PAN AFRICAN
RESOURCES

EXPANDING HORIZONS

ENTER

2025 | INTEGRATED ANNUAL REPORT
for the year ended 30 June

MINING FOR A FUTURE

REPORT NAVIGATION

The following tools will assist you throughout this report:

Integrated thinking in action

Find more information on our website, www.panafricanresources.com/

Alternative performance measures (APMs) as reconciled on **pages 290** to **303**.

Limited assurance obtained

Play video

CAPITALS

- Financial capital
- Human capital
- Manufactured capital
- Social and relationship capital
- Intellectual capital
- Natural capital

Refer to **pages 12** and **13**.

STAKEHOLDERS

- Providers of capital
- Communities
- Customers
- Governments and regulatory bodies
- Suppliers
- Collaboration partners
- Employees and unions
- The environment

Refer to **pages 58** to **65**.

MATERIAL MATTERS

- Strategic delivery
- Innovation and opportunity
- Growth aspirations
- Safety and security
- Dynamic business model
- Skills attraction and retention
- Cost consciousness
- Tailings management
- Energy management
- Responsible sourcing
- Infrastructural constraints
- Social licence
- Depleting reserves
- Climate change, decarbonisation and biodiversity
- Water management

Refer to **pages 36** to **57**.

CONTENTS

ABOUT THIS REPORT

OUR THEME FOR THE YEAR

We are excited about the inclusion of our Australian operations in this year's report.

Our **EXPANDING HORIZONS** refers to the successful expansion into a Tier 1 jurisdiction and our newly commissioned Mogale Tailings Retreatment (MTR) operation.

INTEGRATED THINKING

Our business model embraces integrated thinking as integral to our decision-making processes, strategies and operations.

We recognise that our financial performance is not the sole measure of our success – it is intertwined with our impact on the environment, society and governance practices.

We strive to integrate environmental, social and governance (ESG) considerations into our day-to-day activities and strategic initiatives.

This integrated annual report provides stakeholders of Pan African Resources PLC (Pan African or the Company or the Group) with a clear, concise and accurate overview of the Group's activities, performance and impact on financial, environmental and governance matters. The report encompasses our strategy, operations, financial and non-financial performance and our environmental and social responsibility initiatives.

We are committed to building a sustainable future through responsible mining and integrated thinking. We understand that our business success depends on our ability to balance economic, environmental and social considerations.

Information boxes provide additional background or simple explanations of terminology.

Throughout the report:

- we indicate positive impacts, movements and effects in green ▲▼●
- negative outcomes in red ▲▼●
- and neutral results in black ▶.

We invite you to explore how Pan African continues to create long-term value for its stakeholders.

OUR FOCUS THIS YEAR

We have improved this report by:

- confirming it as the 'umbrella' report which consolidates our reporting suite with summaries of the information contained in our **sustainable development**, **Mineral Resources and Mineral Reserves, climate change, Taskforce on Nature-related Financial Disclosures and corporate governance reports**
- streamlining our double materiality assessment and risk and opportunity discussion to reduce duplication of content
- further enhancing our balanced reporting
- reducing duplication of information with improved cross-references, thereby enhancing conciseness.

DOUBLE MATERIALITY

Our double materiality approach involves identifying, evaluating and prioritising matters based on their potential to impact our ability to create and preserve value over the short- (one year), medium- (two to three years) and long-term (more than three years) horizons (financial materiality) as well as our impact on society, communities and the environment (impact materiality).

01. Our double materiality process is outlined on **page 36**

02. Our macroeconomic environment is discussed on **pages 66** to **69**

03. Our material matters are discussed, together with the related risks and opportunities, on **pages 36** to **57**

Management is not aware of any material information that was unavailable or subject to legal publication prohibitions at the time of publishing this report.

REPORTING COMPLIANCE

Compiling this report has been guided by but not limited to the following:

- London Stock Exchange's (LSE) AIM Rules for Companies
- JSE Limited (JSE) Listings Requirements
- Global Reporting Initiative (GRI) Standards
- IFRS® Accounting Standards (IFRS)
- United Kingdom (UK)-adopted International Accounting Standards
- International Integrated Reporting Framework (<IR> Framework) of the IFRS Foundation
- IFRS Sustainability Disclosure Standards S1 and S2 of the International Sustainability Standards Board (ISSB)
- JSE Sustainability Disclosure Guidance
- King IV Report on Corporate Governance for South Africa, 2016™ (King IV™)
- Principles of the United Nations Global Compact
- South African Code for the Reporting of Exploration Results, Mineral Resources and Mineral Reserves, 2016 edition (SAMREC Code)
- South African Companies Act, 71 of 2008 (South African Companies Act)
- South African Institute of Chartered Accountants Financial Reporting Guidelines
- UK Companies Act 2006 (Companies Act 2006)
- Australian Corporations Act, 50 of 2001 (Corporations Act 2001)
- United Nations Sustainable Development Goals (UN SDGs)
- Task Force on Climate-related Financial Disclosures (TCFD)
- Taskforce on Nature-related Financial Disclosures (TNFD) recommendations
- Non-financial and sustainability information statement disclosure requirements.

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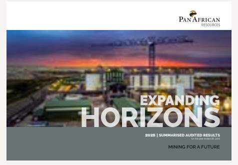
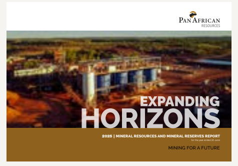
This integrated annual report, including the annual financial statements for the year ended 30 June 2025, must be read in conjunction with the reporting suite of documents. The entire suite of documents is available on our website at https://www.panafricanresources.com/investors/fy2025-key-documents

OUR REPORTING SUITE

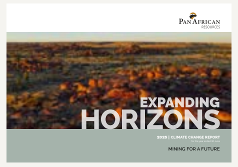


Our **summarised audited results**

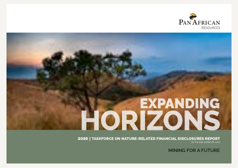


Our **Mineral Resources and Mineral Reserves report** provides technical information in compliance with the SAMREC Code

Our **sustainable development report** contains additional non-financial disclosures



Our **climate change report**



Our inaugural **Taskforce on Nature-related Financial Disclosures report** contains additional non-financial disclosures

Our **corporate governance report**, including a comprehensive King IV™ index

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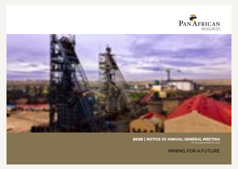


Our **notice of annual general meeting** will be available on our website on 28 October 2025

Click here for our **FY25 webcast**

ABOUT THIS REPORT continued

BOUNDARY AND SCOPE

This report covers material information on our strategic initiatives, operating environment and operational performance for the period 1 July 2024 to 30 June 2025 (the 2025 reporting period or FY25) and summarises material information from the **sustainable development**, **Mineral Resources and Mineral Reserves, climate change, TNFD** and **corporate governance reports**. Details of our financial performance are available in the annual financial statements section of this report.

Our integrated reporting boundary

Integrated annual report	Mineral Resources and Mineral Reserves report	Sustainable development report	Climate change report	Taskforce on Nature-related Financial Disclosures report	Corporate governance report	Notice of annual general meeting

Our financial reporting boundary

Annual financial statements
Our integrated reporting boundary aligns with our financial statement reporting boundary and includes details of our investments in subsidiaries, associates and listed investments

Holding company – Pan African

Corporate

- 100%
  - Pan African Resources SA Holdings Proprietary Limited
  - Pan African Resources Funding Company Limited
  - Pan African Resources Management Services Company Proprietary Limited
  - Pan African Resources Properties Proprietary Limited
  - Concrete Rose Trading Proprietary Limited
  - Pan African Resources Australia Proprietary Limited
  - Catalpa Management Proprietary Limited (Catalpa)
- 49.9% PAR Gold Proprietary Limited (PAR Gold)
- 70% Mogale Clay Proprietary Limited

Gold mining and tailings retreatment operations

- 100%
  - Barberton Mines Proprietary Limited (Barberton Mines)
  - Evander Gold Mining Proprietary Limited (Evander Mines)
  - Evander Gold Mines Proprietary Limited
  - Mogale Tailings Retreatment Proprietary Limited (MTR company)
  - Mogale Gold Proprietary Limited (Mogale Gold)
  - Mintails SA Soweto Cluster Proprietary Limited (MSC)
  - Tennant Consolidated Mining Group Proprietary Limited (Tennant company)
  - Yungatha Asset Holdings Proprietary Limited (Yungatha)

Agricultural, solar and ESG projects

- 100%
  - Evander Solar Solutions Proprietary Limited
  - Barberton Green Proprietary Limited
- 80% Barberton Blue Proprietary Limited (Barberton Blue)

Exploration programmes

- 100% Pan African Resources Minerals Company Limited
- 80% Pan African Resources Minerals DMCC

SUSTAINABILITY REPORTING BOUNDARY

Our sustainability reporting boundary is outlined on **page 304**.

ALTERNATIVE PERFORMANCE MEASURES®

We use financial and non-financial measures to assess our performance, including APMs that assist in illustrating the underlying financial performance of the Group. The purpose of each of these measures is defined and explained on **pages 290** to **303**, and a reconciliation to the equivalent IFRS Accounting Standards measures is also provided.

These APMs should be considered in addition to, and not as a substitute for, or as superior to, measures reported in accordance with IFRS Accounting Standards. Also note that the APMs may not be comparable with similarly titled measures by other companies, including those in the gold mining industry.

FORWARD-LOOKING STATEMENTS

Certain statements in this integrated annual report may be regarded as forward-looking statements or forecasts, but do not constitute an earnings forecast.

All forward-looking statements are based solely on the judgement and expectations of the directors at the time of preparing this report. Emerging risks, uncertainties and other important factors may materially change the actual results from our original expectations.

These statements have not been reviewed and are not reported on by the external auditors.

STRATEGIC REPORT

Our strategic report, including our investment case, on **pages 4** to **154**, was reviewed and approved by the board on 10 September 2025.

ASSURANCE

We apply a combined assurance model:

- The board and the audit and risk committee assessed the effectiveness of controls for the year ended 30 June 2025 as satisfactory after a review of internal control policies and reports from internal audit and other assurance providers and confirmation by executive management. Refer to the statement of directors' responsibilities on **page 192**
- The PricewaterhouseCoopers LLP (PwC) opinion on our 2025 annual financial statements is set out on **pages 200** to **205**
- Key sustainability reported values, containing the gold seal of approval, indicate limited assurance granted by PricewaterhouseCoopers Inc. (PwC Inc.) The limited assurance report from PwC Inc. can be found on **pages 85** to **87** in the **sustainable development report**
- The execution of our combined assurance plan is monitored by the audit and risk committee which reports annually on its execution to the board.

BOARD APPROVAL

The board assumes ultimate responsibility for the integrity of this report. The board is satisfied that the report addresses all material matters and fairly presents the Group's performance for FY25. The report is also an accurate reflection of our strategic commitments for the short, medium and long term.

The board is of the opinion that the 2025 integrated annual report complies in all material respects with the relevant statutory and regulatory requirements – particularly the <IR> Framework, IFRS Accounting Standards, the UK-adopted international standards and the Companies Act 2006.

This report is prepared under the supervision of senior management and is subject to an internal and external review process. The audit and risk committee reviews the content of this report and the collation process, relying on the assurance provided at the various reporting levels.

On the recommendation of the audit and risk committee, the board approved the integrated annual report and the Group's annual financial statements on 10 September 2025.

Keith Spencer
Chairman

Dawn Earp
Lead independent

Thabo Mosololi
Independent

Charles Needham
Independent

Yvonne Themba
Independent

Cobus Loots
Chief executive officer

Marileen Kok
Financial director

Signatures were removed to protect the security and privacy of the signatories.

FEEDBACK

We welcome feedback stakeholders may have on our reports. Please send any feedback to **info@paf.co.za.**

Pan African is a sustainable, safe, high-margin and long-life gold producer.

MINING FOR A FUTURE

ABOUT PAN AFRICAN

WHO WE ARE

Pan African is an internationally expanding mid-tier gold producer. Our shares trade on the following markets:

- In **South Africa** through a primary listing on the Main Board of the JSE (ticker: PAN) and a secondary listing on the A2X Market (A2X)
- In the **UK** on the AIM of the LSE (ticker: PAF), with the intention to migrate to the Equity Shares Commercial Companies (ESCC) segment of the Main Market
- In the **United States of America** (USA) on the OTCQX Best Market (OTCQX) through a Level 1 American Depository Receipt (ADR) programme sponsored by the Bank of New York Mellon (ticker: PAFRY) and ordinary shares (ticker: PAFRF).

VALUE-CREATING STRATEGY

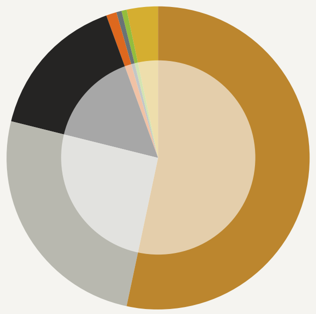
We are committed to creating sustainable value for all our stakeholders by safely and efficiently extracting gold from mineral deposits through responsible mining. We leverage our combined knowledge and skills base to approach mining in an entrepreneurial manner, generating compelling returns for our stakeholders.

For more information, refer to **pages 22** to **27**.

