

Annual Report 30 June 2015

# **CONTENTS**

3	Corporate profile
4	Vision, mission, strategy
5	Chairman's letter
8	CEO's review
11	Directors' report
16	Corporate governance statement
18	Directors' responsibilities
19	Independent auditor's report
20	Consolidated statement of comprehensive income
21	Consolidated statement of financial position
22	Consolidated statement of changes in equity
24	Consolidated statement of cash flows
25	Notes to the consolidated financial statements
73	Additional information for listed public companies
74	Glossary of terms

#### **CORPORATE PROFILE**

Sylvania Platinum Limited is a low-cost producer of platinum group metals (PGM's) including platinum, palladium and rhodium. The Company's core business is the retreatment of PGM rich chrome tailings material. The Company also holds prospecting and mining rights for a number of PGM projects on the Northern Limb of the Bushveld Igneous Complex.

In order to strengthen the Company's position as a low-risk specialist in the low-cost production of PGM's, Sylvania operates according to the following business priorities:

- Identifying projects that balance minimal operational and financial risk with the potential for high margins;
- Ensuring that the management teams are always well resourced with the right combination of skills;
- Focus on cash generation during uncertain economic times; and
- Continually apply appropriate practices/technology to maintain the Company as a lower quartile producer.

The Company focus is on cash generation and will return dividends to shareholders according to the dividend policy.

# VISION, MISSION, STRATEGY:

Vision: To be the leading mid-tier, lowest unit cost, platinum group metals ("PGM's") mining company

Mission: To generate wealth for all of our stakeholders using safe and innovative processes with a focus on

PGM's while exploiting any value-adding associated minerals

Values: We value the safety and health of all:

• Employees are at the heart of our company;

• We place their safety and health above all else in everything that we do.

We value the fundamental rights of people:

• We treat all people with dignity and respect.

We value honesty and integrity:

• We act honestly and show integrity by continually striving towards "doing what we say we are going to do" and showing commitment towards our accountabilities of delivering high performance outcomes, thus projecting an image of professionalism and meeting the expectations of our colleagues, investors, business partners and social partners.

We respect the environment:

• We act in a manner that is sustainable and environmentally friendly, applying professional and innovative methods.

We value the culture, traditional rights and society in which we operate:

• Our actions will support the communities in which we work while honouring their heritage and traditions.

#### Letter to fellow shareholders

As I write this letter, I am reminded of what is known as 'the law of holes'! In an industry as challenged as that of the South African platinum industry it may be time to reflect on that law which is summarised as follows: 'when in a hole, stop digging!'.

Let me begin by stating that the past financial year was not an easy one. After starting the year at \$1,497/oz, the platinum price quickly moved into steady decline, closing the financial year at \$1,078/oz (and declining further as this letter is written). The prices of platinum's sister metals also declined, and with Sylvania's exposure to the rhodium price further pain was experienced. The price decline was partly mitigated by the SA Rand's decline against the US dollar but, in a market that has been oversupplied and in which production additions are still being made to increase mine capacity and where high-cost production is being cross-subsidised, it was and is necessary to be ultra-cautious. This, your management have been.

Certainly, labour relations have improved, but this should be seen in the context of the five-month strike that affected the platinum sector during the first half of calendar year 2014, and the increasing civil unrest in parts of the platinum belt.

So, as I review Sylvania's operational performance over the past financial year, management is to be commended for not only achieving guidance but for exceeding it. This success was due to an unremitting focus on safety, grade and cost controls. That being said, while cost performance might have been better, it was acceptable and metallurgical recoveries across operations improved on those in the previous year, with the exception of those at the Steelpoort plant.

Our safety record was maintained in the past year, with above average performances at Steelpoort, Tweefontein and Mooinooi in particular, which reached seven years, three years and 500 days Lost Time Injury ("LTI") free respectively during the last quarter. In terms of safety stoppages, the Company did not receive any issued by the Department of Mineral Resources ("DMR") during the year, however were impacted by those issued to the host mine and which stopped production periodically at the Mooinooi and Millsell plants during the third quarter.

Overall, our plants achieved acceptable metallurgical recoveries within specifications. Although down 4% year-on-year it is prudent to consider that our Millsell, Lannex and Doornbosch operations commenced with second pass treatment during the second quarter as well as final scrapings at the Steelpoort dump, all contributing to a lower feed grades and plant feed instability during the transition periods. Taking this into consideration, operations performed well in the circumstances. Contributing to this improved performance were the benefits derived from the streaming of output into one smelter which enabled us to optimise grade and to better control chrome content and so minimise penalties. This streaming of production followed the implementation of the new offtake agreement alluded to in my letter last year and which has enabled us to treat the Sylvania Dump Operations ("SDO") as a unitary entity rather than as seven individual plants.

The 9% decrease in unit operating costs is commendable within the context of the challenging operating environment yet we aim to reduce this even further. Costs were driven by a combination of inflationary pressures and disruptions caused by equipment failure, maintenance requirements and power-related stoppages. Electricity, for example, now constitutes 11% of our operating costs, having escalated from being 8% just five years ago.

Labour costs, which are between 40% and 50% of operating costs for primary producers, constitutes around 35% of operating costs at Sylvania and have been well-controlled. Recruiting and retaining the engineering skills-set required by our plants remains challenging. The diminishing pool of artisans available in the country has compounded the challenge regarding maintenance and equipment failure and is a consequence of past actions by the mining industry and others in abandoning their artisan training programmes.

Group capital expenditure at \$4 million for the year under review remains under tight control, with the major spend being on the tailings facilities and conversion to hydro-mining as described elsewhere in this report and of which the full benefits will flow through in the new financial year.

A year ago we said that dump retreatment would be a priority and this has not changed. We did however continue with legal and licensing expenditure at Volspruit, as well as with legal and geology expenditure at Grasvally. The reality is that our shallow prospects along the northern limb can only be turned to account when market conditions improve.

At the financial year end, the Volspruit project was awaiting the independent review of its Environmental Impact Assessment ("EIA") which will determine the granting of its environmental authorisation. This in turn affects the granting of the Mining Authorisation by the. However, this assessment has still to be finalised as I write. We remain committed to providing all information, further clarification and additional mitigation requested by the authorities and are optimistic that the required authorisations will be granted. Exploration at Grasvally is due to be completed around October 2015 and we anticipate that an application for authorisation to mine will be made thereafter.

As the Company has no intention of becoming a Chrome miner, the Grasvally project will most likely be available for sale during the 2016 financial year. Our ambition is to be a platinum miner at Volspruit and to do so we would need to raise substantial capital or find a joint-venture partner. However, both of these options are uncertain given the availability of mining capital in the current market.

Employee relations at Sylvania remain good, with no internal disputes having arisen during the year. However, community instability and protest action resulted in the loss of some 20 working days in total for both the Western and Eastern operations as our employees were impeded from getting to work. The protests in and around the areas in which we operate are unrelated to the Company, with protestors citing regional service delivery failures as the cause of discontent. Unemployment remains a significant challenge in these areas, and will continue to rise as some of the major companies implement their restructuring programmes.

Owners of platinum equities may have left the mining space but they have not left Sylvania. We are on track in terms of this cautious strategy as evidenced by our cash holding. Moreover, we have managed to acquire, on an opportunistic basis, 5.6 million of Sylvania's own shares over and above the 1.7 million that were held in treasury at the end of the last financial year. These shares were used to satisfy the employee share option plan and bonus shares awards, enabling us to avoid issuing an additional 5 million shares at a zero strike price. This is a sound application of capital and avoids shareholder dilution. Admittedly, there has been no return to investors yet, but this is largely because of the dollar metal price collapse, which was not fully offset by the subsequent weakening of the SA Rand. However, if we had had January's prices all the way through to June, we would probably have had approximately \$1.1 to \$1.4 million potentially available for distribution – a rather meaningful sum in our lives.

#### Looking ahead

Given the current market for platinum group metals, we need to be ever more restrained in our approach. At the time of writing, the platinum price has fallen below \$1,000/ounce and I am not convinced that it will recover in the near term. The market remains over-supplied and low prices have yet to result in mine closures or production cuts and when this is juxtaposed with power interruptions and regulatory interventions, a cautious approach to production costs and cash flow is even more warranted.

The platinum industry is faced with many challenges but, to quote a recent Wall Street Journal article, is it 'one to be completely avoided'. At the end of the financial year, Sylvania remained cash generative on a post-capex basis despite the context of falling prices and when measured against a bloodbath in valuations elsewhere in the sector, our share price performance has been stable. At the financial year end, we had a positive cash balance of over \$8 million which, with the deleterious effect of the deterioration in the dollar prices of PGMs in the last quarter of the year, can only serve to help us weather the new financial year which promises to be tumultuous.

As a low-cost producer, we are well positioned to progress prudently in current markets. As I said in my letter of last year: "shareholders would sooner hold shares in lower-risk, cash generative companies that deliver cash returns to shareholders than in more speculative ventures seeking new shareholder funds to finance comparatively risky mining operations". My opinion remains unchanged.

Looking forward to the 2016 financial year, the first half will certainly be difficult. The platinum space has been surrendered to the financial markets and the fundamentals are struggling. Currently, future demand appears to be on track and the supply side must catch up eventually. At present we are caught in a market distorted by the overhang of a large supply of metal in speculative holdings which are only slowly unwinding. Consequently, we are planning on a difficult first half in which platinum prices will not be in our favour.

Operationally, we remain positive despite current difficult conditions and will continue to pursue the benefits of optimising our operations. We shall keep an eye on costs and, given that we are working to resolve the technical problems at Mooinooi and that all other operations have approached or are at steady state, we expect to produce

55,000 ounces in the coming financial year at a cash cost of under \$700/oz with a capital expenditure cap of \$3 million.

Prior to closing, let me dwell further on a recent near miss. Paraphrasing from a piece in The Business Day of 22 July 2015 - The five or so tons of platinum South Africa produces each year is overwhelming the market and platinum miners, being the go-getters that they are, cannot be persuaded to moderate their output to balance the market. We were, however, recently spared a possible glut when an asteroid with a 90 million ton core of pure platinum passed within, in galactic terms, a whisker of our planet.

If our mining companies had been quicker off the mark, they might have extracted enough metal from the flying rock to cover the entire Bushveld Complex with platinum to a depth of a foot, give or take a few inches. Mind you, had the asteroid landed on top of the Bushveld Complex, our present problems might have seemed as trifling as this interlude.

Finally, my sincere thanks go to Grant Button who leaves Sylvania after being involved with the Company for 14 years, 11 of which he served on the Board. His experience and knowledge gained over the course of his career, both with Sylvania and with other reputable entities, proved invaluable to the Company and contributed to its growth. All of us at Sylvania wish him well in his further endeavours. Effective 1 May 2015, Mr Button was succeeded as a non-executive director by Eileen Carr. Eileen has more than 25 years' experience within the resources sector. I welcome Eileen to our Board and am confident that she will make a positive contribution to our Company.

In conclusion, I must thank our management team, our employees and our contractors, as well as our host mines. Without your continued support and contribution, the Company would not be where it is today, nor would it have succeeded, as it did, in coping with the difficult conditions experienced in the greater platinum sphere.

Keep processing, not digging!

Stuart Murray

Chairman

#### **CEO'S REVIEW**

During the 2015 financial year, the platinum sector has been faced with some difficult market conditions, however, with continuous production and technical focus, as well as improvement initiatives across all operations contributing towards an improved and more stable production environment, Sylvania has seen PGM ounce production records being achieved by the Company for the second consecutive year. Where I have praised the competence of our management team previously, it goes without saying that we could not have achieved what we have without their continued dedication and effort to attaining the goals set by the Board. In my review of last year I stated that "our focus will be on value creation through free cash flow generation and maintaining consistent production of PGM ounces, as well as pursue shareholder-friendly uses of cash aiming to drive growth in equity value through cash flow generation." I believe this is what we have done.

#### 2015 Financial Performance

The Group cash balance at 30 June 2015 was \$8.4 million. The Group cash increased by \$3.1 million (58%) from \$5.3 million in the prior year with cash generated from operations growing 78% to \$9.1 million. The Group cash profit (earnings after interest and tax paid, before non-cash items including depreciation, amortisation, impairment, foreign exchange loss, share-based payments, rehabilitation provision movements and deferred tax) was \$8.4 million. During the year, \$0.6 million was spent on exploration activities and \$2.7 million on the stay in business capital for the SDO plants (FY2014: \$1.2 million). A repayment of \$0.5 million was received from Ironveld Holdings (Pty) Ltd under the terms of the loan agreement entered into with Ironveld Plc. The impact of the exchange rate fluctuations on cash held at year end was \$1 million. As at 30 June 2015, the group cash balance grew by 8% from \$7.8 million reported at the end of H1 to \$8.4 million H2.

We are pleased to report that the company achieved a profit after income tax of \$1.7 million and general and administrative costs are also down by 18% from \$4.0 million in 2014 to \$3.3 million this year, with gross profit showing a 51% growth year-on-year from \$4.3 million in 2014 to \$6.5 million. Group capital expenditure is furthermore down by 27% to \$4 million from \$5.5 million in 2014 and our revenue remained stable increasing marginally to \$47.8 million (FY2014: \$47.2 million) despite adverse market conditions.

# 2015 Operational Performance

Once again total SDO production set a Company annual record of 57,587 ounces, a 7% increase from the previous record achieved in 2014 of 53,808 ounces. This is not only in excess of the stated guidance of 53,000 ounces provided in our report of last year, but also exceeds our revised guidance of between 55,000 and 57,000 ounces announced in our third quarter report. The Company has previously only met stated guidance once before, being the previous financial year, and management are to be commended for their continued efforts which are now beginning to reap the rewards.

The SDO began the year well with achieving its sixth consecutive quarter of continuous growth during the first quarter of the financial year. This tapered off during the second and third quarter largely as a result of the start-up and commissioning of hydro-mining, the planned holiday shut down period which affected December and January's supply of current arisings as well as a structural failure on the Lannex plant's thickener which resulted in some downtime at the plant. Community unrest as a result of poor municipal service delivery alluded to by our Chairman in his report furthermore exacerbated operating conditions at our Eastern operations as employees were prevented from entering the plants.

Feed material to the operations declined slightly from the second quarter onwards due to commencement of second-pass treatment at Millsell, Lannex and Doornbosch, as well as the final scrapings at the Steelpoort dump, but these stabilised at lower production rates to align with the annual guidance. As a result, plant feed tons for the year are down 15% to 2,129,352 tons from 2,510,029 tons recorded in 2014, however the 13% increase in feed head grades from 2.05g/ton to 2.31g/ton, combined with subsequent upgrading of the PGM's before flotation, contributed to the record annual production achieved.

Revenue increased by 1% year-on-year to \$47.8 million, up from \$47.2 million in 2014 despite a 13% drop in the gross basket price from \$1,224/oz in 2014 to \$1,072/oz. SDO EBITDA also improved by 13% to \$12.6 million from \$11.2 million recorded in 2014 with cash costs per PGM feed ton increasing marginally by 3% to \$32/ton (FY2014: \$31/ton). Cash costs per 3E & Au ounce however decreased by 9% to \$603/oz from \$665/oz disclosed in the prior year. SDO capital expenditure has increased 129% when compared to FY2014 as a result of the construction of new tailings facilities at Lannex, Doornbosch and Tweefontein, as well as the changeover

from mechanical mining of the dumps to a hydro-mining process. However, the hydro-mining conversion is expected to reduce mining costs by up to 20% overall, on an annual basis.

#### **Employee Safety, Health and the Environment**

The Company has again demonstrated a good health, safety and environmental record during the financial year, evident of its position as a low-risk specialist in the low-cost production of PGM's. There was one LTI during September 2014 where an employee at the Millsell operation sustained a fracture to his finger tip during maintenance operations, after the operation had been LTI-free for over five years. Another LTI occurred at the Lannex plant in January 2015, where an artisan fractured a finger whilst maintaining a pump. All other operations were LTI-free, particularly notable is the Steelpoort Plant which has been LTI-free for more than seven years while Tweefontein and Mooinooi achieved the significant milestones of 3 years and 500 days LTI-free during the final quarter of the year respectively.

There were no significant production losses from Section 54 stoppage notices issued by the DMR at any of the Sylvania operations, however a five-day safety stoppage issued by the DMR at the host mines of the Mooinooi and Millsell plants indirectly affected production during the third quarter.

The Company remains committed to zero harm and will continue to focus on health and safety compliance at all operations in order to eliminate safety deviations and to maintain the high standards of the overall culture and condition of our operations.

# **Empowerment and Social Responsibility**

As stated in my report of last year, the Company is committed to its transformation and social responsibility commitments as prescribed in legislation and guidelines in the mining sector, as well as our corporate vision, mission and goals. As such, we have embarked on a Training and Development intervention which is aimed at improving the technical skills of our workforce, the essence being to align all employees within our plants against our approved job profiles. We have furthermore been actively involved within our areas of operation by supporting the local communities with various projects which include feeding programmes, supply and maintenance of borehole pumping equipment, as well as technical and administration expertise.

#### **Far Northern Limb Operations**

#### Harriet's Wish, Aurora and Cracouw Exploration

The Company was pleased to receive word that the mining rights for PGMs and iron ore, vanadium and heavy minerals were awarded to its subsidiary, Hacra Mining and Exploration (Pty) Ltd. The official signing to execute the mining right has been delayed pending a request to the DMR to reduce the amount of financial provision for rehabilitation. On 6 August 2015, the DMR agreed to reduce the financial provision to R6 million. A financial guarantee will be issued and arrangements made with the DMR for execution of the right, which will subsequently be followed by a Section 11 Application in terms of the Mineral and Petroleum Resources Development Act ("MPRDA") to transfer the right to mine iron ore, vanadium and heavy minerals to Ironveld Plc in terms of the Iron Ore transaction concluded in FY2013.

# Volspruit

Sylvania continues to await the outcome of the Mining Right Application ("MRA") from the DMR for the Volspruit project. As alluded to in previous announcements, this appears to rest on the decision taken by the Limpopo Department of Economic Development and Environment ("LEDET") whether to grant an Environmental Authorisation to mine. The Company remains confident that every effort has been taken in the preparation of the Environmental Impact Assessment ("EIA") and Environmental Management Plan ("EMP"). Referrals by both the Company and LEDET for independent peer review of the EIA raises confidence that the decision will be favourable.

LEDET requested clarification from Sylvania on certain aspects of the EIA, as well as an instruction to provide for biodiversity and wetland offset strategies which will form the basis of implementing remediation towards a zero net impact should planned mitigation during the mine's operation prove to be insufficient. The response, in the form of an addendum to the report, was released for public review and comment and will result in a decision by LEDET being taken within the following six months, if not sooner.

As was announced in our interim report released 16 February 2015, public participation towards the Water Use License Application ("WULA") was held during February 2015 and included a presentation on the findings of the extensive testing conducted during the Nylsvlei River flood event witnessed in the prior year. Submission of the application will require preliminary detailed civil designs of all dam facilities. As civil designs will result in further costs, these have been postponed pending the decision on the MRA and environmental authorisation as part of our continual focus on improvement of cost controls.

#### **Grasvally Chrome Operation**

Also announced in our interim report, the Company obtained permission from the DMR in terms of section 20 of the MPRDA to remove and dispose of a bulk sample of the minerals recovered during the course of the prospecting activities. It was believed that test work to be done would prove that the chromite is of unusually high quality by South African standards. It has since been found that the Grasvally resource contains some of the best quality chromitite in the country, comparable with Turkish-grade chromitite, and presents a very exciting opportunity should the Company wish to diversify its operations or decide to sell this asset.

Exploration continued over the northern portions of the property in order to declare a South African Mineral Resources Committee ("SAMREC") compliant resource which will be required in order to apply for a mining right over the resource. Using all data acquired during the course of exploration by way of an extensive drilling programme totalling some 2,539m, a 3D model of the complete resource will be developed over the whole property and incorporate the previously published southern resource model. This will describe both the shallow resource minable by opencast methods, as well as the deeper underground resource which will be classified in accordance with the SAMREC regulations as indicated and inferred respectively.

# **Outlook**

As our Chairman has said, we are facing some tumultuous times during the financial year ahead, especially during the first half. Consequently, our focus moving forward will be on ensuring tight control over operating costs and capital expenditure as well as ensuring that planned production targets and efficiencies are met. We are continuously assessing the market conditions and the performance of our operations to ensure that we can respond promptly to potential changes.

