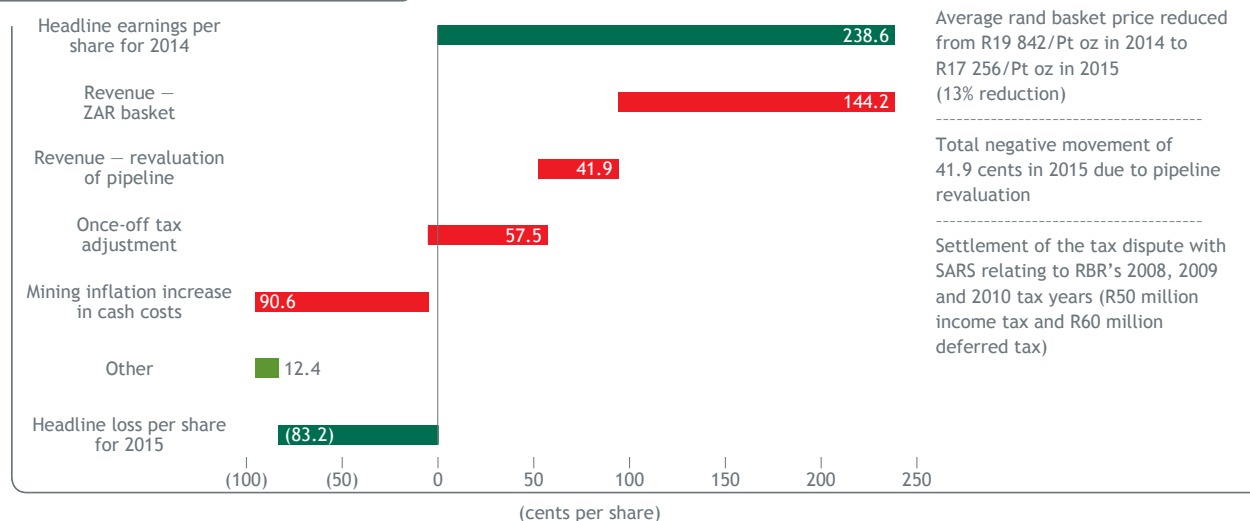
The income tax charge increased to R76.9 million in 2015. This was mainly as a result of a R50 million once-off charge relating to RBR's 2008, 2009 and 2010 tax settlement. Deferred tax decreased from an expense of R222.0 million for the 12 months ended 31 December 2014 to a credit of R830.2 million for 2015.

The deferred tax credit related mainly to the impairment charges (R855 million credit) and mining losses (R23 million credit) set off against a R60 million deferred tax charge relating to the RBR tax settlement mentioned above.

Headline loss per share

RBPlat made a headline loss of 83 cents per share for the year ended 31 December 2015 compared to headline earnings of 239 cents per share for the year ended 31 December 2014. The main reasons explaining this negative movement of 322 cents per share are contained in the chart below:

Headline earnings per share



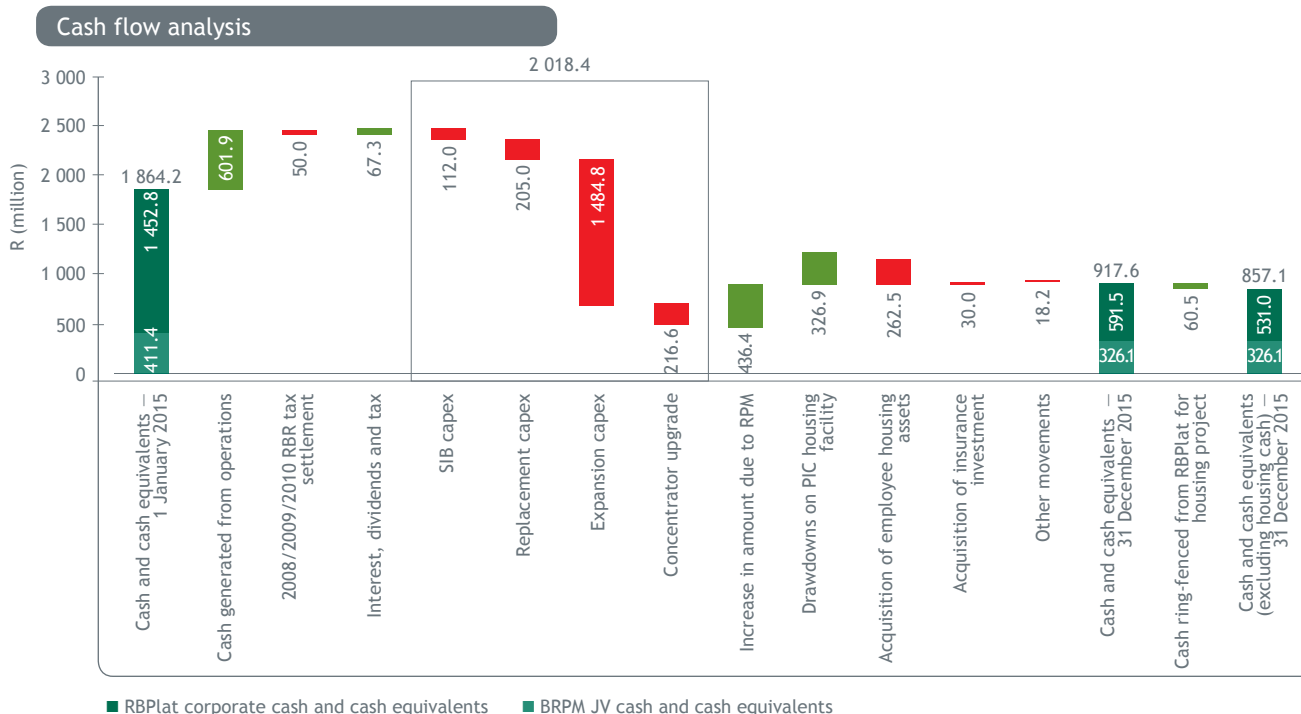
Summary consolidated statement of cash flows for the year ended 31 December 2015

	2015 R (million)	2014 R (million)
Net cash flow generated by operating activities	619.2	1 426.5
Net cash flow utilised by investing activities	(2 322.5)	(1 813.9)
Net cash flow generated by financing activities	756.7	1 478.7
Net (decrease)/increase in cash and cash equivalents	(946.6)	1 091.3
Cash and cash equivalents at beginning of the year	1 864.2	772.9
Cash and cash equivalents at end of the year	917.6	1 864.2

During the year the Group utilised cash and cash equivalents of R946.6 million. The cash generated by operations included in cash generated by operating activities decreased from R1 358.5 million in 2014 to R601.9 million in 2015. At 31 December 2015 the RBPlat Group had cash and near cash investments of R917.6 million (2014: R1 864.2 million).

30% of 2015 capital expenditure of R2 billion was funded from cash generated by operations

An analysis of our cash flows for the year is shown below:



Financial capital continued

	BRPM mining segment (A) R (million)	Styldrift mining segment (B) R (million)	BRPM JV mining segment (A + B) R (million)	RBPlat housing segment R (million)	Corporate office and consoli- dation adjustment R (million)	Total R (million)
Summary segmental statement of comprehensive income – for the year ended 31 December 2015						
Gross profit/(loss)	100.2	4.6	104.8	—	(144.6)	(39.8)
Profit/(loss) before tax	154.2	3.9	158.1	(30.4)	(4 648.0)	(4 520.3)
Summary segmental statement of financial position – as at 31 December 2015						
Non-current assets*	5 786.0	10 359.2	16 145.2	240.6	763.0	17 148.8
Current assets	1 553.9	101.1	1 655.0	342.0	613.5	2 610.5
Non-current liabilities	82.0	13.1	95.1	366.9	3 663.7	4 125.7
Current liabilities	3 148.4	108.1	3 256.5	259.5	(2 366.7)	1 149.3
Summary segmental cash flow statement – as at 31 December 2015						
Cash and cash equivalents at end of year	326.1	—	326.1	60.5	531.0	917.6

Summary segmental statement of comprehensive income – for the year ended 31 December 2014

Gross profit/(loss)	809.4	(7.7)	801.7	—	63.6	865.3
Profit/(loss) before tax	836.8	(2.4)	834.4	(21.8)	31.9	844.5

Summary segmental statement of financial position – as at 31 December 2014

Non-current assets*	6 031.0	9 131.7	15 162.7	145.7	4 661.5	19 969.9
Current assets	1 629.6	34.6	1 664.2	102.9	1 766.9	3 534.0
Non-current liabilities	77.8	10.4	88.2	—	4 486.7	4 574.9
Current liabilities	1 693.9	2.3	1 696.2	270.6	(1 234.0)	732.8

Summary segmental cash flow statement – as at 31 December 2014

Cash and cash equivalents at end of year	411.4	—	411.4	2.9	1 449.9	1 864.2
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* Segment non-current assets include mineral rights allocated to the relevant segment

Funding

RBPlat secured a R500 million revolving credit facility (RCF) and R458 million general banking facilities in January 2016. In 2014 we mentioned that we were considering a R3 billion to R4 billion term debt facility but this is no longer required in 2016 due to the scaling down of Styldrift I. Our view is that we have sufficient cash resources on hand to fund 2016 expenditure requirements for Styldrift I not covered by on-reef development revenue and BRPM excess cash flows and it is therefore unlikely that the R500 million RCF will be utilised in 2016. However, the RCF will be available in 2016 to provide us with flexibility should we require it.

When market conditions improve and a decision is made to ramp up Styldrift I, we will re-embark on a process with financial institutions to put the necessary term debt in place.

The RBPlat Group statement of wealth creation can be found in our online integrated report.



Outlook

We anticipate that PGM prices will remain at currently depressed levels at least for the next 12 months and have therefore planned for a sustained slowdown of our Styldrift I project during 2016. Our business plan for 2016 is based on an assumed average rand basket price of R17 500/Pt ounce (2015 real terms) compared to the R17 256/Pt ounce average revenue basket for 2015 and current spot revenue basket price at around R18 300/Pt ounce. Based upon this assumed revenue basket price for 2016, we have scheduled R1 billion of expenditure at Styldrift I during 2016 of which we estimate that between R0.6 and R0.7 billion will be funded from cash flow generated by our BRPM operations, together with on-reef development revenue at Styldrift I. After taking into account working capital requirements, and the above assumptions we expect the Group to end 2016 with a positive cash balance. Ramping up Styldrift I is likely to commence mid 2017, when we forecast that an improvement in PGM prices will result in a sustained improvement of the revenue basket

price above the R18 500/Pt ounce (2015 real terms) level.

In the current increasing interest rate environment it is essential that we ensure that our level of debt is appropriate and affordable for the business.

Given the current market volatility, we have incorporated the necessary flexibility into the business to scale down expenditure even further, or accelerate activities should that be required. Operational stability resulting from safety, labour and community stability will remain key in 2016 to ensure optimal generation and application of our valuable cash resources.

We will continue to critically evaluate the appropriateness of our South shaft UG2 exploitation and its contribution to the value of our business. Our focus will also be on achieving our strategic objective of creating and maintaining optimal flexibility and continuing to actively pursue value enhancing opportunities which, if appropriate, will be put to our shareholders for their consideration.



Surface transfer belt and run of mine silos at Styldrift I



Stopeing operations at our BRPM North shaft operation

MANUFACTURED CAPITAL



ACHIEVEMENTS

- > **Operational flexibility**
that minimised the impact of production-related disruptions
- > **Successful commissioning**
of Styl drift I Main shaft



IMPROVEMENTS

- > In-stope bolting introduced at BRPM North shaft
- > Consistent improvement in TIFR, LTIFR and SIFR over the past six years



CHALLENGES

- > Increase in unit operating cost per Pt and 4E ounce
- > Maintaining production volumes
- > Safety stoppages
- > Reduced 4E built-up head grade
- > Stage 3 load curtailments



DISAPPOINTMENTS

- > Five fatal accidents
- > Scaling down of Styldrift I and other capital expenditure to match the performance of PGMs

Manufactured capital

The operational stability, continuity and flexibility that we have achieved over the past six years can be attributed to the commitment and effort our operational leadership, employees and organised labour invested in achieving our strategic objectives.

Our most material Manufactured capital issues

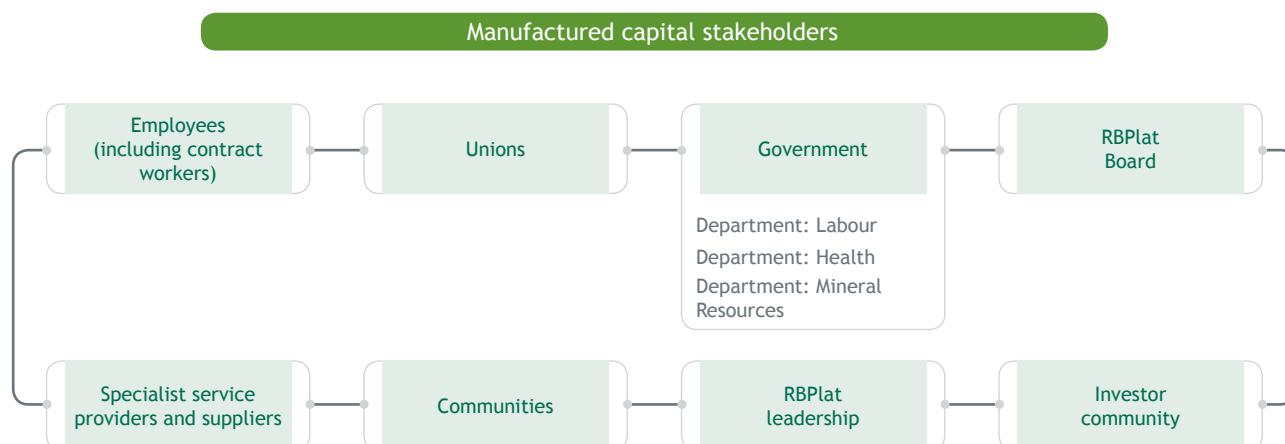
	Strategic pillars affected	Risk rankings		
		Residual 2015	Inherent 2015	Inherent 2014
Our ability to deliver projects on time and within budget	1 2 3 4	4	1	2
Life of mine strategy and mineable reserves available on a sustainable basis	1 2 3 4	8	7	5
Operating costs	1 2 3	3	5	4

The key relationships that can contribute to our stock of Manufactured capital

A number of these relationships are also identified and discussed under Financial, Human and Social capital.



See the Manufactured, Financial and Human capital sections of the online integrated report for details of these relationships.



Overview

Operationally, 2015 has been an extremely challenging year for RBPlat. Our ability to meet production targets, keep costs below mining inflation and deliver against our organic growth strategy were impacted by:

- > our poor safety performance
- > weak PGM market conditions, which resulted in a 13% deterioration in our basket price year-on-year
- > Eskom power supply constraints
- > standard industry inflationary pressures.

Regrettably, we suffered five fatal accidents during the year, despite achieving the lowest lost time injury and serious injury frequency rates (LTIFR and SIFR) in the history of the BRPM JV. Not only did these deaths inflict severe hardship on the families, friends and colleagues of the deceased, but they also impacted our production and costs. See page



reference for further information.

The operational flexibility we have developed made it possible for us to minimise the impact of production-related disruptions and respond effectively to current market conditions. These measures include maintaining our immediately stopable reserves at optimal levels, establishing the UG2 mining platform, ensuring our Phase III Merensky replacement project remained ahead of schedule and a modular approach to our processing requirements.

Operating results

In response to the prevailing market conditions our focus during the second half of the year was on managing our operations through a depressed market cycle. We needed to protect our balance sheet by reducing non-critical expenditure and improving cash flow in the short to medium term. This required several cost management initiatives and structural changes to the business at both an operational and project level.

These included:

- > scaling down mining and construction activities at Styldrift I
- > deferring the 250ktpm BRPM concentrator upgrade
- > deferring the 100ktpm concentrator module construction
- > deferring the construction of Phase III 14 and 15 levels planned for 2016 into 2017
- > deferring the Styldrift II feasibility study and exploration drilling
- > suspending UG2 development at South shaft into 2017, as current reserves are sufficient for mining requirements during 2016
- > reducing the number of UG2 trial mining stoping teams at South shaft and transferring them to higher grade Merensky Reef panels
- > reducing stay-in-business capital expenditure to between 4% and 5% of operating costs
- > aligning our employees with revised project and operational requirements
- > transferring experienced development resources from Phase III to Styldrift to assist with early development of key infrastructure.



BRPM 250ktpm concentrator upgrade project, for which completion has been deferred to the first quarter of 2016

Manufactured capital continued

Mining

Overall, delivered tonnes decreased by 1% or 15kt to 2 456kt from 2 471kt in 2014. Merensky delivered tonnes reduced by 2% to 1 872kt with UG2 delivered tonnes increasing by 4% to 585kt, compared to 2014.

The reduction in Merensky tonnes is directly attributable to the increase in safety-related stoppages.

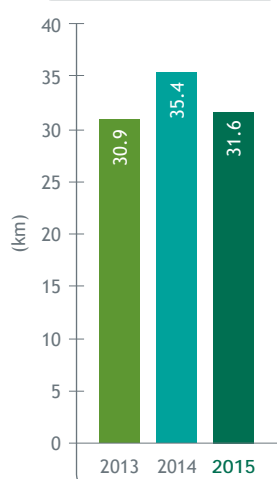
Total development reduced by 11% or 4.4km to 35.5km when compared to 2014. This reduction was due to the increase in safety stoppages and

the deferment of South shaft UG2 footwall development, as part of our cash preservation strategy during the second half of the year. Despite the reduction, development remains aligned with stopping depletion rates with our IMS panel ratio of 1.51 being in line with our target of 1.5.

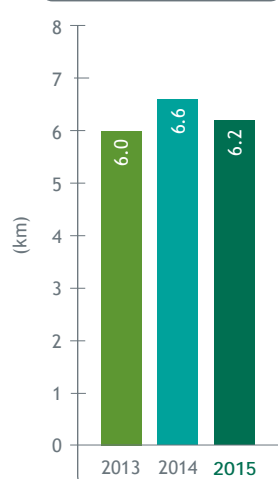
Mining production results

Description	Unit	Variance %	2015	2014	2013
Total development	km	(11)	35.5	39.9	36.5
Working cost development	km	(11)	31.6	35.4	30.9
Capital development	km	(11)	3.9	4.4	5.5
Development replacement ratio	m ² /m	(11)	31.9	28.7	32.4
IMS panel ratio	ratio	(11)	1.51	1.70	1.52
Total tonnes delivered	kt	(1)	2 456	2 471	2 310
Merensky	kt	(2)	1 872	1 908	1 895
UG2	kt	4	585	563	415
Built-up head grade (4E)	g/t	(4)	4.11	4.29	4.38
Merensky	g/t	(6)	4.20	4.45	4.51
UG2	g/t	1	3.79	3.74	3.76

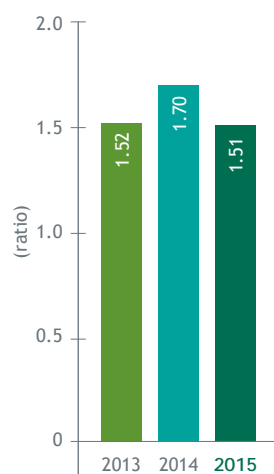
Working cost development



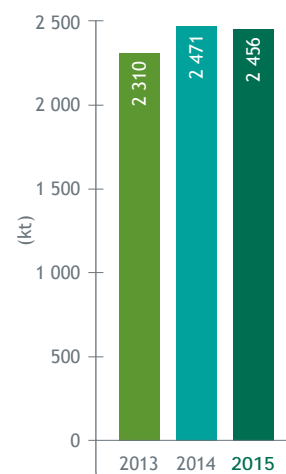
IMS ore reserve – face length



IMS panel ratio



Tonnes delivered



Operational disruptions

Stage 3 load curtailments resulted in several unscheduled stoppages negatively impacting on recoveries and milling volumes during the first half of the year. However, our power management strategy, which involves reducing our overall load by restricting crushing operations at the plant, proved effective in minimising the direct impacts of stage 1 and 2 load curtailments on production, enabling our underground operations to continue unaffected.

During 2015 we lost an estimated 275kt of milling production to safety stoppages compared to 79kt for the comparative period in 2014. The majority of these stoppages were directly related to the five fatalities in our operations and were necessary to address statutory requirements and correct specific operational deficiencies.

The stoppages affected mainly Merensky production sections with Merensky-related losses estimated at 227kt.

Grade

The 4E built-up head grade reduced by 4% from 4.29g/t in 2014 to 4.11g/t in 2015. The reduction in grade was due to the increased UG2 contribution, increased contribution of on-reef development tonnes from the Phase III project, on-reef development tonnes from Styl drift I and higher than planned North shaft on-reef stoping dilution with the introduction of in-stope bolting.

UG2

UG2 mining on the Central high facies at North shaft continues to make a positive contribution to the business, however, South shaft UG2 remains marginal at best. As such, and as part of our strategy to

improve cash flow in the short to medium term, we have suspended development and scaled down stoping activities on the UG2 ore body at South shaft and transferred a number of the crews to the Merensky Reef horizon.

At current production levels we have sufficient reserves to support stoping activities at South shaft during 2016. Development activities will recommence in 2017 should market conditions improve sufficiently.

Our strategy remains to preferentially mine and treat Merensky, with UG2 being used to supplement production volumes and not replace Merensky.



Locomotive at BRPM North shaft

Manufactured capital continued

Processing

Total milled volumes reduced by 1% to 2 461kt. Merensky tonnes milled reduced by 2% to 1 874kt, while UG2 tonnes milled increased by 4% to 587kt. This resulted in the percentage of UG2 tonnes milled increasing marginally to 24% from 23% in 2014. The reduction in total milled volume and the increase in UG2 contribution were directly related to mining volumes.

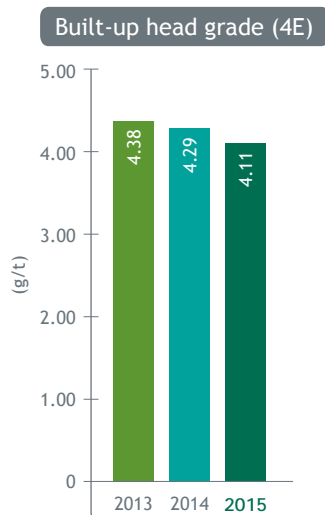
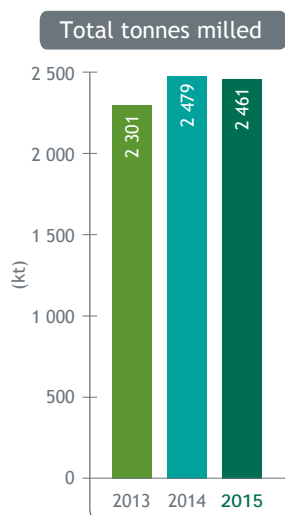
BRPM concentrator recoveries were in line with expectations given the reduction in head grade and toll concentrating was within contractual limits.

The 1% reduction in milled volumes and 4% reduction in built-up head grade yielded a 5% reduction in 4E and platinum ounce production, with 278koz (4E) and 180koz platinum metals being produced in concentrate.

Completion of the 250ktpm upgrade of the concentrator that was scheduled to take place during 2015 was deferred to the first quarter of 2016. The deferment formed part of our 2015 cash preservation strategy and is in line with the revised Styldrift I production schedule.

BRPM concentrator production

Description	Unit	Variance %	2015	2014	2013
Total tonnes milled	kt	(1)	2 461	2 479	2 301
Merensky	kt	(2)	1 874	1 914	1 887
UG2	kt	4	587	565	414
% UG2 milled	%	5	24	23	18
Total BRPM concentrator tonnes milled	kt	(3)	2 044	2 112	2 010
Merensky	kt	(2)	1 874	1 914	1 887
UG2	kt	(14)	170	198	123
% UG2 milled	%	(11)	8	9	6
Tonnes milled – UG2 toll	kt	14	417	367	291
Built-up head grade (4E)	g/t	(4)	4.11	4.29	4.38
Merensky	g/t	(6)	4.20	4.45	4.51
UG2	g/t	1	3.79	3.74	3.76
Recovery – 4E (total concentrating)	%	—	85.68	86.05	86.37
Recovery – 4E BRPM concentrator	%	—	86.58	86.77	87.05
4E metals in concentrate	koz	(5)	278	294	280
Pt metal in concentrate	koz	(5)	180	190	181



The 1% reduction in milled volumes and 4% reduction in built-up head grade yielded a 5% reduction in 4E and platinum ounce production

Labour

Total labour decreased by 18% (1 618 people) to 7 255 compared with 8 873 in 2014.

At year-end our working cost labour complement at BRPM had marginally decreased by 16 employees to 6 256 compared with 6 272 in 2014. The decrease in working cost labour is due to labour restructuring initiatives during the second half of the year.

Capital labour decreased by 1 602 to 999 as a result of the slowing down of construction activities at Styldrift I and the Phase III Merensky replacement project.

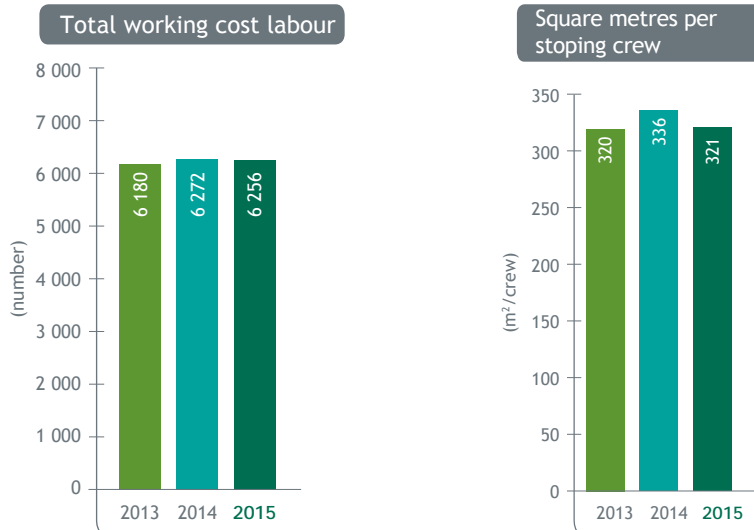
Stoping crews at BRPM achieved 321m²/crew, which reflects a decrease of 8% year-on-year.