SHAREHOLDERS

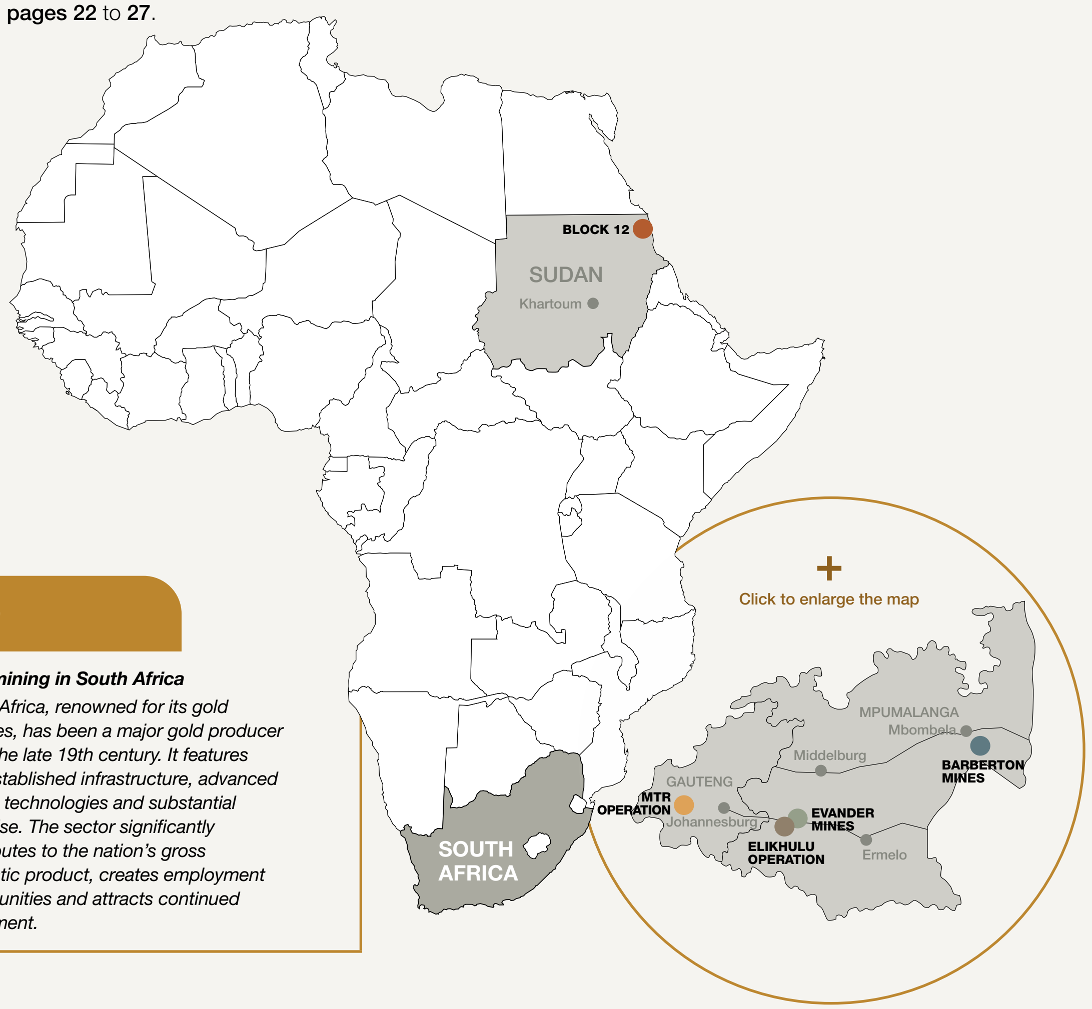
Geographical representation of our shareholders

at 30 June 2025



South Africa	53.5%
UK	25.6%
USA	15.5%
Switzerland	1.0%
France	0.6%
Germany	0.5%
Other	3.3%

For more information on our shareholders, refer to **pages 288** and **289**.



Gold mining in South Africa

South Africa, renowned for its gold reserves, has been a major gold producer since the late 19th century. It features well-established infrastructure, advanced mining technologies and substantial expertise. The sector significantly contributes to the nation's gross domestic product, creates employment opportunities and attracts continued investment.

EXPANDING HORIZONS

During the year, Pan African acquired the Tennant Mines project in the Northern Territory of Australia. The Tennant Creek Mineral Field (TCMF) was mined until the early 2000s as one of the highest-grade gold-producing fields in Australia. The processing plant was commissioned in April 2025 and will be the only functioning gold processing plant in the region and the largest facility ever operated in the TCMF.

Nobles Gold Mine was commissioned in April 2025 with an initial eight-year life-of-mine (LoM), inclusive of five years in current Mineral Reserves. The additional three years of production are currently in the permitting process. Expected production is 50Koz per annum at an all-in sustaining cost (AISC®) of approximately US$1,300/oz for the first three years of operation.

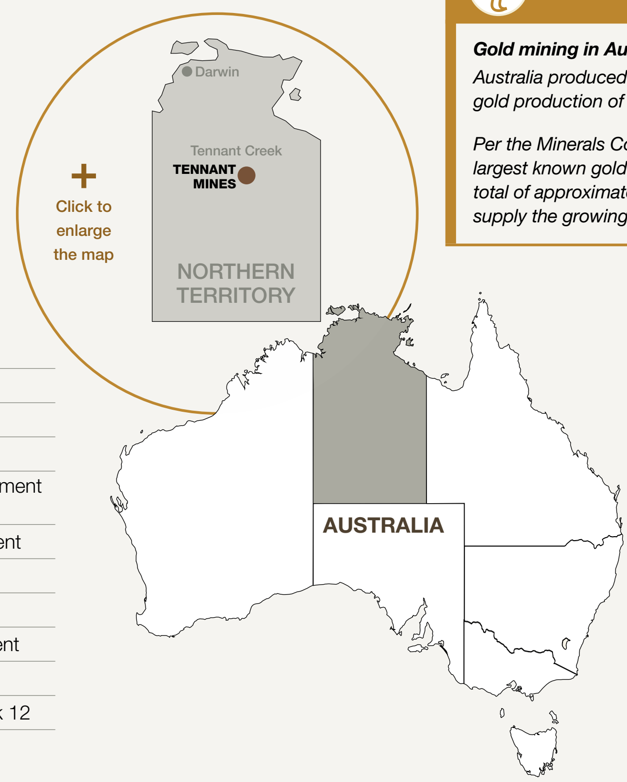
The expansion aligns with our strategy:

- Complementary to Pan African's current portfolio of high-margin, long-life surface remining operations
- Opportunity to acquire near-term, low-cost and low-risk production growth from a Tier 1 mining jurisdiction
- Processing facility will provide economies of scale
- Access to an attractive asset portfolio in one of Australia's known highest-grade mineral fields
- Experienced corporate and project execution team in place to ensure successful project delivery
- Large land package with the potential to significantly expand the Mineral Resources and Mineral Reserves base as well as the LoM
- An expected increase in Group production by approximately 20% per annum in the next year.

OUR OPERATING GOLD MINES

Pan African offers a unique combination of underground and surface remining operations:

- **Barberton Mines,** with a history spanning over 130 years, and **Evander Mines** are our primary underground operations with remaining LoM estimates of 20 and 12 years, respectively
- Additionally, our surface remining operations include the **Elikhulu Tailings Retreatment Plant (Elikhulu)**, the **Barberton Tailings Retreatment Plant (BTRP)** and the **MTR** operation, which commenced steady-state production during December 2024
- Our latest operation, **Tennant Mines in Australia,** at which the Nobles Gold carbon-in-leach (CIL) processing plant was commissioned, with first gold produced in May 2025.



Gold mining in Australia

Australia produced approximately 290t or 6% of the global total gold production of 4,794t during 2024.

Per the Minerals Council of Australia, it is the country with the largest known gold resources in the world with 12,000t out of a total of approximately 64,000t. It has a significant opportunity to supply the growing demand for gold.

Our operations

- Fairview Mine
- Consort Mine
- Sheba Mine
- Barberton Tailings Retreatment Plant
- Elikhulu Tailings Retreatment
- Evander Mines' 8 Shaft
- Evander Mines' 7 Shaft
- Mogale Tailings Retreatment
- Tennant Mines
- Sudan exploration – Block 12

ABOUT PAN AFRICAN continued

We are focused on a portfolio of long-life assets, with a combination of low-cost surface mining and high-grade underground mines.

OUR OPERATIONS

Production (oz/annum) FY25 (FY24)	Mineral Reserves FY25 (FY24)	Mineral Resources FY25 (FY24)	Production (tonnes milled and processed) FY25 (FY24)	Recovered grade (g/t) FY25 (FY24)	AISC® (US$/oz) FY25 (FY24)	Life-of-mine (years) FY25 (FY24)
BARBERTON MINES (UNDERGROUND MINING OPERATIONS) A long-life, high-grade operation comprising three underground mines: Fairview, Sheba and Consort						
68,549 (71,470)	5.7Mt at 6.04g/t 1.10Moz (5.8Mt at 5.87g/t) (1.09Moz)	15.3Mt at 5.89g/t 2.90Moz (13.8Mt at 6.22g/t) (2.77Moz)	331,964 (358,936)	6.4 (6.2)	2,065 (1,777)	23 (20)
BARBERTON TAILINGS RETREATMENT PLANT The plant was completed in June 2013 and adds high-margin and low-risk ounces to our production profile						
15,224 (18,888)	6.1Mt at 1.12g/t 0.22Moz (3.6Mt at 1.63g/t) (0.19Moz)	21.7Mt at 1.11g/t 0.78Moz (20.7Mt at 1.11g/t) (0.74Moz)	725,535 (828,392)	0.7 (0.7)	971 (669)	6 7
ELIKHULU This plant exploits tailings deposited on the Kinross, Leslie/Bracken and Winkelhaak tailings storage facilities (TSFs) in Evander. It commenced production in 2018						
52,606 (54,812)	117.5Mt at 0.26g/t 0.98Moz (130.6Mt at 0.27g/t) (1.12Moz)	142.3Mt at 0.26g/t 1.21Moz (155.4Mt at 0.27g/t) (1.34Moz)	14,747,232 (14,198,865)	0.1 (0.1)	1,077 (1,034)	9 (9)
EVANDER MINES (UNDERGROUND MINING OPERATIONS) Extraction of the 8 Shaft pillar and the development of the 24, 25 and 26 Level high-grade areas						
26,748 (38,285)	31.1Mt at 8.27g/t 8.27Moz (4.29Mt at 7.08g/t) (0.98Moz)	119.6Mt at 8.79g/t 33.8Moz (30.6Mt at 8.82g/t) (8.68Moz)	122,208 (192,050)	6.8 (6.2)	2,090 (1,307)	12 (11)
EVANDER MINES (SURFACE SOURCES) The purchase of gold-bearing material from third parties – leveraging the excess capacity of Evander Mines' metallurgical plants						
1,081 (2,584)	Not reported Not reported	Not reported Not reported	34,411 (104,157)	1.0 (0.8)	2,677 (2,174)	Not reported Not reported
MTR OPERATION This plant exploits tailings deposited on the Mogale Cluster and Soweto Cluster TSFs. Production commenced in 2024						
30,806 –	223.6Mt at 0.28g/t 2.02Moz –	250.3Mt at 0.30g/t 2.40Moz –	7,509,525 –	0.1 –	1,282 –	19 –
TENNANT MINES Nobles Gold Mine will process a combination of surface and underground material, and consists of several tenements						
1,513 –	3.9Mt at 3.11g/t 0.39Moz –	27.5Mt at 2.01g/t 1.78Moz –	85,316 –	0.6 –	1,637 –	8 –

Tennant Mines' Nobles Gold plant in Tennant Creek, Australia

We are strategically transitioning towards a portfolio focused on long-life assets, with a combination of low-cost surface mining and high-grade underground mines.

HISTORY

2000 TO FY06[1]
- Incorporated
- Exploration phase

FY07 TO FY09
- Acquired Barberton Mines
- AIM listing
- JSE listing

FY13 TO FY18
- Acquired Evander Mines
- Commissioned the BTRP
- Constructed and commissioned Elikhulu

FY19
- Egoli project and Evander Mines' 8 Shaft pillar mining – commissioned feasibility studies

FY20
- 8 Shaft pillar – production commenced
- ADR programme established

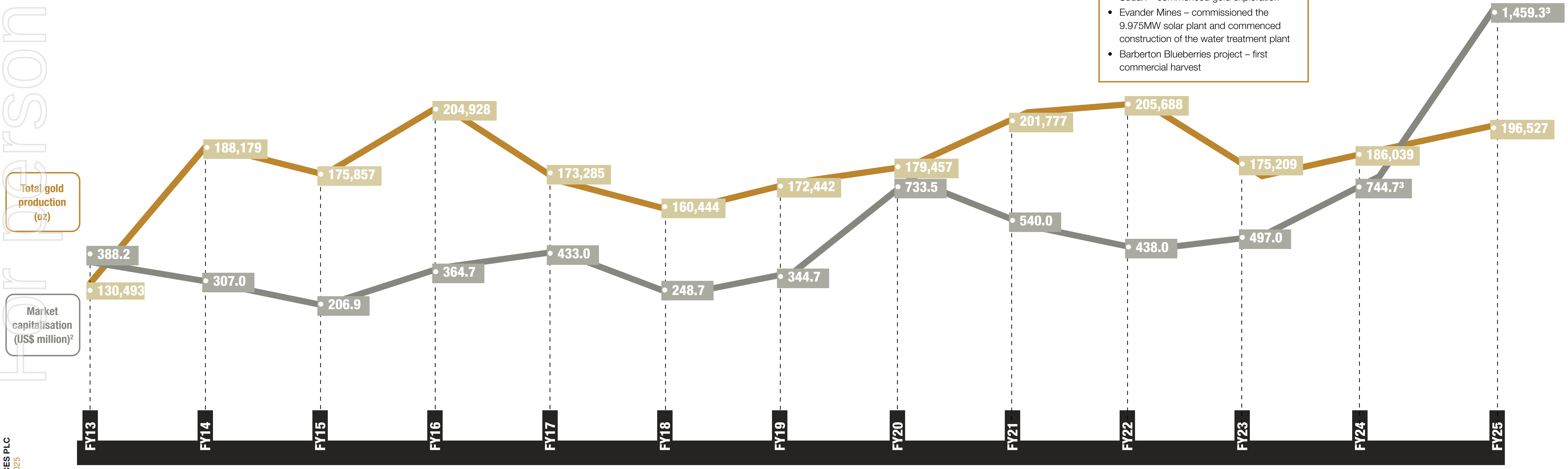
FY21
- Entered into conditional agreements to acquire Mogale Gold and MSC
- Barberton Blueberries project commissioned

FY22
- Sudan – commenced gold exploration
- Evander Mines – commissioned the 9.975MW solar plant and commenced construction of the water treatment plant
- Barberton Blueberries project – first commercial harvest

FY23
- One of the first mining companies in South Africa to issue a sustainability-linked bond
- Mogale Gold and MSC – acquisitions finalised
- Evander Mines – commissioned the 3ML water treatment plant

FY24
- Secured a green loan facility
- Barberton Mines – completed construction and mechanical assembly of the 8.75MW solar plant

FY25
- MTR operation commissioned ahead of schedule and under budget
- Tennant Mines acquired
- MTR operation – 20MW solar plant update
- Tennant Mines plant constructed and first gold pour
- Barberton Mines – commissioned the 8.75MW solar plant
- Evander Mines – commissioned the subvertical hoisting shaft
- Sudan operations placed on care and maintenance



[1] *The timeline represents the period spanning the start of one financial year to the end of the subsequent financial year.*

[2] *Source: JSE's Trading and Market Services. Calculated at the end of each calendar year at quoted prices and the closing US$/ZAR exchange rate.*

[3] *Source: JSE's Trading and Market Services. Calculated at 30 June 2025 using the quoted price and the closing US$/ZAR exchange rate at that date.*

VALUE CREATED AND DISTRIBUTED IN FY25

SUSTAINABLE DEVELOPMENT GOALS

The UN SDGs comprise 17 interlinked objectives for peace and prosperity for people and the planet now and into the future. The SDGs emphasise the interconnected environmental, social and economic aspects of sustainable development by putting sustainability at their centre. The SDGs were formulated in 2015 by the UN General Assembly and adopted in a resolution called the 2030 Agenda for Sustainable Development as most targets are to be achieved by 2030.