Our aim is to achieve a production target of 55,000 PGM ounces at a cash cost of under \$700/oz and a capital expenditure cap of \$3 million for the financial year 2016.

Terry McConnachie

**Chief Executive Officer** 

J. Wmodi

#### **DIRECTORS' REPORT**

Your directors present their report on the consolidated entity (the "Group") consisting of Sylvania Platinum Limited (the "Company" or "Sylvania") and the entities it controlled at the end of, or during, the financial year ended 30 June 2015. Sylvania is a limited company incorporated and domiciled in Bermuda. Unless otherwise stated, the consolidated financial information contained in this report is presented in US Dollars.

#### **Directors**

The names of the directors who held office during or since the end of the year and until the date of this report are as follows.

SA Murray (Independent Non-executive Chairman)

TM McConnachie (Chief Executive Officer)

GM Button (Non-executive Director – resigned 30 April 2015)

RA Williams (Independent Non-executive Director)

E Carr (Independent Non-executive Director – appointed 1 May 2015)

The directors of Sylvania were in office from 1 July 2014 unless otherwise stated.

#### **Information on directors**

#### **SA Murray**

Mr Murray has over 25 years of executive experience in the Southern African platinum sector, commencing his career at Impala Platinum's Refineries in 1984. He held a number of positions at Impala Platinum, Rhodium Reefs Ltd, Barplats, and Middelburg Steel and Alloys, before joining Aquarius Platinum Limited in 2001 as Chief Executive Officer, holding that position until 2012. He is currently a non-executive director of Talvivaara Mining Company Plc, the Finnish nickel miner and on 22 July 2015 joined Luiri Gold Limited as Deputy Chairman and Managing Director.

#### Special responsibilities

Independent Non-executive Chairman of the Board Member of the Remuneration Committee

#### TM McConnachie

Mr McConnachie has over 26 years of experience in mining, beneficiation of ferroalloys and precious metals. He was the founder of Merafe Resources Limited (formerly South African Chrome & Alloys Limited), a successful chrome mining company, black empowered and listed on the Johannesburg Stock Exchange. He is well known for identifying mining opportunities and has started many new green-field operations in gold, manganese, aluminium, graphite and tantalite. He has been CEO of a number of mining, mining services and smelting companies in South Africa.

#### Special responsibilities

Chief Executive Officer

#### **RA Williams**

Mr Williams was appointed to the Board on 29 December 2011. He is a Chartered Accountant with over 20 years' international experience in mining finance, and with an honours degree in French and Spanish. After joining Randgold Resources in 1997, he was appointed Group Finance Director in 2002. Mr Williams went on to become Chief Financial Officer of JSE-listed AECI Limited before moving to BSG Resources Limited. He is currently a director of Taurus Gold and co-founder and director of MineFood Corporation.

#### Special responsibilities

Chairman of the Audit and Remuneration Committees

#### E Carr

Ms Carr joined the board of Sylvania Platinum Limited on 1 May 2015. She is a Chartered Certified Accountant with an MSc in Management from London University and is a SLOAN fellow of LBS. Ms Carr has over 25 years of experience within the resources sector. She was appointed Finance Director of Cluff Resources in 1993 and has, since that time, held several executive directorships in the resource sector. Her first non-executive role was for Banro Corp in 1998 and more recently she has been a non-executive director for Talvivaara Mining

Company Plc, the Finnish nickel miner. Currently, Ms Carr is a non-executive director of Nobel Holdings Investments Ltd, a Russian oil and gas company.

#### Special responsibilities

Member of the Audit Committee

#### **Company secretary**

The Company Secretary role is held by Codan Services Limited and they are assisted by LM Carroll. Mr Carroll was a director of Sylvania until 14 January 2013. He has over 40 years' experience in the resources industry and has served as executive and non-executive director on a number of private and publicly listed companies.

#### **Principal activities**

The principal activity of the Group during the financial year was the low cost extraction of platinum group metals from chrome dumps and current arisings as well as investment in mineral exploration. Further information is provided in the CEO's review.

#### **Business review**

# Principal risks and uncertainties

The Group is subject to a variety of risks, specifically those relating to the mining and exploration industry. The CEO assisted by the senior management undertakes on-going risk assessments to identify and consider major internal and external risks to the business model of the Group. Risks identified are linked to the Group deliverables in order to ensure continuous mitigation of these risks, which is aligned with corporate objectives.

Outlined below is a description of the principal risk factors that the Board feel may affect performance. The risks detailed below are not exhaustive and further risks and uncertainties may exist which are currently unidentified or considered to be immaterial. The risks are not presented in any order of priority.

#### Commodity price

#### Risk and impact:

Commodity prices are subject to high levels of volatility and are impacted by a number of factors that are outside of the control of the Group. Low PGM prices may affect the ability of the Group to fund any future growth. Given the contractions in the world economies over the last few years and changes in the market sentiment towards the resources industry, the Groups' ability to raise sufficient capital, through debt or equity, for further exploration, investment or development is limited.

### Mitigation:

Directors and management constantly monitor the market in which the Group operates. Long term financial planning is undertaken on a regular basis and production is focussed on the extraction of low cost ounces. The Group has completed and financed all capital plants and is not planning to construct any new retreatment plants. Any major development capital for the Northern Limb and Volspruit projects remains on hold until mining rights are obtained and will be reassessed by the Board on an on-going basis.

#### Sustained Resources

# Risk and impact:

The retreatment of dump material has a finite life and it is essential for the long-term continuation of the SDO that additional feed material is found and committed to the plants.

# Mitigation:

The majority of operations have dump resources which will provide several years of production. The risk is further mitigated by the current arisings from the host mines which are fed through the SDO. These feed sources will be available to the Group for the life of the mine and are currently not at risk. Opportunities to acquire additional resources and the ability to expand the life of the SDO are continually being investigated by the Board and senior management.

## Failure to attract and retain key staff

# Risk and impact:

The Group relies on a small team of experienced professionals for its success. The loss of key personnel and the failure to attract appropriate staff may cause short-term disruption to the business.

#### Mitigation:

In order to reduce this risk, key employees have been given longer notice periods and a share option scheme. Succession planning also features on the agenda at Board meetings.

#### Country Risk

#### Risk and impact:

The Group's operations are all in South Africa. The mining labour environment in South Africa continues to be a concern for the sector in general.

#### Mitigation:

Directors and management place great emphasis on maintaining constructive relations with labour.

#### **Group financial results**

#### Results for the year

The consolidated profit of the Group for the year before income tax expense was \$3.6 million (2014: \$2.9 million loss). This increase in profit before tax is primarily due to an increase in gross profit of 51% as well as the prior year loss including the impairment of Everest North and Chrome Tailings Retreatment Project ("CTRP") of \$1.4 million and \$1.3 million respectively. Further non-cash expenses include depreciation of \$6.7 million, share-based payments of \$1 million and a foreign exchange gain of \$0.2 million. The Group adjusted EBITDA (earnings before interest, tax, depreciation, amortisation and impairment) for the year was \$10.1 million.

Production throughput decreased by 15% from 2,510,029 tonnes to 2,129,352 tonnes and total ounces produced increased by 7% to 57,587 PGM ounces for the year from 53,808 in the prior year. Revenue increased by 1% from \$47.2 million in FY2014 to \$47.8 million for the current year. Cost of sales (direct and indirect costs of production) decreased by 4%, and general and administrative costs decreased by 18%.

Capital spend decreased during the current financial year and consists of \$1 million exploration expenditure and \$3 million additions to property, plant and equipment.

The cash balance at 30 June 2015 was \$8.4 million (2014: \$5.3 million). The Group has generated a net cash inflow from operating activities of \$9.1 million.

#### Review of operations and exploration

A detailed review of operations and exploration activities has been included in the CEO's review.

# **Corporate matters**

#### **Key management changes**

As at the end of April 2015, GM Button resigned as a director and E Carr has been appointed as from 1 May 2015.

#### Share buy-backs and issue of bonus shares

On 21 August 2014, 2,545,584 ordinary shares of \$0.10 each in Sylvania Platinum Limited were allocated to senior management in recognition of the achievement of performance criteria. These shares vest on 19 August 2015. During the year, a total of 5,646,610 ordinary shares of \$0.10 each in Sylvania Platinum Limited were repurchased at prices ranging from 7.21 to 9.90 pence per share.

# Likely developments and expected results

Additional comments on expected results of operations of the Group are included in the operational performance section in the CEO's review.

#### **Environmental legislation**

The Group is subject to significant environmental legal regulations in respect of its exploration and evaluation activities in South Africa. There have been no known significant breaches of these regulations and principles by the Group.

#### **Meetings of directors**

During the financial year under review, there were 3 formal directors' meetings and a strategy session. All other matters that required formal Board resolutions were dealt with via written circular resolutions and through the

holding of conference calls. In addition, the directors met on an informal basis at regular intervals during the year to discuss the Group's affairs and made an annual plant visit.

The number of formal meetings of the Group's Board of directors attended by each director was:

	Board Meetings			ommittee tings	Remuneration Committee Meetings		
	Number of meetings eligible to attend	Number of meetings attended	Number of meetings Number of meetings attend attended		Number of meetings eligible to attend	Number of meetings attended	
TM McConnachie	3	3	=	-	=	-	
SA Murray	3	3	-	-	2	2	
GM Button <sup>1</sup>	3	3	3	3	2	2	
RA Williams	3	3	4	4	2	2	
E Carr <sup>2</sup>	-	-	1	1	-	-	

<sup>1</sup> GM Button resigned as a director on 30 April 2015 2 E Carr was appointed as a director on 1 May 2015

#### Directors' interest in shares and options

The following relevant interests in the shares and options of the Company or related body corporate were held by the directors as at the reporting date:

# **Shares and options**

2015	Common Shares	Share options
TM McConnachie	3,715,000*	1,300,000
SA Murray	-	1,000,000
RA Williams	667,000	400,000

<sup>\*</sup> Includes 1,150,000 shares granted as bonus award, not yet vested as at 30 June 2015.

# Directors and key management personnel

The key management personnel of the Group are the directors of the Company and those executives that report directly to the Chief Executive Officer or as determined by the Board. Details of directors and key personnel remuneration is as follows:

Directors and key management remuneration

2015	Sho	rt Term Benef	Share-based payment	Total	
	Cash salary/ Consulting fees	Bonus <sup>1</sup>	Directors' fees	Equity shares/share options	
	<b>\$</b>	\$	\$	\$	\$
Directors					
TM McConnachie	433,382	-	60,000	234,354	727,736
SA Murray	-	-	125,000	54,956	179,956
GM Button <sup>2</sup>	124,505	_	50,000	59,364	233,869
RA Williams	-	-	60,000	36,221	96,221
E Carr <sup>3</sup>			10,000	-	10,000
	557,887	-	305,000	384,895	1,247,782
Other key management	908,895	138,927	<u> </u>	335,492	1,383,314
	1,466,782	138,927	305,000	720,387	2,631,096

 $<sup>^1</sup>$  Cash bonuses were awarded to directors and key personnel based on individual performance.  $^2$  GM Button resigned as a director on 30 April 2015  $^3$  E Carr was appointed as a director on 1 May 2015

# **Indemnification and insurance of Directors and Officers**

During the year, the Company paid premiums in respect of a contract insuring all directors and officers of the Company against liabilities incurred as directors or officers. Due to confidentiality clauses in the contract the

amount of the premium has not been disclosed. The Company has no insurance policy in place that indemnifies the Company's auditors.

#### Going concern

Details of the financial and operating performance and cash flows of the Group are set out in the CEO's review. In addition, the Group's financial risk management objectives and policies are detailed in note 22 and available borrowing facilities are set out in note 11. After reviewing the financial position, operational performance, budgets and forecasts as well as timing of cash flows and sensitivity analyses the directors are satisfied that the Company and the Group have adequate resources to continue in operational existence for the foreseeable future. It is for this reason that the consolidated financial statements have been prepared on the going concern basis.

#### **Events after the reporting period**

The directors are not aware of any matter or circumstance arising since the end of the financial year, not otherwise dealt with in the consolidated financial statements, which significantly affects the financial position of the Group or the results of its operations.

#### Statement as to disclosure of information to auditors

The directors who were in office on the date of approval of these financial statements have confirmed, as far as they are aware, that there is no relevant audit information of which the auditors are unaware. Each of the directors has confirmed that they have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that it has been communicated to the auditor.

Signed in accordance with a resolution of the directors.

TM McConnachie Chief Executive Officer

21 August 2015

#### CORPORATE GOVERNANCE STATEMENT

#### Introduction

The UK Corporate Governance Code (the "Code") was re-issued in September 2014. The Code is applicable to accounting periods beginning on or after 1 October 2014. The Company, being listed on AIM, is not required to comply with the Code. However, the directors support the objectives of the Code and intend to comply with those aspects that they consider relevant to the Group's size and circumstances. Details of these are set out below.

#### The Board of directors

The Board's role is to provide entrepreneurial leadership of the Group within a framework of prudent and effective controls which enables risk to be assessed and managed. The Board sets corporate and operational strategy and holds regular Board meetings to review planning, operational and financial performance. The Board is responsible for setting the Group's values and standards and ensuring that its obligations to shareholders and others are met.

The Board currently comprises four members being the independent non-executive Chairman, two independent non-executive directors, and one executive director; the details of whom are outlined in the Director's report. There is a clear division of responsibilities at the head of the Group through the separation of the positions of Chairman and the Chief Executive Officer. The independence of the Board was strengthened during the year by the replacement of one non-independent non-executive director by an independent non-executive director.

#### The Board currently comprises:

SA Murray Chairman and Independent Non-executive Director

TM McConnachie Chief Executive Officer

RA Williams Independent Non-executive Director

E Carr Independent Non-executive Director (appointed 1 May 2015)

#### Risk assessment

The Board undertakes on-going risk assessments to identify and consider major internal and external risks to the business model of the Group. Principal risks and uncertainties are detailed in the Directors' report.

## **Shareholder relations**

Management and the Chairman meet regularly with major shareholders to develop a balanced understanding of the issues and concerns of shareholders. The Chairman ensures that the views of shareholders are communicated to the Board as a whole.

The directors have established Audit, Remuneration and Nominations Committees. Corporate Governance and sustainability issues are dealt with by the full Board of directors.

### **Audit Committee**

The membership of the Audit Committee comprises Roger Williams (chairman) and Eileen Carr both of whom are qualified accountants. Prior to the appointment of Eileen Carr, the Committee was comprised of Roger Williams, Grant Button and Louis Carroll, also all qualified accountants. The Audit Committee invites representatives of the external auditor as well as management to all committee meetings. The Audit Committee is satisfied that the Group's auditors are independent.

The Audit Committee met four times during the year to consider the following agenda items:

#### August 2014:

- Consideration of preliminary results and release for the year ended June 2014
- Intra-group loans accounting and tax treatment
- Going concern and working capital requirement/cash forecast
- Impairment
- External audit report on preliminary results
- Risk assessment
- Insurance renewal

#### October 2014:

- Approval of FY2014 annual report
- Going concern
- Impairment
- Subsequent events
- External audit report and representation letter
- Auditor independence

# February 2015:

- Half year results and report to December 2014
- External audit report on half year
- Impairment
- Internal audit plan and reports
- Ensuring regulatory compliance
- IT security

## May 2015:

- External audit approach and plan
- Year-end planning issues and timetable

All press releases, including quarterly results, are approved by the entire board.

#### **Remuneration Committee**

The Remuneration Committee comprises Roger Williams, who is the chairman, and Stuart Murray. Grant Button served as a member until he stepped down from the Board on 30 April 2015. During the year under review, the Remuneration Committee met formally twice.

Under its terms of reference, the Remuneration Committee assists the Board to determine the remuneration arrangements and contracts of the executive directors and senior employees. It also reviews the Board and executives' key performance indicators, as well as performance-related pay and share option allocations.

No director is involved in reviewing his own remuneration. The directors' remuneration report, which includes details of the directors' interests in options and shares is set out in the Director's report.

The independent non-executive directors may, if needed, seek independent professional advice, at the Group's expense, in the execution of their duties.

#### **Nominations Committee**

The role of the Nominations Committee is undertaken by the full Board of directors. Under its terms of reference, the Nominations Committee is charged with finding suitable candidates for nomination for appointment to the Board of directors.

#### Internal controls

The effectiveness of the internal controls is overseen by the Board of directors and is operationally monitored by the management on various organisational levels. The Group's financial control function is responsible for periodically testing the controls and overseeing the commitments entered into in connection with the operations of the Group.

The Group does not have a separate internal audit function to evaluate and test the operating procedures and processes relating to internal controls. The establishment of an internal audit function is considered by the Audit Committee and the Board of directors annually and is regularly discussed with the Group's external auditors. The stage of development and operational scope of the Group have, in the Board of directors' view, not yet warranted the establishment of an internal audit function.

#### DIRECTORS RESPONSIBILITIES IN THE PREPARATION OF THE FINANCIAL STATEMENTS

The directors are responsible for preparing the annual report and the financial statements in accordance with applicable law and regulations.

The directors have elected to prepare the Group financial statements under International Financial Reporting Standards ("IFRSs").

International Accounting Standard I requires that financial statements present fairly for each financial year the Group's financial position, financial performance and cash flows. This requires the faithful representation of the effects of transactions, other events and conditions in accordance with the definitions and recognition criteria for assets, liabilities, income and expenses set out in the International Accounting Standards Board's 'Framework for the Preparation and Presentation of Financial Statements'. In virtually all circumstances, a fair presentation will be achieved by compliance with all applicable IFRSs.

The directors are also responsible for:

- properly selecting and applying accounting policies;
- presenting information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information;
- providing additional disclosures when compliance with the specific requirements in IFRSs is insufficient to enable users to understand the impact of particular transactions, other events and conditions on the entity's financial position and financial performance; and
- making an assessment of the Group's ability to continue as a going concern.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Group's transactions and disclose with reasonable accuracy at any time the financial position of the Group. They are also responsible for safeguarding assets of the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website.

Legislation in Bermuda governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

#### **Directors' Responsibility Statement**

We confirm that to the best of our knowledge:

- 1. the financial statements, prepared in accordance with International Financial Reporting Standards, give a true and fair view of the assets, liabilities, financial position and profit or loss of the Group and the undertakings included in the consolidation taken as a whole; and
- 2. the sections of the annual report include a fair review of the development and performance of the business and the position of the Group and the undertakings included in the consolidation taken as a whole, together with a description of the principal risks and uncertainties that they face.

By order of the Board

TM McConnachie Chief Executive Officer

J. Wymali

21 August 2015



KPMG Inc. **KPMG** Crescent 85 Empire Road, Parktown, 2193 Private Bag 9, Parkview, 2122, South Africa

Telephone +27 (0)11 647 7111 Fax +27 (0)11 647 8000 Docex 472 Johannesburg

#### INDEPENDENT AUDITOR'S REPORT

To the Shareholders of Sylvania Platinum Limited

We have audited the consolidated financial statements of Sylvania Platinum Limited, which comprise the consolidated statement of financial position at 30 June 2015, and the consolidated statements of comprehensive income, changes in equity and cash flows for the year then ended, and the notes to the consolidated financial statements which include a summary of significant accounting policies and other explanatory notes, as set out on pages 20 to 72.

# Directors' Responsibility for the Financial Statements

The company's directors are responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

# Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

# Opinion

In our opinion, these financial statements present fairly, in all material respects, the consolidated financial position of Sylvania Platinum Limited at 30 June 2015, and its consolidated financial performance and consolidated cash flows for the year then ended in accordance with International Financial Reporting Standards.

KPMG Inc.

Per Alwyn van der Lith Chartered Accountant (SA) Registered Auditor Director 21 August 2015

> KPMG Inc is a company incorporated under the South African Companies Act and a member firm of the KPMG network of independent member firms affiliated with KPMG International Cooperative ("KPMG International"), a Swiss entity

KPMG Inc is a Registered Auditor, in public practice, in terms of the Auditing Profession Act, 26 of 2005.

Other Directors:

LP Fourie, N Fubu, AH Jaffer (Chairman of the Board), FA Karreem, ME Magondo, AMS Mokgabudi,

GM Pickering, JN Pierce

The company's principal place of business is at KPMG Crescent, 85 Empire Road, Parktown, where a list of the directors' names is available for inspection.