Our labour efficiency on a tonne per working cost employee decreased by 1% from 33.1t/employee in 2014 to 32.8t/employee in 2015, in line with the reduced milled volumes.

Labour

Description	Unit	Variance %	2015	2014	2013
Total labour	number	18	7 255*	8 873	7 907
Working cost labour	number	—	6 256	6 272	6 180
Capital labour	number	62	999	2 601	1 727
Stoping efficiency – total	m ² /crew	(4)	321	336	320
Milled tonnes/TEC	t/TEC	(1)	32.8	33.1	31.6

* Excludes corporate office



At year-end our working cost labour complement at BRPM had marginally decreased by 16 employees to 6 256



Miners travelling in the Main shaft cage to their working areas at Styldrift I

Manufactured capital continued

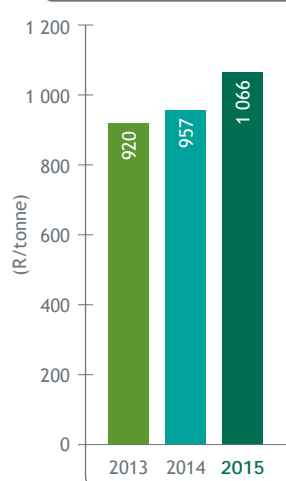
Cash operating costs

Cash operating costs increased by 8% to R2.548 billion and, combined with the 1% reduction in milled volumes, resulted in the unit cost per tonne milled increasing by 11% to R1 066. The 4% reduction in built-up head grade and marginally lower associated recovery resulted in the unit operating cost per 4E and platinum ounce increasing by 16% to R9 359 and R14 504, respectively.

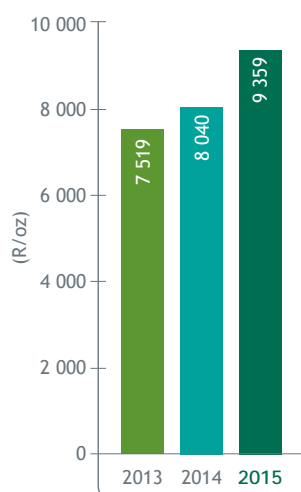
Cash operating costs

Description	Unit	Var %	2015	2014	2013
Cash operating cost	R (million)	(8)	2 548	2 361	2 093
Operating cash cost/t	R/t	(11)	1 066	957	920
Operating cash cost/4E oz	R/oz	(16)	9 359	8 040	7 519
Operating cash cost/Pt oz	R/oz	(16)	14 504	12 463	11 592

Operating cash cost/tonne milled



Operating cash cost/4Eoz



Operating cash cost per tonne milled reduced by 1.8% per annum in real terms relative to mining inflation over the past three years



A rock drill operator working in a stoping area at our BRPM North shaft

Capital expenditure

Stay-in-business (SIB) capital expenditure decreased by 28% in 2015 compared to 2014 and equated to 4.4% of operating expenditure. The decrease in SIB, which was as a consequence of our current cash preservation strategy, will not have a negative impact on operational sustainability in the short to medium term.

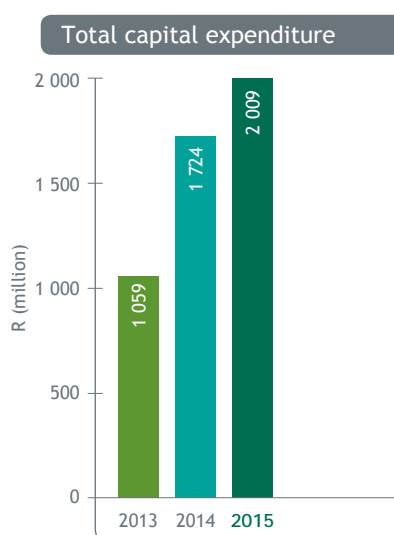
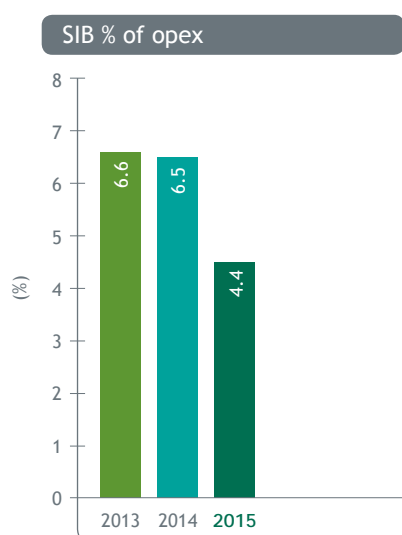
SIB expenditure is expected to remain between 4% and 5% in 2016.

Replacement and expansion capital expenditure is in line with project construction progress for the year.

Total capital expenditure for 2015 increased by R285 million or 17% and is attributable to Styldrift I construction-related expenditure prior to the scaling down of construction activities during the second half of the year.

Capital expenditure

Description	Unit	Var %	2015	2014	2013
Stay-in-business (SIB) capital	R (million)	28	112	154	138
SIB % of operating cost	%	33	4.4	6.5	6.6
Replacement capital	R (million)	(1)	205	204	184
Phase II	R (million)	100	—	—	9
Phase III	R (million)	1	203	204	175
BRPM optimisation	R (million)	100	3	—	—
Expansion capital	R (million)	(24)	1 692	1 365	737
Styldrift I	R (million)	(27)	1 659	1 307	691
Styldrift exploration drilling	R (million)	53	15	31	27
Styldrift II	R (million)	32	18	27	19
Total capital expenditure	R (million)	(17)	2 009	1 724	1 059



The 28% reduction in our SIB capital expenditure will not have a negative impact on operational sustainability in the short to medium term



Our BRPM North shaft chairlift

Manufactured capital continued

Projects

North shaft Phase III replacement project

This project involves the extension of the North shaft Merensky decline system and associated infrastructure from 10 level down to the mining boundary at 15 level. The project was 88% complete against a plan of 81%, with development 1 158m or 10 months ahead of schedule at year-end. This has allowed us to divert some of our most experienced development resources to the Styldrift I development programme and defer the construction of the last two levels (14 and 15 levels) into 2017, reducing capital expenditure in

2016. The deferment will have no impact on the handover dates for those levels or the mine extraction plan as project completion remains set for 2017 as per the project schedule.

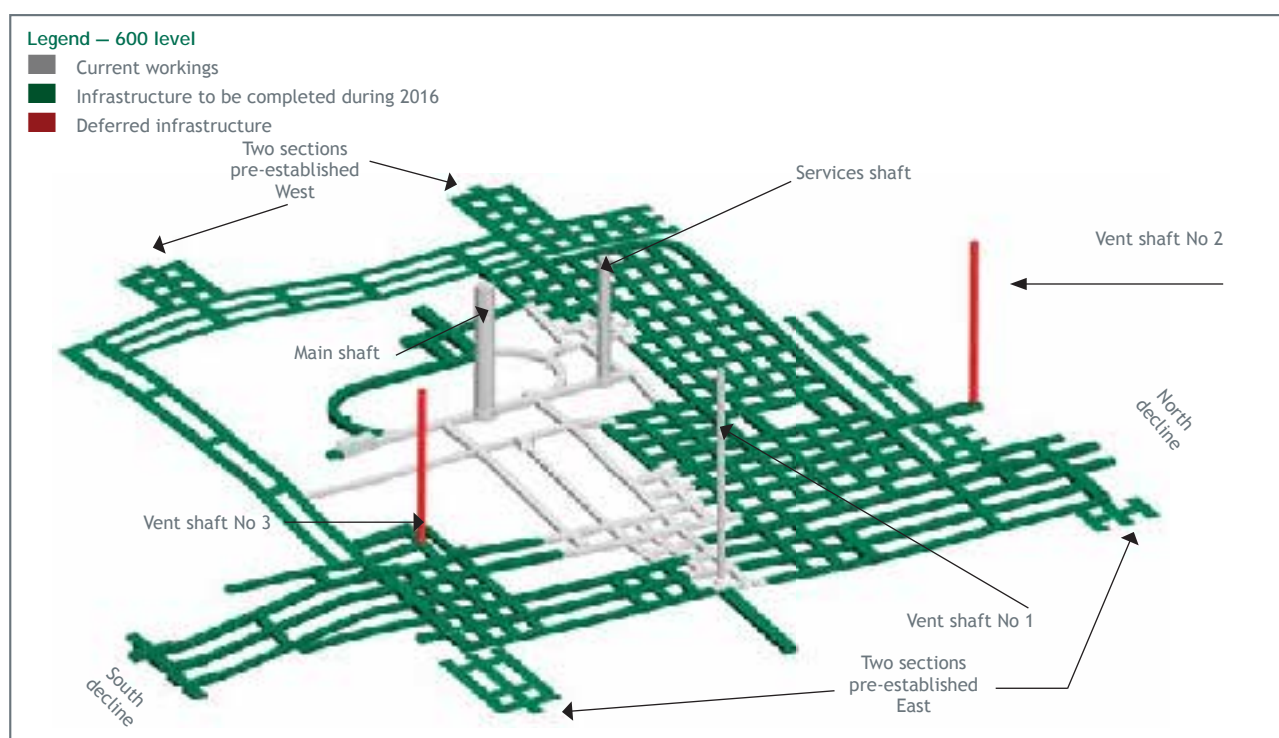
The project remains below budget, with expenditure for 2015 amounting to R203 million and R992 million for the project to date.

Styldrift I project

On 4 August 2015 the RBPlat Board made a strategic decision to reduce construction activities and related capital expenditure on the Styldrift I project given the material reduction in PGM prices experienced during the

first half of the year and the view that the PGM market is likely to remain depressed in the medium term. The announcement resulted in:

- > the suspension of all contracts, notably the Aveng mining contract, the overland conveyor belt construction contract and contracts associated with the 250ktpm BRPM concentrator upgrade “dry-work”
- > deferment of all major supply contracts related to mining equipment, fleet and infrastructure.



Development focus

- Maximise available face length
- Access around shaft infrastructure
- Pre-develop footprint

Improve grade

- All development on-reef
- Reduced height and dilution
 - 4 800m³ of waste dilution removed by optimising the design
 - Double cut large excavations: reef cut and waste cut

Furthermore, in order to better align the timing of the ramp-up of Styl drift I to the prevailing market conditions, the start of ramp-up has currently been delayed by 12 months, resulting in steady state of production of 230ktpm being achieved in the first quarter of 2020.

The revised mining and construction plan is based on a self-funding strategy with the majority of the work being funded from surplus BRPM cash flows and revenues generated from on-reef development at Styl drift I. The plan focuses on developing key infrastructure and establishing sufficient stopping face length to enable us to:

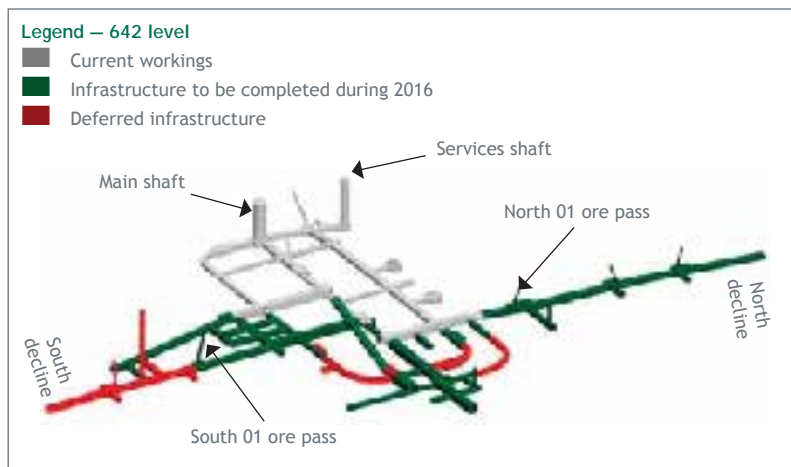
- > sustainably deliver 50 000 tonnes per month
- > position Styl drift I favourably to initiate an aggressive ramp-up when market conditions permit.

This revised project scope requires a total of 7.8km of development to be completed by the end of 2016, with 1km planned for completion and completed in 2015 and 6.8km in 2016. The completion of this development scope will result in:

- > four pre-established stopping sections equating to approximately 800m of face length
- > four equipped workshops and 32 pre-developed workshops
- > 900m of footwall development including associated ore passes on 642 level
- > reaming and lining of Silo 4 and slipping of Settler 1 to establish required ore handling and pumping infrastructure on 708 level and commence with ramp-up from the first quarter of 2017, market conditions permitting.

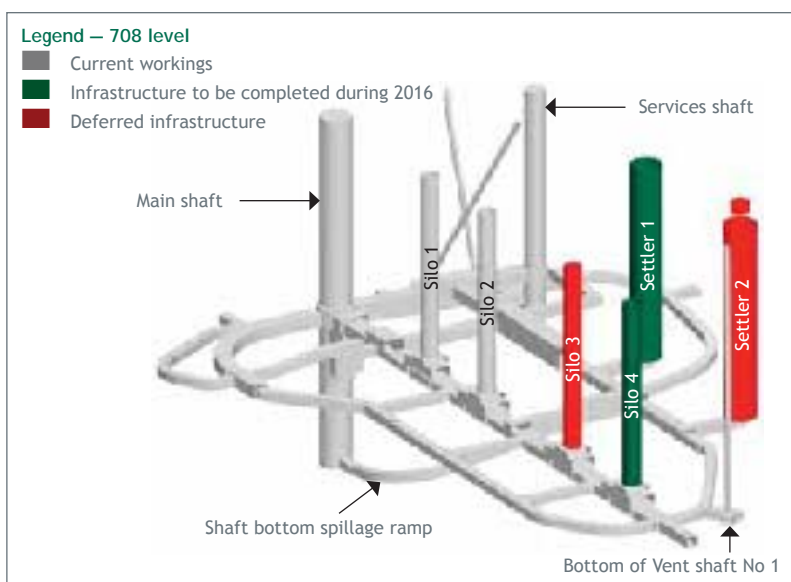
By year-end we had achieved our targeted 1km of on-reef development, delivered 65kt of on-reef development ore to the concentrator, completed the support and lining of Silo 2 and commissioned Ventilation shaft 1. Project expenditure for the year amounted to R1.67 billion, bringing the cumulative project expenditure to R5.49 billion.

The mining layouts below reflect the scope of work to be completed by the end of 2016 for 600, 642 and 708 levels, including work (as per original project schedule) that will be deferred into 2017.



Development focus

- Ore handling infrastructure
- Access/advance decline north and south
- North 1 and South 1 ore passes
- Two development crews introduced from first quarter of 2016



Development focus

- Ore handling infrastructure
- Water handling infrastructure

Manufactured capital continued



A supervisor discussing RBPlat's safety declaration with his crew at BRPM's North Shaft. Each crew signs a safety declaration before starting work

Styl drift II

We have completed the pre-feasibility study for Styl drift II, which lies within the BRPM JV resource boundary and to the east of the current Styl drift I project. Styl drift II makes up approximately 36% (129Mt) of the total BRPM JV resource. The results of the pre-feasibility study indicate a positive business case, however, in view of the current macro-economic climate no further work will be undertaken on this project for the foreseeable future.

Outlook

The health and safety of our employees is paramount in achieving our goal of operational excellence. Our major focus in 2016 will be centred on achieving our goal of zero harm by leveraging the improvements in both our lost time and serious injury frequency rates achieved to date. Key to achieving this will be progressing the business from a compliance-based culture to a resilient culture. Additional initiatives aimed at strengthening the four pillars of our safety strategy, namely leadership, design, systems

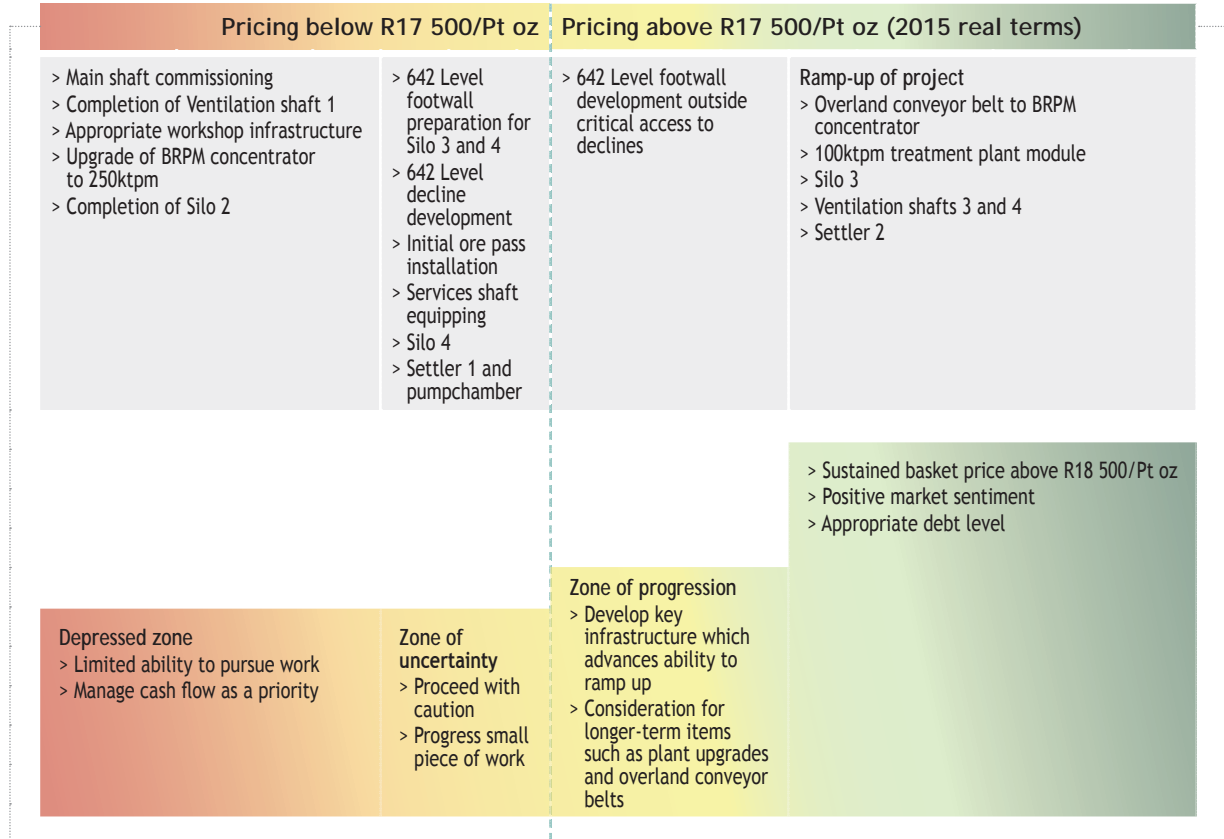
and behaviour, will be introduced in 2016, and will include:

- > a leadership development programme
- > a dedicated behavioural-based safety programme
- > establishing a best practice and mentoring team
- > revision of incentive systems
- > knowledge development – dedicated on-site technical training courses
- > emotional fitness training programme
- > revision of our planned task observation (PTO) system
- > a new safety risk management software system roll-out.

Given the current global economic environment and prevailing market conditions, our key operational challenges for 2016 will be to ensure operational stability, volume delivery, grade optimisation and cost containment in order to maximise cash flow. Astute cost control and maintaining stable labour and stakeholder relations will therefore also be critical success factors for 2016.

Styl drift I remains a key component of our organic growth strategy. The mining and underground infrastructure, which is to be developed during 2016, is reliant on the ability of BRPM and Styl drift I on-reef development to generate surplus income at a basket price of R17 500 (2015 real terms) per platinum ounce. The strategy during 2016 is to continue to develop the capital infrastructure as envisioned in the current schedule subject to continuous monitoring of the basket price. Prudent expenditure is required in the medium term to ensure the project continues to progress without impacting the overall health of our business. Should lower basket prices be experienced during 2016 we can moderate the impact by reducing the amount of infrastructure we complete in 2016. This will, of course, delay the ramp-up further into the future (see the diagram on the next page for detail).

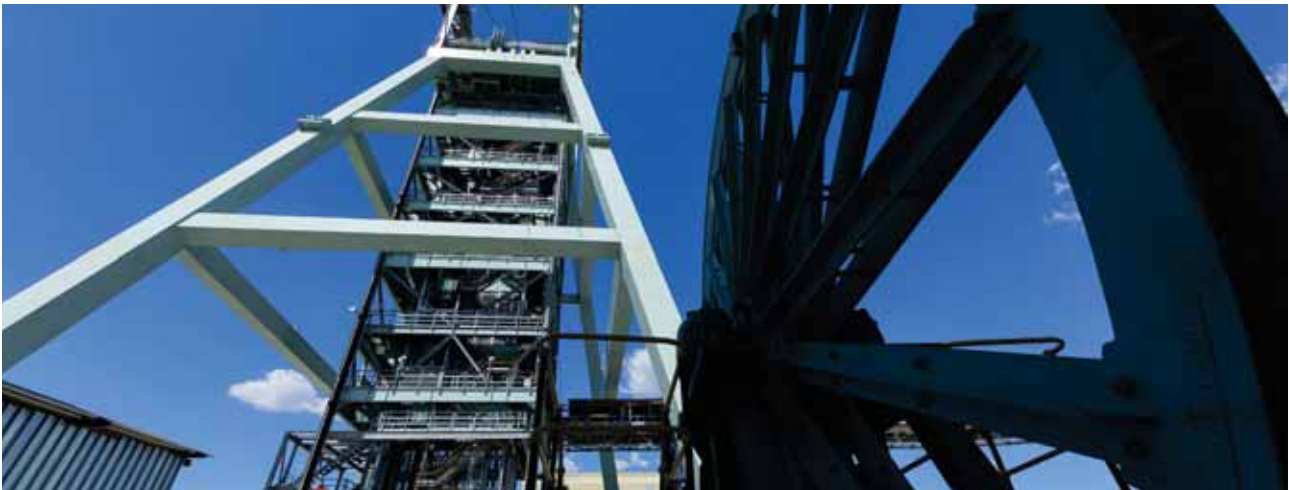
The possible impact of the basket price on work planned at Styldrift in 2016



Joint Venture production for 2016, subject to any unforeseen operational disruption, is forecast to increase (in line with the revised Styldrift construction schedule) to between 2.75Mt and 2.9Mt at a 4E built-up head grade of 3.95g/t to 4.05g/t. The reduction in built-up head grade is directly attributable to the high percentage of on-reef development at Styldrift I (related to workshop infrastructure in 2016), which Styldrift I will contribute to our overall production.

Total JV capital expenditure for 2016, including escalation and contingencies, is forecast at around R1.3 billion, the key driver being the Styldrift capital construction programme. SIB capital expenditure is forecast at between 4% and 5% of operating expenditure.

We believe that the decisions we made in 2015 were prudent and that the ensuing actions we are taking will allow us to make steady progress towards achieving our strategy during 2016.



Main shaft headgear at our Styldrift I project



Our employee home ownership scheme

HUMAN CAPITAL

*In support of United Nations Global
Compact Principles 1, 2, 3, 4, 5 and 6*



For more information see our
online integrated report.



ACHIEVEMENTS

- > **No industrial action** for three years
- > **96%** of our workforce are HDSAs
- > **66.7%** of our senior managers are HDSAs



IMPROVEMENTS

- > Women in mining make up **15.1%** of our enrolled employees (a 2.8% increase year-on-year)
- > **54.1%** improvement in SIFR year-on-year
- > **22.8%** improvement in LTIFR year-on-year



CHALLENGES

- > **Achieving zero harm**
- > Our safety **maturity** level



DISAPPOINTMENTS

- > **Five** fatal accidents

Human capital

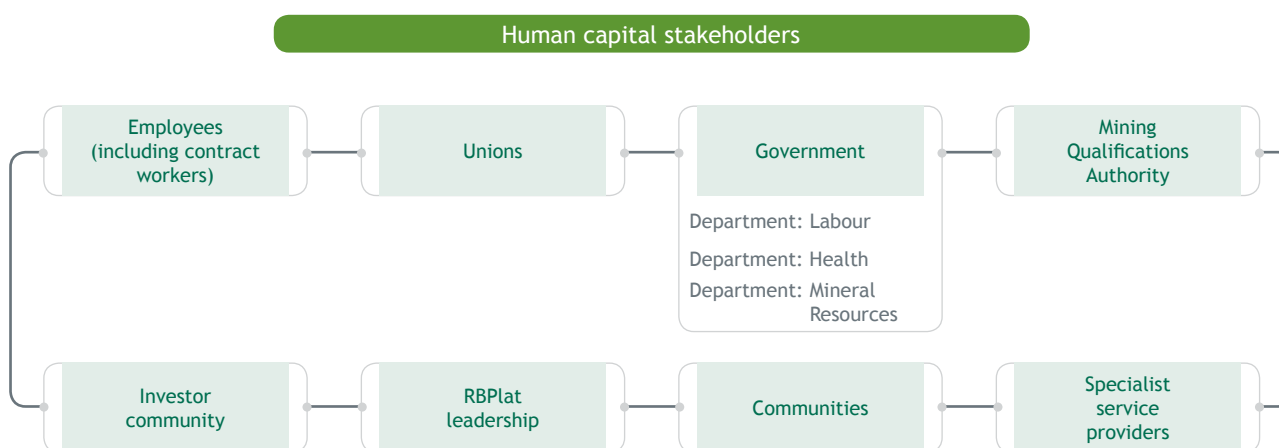
The individual skills, competencies and experience of our people, their safety knowledge, health and wellbeing and motivation make up the stock of Human capital that allows us to deliver against our strategic objectives.