Performance

▲ Positive increase ▼ Positive decrease ▲ Negative increase ▼ Negative decrease ▶ Unchanged

Our capitals	Capitals defined	SDGs	Value created and distributed	FY25	FY24	%Δ	Performance
FINANCIAL CAPITAL	Equity, debt and surplus cash from our operating activities	8	Revenue	US$540.0 million	US$373.8 million	44.5	▲ Positive increase
			Finance income	US$1.9 million	US$1.9 million	–	▶ Unchanged
			Finance costs paid	US$21.4 million	US$11.6 million	81.4	▲ Negative increase
			Dividend paid	US$27.5 million	US$21.2 million	29.2	▲ Positive increase
MANUFACTURED CAPITAL	Infrastructure, orebodies and tailings retreatment operations at Barberton Mines, Evander Mines, MTR and Tennant Mines	7, 6	AISC	US$1,600/oz	US$1,354/oz	18.2	▲ Negative increase
			Infrastructure investment	US$168.0 million	US$172.4 million	2.6	▼ Negative decrease
			• Including: Solar plants				
			– Solar plants	US$3.5 million	US$10.3 million	66.0	▼ Negative decrease
			– Water treatment plants	US$0.7 million	US$0.1 million	>100	▲ Positive increase
INTELLECTUAL CAPITAL	More than 130 years of mining the unique Barberton Greenstone Belt orebodies and an established track record in surface tailings remining and successful project delivery	9, 17	Utilising modern exploration techniques and mine planning systems expands the resource base, assists in gaining insight into the geological complexities and enhances the effectiveness of our decision-making processes				
			• Metres drilled	23,936m	13,361m	79.1	▲ Positive increase
			Integrated security plan and modernisation of security technology				
			• Security costs	US$9.6 million	US$7.2 million	33.3	▲ Negative increase
			Collaboration with government bodies and peer companies to combat illegal mining and criminality. Refer to page 75 for more information				
HUMAN CAPITAL	Employees and contractors who are knowledgeable, competent and adequately skilled, supported by a robust safety culture in pursuit of a zero-harm working environment	1, 3	Employee salaries, wages and benefits paid[1]	US$62.9 million	US$55.2 million	13.9	▲ Positive increase
			Employees	2,319	2,887	19.7	▼ Negative decrease
			Contractors	4,703	4,751	1.0	▼ Negative decrease
			Skills and development training	US$2.4 million	US$1.8 million	33.3	▲ Positive increase
			Health and wellness initiatives	US$0.7 million	US$0.5 million	40.0	▲ Positive increase
SOCIAL AND RELATIONSHIP CAPITAL	The quality of our stakeholder relationships, the initiatives we have implemented to improve the well-being of our employees and host communities and our commitment to regulatory compliance and responsible business practices	10, 11, 16, 17, 4, 5	Value-added tax (VAT)/goods and services tax (GST) received	US$49.5 million	US$60.0 million	17.5	▼ Negative decrease
			Royalties and income taxes paid	US$27.0 million	US$15.5 million	74.2	▲ Negative increase
			Withholding tax paid	US$2.8 million	US$1.7 million	64.7	▲ Positive increase
			Employee taxes paid	US$16.9 million	US$13.0 million	30.0	▲ Positive increase
			Corporate social investment (CSI)	US$1.1 million	US$2.5 million	5.6	▼ Negative decrease
			Alternative employment opportunities through the Barberton Blueberries project				
			• Permanent jobs	17	22	22.7	▼ Negative decrease
			• Seasonal jobs	320	149	>100	▲ Positive increase
			• Salaries and wages paid	US$0.3 million	US$0.3 million	–	▶ Unchanged
NATURAL CAPITAL	The responsible use of fuel, energy, water, air and land resources while aspiring to do minimal harm to the environment	6, 12, 15, 7, 13	Water consumption	12,367.9ML	9,184.8ML	34.7	▲ Negative increase
			Energy consumption	1,705.1TJ	1,503.77TJ	13.4	▲ Negative increase
			Carbon emissions intensity per ounce produced	1.89CO_2e/oz Au	1.88tCO_2e/oz Au	–	▲ Negative increase
			Direct greenhouse gas (GHG) emissions Scope 1	8.1ktCO_2e	5.0ktCO_2e	62.0	▲ Negative increase
			Direct GHG emissions Scope 2	366.7ktCO_2e	348.0ktCO_2e	5.4	▲ Negative increase
			Land in the process of rehabilitation (MTR)	17.1	9.4%	82	▲ Negative increase

A detailed review of our performance in contributing to the UN SDGs is provided in our separate **sustainable development report** available at:

https://www.panafricanresources.com/investors/gri-and-sustainability/

[1] *Excludes employee-related taxes paid to the South African government.*

INVESTMENT CASE

As a sustainable and safety-focused gold producer committed to creating long-term value for stakeholders, Pan African presents an attractive investment proposition with a strong pipeline of growth projects.

FINANCIAL CAPITAL

Diversified operations

A unique combination of South African and Australian underground and surface remining operations

- Long-life, high-grade underground mining
- Low-cost surface remining operations
- Long-term mining rights at Evander Mines (to 2038), Barberton Mines (to 2051) and Tennant Mines (to 2045)

Low production cost

One of the lowest-cost gold producers in South Africa

AISC®

US$1,425/oz

(FY24: US$1,170/oz)

for our lower-cost operations, comprising all operations, excluding Sheba Mine and Consort Mine, which account for

85.1%

(FY24: 84.0%)

of annual production

AISC®

US$1,600/oz

(FY24: US$1,354/oz)

for total operations

Return on shareholders' funds® of

31.1%

(FY24: 24.0%)

MANUFACTURED CAPITAL

High and expanding production capacity

Ability to meet and exceed our production guidance, with an increasing production profile

Production capacity

>275,000oz

of gold per annum

FY25 production

196,527oz

(FY24: 186,039oz)

FY26 production guidance

275,000oz to 292,000oz

INTELLECTUAL CAPITAL

Agile and flexible

Sustainable, safe, high-margin and long-life operations

- Surface remining track record and processing experience
- BIOX® processing plant with high recoveries of refractory gold deposits
- Successfully mining highly variable greenstone belt orebodies
- Increased use of mechanisation and technology

HUMAN CAPITAL

Focus on safety, security, health and wellness

Industry-leading safety performance in pursuit of a zero-harm working environment

- Surface remining operations – a low employee complement
- Proactive and effective safety culture
- Constant reinforcement of safety practices and innovative communications
- Awareness programmes aimed at employees and communities to curb illegal mining

SOCIAL AND RELATIONSHIP CAPITAL

Sustainable stakeholder value creation

'Beyond compliance' approach to promoting sustainable communities beyond mining

- Established long-life mines
- Established sustainable renewable energy and agricultural projects
- Land rehabilitation for alternative development purposes
- Continued investment in local community businesses to stimulate sustainable economic development and job creation

NATURAL CAPITAL

Low carbon footprint

Lower carbon dioxide emissions contribute to reducing the impact of climate change

- Surface remining operations
- First mining company in South Africa to commission a large-scale grid-tied solar plant

Responsible and sustainable water use

Moving towards zero use of potable water at the Group's operations

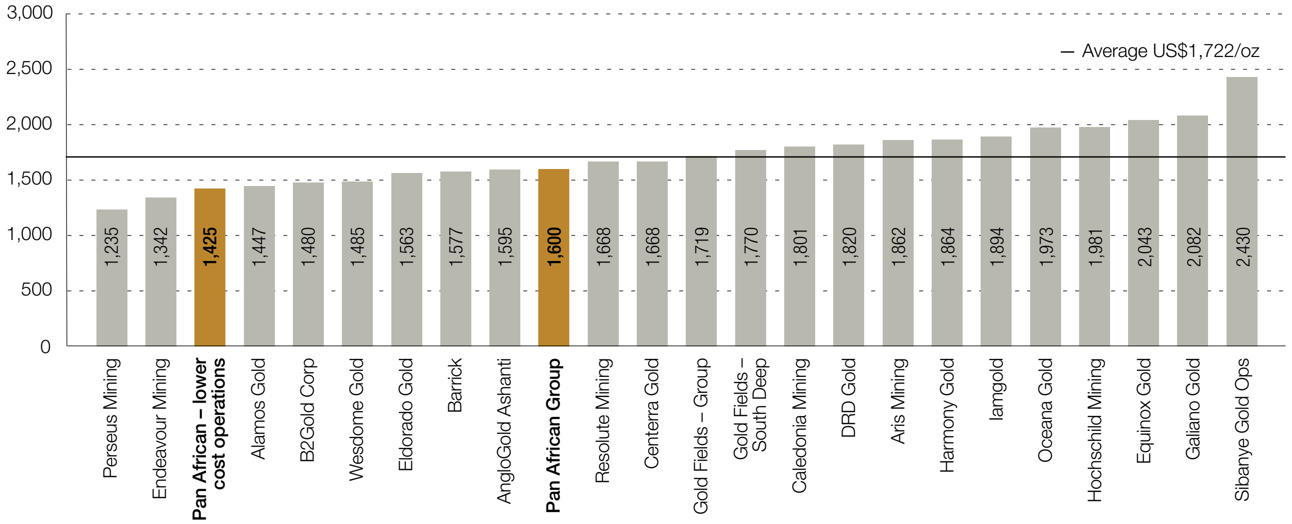
- 3ML water treatment plant at the Evander Mines complex
- Construction of the expansion of the Evander Mines' water treatment plant to 6ML commenced

INVESTMENT CASE continued

ALL-IN SUSTAINING COSTS® (US$/oz)

The Group's AISC® of US$1,600/oz is below the peer group average of US$1,722 /oz.

Read more on **page 79**.

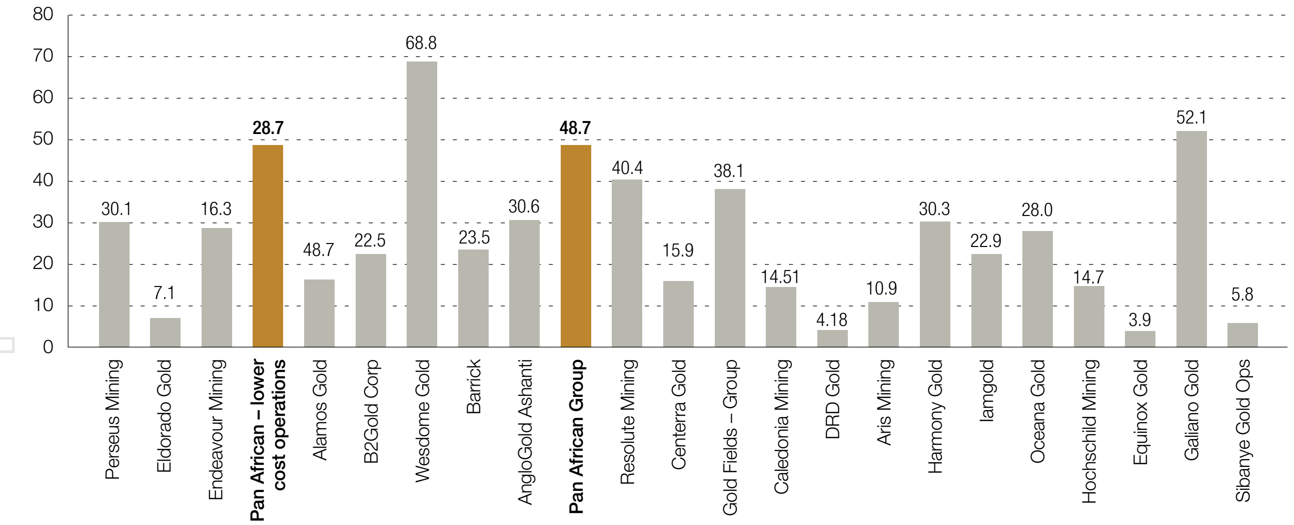


Source: Individual company websites and presentations.

RETURN ON SHAREHOLDERS' FUNDS® (%)

Our return on shareholders' funds® comfortably exceeds the peer group average.

Read more on **page 97**.

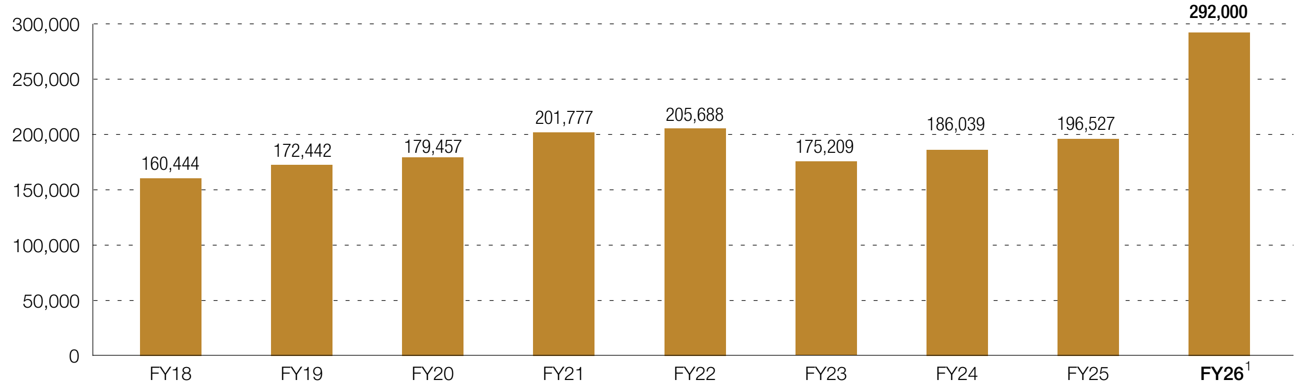


Source: Individual company websites and presentations.