Executive Directors: M Letsitsi, SL Louw, NKS Malaba, MM Mapaya, M Oddy, CAT Smit

# CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME For the year ended 30 June 2015 $\,$

Notes	2015 \$	2014 \$
4(a)	47,790,535 (41,280,681)	47,220,684 (42,895,037)
4(h)	, ,	4,325,647
4(0)	34,534 (78) 235,109	84,796 (3,725) (445,852)
	-	(16,524)
9 7	(7,250) (18,552)	(1,591,444) (1,290,604)
7	(3,270,718)	(51,975) (4,011,699)
	3,502,899	(3,001,380)
4(e) 4(e)	413,245 (311,688)	227,166 (152,542)
4(c)(d)	3,604,456	(2,926,756)
5	(1,907,567)	(2,187,431)
	1,696,889	(5,114,187)
15 15	(4,179) (18,683,558)	4,179 (1,868,175)
	(18,687,737)	(1,863,996)
	(10,990,848)	(6,978,183)
	1,696,889	(5,114,187) (5,114,187)
	_,0,0,0	(-,,/)
	(16,990,848) (16,990,848)	(6,978,183) (6,978,183)
	Cents	Cents
6	0.57	(1.70)
	4(a)  4(b)  9  7  4(e)  4(e)  4(c)(d)  5	Notes \$ 4(a) 47,790,535 (41,280,681) 6,509,854  4(b) 54,534 (78) 235,109  (7,250) 9 (18,552) 7 - 7 (3,270,718)  3,502,899  4(e) 413,245 4(e) (311,688)  4(c)(d) 3,604,456  5 (1,907,567)  1,696,889  1,696,889  1,696,889  1,696,889  1,696,889  1,696,889  1,696,889  1,696,889  1,696,889  1,696,889  1,696,889  1,696,889  1,696,889  1,696,889  1,696,889

The accompanying notes form part of these financial statements.

# CONSOLIDATED STATEMENT OF FINANCIAL POSITION At 30 June 2015

	Notes	2015 \$	2014 \$
Assets	Notes	Ψ	Ψ
Non-current assets			
Investments in associates	7	_	10
Other financial assets	8	509,106	2,551,296
Exploration and evaluation assets	9	58,785,429	70,220,438
Property, plant and equipment	10	40,984,682	51,070,245
Total non-current assets		100,279,217	123,841,989
2000 100 001 1000 00000		100,212,921	120,0 :1,5 05
Current assets			
Cash and cash equivalents	11	8,416,342	5,320,347
Trade and other receivables	12	13,150,608	16,696,829
Other financial assets	8	1,823,362	-
Inventories	13	964,973	758,893
Total current assets		24,355,285	22,776,069
Total assets		124,634,502	146,618,058
Equity and liabilities Shareholders' equity Issued capital Reserves Retained profits Total equity	14 15 16	29,798,190 50,910,179 17,430,590 98,138,959	29,515,534 70,419,757 15,733,701 115,668,992
Non-current liabilities			
Interest-bearing loans and borrowings	17	216,547	205,948
Provisions	18	2,974,536	3,411,056
Deferred tax liability	5	16,090,844	19,424,960
Total non-current liabilities		19,281,927	23,041,964
Current liabilities Trade and other payables Interest-bearing loans and borrowings Current tax liability Total current liabilities Total liabilities	19 17	6,938,983 265,442 9,191 7,213,616 26,495,543	7,745,669 158,899 2,534 7,907,102 30,949,066
Total liabilities and shareholders' equity		124,634,502	146,618,058
Total natifices and shareholders equity		147,034,304	170,010,030

The accompanying notes form part of these financial statements.

# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY For the year ended 30 June 2015

ieu 30 June 20	13								
Issued capital	Share premium reserve	Reserve for own shares	Retained profits	Net unrealised gains reserve	Share- based payment reserve	Foreign currency translation reserve	Non- controlling interest reserve	Equity reserve	Total equity
\$	\$	\$	\$	\$	\$	\$	\$	\$	\$
29,515,534	149,608,193	-	20,847,888	-	2,663,353	(11,695,474)	(39,779,293)	(29,741,213)	121,418,988
-	-		(5,114,187)	-	-	-	-	-	(5,114,187)
-	-	2,775	-	4,179	-	(1,870,950)	-	-	(1,863,996)
-	-	2,775	(5,114,187)	4,179	-	(1,870,950)	-	-	(6,978,183)
-	-	(220,654)	-	-	-	-	-	-	(220,654)
-	-	217,879	-	_	1,230,962	-	-	-	1,448,841
29,515,534	149,608,193	-	15,733,701	4,179	3,894,315	(13,566,424)	(39,779,293)	(29,741,213)	115,668,992
	Issued capital	capital reserve         premium reserve           \$         \$           29,515,534         149,608,193           -         -           -         -           -         -           -         -           -         -           -         -           -         -	Issued capital         Share premium reserve         Reserve for own shares           \$         \$           29,515,534         149,608,193         -           -         -         2,775           -         -         2,775           -         -         (220,654)           -         -         217,879	Issued capital         Share premium reserve         Reserve for own shares         Retained profits           \$         \$         \$         \$           29,515,534         149,608,193         -         20,847,888           -         -         -         (5,114,187)           -         -         2,775         -           -         -         2,775         (5,114,187)           -         -         (220,654)         -           -         -         217,879         -	Issued capital         Share premium reserve         Reserve for own shares         Retained profits         Net unrealised gains reserve           \$         \$         \$         \$           29,515,534         149,608,193         -         20,847,888         -           -         -         -         (5,114,187)         -           -         -         2,775         -         4,179           -         -         2,775         (5,114,187)         4,179           -         -         2,775         (5,114,187)         -         -           -         -         2,775         (5,114,187)         -         -         -           -         -         2,775         -	Issued capital capital         Share premium reserve         Reserve for own shares         Retained profits unrealised gains reserve         Net unrealised payment reserve         Share-based payment reserve           29,515,534         149,608,193         -         20,847,888         -         2,663,353           -         -         -         2,775         -         4,179         -           -         -         2,775         (5,114,187)         4,179         -           -         -         2,775         (5,114,187)         4,179         -           -         -         2,775         (5,114,187)         4,179         -           -         -         2,775         -         4,179         -           -         -         2,775         -         -         -         -           -         -         2,775         (5,114,187)         4,179         -         -           -         -         -         2,775         -         -         -         -           -         -         -         -         -         -         -         -           -         -         -         -         -         -         -         - <td>Issued capital         Share premium reserve premium reserve         Reserve for own shares         Retained profits         Net unrealised gains reserve         Share-based payment reserve         Foreign currency translation reserve           29,515,534         149,608,193         -         20,847,888         -         2,663,353         (11,695,474)           -         -         -         2,775         -         4,179         -         (1,870,950)           -         -         2,775         (5,114,187)         4,179         -         (1,870,950)           -         -         -         (220,654)         -         -         1,230,962         -           -         -         217,879         -         -         1,230,962         -</td> <td>Issued capital capital premium reserve (apital)         Share for own shares         Retained profits (profits)         Net unrealised gains reserve (payment reserve)         Share-based (payment reserve) (translation reserve)         Non-controlling interest reserve (payment reserve)           29,515,534         149,608,193         -         20,847,888         -         2,663,353         (11,695,474)         (39,779,293)           -         -         -         2,775         -         4,179         -         (1,870,950)         -           -         -         2,775         (5,114,187)         4,179         -         (1,870,950)         -           -         -         2,775         (5,114,187)         4,179         -         (1,870,950)         -           -         -         2,2775         (5,114,187)         -         -         -         (1,870,950)         -           -         -         -         2,2775         -</td> <td>  Ssued capital   Premium reserve   Reserve for own shares   Profits   Unrealised gains reserve   Profits   Profits gains reserve   Profits gains rese</td>	Issued capital         Share premium reserve premium reserve         Reserve for own shares         Retained profits         Net unrealised gains reserve         Share-based payment reserve         Foreign currency translation reserve           29,515,534         149,608,193         -         20,847,888         -         2,663,353         (11,695,474)           -         -         -         2,775         -         4,179         -         (1,870,950)           -         -         2,775         (5,114,187)         4,179         -         (1,870,950)           -         -         -         (220,654)         -         -         1,230,962         -           -         -         217,879         -         -         1,230,962         -	Issued capital capital premium reserve (apital)         Share for own shares         Retained profits (profits)         Net unrealised gains reserve (payment reserve)         Share-based (payment reserve) (translation reserve)         Non-controlling interest reserve (payment reserve)           29,515,534         149,608,193         -         20,847,888         -         2,663,353         (11,695,474)         (39,779,293)           -         -         -         2,775         -         4,179         -         (1,870,950)         -           -         -         2,775         (5,114,187)         4,179         -         (1,870,950)         -           -         -         2,775         (5,114,187)         4,179         -         (1,870,950)         -           -         -         2,2775         (5,114,187)         -         -         -         (1,870,950)         -           -         -         -         2,2775         -	Ssued capital   Premium reserve   Reserve for own shares   Profits   Unrealised gains reserve   Profits   Profits gains reserve   Profits gains rese

# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY For the year ended 30 June 2015

	Issued capital	Share Premium Reserve	Reserve for own shares	Retained profits	Net unrealised gains reserve	Share- based payment reserve	Foreign currency translation reserve	Non- controlling interest reserve	Equity reserve	Total equity
	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$
Balance as at 1 July 2014	29,515,534	149,608,193	-	15,733,701	4,179	3,894,315	(13,566,424)	(39,779,293)	(29,741,213)	115,668,992
Profit for the year Other comprehensive	-	-	-	1,696,889	-	-	-	-	-	1,696,889
loss	-	-	-	-	(4,179)	-	(18,683,558)	-	-	(18,687,737)
Total comprehensive loss for the year Share transactions - Capital raising costs	-	-	-	1,696,889	(4,179)	-	(18,683,558)	-	-	(16,990,848)
transferred - Treasury shares	282,656	(282,656)	-	-	-	-	-	-	-	-
acquired - Share-based	-	-	(729,641)	-	-	-	-	-	-	(729,641)
payments - Share options and bonus shares	-	-	-	-	-	1,011,754	-	-	-	1,011,754
exercised - Minex shares	-	-	470,457	-	-	(853,588)	-	-	-	(383,131)
settled		(438,167)	_		-	-	-	-	-	(438,167)
Balance as at 30 June 2015	29,798,190	148,887,370	(259,184)	17,430,590	-	4,052,481	(32,249,982)	(39,779,293)	(29,741,213)	98,138,959

The accompanying notes form part of these financial statements.

# CONSOLIDATED STATEMENT OF CASH FLOWS For the year ended 30 June 2015

	Notes	2015	2014 \$
Cash flows from operating activities	Notes	\$	Φ
Receipts from customers		49,133,423	41,758,143
Payments to suppliers and employees		(37,670,272)	(36,802,918)
Finance income		253,988	173,482
Realised foreign exchange gain/(loss)		13,441	(27,110)
Exploration expenditure		(1,392)	(7,437)
Finance costs		(55,262)	(20,413)
Taxation paid		(2,591,831)	(10,513)
Net cash inflow from operating activities	20	9,082,095	5,063,234
Cash flows from investing activities			
Purchase of property, plant and equipment		(2,658,768)	(1,243,472)
Payments for exploration and evaluation assets		(624,084)	(3,458,778)
Payment for rehabilitation insurance guarantee		(504,257)	(3,130,770)
Payment of loans to Ironveld Holdings		-	(1,091,107)
Receipt of loan repayment from Ironveld Holdings		525,000	-
Receipts for equity accounted investments		<u>-</u>	277,150
Net cash outflow from investing activities		(3,262,109)	(5,516,207)
Cash flows from financing activities			
Repayment of borrowings		(181,500)	(201,656)
Repayment of loans from related parties		(181,300)	(201,030)
Payment for treasury shares		(729,641)	(220,654)
Payment for settlement of share options and bonus shares		(383,131)	(220,021)
Settlement of Minex shares		(438,167)	-
Net cash outflow from financing activities		(1,732,439)	(442,771)
Net increase/(decrease) in cash and cash equivalents		4,087,547	(895,744)
Effect of exchange fluctuations on cash held		(991,552)	(348,794)
Cash and cash equivalents, beginning of year		5,320,347	6,564,885
Cash and cash equivalents, end of year	11	8,416,342	5,320,347

The accompanying notes form part of these financial statements.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS For the year ended 30 June 2015

#### 1. Corporate information

The consolidated financial statements of Sylvania Platinum Limited ("Sylvania" or the "Company") for the year ended 30 June 2015 were authorised for issue in accordance with a resolution of the directors on 21 August 2015. Sylvania is a limited company incorporated and domiciled in Bermuda whose shares are publicly traded. Sylvania's registered office is at Clarendon House, 2 Church Street, Hamilton HM11, Bermuda. These consolidated financial statements comprise the Company and its subsidiaries and investments in associates (collectively the "Group").

The principal activity of the Group during the financial year was investment in mineral exploration and mineral treatment projects. Operational focus during the financial year was concentrated on the retreatment plants.

The consolidated financial statements represent the ongoing activities of the Sylvania Group.

# 2. Significant accounting policies

# 2.1 Basis of preparation

The consolidated financial statements have been prepared on a historical cost basis, except for available-for-sale investments, embedded derivatives and investments measured at fair value through profit and loss, which have been measured at fair value.

#### **Functional and presentation currency**

The consolidated financial information is presented in US Dollars and the parent's functional currency is Australian Dollars. The presentation currency differs from the functional currency of the parent as the sales of platinum metals are denominated in US Dollars and alignment of the functional currency with the sales price is considered to provide more useful information to the users of the financial statements. All amounts have been rounded to the nearest US Dollar, unless otherwise indicated.

#### **Statement of compliance**

The consolidated financial statements of the Group have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB").

#### Changes in accounting policies

The accounting policies adopted are consistent with those in the previous financial year except that in the current year, the Group has adopted all new and revised Standards and Interpretations issued by the IASB and the IFRS Interpretations Committee ("IFRIC") of the IASB that are relevant to its operations and effective for the accounting periods beginning on or before 1 July 2014, including:

- *IFRS 2 Share-based Payments (amendments)* vesting conditions and market conditions definitions and the inclusion of definitions of performance conditions and service conditions.
- *IFRS 8 Operating Segments (amendments)* disclosure of judgements made by management in applying aggregation criteria and asset reconciliations.
- *IFRS 13 Fair Value Measurement (amendments)* clarification of measurement requirements for short-term receivables and payables.
- *IAS 24 Related Party Disclosures (amendments)* definition and disclosure requirements for key management personnel.
- IAS 36 Impairment of Assets (amendments) recoverable amount disclosures for non-financial assets.
- *IFRIC 21 Levies (new interpretation)* the interpretation clarifies when to recognise a liability for a levy imposed by a government. This has no impact on the Group as it has applied the recognition principles in prior years under *IAS 37 Provisions, Contingent Liabilities and Contingent Assets*, which are consistent with the requirements of IFRIC 21.

These changes have no material effect on the consolidated financial statements.

#### 2.2 Significant accounting judgements, estimates and assumptions

The preparation of the Group's consolidated financial statements in conformity with IFRS requires management to make judgements, estimates and assumptions that affect the application of the Group's accounting policies and the reported amounts of assets, liabilities and contingent liabilities at the date of the consolidated financial statements and reported amounts of income and expenses during the reporting period.

Estimates and underlying assumptions are continuously evaluated, including expectations of future events that are believed to be reasonable under the circumstances. However, actual outcomes can differ from these estimates. Revisions to estimates are recognised prospectively.

#### **Judgements**

Information about judgements made in applying accounting policies that have the most significant effects on the amounts recognised in the consolidated financial statements is described below.

## Impairment of available-for-sale financial assets

The Group follows the guidance of IAS 39 Financial Instruments: Recognition and Measurement to determine when an available-for-sale financial asset is impaired. This determination requires significant judgement. In making this judgement, the Group evaluates, among other factors, the duration and extent to which the fair value of an investment is less than its cost and the financial health of and short-term business outlook for the investee, including factors such as industry and sector performance, changes in technology and operational and financing cash flows.

# Assessment of inter-company loans as net investments in foreign operations

Settlement of certain inter-company loans to South African entities denominated in Australian Dollars is neither planned nor likely to occur in the foreseeable future and the loans are therefore considered to be in substance, part of the Group's net investment in the foreign operations. The exchange differences arising on these loans are recognised in the Group's other comprehensive income and reclassified from equity to profit or loss on disposal of the net investment.

#### **Estimation uncertainty and assumptions**

Information about significant areas of estimation uncertainty considered by management in preparing the consolidated financial statements is described below.

#### Revenue recognition

The accounting policy for sale of PGM concentrates is set out in note 2.3(b). The determination of revenue from the time of initial recognition of the sale through to final pricing requires management to re-estimate the fair value of the price adjustment feature continuously. Management determines this with reference to estimated forward prices.

#### Share-based payment transactions

The Group measures the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. The fair value is determined by using a Black-Scholes model, using the assumptions detailed in note 21.

# Exploration and evaluation carrying values

The application of the Group's accounting policy for exploration and evaluation expenditure requires judgement in determining whether future economic benefits are likely either from future exploitation or sale or where activities have not reached a stage which permits a reasonable assessment of the existence of reserves (refer to accounting policy note 2.3(j)). The determination of a Joint Ore Reserves Committee ("JORC") resource or South African Code for Reporting of Exploration Results, Mineral Resources and Mineral Reserves ("SAMREC") is itself an estimation process that requires varying degrees of uncertainty depending on sub-classification and these estimates directly impact the point of deferral of exploration and evaluation expenditure. The deferral policy requires management to make certain estimates and assumptions about future events or circumstances, in particular, whether an economically viable operation can be established. Estimates and assumptions made may change if new information becomes available. If, after expenditure is capitalised, information becomes available that suggests that the recovery of expenditure is unlikely, the amount capitalised is written off to profit or loss in the period in which the new information becomes available.

#### Provision for restoration and rehabilitation and decommissioning of plant and equipment

The Group assesses its restoration and rehabilitation and decommissioning of plant and equipment provision annually. Significant estimates and assumptions are made in determining the provision as there are numerous factors that will affect the ultimate liability payable. These factors include estimates of the extent and costs of rehabilitation activities, technological changes, regulatory changes, cost increases as compared to the inflation rates, and changes in discount rates. These uncertainties may result in future actual expenditure differing from the amounts currently provided.

#### 2.2 Significant accounting judgements, estimates and assumptions (continued)

Provision for restoration and rehabilitation and decommissioning of plant and equipment (continued)

If the change in estimate results in an increase in the restoration and rehabilitation liability and therefore an addition to the carrying value of the asset, the Group is required to consider whether this is an indication of impairment of the asset as a whole and test for impairment in accordance with IAS 36.

The provision at reporting date represents management's best estimate of the present value of the future rehabilitation costs required.

#### Impairment of assets

The Group assesses each asset or cash generating unit ("CGU") at the end of each reporting period to determine whether any indication of impairment exists. Where an indicator of impairment exists, a formal estimate of the recoverable amount is made, which is considered to be the higher of the fair value less costs of disposal and value in use. These assessments require the use of estimates and assumptions such as long-term commodity prices, discount rates, operating costs, future capital requirements, exploration potential, closure and rehabilitation costs and operating performance. These estimates and assumptions are inherently uncertain and could change over time, which may impact the recoverable amount of assets and/or CGUs.

Fair value is determined as the price that would be received to sell an asset in an orderly transaction between market participants at measurement date. Fair value for mineral assets is generally determined as the present value of estimated future cash flows arising from the continued use of the asset, which includes estimates such as the cost of future expansion plans and eventual disposal, using assumptions that an independent market participant may take into account. Cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Management has assessed its cash generating units as being an individual mine site or retreatment plant, which is the lowest level for which cash inflows are largely independent of those of other assets.

Key assumptions used in the assessment of impairment of assets

The recoverable amounts of the Group's retreatment plants have been based on cash flow projections as at 30 June 2015. The internal financial model is based on the known and confirmed resources for each plant, and no allowance has been made for expansion capital in accordance with IAS 36 Impairment of Assets.

The calculation of value in use is sensitive to changes in the available resources, discount rates, commodity price and operating costs. Changes in key assumptions could cause the carrying value of assets to exceed their recoverable amounts.