Our most material Human capital issues

	Strategic pillars affected	Risk rankings		
		Residual 2015	Inherent 2015	Inherent 2014
Safety performance	1 2 3 4	2	3	3
Health and wellness of our employees	1 2 3 4	16	14	14
Remuneration and reward structures acceptable to our employees and our investors	1 3	7	4	1
Employee home ownership	1 3	5	4	1

Our key Human capital stakeholders

The key relationships that can contribute to our stock of Human capital include:



Please refer to Human capital in our online integrated report for details of these relationships.

Safety, health and wellness

Safety

Our approach to managing safety in our operations

Mining and its related activities expose our employees to hazards. Keeping them safe is therefore a key material issue for RBPlat.

We measure the effectiveness of our management approach to safety against the safety results we have achieved.

We have aligned our health and safety management structures and

staffed them to support our strategic objective of achieving zero harm through organisational resilience.

Our governance structure clearly indicates that ultimate responsibility for safety rests with our Board and its subcommittees and each individual enrolled employee and contractor working at our operations.

Operational accountability lies with the Executive Head: Operations and the Head of Operations for the BRPM Joint Venture.

The development and implementation of the codes of practice, standards and procedures that ensure operational safety are the direct responsibility of our senior management.

RBPlat's safety strategy is centred around the principle of achieving zero harm by developing a resilient safety culture. On our journey to resilience we have focused on reducing accidents, minimising exposure to high risk areas and unsafe behaviour, to promote a safe operating culture.

Key to this approach is addressing the four barriers to injury:

- > **Leadership**
Providing visible felt leadership
- > **Behaviour**
Demonstrating corrective behaviour with the aim of preventing unwanted events and eliminating fatalities
- > **Systems**
Reliable, accurate workable systems
- > **Design**
Appropriate operational designs

To date we have been successful in reducing accidents and minimising exposure to high risk areas. Our efforts have been supported by our comprehensive well-established safety systems, processes, procedures, training and audit programmes (systems and design). Our total injury frequency rate (TIFR), LTIFR and SIFR improved 9.4%, 22.8% and 54.1%, respectively, year-on-year. We also achieved improvements of 35%, 59% and 75% for these respective frequency rates since taking over operational control in 2010.

Despite our success in reducing these key safety measurements, leadership and behavioural maturity remain a continued source of risk to our business in terms of preventing serious and fatal accidents.

During 2015 we tragically lost five employees to fatal accidents at our operations:

Mr Amelio Paquete, who was a winch operator employed by JIC, a contractor operating at BRPM, was fatally injured when he was trapped during a fall of ground incident in a stope panel, at BRPM's North shaft on 8 January 2015.

Mr Alberto Jose Muchanga, an Aveng contract employee, employed as an equipping assistant at Styldrift I, was fatally injured in a shaft-related incident on 21 April 2015.

Mr Kayaletu Sidumo, a winch operator employed by contractor RMS, was fatally injured when he was struck by a scraper rope during scraping operations at BRPM's South shaft on 3 July 2015.

Mr Almeida Manual Bendzane, team leader employed by JIC, a contractor operating at BRPM, was fatally injured during a fall of ground at BRPM's North shaft on 4 December 2015.

Mr Tieli Francis Seoelela, a rockdrill operator employed by SAN, a contractor operating at Styldrift I, was fatally injured when he was struck by a rock during barring activities at Styldrift I on 8 December 2015.

Our condolences go to their families, friends and colleagues.

Risk management

Safety risk assessments are conducted as required by the Mine Health and Safety Act (MHSA) and form part of our enterprise risk management. We use this process to:

- > reduce risks
- > conduct ongoing research into what causes unsafe behaviour
- > provide safety coaching, training and development for both supervisors and their teams.

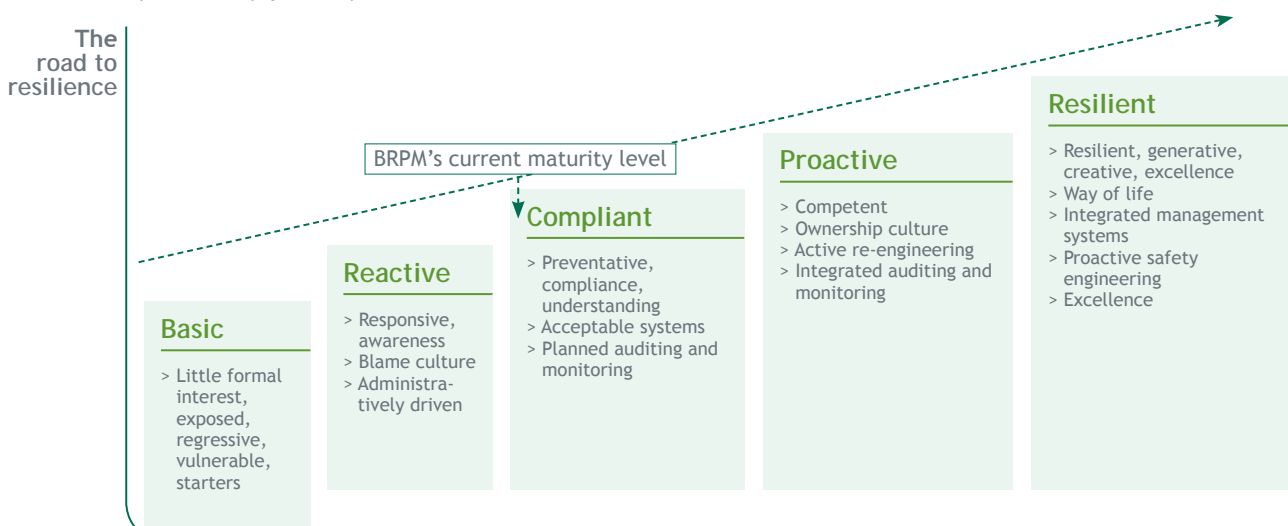
Safety transformation – creating a resilient safety culture

Current status

We currently have two operations at different stages of safety maturity: BRPM, which is a mature well-established operation, and Styldrift I, our growth project, which is currently under construction.

The external safety maturity survey conducted at BRPM in 2015 indicated that our maturity level remains unchanged at *Compliant*.

BRPM safety maturity journey



Human capital continued

We have been successful in reducing accidents and minimising exposure to high risk areas

Due to structural management, operational and project execution methodology changes, brought about by the prevailing market conditions, we need to reinitiate tracking of the Styldrift I maturity level from 2016.

Our objective is to progress both operations to our target maturity level of *Resilient* and achieve our goal of zero harm. Key best practice initiatives, which have been implemented to date as part of progressing along the maturity ladder include:

- > adoption of the Mine Occupational Safety and Health (MOSH) best practice on entry examination and making safe. All teams are trained in best practice
- > fall of ground hazard identification and treatment system (FOGHITS) on geological features with all mining teams
- > mechanisation of conventional development at BRPM — trackbound drill rigs
- > introducing in-stope bolting at BRPM North shaft during 2015
- > doubling the complement of rock engineers and strata control officers at BRPM
- > introducing a dedicated internal audit team in 2015 (mine overseer, rock engineer, two shift supervisors and engineering foreman)
- > every person entering our sites is tested for alcohol
- > biometric access control — Styldrift I
- > fully mechanised mining methods — Styldrift I
- > introducing of Traka key control for TMM (trackless mining machines) at Styldrift I — key access linked to time and attendance system
- > proximity detection and collision warning system activated on all TMM equipment at Styldrift I.

The way forward

The five fatal accidents that occurred in our operations are of great concern to us, as we want everyone who works at RBPlat to return home unharmed every day — zero harm.

In addition to the external safety maturity survey conducted at BRPM, investigations were done by independent safety specialists into why, when we are achieving a steady improvement in our key safety statistics, our fatality rate is increasing. The following key issues were identified:

- > caring and recognition — leadership and behavioural maturity
- > project and process design management
- > contractor management.

As such, and in order to regain traction on our road to a resilience programme, we have adopted the 4th Wave Behavioural Safety Philosophy and revised our safety management strategy to enable

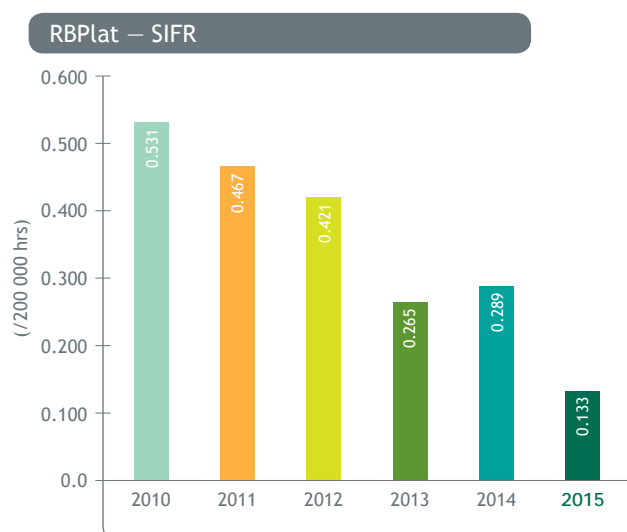
us to address these areas more effectively.

During 2016 we will be focusing on further strengthening the barriers to injury by:

- > establishing a best practice and mentoring team
- > revising safety incentives
- > leadership training (including supervisory training)
- > knowledge development — dedicated onsite technical training courses
- > introducing emotional fitness training programmes
- > safety officers to complete Chamber of Mines Strata Control certificates
- > revision of our planned task observation (PTO) system
- > silo risk management system roll-out
- > reviewing and aligning volume contractor management and safety strategies with RBPlat requirements.

54.1% improvement in serious injury frequency rate (SIFR) year-on-year

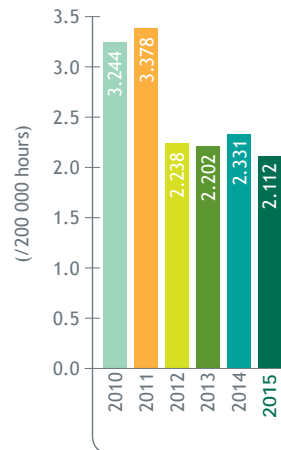
The graphs that follow indicate how our TIFR, LTIFR and our SIFR have steadily reduced since we took over management of BRPM in 2010. Sadly, we have not been able to achieve the same with our FIFR.



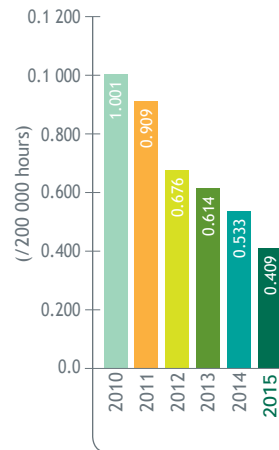
Our volume contractors' alignment with RBPlat's safety requirements is under review



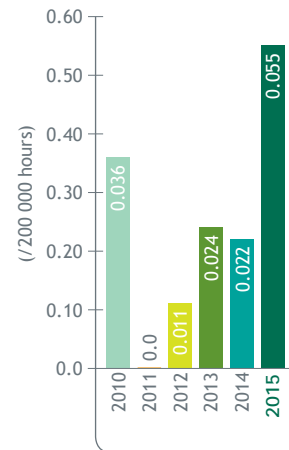
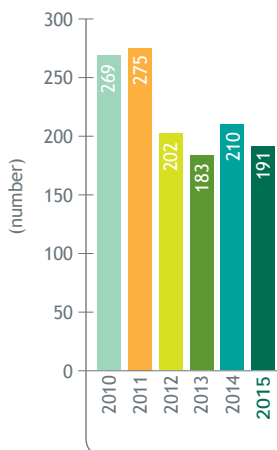
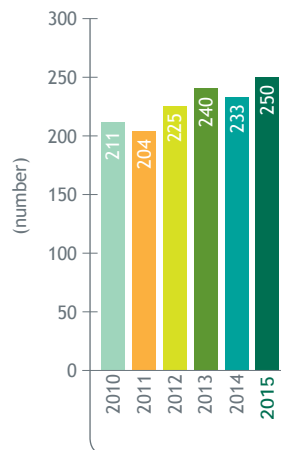
RBPlat – TIFR



RBPlat – LTIFR



RBPlat – FIFR

RBPlat
— total injuriesRBPlat
— injury free days

At the same time the effectiveness of our supervisory level training is also being assessed by an independent third party. Coaching and mentoring in technical and leadership skills are being provided to our mine overseers and shift supervisors, which is intended to improve their knowledge and ensure their emotional fitness for their roles.

The improvement of skills achieved at supervisory levels will be assessed and training will be carried out with the assistance of a third party.

Coaching and mentoring in technical and leadership skills form part of the process that will improve knowledge and ensure emotional fitness.



Entrance to BRPM North shaft portal area

All items marked with  have been assured

Human capital continued

Health and wellness

Occupational health

At RBPlat we apply simple, consistent and non-negotiable health and safety standards across our organisation to prevent occupation-related illnesses. We comply with the requirements of the Mine Health and Safety Act in terms of medical surveillance reporting, as well as injuries and occupational diseases. Occupational health and hygiene policies, standards, monitoring and auditing are the responsibility of our occupational hygienist. Line management is responsible for implementing occupational health and hygiene standards in the workplace.

We depend on our health and wellness services providers, Platmed, for occupation-related medical surveillance and emergency care and Platinum Health for wellness and non-work-related medical conditions for our employees and contract workers. As of 2015 all our volume contractors are members of Platinum Health Medical Aid. The Department: Health is responsible for the public healthcare delivery system upon which the communities in which we operate depend for their healthcare. We assist the department in this regard, when requested.

The main occupational health issues affecting our workforce

We have identified the main health issues affecting our workforce and we continually address these. This includes monitoring and measuring airborne pollutants, noise and testing

water quality, both of the drinking water we purchase from Magalies Water and the service water in our operations. We regularly test the noise levels emitted by vehicles and equipment and ensure low sulphur fuel is used in underground vehicles.

RBPlat consistently monitors if there are any activities taking place in our operations that could affect the health of neighbouring communities. This includes measuring dust levels and noise in these communities.

Noise-induced hearing loss (NIHL) is the most prevalent occupational health issue in our operations. The World Health Organisation (WHO) has identified NIHL as the most common permanent and preventable occupational illness in the world. It is one of the four non-fatal conditions listed among the leading causes of the global burden of diseases. One of the challenges in identifying hearing loss and the causes of hearing loss is the lengthy latency period. The burden of HIV/Aids, how the disease manifests and the impact of the treatment of the disease, can also cause hearing loss.

The South African mining industry has committed itself to no shift in hearing loss caused by exposure to noise at work exceeding 10% from the person's baseline assessment.

As from 2014 RBPlat limited noise levels from equipment in our operations to less than 110dBa (A-weighted scale). The monitoring we carry out during the year as part of our hearing conservation programme indicated that we have been able to achieve this target.

We have a hearing protection programme in place to ensure our employees are protected from the noise they are exposed to above 85dBa in their working environment.

Our induction training emphasises to our employees the importance of wearing the suitable hearing protection devices we provide.

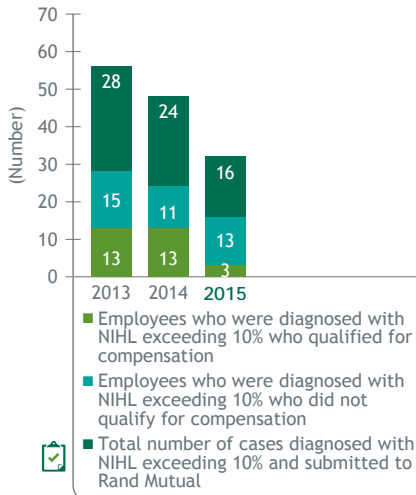
We monitor the effectiveness of noise reducing devices attached to equipment emitting high noise levels in our operations and employees are screened for hearing loss during annual medicals. Any employee or contractor diagnosed by the occupational health medical practitioner as having a possible shift in NIHL greater than 10% during the routine audiogram screening is referred for diagnostic hearing testing. Employees regularly exposed to a noise level equal to or greater than 105dBa have bi-annual post-shift audiometric screenings to check for any increase in hearing loss. We address a 5% change in hearing loss from the baseline established for each employee, by taking steps to prevent any further increase in hearing loss, which includes regular monitoring and replacement of hearing protection devices at regular intervals.

Noise-induced hearing loss (NIHL) is the most prevalent occupational health issue in our operations

✓ Employees diagnosed with NIHL exceeding 10%

- > 16 NIHL cases were submitted to Rand Mutual for compensation by RBPlat during 2015
- > 50% decrease in the number of cases diagnosed with NIHL exceeding 10%, year-on-year

Employees with NIHL



If an employee's NIHL is found to be due to exposure to noise at work they qualify for compensation. If their hearing loss is due to a medical condition, medication or age, they do not qualify for compensation for NIHL

Our commitment to the wellness of our employees and communities

Having a workforce that is healthy and fit to work at its full potential is an advantage to our business. Not only are its members productive when they are at work, they are less likely to be absent due to sickness. If employees suffer from poor health it can also affect their families and the communities in which they live.

In addition to providing our employees and contractors with occupational healthcare, medical surveillance, treatment of injuries on duty, trauma management and rehabilitation, Platinum Health also provides our workplace wellness programme, which encompasses disease prevention, diagnosis, treatment, management, rehabilitation and TB and HIV/Aids management.

A first line of defence

The members of our workforce who volunteer to become peer group educators are the first line of defence in our communication around wellness with our workforce and their efforts support Platinum Health's wellness programme. A health risk assessment conducted following the introduction of peer group educators indicated that they were succeeding in keeping our

workforce well informed regarding lifestyle diseases and HIV/Aids.

Community outreach programme

During the year our wellness team conducted health risk assessments in the community. Those members of the community who chose to be assessed had their blood pressure, blood glucose, body mass index (height and weight) and cholesterol checked. Community members were given advice on how to manage any health issues the risk assessment revealed.

RBPlat has invested in an electronic mapping exercise in its communities, which will help us understand the TB burden in these communities.

Our wellness programme

Our wellness team introduced additional wellness campaigns to the workplace in 2015. Before winter all employees and contractors were offered the opportunity to be vaccinated against influenza. In June 2015 the programme focused on men's health and invited external subject matter experts to address those attending. This campaign was well received and the team was asked to repeat the programme. In August 2015 they held a women's health event, also with external speakers who included an expert on breast cancer.

HIV treatment global trends

International research indicates a disappointing trend; tabulated below is the global trend versus our own workforce. The table below shows how many people agreed to be counselled, how many agreed to be tested for HIV and of those who agreed to be tested how many tested positive and started on ART and stayed on ART:

	Global trend	RBPlat
Agreed to counselling	80%	92%
Agreed to be tested for HIV	60%	92%
Tested HIV+	40%	24.2%
Started ART	26%	49%
Stayed on ART	10%	91%

Source: World Health Organisation report on HIV 2014

Tuberculosis (TB)

TB, which remains one of the highest killer diseases in South Africa, is a concern both among our workforce and in our communities. The wellness team's HIV/Aids campaign also included education and awareness around TB in our workforce and communities.

To address the increase in the TB incidence rate, we embarked on a TB screening programme in the MACHARORA communities in partnership with the Department: Health to address the spread of TB.

Human capital continued

HIV and TB statistics for 2015

- ☑ > 10 488 HIV tests performed in 2015 (2014: 11 518) and 11 461 people were counselled in 2015 (2014: 12 927)
- > HIV incidence rate of 3.1% (2014: 4.6%)
- ☑ > 572 employees and contractors on ART (2014: 452)
- ☑ > 19 ART default cases (2014: 42)
- > 2 258 employees known to be HIV positive (2014: 2 279)
- > 47 165 TB screenings conducted in 2015 (2014: 38 845)
- ☑ > The number of employees and contractors who tested positive for TB in 2015 was 77 (2014: 67)
- ☑ > The TB incidence rate in RBPlat in 2015 increased to 937/100 000 (2014: 805/100 000)
- > 73 employees and contractors completed the TB treatment programme in 2015 at the BRPM clinic (2014: 54)



Our newly constructed medical station at our Styldrift I project

All items marked with ☑ have been assured

Human resources

Our approach to human resources management

Our approach to human resources management is based on:

- > best practice
- > upholding the United Nations' Universal Declaration of Human Rights and the International Labour Organisation's Declaration on Fundamental Principles and Rights at Work, which form part of our commitments as a signatory to the UNGC. The development of our human resources strategy and its alignment with our corporate strategy and our employment policies and procedures are the responsibility of the Executive: Human Resources, who reports to our Chief Executive Officer.

Human resources strategy, policies and procedures

The human resources teams at our operations are responsible for implementing our human resources strategy and policies, which include:

- > talent management
- > succession planning
- > employment equity within RBPlat (an Employment Equity Forum was formed in 2014)
- > recruiting our employees from the local community whenever possible
- > strategic workforce planning
- > employee training and development

Our employment policies ensure that we provide a workplace based on:

- > mutual respect
- > fairness
- > integrity
- > non-discrimination
- > equal opportunity at all levels
- > open and two-way engagement with our employees and their representatives

It is also our policy to consult extensively with all parties including management, employees and the trade unions.

Our human resources

We need an optimal workforce to achieve our production targets. This requires ensuring that we have the right number of people with the right skills in the right places, which is the responsibility of our strategic workforce planning team.

Workforce changes

- > Our total workforce decreased by 18.1% year-on-year
- > Enrolled employees (Corporate office included in this number) increased by 6.52% year-on-year
- > Contractors decreased by 31.58% year-on-year

The decrease in our employee and contractor numbers is mainly due to the scaling down of activities at Styldrift I, which resulted in a reduction of 1 823 contractors.



Artisan training session in progress at our BRPM concentrator plant

Human capital continued

Our total workforce as at 31 December 2015

	2015	2014	2013	% change
BRPM mine	6 177	6 252	6 261	(1.2)
Contractors**	3 497	3 586	3 688	(2.5)
Enrolled employees	2 680	2 666	2 573	0.5
BRPM concentrator	336	260	256	29.2
Contractors	120	74	80	62.2
Enrolled employees	216	186	176	16.1
Styl drift I project	562	2 182	1 251	(74.2)
Contractors	314	2 098	1 221	(85.0)
Enrolled employees	248	84	30	195.2
Shared services	180	179	139	0.6
Contractors	19	15	8	26.7
Enrolled employees	161	164	131	(1.8)
Corporate office	26	27	22	(3.7)
Total number of employees*	7 281	8 900	7 929	(18.1)

* These numbers exclude trainees who were part of our social and labour plan commitment

** Includes fixed-term contractors, labour hire and volume contractors

✓ Enrolled employee turnover

	2015	2014	2013
Skilled employee turnover			
Voluntary turnover	84	107	78
Resignations	64	95	64
Voluntary severance packages	0	0	1
Retirements	20	12	13
Section 189 retrenchments	136	0	2
Total number of employees who departed	220	107	80
Total number of employees who departed as a percentage of total number of employees at year-end*	5.9%	3.3%	2.5%

* Includes fixed-term contractors and labour hire employees, excludes volume contractors

✓ Absenteeism (enrolled employees)

There was a 0.21% increase in absenteeism in 2015.

Turnover	2015 %	2014 %	2013 %
Absent without permission (AWOP)	1.12	1.60	1.58
Sick	5.07	4.38	5.26
Total	6.19	5.98	6.84

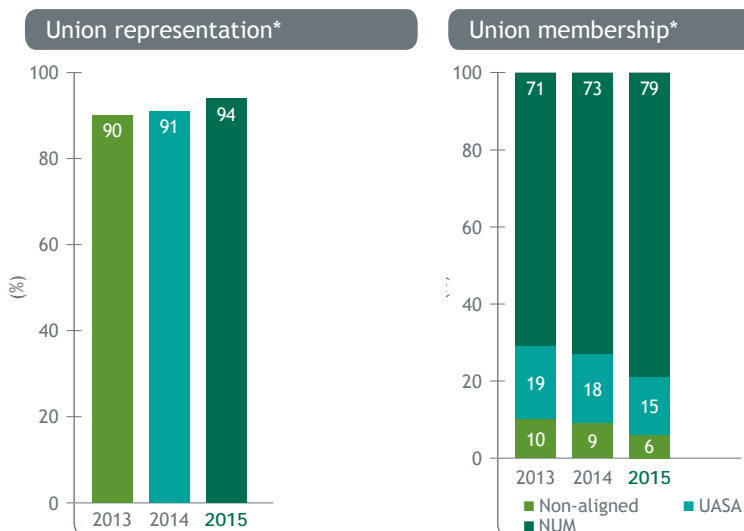
In 2015 HDSAs made up:

- > 96.0% of our workforce
- > 66.67% of our senior management
- > 58.60% of our middle management
- > 83.73% of our junior management
- > Women made up 15.1% of our enrolled employees, which is a 2.8% increase year-on-year
- > Women make up 9.73% of our total workforce (enrolled employees and contractor employees), which is a 0.91% increase year-on-year

The progress we have made with providing equal opportunities

Level of skill	2015 number of HDSAs	Actual % for 2015	2014 number of HDSAs	Actual % for 2014	Charter target (%) set for 2014	% by which we exceeded the target in 2015
Board level	6	54.55	6	54.55	40	14.55
Senior management	6	66.67	5	62.50	40	26.67
Middle management	92	58.60	107	68.59	40	18.60
Junior management	844	83.73	841	88.99	40	43.73
Core skills	5 399	99.50	5 291	99.59	40	59.50
Total	6 347	96.01	6 250	97.17	40	56.01

Labour relations



No industrial action for the past three years

* The figures for union representation for 2013 and 2014 have been restated to exclude agency fee members

94% of our employees were unionised in 2015 (this excludes approximately 129 (4%) middle and senior managers). We have a long-term wage agreement in place.

Human capital continued

Recognising the contribution employees make to our business through our investment in them

Shared value Our employee home ownership scheme provides our enrolled employees with the opportunity to become home owners in a secure residential estate	Recognising and rewarding performance Benefits for our enrolled employees include: <ul style="list-style-type: none"> > life and disability insurance > medical aid > wellness support > maternity and paternity leave > education benefits including tertiary education for children of employees who pass away in our employment > funeral cover 	Performance incentives Team performance reviewed monthly, monthly incentives based on safety performance, productivity and cost performance. See the Remuneration report for details of our remuneration structure and incentives
Well-structured employment contracts based on a fixed and variable pay mix offer fair and competitive remuneration We regularly benchmark our remuneration to ensure it remains competitive		

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Training and development

RBPlat is committed to providing the members of its workforce with the training they require to do their jobs and to work safely.