PRODUCTION PROFILE (oz)

We aim to steadily increase our production profile with a pipeline of organic and acquisitive expansionary initiatives.

Read more on **pages 77** to **79**.

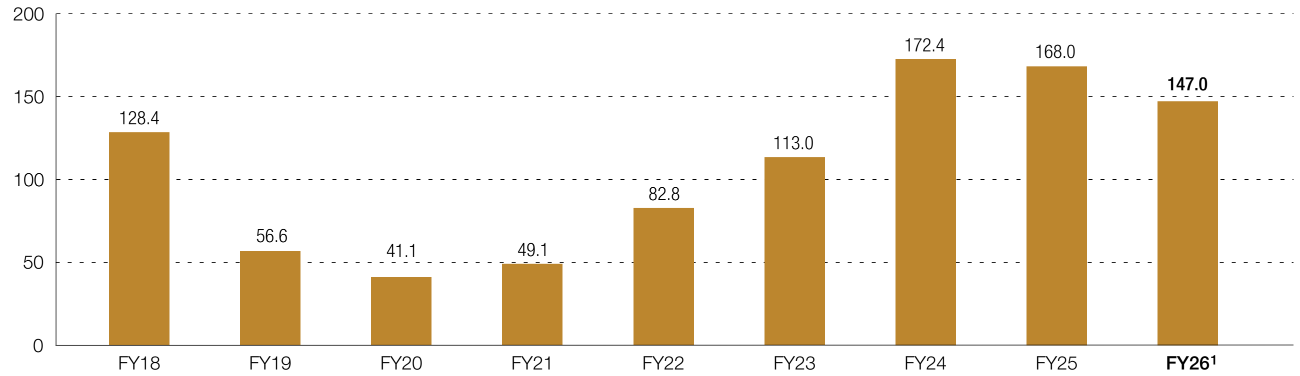


[1] *FY26 production guidance is expected to be between 275,000oz and 292,000oz.*

CAPITAL EXPENDITURE (US$ million)

We continue to reinvest in our mines to ensure sustainability and to generate the requisite returns. We strive to balance reinvestment with other capital allocation priorities.

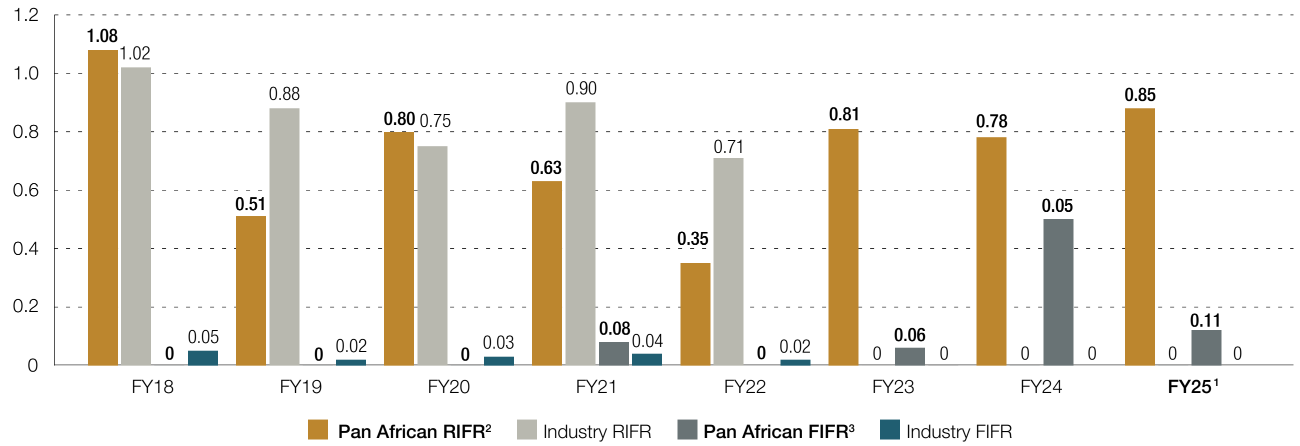
Read more on **page 79**.



[1] *Forecast capital expenditure converted at exchange rates of US$/ZAR:18.50 and US$/A$:0.67.*

SAFETY PERFORMANCE (per million man hours)

Read more on **page 48**.



[1] *2023, 2024 and 2025 industry rates were not available at the time of this report.*
[2] *Reportable injury frequency rate (RIFR) per million man hours.*
[3] *Fatal injury frequency rate (FIFR) per million man hours.*

CHAIRMAN'S STATEMENT

Keith Spencer
Chairman

As the global economy grapples with ongoing geopolitical tensions, gold has again entrenched itself as a safe haven in uncertain times. Our focus on delivering increasing production from high-margin, long-life assets, together with the tailwinds of the favourable gold price, has bolstered our growth into a global mid-tier gold producer.

THE MACROECONOMIC LANDSCAPE

Over the past year, the world's geopolitical and economic landscape has remained daunting, with no foreseeable end to a number of regional conflicts. In addition to the impact of the tariff regime imposed by the American Trump administration, several developing economies are struggling with low economic growth and stagnant domestic demand, in part, attributable to high levels of consumer and government debt.

China, which has been a driver of global economic growth for the past two decades, is experiencing its own economic malaise and future growth prospects are expected to be materially lower than the near-miraculous growth rates of the past. This does not bode well for commodity demand, especially base metals, but India's rise as a major economic power, together with certain Southeast Asian and Latin American countries, may well offset any decline in China's economic growth.

Notwithstanding the disconcerting global environment for economic growth in general, the demand for physical gold has remained robust with sustained consumer, investment and central bank buying. Gold is still the second largest asset class held by central banks at approximately 20% of their total holdings, and this trend is expected to continue as a number of countries wish to reduce their dependency on the US$ as the world's reserve currency. Although a number of institutional investors have recently increased their gold holdings, it is still underrepresented given gold's proven safe-haven status and historic role in value preservation, especially in inflationary times.

The US$ gold price decoupled in 2022 from its historical negative correlated relationship with real US interest rates, as depicted by the 10-year American treasury bond, and is now primarily influenced by geopolitical developments and inflationary pressures. The Trump presidency has also stated that it wishes to see a weaker US$, which, in conjunction with a declining interest rate cycle, should underpin gold prices in the short to medium term. Although the rand has appreciated in the past 12 months, relative to the US$, we are benefiting from historical record rand gold prices, which should give further impetus to the Company's profitability, cash flows and share price gains over the past 12 months.

On the South African front, the treasury trimmed its growth forecast in May for 2025 to 1.4% from a prior 1.9% citing geopolitical tensions and the expected adverse impact of USA trade levies. The US is South Africa's second-largest single export destination, second only to China. The agriculture and motor manufacturing industries, which rely heavily on US market access, will be particularly vulnerable. In the short term, this could curtail economic activity, decrease corporate profitability and constrain job creation in export-linked industries.

The South African economy is still truncated by poor economic policy and policy execution, resulting in deteriorating infrastructure, electricity and water shortages, logistical bottlenecks and fiscal vulnerabilities arising from the bailout of state-owned enterprises (SOEs). The consequence is a 33% unemployment rate, with youth unemployment levels being of the highest in the world. In conjunction with ineffective policing and law enforcement, this has contributed to high levels of criminality, organised crime and illegal mining. The influx of illegal miners, especially at our Barberton Mines' operations, is a major concern, but together with law enforcement, the operation is managing this issue, albeit at increased costs.

The formation of the South African Government of National Unity in May 2024 at the national level has contributed to a renewed sense of positivity and optimism in the country, although ideological differences have led to a tenuous working relationship between members, resulting in delays in decision-making, policy uncertainty and government instability, which may deter investor confidence in the economy. The South African rand, which has performed relatively well over the past year, may also experience weakness if investor sentiment weakens.

The acquisition of Tennant Mines in Australia is our first international acquisition in a Tier 1 jurisdiction and has given the Group a strategic position in a historically high-grade gold field. We are excited about the prospects of ramping up production from this mine in FY26H1. Australia's economy is vulnerable to a decline in Chinese growth, but is still expected to grow by 1.8% in 2025 from 1.1% in 2024, according to Fitch Ratings. The mining industry is a significant contributor to the Australian economy, with the country being a leading global producer of various commodities. The sector has been assisted by government policies and industry practices that favour mining operations and mineral exploration. The pro-business stance of the Northern Territory Government, where Tennant Mines operates, has tangibly contributed to reviving the fortunes of Tennant Creek and our stakeholders in the region.

For a more detailed analysis of our macroeconomic environment and its impact on Pan African, refer to **pages 66** to **69**.

EXPANDING HORIZONS

The Group successfully poured the first gold at our MTR operation in October 2024, with the project delivered below budget and ahead of schedule.

Pan African then commissioned its processing plant at Tennant Mines in May 2025. This is a significant achievement for the Group, reaffirming our track record of delivering new mining projects on time and within budget. We have also now demonstrated our ability to commission large-scale projects outside of South Africa.

OUR OPERATIONAL AND FINANCIAL PERFORMANCE

Pan African's robust operations have delivered outstanding financial and operational results. Despite a challenging macroeconomic environment, we achieved a 5.6% increase in gold production to 196,527oz, highlighting the operational flexibility and resilience of our producing assets.

Adjusted earnings before interest, income tax expense, depreciation and amortisation (adjusted EBITDA) increased by 60.5% to US$226.6 million (FY24: US$141.2 million), yielding a return on capital employed of 35.1% (FY24: 28.5%). Our operations generated cash flows of US$154.9 million (FY24: US$90.8 million). Net senior debt increased to US$141.1 million (FY24: US$102.8 million), with completion of the MTR and Tennant Mines plant construction.

For more details, refer to the financial director's report on **page 88** and to the operational performance review on **page 100**.

SAFETY

The Group deeply regrets the two fatalities during the year and one shortly after the year-end. Despite these tragic setbacks, we affirm our commitment to our pursuit of zero harm to our employees and the environment.

Refer to **page 48** for more details.

OUR ESG PERFORMANCE

Pan African's commitment to ESG extends beyond compliance and forms a core part of its business strategy. The Group's renewable energy strategy aims to secure a reliable energy supply, reduce carbon dioxide emissions and realise cost savings through large-scale renewable energy projects.

Oversight was strengthened through regular committee reviews, external assurance audits and guidance from global standards from the GRI, ISSB, and the TNFD. The Group is aligning its reporting with IFRS S1 and S2 standards, with strategic focus areas including climate change, biodiversity management, artificial intelligence (AI), ethics and stakeholder engagement.

CHAIRMAN'S STATEMENT continued

The Group's sustainability strategy going forward includes:

- achieving a 15% renewable energy mix by FY27
- achieving water security at all operations
- rehabilitating 470ha of land or 41% of MTR's environmental footprint
- enhancing stakeholder engagement and employee and local community development initiatives aligned towards sustainable development for social change and meaningful impact
- expanding ESG assurance
- commencing Evander Mines' phase 2 solar project in FY26
- progressing further renewable initiatives at MTR and Tennant Mines.

Refer to **page 132** for more details or read more in our online **sustainable development report** at:
https://www.panafricanresources.com/investors/gri-and-sustainability/

CORPORATE GOVERNANCE

Pan African is committed to the highest standards of corporate governance, ethics and integrity. The board provides active oversight, enabling management to execute its strategy effectively. We are confident in the board's balance of skills, experience and diversity to fulfil its fiduciary responsibilities and provide the necessary oversight of the Group's strategic direction.

Marileen Kok succeeded Deon Louw as the Group's financial director and board member. Deon retired on 30 September 2024 and we would like to thank him for his invaluable contribution during his tenure. Marileen's extensive experience in financial reporting, corporate finance, governance and regulatory compliance has already been evident in contributions during the year.

POTENTIAL LSE MAIN MARKET LISTING

The Group is considering moving its current listing from AIM to the Equity Shares (Commercial Companies) segment of the Official List and to trading on the London Stock Exchange plc's Main Market. Longer-term benefits of the move may include an enhanced corporate profile and broader access to a wider pool of UK and global investors.

STRATEGY AND OUTLOOK

The Group is committed to optimally and consistently extracting gold from mineral deposits to create sustainable value for its stakeholders. We continue to position Pan African as a sustainable, safe, high-margin and long-life gold producer.

Our key focus areas for the next year include:

- the unrelenting pursuit of a zero-harm working environment
- ramping up production at MTR and Tennant Mines
- delivering on our guided gold production of 275,000oz to 292,000oz for FY26
- proactively managing unit production cost increases
- advancing our ESG initiatives
- executing our capital and growth projects to position the Group for increased future gold production
- evaluating potential acquisitions and capital projects against our stringent investment criteria and capital allocation priorities
- increasing returns to shareholders through dividends and other means of distribution.

Refer to **pages 22** to **27** for more information on the Group's strategy, strategic objectives and initiatives.

APPRECIATION

I extend my gratitude to my fellow board members, executive management and all Pan African employees for their commitment and dedication in achieving the Group's long-term value-creation aspirations.

Keith Spencer
Chairman

10 September 2025

The MTR plant during construction

STRATEGY

Our strategy is to safely and efficiently extract value from our mineral deposits while prioritising the long-term sustainability of our business. We leverage our combined knowledge and skills base to approach mining in an entrepreneurial manner, generating compelling returns for our stakeholders. Integrated thinking is essential to delivering our strategy, managing our risks and identifying opportunities. It informs our strategic initiatives, which are annually approved by the board.

INTEGRATED THINKING

Our purpose is clearly articulated. It is embraced by our board, management, employees, customers, suppliers and local communities as we work together towards the Group's long-term sustainability.

Management reviews and updates the Group's strategic initiatives based on insights gained from the integrated planning process.

OUR PURPOSE

We are committed to optimally and consistently extracting gold from mineral deposits while creating sustainable value for all our stakeholders through responsible mining.

OUR VISION

We aspire to further develop Pan African as a leading international mid-tier gold producer that upholds its purpose.

OUR STRATEGIC PILLARS

Profitability

We maintain a strong focus on profitability by being one of the highest-margin producers of gold in Southern Africa.