Resources – The resources for each plant, including the PGM grade and expected recoveries that have been modelled are based on extensive test work, sampling and surveying. Where the useful life of a plant is possibly longer than the material currently available to be processed, alternative feed sources have been considered and the likelihood of these materialising assessed by management.

Discount rate – The discount rate reflects management's estimate of the time value of money and the risk associated with the plants. The base discount rate of 7.5% is the risk free rate as determined by five year South African retail bonds and this has been increased by a risk premium of 5%.

Commodity price – The Group has used forecast commodity prices obtained from reputable financial institutions and these range for years from 2016 – 2018 between \$1,400 and \$1,600/oz for platinum and \$850 to \$875 for palladium. Sensitivities have also been run at lower prices.

Operating costs – Operating costs are calculated on a Rand/ton basis, known contractor rates and planned labour.

Exchange rates – Platinum group metals are priced in USD. The USD/Rand exchange rate used in the discounted cash flow model ranges for year from 2016 – 2018 from 12.29 ZAR/\$1 to 12.65 ZAR/\$1.

#### Recovery of deferred tax assets

Judgement is required in determining whether deferred tax assets are recognised on the statement of financial position. Deferred tax assets, including those arising from unutilised tax losses, require management to assess the likelihood that the Group will generate sufficient taxable earnings in future periods, in order to utilise recognised deferred tax assets. Estimates of future taxable income are based on forecast cash flows from operations and the application of existing tax laws in each jurisdiction. To the extent that future cash flows and taxable income differ significantly from estimates, the ability of the Group to realise the net deferred tax assets recorded at the reporting date could be impacted.

Additionally, future changes in tax laws in the jurisdictions in which the Group operates could limit the ability of the Group to obtain tax deductions in future periods.

#### 2.2 Significant accounting judgements, estimates and assumptions (continued)

#### Contingencies

By their nature, contingencies will only be resolved when one or more uncertain future events occur or fail to occur. The assessment of contingencies inherently involves the exercise of significant judgement and estimates of the outcome of future events.

#### Inventories

Net realisable value tests are performed at least annually and represent the estimated future sales price of the product based on prevailing spot metals prices at the reporting date, less estimated costs to complete production.

Stockpiles are measured by estimating the number of tonnes added and removed from the stockpile, the number of contained PGM ounces based on assay data, and the estimated recovery percentage based on the expected processing method.

Stockpile tonnages are verified by periodic surveys.

#### Fair value hierarchy

Where the fair value of financial assets and financial liabilities recorded in the statement of financial position cannot be derived from active markets, their fair value is determined using valuation techniques including the use of discounted cash flow models. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. The judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

# 2.3 Summary of significant accounting policies

#### (a) Basis of consolidation

Subsidiaries are entities controlled by the Group. The Group controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity.

Subsidiaries are fully consolidated from the date of acquisition, being the date on which the Group obtains control, and continue to be consolidated until the date when such control ceases.

The financial statements of the subsidiaries are prepared for the same reporting period as the parent company, using consistent accounting policies.

All intra-group balances, transactions and any unrealised gains and losses resulting from intra-group transactions and dividends are eliminated in full.

Where ownership of a subsidiary is less than 100%, and therefore a non-controlling interest/s exists, any losses of that subsidiary are attributed to the non-controlling interest/s even if that results in a deficit balance. A change in ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction.

If the Group loses control over a subsidiary, it derecognises the assets and liabilities of the subsidiary, the carrying amount of any non-controlling interest and other components of equity, including the cumulative translation differences recognised in equity. The consideration received and any investment retained is recognised at fair value and any resulting surplus or deficit is recognised in profit or loss. The parent's share of the components previously recognised in other comprehensive income is reclassified to profit or loss or retained earnings, as appropriate.

#### **Interests in equity-accounted entities**

The Group's interests in equity-accounted entities comprise interests in associates. Associates are those entities in which the Group has significant influence, but not control or joint control, over the financial and operating policies. Investments in associates are accounted for using the equity method. Under the equity method, the investment is carried in the statement of financial position at cost plus post acquisition changes in the Group's share of net assets of the associate, until the date on which significant influence ceases.

#### 2.3 Summary of significant accounting policies (continued)

#### (a) Basis of consolidation (continued)

#### **Interests in equity-accounted entities (continued)**

The statement of comprehensive income reflects the Group's share of the results of operations of the associate. Where there has been a change recognised directly in other comprehensive income or equity of the associate, the Group recognises its share of any changes and discloses this, when applicable, in other comprehensive income and the statement of changes in equity. Unrealised gains resulting from transactions between the Group and the associate are eliminated to the extent of the interest in the associate. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

The Group's share of profit or loss of an associate is shown on the face of the statement of comprehensive income. The financial statements of the associate are prepared for the same reporting period as the Group. When necessary, adjustments are made to bring the accounting policies in line with those of the Group.

After application of the equity method, the Group determines whether it is necessary to recognise an impairment loss on its investments in associates. At each reporting date, the Group determines whether there is objective evidence that the investment in the associate is impaired. If there is such evidence, the Group calculates the amount of impairment as the difference between the recoverable amount of the associate and its carrying value, then recognises the loss in profit or loss.

Upon loss of significant influence over the associate, the Group measures and recognises any retained investment at its fair value. Any difference between the carrying amount of the associate upon loss of significant influence and the fair value of the retained investment and proceeds from disposal is recognised in profit or loss.

# (b) Revenue recognition

Revenue is recognised and measured at the fair value of the consideration received or receivable to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognised:

#### Sale of goods

Revenue is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer and the costs incurred or to be incurred in respect of the transaction can be measured reliably. Risks and rewards of ownership are considered to be passed to the buyer at the time of delivery of the goods to the customer.

For PGM concentrate sales, the sales are initially recognised at the date of delivery. Adjustments to the sale price occur based on movements in the metal market price up to the date of final pricing. Final pricing is based on the monthly average market price in the month of settlement. The period between initial recognition and final pricing is typically between two and four months. Revenue is initially recorded at the estimated fair value of the consideration receivable. The revenue adjustment mechanism embedded within sales arrangements has the characteristics of a commodity derivative. Accordingly the fair value of the final sales price adjustment is re-estimated continuously and changes in fair value recognised as an adjustment to revenue in profit or loss and trade debtors in the statement of financial position. In all cases, fair value is determined with reference to estimated forward prices.

# (c) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the respective assets. All other borrowing costs are expensed in the period they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

Where surplus funds are available for a short term, out of money borrowed specifically to finance a project, the income generated from the temporary investment of such amounts is also capitalised and deducted from the total capitalised borrowing cost. Where the funds used to finance a project form part of general borrowings, the amount capitalised is calculated using a weighted average of rates applicable to relevant general borrowings of the Group during the period.

#### 2.3 Summary of significant accounting policies (continued)

#### (d) Leases

The determination of whether an arrangement is, or contains, a lease is based on the substance of the arrangement at inception date; whether fulfilment of the arrangement is dependent on the use of a specific asset or assets or the arrangement conveys a right to use the asset, even if that right is not explicitly specified in an arrangement.

#### Group as a lessee

Finance leases, which transfer to the Group substantially all the risks and benefits incidental to ownership of the leased item, are capitalised at the commencement of the lease at the lower of the fair value of the leased property and the present value of the minimum lease payments. Lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognised in finance costs in profit or loss, unless they are directly attributable to qualifying assets, in which case they are capitalised in accordance with the general policy on borrowing costs - refer note 2.3(c).

A leased asset is depreciated over the useful life of the asset. However, if there is no reasonable certainty that the Group will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.

Operating lease payments are recognised as an operating expense in profit or loss on a straight-line basis over the lease term.

#### Group as a lessor

Leases in which the Group does not transfer substantially all the risks and benefits of ownership of an asset are classified as operating leases. Rental income arising from operating leases is accounted for on a straight-line basis over the lease term and is included in other income in profit or loss.

# (e) Employee benefits

Wages, salaries, annual leave and sick leave

Liabilities for wages and salaries, including non-monetary benefits, annual leave and accumulating sick leave due to be settled wholly within 12 months of the reporting date are recognised in other payables in respect of employees' services up to the reporting date. They are measured at the amounts expected to be paid when the liabilities are settled. Liabilities for non-accumulating sick leave are recognised when the leave is taken and are measured at the rates paid or payable.

### (f) Share-based payment transactions

#### Equity settled transactions

The Group provides benefits to employees and consultants (including senior executives) of the Group in the form of share-based payments, whereby employees render services in exchange for shares (equity-settled transactions).

The cost of equity-settled transactions is recognised, together with a corresponding increase in equity, over the period in which the performance and/or service conditions are fulfilled, ending on the date on which the relevant employees become fully entitled to the award (the vesting period).

The cumulative expense recognised for equity-settled transactions at each reporting date until vesting date reflects (i) the extent to which the vesting period has expired and (ii) the Group's best estimate of the number of equity instruments that will ultimately vest. No adjustment is made for the likelihood of market performance conditions being met as the effect of these conditions is included in the determination of fair value at grant date. The charge or credit recognised in profit or loss for a period represents the movement in cumulative expense recognised as at the beginning and end of that period.

No expense is recognised for awards that do not ultimately vest, except for awards where vesting is only conditional upon a market condition or non-vesting condition. These are treated as vested irrespective of whether or not the market or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied.

If the terms of an equity-settled award are modified, as a minimum an expense is recognised as if the terms had not been modified, if the original terms of the award are met. In addition, an expense is recognised for any modification that increases the total fair value of the share-based payment arrangement, or is otherwise beneficial to the employee, as measured at the date of modification.

If an equity-settled award is cancelled, it is treated as if it had vested on the date of cancellation, and any expense not yet recognised for the award is recognised immediately. However, if a new award is substituted for the cancelled award and

#### 2.3 Summary of significant accounting policies (continued)

# (f) Share-based payment transactions (continued)

designated as a replacement award on the date that it is granted, the cancelled and new awards are treated as if they were a modification of the original award, as described in the previous paragraph.

The dilutive effect of outstanding shares and options issued is reflected as additional share dilution in the computation of earnings per share (see note 6).

# (g) Foreign currency translation

The Group's consolidated financial statements are presented in US dollars. Each entity in the Group determines its own functional currency and items included in the financial statements of each entity are measured using that functional currency.

#### Transactions and balances

Transactions in foreign currencies are initially recorded by the Group entities at their respective functional currency by applying the exchange rates ruling at the date the transaction first qualifies for recognition. Monetary assets and liabilities denominated in foreign currencies are retranslated at the functional currency rate of exchange ruling at the reporting date.

All resulting exchange differences are taken to profit and loss.

#### Group companies

As at the reporting date on consolidation, the assets and liabilities of foreign subsidiaries are translated into the presentation currency of the Group at the rate of exchange ruling at the reporting date and their statements of comprehensive income are translated at the weighted average exchange rate for the year. The exchange differences arising on the translation for consolidation are recognised in other comprehensive income. On disposal of a foreign entity, the deferred cumulative amount recognised in equity relating to that particular foreign operation is recognised in profit or loss.

Monetary assets and liabilities that are receivable from or payable to a foreign subsidiary and for which settlement is neither planned nor likely to occur in the foreseeable future, forms part of the net investment in a foreign operation and the resulting exchange differences are recognised in other comprehensive income. The repayment of such a balance is not considered to be a partial disposal and the cumulative exchange differences recognised in other comprehensive income is not reclassified to profit or loss, until the foreign entity is disposed of.

# (h) Income tax

# Current income tax

Current income tax assets and liabilities for the current period are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date, in the countries where the Group operates and generates taxable income.

Current income tax relating to items recognised directly in other comprehensive income or equity is recognised in other comprehensive income or equity and not in profit or loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

# Deferred tax

Deferred tax is recognised on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax assets and liabilities are recognised for all taxable temporary differences, except:

- temporary differences on the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss;
- in respect of taxable temporary differences associated with investments in subsidiaries and associates, when the timing of the reversal of the temporary differences can be controlled by the parent or investor and it is probable that the temporary differences will not reverse in the foreseeable future; and
- in respect of deductible temporary differences associated with investments in subsidiaries and associates, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

#### 2.3 Summary of significant accounting policies (continued)

#### (h) Income tax (continued)

Deferred tax assets are recognised for the carry forward of unused tax credits and any unused tax losses, to the extent that it is probable that taxable profit will be available against which the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at the end of each reporting period and are recognised to the extent that it has become probable that future taxable profits will be available to allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Royalties, resource rent taxes and revenue-based taxes

Royalties, resource rent taxes and revenue-based taxes are accounted for under IAS 12 when they have the characteristics of an income tax. This is considered to be the case when they are imposed under government authority and the amount payable is based on taxable income - rather than based on quantity produced or as a percentage of revenue - after adjustment for temporary differences. For such arrangements, current and deferred income tax is provided on the same basis as described above for other forms of taxation. Obligations arising from royalty arrangements that do not satisfy these criteria are recognised as current liabilities and included in expenses.

## (i) Property, plant and equipment

Property, plant and equipment and mine properties are stated at cost, less accumulated depreciation and accumulated impairment losses, if any.

The initial cost of an asset comprises its purchase price or construction cost, any costs directly attributable to bringing the asset into operation, the initial estimate of the rehabilitation obligation and, for qualifying assets, borrowing costs. The purchase price or construction cost is the aggregate amount paid and the fair value of any other consideration given to acquire the asset. The capitalised value of finance leases are also included within property, plant and equipment.

Upon completion of mine construction, the assets are transferred into property, plant and equipment or mine properties. When a mine construction project moves into the production stage, the capitalisation of certain mine construction costs ceases and costs are either regarded as part of the cost of inventory or expensed, except for costs which qualify for capitalisation relating to mining asset additions or improvements, underground mine development or mineable reserve development.

# Depreciation/amortisation

Any premium paid in excess of the intrinsic value of land to gain access is amortised over the life of mine.

Depreciated is calculated on a straight-line basis over the estimated useful lives of the assets as follows (for the current and comparative periods):

- mining properties, plant and equipment 10 years
- leasehold improvements three years
- computer equipment and software three years
- furniture and fittings six years
- office equipment five years
- equipment and motor vehicles five years

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit or loss when the asset is derecognised.

The asset's residual values, useful lives and methods of depreciation/amortisation are reviewed at each reporting period, and adjusted prospectively if appropriate.

#### 2.3 Summary of significant accounting policies (continued)

#### (i) Property, plant and equipment (continued)

# Major maintenance and repairs

Expenditure on major maintenance refits or repairs comprises the cost of replacement assets or parts of assets and overhaul costs. Where an asset or part of an asset that was separately depreciated and is now written off is replaced, and it is probable that future economic benefits associated with the replacement item will flow to the Group, the expenditure is capitalised.

Where part of the asset was not separately considered as a component, the replacement value is used to estimate the carrying amount of the replaced assets which is immediately written off. All other day to day maintenance costs are expensed as incurred.

#### (j) Exploration and evaluation assets

Exploration and evaluation activity involves the search for mineral resources, the determination of technical feasibility and the assessment of commercial viability of an identified resource. Exploration and evaluation expenditures in relation to each separate area of interest are recognised as an exploration and evaluation asset in the year in which they are incurred when the following conditions are satisfied:

- (i) the rights to tenure of the area of interest are current; and
- (ii) at least one of the following conditions is also met:
  - the exploration and evaluation expenditures are expected to be recouped through successful development and exploration of the area of interest, or alternatively, by its sale; or
  - exploration and evaluation activities in the area of interest have not at the reporting date, reached a stage which permits a reasonable assessment of the existence or otherwise of economically recoverable reserves, and active and significant operations in, or in relation to, the area of interest are continuing.

Exploration and evaluation assets are initially measured at cost and include acquisition of rights to explore, gathering exploration data through geophysical studies, exploratory drilling, trenching and sampling and associated activities and an allocation of depreciation and amortisation of assets used in exploration and evaluation activities. General and administrative costs are only included in the measurement of exploration and evaluation costs where they are related directly to operational activities in a particular area of interest.

Where a decision has been made to proceed with development in respect of a particular area of interest and once JORCor SAMREC compliant reserves are established, the relevant exploration and evaluation assets are tested for impairment and the balance is then transferred to mine 'construction in progress'. No amortisation is charged during the exploration and evaluation phase.

Upon transfer of 'exploration and evaluation assets' into 'construction in progress', all subsequent expenditure on the construction, installation or completion of infrastructure facilities is capitalised.

# (k) Impairment of non-financial assets

The Group assesses at each reporting date whether there is an indication that an asset (or cash-generating unit (CGU)) may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's or CGU's recoverable amount. An asset's recoverable amount is the higher of an asset's or CGU's fair value less costs of disposal and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets, in which case the asset is tested as part of a larger CGU.

When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered to be impaired and is written down to its recoverable amount. In calculating value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU. In determining fair value less costs of disposal, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded subsidiaries or other available fair value indicators.

The Group bases its impairment calculation on detailed budgets and forecast calculations which are prepared separately for each of the Group's CGUs to which the individual assets are allocated.

#### 2.3 Summary of significant accounting policies (continued)

#### (k) Impairment of non-financial assets (continued)

Impairment losses of continuing operations, including impairment of inventories, are recognised in profit or loss in those expense categories consistent with the function of the impaired asset.

For assets excluding goodwill, an assessment is made at each reporting date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in profit or loss.

Exploration and evaluation assets are assessed for impairment when facts and circumstances suggest that the carrying amount of an exploration and evaluation asset may exceed its recoverable amount. The recoverable amount of the exploration and evaluation asset (for the cash generating unit(s) to which it has been allocated being no larger than the relevant area of interest) is estimated to determine the extent of the impairment loss (if any). Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but only to the extent that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in previous years.

#### (l) Financial instruments – initial recognition and subsequent measurement

#### Financial assets

Initial recognition and measurement

Financial assets within the scope of IAS 39 'Financial Instruments: Recognition and Measurement' are classified as financial assets at fair value through profit or loss, loans and receivables or available-for-sale financial assets, as appropriate. The Group determines the classification of its financial assets at initial recognition.

All financial assets are recognised initially at fair value plus, in the case of financial assets not at fair value through profit or loss, directly attributable transaction costs. For financial assets at fair value through profit or loss, directly attributable transaction costs are recognised in profit or loss as incurred.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the marketplace (regular way trades) are recognised on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

The Group's financial assets include cash and short-term deposits, trade and other receivables, loans and other receivables, quoted and unquoted financial instruments and derivative financial instruments.

# Subsequent measurement

The subsequent measurement of financial assets depends on their classification as follows:

#### Financial assets through profit or loss

Financial assets at fair value through profit or loss include financial assets held for trading and financial assets designated upon initial recognition at fair value through profit or loss. Financial assets are classified as held for trading if they are acquired for the purpose of selling or repurchasing in the near term. This category includes any derivative financial instruments entered into by the Group that are not designated as hedging instruments in hedge relationships as defined by IAS 39. Derivatives, including separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments as defined by IAS 39.

Financial assets at fair value through profit or loss are carried in the statement of financial position at fair value with changes in fair value recognised in profit or loss.

The Group evaluated its financial assets as held for trading, other than derivatives, to determine whether the intention to sell them in the near term is still appropriate. When in rare circumstances the Group is unable to trade these financial assets due to inactive markets and management's intention to sell them in the foreseeable future significantly changes, the Group may elect to reclassify these financial assets. The reclassification to loans and receivables, available-for-sale or held to maturity depends on the nature of the asset. This evaluation does not affect any financial assets designated at fair value through profit or loss using the fair value option at designation.

#### 2.3 Summary of significant accounting policies (continued)

#### (1) Financial instruments – initial recognition and subsequent measurement (continued)

#### Financial assets (continued)

# Financial assets through profit or loss (continued)

Derivatives embedded in host contracts are accounted for as separate derivatives and recorded at fair value if their economic characteristics and risks are not closely related to those of the host contracts and the host contracts are not held for trading or designated at fair value though profit or loss. These embedded derivatives are measured at fair value with changes in fair value recognised in profit or loss. Reassessment only occurs if there is a change in the terms of the contract that significantly modifies the cash flows that would otherwise be required.

# Available-for-sale financial assets

These assets are initially recognised at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, they are measured at fair value and changes therein, other than impairment losses, are recognised in other comprehensive income and accumulated in the net unrealised gains reserve. When these assets are derecognised, the gain or loss accumulated in equity is reclassified to profit or loss.

#### Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method, less impairment. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance revenue in profit or loss. The losses arising from impairment are recognised in profit or loss in finance costs for loans and in cost of sales or other operating expenses for receivables.

#### Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is derecognised when:

- the rights to receive cash flows from the asset have expired.
- the Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay.

#### Impairment of financial assets

The Group assesses, at each reporting date, whether there is any objective evidence that a financial asset or a group of financial assets is impaired. A financial asset or a group of financial assets is deemed to be impaired if, and only if, there is objective evidence of impairment as a result of one or more events that has occurred after the initial recognition of the asset (an incurred 'loss event') and that loss event has an impact on the estimated future cash flows of the financial asset or the group of financial assets that can be reliably estimated.

Evidence of impairment may include indications that the debtors or a group of debtors are experiencing significant financial difficulty, default or delinquency in interest or principal payments, the probability that they will enter bankruptcy or other financial reorganisation and where observable data indicate that there is a measurable decrease in the estimated future cash flows, such as changes in arrears or economic conditions that correlate with defaults. For an investment in an equity instrument, objective evidence includes a significant or prolonged decline in its fair value below its cost.

#### Financial assets carried at amortised cost

For financial assets carried at amortised cost, the Group first assesses individually whether objective evidence of impairment exists individually for financial assets that are individually significant, or collectively for financial assets that are not individually significant. If the Group determines that no objective evidence of impairment exists for an individually assessed financial asset, whether significant or not, it includes the asset in a group of financial assets with similar credit risk characteristics and collectively assesses them for impairment. Assets that are individually assessed for impairment and for which an impairment loss is, or continues to be, recognised are not included in a collective assessment of impairment.

#### 2.3 Summary of significant accounting policies (continued)

#### (1) Financial instruments – initial recognition and subsequent measurement (continued)

#### Financial assets carried at amortised cost (continued)

If there is objective evidence that an impairment loss has been incurred, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future expected credit losses that have not yet been incurred). The present value of the estimated future cash flows is discounted at the financial asset's original effective interest rate. If a loan has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate.

The carrying amount of the asset is reduced through the use of an allowance account and the amount of the loss is recognised in profit or loss. Interest income continues to be accrued on the reduced carrying amount and is accrued using the rate of interest used to discount the future cash flows for the purpose of measuring the impairment loss. The interest income is recorded as part of finance revenue in profit or loss. Loans together with the associated allowance are written off when there is no realistic prospect of future recovery and all collateral has been realised or has been transferred to the Group.

If, in a subsequent year, the amount of the estimated impairment loss increases or decreases because of an event occurring after the impairment was recognised, the previously recognised impairment loss is increased or reduced by adjusting the allowance account. If a future write-off is later recovered, the recovery is credited to finance costs in profit or loss.

#### Available-for-sale financial assets

Impairment losses on available-for-sale financial assets are recognised by reclassifying the losses accumulated in the unrealised gains reserve to profit or loss. The amount reclassified is the difference between the acquisition cost and the current fair value, less any impairment loss previously recognised in profit or loss. If the fair value of an impaired available-for-sale financial assets subsequently increases and the increase can be related to an event occurring after the impairment loss was recognised, then the impairment loss is reversed through profit or loss; otherwise it is reversed through other comprehensive income. An impairment loss on available-for-sale financial assets are only recognised in profit or loss when the impairment is significant or prolonged.

#### Financial liabilities

#### Initial recognition and measurement

Financial liabilities within the scope of IAS 39 are classified as financial liabilities at fair value through profit or loss or other financial liabilities, as appropriate. The Group determines the classification of its financial liabilities at initial recognition.

All financial liabilities are recognised initially at fair value less, in the case of other financial liabilities, directly attributable transaction costs.

The Group's other financial liabilities include trade and other payables, and loans and borrowings.

# Subsequent measurement

The measurement of financial liabilities depends on their classification as follows:

#### Financial liabilities at amortised cost

After initial recognition, other financial liabilities are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance costs in profit or loss.

# Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in profit or loss.

# Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount reported in the consolidated statement of financial position if, and only if, there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, or to realise the assets and settle the liabilities simultaneously.

#### 2.3 Summary of significant accounting policies (continued)

#### (1) Financial instruments – initial recognition and subsequent measurement (continued)

#### Fair value of financial instruments

The fair value of financial instruments that are traded in active markets at each reporting date is determined by reference to quoted market prices or dealer price quotations (bid price for long positions and ask price for short positions), without any deduction for transaction costs.

For financial instruments not traded in an active market, the fair value is determined using appropriate valuation techniques. Such techniques may include using recent arm's length market transactions; reference to the current fair value of another instrument that is substantially the same; a discounted cash flow analysis or other valuation models.

An analysis of fair values of financial instruments and further details as to how these instruments are measured are provided in note 22.

#### Current versus non-current classification

Derivative instruments that are not designated as effective hedging instruments are classified as current or non-current or separated into a current and non-current portion based on an assessment of the facts and circumstances (i.e., the underlying contracted cash flows).

- when the Group will hold a derivative as an economic hedge (and does not apply hedge accounting) for a period beyond 12 months after the reporting date, the derivative is classified as non-current (or separated into current and non-current portions) consistent with the classification of the underlying item.
- embedded derivatives that are not closely related to the host contract are classified consistent with the cash flows of the host contract
- derivative instruments that are designated as, and are effective hedging instruments, are classified consistently with the classification of the underlying hedged item. The derivative instrument is separated into a current portion and a non-current portion only if a reliable allocation can be made.

# Normal purchase or sale exemption

Contracts that were entered into and continue to be held for the purpose of the receipt or delivery of a non-financial item in accordance with the Group's expected purchase, sale or usage requirements fall within the exemption from IAS 32 and IAS 39, which is known as the 'normal purchase or sale exemption' (with the exception of those with quotation period clauses, which result in the recognition of an embedded derivative. Refer note 2.3(l) Financial assets –Financial assets at fair value through profit or loss for more information). These contracts and the host part of the contracts containing embedded derivatives are accounted for as executory contracts. The Group recognises such contracts in its statement of financial position only when one of the parties meets its obligation under the contract to deliver either cash or a non-financial asset.

#### Interest income

For all financial instruments measured at amortised cost and interest bearing financial assets classified as available-for-sale, interest income is recorded using the effective interest rate (EIR), which is the rate that exactly discounts the estimated future cash payments or receipts through the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset or liability. Interest income is included in finance income in profit or loss.

#### Cash and cash equivalents

Cash comprises cash at bank and on hand. Cash equivalents are short term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value. Bank overdrafts are shown within borrowings in current liabilities in the statement of financial position.

For the purpose of the consolidated statement of cash flows, cash and cash equivalents consist of cash and cash equivalents as defined above, net of outstanding bank overdrafts.

# Trade and other receivables

Trade receivables include actual invoiced sales of PGM concentrate as well as sales not yet invoiced for which deliveries have been made and the risks and rewards of ownership have passed. The receivable amount calculated for the PGM concentrate delivered but not yet invoiced is recorded at the fair value of the consideration receivable at the date of delivery. At each subsequent reporting date and at the date of settlement, the receivable is restated to reflect the fair value movements in the pricing mechanism which is considered to represent an embedded derivative.

Other receivables are stated at cost less any allowance for uncollectable amounts. An allowance is made when there is objective evidence that the Group will not be able to collect debts. Bad debts are written off when identified.

#### 2.3 Summary of significant accounting policies (continued)

#### (m) Inventories

Inventories are valued at the lower of cost and net realisable value.

Costs incurred in bringing each product to its present location and condition, are accounted for as follows:

- raw materials purchase cost on a first-in, first-out basis; and
- finished goods and work in progress cost of direct materials and labour and a proportion of manufacturing overheads based on normal operating capacity but excluding borrowing costs.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

#### (n) Provisions

Where applicable, provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

When the Group expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the statement of comprehensive income net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects the risks specific to the liability.

When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

#### Rehabilitation provision

The Group records the present value of estimated costs of legal and constructive obligations required to restore operating locations in the period in which the obligation is incurred. The nature of these restoration activities includes dismantling and removing structures, rehabilitating mines and tailings dams, dismantling operating facilities, closure of plant and waste sites, and restoration, reclamation and re-vegetation of affected areas.

The obligation generally arises when the asset is installed or the ground/environment is disturbed at the production location. When the liability is initially recognised, the present value of the estimated costs is capitalised by increasing the carrying amount of the related mining assets to the extent that it was incurred by the development/construction of the mine. Over time, the discounted liability is increased for the change in present value based on the discount rates that reflect current market assessments and the risks specific to the liability.

The periodic unwinding of the discount is recognised in profit or loss as a finance cost. Changes in rehabilitation costs relating to the asset will be recognised as additions or charges to the corresponding assets and rehabilitation liability when they occur. Additional disturbances as a result of producing inventories are treated as a cost of producing inventories and recognised in profit or loss when sold.

For closed sites, changes to estimated costs are recognised immediately in profit or loss.

# (o) Issued capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

Treasury shares (employee share plan shares) are deducted from equity and no gain or loss is recognised in profit and loss on purchase, sale, issue or cancellation of the Group's own equity instruments.

# 2.3 Summary of significant accounting policies (continued)

# (p) Earnings per share

Basic earnings per share is calculated as net profit or loss attributable to members of the parent, adjusted to exclude any costs of servicing equity (other than dividends) and preference share dividends, divided by the weighted average number of ordinary shares.

Diluted earnings per share are calculated as net profit or loss attributable to members of the parent, adjusted for:

- costs of servicing equity (other than dividends) and preference share dividends;
- the after tax effect of dividends and interest associated with dilutive potential ordinary shares that have been recognised as expenses; and
- other non-discretionary changes in revenues or expenses during the period that would result from the dilution of potential ordinary shares,
- divided by the weighted average number of ordinary shares and dilutive potential ordinary shares.

# 2.4 New Standards and Interpretations

# **Future Accounting Standards**

Certain IFRSs and IFRICs have recently been issued or amended but are not yet effective and have not been adopted by the Group as at the annual reporting period ended on 30 June 2015.

Reference	Title	Summary	Application date of standard	Application date for Group
Improvements to IFRS: IFRS 5	Non-current Assets Held for Sale and Discontinued Operations	The amendments clarify the accounting for a change in a disposal plan from a plan to sell to a plan to distribute a dividend to its shareholders or vice versa.  The impact of this amendment is currently being assessed, however it is unlikely that it will have a material impact on the Group's financial position or performance.	1 January 2016	1 July 2016
IFRS 9	Financial Instruments	IFRS 9 Financial Instruments is a new standard that replaces IAS 39 Financial Instruments: Recognition and Measurement. The standard includes requirements for the classification, measurement and derecognition of financial instruments, including a new expected credit loss model for calculating impairment on financial assets, and the new general hedge accounting requirements.  The impact of this standard is currently being assessed.	1 January 2018	1 July 2018
Amendments to IFRS 11	Joint Arrangements	The amendment provides new guidance on how to account for the acquisition of an interest in a joint operation in which that activity constitutes a business.  The impact of the amendments is currently being assessed, however it is unlikely that they will have a material impact on the Group's financial position or performance.	1 January 2016	1 July 2016
IFRS 15	Revenue from Contracts with Customers	IFRS 15 is a new standard that replaces IAS 11 Construction Contracts, IAS 18 Revenue, IFRIC 13 Customer Loyalty Programmes, IFRIC 15 Arrangements for the Construction of Real Estate, IFRIC 18 Transfers of Assets from Customers and SIC Revenue: Barter Transactions.  The standard requires entities to recognise revenue to depict the transfer of promised goods and services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services, which is achieved through a five step methodology.  The impact of this standard is currently being assessed	1 January 2017	1 July 2017

# 2.4 New Standards and Interpretations (continued)

Reference	Title	Summary	Application date of standard	Application date for Group
Amendments to IAS 1	Presentation of Financial Statements	The amendments are designed to encourage entities to apply professional judgement in determining what information to disclose in their financial statements. The amendments also clarify that entities should use professional judgement in determining where and in what order information is presented in the financial disclosures.  The impact of this amendment is currently being assessed.	1 January 2016	1 July 2016
Amendments to IAS 16	Property, Plant and Equipment	The amendments establish the principle for the basis of depreciation as being the expected pattern of consumption of future economic benefits of an asset and clarifies that revenue is not an appropriate basis for measuring the consumption of future economic benefits of an asset.  The impact of this amendment is currently being assessed	1 January 2016	1 July 2016

#### 3. Segment reporting

#### **Segment information**

For management purposes the chief operating decision maker, being the Board of directors of Sylvania Platinum Limited, reports its results per project. The Group currently has the following segments:

- seven operational retreatment processing plants:
  - o Millsell
  - Steelpoort
  - Lannex
  - o Mooinooi (two plants reported as a single unit)
  - Doornbosch
  - Tweefontein
- an open cast mining exploration project and a Northern Limb exploration project which is currently in the exploration phase.

The operating results of each project are monitored separately by the Board in order to assist them in making decisions regarding resource allocation as well as enabling them to evaluate performance. Segment performance is evaluated on PGM ounce production and operating costs. The Group's financing (including finance costs and finance income) and income taxes are managed on a Group basis and are not allocated to operating segments.

The accounting policies used by the Group in reporting segments internally are the same as those contained in note 2.3 of the financial statements.

Transfer prices between operating segments are on an arm's length basis in a manner similar to transactions with third parties.

The following items are not allocated to any segment, as they are not considered part of the core operations of any segment:

- finance income;
- finance costs; and
- unallocated expenses (note 3(d))

The following tables present revenue and profit information and certain asset and liability information regarding reportable segments for the years ended 30 June 2015 and 30 June 2014.

# 3. Segment reporting (continued)

2015	Millsell \$	Steelpoort \$	Lannex \$	Mooinooi \$	Doornbosch \$	Tweefontein \$	Exploration projects \$	Corporate/ Unallocated \$	Consolidated \$
Segment assets	4,933,732	3,525,816	9,502,884	17,921,508	7,697,926	12,461,121	62,336,876	6,254,639	124,634,502
Capital expenditure*	1,700,516	1,981,480	7,811,112	11,994,243	4,598,386	9,087,262	62,241,483	355,629 (a)	99,770,111
Other assets	3,233,216	1,544,336	1,691,772	5,927,265	3,099,540	3,373,859	95,393	5,899,010 (b)	24,864,391
Segment liabilities	1,147,739	1,079,425	1,539,738	2,269,767	1,171,395	1,580,687	1,325,134	16,381,658 (c)	26,495,543
Segment revenue	7,226,739	5,593,970	5,332,848	12,513,750	8,221,079	8,902,149	-	413,245	48,203,780
Segment result	2,682,391	688,653	(1,658,748)	(176,042)	2,848,888	2,195,297	(291,094)	(4,592,456) (d)	1,696,889
Net profit for the year after tax								-	1,696,889
Included within the segment results:									
Depreciation Direct operating	533,988	633,015	1,406,434	2,015,043	827,918	1,110,022	-	70,585	6,597,005 (e)
costs Impairment of exploration and	4,010,360	4,272,302	5,585,162	10,674,749	4,544,273	5,596,830	-	-	34,683,676 (f)
evaluation assets	-	-	-	-	-	-	18,552	-	18,552
Other items: Income tax expense Capital	-	-	-	-	-	-	-	1,907,567	1,907,567
expenditure additions	154,168	110,420	874,519	303,179	326,251	1,164,139	1,041,075	77,347	4,051,098

<sup>\*</sup> Capital expenditure consists of property, plant and equipment and exploration and evaluation assets.

# 3. Segment reporting (continued)

2014	Millsell \$	Steelpoort \$	Lannex \$	Mooinooi \$	Doornbosch \$	Tweefontein \$	Exploration projects	Corporate/ Unallocated \$	Consolidated \$
Segment assets Capital expenditure* Other assets	5,871,735 2,369,533 3,502,202	5,133,580 2,845,168 2,288,412	12,185,567 9,568,938 2,616,629	21,373,876 15,659,140 5,714,736	10,662,825 5,837,358	13,186,198 10,407,827 2,778,371	74,218,642 74,156,954 61,688	3,985,635 445,765 (a) 3,539,870 (b)	146,618,058 121,290,683
Segment liabilities	3,502,202   1,572,485	1,120,291	1,451,055	5,714,736   2,282,359	4,825,467 1,445,545	1,321,332	1,245,291	20,510,708 (c)	25,327,375 30,949,066
Segment revenue Segment result Net loss for the year after tax	7,208,504 2,195,077	6,377,617 1,087,166	6,577,705 (689,490)	10,796,991 (1,826,552)	9,146,892 3,065,440	7,112,975 610,176	(1,836,239)	227,166 (7,719,765) (d)	47,447,850 (5,114,187) (5,114,187)
Included within the segment results: Depreciation Direct operating costs Write-off of property, plant and equipment	572,466 4,440,961	637,825 4,644,749 7,877	1,619,660 5,647,535	2,167,780 10,455,763	910,382 5,171,070	1,148,943 5,308,876 44,980	- - -	116,170 - -	7,173,226 (e) 35,668,954 (f) 52,857 (f)
Impairment of exploration and evaluation assets Other items Income tax expense Capital expenditure additions	- - 137,076	- - 250,889	143,243	301,070	142,928	- - 882,445	1,591,444 - 3,461,393	2,187,431 211,435	1,591,444 2,187,431 5,530,479

<sup>\*</sup> Capital expenditure consists of property, plant and equipment and exploration and evaluation assets.