RBPlat's commitment to education and development extends from the first years at school through to tertiary education and continuous development for those employed at RBPlat and the communities in which we operate. We want to:

- > provide our employees with the opportunity to continually grow and develop during their employment at RBPlat
- > offer adults from our communities adult basic education and training (ABET) that will help them also reach their full potential and equip them to find suitable employment
- > provide the children from our communities with the education they need to reach their full potential

Learners from the local community who we trained as artisans are working at Styldrift I and others

have found employment elsewhere. Thirty-five community members on engineering cadetships at Styldrift became part of the Main shaft operations team when the Main shaft was commissioned. We have also enrolled 20 artisan learners on an artisan learnership programme to meet the skills requirements at our expanded concentrator.

In order to maintain the depth of talent at RBPlat it is critical that we continue to invest in talent management and succession planning. Our human resources development (HRD) team continues to make progress on its talent management journey.

Ensuring we continue to build the talent we need to deliver on our strategic objectives despite current economic conditions

If our business is to be sustainable and we are to achieve our strategic goal of operational excellence, we need to ensure our employees are equipped with the appropriate skills and experience and provided

with opportunities to acquire competencies that will allow them to develop and progress.

We are also committed to investing in the education and development of the members of our local communities from their first years at school through to tertiary education. Our aim is to equip them for employment. We recruit our employees from our local communities whenever possible and in some instances offer training opportunities to community members that will equip them for employment in the mining and other industries.



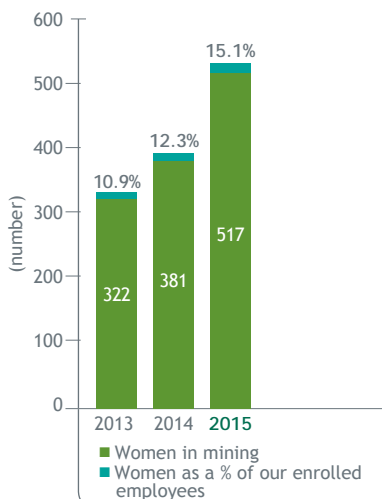
More information is available in Social and Relationship capital and our online integrated report.

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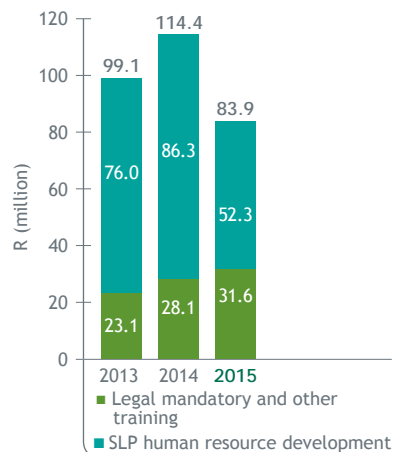
- > A total of R431.4 million invested in training and development of our workforce and the community over the period of our SLP
- > Total training and development spend for 2015 reduced by 26.6% to R83.9 million (10% of total payroll) due to challenging economic times:
 - R52.3 million invested in the SLP human resource development of our communities in 2015
 - R31.6 million invested in legal and mandatory training in 2015
- > 1 207 of our employees and contractors received training in terms of our SLP commitments, which is 11% of our workforce (this excludes our community SLP training of 353 people)



Women in mining (enrolled employees)*



Rand value of employee training spend



For more detailed information on our investment in community skills development, the building and development of talent as well as the training we provided for our workforce, the SLP training available to our workforce and the transformation of our workforce, see our online integrated report.

* Women in mining includes all enrolled female employees in our operations

The percentage of women in mining in our workforce was 9.73% in 2015 and 8.82% in 2014 (including both enrolled employees and contractors). We are only able to assure the percentage of women in mining of our enrolled employees.

Employee home ownership

Meeting our Mining Charter and long-term wage agreement commitments

- > **Phase I** of employee home ownership scheme consisting of 422 three-bedroomed homes for enrolled employees completed in 2014
- > As at 31 December 2015, 417 employees had signed sales agreements and are living in their new homes
- > **Phase 2** commenced with the building of two show houses
- > RBR Properties was registered to manage the scheme as a development credit provider in 2015 by the National Credit Regulator (NCR). The Board of RBR Properties was constituted in 2015





Trackless fleet surface workshop at Styl drift I

INTELLECTUAL CAPITAL



ACHIEVEMENTS

- > Finding **flexible solutions** that allow us to continue developing Styl drift I while preserving cash and protecting RBPlat's sustainability
- > **Mechanised mining** under way at Styl drift I



IMPROVEMENTS

- > **Optimisation** of our information management systems
- > **Installation** of a water treatment plant at BRPM



CHALLENGES

- > Finding ways to **prevent fatal accidents** in our operations
- > Achieving cost efficiencies



DISAPPOINTMENTS

- > **Weak market conditions** limiting research and development work

Intellectual capital

The key elements of our Intellectual capital are:

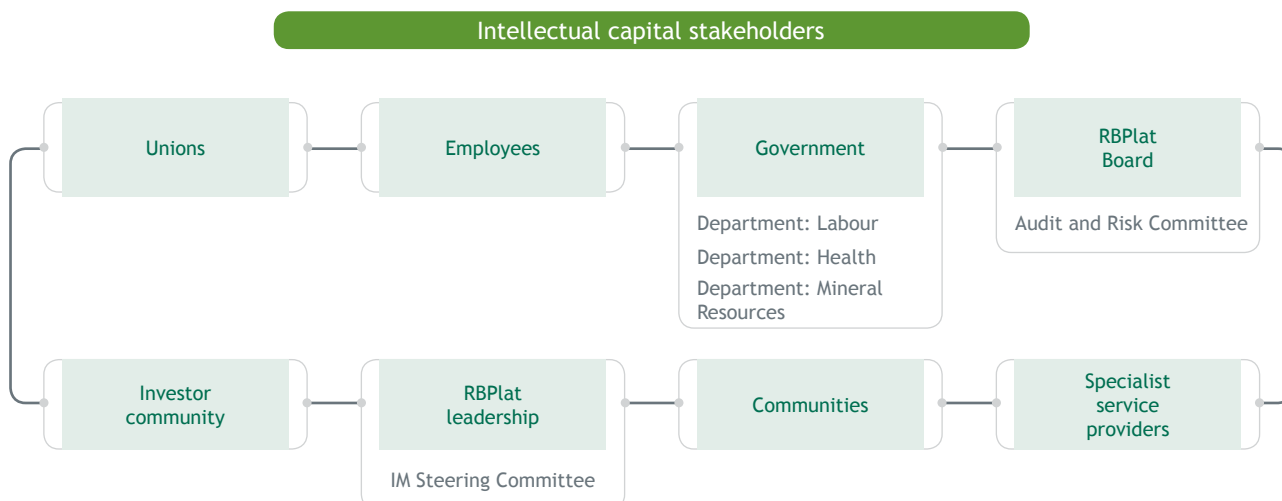
- > our ability to establish successful relationships with our stakeholders
- > using technology and innovation to achieve long-term sustainability
- > the skills and experience of our production team
- > our investment in our people and the communities in which we operate
- > our ability to adapt to a changing business environment, achieve cost efficiencies and the courage to make tough decisions
- > the strategies, policies, procedures and codes that govern how we do business
- > robust and fit for purpose computer systems
- > our ability to deliver on projects

Our most material Intellectual capital issues

	Strategic pillars affected	Risk rankings		
		Residual 2015	Inherent 2015	Inherent 2014
Our ability to deliver projects on time and within budget	1 2 3 4	4	1	2
Availability of adequate and appropriate skills and resources	1 2 3 4	7	8	10

While we have identified the ability to deliver projects on time and within budget as a material issue in terms of our Manufactured and Financial capital, our Intellectual capital resources, both in terms of information management (IM) support and the availability of adequate and appropriate skills, play a very important role in ensuring we can build our stock of Manufactured and Financial capital through projects delivered on time and within budget.

Our key Intellectual capital stakeholders



We recognise that Intellectual capital is a real business asset, however, measuring it can be difficult. We see it as stemming from three sources: products and intellectual property, human capital and the knowledge and expertise that resides in the way we do things, which includes our systems, procedures and protocols.

Many aspects of our Intellectual capital are discussed in detail under Financial, Human, Social and Relationship and Natural capital.

Stakeholder relationships

Our ability to establish successful relationships with our stakeholders plays an important role in the sustainability of our business. We believe that the reason we have not had any industrial action in RBPlat for the past three years is that all the members of our executive and management team not only take their engagement responsibilities very seriously, but they have the advantage of having considerable experience in engaging with our stakeholders at operational level.

The Head of Operations for the BRPM Joint Venture spends approximately 60% of his time engaging with key stakeholders

Skills and experience

We depend on the skills and experience of our production team to:

- > mine safely
- > deliver projects on time and within budget
- > achieve our production targets and contain costs
- > achieve our life of mine strategy
- > build in the flexibility we need in our operations.

Our production team faced challenges this year, in terms of fatal accidents, production targets and cost containment. We however, believe they have the skills and experience to address these challenges. The team was successful in maintaining flexibility, achieving a major improvement in both LTIFR and SIFR and delivering all our BRPM projects on time and within budget. They further demonstrated their skills by doing well against the revised Styldrift I key milestones and demonstrated their flexibility by rapidly developing a plan that enabled us to continue developing



We hosted our investors and analysts at Styldrift I on 17 November 2015, here travelling in the personnel cage

Intellectual capital continued

Styl drift I, albeit at a much reduced rate. The plan allows us to adapt our activities to prevailing market and business conditions.

We believe our Board, executive and management teams have demonstrated that they have the skills and experience to design and implement our strategy, adapt quickly to a changing business environment and make the tough decisions necessary to ensure the future sustainability of our business.

Our water treatment plant provides us with future capacity in a water-scarce region

Harnessing innovation and technology to improve the way we mine

At RBPlat we ensure we keep abreast of the latest innovations and technological developments and where appropriate apply them to improve the way we mine. Our application of mechanised mining techniques at Styl drift I is an example of this, as is our use of modular hydro power units to replace compressors in Styl drift I. We are also introducing trackless mining to certain areas of BRPM.

Our decision to install a water treatment plant at BRPM not only reduces our current dependence on Magalies Water but also provides us with future capacity in a water-scarce region.

Our aim with our energy efficiency programme, which is now in its second phase, is not only to reduce our electricity and fuel consumption (which we have achieved), but also our costs.

The contribution of corporate governance, risk management and assurance to our stock of Intellectual capital

To ensure the strategies, frameworks, policies and procedures and codes that govern our business are relevant and up to date we regularly review and update them. In 2015 we introduced a climate change strategy and will be updating our sustainability framework in 2016. Our Audit and Risk Committee approved a new IM strategy.

Our enterprise risk management framework allows us to evaluate and manage the uncertainties we face in creating shareholder value.

Our risk governance structures and processes provide us with the necessary oversight, management and assurance of risk management.

In 2015, risk and appetite tolerance limits were established in line with our three-year risk management strategy. The risk appetite and risk tolerance dashboard will become a strategic tool to link strategy, risk, performance and reward.



Mechanised bolter installing support at our Styl drift I project

Information management as a business enabler

Information management technology allows us to:

- > provide the right data to the right people at the right time
- > enable innovation
- > adapt to a changing business environment
- > support the achievement of cost efficiencies
- > contribute to our ability to provide a safe workplace.

During 2015 our implementation of a business planning and consolidation system achieved a key element of our information management strategy: making the right data available to the right people at the right time, which supports productivity.

The implementation of a business intelligence system which builds trends by applying predictive analytics to risks and events will assist with safety management by determining the likelihood of a safety incident. The safety incident reporting facility, which is part of this system, constantly assesses the effects of incidents against the base-line risk assessment.



Removal of raise bore machine base after completing reaming of Ventilation shaft I



Teacher Maggie Motshegoa concluding a physical science class at Charora High School

SOCIAL AND RELATIONSHIP CAPITAL

*Continuing to create shared value
in hard times*



ACHIEVEMENTS

- > Close-out report for our SLP projects for the period 2010 to 2014 was submitted to the DMR in November 2015
- > R487.9 million invested in our SLP over the past six years



IMPROVEMENTS

> Improvement in percentage of HDSA preferential procurement of 2.9%



CHALLENGES

> Sustainability of SLP projects



DISAPPOINTMENTS

> **44% decrease** in SLP spend year-on-year as a result of the **current challenging** macro-economic environment

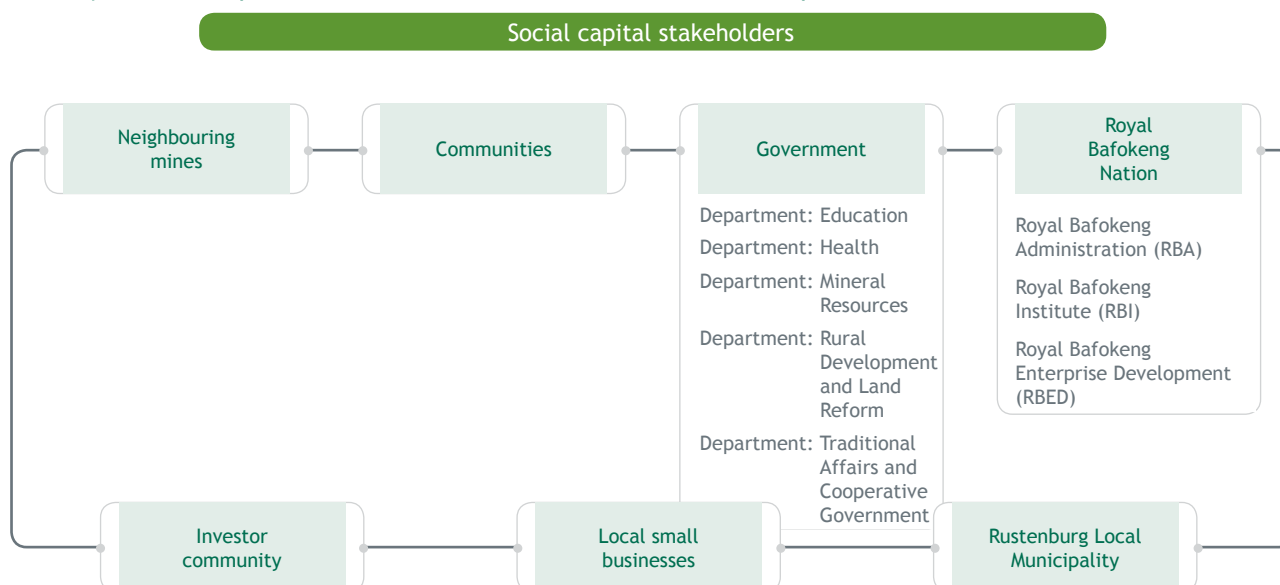
Social capital

Our purpose is to create economic value that we can share with all our stakeholders. The communities in which we operate are key stakeholders with whom we wish to share the economic value we create and to whom we wish to leave a lasting legacy of sustainable benefits.

Our most material Social and Relationship capital issues

	Strategic pillars affected	Risk rankings		
		Residual 2015	Inherent 2015	Inherent 2014
Implementation of our social and labour plans	1 3	5	4	1
Stakeholder engagement and responsiveness	1 3	5	4	1
Labour stability	1 3	5	4	1

The key relationships that can contribute to our stock of Social capital



Please refer to the Social and Relationship capital section of our online integrated report for details of these relationships.

Restatement

In our 2014 integrated report we stated on page 132 that:

‘We await approval of these plans from the DMR’.

This statement was incorrect. Our SLPs for 2015 to 2019 could only be submitted to the DMR for their approval once our SLPs for 2010 to 2015 had been closed out, which took place in November 2015.

Towards sustainable communities

It is often extremely challenging to ensure the sustainability of community projects, however, we are proud of what we have achieved in the past six years through our investment of R487.9 million in the six key areas of our social and labour plans:

- > Community infrastructure
- > Health support
- > Education
- > Poverty alleviation and job creation
- > Community skills development
- > Training and development

Tough choices

It is always difficult to decide what will have to be cut from a budget, especially one as important to RBPlat as our SLP budget. It is important, in terms of both meeting our aspiration of achieving *More than mining* and our need to meet our Mining Charter commitments.

We engaged with our communities with regard to the need to cut our SLP budget and agreed with them that we would continue with our education, SLP training and development and health support in 2016.

SLP expenditure

RBPlat's total socio-economic expenditure in 2015 was R74.6 million, a decrease of 44% year-on-year as we had to revise our budget.

During 2015 we invested in:



SLP human resource development



This is detailed in Human capital and our online integrated report

Basic infrastructure

- > Four roads were constructed in MACHARORA
- > Nineteen houses were constructed in MACHARORA to replace unsafe houses

Health support

- > Paid the salaries of additional nurses at Chaneng Clinic, which is short-staffed
- > Completed the forensic pathology facility in Phokeng.

Education support

- > Continued with our maths and science education project, which includes paying the salaries of maths and science teachers and the Chief Operating Officer of the Royal Bafokeng Institute (RBI) who is managing the project on behalf of the RBI and RBPlat
- > Our school infrastructure investment completed the construction of a Grade R classroom at Bonkwakgogo school in accordance with new Department: Education specifications, which include a sick bay, ablution facilities adjoining the classroom and a French drain system to increase the capacity of the current sewerage system

- > Much needed books and stationery were purchased for a school in Kroondal

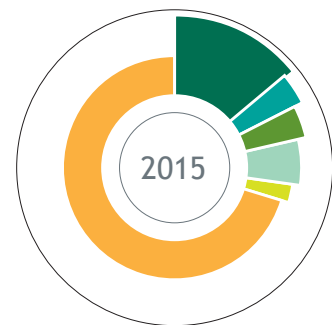
Poverty alleviation and job creation

- > We completed the construction of the light industry centre, which is currently under care and maintenance due to SLP budget constraints
- > Purchased additional feed to assist local farmers during the winter months

Community skills development

- > Community leaders attended leadership development training

SLP spend in 2015



- 14.2% Community infrastructure
- 3.5% Education support
- 3.8% Poverty alleviation and job creation
- 5.9% Community skills development
- 2.4% Discretionary funds
- 70.2% SLP human resource development



We constructed 19 new houses in MACHARORA to replace unsafe houses

All items marked with have been assured

Social capital continued

Breakdown of our SLP expenditure

	2015 R (million)	2014 R (million)	2013 R (million)	% change
Community infrastructure	10.5	12.9	3.5	(18.4)
Health support	0.02	7.4	8.2	(99.8)
Education support	2.6	14.2	7.1	(23.9)
Poverty alleviation and job creation	2.8	3.5	3.5	(80.0)
Community skills development	4.4	7.3	5.2	(40.1)
Discretionary funds	1.8	1.5	1.7	19.1
Training and development SLP spend	52.4	86.3	76.0	(39.3)
Total	74.6	133.0	105.2	(43.9)

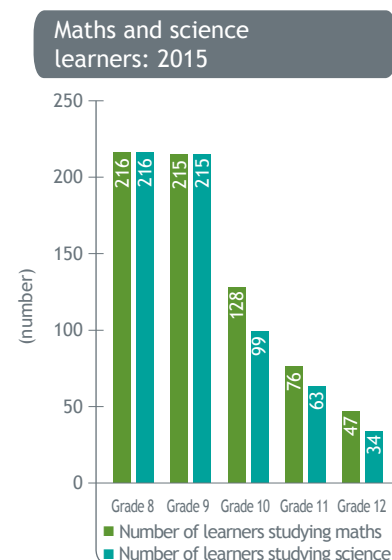
Good progress with education support

Our education project continues to have an impact at Charora High School. It is the only high school in our doorstep communities and was identified as a school in need of quality teachers, in terms of science and maths teaching, school management and governance. When our project started in 2013, a five-year plan was developed for the school, which was designed to address five areas:

- > Maths and science learning
- > Governance
- > School management skills at all levels including school governing bodies
- > Infrastructure
- > Safety and security

When the project started in 2013 there were only 22 maths learners in

a school of 1 000 learners. By 2015 things had changed as the figures below indicate.



For the first time in the history of Charora High School a learner achieved a distinction in maths for matric in 2015.

By 2015 the following had been achieved:

- > Forty-seven learners wrote maths for matric and 34 wrote science
- > 86% passed maths (at 30%), 26% passed at 50% (10% in 2012)
- > 82% passed science (at 30%) and 17.6% passed at 50% (12% in 2012)



RBI's Chief Operating Officer conducting a training session for teachers

School management and governance

The RBI's Chief Operating Officer has made progress with the development of management skills in the school, however, the development of management skills is part of the future plan to achieve sustainability for the school. The infrastructure and safety and security issues have been successfully addressed at the school.

We are encouraged by the difference this project is making and plan to continue funding it throughout the five years of our new SLPs.

Fostering sustainability in local small business

RBPlat's HDSA policy actively encourages our procurement department to engage with local suppliers and explore opportunities to maximise local procurement. Our commitment to local HDSA

procurement is aimed at alleviating poverty and creating jobs. It also supports our commitment to meeting and exceeding our Mining Charter scorecard HDSA procurement requirements.

To further support local small HDSA businesses, RBPlat is focusing on operating a small, medium and micro enterprise (SMME) hub aimed at incubating existing and newly established local SMMEs and facilitating their development into large-scale businesses.

In addition, to assist SMMEs with the challenges they face such as difficulties accessing finance, a lack of capacity to compete with established businesses and a lack of technical skills, RBPlat's enterprise development programme identifies opportunities for switching to local SMME suppliers and encourages

non-HDSA suppliers to merge with or form joint ventures with local SMMEs. The RBPlat enterprise development team partners with Royal Bafokeng Enterprise Development (RBED), which assists RBPlat with the identification of local SMMEs.

Supplier screening

In 2015 we began screening and monitoring the compliance of our suppliers in terms of environmental management, labour practices, human resources and social compliance in accordance with the GRI G4 Index. Our top 30 suppliers, who were our focus for 2015, responded to a questionnaire we submitted to them.

We will be engaging further with suppliers who we identified as needing to improve their compliance during 2016.

RBPlat's discretionary procurement spend with HDSA businesses in 2015 (assured)

- ☑ > 74.2% of our total discretionary procurement spend was with HDSA businesses
- ☑ > 72.7% of our capital spend (R1.218 billion) exceeding our target of 63% by 9.7%
- ☑ > 75.6% of our services spend (R833 million) exceeding our target of 71% by 4.6%
- ☑ > 76.8% of our consumables spend (R290 million) which was 2.2% under the target of 79% we set ourselves

RBPlat's discretionary procurement spend with local HDSA businesses in 2015

- > 19% of our total HDSA discretionary procurement was spent with local HDSA businesses
- > 13% of our HDSA capital spend (R160 million) was with local HDSA businesses
- > 31% of our HDSA services spend (R255 million) was with local HDSA businesses
- > 8% of our HDSA consumables spend (R22 million) was with local HDSA businesses

We spent R437 million of our discretionary procurement spend with local HDSA businesses.



For details of our discretionary procurement spend with HDSA companies over the past three years see our online integrated report.

Relationship capital

Each capital consists of resources and relationships, which impact directly and/or indirectly on our organisation and its reputation. Our Board has overall responsibility and oversight for stakeholder relationships. It delegates some of this responsibility but remains responsible for certain relationships. Because of the importance of stakeholder engagement and responsiveness to RBPlat in 2015 it had the second highest residual risk ranking (in 2014 it was our highest ranking risk) and is recognised as one of our most material issues. The slight reduction in its risk ranking reflects the progress we have made with our stakeholder engagement and responsiveness during 2015.

Our sustainability framework, which guides our approach to ensuring RBPlat's sustainability, includes a stakeholder engagement framework, which provides the organisation with clear guidelines on identifying stakeholders and the engagement process – of which we recognise listening is a key element – and the need to respond timeously and honestly.

We have identified and discussed our relationships under each of the capitals. In this section of the report they are summarised and the issues of most concern to the various stakeholders are identified.