Sustainability

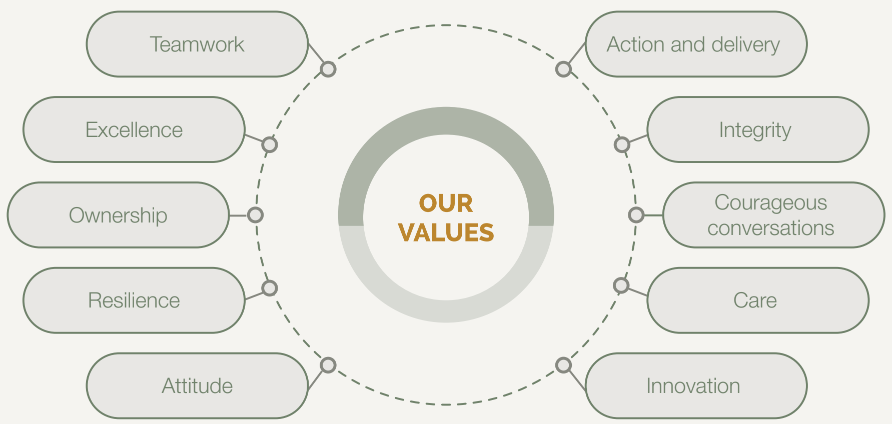
Our sustainability is centred on creating long-term value for all stakeholders by balancing economic, environmental and social considerations.

Stakeholders

We believe that an integrated stakeholder approach is crucial for our success and prioritise the health and well-being of our employees and host communities.

Growth

Our growth strategy is based on a combination of organic portfolio growth and production-enhancing, value-accretive projects.



We identify material matters that influence our ability to create value in the short, medium and long term. We manage and assess our risks and opportunities, understand and address key stakeholder concerns and execute value-creating growth projects. Our material matters and primary risks and opportunities are described on **pages 36** to **57**.

Our macroeconomic environment has a material impact on our strategy and business activities. Refer to **pages 66** to **69**.

OUR COMMITMENT TO SUSTAINABLE VALUE CREATION

Our commitment extends beyond compliance. We collaborate with experts in community engagement, conservation and sustainability initiatives to benefit all stakeholders. Our approach prioritises ESG considerations, including the use of renewable energy and water recycling.

In executing our strategy and business activities (as described on **pages 28** to **33**), we prioritise the integration of the six capitals (as defined on **page 12**) to achieve our strategic objectives. Annually, we review our strategic initiatives to ensure they support our purpose, vision and commitment to sustainable value creation, effectively utilising our resources to benefit all stakeholders.

Our strategic pillars and values guide this process.

STRATEGY continued

OUR STRATEGIC OBJECTIVES AND INITIATIVES

Our strategic initiatives align with each of the six capitals, enabling us to meet our strategic objectives while creating sustainable value for our stakeholders. The trade-offs between the capitals are thoughtfully considered to create and preserve sustainable stakeholder value. By adopting this approach, we ensure that our strategic initiatives holistically consider how value is created across all aspects of our operations while safeguarding the environment and prioritising the well-being of our people.

Time horizon	● Short-term focus (one year)	● Medium-term focus (two to three years)	● Long-term focus (three years or more)
Progress	● Substantially achieved	● Moderate progress	● Not achieved

Strategic objectives	Strategic initiatives	Time horizon	Value created	FY25	FY24	Progress
FINANCIAL CAPITAL Ensure adequate, competitively priced and flexible financial resources for the funding of our operations and disciplined capital allocation for sustainable long-term value creation	Further strengthen the **capital structure** and funding flexibility	Short-term, medium-term, long-term	Net senior debt⊛	US$141.1 million	US$102.8 million	Moderate progress
	Ensure adequate **liquidity** for operational requirements and debt redemptions	Short-term, medium-term	Net cash from operating activities	US$154.9 million	US$90.8 million	Substantially achieved
	Ensure appropriate and innovative medium-term funding for organic growth, exploration and acquisition opportunities	Short-term, medium-term	Available debt facilities	US$50.2 million	US$68.7 million	●
			In June 2025, a US$19.2 million green loan facility was settled			Substantially achieved
	Prioritise sustainable returns to shareholders	Short-term, medium-term, long-term	Dividend paid	US$27.5 million	US$21.2 million	Substantially achieved
MANUFACTURED CAPITAL Unlock the full potential of our Mineral Resources and Mineral Reserves through sustainable extraction and processing, while embracing renewable energy, to pave the way for a responsible and prosperous mining future	Efficiently execute **capital projects**, operational **restructuring and maintenance programmes** as well as **other initiatives** to increase and sustain gold production run rates, thereby ensuring long-term growth and sustainability	Short-term, medium-term	Capital expenditure	US$168.0 million	US$172.4 million	Substantially achieved
			Acquisition of Tennant Mines, with plant construction completed in April 2025			Substantially achieved
			Commissioning of the MTR operation in October 2024, ahead of schedule and below budget			Substantially achieved
			Progressed various other capital projects, restructuring programmes and other initiatives to increase the production run rate			Substantially achieved
	Achieve production **guidance of 275,000oz to 292,000oz of gold per annum**	Short-term	Gold production	196,527oz	186,039oz	Substantially achieved
			Successful commissioning of Barberton Mines' 8.75MW solar plant			Substantially achieved
			A bankable feasibility study is in progress for the expansion of Evander Mines' solar plant by 12MW			Substantially achieved
			Construction of Evander Mines' water treatment extension from 3ML to 6ML commenced			Moderate progress
			A feasibility study is in progress for a 20MW solar plant at the MTR operation			Substantially achieved
	Achieve AISC⊛ guidance of between US$1,525/oz and US$1,575/oz (assuming an exchange rate of US$/ZAR:18.50)	Short-term	AISC⊛	US$1,600/oz	US$1,354/oz	Not achieved
INTELLECTUAL CAPITAL Optimise the use of technology and harness the expertise of our teams to consistently deliver safe, reliable, efficient and responsible mining operations	**Use technology to improve mine production, efficiency, safety and security**	Short-term, medium-term	The Group employed modern exploration techniques, advanced mine planning systems and enhanced our surveillance technology			Substantially achieved
	Evaluate organic and acquisitive growth opportunities and exploration projects to increase our annual production profile to more than 275,000oz	Short-term, medium-term, long-term	Initially acquired a strategic equity interest in Tennant company			Substantially achieved
			Acquisition of the remaining shares in Tennant Mines			
	Investigate **potential exploration and mining opportunities outside South Africa** that meet the Group's stringent investment criteria	Short-term, medium-term				
HUMAN CAPITAL Attract, cultivate and retain exceptional talent while fostering a culture of safety, respect and continuous learning	Strive for **zero fatalities** and an average annual improvement of 3.86% in the **total recordable injury frequency rate (TRIFR)**	Short-term, medium-term, long-term	Fatalities	2	1	Not achieved
			TRIFR (per million man hours)	6.56◎ Target: 7.75	6.52 Target: 8.08	Substantially achieved
	Develop employee skills and introduce **retention** programmes for scarce skills	Short-term, medium-term	Skills and development training	US$2.4 million	US$1.8 million	Substantially achieved
	Maintain an **entrepreneurial and performance-driven culture**	Short-term, medium-term, long-term	Continued progress in fostering an entrepreneurial and results-driven culture			Moderate progress
			Promote employee health and well-being by advocating for wellness, nutrition and fitness programmes designed to raise awareness among employees			Moderate progress

STRATEGY continued

Time horizon	Short-term focus (one year)	Medium-term focus (two to three years)	Long-term focus (three years or more)
Progress	Substantially achieved	Moderate progress	Not achieved

Strategic objectives	Strategic initiatives	Time horizon	Value created	FY25	FY24	Progress
SOCIAL AND RELATIONSHIP CAPITAL Engage stakeholders to build positive relationships, maintain our social licence to operate and create sustainable value	Curtail illegal mining and property theft through cooperation between all stakeholders and law enforcement agencies	Short-term, Medium-term, Long-term	Reduced illegal mining through partnerships with law enforcement, surveillance and enhanced technology applications			Substantially achieved
	Maintain **compliance** with **Social and Labour Plan (SLP) requirements** while seeking opportunities to go beyond ESG regulatory requirements for the benefit of our stakeholders	Short-term, Medium-term	Granted full scholarships to 25 high-achieving students from Barberton's local communities Created alternative employment opportunities through the Barberton Blueberries project Implemented phase 2 of a formal health and wellness programme at Barberton Mines			Substantially achieved
	Operate TSFs in line with the **Global Industry Standard on Tailings Management (GISTM)** as far as reasonably practicable	Short-term, Medium-term	Continued to implement operational measures to progress the Group's TSFs in line with the GISTM as far as reasonably practicable			Moderate progress
	Continue to enhance, improve and refine sustainability performance and reporting	Short-term, Medium-term	Continued to address ESG readiness gaps identified in the 2022 PwC Inc. report			Moderate progress
			Increased the number of assured ESG key performance indicators (KPIs) from 11 to 16			Substantially achieved
			Published our third **climate change report**, reinforcing and strengthening our climate change strategy			Substantially achieved
			Published our inaugural **TNFD report**, following a maturity assessment. A roadmap is being developed to benchmark the Group's alignment with the TNFD recommendations			Moderate progress
NATURAL CAPITAL Manage our operations with climate-conscious practices that preserve and protect natural resources and promote sustainability	**Rehabilitate** 41% of the MTR operation's surface area **by FY30**, while concurrently conducting remining operations	Medium-term, Long-term	MTR operation area rehabilitated	**130.0ha**	122.3ha	Substantially achieved
	Achieve a **renewable energy mix** of 15% by FY27	Medium-term, Long-term	Renewable energy mix	**8.8%** **Target: 12%**	6.1% Target: 7%	Not achieved
	Reduce the Group's **carbon footprint** and advance its **decarbonisation strategy**	Short-term, Medium-term, Long-term	Scope 1 and 2 emissions	**374.7ktCO_2e**	353.0ktCO_2e	Moderate progress
			Carbon intensity per ounce sold	**1.89tCO_2e/oz Au**	1.88tCO_2e/oz Au	Moderate progress

Aerial view of Barberton Mines' 8.75MW solar plant and the Bramber extension mine residue deposition site

BUSINESS MODEL

Our business activities are guided by our strategy to safely and efficiently extract value from our mineral deposits while prioritising the long-term sustainability of our business.

INTEGRATED THINKING

Our integrated approach to all aspects of our business assists in making informed choices when considering capital trade-offs in pursuit of value creation and preservation in the short, medium and long term. This approach and resultant experience have endowed us with a competitive advantage.

We continually assess the merits of our business model to drive sustainable improvements in efficiency.

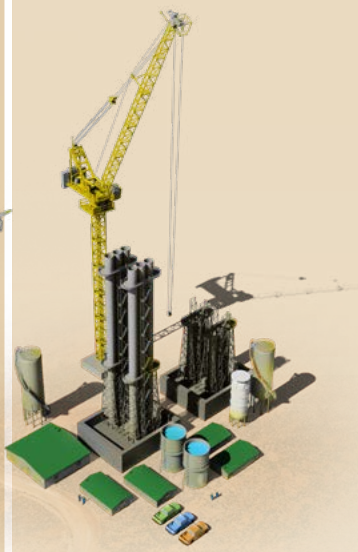
Explore

On-mine growth projects and greenfield exploration contribute to our Mineral Resources, which potentially extend the life of our mining operations.

*Read more in the **abridged Mineral Resources and Mineral Reserves report** on **page 116.***

Technologies are employed to access difficult-to-reach targets while modern remote sensing techniques allow us to more accurately define future exploration areas.

Develop

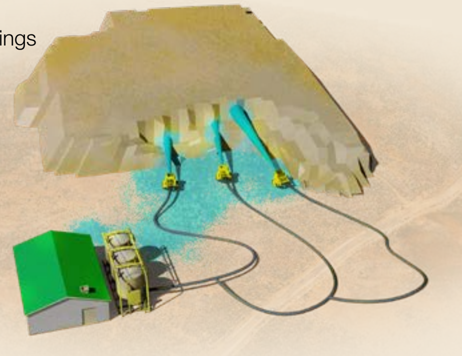


Successful development of our orebodies and execution of our capital projects improve our costs and production profile and increase the economic life of our operations.

Mining methods

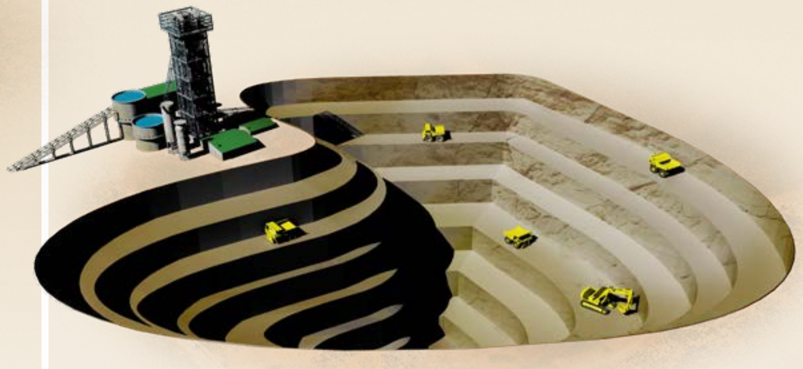
Surface remining

We remine gold-bearing tailings through hydro-mining.



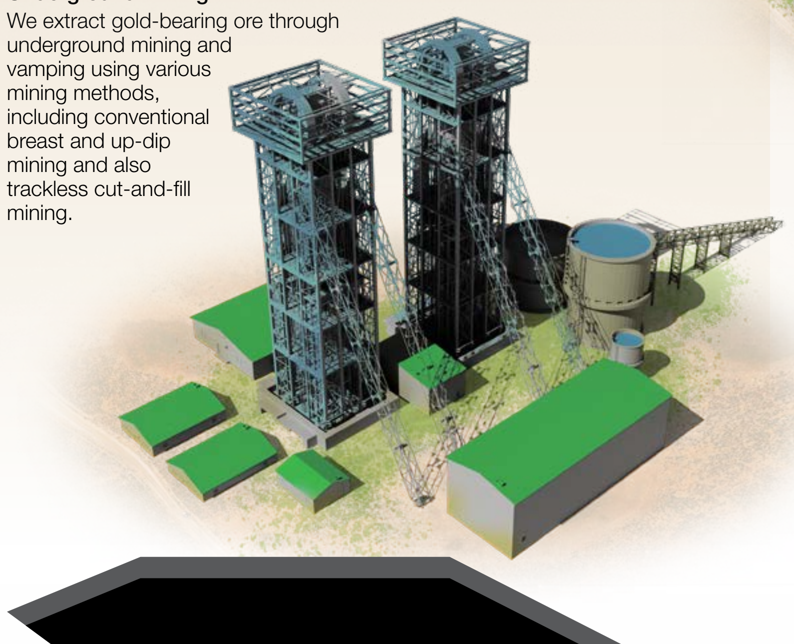
Open pit mining

Open pits are mined by conventional drill-and-blast and load-and-haul methods.