# 3. Segment reporting (continued)

	2015	2014
	\$	\$
Major items included in corporate /unallocated		
(a) Capital expenditure	255 (20	115 765
Property, plant and equipment	355,629	445,765
(b) Other assets	355,629	443,703
Cash and cash equivalents	2 615 5/2	347,388
Investments in associates	3,615,543	347,388 10
Other financial assets	1,842,394	2,551,296
Other Manetal assets Other	441,073	641,176
Other	5,899,010	3,539,870
(c) Liabilities	3,077,010	3,337,670
Deferred tax	16,090,844	19,424,960
Interest-bearing loans and borrowings	175,972	212,795
VAT/GST payable	9,429	324,711
Current tax liability	9,191	2,534
Other	96,222	545,708
	16,381,658	20,510,708
(d) Unallocated income and expenses		
Administrative salaries and wages	1,094,964	886,600
Auditors' remuneration	89,491	66,289
Consulting fees	661,667	642,105
Depreciation	136,302	191,574
Finance revenue	(413,245)	(227,166)
Finance costs	311,688	152,542
Foreign exchange (gain)/loss	(235,109)	445,852
Loss on financial assets at fair value through profit or loss	- - 250	16,524
Impairment of available-for-sale financial assets	7,250	1,290,604
Impairment of investments in associates Legal expenses	153,311	1,290,004
Overseas travelling expenses	269,187	192,863
Premises leases	64,891	15,364
Share-based payments	1,011,754	1,448,841
Share of loss of associates	-	51,975
Income tax expense	1,907,567	2,187,431
Other	(467,262)	198,933
	4,592,456	7,719,765
Reconciliations of total segment amounts to corresponding amount for the Group		
(e) Depreciation		
Included within cost of sales	6,597,005	7,173,226
Included within general and administrative costs	65,717	75,404
	6,662,722	7,248,630
(f) Cost of sales	24 (92 (= (	25 660 054
Direct operating costs	34,683,676	35,668,954
Depreciation	6,597,005	7,173,226
Write-off of property, plant and equipment	41 200 601	52,857
	41,280,681	42,895,037
Total segment revenue		
Sales	47,790,535	47,220,684
Finance income	413,245	227,166
Total revenue	48,203,780	47,447,850
1 out 10 venue	10,203,700	17,117,050

# 3. Segment reporting (continued)

	2015 \$	2014 \$
Revenue from external customers by geographical location is detailed below. Revenue is attributed to geographic location based on the location of the customers. The Group does not have external revenues from external customers that are attributable to any		
foreign country other than as shown.  South Africa	47,790,535	47,220,684
Total sales	47,790,535	47,220,684
Finance income by geographical location is detailed below:		
Australia	7,285	9,228
South Africa	405,960	217,938
Total finance revenue	413,245	227,166
Total revenue	48,203,780	47,447,850
The majority of sales of concentrate are to two specific customers. Revenue is split according to segment as detailed below:		
Customer 1	24,326,455	18,651,495
Customer 2	23,464,080	28,569,189
	47,790,535	47,220,684
During the year, the contract for customer 2 was terminated in May 2015. The contract for customer 1 was renegotiated and became effective in July 2014.		
Analysis of location of non-current assets:		
Australia	19,032	36,264
South Africa	100,260,185	123,805,725
Total non-current assets	100,279,217	123,841,989

# 4. Revenue and expenses

		2015 \$	2014 \$
(a)	Revenue		
	Sale of goods	47,853,725	44,168,299
	PGM price adjustment	(63,190)	3,052,385
		47,790,535	47,220,684
(b)	Other income		
	Scrap sales	4,196	18,412
	Recoveries	26,242	37,502
	Insurance claims	1,149	6,337
	Rent received	22,947	22,545
		54,534	84,796
(c)	Expenses		_
	Profit/(loss) from ordinary activities before income tax expense includes the following specific expenses:		
	Included in cost of sales:		
	Depreciation – plant and equipment	6,597,005	7,173,226
	Write-off of property, plant and equipment - plant and equipment	-	52,857

# 4. Revenue and expenses (continued)

		2015 \$	2014 \$
	Included in general and administrative costs:		
	Consulting	704,017	702,503
	Depreciation – other assets	65,717	75,404
	Write-off of property, plant and equipment - other assets	-	89
	Operating lease payments	127,620	212,375
	Prospecting expenses	1,392	7,437
(d)	Staff costs		
	Salaries and wages included in cost of sales	11,332,798	11,724,812
	Salaries and wages included in general and administrative costs	1,151,862	1,591,510
	Superannuation	-	7,351
	Share-based payments	1,011,754	1,448,841
		13,496,414	14,772,514
(e)	Net finance income		
	Interest income on loans and receivables	413,245	227,166
	Finance income	413,245	227,166
	Interest expense on financial liabilities measured at amortised cost	(110,987)	(48,376)
	Unwinding of discount on rehabilitation and restoration provision	(200,701)	(104,166)
	Finance costs	(311,688)	(152,542)
	Net finance income recognised in profit or loss	101,557	74,624

# 5. Income tax

Major components of tax expense for the years ended 30 June 2015 and 2014	2015 \$	2014
Income tax recognised in profit or loss Current income tax:		
Current income tax charge	2,580,653	60,373
Adjustments in respect of current income tax of previous year	-	(7,376)
Securities transfer tax	18,657	-
Deferred income tax:		
Relating to recognition, origination and reversal of temporary differences	(691,743)	2,139,642
Write-down of deferred tax assets	-	(5,208)
Total tax expense	1,907,567	2,187,431
The prima facie income tax expense on pre-tax accounting profit or loss from operations reconciles to the income tax expense in the financial statements as follows:		
Accounting profit/(loss) before income tax	3,604,456	(2,926,756)
Tax expense/(benefit) at rate of 28% Non-deductible expenses (Over)/under provision in respect of prior year	1,009,248 856,062	(819,492) 1,797932 (7,376)
Benefit of tax losses and temporary differences not brought to account	23,600	1,221,575
Securities transfer tax Recoupment of tax losses for current year taxable income	18,657	(5,208)
Income tax expense	1,907,567	2,187,431

Sylvania Platinum Limited is a Bermudan incorporated company and has no tax liability under that jurisdiction with respect to income derived. Certain foreign subsidiaries generated income that is subject to the applicable tax in the countries from which such income is derived.

The tax rate used in the above reconciliation is the corporate tax rate of 28% payable by South African entities on taxable profits under South African tax law.

	2015 \$	2014 \$
Deferred tax assets comprise:		
Unrealised gains and losses on foreign exchange	4,292,250	5,671,570
Provision for rehabilitation	558,089	638,584
Other	536,602	525,930
	5,386,941	6,836,084
Set-off against deferred tax liabilities	(5,386,941)	(6,836,084)
	-	-
Deferred tax liabilities comprise:		_
Exploration and evaluation assets	11,981,342	14,674,085
Property, plant and equipment	9,117,535	11,207,000
Other	378,908	379,959
	21,477,785	26,261,044
Set-off deferred tax assets	(5,386,941)	(6,836,084)
Deferred tax liabilities net	16,090,844	19,424,960

#### 5. Income tax (continued)

The Group has estimated tax losses arising in Australia of \$15,049,473 (2014: \$18,307,056) and capital losses of \$1,885,711(2014: \$2,309,516) that are available for offset against future taxable profits of the tax consolidated group in Australia. These losses are subject to specific tests under Australian tax legislation before they can be set off against future taxable income. In addition, the Group has estimated tax losses arising in South Africa of \$4,651,454 (2014: \$1,563,465) and unredeemed capital expenditure of \$10,293,551 (2014: \$11,604,523) that are available indefinitely for offset against future taxable profits of the company in which the losses arose.

	2015	2014
	\$	\$
Unrecognised deferred tax assets		
Deferred tax assets have not been recognised in respect of the following		
items:		
Deductible temporary differences	6,022,823	14,674,239
Tax losses	5,516,260	5,563,746
Capital losses	527,999	3,591,251
	12,067,082	23,829,236

The deductible temporary differences and tax losses do not expire under current tax legislation. Deferred tax assets have not been recognised in respect of these items because at this time it is not probable that future tax profits will be available against which the Group can utilise the benefits thereof.

#### Tax consolidation

Sylvania Resources Pty Ltd and its 100% owned Australian resident controlled entities have formed a tax consolidated group with effect from 1 July 2003. Sylvania Resources is the head entity of the tax consolidated group. Members of the group have entered into a tax sharing arrangement in order to allocate income tax expense to the wholly-owned controlled entity on a pro rata basis. In addition, the agreement provides for the allocation of income tax liabilities between the entities should the head entity default on its tax payment obligations. At the reporting date, the possibility of default is remote.

#### Reconciliation of deferred tax assets/(liabilities):

	Opening balance	Charged to profit or loss	Exchange difference	Closing balance
	s s	\$	\$	\$
	Ψ	Ψ	Ψ	Ψ
2015				
Other temporary differences	145,971	33,132	(21,409)	157,694
Provision for rehabilitation	638,584	3,960	(84,455)	558,089
Unrealised gains and losses on				
foreign exchange	5,671,570	-	(1,379,320)	4,292,250
Plant and equipment	(11,207,000)	654,651	1,434,814	(9,117,535)
Exploration and evaluation assets	(14,674,085)	-	2,692,743	(11,981,342)
	(19,424,960)	691,743	2,642,373	(16,090,844)
2014				
Other temporary differences	245,964	(90,378)	(9,615)	145,971
Provision for rehabilitation	202,907	460,004	(24,327)	638,584
Unrealised gains and losses on				
foreign exchange	4,453,998	-	1,217,572	5,671,570
Plant and equipment	(9,395,358)	(2,509,268)	697,626	(11,207,000)
Exploration and evaluation assets	(14,235,764)	=	(438,321)	(14,674,085)
	(18,728,253)	(2,139,642)	1,442,935	(19,424,960)

#### 6. Earnings per share

Basic earnings per share amounts are calculated by dividing the net profit for the year by the weighted average number of shares outstanding during the year.

	2015 Cents per share	2014 Cents per share
Basic earnings/(loss) per share - cents per share Diluted earnings/(loss) per share - cents per share	0.57 0.55	(1.70) (1.70)
	2015 \$	2014 \$
Reconciliation of earnings used in calculating earnings per share		
Earnings attributable to the ordinary equity holders of the company used in calculating basic earnings per share	1,696,889	(5,114,187)
Earnings attributable to the ordinary equity holders of the company used in calculating diluted earnings per share	1,696,889	(5,114,187)
	2015 Number of shares	2014 Number of shares
Weighted average number of shares used as the denominator		
Weighted average number of ordinary shares used as the denominator in calculating basic earnings per share	297,850,449	300,134,225
Effect of dilution:	12 201 007	
Share options Weighted average number of ordinary shares and potential ordinary shares used as the denominator in calculating diluted earnings per share	13,291,096 311,141,545	300,134,225

In the financial year to 30 June 2010, SA Metals Pty Ltd ("SAM"), a wholly owned subsidiary of Sylvania negotiated the cancellation of a royalty agreement between SAM and Minex Projects (Pty) Ltd ("Minex"), whereby Minex was to receive R5,000,000 (approximately \$657,000) in cash and 3,000,000 shares in the listed parent entity subject to certain conditions. The conditions were subsequently met and the cash payment was made. The value of the shares at the date of signing the agreement was \$0.84, and had been raised against share premium. During the year, a cash payment was made to Minex as settlement for the shares.

There have been no other transactions involving ordinary shares or potential ordinary shares between the reporting date and the date of authorisation of these financial statements.

# 7. Investments in associates

	2015	2014
Investments in associates	<b>.</b>	10

#### a) Chrome Tailings Retreatment Project

The Group has a 25% interest in CTRP, which operates a chrome tailings retreatment plant at Kroondal in South Africa (2014: 25%). The Group's interest in CTRP is accounted for using the equity method in the consolidated financial statements.

The following table summarises the financial information of CTRP as included in its own financial statements, adjusted for fair value adjustments at acquisition and differences in accounting policies. The table also reconciles the summarised financial information to the carrying amount of the Group's interest in CTRP.

#### 7. Investments in associates (continued)

	2015 \$	2014 \$
Non-current assets	744,817	1,271,744
Current assets	135,766	196,047
Total assets	880,583	1,467,791
NT (11.1.20)	2 (2)	4 177
Non-current liabilities	3,626	4,177
Current liabilities	16,245	17,774
Total liabilities	19,871	21,951
Net assets (100%)	860,712	1,445,840
Group's share of net assets (25%)	215,178	361,460
Fair value adjustment	690,402	795,254
Net cumulative loss not recognised	159,345	59,297
Management fee distribution	40,363	46,493
Foreign currency movements	185,316	28,100
Impairment	(1,290,604)	(1,290,604)
Carrying amount of investment in associate	(1,220,0001)	(1,250,001)
Revenue	_	
Loss from continuing operations	(422,090)	(445,086)
Other comprehensive income	· · · · · · · · · · · ·	- -
Total comprehensive income (100%)	(422,090)	(445,086)
Group's share of loss for the year (25%)	(105,523)	(111,272)
•		<u> </u>
Group's share of losses recognised for the year	-	(51,975)
Group's share of losses unrecognised for the year	(105,523)	(59,297)
	(105,523)	(111,272)

# **Impairment of Chrome Tailings Retreatment Project**

An impairment loss of \$1,290,604 on the Group's 25% investment in CTRP was recognised during the prior financial year. The impairment was based on a recoverable amount of \$ Nil, estimated as its fair value. The plant remains on care and maintenance and there is no agreement between the parties or plan to restart the operation. The Group ceased to recognise its share of losses of CTRP from the date of impairment.

# b) Other associates

The Group also had interests in a number of individually immaterial associates in the prior year. These interests have been disposed of during the current year. The following table analyses, in aggregate, the carrying amount and share of profit/(loss) from continuing operations and other comprehensive income of these associates.

	2015	2014
	\$	\$
Carrying amount of interests in associates Share of:	-	10
<ul><li>Loss from continuing operations</li><li>Other comprehensive income</li></ul>	:	(179,348)
	-	(179,348)

#### c) CTRP and other associates

The Group has not recognised cumulative losses totalling \$159,345 (2014: \$238,645) in relation to its interests in associates, because the Group has no obligation in respect of these losses.

# **Contingencies and commitments**

The associates had no contingent liabilities or capital commitments as at 30 June 2015 (2014: Nil).

#### 8. Other financial assets

	2015 \$	2014 \$
Available-for-sale investments measured at fair value Listed shares	17,494	34,282
Financial assets at fair value through profit and loss Listed shares designated at fair value	1,537	1,883
Loans and receivables Loans receivable Rehabilitation insurance guarantee	1,823,362 490,075	2,515,131
Total	2,332,468	2,551,296
Non-current assets Current assets	509,106 1,823,362	2,551,296

Available-for-sale financial assets consist of investments in ordinary shares, and therefore have no fixed maturity date or coupon rate.

Loans and receivables consist of loans granted to Ironveld Holdings (Pty) Ltd from Sylvania South Africa (Pty) Ltd (Sylvania SA) and from Sylvania Metals (Pty) Ltd (Sylvania Metals), both South African subsidiaries of the Group. The loan from Sylvania SA is unsecured, bears no interest until 31 December 2013 and thereafter bears interest at the rate of 1% over Libor and is repayable on 31 December 2015. The loan from Sylvania Metals bears interest at the prime lending rate in South Africa and is repayable on 30 June 2016. Refer to note 22 for further details on the loan granted by Sylvania Metals.

# 9. Exploration and evaluation assets

	Mineral rights \$	Deferred exploration expenditure \$	Total \$
2015			·
Balance at beginning of financial year	3,006,581	67,213,857	70,220,438
Foreign currency movements	(399,354)	(11,991,187)	(12,390,541)
Direct expenditure for the year	45,074	929,010	974,084
Impairment	<u> </u>	(18,552)	(18,552)
Balance at end of financial year	2,652,301	56,133,128	58,785,429
2014			
Balance at beginning of financial year	239,838	67,036,877	67,276,715
Foreign currency movements	(81,344)	1,157,733	1,076,389
Direct expenditure for the year	3,076,798	381,980	3,458,778
Impairment	(228,711)	(1,362,733)	(1,591,444)
Balance at end of financial year	3,006,581	67,213,857	70,220,438

Ultimate recovery of exploration and evaluation expenditure carried forward is dependent upon the recoupment of costs through successful development and commercial exploitation, or alternatively, by sale of the respective areas.

# Impairment of exploration and evaluation assets

Exploration and evaluation assets relating to the Group's Everest North project was impaired during the current and prior financial year, resulting in an impairment loss of \$18,552 (2014: \$1,410,513). The impairment was based on a recoverable amount of \$Nil, estimated as its value in use. Everest North is a joint project with Aquarius Platinum SA (Pty) Ltd (AQPSA) and the viability of the project depends on the operation of AQPSA's Everest South processing plant. The Everest South operation was placed on care and maintenance in June 2012 and management are not aware of any plans to restart this operation in the foreseeable future.

At 30 June 2014, a further \$180,931 was impaired on a prospecting right that expired and was not renewed.

# 10. Property, plant and equipment

2015	Property	Mining property	Plant and equipment	Equipment	Leasehold improvements	Computer equipment and software	Furniture and fittings	Office equipment	Motor vehicles	Total
	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$
At 1 July 2014										
Cost	3,968,497	3,089,727	70,447,421	688,164	27,379	413,425	62,754	96,097	559,016	79,352,480
Accumulated depreciation	(40,988)	(1,177,138)	(25,760,735)	(484,745)	(26,129)	(274,031)	(60,017)	(69,557)	(388,895)	(28,282,235)
Net carrying value	3,927,509	1,912,589	44,686,686	203,419	1,250	139,394	2,737	26,540	170,121	51,070,245
Year ended 30 June 2015										
Opening net carrying value	3,927,509	1,912,589	44,686,686	203,419	1,250	139,394	2,737	26,540	170,121	51,070,245
Exchange differences	(518,392)	(234,789)	(5,676,795)	(24,794)	(131)	(17,471)	(315)	(3,302)	(23,022)	(6,499,011)
Additions	27,289	-	2,893,418	34,444	-	50,462	3,522	9,729	58,150	3,077,014
Disposals	-	-	17	-	-	(793)	-	(68)	-	(844)
Depreciation charge	(18,703)	(265,891)	(6,182,571)	(65,450)	(507)	(63,552)	(4,223)	(12,733)	(49,092)	(6,662,722)
Closing net carrying value	3,417,703	1,411,909	35,720,755	147,619	612	108,040	1,721	20,166	156,157	40,984,682
At 30 June 2015										
Cost	3,470,767	2,682,354	63,863,401	629,624	23,769	401,905	57,739	90,139	496,426	71,716,124
Accumulated depreciation	(53,064)	(1,270,445)	(28,142,646)	(482,005)	(23,157)	(293,865)	(56,018)	(69,973)	(340,269)	(30,731,442)
Net carrying value	3,417,703	1,411,909	35,720,755	147,619	612	108,040	1,721	20,166	156,157	40,984,682

# 10. Property, plant and equipment (continued)

2014	Property	Mining property	Plant and equipment	Equipment	Leasehold improvements	Computer equipment and software	Furniture and fittings	Office equipment	Motor vehicles	Total
	\$	\$	\$	\$	\$	and software \$	\$	\$	\$	\$
At 1 July 2013										
Cost	4,239,859	3,315,716	73,786,362	586,340	32,487	424,066	65,944	140,999	521,582	83,113,355
Accumulated depreciation	(25,335)	(975,229)	(20,660,078)	(400,143)	(27,454)	(228,501)	(59,386)	(98,143)	(349,782)	(22,824,051)
Net carrying value	4,214,524	2,340,487	53,126,284	186,197	5,033	195,565	6,558	42,856	171,800	60,289,304
Year ended 30 June 2014										
Opening net carrying value	4,214,524	2,340,487	53,126,284	186,197	5,033	195,565	6,558	42,856	171,800	60,289,304
Exchange differences	(287,254)	(153,253)	(3,508,395)	(13,389)	(263)	(12,329)	(368)	(1,989)	(11,944)	(3,989,184)
Additions	18,025	-	1,784,213	145,098	-	31,572	1,271	9,114	82,408	2,071,701
Re-allocation between asset classes	-	13,501	(17,098)	-	-	90	-	3,507	-	-
Write-off	-	-	(42,077)	-	(2,625)	(4,384)	-	-	(3,860)	(52,946)
Depreciation charge	(17,786)	(288,146)	(6,656,241)	(114,487)	(895)	(71,120)	(4,724)	(26,948)	(68,283)	(7,248,630)
Closing net carrying value	3,927,509	1,912,589	44,686,686	203,419	1,250	139,394	2,737	26,540	170,121	51,070,245
At 30 June 2014										
Cost	3,968,497	3,089,727	70,447,421	688,164	27,379	413,425	62,754	96,097	559,016	79,352,480
Accumulated depreciation	(40,988)	(1,177,138)	(25,760,735)	(484,745)	(26,129)	(274,031)	(60,017)	(69,557)	(388,895)	(28,282,235)
Net carrying value	3,927,509	1,912,589	44,686,686	203,419	1,250	139,394	2,737	26,540	170,121	51,070,245

# 10. Property, plant and equipment (continued)

#### Leased assets

Plant and equipment, motor vehicles and computer equipment include the following amounts where the Group is a lessee under a finance lease:

	2015	2014
	\$	\$
Plant and equipment		
Cost	711,128	511,429
Accumulated depreciation	(339,718)	(322,932)
	371,410	188,497
Motor vehicles		
Cost	242,665	220,957
Accumulated depreciation	(97,447)	(63,598)
	145,218	157,359
Computer equipment		
Cost	38,596	44,457
Accumulated depreciation	(35,534)	(27,022)
-	3,062	17,435

During the year, the Group acquired under finance lease plant and equipment of \$285,814 (2014: \$129,703), motor vehicles of \$54,396 (2014: \$77,250).

# Non-current assets pledged as security

Leased assets are pledged as security for the related finance lease liability (refer to note 17). No other non-current assets are pledged as security for any liabilities.

# 11. Cash and cash equivalents

	2015 \$	2014 \$
Cash at bank and on hand Short-term deposits	7,304,918 39,481	3,128,835 1,030,495
Short-term deposits – restricted cash	1,071,943	1,161,017
	8,416,342	5,320,347

Cash at banks earns interest at floating rates on daily bank deposit rates. Short-term deposits are made for varying periods of between one day and three months, depending on the immediate cash requirements of the Group, and earn interest at the respective short-term deposit rates. The fair value of cash and short-term deposits is \$8,416,342 (2014: \$5,320,347).

At 30 June 2015, the Group had available \$2,919,448 (2014: \$3,362,827) of undrawn borrowing facilities.

The Group only deposits cash surpluses with major banks of high quality credit standing.

The Group has pledged part of its short-term deposits with a carrying value of \$1,071,943 (2014: \$1,161,017) in order to fulfil collateral requirements for the guarantees held below.

#### Bank guarantees are held as follows:

	2015	2014
	\$	\$
Eskom	978,138	1,126,688
The Department of Mineral Resources	19,464	22,420

#### 12. Trade and other receivables

	2015	2014
	\$	\$
Trade receivables	12,819,874	16,452,818
Other receivables	330,734	244,011
	13,150,608	16,696,829

Trade receivables are due from major minerals mining and processing companies. None of the amounts are past due or impaired. At 30 June 2015, gross sales of \$9,782,763 (2014: \$10,598,126) were subject to price adjustments.