The RBPlat Project Administration Officer engaging with new homeowners

Our stakeholders and the matters of most concern to them

Financial capital		
Stakeholders	Issues of most concern	Additional information on engagement and response
Investor community Royal Bafokeng Holdings (RBH) Anglo American Platinum (Amplats) Institutional investors Retail investors Sell-side analysts	Investors' concerns <ul style="list-style-type: none"> > Impact of global economy on our profitability and our ability to fund the Styldrift I project in terms of both the platinum price and the low demand for PGMs RBPlat's concerns <ul style="list-style-type: none"> > Not being able to provide our investors with an acceptable return on their investment 	Our management ensure they are accessible to the market at all times. We engage and respond through regular one-on-one meetings, roadshows, conferences, site visits and results presentations, which are available on our website
Providers of debt South African banks	Bankers' concerns <ul style="list-style-type: none"> > Business profitability > Risk management > Progress with Styldrift I > Funding requirements RBPlat's concerns <ul style="list-style-type: none"> > Restrictive and onerous terms given prevailing economic environment 	A positive engagement with SARS regarding a tax dispute resulted in the matter being settled
South African Revenue Service (SARS)	SARS' concerns <ul style="list-style-type: none"> > Our ability to contribute to its revenues 	Based on our strong relationship, mutual trust, transparency and our previous performance, we were able to secure banking facilities for 2016
Suppliers Major utility suppliers (Eskom and Magalies Water) Mining and plant-related suppliers Subcontractors SMME suppliers	Suppliers' concerns <ul style="list-style-type: none"> > Contract terms and pricing > Continuity of work/demand for supplies > Enterprise development, particularly in local communities > Preferential procurement RBPlat's concerns <ul style="list-style-type: none"> > Meeting and exceeding our Mining Charter HDSA preferential procurement targets > Continuity of water and electricity supply 	We adopt a partnership approach to working with our suppliers. When market conditions weakened we engaged with them to alert them in advance of the need to scale down our activities and as a result our expenditure
Communities	Communities' concerns <ul style="list-style-type: none"> > Impact of poor economic conditions on RBPlat's ability to deliver on its SLP RBPlat's concerns <ul style="list-style-type: none"> > The need to cut back on our SLP spend as a result of the impact of the current economic environment 	See the key stakeholders of Social capital in our online integrated report and Tough choices on page 109 of this report
Business and joint venture partners and customers Amplats and Rustenburg Platinum Mine	Concerns of both parties <ul style="list-style-type: none"> > Our performance as an operation in which they are invested and, as their customer, the performance of both parties against our offtake agreement with them 	See the explanation regarding our Joint Venture Management Committee and its subcommittees in our online integrated report
Impala Platinum Limited	RBPlat's concerns <ul style="list-style-type: none"> > Impact of Impala's performance against their royalty agreements with us on our financial performance 	Technical and market information received from Implats on a quarterly basis to formalise royalty calculations
Neighbouring mines	Concerns of both parties <ul style="list-style-type: none"> > Our ability to partner on community projects and share resources 	We consulted with our neighbours concerning sharing processing resources and have partnered with a neighbouring mining operation on a project to supply water to a community. We continue to engage on possible opportunities to collaborate with our neighbours

Relationship capital continued

Manufactured capital		
Stakeholders	Issues of most concern	Additional information on engagement and response
Government and regulators Department: Mineral Resources	Department's concerns <ul style="list-style-type: none"> > Compliance with the Mine Health and Safety Act > Safety performance RBPlat's concerns <ul style="list-style-type: none"> > Impact of amendments to the Minerals and Petroleum Resources Development Act (MPRDA) Concerns of both parties <ul style="list-style-type: none"> > Compliance with our SLPs and the completion and handover of projects 	See the key Human capital stakeholders section of our online integrated report
Investor community	Investors' concerns <ul style="list-style-type: none"> > Scaling down of activities at Styldrift I – resultant production profile of RBPlat > Safety > Production > IMS of 1.5 or more > Mining inflation RBPlat's concerns <ul style="list-style-type: none"> > Impact of safety stoppages on production > Impact of scaling down of Styldrift I on investor confidence 	See our response on the investor community on page 109 of this report and for details of our response to investors regarding the scaling down of activities at Styldrift I, see our interim results presentation of August 2015 and the presentation delivered at a Styldrift I site visit in November 2015. We have constantly engaged with investors in this regard
Employees	Employees' concerns <ul style="list-style-type: none"> > Safe workplace > Remuneration > Team performance > Company performance RBPlat's concerns <ul style="list-style-type: none"> > Keeping our workforce safe > Labour stability > Productivity 	See our key Human capital stakeholders section in our online integrated report under the heading Employees
Unions	Unions' concerns <ul style="list-style-type: none"> > Safe and healthy workplace > Fair implementation of wage agreement incentives > Productivity 	See the text under the heading Unions in the key Human capital stakeholders section of our online integrated report
Specialist service providers and contractors	Service providers' and contractors' concerns <ul style="list-style-type: none"> > Contract terms > That they meet RBPlat requirements RBPlat's concerns <ul style="list-style-type: none"> > Compliance with relevant legislation and regulations > That they meet requirements > Skills levels 	See the section under the heading Specialist service providers in the key Human capital stakeholders section of our online integrated report
Communities	Communities' concerns <ul style="list-style-type: none"> > Impact of mining activities on the communities RBPlat's concerns <ul style="list-style-type: none"> > Impact of its activities on the community > Impact of community activities on our ability to operate 	Our engagement with communities and response to the communities is addressed in the key stakeholder sections of Manufactured, Human, Social and Natural capital of our online integrated report and pages 105 to 107 of this report

Human capital		
Stakeholders	Issues of most concern	Additional information on engagement and response
Employees, contractors and unions	Employees' concerns <ul style="list-style-type: none"> > Implementation of wage agreements > Employee home ownership scheme > Retrenchments RBPlat's concerns <ul style="list-style-type: none"> > Labour stability (no strikes) > All volume contractors on a medical aid > Meeting employee SLP training commitments > Alignment of contractor wage agreement with enrolled employees 	See the Employees and Unions sections of the key Human capital stakeholders section of our online report
Department: Labour	Department's concerns <ul style="list-style-type: none"> > Labour relations > Compliance with legislation (the South African Basic Conditions of Employment Act 75 of 1997 and the Labour Relations Act 66 of 1995) > Employment equity > Broad-based black economic empowerment RBPlat's concerns <ul style="list-style-type: none"> > Ability to meet legislative requirements 	See the key stakeholder sections of Manufactured, Human, Social and Natural capital of our online integrated report. Also see page 86 for our response to compliance with the MHSA, and page 95 of this report for our response to employee homeownership and our performance in terms of our Mining Charter human resource development and page 105 of this report for our response to our community Mining Charter commitments
Department: Human Settlements	Department's concerns <ul style="list-style-type: none"> > Employee home ownership scheme 	
Department: Mineral Resources	Concerns of both parties <ul style="list-style-type: none"> > Compliance with the Mine Health and Safety Act > Meeting Mining Charter employee skills development and education targets > Meeting Mining Charter employee housing provision targets 	
Rustenburg Local Municipality	Concerns of both parties <ul style="list-style-type: none"> > Municipality's ability to provide water, electricity and infrastructure including sewage facilities and waste collection to our employee home ownership scheme 	RBR Properties, which was established to manage our employee home ownership scheme, interacts with the municipality on our infrastructure requirements for the scheme
Specialist service providers	Concerns of service providers <ul style="list-style-type: none"> > Contract terms > That they meet our requirements RBPlat's concerns <ul style="list-style-type: none"> > Service providers' ability to deliver quality, effective training and services 	See the key stakeholder section of Human capital in our online report for information on our engagement and response in this regard

Relationship capital continued

Intellectual capital		
Stakeholders	Issues of most concern	Additional information on engagement and response
Investor community	<p>Investors' concerns</p> <ul style="list-style-type: none"> > RBPlat's ability to adapt to a changing business environment, achieve cost efficiencies and make tough decisions > Skills and experience of our project team and its ability to deliver on projects > RBPlat's approach to environmental, social and governance elements of its business > RBPlat's use of technology and innovation to achieve long-term sustainability > Robust and fit for purpose information management systems <p>RBPlat's concerns</p> <ul style="list-style-type: none"> > To ensure that our engagement with the investor community through one-on-one sessions, presentations and interim and annual reporting addresses any concerns investors may have and provides a transparent, accurate and integrated view of our business 	See pages 109 and 110 of this report for our engagement and response
All RBPlat's stakeholders	<p>Stakeholders' concerns</p> <ul style="list-style-type: none"> > That RBPlat communicates with them on issues of concern to them. A recent pilot survey of our engagement with the community indicated that the community is happy with both our community structures and processes. Their levels of trust are good and they believe RBPlat adds value to the community <p>RBPlat's concerns</p> <ul style="list-style-type: none"> > That it has quality relationships with its stakeholders 	See the key stakeholder sections in Manufactured, Human, Social and Natural capital in our online integrated report
International industry bodies International Platinum Group Metals Association (IPA)	<p>RBPlat's concerns</p> <ul style="list-style-type: none"> > Keeping abreast of market and industry developments 	These organisations, of which we are members, promote the use of platinum in the form of investments and jewellery, as well as the broader usage of platinum. We are members of the IPA and co-funders of the WPIC. Our CFO is a director of the WPIC
World Platinum Investment Council (WPIC)	<p>Platinum industry concerns</p> <ul style="list-style-type: none"> > That the WPIC is successful in stimulating investor demand for physical platinum 	
Platinum Guild International (PGI)		

Social and Relationship capital

Stakeholders	Issues of most concern	Additional information on engagement and response
Communities	Communities' concerns <ul style="list-style-type: none"> > Employment opportunities > Skills development > Procurement opportunities RBPlat's concerns <ul style="list-style-type: none"> > Breakdown of formal community engagement as a result of leadership issues in the community > Impact of curtailed SLP spend on community relationships 	See the key stakeholder sections of Manufactured, Human and Social capital in our online integrated report and pages 105 to 107 of this report for our engagement and response
Neighbouring mines	Concerns of both parties <ul style="list-style-type: none"> > Our ability to partner on community projects 	
Department: Mineral Resources	Concerns of both parties <ul style="list-style-type: none"> > RBPlat's future ability to meet Mining Charter requirements in terms of investing in basic infrastructure, health support, education, community skills development and poverty alleviation and job creation > The ongoing sustainability of projects 	
Department: Education	RBPlat's concerns <ul style="list-style-type: none"> > The RBI's interventions with the department regarding our joint project to upgrade maths and science in community schools as this relationship is facilitating our ability to carry out this project 	
Royal Bafokeng Institute (RBI)	RBI's concerns <ul style="list-style-type: none"> > That it can achieve the goals of our joint maths and science development project and that RBPlat will continue to fund its share of the cost RBPlat's concerns <ul style="list-style-type: none"> > We rely on the RBI's well-established relationship with the Department: Education to facilitate our investment in maths and science education in Charora High School, which is a government school and other school projects which are governed by the Department of Education 	
Royal Bafokeng Enterprise Development (RBED)	Concerns of both parties <ul style="list-style-type: none"> > That our collaboration is successful in increasing the number of local sustainable entrepreneurs and the number of local small businesses who are suppliers to RBPlat 	
Royal Bafokeng Administration (RBA)	RBPlat's concerns <ul style="list-style-type: none"> > The RBA can positively or negatively impact our ability to deliver our SLP projects because we frequently need to obtain permission to use land under their administration for our community projects 	

Relationship capital continued

Social and Relationship capital		
Stakeholders	Issues of most concern	Additional information on engagement and response
Department: Rural Development and Land Reform	Department's concerns <ul style="list-style-type: none"> > Ability to assist farmers and address overstocking and shortage of feed RBPlat's concerns <ul style="list-style-type: none"> > Assisting farmers with stock dipping equipment, supplementary feeding in the winter and educating them regarding the dangers and disadvantages of overstocking 	Our response and engagement can be found in our 2014 integrated report on our website on page 130
Rustenburg Local Municipality	Municipality concerns <ul style="list-style-type: none"> > Impact of employee home ownership scheme on strained resources > Rates, taxes and municipal services exemption for our home ownership scheme > RBPlat's commitment to supporting its integrated development plan (IDP) 	See page 111 of this report for our engagement and response
International industry bodies International Platinum Group Metals Association (IPA)	IPA's concerns <ul style="list-style-type: none"> > The sustainability of the South African PGM industry as the main source of platinum globally RBPlat's concerns <ul style="list-style-type: none"> > Keeping abreast of market and industry developments 	See page 111 of this report for our engagement and response
Local industry bodies Chamber of Mines of South Africa	Concerns of both parties <ul style="list-style-type: none"> > Platinum industry labour relations stability > Safety, health and the environment 	RBPlat is a member of the Chamber of Mines and our CEO is a member of the CEOs' Forum. We participate in industry initiatives through these bodies, share information and learn from each other
CEOs' Forum	CEOs' concerns <ul style="list-style-type: none"> > How to bridge the divide between the mining industry and government on key issues affecting the mining industry including submissions regarding amendments to the MPRDA 	
Investor community, media and NGOs	Investors', media and NGOs' concerns <ul style="list-style-type: none"> > RBPlat's financial, social, environmental and governance performance RBPlat's concerns <ul style="list-style-type: none"> > Timeous sharing of accurate and reliable information with stakeholders > Reputation management 	See our response to investor community on page 109
JSE Limited	Concerns of both parties <ul style="list-style-type: none"> > Compliance with JSE Listings Requirements > Application of King III > Qualification for both FTSE/JSE Responsible Investment Indices 	Our Company Secretary and Head: Investor Relations, in conjunction with our sponsor, engage with the JSE to ensure we comply with the JSE Listings Requirements. See our online integrated report for our application of King III and page 31 of this report for our performance in terms of the FTSE/JSE Responsible Investment Index

Natural capital		
Stakeholders	Issues of most concern	Additional information on engagement and response
Department: Mineral Resources	Concerns of both parties <ul style="list-style-type: none"> > The environmental management of our operations > Compliance with legislation and environmental management programme report (EMPR) commitments > Impact of climate change and our impact on climate change 	See pages 116 to 127 of this report and Natural capital in our online integrated report for our engagement and responses to the Department: Mineral Resources, Department: Water and Sanitation and North West Department of Rural, Environment and Agriculture
Department: Water and Sanitation	Department's concerns <ul style="list-style-type: none"> > Compliance with water use licences RBPlat's concerns <ul style="list-style-type: none"> > Issuing of water use licences and approvals of water use licence amendments 	
North West Department of Rural, Environment and Agriculture	Department's concerns <ul style="list-style-type: none"> > Assessing the environmental impacts of new projects > Approval of environmental impact assessments (EIA) RBPlat's concerns <ul style="list-style-type: none"> > Obtaining EIA approval, which if delayed can negatively affect a project 	
Communities	Communities' concerns <ul style="list-style-type: none"> > Environmental impacts of our operations on the communities > Impact of climate change on availability of water and other resources 	



Our CEO, Mr Steve Phiri, engaging with the investor community at our Styldrift I project



Installation of a water treatment plant at BRPM to make better use of our water resources and reduce reliance on Magalies Water

NATURAL CAPITAL

*In support of United Nations
Global Compact Principles 7,8 and 9*



ACHIEVEMENTS

- > Water treatment plant **commissioned**
- > Paper **recycling** project commissioned
- > **Maintained** ISO 14001 certification for BRPM



For more information see our online integrated report.



IMPROVEMENTS

> **Improved** CDP climate change disclosure and performance score from 87% C in 2014 to **96% B** in 2015



CHALLENGES

> **Reducing** carbon and water intensities



DISAPPOINTMENTS

> **Exploration deferred** as a result of economic conditions

Natural capital

Summary of mineral resources and reserves

RBPlat's operations lie on the Western Limb of the Bushveld Igneous Complex (Figure 1). Located immediately south of the Pilanesberg Complex, the RBPlat operations are underlain by rocks of the Lower, Critical and Main Zones of the Rustenburg Layered Suite (RLS), apart from a very small portion of the northern boundary area where rocks of the Pilanesberg Complex occur. The two primary economically favourable stratigraphic horizons of the Western Bushveld Complex, the Merensky Reef and the UG2 Reef, are being exploited by the RBPlat mining operations on the farms of Boschkoppe 104 JQ, Styldrift 90 JQ and Frischgewaagd 96 JQ. Both reef horizons are enriched with base metal sulphides and PGMs of which the Merensky Reef historically has been the most important platinum producing layer in the Western Bushveld Complex. The PGMs consist of platinum (Pt), palladium (Pd), iridium (Ir), rhodium (Rh), osmium (Os) and ruthenium (Ru). Also extracted are copper (Cu), nickel (Ni) and gold (Au).

RBPlat mineral resource summary

RBPlat has a 67% attributable to interest in the BRPM JV Mineral resource that comprises the Merensky and UG2 reefs which underlie the properties of Boschkoppe 104 JQ and Styldrift 90 JQ, and specific portions of Frischgewaagd 96 JQ. The attributable resources and reserves as at 31 December 2015 are summarised in Table 1 and Table 2.

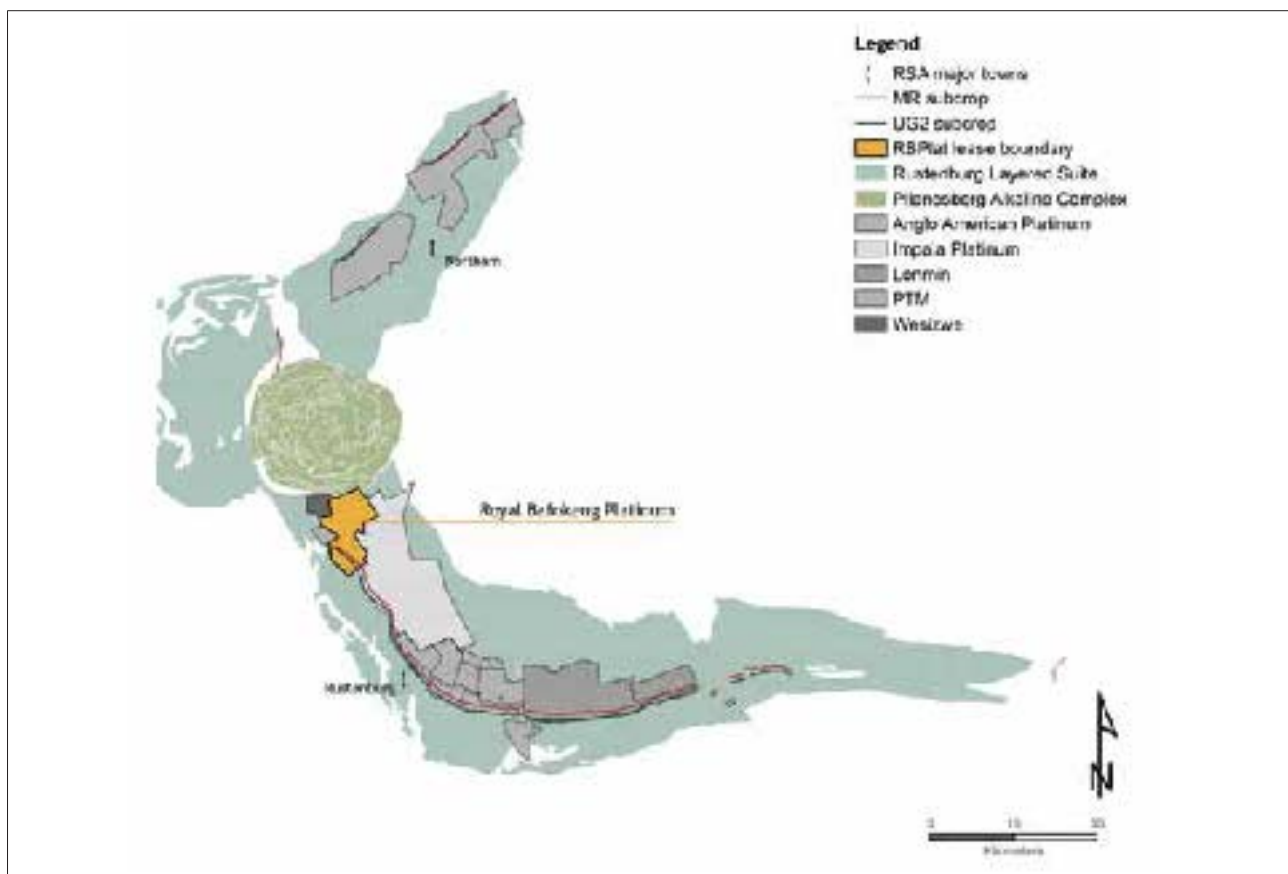


Figure 1: Western Bushveld Igneous Complex and relative location of RBPlat's operations

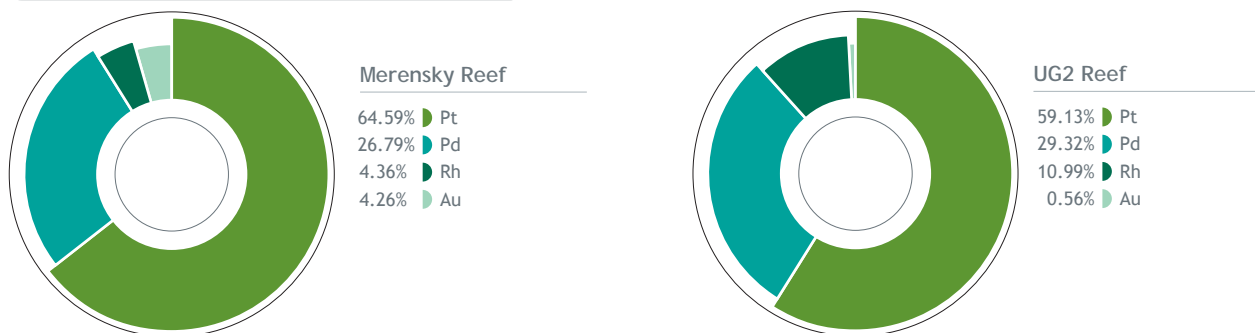
Total Merensky and UG2 inclusive mineral resources attributable to RBPlat amounts to 241.79Mt with a 4E ounce content of 47.10Moz at a grade of 6.06g/t (4E). The Merensky Reef contributes 106.86Mt with a 4E ounce content of 25.01Moz at a grade of 7.28g/t. The UG2 mineral resource consists of 134.93Mt with a 4E ounce content of 22.09Moz at a grade of 5.09g/t.

Reporting of the resources is in accordance with and compliant with the SAMREC Code.

Table 1: Inclusive mineral resources, RBPlat's 67% attributable interest (31 December 2015)

Reef type	Resource classification	Tonnes (Mt)		4E grade (g/t)		Contained 4E (Moz)	
		2015	2014	2015	2014	2015	2014
Merensky	All	106.86	108.29	7.28	7.38	25.01	25.70
UG2	All	134.93	134.83	5.09	5.11	22.09	22.13
	Total	241.79	243.12	6.06	6.12	47.10	47.83

The prill split for the Merensky and UG2 reefs

**RBPlat mineral reserves summary**

Annual comparison indicates a stable inventory with no real change in the Merensky reserves after depletion. The Merensky Reef comprises 6.00Moz at a 4E grade of 4.41g/t. The Merensky mineral reserve tonnage decreased by 1.7% from 43.07Mt to 42.35Mt due to depletion, and the 4E ounces content decreased by 1.3% from 6.08Moz to 6.00Moz.

The UG2 Reef comprises 4.84Moz at a 4E grade of 3.82g/t. The UG2 mineral reserves tonnage increased by 6% from 37.14Mt to 39.40Mt, and the 4E ounce content increased by 6% from 4.58Moz to 4.84Moz (Table 2). The increase in reserves after depletion is attributable to the inclusion of UG2 resources not previously converted to reserves.

Reporting of the reserves is in accordance with and compliant with the SAMREC Code.

Table 2: Mineral reserves, RBPlat's 67% attributable interest (31 December 2015)

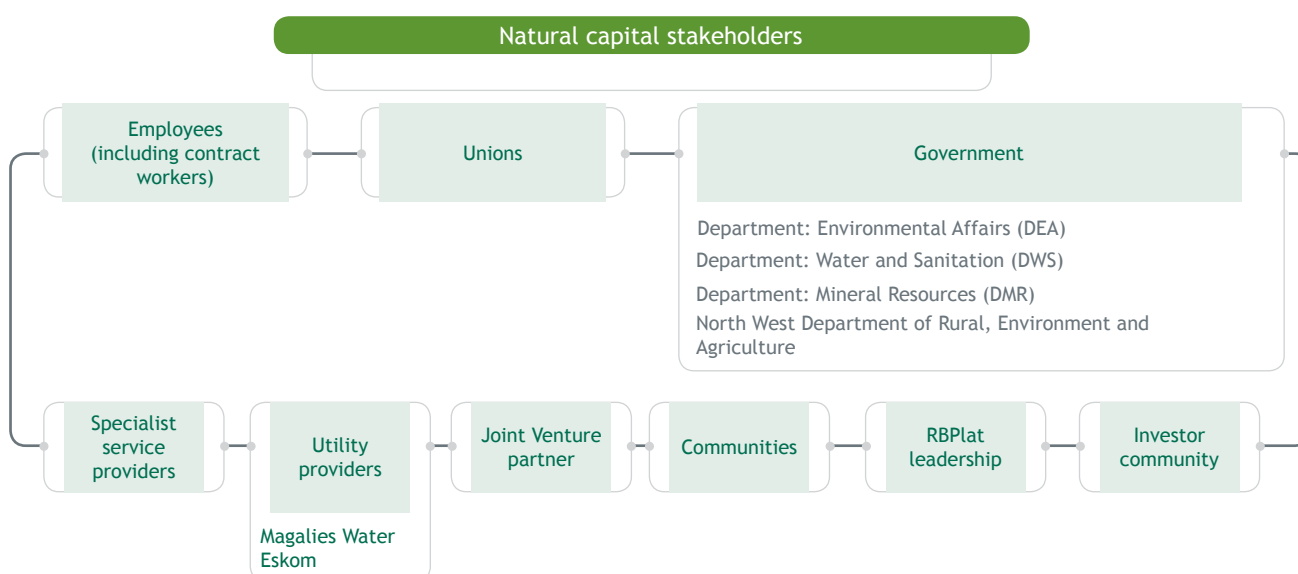
Reef type	Reserve classification	Tonnes (Mt)		4E grade (g/t)		Contained 4E (Moz)	
		2015	2014	2015	2014	2015	2014
Merensky	All	42.35	43.07	4.41	4.39	6.00	6.08
UG2	All	39.40	37.14	3.82	3.83	4.84	4.58
	Total	81.75	80.21	4.13	4.13	10.84	10.66

Natural capital continued

Our most material Natural capital issues

	Strategic pillars affected	Risk rankings		
		Residual 2015	Inherent 2015	Inherent 2014
Environmental management	1 2 3 4	9	9	11
Climate change management	1 2 3 4	9	9	11
Availability of utilities	1 2 3	6	6	9

The key relationships that can contribute to our stock of Natural capital include:



For details of these relationships see the Natural capital section of our online integrated report.

Environmental management

Our approach to environmental management

The environmental activities and areas of focus throughout the mining life cycle

Our approach to environmental management is based on international best practice, legal compliance and maintaining our environmental and social licence to operate. Key aspects of our environmental management include:

Governance

Management accountability is central to our integrated approach. Our Board of Directors and our Chief Executive Officer, assisted by the Board's Social and Ethics Committee, are accountable for

RBPlat's environmental management and our climate change mitigation, adaptation and transparency. The Social and Ethics Committee, which is supported by our Sustainability Committee, also provides overall direction on our sustainability.