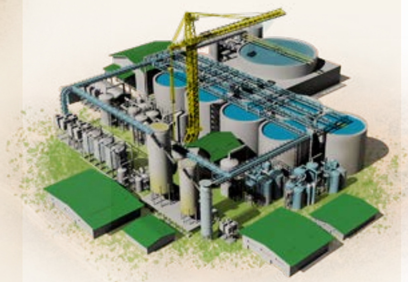
Underground mining

We extract gold-bearing ore through underground mining and vamping using various mining methods, including conventional breast and up-dip mining and also trackless cut-and-fill mining.



Process

Gold is extracted from tailings sources and concentrated after being processed through our plants at BTRP, Elikhulu and MTR utilising industry best practice.

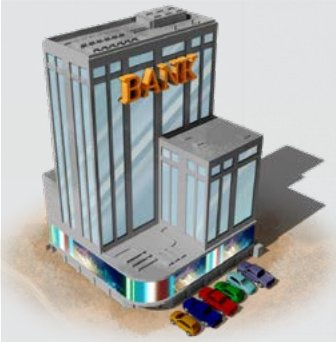


Refractory gold-bearing ore is treated at our BIOX® plant at Barberton Mines. Specialised bacteria break down insoluble sulphide minerals, which expose the gold for efficient extraction. The BIOX® concentrate is sent to the cyanide circuit at Fairview Mine for chemical processing, where gold doré is produced.

Non-refractory gold-bearing ore undergoes physical and chemical cyanidation processing into gold doré at our Fairview, Consort, Sheba, BTRP, Elikhulu, Nobles Gold, MTR and Kinross plants.

Refine and monetise

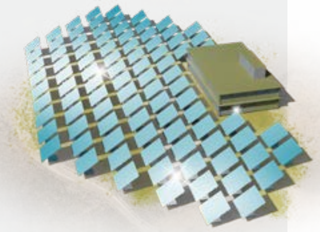
Gold doré is transported to Rand Refinery Proprietary Limited (Rand Refinery) in South Africa and ABC Refinery in Australia where it is refined into gold bullion.



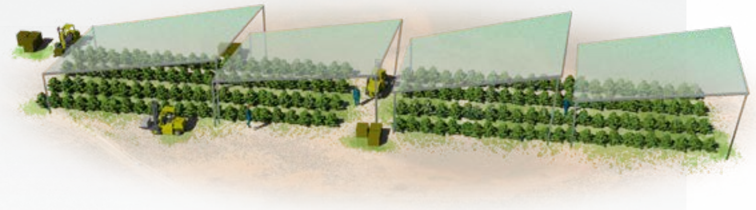
Gold sales transactions are entered into with authorised bullion banks. Our customers include the major South African banks and the ABC Refinery in Australia.

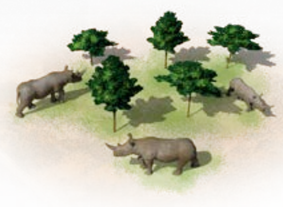
Sustainability practices, projects and partnerships

These projects include renewable energy projects, which are intended to contribute to stabilising electricity supply, and water treatment projects to provide potable water. They result in cost savings and assist in reducing our overall long-term AISC® while contributing to achieving our sustainability targets by measurably reducing carbon emissions and third-party water consumption.



We also invest in agricultural projects such as the Barberton Blueberries project, which is aimed at fostering a sustainable local economy and reducing high unemployment rates, which have historically led to operational disruptions and protests.

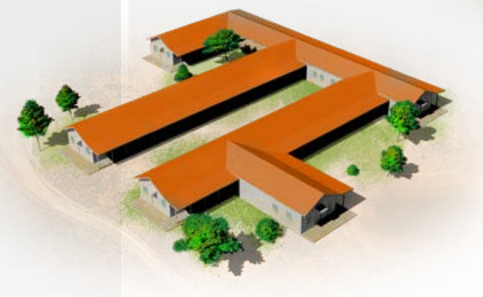




We aspire to do minimal harm to the environment. Key practices include land rehabilitation, biodiversity protection and nature conservation partnerships. These efforts aim to preserve and protect natural resources and promote sustainability.

Responsible mine closure

Consultation with affected communities is necessary during a mine's life to ensure social and economic stability after mine closure.



These consultations help develop initiatives through the mine's SLP and CSI initiatives for post-closure economic sustainability. When the mine reaches the end of its life, the Group will manage its closure responsibly to minimise disruption to natural resources and communities. The rehabilitation liabilities are fully funded.

BUSINESS MODEL continued

Performance

▲ Positive increase ▼ Positive decrease ▲ Negative increase ▼ Negative decrease ▶ Unchanged

	INPUTS						OUTCOMES				
	Our capital resources	FY25	FY24	Trade-offs made	What we want to achieve	Stakeholders affected	Value created, preserved or eroded	FY25	FY24	%Δ	
FINANCIAL CAPITAL	Shareholders' equity	US$546.7 million	US$364.1 million	• We have no control over the US$ gold price or the US$/ZAR exchange rate and therefore mitigate potential adverse impacts through disciplined financial capital management, strict cost control and specific hedging transactions	• Achieve production targets and optimise performance through disciplined capital allocation • Manage financial risk • Meet stakeholder expectations • Enhance shareholder returns	• Providers of capital • Customers • Suppliers • Governments and regulatory bodies	Revenue	US$540.0 million	US$373.8 million	44.5	▲
	Available debt facilities	US$50.2 million	US$68.7 million				Profit for the period	US$140.6 million	US$78.8 million	78.4	▲
							Net cash from operating activities	US$154.9 million	US$90.8 million	65.2	▲
							Net debt	US$150.5 million	US$106.4 million	41.4	▲
MANUFACTURED CAPITAL	Mineral Resources	42.87Moz gold	41.18Moz gold	• Investment in our mining assets ensures long-term sustainability • Balancing organic growth and value-enhancing acquisitions to increase our production profile	• Excellent safety performance • Cost-effectiveness • Progress exploration and mining projects • Rehabilitate land • Increase Mineral Reserves	• Providers of capital • Customers • Suppliers • Employees and unions • Communities	AISC	US$1,600/oz	US$1,354/oz	18.2	▲
	Mineral Reserves	12.98Moz gold	12.64Moz gold								
	Investment in infrastructure	US$168.0 million	US$172.4 million								
	Production costs before depreciation and amortisation	US$280.8 million	US$221.2 million								
INTELLECTUAL CAPITAL	Mining and prospecting rights Key personnel with requisite skills Management and board expertise Expansion and integration of technologies at our operations Investor outreach to new markets			• Investing in technology and efficiency-improving processes • Growing tailings remining and processing expertise	• Competitive advantage in mining applications • Efficient extraction of gold from mined ore • Increased production portfolio • Investment in an Australian operation • Improve valuation and expand our shareholder base	• Employees and unions • Providers of capital • Collaboration partners	**Maximised resource utilisation** **Increased annual production ounces to improve our profile and attract larger fund managers** **Effective and efficient technology application at Elikhulu to further improve yields** **Diversified the Group's Mineral Resources base outside of South Africa in a value-enhancing manner** **Improved trading liquidity**				
HUMAN CAPITAL	Employees and contractors	7,101	7,638	• Tailings retreatment lends itself to automation, is less labour-intensive and inherently safer • Employee earnings supplement the local community's income • Multi-year wage agreements concluded at Barberton Mines, contributing to employee stability and cost-containment	• Safe working environment • Create employment opportunities	• Employees and unions • Providers of capital • Governments and regulatory bodies	Fatalities	2	1	100	▲
	Women permanently employed	456	458				TRIFR (per million man hours)	6.56	6.52	0.6	▲
	Percentage of women in mining	19.0	17.1				Employee remuneration	US$79.8 million	US$72.0 million	10.8	▲
	Skills development and training	US$2.4 million	US$1.8 million								

BUSINESS MODEL continued

Performance

▲ Positive increase ▼ Positive decrease ▲ Negative increase ▼ Negative decrease ▶ Unchanged

	INPUTS						OUTCOMES				
	Our capital resources	FY25	FY24	Trade-offs made	What we want to achieve	Stakeholders affected	Value created, preserved or eroded	FY25	FY24	%Δ	
SOCIAL AND RELATIONSHIP CAPITAL	CSI, local economic development (LED) projects and bursaries	US$1.1 million	US$2.5 million	• Investing in socio-economic development secures our social licence to operate and contributes to stable long-term operations • Investment in projects to establish a sustainable local economy not reliant on mining • Well-established stakeholder engagement forums in place in communities to address issues before they escalate	• Build trust with local communities • Secure social licence to operate through SLP and 'beyond compliance' initiatives • Create new employment opportunities to sustain communities	• Suppliers • Employees and unions • Communities • Governments and regulatory bodies	Government taxes paid (excluding VAT)	US$46.9 million	US$30.2 million	55.3	▲
	Enterprise development programmes in place at Barberton Mines and Evander Mines						Percentage of mining goods procured from suppliers controlled by historically disadvantaged persons (HDPs)	33.9%	35.9%	5.6	▼
							Percentage of services procured from suppliers controlled by HDPs	63.4%	49.9%	27.1	▲
							Preferential procurement	US$165.6 million	US$118.2 million	40.1	▲
							Socio-economic development of host communities				
NATURAL CAPITAL	Energy consumption	1,705.1TJ	1,503.77TJ	• Our environmental footprint reduces as surface tailings remining operations are expanded • Rehabilitation expenditure supports local supplier development and creates job opportunities	• Reduce environmental footprint and carbon emissions • Responsible extraction of ore and rehabilitation • Land for housing and agriculture to sustain communities after surface remining	• The environment • Communities • Governments and regulatory bodies • Providers of capital	Carbon emission intensity per ounce of gold sold	1.89tCO_2e/oz	1.88tCO_2e/oz Au	3.7	▲
	Water consumption	12,367.9ML	9,184.8ML				Independent rehabilitation closure cost assessments conducted at all operations				
	Tonnes milled and processed	23,556,191t	15,682,400t				Reduced TSF footprint through the combined Elikhulu and Kinross TSFs and the rehabilitation of the Leslie/Bracken and Winkelhaak TSF footprints				
	Electricity generated by solar plants at our operations	39.3GWh	24.6GWh								

OUTPUTS

GOLD PRODUCED
196,527oz
(FY24: 186,039oz)
▲

SOLAR RENEWABLE ENERGY PRODUCED
39.3GWh
(FY24: 24.6GWh)
▲

VOLUME OF WATER TREATED
833.0ML
(FY24: 747.5ML)
▲

SCOPE 1 AND SCOPE 2 CARBON EMISSIONS
374.8ktCO_2e
(FY24: 353.0ktCO_2e)
▲

NON-HAZARDOUS WASTE
8,735.4t
(FY24: 1,391.3t)
▲

HAZARDOUS WASTE
3.8t
(FY24: 10.5t)
▼

RISK MANAGEMENT

Pan African's risk management process endeavours to mitigate risk, improving our ability to deliver on our strategic objectives while protecting stakeholder value and promoting long-term sustainability.

INTEGRATED THINKING

The Group has a robust cross-functional risk management process. Management identifies future opportunities during a strategic planning process and assesses these opportunities in the context of the associated strategic risks.

RISK MANAGEMENT PROCESS

Risk management is integrated into Pan African's culture and business activities. Our risk management process is fundamental to managing the uncertainties we face. It is based on a structured and systematic process that takes into account risks that arise from strategic and operational matters as well as external events outside of our control.

RISKS AND OPPORTUNITIES ARE MANAGED ON FOUR TIERS

01. Board

The board oversees the Group's risk management process and is guided by its committees, own experience and knowledge of the business, internal risk assessments and reviews of risk reports. The risk philosophy, risk management culture and risk appetite are set and monitored by the board.

Each year, the board reviews the Group's risk appetite in relation to its strategy. The board monitors the effectiveness of the risk management process and the implementation of risk-mitigating strategies.

02. Board committees

The audit and risk committee supports the board and is complemented by the safety, health, environment and quality (SHEQ) committee, the social and ethics committee and the remuneration committee (Remco) which oversee business activities and provide feedback to the board.