Other receivables are non-interest bearing and are generally on 30-90 day terms. No other receivables are considered to be past due or impaired.

#### 13. Inventories

	2015	2014
	\$	\$
Stores and materials	964,973	758,893

# Stores and materials

Spares are held in stock for engineering breakdowns. Stores and materials are measured at the lower of cost or net realisable value.

# 14. Issued capital

**Authorised capital** 

Tradiorisca capital	2015 No of shares	2015 \$
Ordinary shares with a par value of \$0.10	1,000,000,000	100,000,000

**Issued capital** 

•	2015 No of shares	2014 No of shares	2015 \$	2014 \$
Share capital Ordinary shares				
Ordinary shares fully paid	297,981,896	297,981,896	29,798,190	29,515,534
	297,981,896	297,981,896	29,798,190	29,515,534

Holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at shareholders' meetings. In the event of winding up of the parent entity, ordinary shareholders rank after all creditors and are fully entitled to any proceeds on liquidation.

# 14. Issued capital (continued)

Movements in ordinary share capital

Date	Details	Number of shares	\$
1 July 2013	Opening balance	297,981,896	29,515,534
30 June 2014	Closing balance	297,981,896	29,515,534
1 July 2014	Opening balance	297,981,896	29,515,534
	Transaction costs reallocated to share premium <sup>1</sup>	-	282,656
30 June 2015	Closing balance	297,981,896	29,798,190

<sup>1</sup> Transactions costs previously recognised in issued capital has been reallocated to share premium for improved understanding.

The following ordinary shares of \$0.10 each in Sylvania Platinum Limited were repurchased during the year. The shares are being held to be issued as bonus shares to senior management in recognition of the achievement of performance criteria. Refer to note 21 for further details.

Date	Number of shares	Price per share GBP
19 December 2014 24 December 2014	2,300,000 400,000	7.21 pence 7.63 pence
31 December 2014 30 March 2015	495,000 2,451,610	8.12 pence 9.90 pence
	5,646,610	

# **Share options**

	2015 Number of options	2014 Number of options
Employee option plan options		
- At \$Nil per share on or before 29 December 2021	6,750,000	12,000,000
- At \$Nil per share on or before 11 June 2023	1,000,000	1,000,000
- At \$Nil per share on or before 29 August 2023	1,600,000	1,600,000
	9,350,000	14,600,000

Information relating to the employee option plan, including details of options issued under the plan, is set out in note 21.

# 15. Reserves

	Share premium reserve \$	Net unrealised gains reserve \$	Reserve for own shares	Share-based payments reserve	Foreign currency translation reserve \$	Non- controlling interest reserve \$	Equity reserve	Total Reserves
Balance as at 1 July 2013	149,608,193	-	-	2,663,353	(11,695,474)	(39,779,293)	(29,741,213)	71,055,566
Included in other								
comprehensive loss:			-					
Gain on available-for-sale								
financial assets	-	4,179	-	-	-	-	-	4,179
Currency translation								
differences	-	-	2,775	=	(1,870,950)	-	-	(1,868,175)
Total other comprehensive								
loss	-	4,179	2,775	-	(1,870,950)	-	-	(1,863,996)
Share-based payments	-	-	217,879	1,230,962	-	-	-	1,448,841
Treasury shares acquired	-	-	(220,654)	=	-	-	-	(220,654)
Balance as at 30 June 2014	149,608,193	4,179		3,894,315	(13,566,424)	(39,779,293)	(29,741,213)	70,419,757
Balance as at 1 July 2014 Included in other comprehensive loss: Loss on available-for-sale	149,608,193	4,179	-	3,894,315	(13,566,424)	(39,779,293)	(29,741,213)	70,419,757
financial assets Currency translation	-	(4,179)	-	-	(40, (02, 770)	-	-	(4,179)
differences	-	-	-	-	(18,683,558)	-	-	(18,683,558)
Total other comprehensive		(4.170)			(10, (03, 550)*			(10 (05 535)
loss	-	(4,179)	-	1 011 774	(18,683,558)*	-	-	(18,687,737)
Share-based payments	-	-	-	1,011,754	-	-	-	1,011,754
Capital raising costs transferred	(202 (50)							(202 (5)
	(282,656)	-	-	-	•	-	-	(282,656)
Share options and bonus shares exercised			470 457	(052 500)				(202 121)
Treasury shares acquired	-	-	470,457	(853,588)	-	-	-	(383,131)
	(429 167)	-	(729,641)	-	-	-	-	(729,641)
Minex shares settled	(438,167)	-	(250.104)	4.052.401	(22 240 002)	(20.770.202)	(20.741.212)	(438,167)
Balance as at 30 June 2015	148,887,370	-	(259,184)	4,052,481	(32,249,982)	(39,779,293)	(29,741,213)	50,910,179

<sup>\*</sup> The following exchange rates where used to translate the Statement of Financial Position at 30 June 2014 and 2015 respectively. USD:ZAR – \$1:R10.62 & \$1:R12.23; USD:AUD \$1:A\$1.06 & \$1:A\$1.30.

#### 15. Reserves (continued)

# Nature and purpose of reserves

# • Net unrealised gains reserve

This reserve records fair value changes on available-for-sale investments.

#### • Reserve for own shares

The reserve comprises the cost of the Company's shares held by the Group as treasury shares. Refer to notes 14 and 21 for further details.

# • Foreign currency translation reserve

The foreign currency translation reserve is used to record exchange differences arising from the translation of financial statements of foreign controlled entities.

#### • Share-based payment reserve

This reserve is used to record the value of equity benefits provided to employees, consultants and directors as part of their remuneration. Refer note 21.

#### Non-controlling interests reserve

This reserve is used to record differences between the carrying value of non-controlling interests and the consideration paid/received, where there has been a transaction involving non-controlling interests that do not result in a loss of control. The reserve is attributable to the equity of the parent.

# • Equity reserve

This reserve arises from the reinstatement of the recyclable reserves in the former parent (Sylvania Resources Proprietary Limited) as at the date of the insertion of Sylvania Platinum Limited as the ultimate holding company.

# 16. Retained profits

	2015	2014
	\$	\$
Balance as at 1 July	15,733,701	20,847,888
Profit/(loss) for the year	1,696,889	(5,114,187)
Balance as at 30 June	17,430,590	15,733,701

Repatriation of funds from South Africa is subject to regulatory approval.

# 17. Interest-bearing loans and borrowings

	Future minimum lease payments due \$	Finance charges	Present value of minimum lease payments due
At 30 June 2015			
Due within one year	299,082	(33,640)	265,442
Due between one and five years	230,954	(14,407)	216,547
	530,036	(48,047)	481,989
At 30 June 2014			
Due within one year	182,558	(23,659)	158,899
Due between one and five years	229,013	(23,065)	205,948
•	411,571	(46,724)	364,847
		2015	2014
		\$	\$
Secured		·	·
Current liabilities		265,442	158,899
Non-current liabilities		216,547	205,948

These loans are secured over various motor vehicles, plant and equipment and computer equipment and are repayable in monthly instalments of \$25,317 (2014: \$19,795) and bear interest at rates varying between 8.25% and 10.25% (2014: 7.75% and 9.5%) p.a. Refer to note 10 for further detail on non-current assets pledged as security.

#### 18. Provisions

	2015 \$	2014 \$
Provision for rehabilitation	2,974,536	3,411,056
Movement in provision		
Balance at beginning of financial year	3,411,056	2,578,036
Foreign currency movements	(450,662)	(199,270)
Unwinding of discount factor	200,701	104,166
Arising during the year	(186,559)	928,124
Balance at end of financial year	2,974,536	3,411,056

Provision is made for the present value of closure, restoration and environmental rehabilitation costs (which include the dismantling and demolition of infrastructure, removal of residual materials and remediation of disturbed areas) in the financial period when the related environmental disturbance occurs, based on the estimated future costs using information available at the reporting date. These estimates are reviewed regularly to take into account any material changes to the assumptions. However, actual costs will ultimately depend on future market prices for the rehabilitation work required.

Rehabilitation is performed and paid for on an on-going basis as mining properties are depleted. The majority of the rehabilitation will be undertaken progressively over the life of the mine during the depletion of each respective mining property. It is expected that the life of each mine could vary therefore, the timing of rehabilitation work is inherently uncertain.

# 19. Trade and other payables

	2015	2014
	\$	\$
Trade payables	5,127,062	5,329,954
Other trade payables	1,811,921	2,415,715
	6,938,983	7,745,669

Trade and other payables are non-interest bearing and are normally settled on 60 day terms, predominately payable in ZAR and located in South Africa.

# 20. Reconciliation of profit/(loss) before income tax to net cash flow from operating activities

	2015	2014 \$
Profit/(loss) before tax	\$ 3,604,456	(2,926,756)
Adjusted for: Share of loss of associates	-	51,975
Loss on sale of property, plant and equipment	78	3,725
Write-off of property, plant and equipment	-	52,946
Foreign exchange gain	(221,668)	-
Loss on financial assets at fair value through profit and loss	- - 250	16,524
Impairment of available-for-sale financial assets Impairment of exploration and evaluation assets	7,250	1 501 444
Impairment of investments in associates	18,552	1,591,444 1,290,604
Finance income	(413,245)	(227,166)
Finance costs	311,688	152,542
Depreciation	6,662,722	7,248,630
Provisions	(289,129)	305,369
Share-based payments	1,011,754	1,448,841
Net operating profit before working capital changes	10,692,458	9,008,678

20. Reconciliation of profit/(loss) before income tax to net cash flow from operating activities (continued)

	2015	2014
	\$	\$
Changes in working capital:		
Decrease/(increase) in trade receivables	1,342,888	(5,680,183)
Increase in inventories	(327,551)	(192,184)
(Decrease)/increase in trade and other payables	(232,595)	1,784,718
Cash generated from operating activities	11,475,200	4,921,029
Finance income received	253,988	173,131
Finance costs paid	(55,262)	(20,413)
Income tax paid	(2,591,831)	(10,513)
Net cash inflow from operating activities	9,082,095	5,063,234

# 21. Share-based payment plan

Expense recognised through profit and loss

	2015	2014
	\$	\$
Expense arising from equity-settled share-based payment transactions	1,011,754	1,448,841
Total expense	1,011,754	1,448,841

# **Employee option plan**

On 29 December 2011, an employee incentive option plan (the Sylvania Platinum Option Plan) was approved by the shareholders at the AGM. This plan replaces the employee incentive option plan and employee incentive share plan as approved as part of the implementation of the Scheme of arrangement by the Group shareholders in 2007.

Participants of the option plan are determined by the Board and can be employees and directors of, or consultants to, the Company or a controlled entity. The Board considers the length of service, seniority and position, record of employment, potential contribution and any other relevant matters in determining eligibility of potential participants. The Board has sole responsibility to determine the number of options and terms and conditions of options granted to any participant.

The options issued under the option plan will be granted free of charge. The exercise price (if any) for the options is to be determined by the Board at its absolute discretion.

The expiry date of the options, unless otherwise determined by the Board, is ten years after the grant date and will also lapse within one month of the participant ceasing to be a director, employee or consultant of the Company or a controlled entity during the exercise period (subject to certain exceptions); or immediately if the participant ceases to be a director, employee or consultant prior to the commencement of the exercise period. The Board at its discretion may apply certain vesting conditions upon any options issued under the plan.

Subject to any vesting conditions applied by the Board, the options can only be exercised after the expiry of the following periods:

- as regards 20% of those options granted, the date which is two years after the grant date,
- as regards 40% of those options granted, the date which is three years after the grant date, and
- as regards the remaining 40% of those options granted, the date which is four years after the grant date.

The options are not transferable without prior written approval from the Board.

On 29 December 2011, 13,000,000 share options were granted to directors, employees and consultants under the Sylvania Platinum Option Plan, 1,000,000 of which were forfeited in prior years, with a nil exercise price and an expiry date of 29 December 2021. Exercise of the options is subject to time-based vesting with 20% of the options vesting on 30 December 2013, a further 40% of the options vesting on 30 December 2014 and the remaining 40% of the options vesting on 30 December 2015, subject to the participant's continued employment. On 11 June 2013, a further 1,000,000 share options were granted with a nil exercise price and an expiry date of 11 June 2023. Exercise of the options is subject to time-based vesting with 20% of the options vesting on 12 June 2015, a further 40% of the options vesting on 12 June 2016 and the remaining 40% of the options vesting on 12 June 2017, subject to the participant's continued employment. On 29 August 2013, 1,600,000 share options were granted with a nil exercise price and an expiry date of 29 August 2023. Exercise of the options is subject to time-based vesting with 20% of the options vesting on 30 August 2015, a further 40% of the options

# 21. Share-based payment plan (continued)

vesting on 30 August 2016 and the remaining 40% of the options vesting on 30 August 2017, subject to the participant's continued employment.

The fair values of the options granted are determined at the grant date using a Black-Scholes model, taking into account the terms and conditions upon which the options were granted (the exercise price, the term of the option), the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the option. No new share options were granted during the current year. The following assumptions were used to estimate the fair value of the options granted during the year ended 30 June 2015:

	2015	2014
Expected volatility (%)	-	55.61
Risk-free rate (%)	-	5.75
Expected life (years)	-	10
Share price (\$)	-	0.13
Exercise price (\$)	-	Nil
Expected dividend yield (\$)	-	Nil

Expected volatility has been based on an evaluation of the historical volatility of the Company's share price, particularly over the historical period commensurate with the expected term of the options.

# **Options 2015**

Grant date	Expiry date	Exercise price	Fair value at grant date \$	Balance at start of the year Number	Granted during the year Number	Exercised during the year Number	Balance at the end of the year Number	Vested and exercisable at end of year Number
29 Dec 2011	29 Dec 2021	Nil	0.33	12,000,000	-	(5,250,000)	6,750,000	1,950,000
11 Jun 2013	11 Jun 2023	Nil	0.17	1,000,000	-	-	1,000,000	200,000
29 Aug 2013	29 Aug 2023	Nil	0.13	1,600,000	-	-	1,600,000	-
Total				14,600,000	-	(5,250,000)	9,350,000	2,150,000
Weighted aver	age exercise pri	ce		-	-	-	-	-

# **Options 2014**

Options 2014								
Grant date	Expiry date	Exercise price	Fair value at grant date \$	Balance at start of the year Number	Granted during the year Number	Exercised during the year Number	Balance at the end of the year Number	Vested and exercisable at end of year Number
29 Dec 2011	29 Dec 2021	Nil	0.33	12,000,000	-	-	12,000,000	2,400,000
11 Jun 2013	11 Jun 2023	Nil	0.17	1,000,000	-	-	1,000,000	-
29 Aug 2013	29 Aug 2023	Nil	0.13	-	1,600,000	-	1,600,000	
Total			_	13,000,000	1,600,000	-	14,600,000	2,400,000
Weighted avera	age exercise pri	ce	<u>-</u>					

The options outstanding at 30 June 2015 had an exercise price of \$Nil (2014: \$Nil) and a weighted average remaining contractual life of 7 years (2014: 8 years).

The weighted average share price at the date of exercise of options during the year ended 30 June 2015 was Nil (2014: \$Nil).

# Share bonus award

On 4 September 2013, 1,700,000 ordinary shares of \$0.10 each in Sylvania Platinum Limited were repurchased at 8.15 pence per share. It was announced on 5 March 2014 that these shares were allocated to senior management in recognition of the achievement of performance criteria. These shares vested on 30 June 2014.

On 21 August 2014, 2,545,584 ordinary of \$0.10 each in Sylvania Platinum Limited were allocated to senior management in recognition of the achievement of performance criteria. These shares will vest on 19 August 2015.

# 21. Share-based payment plan (continued)

#### **Bonus shares 2015**

Issue date	Fair value at issue date \$	Balance at start of the year Number	Issued during the year Number	Exercised during the year Number	Balance at the end of the year Number	Vested and exercisable at end of year Number
5 March 2014	0.13	1,700,000	-	(1,700,000)	-	-
21 August 2014	0.10	-	2,545,584	-	2,545,584	
Total		1,700,000	2,545,584	(1,700,000)	2,545,584	

#### **Bonus shares 2014**

Issue date	Fair value at issue date	Balance at start of the year Number	Issued during the year Number	Exercised during the year Number	Balance at the end of the year Number	Vested and exercisable at end of year Number
5 March 2014	0.13	-	1,700,000	-	1,700,000	1,700,000
Total	_	-	1,700,000	-	1,700,000	1,700,000

The fair values of the bonus shares granted are determined at the grant date using a Black-Scholes-Merton model, taking into account the terms and conditions upon which the bonus shares were granted (the exercise price, the term of the bonus shares), the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the bonus shares. The following assumptions were used to estimate the fair value of the bonus shares granted during the year ended 30 June 2015.

	2015	2014
Expected volatility (%)	39.41	36.73
Risk-free rate (%)	6.00	5.75
Expected life (years)	1	0.33
Share price (\$)	0.10	0.13
Exercise price (\$)	Nil	Nil
Expected dividend yield (\$)	Nil	Nil

Expected volatility has been based on an evaluation of the historical volatility of the Company's share price, particularly over the historical period commensurate with the expected term of the options.

#### 22. Financial risk management objectives and policies

The Group's principal financial liabilities comprise trade and other payables and interest-bearing loans and borrowings. The main purpose of these financial instruments is to manage short term cash flow and raise finance for the Group's capital expenditure program. The Group has various financial assets such as trade and other receivables and cash and short-term deposits, which arise directly from its operations. The Group also holds available-for-sale investments and financial assets at fair value through profit or loss.

# Risk exposures and responses

The Group manages its exposure to key financial risks in accordance with the Group's financial risk management policy. The objective of the policy is to support the delivery of the Group's financial targets while protecting future financial security. The main risks that could adversely affect the Group's financial assets, liabilities or future cash flows are market risks (comprising commodity price risk, foreign currency risk, interest rate risk and equity price risk), liquidity risk and credit risk.

The Group's senior management oversees the management of financial risks. The Board ensures that the Group's financial risk-taking activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with Group policies and the Group's risk appetite. It is the Group's policy that no trading in derivatives for speculative purposes shall be undertaken. At this stage, the Group does not currently apply any form of hedge accounting.

The sensitivity analyses have been prepared on the basis that the amount of net debt, the ratio of fixed-to-floating interest rates on the debt and the proportion of financial instruments in foreign currencies are all constant.

# 22. Financial risk management objectives and policies (continued)

#### **Risk exposures and responses (continued)**

The following assumptions have been made in calculating the sensitivity analysis:

- The statement of financial position sensitivity relates to receivables subject to commodity price risk, available-for-sale financial assets and financial assets at fair value through profit or loss and interest-bearing loans and borrowings.
- The impact on equity is the same as the impact on profit before tax, unless stated otherwise.

# Capital risk management

The Group manages its capital to ensure that all companies within the Group will be able to continue as a going concern while maximising the return to stakeholders through the optimisation of the debt and equity balance. Due to the inherent risks involved in mining, the directors prefer not to utilise funding from financing institutions.

The Group's overall strategy remains unchanged during the years ended 30 June 2015 and 30 June 2014.

The capital structure of the Group consists of equity attributable to equity holders of the parent comprising issued capital, reserves and retained profits (Refer to notes 14, 15 and 16).

None of the Group's companies are subject to externally imposed capital requirements.

Operating cash flows are used to maintain and expand operations, as well as to make routine expenditures such as tax, dividends and general administrative outgoings.

Categories of financial instruments

Categories of infancial institutions		
	2015	2014
	\$	\$
Financial assets		
Loans and receivables		
Trade and other receivables *	12,998,094	16,549,759
Cash and cash equivalents	8,416,342	5,320,347
Loans receivable	2,313,437	2,515,131
Financial assets at fair value through profit and loss	1,537	1,883
Available-for-sale financial assets	17,494	34,282
	23,746,904	24,421,402
Financial liabilities		
Other financial liabilities at amortised cost		
Interest-bearing loans and borrowings	(481,989)	(364,847)
Trade and other payables	(6,938,983)	(7,745,669)
	(7,420,972)	(8,110,516)

<sup>\*</sup> Prepayments are excluded from the trade and other receivables balance as this analysis is required only for financial instruments.

#### Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprise four types of risk: commodity price risk, interest rate risk, equity price risk and currency risk. Financial instruments affected by market risk include receivables, loans, borrowings, deposits, available-for-sale financial instruments and financial assets at fair value through profit or loss.

There has been no change at the reporting date to the Group's exposure to market risks or the manner in which it manages and measures the risk from the previous period.

## Commodity price risk

The Group is exposed to the risk of commodity price fluctuations, in particular movements in the price of PGMs. The Group regularly measures exposure to commodity price risk by stress testing the Group's forecast financial position to changes in PGM prices. The Group does not hedge commodity prices.

# 22. Financial risk management objectives and policies (continued)

#### Commodity price risk (continued)

The financial instruments exposed to movements in metal prices are as follows:

	·	2015	2014
		<b>\$</b>	\$
Financial assets			
Trade receivables		9,782,763	10,598,126

These receivables contain quotational period embedded derivatives that are carried at fair value in accordance with the policy set out in Note 2.3(1).

The following table summarises the sensitivity of financial instruments held at reporting date to movements in the relevant forward commodity price, with all other variables held constant. The sensitivities are based on reasonably possible changes, over a financial year, using observed ranges of actual historical rates.

	20	015	20	14
	Profit/(loss) Equity increase/		Profit/(loss)	Equity increase/
		(decrease)		(decrease)
10% (2014: 10%) increase in PGM prices	704,359	704,359	763,065	763,065
10% (2014: 10%) decrease in PGM prices	(704,359)	(704,359)	(763,065)	(763,065)

#### Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Group's exposure to the risk of changes in foreign exchange rates relates primarily to the Group's operating activities (when revenue or expense is denominated in a different currency from the Group's functional currency) and AUD denominated inter-company loans that have become repayable and are therefore no longer considered to be part of the net investment in the foreign subsidiary.

		2015	2014
Australian dollar loan balance	AUD	(180,840)	6,837,664
Spot rate at 30 June	AUD:ZAR	9.40	9.99
Average rate	AUD:ZAR	9.55	9.53

The following table summarises the sensitivity of financial instruments held at reporting date to movements in the relevant currency exchange rate, with all other variables held constant. The sensitivities are based on reasonably possible changes, over a financial year, using observable ranges of actual historical rates.

	2015		2014	
	Profit/(loss)	<b>Equity increase/</b>	Profit/(loss)	Equity increase/
		(decrease)		(decrease)
AUD:ZAR (15% strengthening)	(22,938)	(22,938)	(963,911)	(963,911)
AUD:ZAR (15% weakening)	18,772	18,772	966,483	966,483

## Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to interest rate risk arises from cash balances, loans receivable and interest-bearing loans and borrowings, relating to finance leases on motor vehicles and equipment.

Cash and cash equivalents are exposed to AUD, ZAR and GBP deposit rates.

The Group does not engage in any hedging transactions to manage interest rate risk. In conjunction with external advice, management consideration is given on a regular basis to alternative financing structures with a view to optimising the Group's funding structure. The Group manages the risk by maintaining an appropriate mix between fixed and floating rate liquid funds.

#### 22. Financial risk management objectives and policies (continued)

#### Interest rate risk (continued)

The financial instruments exposed to movements in variable interest rates are as follows:

	2015 \$	2014 \$
Financial assets Cash and cash equivalents Loans receivable	1,111,424 2,313,437	2,191,512 2,515,131
Financial liabilities Interest-bearing loans and borrowings	(481,989)	(364,847)

A 50 basis point increase or decrease is used when reporting interest rate risk internally to key management personnel and represents management's assessment of the change in interest rates. At reporting date, if interest rates had been 50 basis points higher or lower and all other variables were held constant, there would have been a decrease/increase in profit before tax of \$19,535 (2014: \$21,709). The impact on equity would have been the same.

## Equity price risk

The Group's listed equity securities are susceptible to market price risk arising from uncertainties about future values of the investment securities. The Group's Board of directors reviews and approves all equity investment decisions. At the reporting date, the exposure to listed equity securities at fair value was \$19,031 (2014: \$36,165).

At reporting date, if the equity prices had been 5% higher or lower, the impact on net loss for the year ended 30 June 2015 and equity would have been immaterial.

#### Credit risk

Credit risk is the risk that a contracting entity will not meet its obligation under a financial instrument or customer contract that will result in a financial loss to the Group. The Group is exposed to credit risk from its financing activities, including deposits with banks and financial institutions and its operating activities, primarily for trade receivables. The carrying amount of these financial assets represents the maximum credit exposure. Receivables balances are monitored on an ongoing basis with the result that the Group's exposure to bad debts is not significant.

At reporting date, there is a significant concentration of credit risk represented in the cash and trade receivables balance. With respect to trade receivables, this is due to the fact that the majority of sales are made to two specific customers as per contractually agreed terms. The two customers have complied with all contractual sales terms and have not at any stage defaulted on amounts due. The Group manages its credit risk on trade debtors, cash and financial instruments by predominantly dealing with counterparties with a credit rating equal to or better than the Group.

Included in loans receivable is a loan granted to Ironveld Holdings (Pty) Ltd, a subsidiary of Ironveld Plc (Ironveld) from Sylvania Metals (Pty) Ltd, a South African subsidiary of Sylvania. As security for the amount due, Ironveld issued to Sylvania warrants to subscribe for up to £1.5 million (\$2.3 million) of ordinary shares in Ironveld at a price equal to the 90 day VWAP on the business day preceding the exercise of the warrants. The warrants are exercisable only if the facility is not fully repaid by 30 June 2016 and may be exercised post 30 June 2016 up until the date that is five years from admission (although the warrants will lapse once repayment has been made). Any proceeds derived from the exercise of the warrants will be used by Ironveld to repay the facility.

# Liquidity risk

Ultimate responsibility for liquidity risk management rests with the Board of directors, who have built an appropriate liquidity risk management framework for the management of the Group's short, medium and long term funding and liquidity management requirements.

The table below summarises the maturity profile of the Group's financial liabilities based on contractual undiscounted payments based on the earliest date on which the Group can be required to pay. The table includes both interest and principal cash flows.

# 22. Financial risk management objectives and policies (continued)

# **Liquidity risk (continued)**

	Carrying amount \$	Contractual cash flows	Less than 1 year \$	1 – 5 years \$	Total \$
2015					
Trade and other payables	6,938,983	6,938,983	6,938,983	-	6,938,983
Finance lease liability	481,989	530,036	299,082	230,954	530,036
	7,420,972	7,469,019	7,238,065	230,954	7,469,019
2014					
Trade and other payables	7,745,669	7,745,669	7,745,669	-	7,745,669
Finance lease liability	364,847	411,571	182,558	229,013	411,571
	8,110,516	8,157,240	7,928,227	229,013	8,157,240

# Fair value of financial instruments

For financial assets and financial liabilities not measured at fair value, the net fair value approximates their carrying value. No financial assets and financial liabilities are readily traded on organised markets in standardised form, other than listed investments. The Group has no financial assets where carrying amount exceeds net fair value at reporting date.

The following methods and assumptions were used to estimate fair values:

- Cash and short term deposits, trade receivables, trade payables and other current liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.
- Long-term variable-rate receivables and borrowings are evaluated by the Group based on parameters such as interest rates. As at 30 June 2015 the carrying amounts of such receivables and borrowings were not materially different from their calculated fair values.
- The fair values of listed shares is based on quoted prices at reporting date.

## Fair value hierarchy

The table below presents the Group's financial assets and liabilities measured and recognised at fair value, by valuation method in the hierarchy defined below:

- quoted prices (unadjusted) in active markets for identical assets or liabilities (level 1)
- inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (as prices) or indirectly (derived from prices) (level 2), and
- inputs for the asset or liability that are not based on observable market data (unobservable inputs) (level 3).

	Level 1 \$	Level 2 \$	Level 3 \$	Total \$
2015 Financial Assets Available-for-sale financial assets Financial assets at fair value through profit or	17,494	-	-	17,494
loss	1,537 19,031	-		1,537 19,031
2014 Financial Assets Available-for-sale financial assets Financial assets at fair value through profit or	34,282	-	-	34,282
loss	1,883 36,165	<u>-</u>	-	1,883 36,165

# 23. Commitments and contingencies

	2015 \$	2014 \$
Operating lease commitments Future minimum lease payments (net of VAT or GST) under non-cancellable leases as at 30 June are as follows:  Office premises The Group has a commercial lease arrangement whereby it leases its current office premises, in Johannesburg. This lease has an average life of five years with an option to renew at the end of the lease term and with rentals escalating at 9% per annum.	<b>V</b>	Ų
Within one year After one year but not more than five years More than five years	73,986 101,231	78,186 201,828
Office equipment The Group has a number of lease agreements during the period in respect to office equipment. These leases have an average life of five years and no renewal option included in the contract and with rentals escalating between 0% and 15% per	175,217	280,014
annum. Within one year After one year but not more than five years More than five years	26,044 9,599 - 35,643	31,279 41,056 72,335
Finance lease commitments The Group has instalment sale agreements for various items of motor vehicles, plant and equipment and computer equipment. Refer to notes 10 and 17 for further details on finance lease commitments.	33,043	12,333
Commitments for plant construction At 30 June 2015, there were no commitments signed for continued improvements of Millsell, Steelpoort, Mooinooi, Lannex, Doornbosch and Tweefontein plants. Within one year After one year but not more than five years	- -	- -
More than five years	-	<u> </u>

# 24. Key management disclosure

# Shareholding of key management personnel

The number of shares in the Company held during the year by each director of the Group is set out below:

	Balance at the start of the year	Issued under share and option plan	Other changes during the year	Balance at the end of the year
Director 2015 T M McConnachie R A Williams	1,365,000 367,000	1,200,000 300,000	1,150,000*	3,715,000 667,000
Director 2014				
T M McConnachie	500,000	-	865,000*	1,365,000
G M Button	300,000	-	200,000	500,000
R A Williams	173,000	-	194,000	367,000

<sup>\*</sup> Treasury shares granted as bonus award (see note 21 for further details)

All equity transactions with key management personnel other than those arising under the Group's Share Option Plan have been entered into under terms and conditions no more favourable than those the Group would have adopted if dealing at arm's length.

# 24. Key management disclosure (continued)

The number of options in the Company held during the year by each director of the Group is set out below:

	Balance at the start of the year	Issued under share and option plan	Exercised during the year	Balance at the end of the year
Director 2015 T M McConnachie R A Williams S A Murray	2,500,000 700,000 1,000,000	- -	(1,200,000) (300,000)	1,300,000 400,000 1,000,000
Director 2014 T M McConnachie	2,000,000	500,000	-	2,500,000
G M Button R A Williams S A Murray	1,000,000 500,000 1,000,000	100,000 200,000 -	- - -	1,100,000 700,000 1,000,000

Details of options provided as remuneration and shares issued on the exercise of such options, together with terms and conditions of the options, can be found in note 21.

Key management personnel compensation

	2015	2014
	\$	\$
Short-term	1,910,709	2,433,181
Post-employment	-	-
Share-based payments	720,387	1,306,764
Total	2,631,096	3,739,945

# 25. Related party transactions

The consolidated financial statements include the financial statements of Sylvania Platinum Limited and the controlled entities listed in the following table:

Name of Entity	Country of incorporation	Class of shares	Equity Holding	
			2015	2014
			<b>%</b>	%
Sylvania Resources Pty Ltd	Australia	Ordinary	100	100
Twinloop Nominees Pty Ltd	Australia	Ordinary	100	100
Great Australian Resources Pty Ltd	Australia	Ordinary	100	100
SA Metals Pty Ltd	Australia	Ordinary	100	100
Sylvania Holdings Limited	Mauritius	Ordinary	100	100
Aralon Holdings Limited	Mauritius	Ordinary	100	100
Sylvania (Mauritius) Limited	Mauritius	Ordinary	100	100
Sylvania South Africa (Pty) Ltd	South Africa	Ordinary	74	74
Sylvania Metals (Pty) Ltd	South Africa	Ordinary	100	100
Sylvania Properties (Pty) Ltd	South Africa	Ordinary	100	100
Sylvania Mining (Pty) Ltd	South Africa	Ordinary	100	100
Great Australian Resources South Africa (Pty) Ltd	South Africa	Ordinary	100	100
Hacra Mining and Exploration Company (Pty) Ltd	South Africa	Ordinary	100	100
Pan Palladium South Africa (Pty) Ltd	South Africa	Ordinary	100	100
Volspruit Mining Company (Pty) Ltd	South Africa	Ordinary	100	100
Zoetveld Mining and Prospecting (Pty) Ltd	South Africa	Ordinary	100	100
Grasvally Chrome Mine (Pty) Ltd	South Africa	Ordinary	100	100

Sylvania Platinum Limited is the ultimate parent of the Group. Transactions between Sylvania Platinum Limited and its controlled entities during the year consisted of loan advances between Group companies. All intergroup transactions and balances are eliminated on consolidation.

# 25. Related party transactions (continued)

#### Other related parties relationships

Entities controlled or significantly influenced by key management

Summer Sun Trading 210 (Pty) Ltd Southridge Properties (Pty) Ltd

#### Terms and conditions with related parties

All loans were granted on normal commercial terms and conditions and at market rates, except that there are no fixed terms for the repayment of loans between related parties.

Outstanding balances are unsecured and are repayable in cash.

#### **Investments in associates**

The Group has a 25% interest in the assets, liabilities and output of an entity, CTRP, which operates a chrome tailings retreatment plant at Kroondal in South Africa (2014: 25%).

The Group also has a Nil% (2014: 26%) interest in Lapon Mining (Pty) Ltd and a Nil% (2014: 29%) interest in HW Iron (Pty) Ltd as a result of the sale of the future mining rights of the iron ore assets in the year to 30 June 2013. These interests in associates were disposed of during the year.

#### Terms and conditions with investments in associates

Payments made on behalf of CTRP are made in arm's length transactions both at normal market prices and on normal commercial terms.

#### Transactions with related parties

Administration recoveries were received from and service fees paid to the following related parties during the year ended 30 June for expenses incurred on their behalf:

	2015	2014
	\$	\$
Service fees paid to related parties		
Summer Sun Trading 210 (Pty) Ltd	(5,811)	(7,352)
Southridge Properties (Pty) Ltd	(726)	(690)
	(6,537)	(8,042)

#### Loans to/(from) related parties

There are no outstanding balances with related parties as at 30 June 2015.

# 26. Closed group class order disclosure

The consolidated financial statements of Sylvania Platinum Limited includes its wholly owned subsidiary Sylvania Resources Proprietary Limited (Sylvania Resources).

Name	Country of incorporation	Equity interest %	Investment \$
Sylvania Resources Proprietary Limited	Australia	100	146,317,574

Pursuant to Class Order 98/1418, relief has been granted to Sylvania Resources from the Corporations Act 2001 requirements for the preparation, audit and lodgement of their financial report.

As a condition of the Class Order, Sylvania and Sylvania Resources entered into a Deed of Cross Guarantee on 23 June 2011. The effect of the deed is that Sylvania has guaranteed to pay any deficiency in the event of winding up of a controlled entity or if they do not meet their obligations under the terms of overdraft, loans, leases or other liabilities subject to the guarantee. The controlled entity has also given a similar guarantee in the event that Sylvania is wound up or if it does not meet its obligations under the terms of the overdrafts, loans, leases or other liabilities subject to the guarantee.

The consolidated statement of comprehensive income and statement of financial position of the entities that are members of the Closed Group are as follows:

# **26.** Closed group class order disclosure (continued)

Consolidated Statement of Comprehensive Income	2015 \$	2014 \$
Other income	(68)	-
Foreign exchange gain/(loss)	13,487	(29,738)
Impairment of available-for-sale financial assets	(7,250)	-
Share-based payment expense	(635,603)	(935,116)
General and administrative costs	(1,461,432)	(1,662,850)
Operating loss	(2,090,866)	(2,627,704)
Finance revenue	6,223	6,875
Loss before income tax expense	(2,084,643)	(2,620,829)
Income tax (expense) / benefit	_	_
Net loss for the year	(2,084,643)	(2,620,829)
Tect 1055 for the year	(2,004,043)	(2,020,02))
Consolidated Statement of Financial Position	2015	2014
	\$	\$
Assets		
Non-current assets		
Investments	75,117,502	91,817,916
Available-for-sale financial assets	17,494	34,282
Loans receivable	56,362,362	71,735,711
Property, plant and equipment	-	100
Total non-current assets	131,497,358	163,588,009
Current assets		
Cash and cash equivalents	2,993,263	275,666
Trade and other receivables	45,480	292,526
Total current assets	3,038,743	568,192
Total assets	134,536,101	164,156,201
Familes and linkilities		
Equity and liabilities		
Shareholders' equity	20 700 100	29,515,539
Issued capital Reserves	29,798,190 111,363,357	29,515,539 138,934,746
Accumulated losses	(6,655,690)	(4,571,047)
Total equity	134,505,857	163,879,238
Total equity	134,303,037	103,079,230
Current liabilities		
Trade and other payables	30,244	276,963
Total current liabilities	30,244	276,963
Total liabilities	30,244	276,963
Total liabilities and shareholders' equity	134,536,101	164,156,201

# 27. Events after the reporting date

The directors are not aware of any matter or circumstance arising since the end of the financial year, not otherwise dealt with in the financial statements, which significantly affects the financial position of the Group or the results of its operations.

# 28. Going concern

The Group's financial risk management objectives and policies are detailed in note 22 and available borrowing facilities are set out in note 11. After reviewing the financial position, operational performance, budgets and forecasts as well as the timing of cash flows and sensitivity analyses, the directors are satisfied that the Company and the Group have adequate resources to continue in operational existence for the foreseeable future. It is for this reason that the consolidated financial statements have been prepared on the going concern basis.

# ADDITIONAL INFORMATION FOR LISTED PUBLIC COMPANIES Shareholders Profile as at 13 August 2015

# SHAREHOLDERS HOLDING 3% OR MORE FULLY PAID SHARES

			%
	Shareholder	Number of shares	shareholding <sup>1</sup>
1	Africa Asia Capital	58,882,551	19.96
2	Miton Asset Management	40,087,971	13.59
3	M&G Investment Management	28,797,500	9.76
4	Audley Capital	26,280,442	8.91
5	Majedie Asset Management	16,022,924	5.43
6	Capital Research & Management	15,000,000	5.08
7	Odey Asset Management	11,718,099	3.97
8	UBS	9,782,572	3.32
		206,572,059	70.02

<sup>&</sup>lt;sup>1</sup> The percentage shareholdings are calculated on the total number of ordinary shares with voting rights being 295,050,286 shares. The total issued number of shares is 297,981,960 including 2,931,610 shares held in treasury.

# **GLOSSARY OF TERMS 2015**

# The following definitions apply throughout the consolidated financial statements:

AGM	Annual General Meeting
AIM	Alternative Investment Market of the London Stock Exchange
AQPSA	Aquarius Platinum (South Africa) (Pty) Ltd
AUD	Australian Dollar
BEE	Black Economic Empowerment
CGU	Cash generating unit
CTRP	Chrome Tailings Retreatment Project
DI	Depository interests
DMR	Department of Mineral Resources
EBITDA	Earnings before interest, tax, depreciation and amortisation
EIA	Environmental Impact Assessment
EIR	Effective interest rate
EMPR	Environmental Management Programme Report
GAU	Great Australian Resources Pty Ltd (formerly Great Australian Resources Limited)
GBP	Great British Pound
IASB	International Accounting Standards Board
IFRIC	International Financial Reporting Interpretation Committee
IFRS	International Financial Reporting Standards
Ironveld	Ironveld Plc
JORC	Joint Ore Reserves Committee
JV	Joint venture
LSE	London Stock Exchange
LTI	Lost time injury
MPRDA	Mineral and Petroleum Resources Development Act
MRA	Mining Right Application
NOMR	New Order Mining Right
PGM	Platinum group metals comprising mainly platinum, palladium, rhodium and gold
Platmin	Platmin South Africa (Pty) Ltd
ROM	Run of mine
SAM	SA Metals Pty Ltd (formerly SA Metals Limited)
SDO	Sylvania dump operations
Shares	Common shares
Sylvania	Sylvania Platinum Limited, a company incorporated in Bermuda
The Code	UK Corporate Governance Code
USD	United States Dollar
WULA	Water Use Licence Application
ZAR	South African Rand