The senior Safety, Health, Environment and Risk (SHER) Manager reports on environmental matters to the Social and Ethics Committee. The Head: Corporate Sustainability reports to the Sustainability Committee and Social and Ethics Committee on corporate sustainability matters.

The RBPlat Environmental Manager, who reports to the senior SHER Manager, is responsible for environmental management at both BRPM and Styldrift.

Compliance and control

Our environmental team is responsible for ensuring that RBPlat's environmental policies and procedures are aligned with all legal and regulatory requirements. The team is also responsible for compliance with and auditing of the implementation of environmental policies, standards and procedures in our operations.

Monitoring of supplier levels of environmental compliance

In 2015 we began screening and monitoring the environmental compliance of our suppliers by means of a questionnaire that assessed:

- > the potential of suppliers for having a negative environmental impact

- > the steps they take to avoid and minimise the impact on the environment
- > what measures they have in place to address water and climate risks
- > their compliance with ISO 14001.

Our top 30 suppliers, who were our focus for 2015, responded to the questionnaire we submitted to them.

We will be engaging further with suppliers who we identified need to improve their standards of environmental compliance during 2016.

Strategy

Our Group-wide environmental strategy was revised in 2015. This strategy is an integral part of the safety, health and environmental (SHE) management system which we use to manage our environmental risks, aspects and impacts and overall environmental performance.

Management systems

At BRPM our ISO 14001 EMS is audited for re-certification every three years

by independent external parties as part of our business strategy. Once stoping production begins at Styldrift we will apply for ISO 14001 certification for the mine. We are currently developing the EMS for Styldrift.

Evaluating the effectiveness of our approach

We continually evaluate our approach to our environmental management. We retained our ISO 14001 EMS certification for BRPM.

Ongoing environmental monitoring is done as part of our ISO 14001 management system. This includes monitoring: dust, water, ambient noise, vibration and particulates matter 10 (pM10).

A new approach to public participation

During 2015 we commenced a public participation process with regard to obtaining approval for future mining at Styldrift II as part of the EIA process. We continually seek ways

to improve our engagement with the community on environmental matters. Instead of only having a public participation meeting we tried out a new approach, which has involved training members of the local community to conduct independent house-to-house engagement with community members regarding mining at Styldrift II. The engagement includes providing information on the proposed project, obtaining feedback from community members in this regard, responding to any queries and seeking their approval. This is the first time we have adopted this approach, which we are hopeful will be more constructive than other engagement approaches we have employed, as it reaches more of the interested and affected stakeholders.



For information on preventing contamination, air quality, biodiversity impacts, effluents and waste and our materials use, see the Natural capital section of our online integrated report.



For information on the progress we have made with outstanding environmental impact assessments (EIAs) and environmental management programmes (EMPRs) see the Natural capital section of our online integrated report.



Testing water quality at the BRPM concentrator

Natural capital continued

Climate change and resource management

Climate change is an undeniable and critical global challenge, and its causes must be addressed by all parts of society.

Source: ICMM statement on climate change

During 2015 our new climate change strategy which includes our climate change policy statement was approved by the RBPlat Board, which recognises that:

- > our activities have an impact on climate change through the production and release of greenhouse gas (GHG) emissions, which contribute to global climate change
- > climate change, driven by GHG emissions originating in human activity (primarily from the combustion of fossil fuels and industrial processes), presents a pressing and significant challenge to society
- > it is the responsibility of business to act to mitigate its impact on global climate change for the sake of current and future generations
- > addressing the causes and adapting to the impacts of climate change is core to our strategy, which seeks to deliver *More than mining* by creating economic value for all our stakeholders

RBPlat has endorsed the *Caring for Climate* initiative, which is the largest business movement to address climate change. It has been endorsed by over 400 companies from more than 60 countries. We are also signatories to the CDSB's fiduciary duty and climate change disclosure project.

As members of the National Business Initiative (NBI) we have joined the Preparing Business for Paris Campaign (COP21) and have committed ourselves to:

- > ensuring responsible corporate engagement in climate policy
- > providing climate change information in mainstream corporate reports.

As part of our climate change strategy, we conducted climate change risk assessments for both our operations in line with our ERM framework.

Climate change risks are complex as they include operational risks such as business continuity, employee health

and safety, environmental aspects, regulatory aspects, community needs and their perceptions of the impact of the mining industry on their environment. To manage both our impact on climate change and its possible impact on our operations and the communities in which we operate requires that we take mitigating action and seek ways to adapt to its impacts. We recognise that we have a social responsibility to make every effort to reduce our carbon intensity.

Water scarcity

Our operations are located in an arid water-scarce area where prolonged drought conditions could limit production growth or prevent us from operating. A reduction in the availability of potable water from Magalies Water could also interrupt our business, have health impacts and create tension between RBPlat and the communities in which we operate.

We have taken steps to reduce our dependence on Magalies Water by building a water treatment plant at BRPM which was commissioned in 2015. See page reference for details of our water management programme.

Understanding our carbon footprint

Before we can begin mitigating our impact on climate change we need to start by understanding our carbon footprint and our water usage. See page reference for details of our management of limited resources.

Our participation in the Carbon Disclosure Project (CDP), together with the external party measurement and assessment of our carbon intensity every year, has previously provided us with historical information. Our acquisition in 2015 of the necessary systems and tools to measure our carbon footprint ourselves provides us with up to date information that allows us to take action to reduce our carbon footprint based on current information.

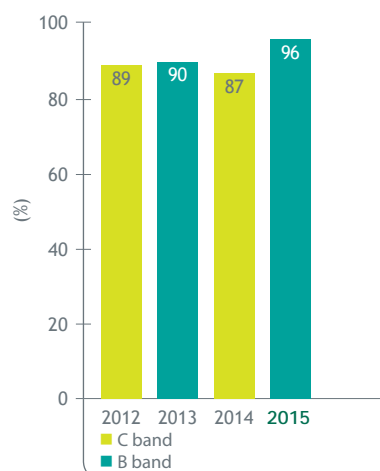
Global best practice

We voluntarily report on environmental information, particularly climate change and water, to the CDP annually.

The recent report issued by CDP indicates that a higher proportion of South African companies track climate risk in their value chains than the global average. We are proud that RBPlat's latest CDP disclosure score of 96% exceeded the average disclosure score for South African companies of 94%, which is 10% above the global average. The CDP also noted in its 2015 report that participating South African companies demonstrate some of the highest quality disclosure practices in the world and are leading performance across a number of other indicators. In 2015, we achieved a 96% B band climate change disclosure and performance score.

This graph shows how our carbon disclosure score has improved over the past four years.

RBPlat's CDP disclosure score and performance band



To reduce our carbon intensity we need to continue to improve our efficiency in terms of the amount of fuel and electricity we use to produce a tonne of concentrate.

Our performance with regard to reducing our carbon footprint

- > 19.39% increase in carbon intensity per employee year-on-year
- > 0.02% decrease year-on-year in emissions intensity in relation to the ROM tonnes delivered to the concentrator
- > 21.9% increase in the revenue metric (carbon intensity per rand of revenue)

Our carbon and emissions intensity was negatively affected by lower production and a reduction in employee numbers. Overall, our energy consumption decreased 8%, with electricity consumption reducing by 7%. See the table on the next page for more information.



Managing our emissions

There was an 8% decrease in RBPlat's total CO₂e tonnes.

Scope 1 (Direct GHG emissions from sources that are owned or controlled by RBPlat – petrol and diesel fuel consumed by our vehicles and equipment)

38% increase in Scope 1 emissions. This increase was due to general waste being included under Scope 1 emissions instead of Scope 3. This is disposed of at the BRPM landfill site.

Scope 2 (Indirect GHG emissions produced during the production of the electricity we purchase from Eskom)

7% decrease in Scope 2 emissions. This is attributable to reduced production mainly as a result of safety-related stoppages and the scaling down of development at Styldrift I.

Scope 3 (Other indirect GHG emissions from sources not owned or controlled by RBPlat)

51% decrease in Scope 3 emissions as a result of general waste being recorded under Scope 1.



See our online integrated report for details on the emissions.

RBPlat's carbon intensity*

Metric	Unit	Quantity unit in 2015	Carbon intensity/unit in 2015	Quantity unit in 2014	Carbon intensity/unit in 2014	Relative % change 2014 to 2015
Tonnes milled	tCO ₂ e/000 tonnes	2 044	0.140	2 112	0.138	1.32
ROM tonnes delivered to concentrator	tCO ₂ e/000 tonnes	2 456	0.116	2 471	0.118	(0.02)
4E ounces in concentrate	tCO ₂ e/000 oz	236.2	1.210	258	1.131	6.99
Platinum in concentrate (oz)	tCO ₂ e/000 oz	153.6	1.861	168	1.737	7.12
Revenue ('000)	tCO ₂ e/000 ZAR	3 045	0.094	3 768	0.077	21.91
Number of employees	tCO ₂ e/FTE	7 281	39.3	8 873	32.88	19.39
Scope 1 and 2 emissions	tCO ₂ e/yr	304 674		326 606	—	—

*The figures in this table only include those associated with mining operations at BRPM and Styldrift I

Natural capital continued

Climate change and resource management continued

Managing our limited resources

Energy management

As a PGMs producer we are reliant on energy in the form of fuel and electricity in order to operate. We recognise that ours is an energy intensive business and that not only is the consumption of energy a significant cost to our business, but it also leads to the production and release of GHG emissions. The emissions contribute to global climate change. We are committed to reducing our energy consumption and costs in the interest of the long-term environmental and economic sustainability of our operations.

To achieve this we have developed an energy management policy and put efficiency-based reduction targets in place for BRPM. These targets have been set over 10 years, using 2009 as the baseline year. They are:

- > 10% reduction in energy use by the BRPM concentrator

- > 15% reduction in energy use by BRPM's mining operations with a 10% reduction achieved by 2014. This is the first year we have reported against these targets.

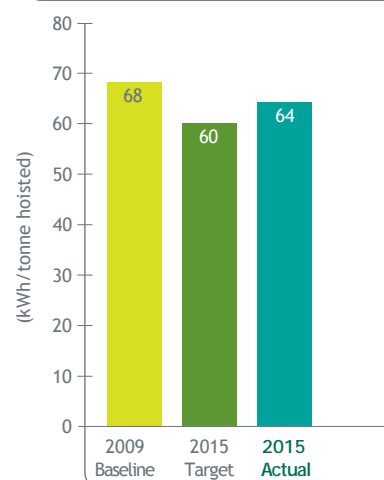
The BRPM concentrator achieved a pleasing energy efficiency of 52, which was less than its target of

53 and the 2009 baseline of 54. The mine missed its energy efficiency target recording an efficiency level of 64 against a target of 60. This is attributable to lower production mainly as a result of safety-related stoppages.

BRPM concentrator energy efficiency



BRPM mining energy efficiency



Energy consumption

Type of energy	2015	GJ	2014	GJ	2013	GJ	% change year-on-year
Electricity consumption (MWh) BRPM	277 112	997 602	285 288	1 027 037	271 184	976 262	(3)
Electricity consumption (MWh) Styl drift	17 752	63 907	32 668	117 605	22 590	81 324	(46)
Total electricity consumption (MWh) RBPlat	294 864	1 061 510	317 956	1 144 642	293 774	1 057 586	(7)
Diesel (kl) RBPlat	523	20 262	937	31 028	771	25 535	(44)
Petrol (kl) RBPlat	23	802	44	1 515	82	2 828	(47)
Total energy use in GJ		1 082 573		1 177 185		1 085 949	(8)

* The restatement of numbers for 2014 as a result of an incorrect conversion of the petrol and diesel figures to gigajoules

- Our total energy intensity for 2015 is 530GJ per tonne milled (2014: 576GJ per tonne milled) resulting in a 7.9% reduction in our energy intensity. This was as a result of safety-related stoppages at BRPM and the scaling down of development at Styl drift I.

With the support of Private Sector Energy Efficiency (PSEE) and NBI, we appointed external energy

specialists to review the energy saving initiatives we have already implemented with the aim of optimising our savings.

The aim of a comprehensive energy site audit conducted at BRPM in 2015 was to find ways to build on the energy efficiency improvements we have already achieved. The approach adopted was one of focusing on how resources are used and finding ways

of operating existing equipment better without incurring a large capital investment. The team who undertook the study plan to achieve energy usage reduction of between 10% and 15%. These opportunities are still being reviewed by management to determine if they are feasible.

Following this review we will formalise our energy management strategy and plan.

Water management

As we have already mentioned, our operations are in a water-scarce region where the increasing demand for fresh water has led to a shortage of water in some parts of the North West province. Our management of water includes:

- > reducing our potable water consumption by improving

- water use efficiencies and water recycling
- > preventing the contamination of ground and surface water resources
- > securing the availability of sufficient water for our current and future mining operations
- > installing a water treatment plant at BRPM which will provide us with four megalitres of treated

industrial water for use in certain concentrator processes, which is expected to reduce our use of Magalies Water in 2016.

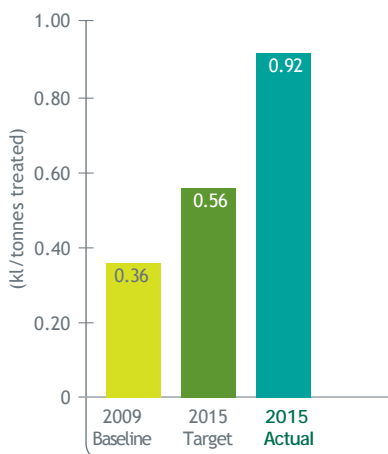
Our first rating by the CDP Water disclosure project was a B rating (industry average score B-)

Water efficiency

Year	2015	2014	2013	% change year-on-year
✓ Potable water – BRPM (ML) (mine and concentrator)	2 638.07	2 126.7	2 026.1	24.05
✓ Potable water – Styldrift (ML)	88.36	88.05	63.0	0.35
✓ Potable water – Concentrator (ML)	1 870.11	2 214.75	2 089.1	(15.56)
Recycled water (ML)	1 341.17	1 317.84	1 194.53	1.7
BRPM tonnes milled (kt)	2 044	2 112	2 010	(3.2)
Potable water – BRPM (ML/tonnes milled)	1.290	1.007	1.008	28.10
✓ Potable water – RBPlat (ML/tonnes milled)	1.333	1.049	1.039	27.07
Recycled water (ML/tonnes milled)	0.656	0.624	0.594	5.13

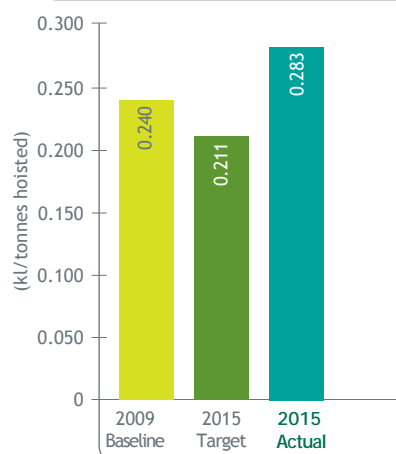
Our efficiency-based potable water reduction targets have been set over 10 years, using 2009 as the baseline year. Both the BRPM concentrator and the BRPM mining operations have targets of a 20% reduction in their potable water consumption by 2019.

BRPM concentrator potable water efficiency



The potable water efficiency of the BRPM concentrator was adversely affected by the need to use potable water for process purposes for six months during the construction of the return water pump station, which is part of the new water treatment plant. Its water efficiency was also affected by lower than expected production. This all resulted in a 27% increase in the RBPlat potable water usage.

BRPM mining potable water efficiency



The mine's potable water efficiency was badly affected by the quantity of water that was used to suppress a belt fire at North shaft in August 2015. This resulted in a 22% increase year-on-year in the mine's water usage.

No water sources, other than Magalies Water, are significantly affected by withdrawal of water for RBPlat's operations.

RBPlat has secured an adequate water allocation for our current and

future mining requirements at BRPM and Styldrift.

Since we automated and expanded our potable water metering and management system we have a much better understanding of how and where we use water and are in a much better position to control our water usage.

We continually monitor the quality of our surface and ground water and report the results to DWS as part of our licence conditions.



For information on preventing environmental pollution, air quality, biodiversity impacts, effluents and waste and our materials use, see our online integrated report.

Potential environmental impacts

RBPlat identifies and mitigates the negative environmental impacts of its activities by conducting an annual impact assessment with objectives and targets set and implemented to address significant environmental impacts.

Natural capital continued

Climate change and resource management continued

Effluent and waste management

Waste production and disposal

Type of waste	2015 tonnes	2014 tonnes	2013 tonnes	% change year-on-year
BRPM				
Landfill waste	1 649.00	4 306.00	2 090	(61.70)
Incinerated medical waste	1.169	2.00	1.20	(41.55)
Recycled industrial waste	1 569.69	1 750.00	1 735.40	(10.30)
Hazardous waste	82.4	212.00	209.00	(61.25)
Recycled paper	2.87	—	—	—
Total BRPM waste	3 304.82	6 270.00	4 035.60	(47.29)
Styl drift I project				
Landfill waste	208.18	273.00	171.00	(23.74)
Recycled industrial waste	727.63	216.00	94.90	236.86
Hazardous waste	31.02	14.90	24.00	108.18
Recycled paper	0.99	—	—	—
Total Styl drift I waste	967.82	503.90	289.90	92.07
Total RBPlat waste	4 272.64	6 773.90	4 325.50	(36.92)

* 2015 is the first year recycled paper has been measured separately

Waste quantities for BRPM have also been affected by lower production levels. Styl drift's waste quantities increased by 92% overall in line with the increased mining activity in the first half of the year. An extensive clean up underground also contributed to this increase, however, the mine was able to recycle some of its waste.



The environmental assistant changing a dust bucket for analysis purposes

All items marked with  have been assured

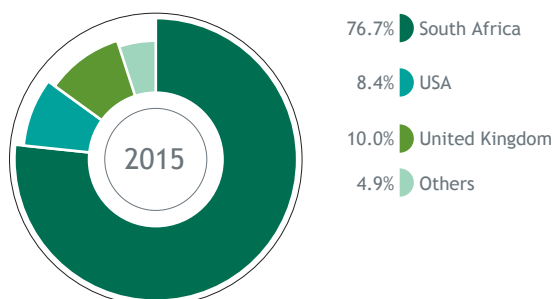


An employee of Fraser Alexander measuring the levels of the return water dam at BRPM

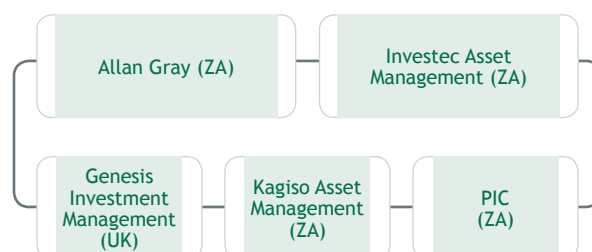
Shareholder statistics

as at 31 December 2015

Geographical analysis of countries holding in excess of 1% of RBPlat's free float



Top five institutional investors in RBPlat's free float



Register date: 31 December 2015

Issued share capital: 193 726 374 shares

Shareholder spread	Number of shareholders	%	Number of shares	%
1 – 1 000 shares	1 303	62.55	410 363	0.21
1 001 – 10 000 shares	420	20.16	1 174 225	0.61
10 001 – 100 000 shares	235	11.28	9 541 820	4.93
100 001 – 1 000 000 shares	108	5.18	28 507 562	14.72
1 000 001 shares and over	17	0.82	154 092 404	79.54
Total	2 083	100	193 726 374	100

Distribution of shareholders	Number of shareholders	%	Number of shares	%
Banks	38	1.82	8 024 302	4.14
Brokers	13	0.62	215 690	0.11
Close corporations	17	0.82	38 322	0.02
Endowment funds	18	0.86	407 157	0.21
Individuals	1 433	68.80	1 803 538	0.93
Insurance companies	22	1.06	1 525 237	0.79
Investment companies	3	0.14	71 413	0.04
Medical aid schemes	4	0.19	157 423	0.08
Mutual funds	128	6.14	30 358 325	15.67
Nominees and trusts	164	7.87	470 443	0.24
Other corporations	16	0.77	13 309	0.01
Own holdings	3	0.14	95 733 078	49.42
Pension funds	176	8.45	24 304 479	12.55
Private companies	46	2.21	7 759 038	4.01
Public companies	1	0.05	22 404 550	11.57
Sovereign wealth fund	1	0.05	440 070	0.23
Total	2 083	100	193 726 374	100

Public/non-public shareholders	Number of shareholders	%	Number of shares	%
Non-public shareholders	11	0.53	126 276 673	65.18
Directors	2	0.10	314 283	0.16
Associates and management	5	0.24	144 741	0.07
Own holdings	3	0.14	103 413 099	53.38
Strategic holdings (more than 10%)*	1	0.05	22 404 550	11.57
Public shareholders	2 072	99.47	67 449 701	34.82

Total	2 083	100	193 726 374	100
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Beneficial shareholders holding of 5% or more	Number of shares	%
Royal Bafokeng Platinum Holdings Proprietary Limited	101 333 105	52.31
Rustenburg Platinum Mines Limited	22 404 550	11.57

* Royal Bafokeng Platinum Holdings Proprietary Limited is accounted under "Own holdings"

Notice of Annual General Meeting

for the year ended 31 December 2015

Royal Bafokeng Platinum Limited

Incorporated in the Republic of South Africa

Registration number: 2008/015696/06

JSE share code: RBP and ISIN: ZAE000149936

Date of incorporation: 1 July 2008

(RBPlat or the Company)

This document is important and requires your immediate attention

If you are in any doubt as to what action to take, please consult your broker, Central Securities Depository Participant (CSDP), banker, attorney, accountant or other professional advisor.

If you have disposed of all your shares in the Company please forward this document, together with the enclosed form of proxy, to the purchaser of such shares or the broker, banker or other agent through whom you disposed of these shares.

Notice is hereby given that the seventh Annual General Meeting (AGM) of the Company will be held on Wednesday, 13 April 2016 at 10:00, subject to any cancellation, postponement or adjournment, in the Castello room at the Palazzo Hotel, Monte Casino Boulevard, Fourways. Shareholders' attention is drawn to the notes at the end of this notice, which contain important information with regard to shareholders' participation in the AGM, as well as certain explanatory notes regarding the resolutions to be proposed at the AGM.

Kindly note that in terms of section 63(1) of the Companies Act 71 of 2008 (the Act), meeting participants (including proxies) will be required to provide reasonably satisfactory identification before being entitled to participate in or vote at the AGM. Forms of identification that will be accepted include original and valid identity documents, a driver's licence or a passport.

Record date, proxies and voting

The Board of Directors of the Company (the Board) has determined, in accordance with section 59(1)(a) and (b) of the Act, that in order to be able to receive notice, attend, participate and vote at the AGM, the record date for holders to be recorded as shareholders in the securities register maintained by the transfer secretaries of the Company is Friday, 8 April 2016. The last date that holders can trade in the Company's shares and still be able to receive notice, attend, participate and vote at the AGM is Friday, 1 April 2016.

Electronic participation

The Company, if required, will offer shareholders reasonable access to participate at the AGM through electronic conference call facilities, in accordance with section 63(2) of the Act. Participants wishing to use these facilities are required to deliver written notice to the Company at The Pivot, No 1 Monte Casino Boulevard, Block C, 4th Floor, Fourways, 2021 (marked for the attention of Lester Jooste, Company Secretary) by no later than 10:00 on Thursday, 7 April 2016 advising that they wish to participate in the AGM via electronic medium. The valid written notice must be accompanied by a certified copy of the shareholder's or proxy's identity document, driver's licence or passport, in respect of an individual, and if not an individual, a certified copy of a resolution by the relevant entity and a copy of the identity documents, driver's licence or passports of the individuals who adopted the resolution will be required.

The Company reserves the right to elect not to provide electronic participation at the AGM, in the event that it determines that it is not practical to do so. Voting on shares will not be possible via electronic medium and, accordingly, shareholders wishing to cast their vote at the AGM will need to be represented in person or by proxy at the meeting.

The purpose of the AGM is to conduct such business as may be lawfully dealt with at the meeting and, in particular, if deemed fit, to pass the resolutions contained herein, with or without modification, in a manner required by the Act and the Listings Requirements of the JSE Limited (JSE Listings Requirements) on which the Company's ordinary shares are listed.

Presentation of the consolidated audited annual financial statements

The consolidated audited annual financial statements of the Company and its subsidiaries, incorporating the reports of the auditors, the Audit Committee, the directors and Social and Ethics Committee for the year ended 31 December 2015, as approved by the Board on 22 February 2016, are hereby presented to shareholders as required in terms of section 30(3)(d) read with section 61(8)(a) of the Act.

Notice of Annual General Meeting continued

Ordinary resolutions

1. Ordinary resolution number 1

Election of director

“Resolved that Mr V Nhlapo, who was appointed to the Board on 24 November 2015 and who retires by rotation in terms of the Memorandum of Incorporation (MOI) of the Company, being eligible is hereby elected as a non-executive director of the Company.”

2. Ordinary resolution number 2

Re-election of director

“Resolved that Prof L de Beer, who was appointed to the Board on 1 June 2010 and who retires by rotation in terms of the MOI of the Company, being eligible is hereby re-elected as an independent non-executive director of the Company.”

3. Ordinary resolution number 3

Re-election of director

“Resolved that Adv KD Moroka, who was appointed as a director on 1 June 2010 and who retires by rotation in terms of the MOI of the Company, being eligible is hereby re-elected as an independent non-executive director of the Company.”

4. Ordinary resolution number 4

Re-election of director

“Resolved that Mr MH Rogers, who was appointed as a director on 7 December 2009 and who retires by rotation in terms of the MOI of the Company, being eligible is hereby re-elected as an independent non-executive director of the Company.”

5. Ordinary resolution number 5

Reappointment of auditors

“Resolved that, upon the recommendation of the Audit and Risk Committee of the Board, PricewaterhouseCoopers (PwC) be and is hereby appointed as the independent external auditor of the Company until the next AGM.”