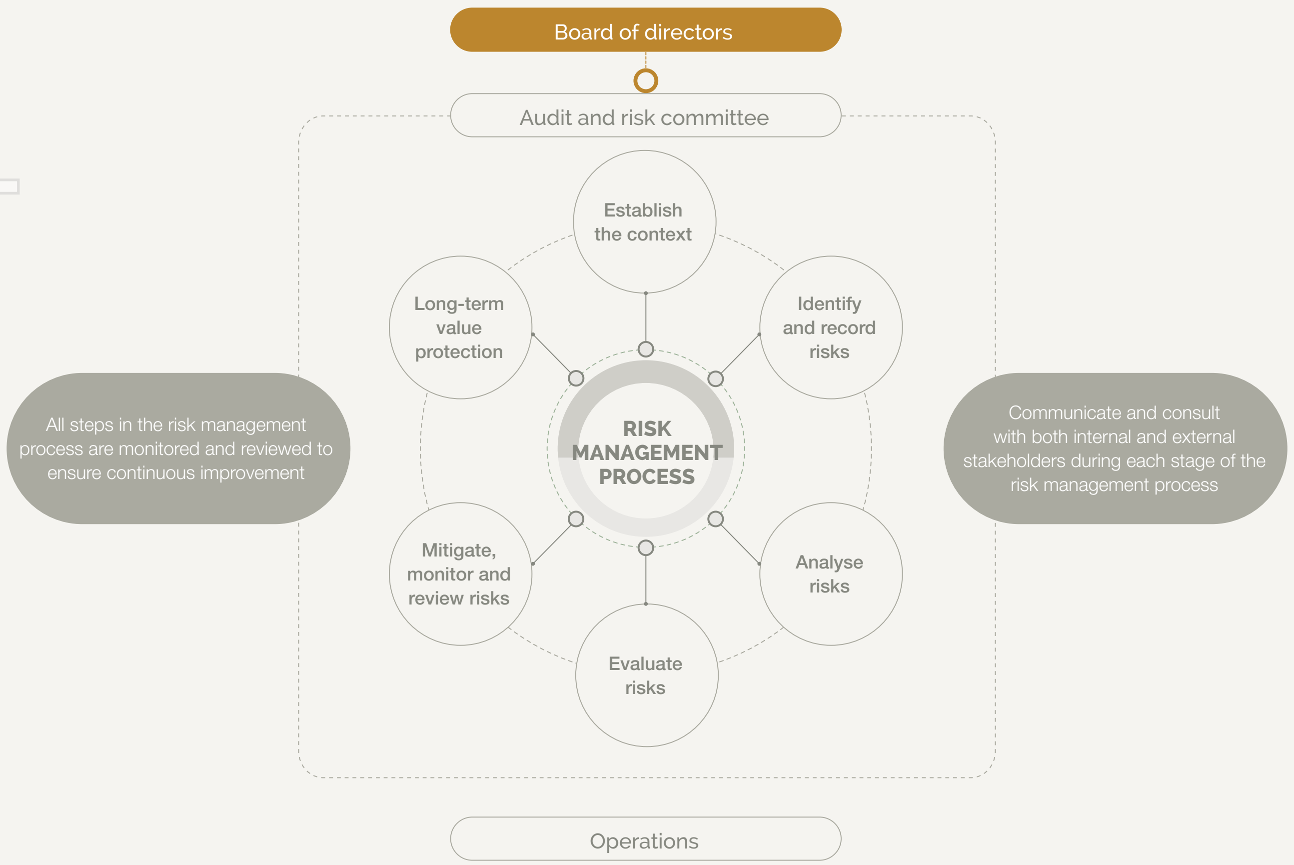
The Group's risks are reviewed quarterly by the audit and risk committee.

03. Executive management

Operational management implements and monitors day-to-day compliance with the Group's risk management process. Risk consciousness and a culture of safety are embedded in day-to-day operations.

04. Employees

We continually reinforce the message that managing risk is an individual responsibility of all Pan African employees.



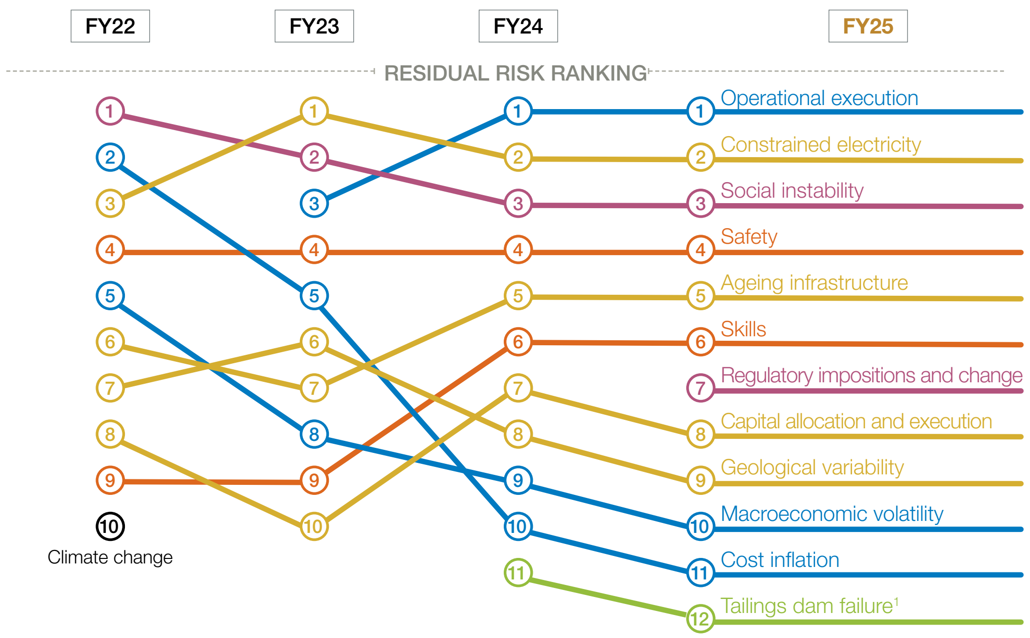
Residual risk: High | Medium to high | Medium | Low to medium | Low

Capitals: Financial capital | Manufactured capital | Intellectual capital | Human capital | Social and relationship capital | Natural capital

▲ Internal (orange) | ▲ External (black)

OUR PRINCIPAL RISKS

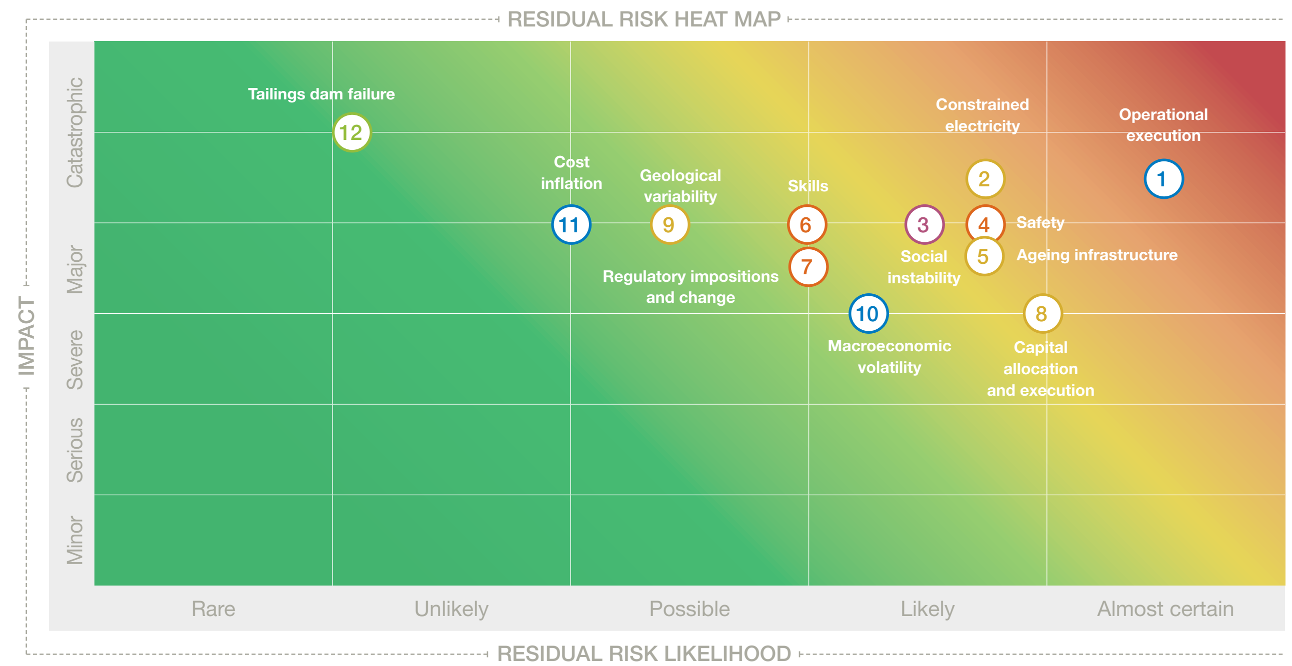
We identified the top risks that pose a potential threat to the execution of our business strategy and assessed these risks based on the likelihood of their occurrence, velocity and potential impact. Through mitigating actions and controls, we endeavour to reduce inherent risks to an acceptable level of residual risk. These risks have also been benchmarked relative to risks identified by our mining peers to ascertain whether these risks are industry-specific.



FY25	Risk	Internal/external	Refer to the detail on page
1	Operational execution	Internal	40
2	Constrained electricity	External	44
3	Social instability	External	57
4	Safety	Internal	49
5	Ageing infrastructure	Internal	45
6	Skills	Internal	50
7	Regulatory impositions and change	External	54
8	Capital allocation and execution	Internal	42
9	Geological variability	Internal, External	46
10	Macroeconomic volatility	Internal, External	56
11	Cost inflation	External	43
12	Tailings dam failure[1]	Internal	53

[1] *Tailings dam failure risk was disclosed as part of ageing infrastructure in FY23.*

Pan African's management follows a collective risk assessment approach. Although also benchmarked against other risk frameworks, the assessment of the identified risks and the effectiveness of the risk-mitigating controls is, to a large extent, subjective.



MATERIAL MATTERS, RISKS AND OPPORTUNITIES

Identifying and addressing our material matters is essential to our performance and ability to create or preserve value in the short, medium and long term. We prioritise understanding our impact on society, communities and the environment. Integrating these considerations into our strategic planning and reporting activities ensures a comprehensive approach to sustainability.

INTEGRATED THINKING

We identify our material matters and assess their impact on our business model and our strategic execution.

Through double materiality, we also consider the impact our business can have on external stakeholders and the environment.

HOW WE DEFINE OUR MATERIAL MATTERS

01 Review and analyse our business model, operating environment and risks and opportunities

02 Engage with our key stakeholders through various platforms

03 Brainstorm with executive and senior management in a dedicated, externally facilitated double materiality workshop

04 Collate, analyse and categorise information and prioritise all matters identified

05 Present the identified material matters annually to the board for review

06 Material matters are addressed and, to the extent possible, reported on with the aim of providing all our stakeholders with a balanced view of our business

Our material matters are integrated into our strategy and inform our strategic objectives (refer to **pages 24** to **27**).

Performance against the strategic objectives is tracked through clearly identified KPIs set by Remco and monitored by the board.

DOUBLE MATERIALITY

Our material matters are shown on the graph on **page 37**. It reflects:

Impact materiality
Our impact on society, communities and the environment

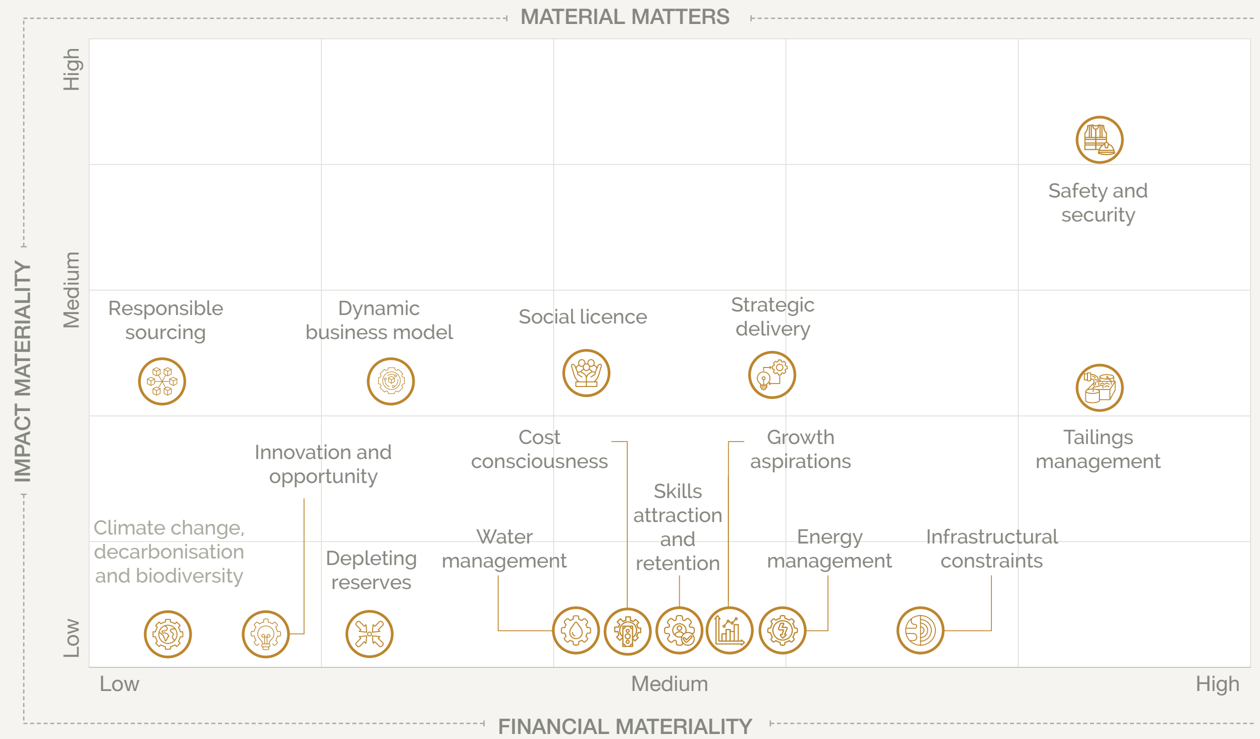
Financial materiality
Pan African's ability to create value in the short, medium and long term

MATERIAL MATTERS

The results of our double materiality assessment are depicted in this graph.

For a discussion of the key aspects related to each of these material matters, structured according to the primary capital affected, refer to **pages 40** to **55**.