6. Ordinary resolution number 6

Election of Audit and Risk Committee member

“Resolved that, upon the recommendation of the Remuneration and Nomination Committee of the Board and subject to the adoption of ordinary resolution number 2, Prof L de Beer, an independent non-executive director, be and is hereby re-elected as a member and the Chairman of the Audit and Risk Committee, in terms of section 94(2) of the Act, to hold office until the conclusion of the next AGM.”

7. Ordinary resolution number 7

Election of Audit and Risk Committee member

“Resolved that, upon the recommendation of the Remuneration and Nomination Committee of the Board, Mr RG Mills, an independent non-executive director, be and is hereby re-elected as a member of the Audit and Risk Committee, in terms of section 94(2) of the Act, to hold office until the conclusion of the next AGM.”

8. Ordinary resolution number 8

Election of Audit and Risk Committee member

“Resolved that, upon the recommendation of the Remuneration and Nomination Committee of the Board, Mr MJ Moffett, an independent non-executive director, be and is hereby elected as a member of the Audit and Risk Committee, in terms of section 94(2) of the Act, to hold office until the conclusion of the next AGM.”

9. Ordinary resolution number 9

Election of Audit and Risk Committee member

“Resolved that, upon the recommendation of the Remuneration and Nomination Committee of the Board, Ms L Stephens, an independent non-executive director, be and is hereby elected as a member of the Audit and Risk Committee, in terms of section 94(2) of the Act, to hold office until the conclusion of the next AGM.”

10. Ordinary resolution number 10

General authority for directors to allot and issue ordinary shares

“Resolved that directors of the Company be and are hereby authorised, in addition to the authority granted under ordinary resolution number 11, and any authority they may have under the MOI or the Act or in terms of the Company’s existing employee share/option schemes, until the earlier of the date of the next AGM of the Company or the date 15 (fifteen) months from the date of this Notice of AGM, to allot and issue ordinary shares (including options and securities convertible into shares) on a non-pro rata basis representing not more than 5% (five percent) of the number of ordinary shares in issue as at the date of this Notice of AGM being 9 686 319 (nine million six hundred and eighty-six thousand three hundred and nineteen) ordinary shares of the Company, on such terms and conditions as the Board may, at its discretion, determine, subject to the limitations and provisions of the MOI, the Act and the JSE Listings Requirements, as applicable from time to time.”

11. Ordinary resolution number 11

General authority to issue shares for cash

“Resolved, as a separate and additional authority from that referred to in ordinary resolution number 10, that the directors of the Company be and are hereby authorised, until the earlier of the date of the next AGM of the Company or the date 15 (fifteen) months from the date of this meeting (the valid period), to allot and issue ordinary shares (including options and securities convertible into ordinary shares) (equity securities) representing not more than 10% (ten percent) of the number of ordinary shares in issue as at the date of this Notice of AGM (being 19 372 637 (nineteen million three hundred and seventy-two thousand six hundred and thirty-seven) ordinary shares) from the authorised but unissued shares in the capital of the Company for cash on a non-pro rata basis, subject to the MOI, the Act, and the JSE Listings Requirements, as applicable from time to time. It is recorded that the JSE Listings Requirements currently require that:

- (a) any issue by a listed company of equity securities for cash may not exceed 15% (fifteen percent) of the company’s listed securities as at the date of the notice of the AGM (which, for the purposes of this ordinary resolution number 11, shall be limited to 10% (ten percent)
- (b) the calculation of the company’s listed equity securities must be a factual assessment of the company’s listed equity securities as at the date of the notice of the AGM, excluding treasury shares
- (c) any equity securities issued under the authority during the valid period must be deducted from such number in (b) above
- (d) in the event of a subdivision or consolidation of issued equity securities during the valid period, the existing authority must be adjusted accordingly to represent the same allocation ratio
- (e) the equity securities will be issued to public shareholders, as defined in paragraphs 4.25 to 4.27, and not to related parties
- (f) the maximum discount at which equity securities will be issued is 10% (ten percent) of the weighted average traded price over the 30 (thirty) business days prior to the date that the price of the issue is agreed.”

In order for ordinary resolution number 11 to be approved, at least 75% (seventy five percent) of the votes cast by all equity securities holders present or represented by proxy at the AGM is required in terms of the JSE Listings Requirements.

Notice of Annual General Meeting continued

12. Ordinary resolution number 12

Approval of remuneration policy

“Resolved that the remuneration policy of the Company as set out on pages 32 to 35 of the integrated report be and is hereby approved through a non-binding advisory vote (excluding the remuneration of non-executive directors which is to be approved separately).”

13. Ordinary resolution number 13

RBPlat new harmonised employee incentive scheme rules

“Resolved that the harmonised employee incentive scheme rules of the Company (consolidating the various employee scheme rules under one umbrella), the draft rules of which will be tabled at the AGM and initialled by the Chairman of the AGM for purposes of identification, be and are hereby approved.”

The salient features of the harmonised employee incentive scheme rules are set out in the explanatory note on pages 138 to 139.

The percentage of voting rights required for ordinary resolution 13 to be adopted is 75% (seventy five percent) majority of the votes.

14. Ordinary resolution number 14

Scheme shares

“Resolved that the maximum number of ordinary shares which may be allocated and issued in respect of which shares or options may be granted to employees of the Company under its employee share and other incentive schemes (being the IPO scheme, the share option scheme, the bonus share plan, the forfeitable share plan, excluding the broad-based ownership plan or any scheme replacing the Mahube Share Trust), be increased in aggregate to 11 623 582 (eleven million six hundred and twenty-three thousand five hundred and eighty-two) (which, if all issued shares as at the current date and taking into account the fact that a number of these shares have already been issued, would constitute 6% (six percent) of the total issued share capital of the Company) (previously 9 932 884 (nine million nine hundred and thirty-two thousand eight hundred and eighty-four) representing 6% (six percent) of issued share capital) and that the directors be and are hereby authorised to allot, issue and/or grant options in respect of such shares (to the extent that they have not done so already under previous authorities) to its employees in accordance with the approved scheme rules.”

The percentage of voting rights required for ordinary resolution 14 to be adopted is 75% (seventy five percent) majority of the votes.

Special resolutions

15. Special resolution number 1

Financial assistance to related or inter-related parties

“Resolved as a special resolution that to the extent required in terms of, and subject to, the provisions of section 45 of the Act, the shareholders of the Company hereby approve of the Company providing, at any time and from time to time during the next 2 (two) years commencing on the date on which this special resolution number 1 is adopted, any direct or indirect financial assistance as contemplated in such section of the Act to any 1 (one) or more companies or corporations which are within the RBPlat Group (such related or inter-related companies or corporations hereinafter being referred to as ‘Group’) on such terms and conditions as the directors of the Company, or any one or more persons authorised by the directors of the Company from time to time for such purpose, deem fit.”

To the extent that special resolution number 1 is adopted by the shareholders of the Company, the directors of the Company will be able to adopt a resolution (the section 45 Board Resolution) authorising the Company to provide, at any time from time to time during the two-year period commencing on the date on which special resolution number 1 is adopted, any direct or indirect financial assistance as contemplated in section 45 of the Act to any one or more related or inter-related companies or corporations within the Group.

The section 45 Board Resolution will always be subject to the directors being satisfied that (a) immediately after providing such financial assistance, the Company will satisfy the solvency and liquidity test as referred to in section 45(3)(b)(i) of the Act; and that (b) the terms under which such financial assistance is to be given are fair and reasonable to the Company as referred to in section 45(3)(b)(ii) of the Act.

To the extent that the section 45 Board Resolution contemplates that such financial assistance (including the lending of money, guaranteeing a loan or other obligation and securing any debt or obligation in terms of section 45 of the Act) provided for in that resolution and any other during the same financial year will, in the aggregate, exceed one-tenth of one percent of the Company's net worth at the date of adoption of such resolution, the Company shall, for so long as it is required in terms of the Act, within 10 business days after the adoption of the section 45 Board Resolution, provide notice thereof to the shareholders of the Company and to any trade union representing employees of the Company. In any other case, for so long as it is required in terms of the Act, the Board will provide the shareholders with written notice of a section 45 Board Resolution within 30 business days of the end of the financial year.

16. Special resolution number 2

General authority to repurchase shares

"Resolved that the directors of the Company be and are hereby authorised, until the earlier of the date of the next AGM of the Company or the date 15 (fifteen) months from the date of this AGM, by way of a general authority to repurchase issued shares in the share capital of the Company or to authorise and/or procure that a subsidiary company purchase such shares in the Company, at such price and on such terms as the directors may from time to time determine subject to the MOI, the Act and the JSE Listings Requirements, as applicable from time to time, and subject further to the restriction that the repurchase or purchase, as the case may be, by the Company and/or any of its subsidiaries of shares in the Company of any class under this authority shall not, in aggregate, in any financial year, exceed 5% (five percent) of the shares in issue in such class as at the date of the AGM."

It is recorded that the JSE Listings Requirements and the Act currently require that a company or any of its subsidiaries may only make a general repurchase of the ordinary shares in that company if:

- a) any such acquisition of ordinary shares is effected through the order book operated by the JSE trading system and done without any prior understanding or arrangement with the counterparty (reported trades are prohibited)
- b) it is authorised in the company's MOI
- c) this general authority shall be valid until the company's next AGM or for 15 (fifteen) months from the date of passing of this special resolution number 1
- d) an announcement must be published as soon as the company or any of its subsidiaries have repurchased or acquired the relevant ordinary shares constituting, on a cumulative basis, 3% (three percent) of the number of ordinary shares of that class of shares in issue and for each 3% (three percent) in aggregate of the initial number acquired thereafter, in compliance with paragraph 11.27 of the JSE Listings Requirements
- e) acquisitions of shares by the company or a subsidiary of the company in aggregate in any one financial year do not exceed 20% (twenty percent) of the company's ordinary issued share capital of that class; however, this special resolution number 2 shall not exceed 5% (five percent) of the Company's ordinary issued share capital; and that the number of shares purchased and held by a subsidiary/ies of the company shall not exceed 10% (ten percent) in the aggregate of the number of issued shares of any class of shares of the company at the relevant times. This special resolution number 2, however, shall not exceed 5% (five percent) of the Company's ordinary issued share capital
- f) ordinary shares may not be acquired at a price greater than 10% (ten percent) above the weighted average of the market value at which such ordinary shares are traded on the JSE as determined over the 5 (five) business days immediately preceding the date of repurchase of such ordinary shares
- g) at any point in time the company and/or its subsidiaries may only appoint one agent to effect any repurchase
- h) a company and/or its subsidiaries may not repurchase any securities during a prohibited period, unless they have in place a repurchase programme where the dates and quantities of securities to be traded during the relevant period are fixed and which has been submitted to the JSE in writing prior to the commencement of the prohibited period.

Notice of Annual General Meeting continued

Statement by the Board of Directors of the Company

The Board, pursuant to the JSE Listings Requirements, hereby states that:

- (a) it has no specific intention at present for the Company or its subsidiaries to repurchase any of the shares of the Company as contemplated in this special resolution number 2 but considers that such a general authority should be put in place should an opportunity present itself to do so during the year, which is in the best interests of the Company and its shareholders
- (b) having considered the effect of the maximum repurchase possible under this resolution, if approved, it is of the opinion that for a period of 12 (twelve) months after the date of this notice:
 - > the Company and/or its subsidiaries (the Group) will be able, in the ordinary course of business, to pay their debts
 - > the assets of the Company and the Group, fairly valued in accordance with International Financial Reporting Standards, will exceed the liabilities of the Company and the Group
 - > the Company and the Group's ordinary share capital, reserves and working capital will be adequate for ordinary business purposes
 - > the working capital of the Company and the Group will be adequate for their ordinary business
- (c) a resolution has been passed by the Board of Directors authorising the repurchase, and confirming that the Company and its subsidiaries have passed the solvency and liquidity test and that since the test was performed there have been no material changes to the financial position of the Company and/or its subsidiaries.

The directors will also ensure that this is the case at the time of repurchase of the shares.

The directors whose names are set out on page 36 of the integrated report are not aware of any legal or arbitration proceedings that are pending or threatened, which may have, or have had, a material impact on the Group's financial position over the recent past, being at least the previous 12 (twelve) months.

JSE Listings Requirements disclosures

The directors, whose names are set out on page 36 of the integrated report, collectively and individually accept full responsibility for the accuracy of the information pertaining to this special resolution number 2 and certify that to the best of their knowledge and belief there are no other facts, the omission of which would make any statement false or misleading, and that they have made all reasonable enquiries in this regard, and that this resolution contains all information required by law and the JSE Listings Requirements.

The following additional information, some of which may appear elsewhere in the integrated report of which this notice forms part, is provided in terms of section 11.26 of the JSE Listings Requirements for purposes of the general authority contemplated above:



- > Major beneficial shareholders – page 128
- > Directors' interests in shares – page 7
- > Share capital of the Company – page 37.

Other than the facts and developments reported on in the integrated report, there have been no material changes to the financial or trading position of the Company and its subsidiaries since 31 December 2015 and the issuing of this notice to shareholders.

This authority includes an authority, by special resolution, to repurchase shares from a director or prescribed officer of the Company through the JSE order book, as required under section 48(8)(a) of the Act.

17. Special resolution number 3

Non-executive directors' fees

"Resolved, as a special resolution in terms of section 66(9) of the Act, that the level of non-executive directors' annual fees be and is hereby approved on the basis set out as follows:

	Per annum	
	2016 R	2015 R
Board Chairman (all inclusive fee)	1 333 217	1 333 217
Board member	295 127	268 297
Audit and Risk Committee Chairman	199 422	199 422
Audit and Risk Committee member	111 138	111 138
Remuneration and Nomination Committee Chairman	134 442	134 442
Remuneration and Nomination Committee member	100 832	100 832
Social and Ethics Committee Chairman	136 080	136 080
Social and Ethics Committee member	102 060	102 060

The R16 000 ad hoc meeting fee will remain unchanged, as well as all other fees, other than the Board member's fee.

Voting and proxies

Ordinary shareholders are entitled to vote on all the resolutions set out above. On a show of hands, every ordinary shareholder who is present in person or by proxy at the AGM will have one vote (irrespective of the number of ordinary shares held in the Company), and on a poll, every ordinary shareholder will have one vote for every ordinary share held or represented. All ordinary resolutions will, in terms of the Act, require the support of more than 50% of the voting rights of shareholders exercised thereon to be approved, other than ordinary resolutions number 11,13 and 14 which will require at least 75% of the total voting rights of shareholders present at the AGM, in person or by proxy.

All special resolutions will, in terms of the Act, require the support of at least 75% of the total voting rights of shareholders exercised thereon at the AGM to be approved.

Ordinary shareholders are entitled to attend, speak and vote at the AGM, or they may appoint a proxy to attend, speak and vote in their stead. Shareholders holding dematerialised shares not in their own name must furnish their CSDP or broker with their instructions for voting at the AGM should they wish to vote. If your CSDP or broker does not obtain instructions from you, it will be obliged to act in terms of the mandate signed or the completed proxy form attached.

Unless you advise your CSDP or broker before the expiry date of your intention to attend the AGM or to appoint a proxy to do so, the CSDP or broker will assume that you or your proxy will not be attending the AGM. If you wish to attend the AGM or to appoint a proxy to do so, you must obtain a letter of representation signed by your CSDP or broker prior to the AGM.

Shareholders with dematerialised shares in their own name, or who hold shares that are not dematerialised, and who are not able to attend the AGM and wish to have representation at the meeting, must complete, and submit to the transfer secretaries, the form of proxy attached, in accordance with the instructions contained therein, by no later than 10:00 on Monday, 11 April 2016. The completion of the form will not preclude the shareholder from subsequently attending the AGM.

Notice of Annual General Meeting continued

Questions

The Board encourages shareholders to attend and to ask questions at the AGM. In order to facilitate the answering of questions at the meeting, shareholders who ask questions in advance are encouraged to submit their questions in writing to the Company Secretary by 12:00 on Monday, 11 April 2016.

By order of the Board of Directors

LC Jooste

Company Secretary

Registered office

The Pivot, No 1 Monte Casino Boulevard
Block C, 4th Floor, Fourways, 2021
PO Box 2283, Fourways, 2055

Transfer secretaries

Computershare Investor Services Proprietary Limited
70 Marshall Street, Johannesburg, South Africa, 2001
PO Box 61051, Johannesburg, 2017

Explanatory notes

1. Presentation of the annual financial statements

At the AGM, the directors must, in terms of the MOI, the Act and the JSE Listings Requirements, present to shareholders the annual financial statements for the year ended 31 December 2015.

2. Election and re-election of directors (ordinary resolutions numbers 1 to 4)

In accordance with the MOI and the JSE Listings Requirements, one third of the non-executive directors (being those longest in office at the date of the AGM) must retire by rotation and directors appointed by the Board during the year must at each AGM offer themselves for re-election and election, respectively. Ordinary resolutions 1 to 4 are proposed to re-elect the directors who retire as directors of the Company by rotation in accordance with the MOI and who, being eligible for re-election, offer themselves for re-election.



A brief biography of the directors offering themselves for re-election is contained on page 36 of the integrated report and the Company's website www.bafokengplatinum.co.za. The Board, with the assistance of the Remuneration and Nomination Committee, has reviewed the composition and performance of the Board in accordance with corporate governance guidelines and transformation requirements and has recommended the re-election of the directors offering themselves for re-election.

3. Reappointment of the independent auditor (ordinary resolution number 5)

Following a formal governance process, PricewaterhouseCoopers have agreed to their reappointment and as such the reappointment has been endorsed and is recommended by the Board as the independent external auditors in terms of the Company's MOI and the Act.

The Audit and Risk Committee of the Company has assessed the appointment process and independence of the external auditors and is satisfied that no governance guidelines have been breached and that they have complied with the provisions of the Act. A non-audit service policy is in place to ensure the independence of the external auditors is maintained.

Ordinary resolution number 5 is therefore proposed to approve the appointment of PwC as the external auditors of the Company and to appoint Sizwe Masondo as the designated auditor of the Company.

4. Election of Audit and Risk Committee members (ordinary resolution numbers 6 to 9)

In terms of the Act, shareholders of a public company must elect the members of an audit committee at each AGM. The Nomination Committee has, in accordance with the recommendations and provisions of the King Code and Report on Governance for South Africa (King III), satisfied itself that the independent non-executive directors offering themselves for election as members of the Company's Audit and Risk Committee:

- > are independent non-executive directors as contemplated in King III, the Act and the JSE Listings Requirements
- > are suitably qualified and experienced
- > have an understanding of integrated reporting (including financial reporting), internal financial controls, external and internal audit processes, risk management, sustainability issues and the governance processes (including information technology governance) within the Company
- > collectively possess skills which are appropriate to the Company's size and circumstances, as well as its industry
- > have an understanding of International Financial Reporting Standards, South African Statements of Generally Accepted Accounting Practice and other financial and sustainability reporting standards, regulations and guidelines applicable to the Company
- > adequately keep up to date with key developments affecting their required skills set.

Ordinary resolutions numbered 6 to 9 are therefore proposed to re-elect Audit and Risk Committee members in terms of section 94(2) of the Act and the King Code.

For further details regarding the Audit and Risk Committee, please refer to page 28 of this integrated report.

A brief biography of the committee members offering themselves for election can be found on page 36 of the integrated report and the online integrated report.



5. General authority for directors to allot and issue ordinary shares (ordinary resolution number 10)

In terms of the MOI, the Company is authorised to issue the shares specified in Schedule 1 of the MOI, provided that, if required by the Act or the JSE Listings Requirements, the Company may only issue unissued shares to shareholders of a particular class of shares, pro rata, to the shareholders' existing shareholding, unless any such shares were issued for an acquisition of assets. Ordinary resolution number 10 is proposed, to the extent required by the Act or the JSE Listings Requirements, to grant the Board the general authority to issue up to 5% (five percent) of its shares on a non-pro rata basis (in addition to its authority to issue shares in terms of ordinary resolution number 10 and its existing authorities to issue shares under its employee share/option schemes) or to issue shares on a non-pro rata basis for an acquisition of assets). The authority will be subject to the Act and the JSE Listings Requirements.

6. Issue of shares for cash (ordinary resolution number 11)

In terms of the JSE Listings Requirements, a general authority for the directors to issue shares for cash requires shareholder approval. The directors also require approval in terms of the MOI to issue shares for cash on a non-pro rata basis. The existing authority granted by the shareholders at the previous AGM held on 14 April 2015 expires at the AGM to be held on Wednesday, 13 April 2016, unless renewed.

The Board has decided to seek renewal of this authority in accordance with best practice. The authority will be subject to the Act and the JSE Listings Requirements.

7. Approval of remuneration policy (ordinary resolution number 12)

In terms of the King III recommendations, shareholders should annually, through a non-binding advisory vote, endorse the Company's remuneration policy at the AGM, allowing shareholders to express their views on the remuneration policies adopted and the implementation thereof. Ordinary resolution number 12 is proposed to consider and approve, by way of a non-binding advisory vote, the remuneration policy of the Company, as set out in the Remuneration report on pages 32 to 35 of the integrated report as recommended by King III.

Notice of Annual General Meeting continued

8. Approval of RBPlat harmonised employee incentive scheme rules (ordinary resolution number 13)

The purpose of the new RBPlat harmonised employee incentive scheme rules (scheme rules) is to ensure that a uniform set of rules is applied by the Company to all underlying employee incentive schemes, being the share option scheme, the bonus share plan, the forfeitable share plan, the retention plan, the minimum shareholding scheme (which is subject to the approval of ordinary resolution number 13 by shareholders) and any other employee incentive scheme as may be introduced by the Board and which has been duly approved by shareholders and that the Board is given greater flexibility in establishing the criteria for granting and vesting of incentive awards in terms of the scheme rules that take into account the prevailing and/or changing market conditions.

The scheme rules comply with the requirements of section 97 of the Act. A copy of the scheme rules will be tabled at the AGM and is available for inspection during normal business hours at the Company's registered office or on the Company website (www.bafokengplatinum.co.za).



Summary of the principal terms of the scheme rules

Introduction

The Board of Directors of the Company is recommending to shareholders to approve the scheme rules. The scheme rules will be known as the RBPlat employee incentive scheme rules. The underlying employee incentive schemes would be subject to the maximum number of ordinary shares which may be allotted and issued in terms of ordinary resolution number 14 also to be approved by shareholders.

The objective of the underlying employee incentive schemes remains to drive longer-term focus on operational and business results, and to retain key operational employees for continuity and to maintain a stable environment.

The scheme rules have been prepared in accordance with Schedule 14 of the JSE Listings Requirements and any amendments would also comply with the necessary requirements. The key features and salient terms of the scheme rules are set out below.

Governance

The Board, through the Remuneration and Nomination Committee (Remco), shall be responsible for the administration and participation of the underlying employee incentive schemes. Shares that may be allocated under any of the underlying employee incentive schemes would continue to be allocated from the authorised but unissued shares of the Company or purchased on the market to satisfy the requirements of the underlying employee incentive schemes, subject to the approval by shareholders of ordinary resolution numbers 13 and 14.

Plan and individual limits

The aggregate number of shares that may be allocated under the underlying employee incentive schemes, together with any other plan adopted by the Company, is 19 372 637 (nineteen million three hundred and seventy-two thousand six hundred and thirty-seven) and the maximum number of shares to be allocated to any one participant in respect of all unvested and unreleased shares allocated in terms of any of the underlying employee incentive schemes shall not exceed the individual limits stipulated in Annexure A of the scheme rules. The aggregate number of shares and the individual limits equate to 10% (ten percent) and 1% (one percent) of the issued share capital of the Company, respectively, as at 31 March 2016. The aforesaid number of shares that may be utilised for the scheme as a whole will be adjusted in such a manner as the Board may determine to be appropriate in the event of a subdivision or consolidation of shares in the capital of the Company. Furthermore, in the event of a capitalisation issue, as special dividend, a rights issue or reduction of capital the number of equity securities that may be utilised per participant will be adjusted in such a manner as the Board may determine to be appropriate. In making such determination, the Board shall ensure that a participant is entitled to receive the same proportion of the equity capital to which he was previously entitled.

Eligibility

Any qualifying employee in the full time employ of the companies within the Group as selected by Remco may participate in the underlying employee incentive schemes, as defined in the scheme rules. Remco will establish the criteria for the grant of incentive awards (being an award of options, shares or cash in terms of a participation notice delivered to the employee) which criteria will be aligned with the strategic objectives of the Company, and shall include the aim of incentivising the participants for good performance, retaining critical skills for business continuity and contributing to the continued growth of the Company with a long-term horizon.

Method of participation

Incentive awards under the underlying employee incentive schemes are made when Remco determines it to be appropriate, but will normally be made once in a financial year, and are subject to Remco's discretion. Under the scheme rules, vesting dates will be aligned with a longer-term focus but will not exceed a seven-year period per vesting of incentive awards. Vesting of incentive awards will be conditional upon achievement of performance conditions and/or such criteria as determined by the Board.

Incentive awards may be subject to reduction or forfeiture if the performance criteria are not met. The performance targets will be determined by the Board to create direct alignment with the shareholder expectations and the Company strategy.

If the employment of a participant terminates as a result of a no-fault termination (for example, as a result of illness, retirement, dismissal for operational requirements, the undertaking of which he is a part ceasing to be part of the Group etc), then the vesting dates shall be accelerated to the date upon which the participant ceases to be a qualifying employee and, except where the Board directs otherwise, any unexercised incentive award will become exercisable immediately. In the event of the death of an employee the vesting dates are accelerated and his heirs or executors will receive an amount equal to the value of the incentive award. If the employment of a participant with any member of the Group terminates before the vesting date of any tranche/portion/whole of the incentive award for any reason other than those stipulated above, then the incentive award shall immediately be forfeited by the participant, unless the Board decides otherwise.

General provisions

No consideration shall be payable by the participant to receive an incentive award or on the vesting of such award, except when exercising options at the option price under the share option scheme.

Any additional allotted scheme shares and any shares awarded to participation in any scheme adopted by the Company from time to time, which are not subsequently issued to the identified participant/s for example as a result of forfeiture, will revert back to the scheme.

Scheme shares held by or under any of the underlying employee incentive schemes shall not have their votes at general or annual general meetings of the Company taken into account for the purposes of resolutions proposed in terms of the Listings Requirements nor for purposes of determining categorisations as detailed in Section 9 of the Listings Requirements.

Adjustments may be made to the rights of participants if the Company undertakes or undergoes a subdivision or consolidation rights offer, a bonus or capitalisation issue or reduction of capital, in terms of the scheme rules. Adjustments must be determined to be fair and reasonable to participants by Remco and the Company's auditors. The auditors must confirm to the JSE that such adjustments have been made in accordance with the provisions of the scheme in terms of the Listings Requirements. In the event of a change in control of the Company, Remco may accelerate the vesting dates to a date upon which the offer becomes unconditional.

Shares issued as consideration for an acquisition, the issue of shares for cash and the issue of shares for a vendor consideration placing will not be regarded as a circumstance requiring adjustment.

A summary of adjustment made in accordance with the provisions of the scheme rules in respect of shares must be reported in the annual financial statements of the Group in the year during which the adjustments are undertaken.

A participant's incentive award will have full shareholding rights, including voting and dividend rights, only after the shares awarded have vested, or in the case of an option, the option has been exercised by the participant and the incentive award have been registered in the participant's name.

Upon liquidation of the Company, the liquidator of the Company shall have the discretion to accelerate the relevant vesting dates to a date determined by the liquidator and to issue or purchase an incentive award in accordance with the vesting rules of the underlying employee incentive scheme.

Amendments to certain significant elements of the scheme rules are subject to shareholder approval by a 75% (seventy five percent) majority.

9. Approval of scheme shares (ordinary resolution number 14)

Shareholders at the AGM held on 17 April 2013 had previously approved that 9 932 884 (nine million nine hundred and thirty-two thousand eight hundred and eighty-four) ordinary shares 6% (six percent) of issued share capital at the time) be set aside for purposes of all RBPlat employee share incentive schemes, excluding any broad-based empowerment schemes. Following the increase in the ordinary issued share capital since the rights offer and accelerated bookbuild in 2014, the Company wishes to increase the number of shares which may be issued in terms of the employee share schemes (and presuming that ordinary resolution number 14 is adopted) to 11 623 582 (eleven million six hundred and twenty-three thousand five hundred and eighty-two) ordinary shares which remains at 6% (six percent) of the issued share capital as at 31 December 2015 being 193 726 374 (one hundred and ninety-three million seven hundred and twenty-six thousand three hundred and seventy-four) ordinary shares.

Notice of Annual General Meeting continued

The reserved shares would allow the Company flexibility to allocate such additional number of shares to such share schemes as deemed fit and appropriate in terms of the scheme rules.

In terms of the JSE Listings Requirements, any increase in the number of shares which may be issued under a company's employee share or incentive schemes must be approved by at least 75% of the votes cast by all securities holders present or represented by proxy at the AGM.

10. Financial assistance to related and inter-related parties (special resolution number 1)

In terms of section 45 of the Act, shareholders are required to approve, by way of a special resolution, any director or related or inter-related party loans. Given that such financial assistance exists between the companies within the Group and may be required in future, shareholders are requested to consider and grant such general authority, which shall be renewed every 2 (two) years.

The purpose of this special resolution is to grant the directors of the Company the authority to authorise the Company to provide direct or indirect financial assistance as contemplated in section 45 of the Act to any one or more related or inter-related companies within the Group.

11. General authority to repurchase shares (special resolution number 2)

The effect of special resolution number 2 and the reason for this resolution is to grant the Company or any of its subsidiaries a general approval in terms of the MOI, the Act and the JSE Listings Requirements, to acquire the Company's shares, which general approval shall be valid until the earlier of such next AGM of the Company or its variation or revocation of such general authority by special resolution at any subsequent general meeting of the Company, provided that the general authority shall not extend beyond 15 (fifteen) months from the date of this AGM.

The directors are of the opinion that it would be in the best interests of the Company to approve this general authority and thereby allow the Company or any of its subsidiaries to be in a position to repurchase the securities issued by the Company through the order book of the JSE, should the market conditions, tax dispensation and price justify such an action.

12. Non-executive directors' fees (special resolution number 3)

In terms of King III and the Act, the shareholders of the Company are required to approve by special resolution the fees to be paid to non-executive directors. Please see the Remuneration report on page 65 for additional information on non-executive director fees.

The Board believes that the proposed fees are competitive enough and will enable the Company to retain and attract people of the calibre required to make a meaningful contribution to the Company, having regard to the appropriate capability, skills and experience required. The Board, on the recommendation of the Remuneration and Nomination Committee, recommends to shareholders that these fees be approved.

Statutory disclosure

Proxies

In terms of section 58 of the Act, a shareholder entitled to attend and vote at the AGM is entitled to appoint a proxy or two or more proxies to attend, participate in and vote at the meeting in place of the shareholder. The proxy need not be a shareholder of the Company. (A proxy form together with a summary of section 58 of the Act pertaining to a shareholder's right to be represented by proxy is attached hereto.)

Proxy forms must be delivered to the Company at The Pivot, No 1 Monte Casino Boulevard, Block C, 4th Floor, Fourways, Johannesburg, marked for the attention of Lester Jooste, by no later than 10:00 on Monday, 11 April 2016.

Form of proxy

Royal Bafokeng Platinum Limited (RBPlat or the Company)

(Incorporated in the Republic of South Africa)

(Registration number: 2008/015696/06) (Share Code: RBP) (ISIN ZAE000149936)

Form of proxy for the seventh annual general meeting (AGM) to be held on Wednesday, 13 April 2016 at 10:00. For use by certificated ordinary shareholders and dematerialised ordinary shareholders with "own name" registration only.

Holders of dematerialised ordinary shares other than with "own name" registration must inform their CSDP or broker of their intention to attend the AGM and request their CSDP to issue them with the necessary authorisation to attend the AGM in person or provide their CSDP or broker with their voting instructions should they not wish to attend the AGM in person but wish to be represented thereat.

I/We

of (address)

being registered holder(s) of ordinary shares in the issued share capital of the Company hereby appoint:

1. or failing him/her
2. or failing him/her

the Chairman of the AGM as my/our proxy to vote on my/our behalf at the AGM of the Company to be held on Wednesday, 13 April 2016 at 10:00 for the purpose of considering and, if deemed appropriate to pass with or without modification the resolutions to be proposed at the meeting or at any adjournment thereof in respect of the shares registered in my/our name(s), in accordance with the following instructions:

			Number of ordinary shares		
			In favour	Against	Abstain
1	First item of business: Annual Financial Statements	To receive and adopt the Annual Financial Statements for the financial year ended 31 December 2015			
2	Ordinary resolution number 1	To elect Mr V Nhlapo as a director of the Company			
3	Ordinary resolution number 2	To re-elect Prof L de Beer as a director of the Company			
4	Ordinary resolution number 3	To re-elect Advocate KD Moroka as a director of the Company			
5	Ordinary resolution number 4	To re-elect Mr MH Rogers as a director of the Company			
6	Ordinary resolution number 5	To reappoint PricewaterhouseCoopers as the independent external auditors of the Company			
7	Ordinary resolution number 6	To elect Prof L de Beer as the Chairman and member of the Audit and Risk Committee			
8	Ordinary resolution number 7	To elect Mr RG Mills as a member of the Audit and Risk Committee			
9	Ordinary resolution number 8	To elect Mr MJ Moffett as a member of the Audit and Risk Committee			
10	Ordinary resolution number 9	To elect Ms L Stephens as a member of the Audit and Risk Committee			
11	Ordinary resolution number 10	To grant a general authority for directors to allot and issue up to 5% of the unissued share capital of the Company			
12	Ordinary resolution number 11	To grant directors a general authority to issue up to 10% of the unissued share capital of the Company for cash			
13	Ordinary resolution number 12	To approve via a non-binding vote the remuneration policy of the Company			
14	Ordinary resolution number 13	To approve the new harmonised incentive scheme rules			
15	Ordinary resolution number 14	To approve the maximum number of shares to be allocated and issued in respect of incentive schemes operated by the Company			
16	Special resolution number 1	To grant the directors a general authority to authorise the provision of financial assistance to related and inter-related companies or corporations whether directly or indirectly			
17	Special resolution number 2	To grant the directors a general authority to authorise the Company or any subsidiary/ies to repurchase its issued shares			
18	Special resolution number 3	To approve the non-executive directors' fees			

Please indicate with an "x" in the spaces provided above how you wish to vote. If no indication is given the proxy will vote at his/her discretion or abstain from voting.

Any member of the Company entitled to attend and vote at the meeting may appoint a proxy or proxies to attend, speak and vote in his/her stead. A proxy need not be a member of the Company. Every person present and entitled to vote shall, on a show of hands have one vote only, but on a poll, every share shall have one vote. Voting will be conducted by poll.

Signed at

on

2016

Signature

or assisted by

(where applicable)

Form of proxy continued

1. Any alternations must be signed, not initialled.
2. Documentary evidence establishing the authority of a person signing this form of proxy in a representative capacity must be attached to this form of proxy unless previously recorded by the Company or waived by the Chairman of the meeting.
3. 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 Company.
4. The Chairman of the meeting shall be entitled to decline to accept the authority of a signatory:
 - a. under a power of attorney; or
 - b. on behalf of a company,

Unless the power of attorney or authority is deposited with the Company, marked for the attention of Lester Jooste, Company Secretary, at The Pivot, No 1 Monte Casino Boulevard, Block C, Floor 4, Fourways, 2021, by not later than 10:00 on Monday, 11 April 2016.
5. The signatory may insert the name of any person(s) whom the signatory wishes to appoint as his/her proxy in the blank space(s) provided for that purpose.
6. The completion and lodging of this form of proxy will not preclude the signatory from attending the Annual General Meeting and speaking and voting in person thereat should such person wish to do so, to the exclusion of any proxy appointed in terms hereof.
7. If, in the appropriate place on the face of the proxy, there is no indication of how to vote in respect of any resolution, the proxy shall be entitled to vote as he/she deems fit in respect of that resolution.
8. The Chairman of the Annual General Meeting may reject or accept any form of proxy which is completed other than in accordance with these instructions, provided in the event of acceptance, he/she is satisfied as to the manner in which a shareholder wishes to vote.
9. If the shareholding is not indicated on the form of proxy, the proxy will be deemed to be authorised to vote the total shareholding registered in the shareholder's name.
10. Please insert an "X" in the relevant space according to how you wish your votes to be cast. However, if you wish to cast your votes in respect of a lesser number of shares than you own in the Company, insert the number of shares held in respect of which you wish to vote. Failure to comply with the above will be deemed to authorise the proxy to vote or abstain from voting at the meeting as he/she deems fit in respect of all the shareholder's votes exercisable at the meeting. A shareholder or his/her proxy is not obligated to use all the votes exercisable by the shareholder or by his/her proxy, but the total of the votes cast and/or in respect of which abstention is recorded may not exceed the total number of votes exercisable by the shareholder or by his/her proxy.
11. When there are joint holders of shares and if more than one such joint holder be present or represented, then the person whose name appears first in the securities register in respect of such shares or his/her proxy, as the case may be, shall alone be entitled to vote in respect thereof.

Summary in terms of section 58(8)(b)(i) of the Act

Please note that in terms of section 58 of the Act:

- > a proxy appointment must be in writing, dated and signed by the shareholder appointing the proxy
- > an individual may be appointed as a proxy, including an individual who is not a shareholder of the Company, to, among other things, participate in and speak and vote on a shareholder's behalf and more than one proxy may be appointed to exercise voting rights attached to different securities held by a shareholder
- > a proxy may delegate his/her authority to act on a shareholder's behalf to another person, subject to any restriction set out in the proxy appointment
- > a proxy appointment must be delivered to the Company before the proxy exercises any shareholder rights at the meeting
- > the appointment of a proxy or proxies will be suspended at any time and to the extent that a shareholder chooses to act directly and in person in the exercise of any of its rights as a shareholder at the meeting
- > the appointment of the proxy is revocable unless a shareholder expressly states otherwise in the proxy appointment
- > as the appointment of the proxy is revocable, the proxy appointment may be revoked by (i) cancelling it in writing, or making a later inconsistent appointment of a proxy and (ii) delivering a copy of the revocation instrument to the proxy, and to the Company. The revocation of a proxy appointment constitutes a complete and final cancellation of a proxy's authority to act on a shareholder's behalf as of the later of the date stated in the revocation instrument, if any, or the date on which the revocation instrument was delivered to the Company and the proxy as aforesaid
- > if a proxy appointment has been delivered to the Company, as long as that appointment remains in effect, any notice that is required by the Act of the Company's Memorandum of Incorporation be delivered by the Company to the relevant shareholder will be delivered by the Company to the shareholder or its proxy or proxies, if the shareholder has directed the Company to do so, in writing and paid any reasonable fee charged by the Company for doing so
- > a proxy is entitled to exercise, or abstain from exercising, any voting right of a shareholder at the meeting, but only as directed on the proxy appointment
- > the appointment of a proxy remains valid only until the end of the meeting or any adjournment or postponement thereof or for a period of one year, whichever is shorter, unless it is revoked by the shareholder before then on the basis set out above.

Glossary of terms and acronyms

4E	Four platinum group elements: Platinum, palladium, rhodium and gold	Employment equity	Percentage of historically disadvantaged South African managers in core and support functions in terms of the Mining Charter requirements
ABET	Adult basic education and training	EMPR	Environmental management programme report
Aids	Acquired immune deficiency syndrome	EMS	Environmental management system
Amplats	Anglo American Platinum Limited	Enrolled employee	A member of RBPlat's permanent workforce
ART	Antiretroviral treatment	EPS	Earnings per share
Au	Gold	ERM	Enterprise risk management
Base metal	A common metal that is not considered precious, such as copper, nickel, tin or zinc	ERP	Enterprise Resource Planning: A system of integrated IM services that reside in a common data warehouse, providing a platform to plan, track and manage the business resources and finances
B-BBEE	Broad-based black economic empowerment	ERRA	Employee relations recognition agreement
BPC	Business Planning and Consolidation: The overarching IM service that integrates all the various system outputs into a single platform where planning, consolidation, analysis and reporting is done on a continual basis as well as in cyclic events either monthly or annually	ESOP	Employee share ownership plan
BRMS	Bafokeng Rasimone Management Services Proprietary Limited	ESS/MSS	Employee Self Service/Manager Self Service
BRPM	Bafokeng Rasimone Platinum Mine	Fatality	Any death resulting from an unexpected and unplanned occurrence, including acts of violence on the premises of the Company. Deaths arising out of or in connection with work, irrespective of the time between the injury and the occurrence of the death
CAR	Continuous application of the rule	FIFR	Fatal injury frequency rate; the number of fatal injuries that have occurred in every 200 000 hours worked
CDP	Carbon Disclosure Project	GHG	Greenhouse gases, the gases present in the earth's atmosphere which reduce the loss of heat into space and contribute to global temperatures through the greenhouse gas effect. On earth the most abundant greenhouse gases are, in order of relative abundance: water vapour, carbon dioxide, methane, nitrous oxide, ozone and chlorofluorocarbons
Concentrate	The product of the process of separating milled ore into a waste stream (tailings) and a valuable mineral stream (concentrate) by flotation. The valuable minerals in the concentrate contain almost all the base metals and precious minerals. These minerals are treated further by smelting and refining to obtain the pure metals (PGMs, Au, Ni and Cu)	Gj	A gigajoule is equivalent to one billion joules and a joule is a unit of energy equivalent to one watt of power dissipated over one second
COSO	Committee of Sponsoring Organisations	Greenhouse gas emissions Scope 1 and 2	As per the Greenhouse Gas Protocol (GHG Protocol) jointly convened in 1998 by the World Business Council for Sustainable Development (WBCSD) and the World Resources Institute (WRI) protocol: Scope 1: LPG, acetylene gas consumption, the combustion of lubrication oil, explosives, generators (petrol and diesel), Company-owned vehicles (petrol and diesel); Scope 2: Electricity
CSI	Corporate social investment	GRI	Global Reporting Initiative, established in 1997 with the aim of designing globally applicable guidelines for the preparation of enterprise level, sustainable development reports
Cu	Copper	g/t	Grams per tonne, the unit of measurement of grade
DEA	Department: Environmental Affairs	HCT	HIV counselling and testing
Debt:equity ratio	Interest-bearing borrowings, including the short-term portion payable, as a ratio of shareholders' equity	HDSA	Historically disadvantaged South African
Decibel A	A-weighted decibels: Abbreviated as dBA, or dBa, or dB(a), an expression of the relative loudness of sounds in air as perceived by the human ear. In the A-weighted system, the decibel values of sounds at low frequencies are reduced, compared with unweighted decibels, in which no correction is made for audio frequency. This correction is made because the human ear is less sensitive at low audio frequencies, especially below 1000 Hz, than at high audio frequencies	HEPS	Headline earnings per share
Decline	A generic term used to describe a shaft at an inclination below the horizontal and usually at the same angle as the dip of the reef	HIV	Human immunodeficiency virus
DMR	Department: Mineral Resources	IIA	Institute of Internal Auditors
DOR	Developed ore reserves	ICT	Information communication technology
DWAS	Department: Water Affairs and Sanitation	IFRS	International Financial Reporting Standards
Earned value	Cost for actual work performed minus the budgeted cost for the work performed		
EBITDA	Earnings before interest, taxation, depreciation and amortisation		
EIA	Environmental impact assessment		

Glossary of terms and acronyms continued

IM	Information management	Measured mineral resource	"A 'Measured Mineral Resource' is that part of a Mineral Resource for which tonnage, densities, shape, physical characteristics, grade and mineral content can be estimated with a high level of confidence. It is based on detailed and reliable information from exploration, sampling and testing of material from locations such as outcrops, trenches, pits, workings and drill holes. The locations are spaced closely enough to confirm geological and grade continuity." (SAMREC 2007)
IM A	Immediately available ore reserves: Ground available for mining without any further development		
IMS	Immediately stopable faces: Fully equipped and spare mining faces that can be mined immediately		
In situ	The original natural state of the ore body before mining or processing of the ore takes place		
Indicated mineral resource	"An 'Indicated Mineral Resource' is that part of a Mineral Resource for which tonnage, densities, shape, physical characteristics, grade and mineral content can be estimated with a reasonable level of confidence. It is based on information from exploration, sampling and testing of material gathered from locations such as outcrops, trenches, pits, workings and drill holes. The locations are too widely or inappropriately spaced to confirm geological or grade continuity, but are spaced closely enough for continuity to be assumed." (SAMREC 2007)	Merensky Reef	The Merensky Reef is a layer in the Bushveld Complex (BC) containing one of the world's largest concentrations of platinum group metals (PGMs)
		MII	Mining Integration and Intelligence
		Milling	A process to reduce broken ore to a size at which concentrating can be undertaken
		Mineral reserve	"A 'Mineral Reserve' is the economically mineable material derived from a Measured or Indicated Mineral Resource or both. It includes diluting and contaminating materials and allows for losses that are expected to occur when the material is mined. Appropriate assessments to a minimum of a Pre-Feasibility Study and a Life of Mine Plan for an operation must have been completed, including consideration of, and modification by, realistically assumed mining, metallurgical, economic, marketing, legal, environmental, social and governmental factors (the modifying factors). Such modifying factors must be disclosed." (SAMREC 2007)
Inferred mineral resource	"An 'Inferred Mineral Resource' is that part of a Mineral Resource for which volume or tonnage, grade and mineral content can be estimated with only a low level of confidence. It is inferred from geological evidence and sampling and assumed but not verified geologically or through analysis of grade continuity. It is based on information gathered through appropriate techniques from locations such as outcrops, trenches, pits, workings and drill holes that may be limited in scope or of uncertain quality and reliability." (SAMREC 2007)	Mineral resource	"A 'Mineral Resource' is a concentration or occurrence of material of economic interest in or on the earth's crust in such form, quality and quantity that there are reasonable and realistic prospects for eventual economic extraction. The location, quantity, grade, continuity and other geological characteristics of a Mineral Resource are known, or estimated from specific geological evidence, sampling and knowledge interpreted from an appropriately constrained and portrayed geological model. Mineral Resources are subdivided, and must be so reported, in order of increasing confidence in respect of geoscientific evidence, into Inferred, Indicated or Measured categories." (SAMREC 2007)
IPA	Platinum Group Metals Association		
ISO 14001	The International Standards Organisation's standard for environmental management systems		
ISO 9001	The International Standards Organisation's standard for quality management		
King Code	King Report on Corporate Governance, a code of corporate governance issued by the King Committee on Corporate Governance and last updated in 2009 (King III)		
koz	Thousand ounces		
KPI	Key performance indicator, a measure of factors that are crucial for the success of an organisation and specific to that organisation or sector	Mining Charter	The Mining Charter was launched in 2010 to facilitate the sustainable transformation and development of the South African mining industry, with emphasis on a target of 26% black ownership of the country's mining assets by 2014
kt	Thousand tonnes		
ktpm	Thousand tonnes per month		
LHD	Load haul dump	Moz	Million ounces
LOM	Life of mine	MPRDA	Mineral and Petroleum Resources Development Act
LTI	Lost time injury: An occupational injury or illness that results in at least one day away from work on any rostered shift subsequent to the day on which the injury occurred. A fatality is also recorded as an LTI	MQA	Mining Qualifications Authority
		Mt	Million tonnes
		MTS	Mines Technical Services: A set of IM systems that support the various mine production disciplines such as planning, survey, geology, ventilation, rock engineering and safety
LTIFR	Lost time injury frequency rate: The number of lost time injuries per 200 000 hours worked		
MACHARORA	Made up of the four villages of Mafenya, Chaneng, Robega and Rasimone, surrounding our operations		
Mahube Trust	Royal Bafokeng Platinum Mahube Trust		

NAV	Net asset value: Total assets less all liabilities, including deferred taxation, which equates to shareholders' equity. Net asset value as a percentage of market capitalisation is shareholders' equity expressed as a percentage of market capitalisation	RPM	Rustenburg Platinum Mines
Ni	Nickel	SDDP	Syndicate Driven Development Programme: A strategic replacement initiative for some legacy MTS systems, in a syndicate that includes several key mining houses, the purpose being to embed desired functionality within an off-the-shelf application
NIHL	Noise-induced hearing loss	Section 54 stoppage	In terms of section 54 of the Mine Health and Safety Act 29 of 1996, if an inspector of mines believes that an occurrence, practice or condition at a mine endangers or may endanger the health or safety of people at the mine, the inspector may give any instruction necessary to protect the health or safety of people at the mine, including instructing that operations at the mine or a part of the mine be halted
NO _x	Oxides of nitrogen (nitric oxide and nitrogen dioxide) which are produced from the reaction of nitrogen and oxygen gas during combustion, especially at high temperatures	SHER	Safety, health, environment and risk
NUM	National Union of Mineworkers	SI	Serious/reportable injury or ill health as defined in terms of chapter 23 of the Mine Health and Safety Act or that renders the employee/contractor not being able to carry on his/her normal duties for a period from 14 days and longer
Number of days without injury during the year	The number of calendar days on which no injury was reported or recorded at the BRPM Clinic. This can be for a specific area or the total mine, depending on the area being reported on in the reporting period	SIFR	Serious injury frequency rate. The number of serious injuries that have occurred in every 200 000 hours worked
Number of employees counselled	The number of employees that received HIV counselling prior to deciding if they will accept the HIV test. HIV counselling is compulsory for all employees during initial and periodic medical surveillance examination	Silicosis	A lung disorder resulting from long-term occupational exposure to low amounts of silica dust
Number of employees currently on ART	The number of employees that have been identified as being HIV positive as indicated by the HIV test results and where the CD4 count is 350 or below	SLP	Social and labour plan: The MPRDA requires submission of the social and labour plan as a prerequisite for the granting of mining or production rights to develop and implement comprehensive human resources development programmes, including employment equity plans, local economic development programmes and processes to save jobs and manage downscaling and/or closure
OEM	Original equipment manufacturer	SRI	Socially responsible investment or sustainable investment takes into account environmental, social and corporate governance criteria to generate long-term competitive financial returns and positive societal impact
OHSAS 18001	An Occupational Health and Safety Assessment series for health and safety management systems. It is intended to help organisations control occupational health and safety risks. It was developed in response to widespread demand for a recognised standard against which businesses can be certified and assessed	TARP	Trigger action response plan. Major accidents are usually preceded by indications of trouble (triggers). A TARP identifies these indicators and specifies appropriate action to be taken when they occur
Pd	Palladium	TIFR	Total injury frequency rate per 200 000 hours worked for all injuries reported from anybody who got injured while conducting work at RBPlat operations
PGE	Platinum group elements	TMM	Trackless mobile machinery
PGM	Platinum group metals: Six elemental metals of the platinum group nearly always found in association with each other. These metals are platinum, palladium, rhodium, ruthenium, iridium and osmium	UNGC	United Nations (UN) Global Compact
pM10	Particulate matter less than 10 micrometres in diameter	WHO	World Health Organisation
Powertrain	The mechanism that transmits the drive from the engine of a vehicle to its axle	Workforce	Includes both enrolled employees and volume contract workers
PPE	Personal protection equipment	WPIC	World Platinum Investment Council
Pt	Platinum		
RBA	Royal Bafokeng Administration		
RBED	Royal Bafokeng Enterprise Development		
RBH	Royal Bafokeng Holdings		
RBI	Royal Bafokeng Institute		
RBN	Royal Bafokeng Nation		
RBR	Royal Bafokeng Resources		
Risk decomposition	Relying on a decomposition of portfolio risk into factors to guide investment decisions		

Administration

Shareholders' diary

Financial year end:
31 December of each year

Interim period end:
30 June of each year

Integrated report and financial statements

(mailed to shareholders)
4 March 2016

Administration

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Registration number: 2008/015696/06
Share code: RBP
ISIN: ZAE000149936

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