Material matters with an environmental and social impact are discussed in greater detail in the **sustainable development report**, which is available on our website at: https://www.panafricanresources.com/investors/gri-and-sustainability/



MATERIAL MATTERS, RISKS AND OPPORTUNITIES continued

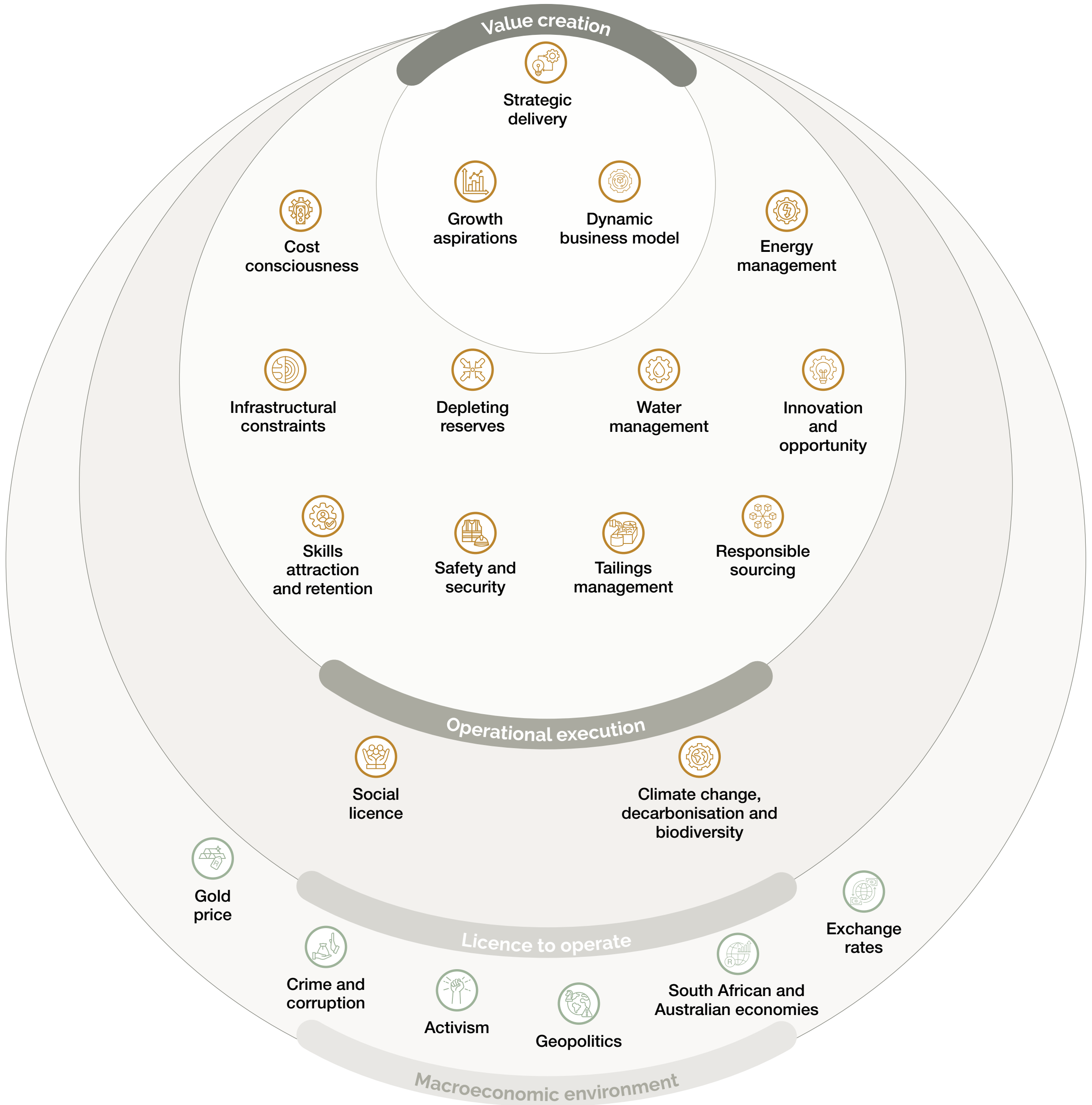
SPHERES OF INFLUENCE

We arrived at these material matters after assessing our ability to exert influence over them. The graphic reflects our material matters according to our **spheres of influence** and the varying degrees with which we can influence these matters in pursuit of our purpose:

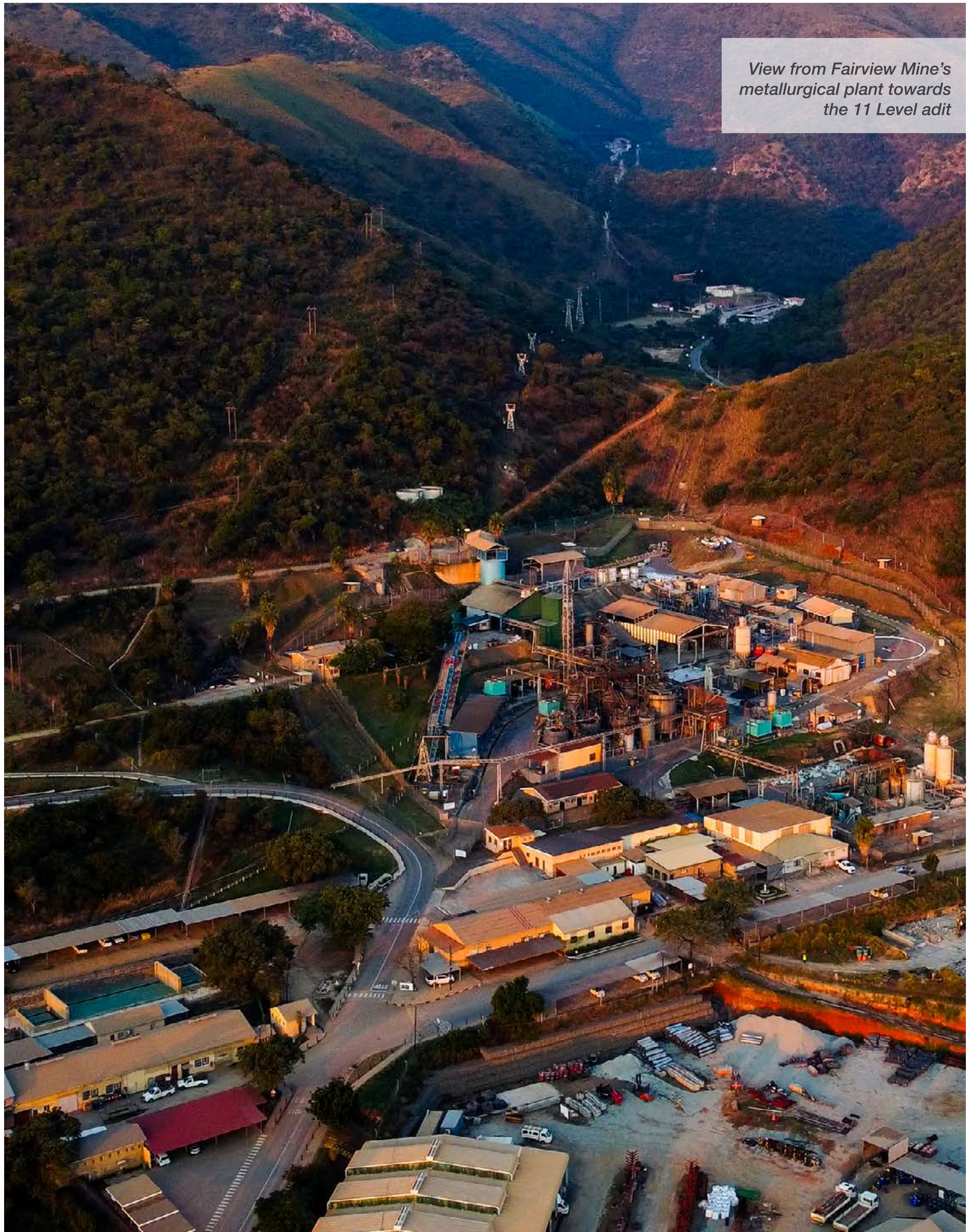
OUR PURPOSE

We are committed to creating sustainable value for all our stakeholders by optimally and consistently extracting gold from mineral deposits through responsible mining (within the constraints of our macroeconomic environment).

Sphere of influence
- Value creation
- Operational execution
- Licence to operate
- Macroeconomic environment



Macroeconomic risk factors, which have the potential to materially impact our performance or future value creation, are almost entirely of an external nature and are therefore not included in our list of material matters.



View from Fairview Mine's metallurgical plant towards the 11 Level adit

MATERIAL MATTERS, RISKS AND OPPORTUNITIES continued

WHAT IS MATERIAL TO OUR STRATEGY AND SUSTAINABLE VALUE CREATION

Strategic delivery

Time horizon ●

Our profitability is influenced by several factors, other than the gold price, including production levels, cost-containment measures, efficiency in extracting gold and maintaining a robust capital structure

Other capitals impacted

Why this is important

- Effective execution enhances profitability, maintains operational efficiency and secures our competitive advantage
- Maintaining a robust capital structure enhances our operational resilience, facilitates growth and enables us to return capital to shareholders through dividends or share buy-backs
- It also ensures our ability to navigate commodity price cycles and macroeconomic volatility, allowing us to fund operations and access capital for organic and acquisitive growth opportunities

Progress in FY25

- Gold produced increased to 196,527oz (FY24: 186,039oz)
- Group AISC® increased to US$1,600/oz (FY24: US$1,354/oz)

For further metrics, refer to the financial capital KPIs on **page 72**

Long-term objective

- Maintain a sustainable and resilient business model that consistently delivers profitable operations, drives operational efficiency, maintains a competitive advantage and maximises shareholder value through effective execution and a robust capital structure

1 Related risk and opportunity – operational execution

Not achieving guided production and cost targets

(FY24: 1)

Short- to medium-term trend ▼

Cause

- Above-inflationary input cost increases
- Deeper orebodies and longer travel times reduce mining efficiencies
- Logistics bottlenecks and infrastructure constraints
- Depletion of high-grade reserves
- High demands on aged infrastructure
- Unplanned events such as safety-related incidents, community protests or regulatory production stoppages
- Power curtailment
- Eskom infrastructure failures and unplanned power outages

Potential impact

- These adversely affect:
  - operational and financial results
  - shareholder returns
  - investor confidence
  - long-term business sustainability
  - the ability to fund growth projects
- Production stoppages
- Increased unit production costs
- Possible mine closure
- Not meeting shareholder expectations

Governance responsibility

- Board
- Executive committee (Exco)

Mitigating actions

- Implemented cost savings and production improvement initiatives
- Progressed the infrastructure upgrade strategy to improve efficiencies
- Simplified and improved the ore handling system at Evander Mines following the completion of the ventilation shaft hoisting system
- Elikhulu's Winkelhaak pump station to be commissioned earlier than anticipated in FY26 to ensure a smooth transition from the Leslie/Bracken TSF
- The MTR operation achieved steady-state production in December 2024, with a project to increase plant capacity in progress
- Repaired and upgraded Fairview Mine's constrained 3 Shaft decline infrastructure to alleviate bottlenecks
- The restructuring of Barberton Mines' underground operations was successfully completed in May 2025, with an approximate 20% reduction in the overall workforce
- Completion of Tennant Mines' plant ahead of schedule, in conjunction with stockpiling Crown Pillar and Warrego plant material. Ongoing work to ensure steady-state production in FY26Q1
- Investment in renewable energy and water treatment projects

Refer to the operational performance review on **page 100** for more information

Opportunities

- Reduce AISC® and increase production
- Achieve the Group's strategic objectives
- Meet investor expectations and increase shareholder value
- Consistently achieve and sustain production targets

Outlook

- Continued focus on increasing productivity and mining flexibility while reducing AISC® per unit by implementing optimisation and cost-reducing initiatives and maintaining strict operating and capital cost control
- The computer-assisted drawing and three-dimensional (3D) systems implemented will reduce the turnaround time for geological and grade model updates to ensure timely changes to mining plans
- Operational execution will also depend on the availability of electricity from Eskom, which has remained constrained
- Investment in further high-margin, long-life projects

Time horizon	Link to ESG	Capitals	Residual risk	Short- to medium-term trend
● Short-term focus (one year) ● Medium-term focus (two to three years) ● Long-term focus (three years or more)	E Environmental impact S Social impact	Financial capital Manufactured capital Intellectual capital Human capital Social and relationship capital Natural capital	High – Medium to high – Medium – Low to medium – Low	▲ Increase ▼ Decrease ▶ Unchanged

Growth aspirations

Time horizon ● ●

Our portfolio of growth projects and expansion opportunities has been rigorously evaluated and meets our strict investment criteria, ensuring that we can deliver long-term value to our shareholders

Other capitals impacted

Why this is important

- Successfully executing capital growth projects allows the Group to increase annual production, advance its position among mid-tier gold producers and deliver long-term value to shareholders

Progress in FY25

- Evander Mines' 24 and 25 Level project
  - Development of the 24 and 25 Levels is progressing well
  - Phase 2 of the refrigeration plant has been commissioned
  - The ventilation shaft and associated conveyor systems have been commissioned
- Barberton Mines' underground operations
  - Increased reserve delineation drilling to further improve orebody definition, optimise resource models and increase confidence in the Mineral Reserves
  - Increased lateral development within the Zwartkoppie (ZK) orebody to open more ground for the continuation of down-dip mining
  - Development into the up-dip area of the Western Cross orebody is progressing well
  - Mining is underway on the 260, 261 and 262 Platforms within the high-grade Main Reef Complex (MRC) orebody
- Barberton Mines' consolidated Royal Sheba and Western Cross projects (Sheba Fault project)
  - Advancing studies to optimise mining and transport of resources from the Sheba Fault project to the BTRP
- The MTR operation (refer to **page 109**) achieved steady-state production in December 2024
- The Soweto Cluster feasibility study is on track for completion by September 2025, with the study focusing on the option of constructing a new processing facility, which would be a stand-alone operation also producing approximately 50,000oz per annum
- Acquisition of Tennant Mines in November 2024, with the plant commissioned in FY25Q4 and steady-state production expected in FY26Q1
- Access to a mineral field with attractive growth potential

For further metrics, refer to the financial capital KPIs on **page 72**

Long-term objectives

- Strategically leverage growth projects and expansion opportunities to extend the life of our operations, diversify the portfolio to mitigate risks associated with a single sovereign jurisdiction and utilise expertise in exploration and surface tailings retreatment to construct and operate similar facilities in other jurisdictions
- Maintain robust returns through commodity cycles by adopting a disciplined investment strategy focused on projects within the lower half of the cost curve. By mitigating market volatility and aligning execution risks with our capabilities, we aim to ensure sustained profitability and enhance shareholder value
- Increase the annual gold production profile to exceed 275,000oz and further expand the investor base in global markets to enhance liquidity and investor confidence
- Continue to manage the capital structure to ensure flexibility and the ability to fund value-accretive growth


Aerial view of Sheba Mine's metallurgical plant

MATERIAL MATTERS, RISKS AND OPPORTUNITIES continued

Dynamic business model

Time horizon

Our business model is adaptable and able to pivot to the most viable options and opportunities presented by international and foreign exchange markets, legislative or natural, at any given point in time

Other capitals impacted

Why this is important
- Focusing on the most profitable capital growth projects and strategies enables the Group to deliver long-term value to shareholders

Progress in FY25
- Low-cost surface remining operations produced 51% of all gold produced (FY24: 41%)
- Acquired near-term, low-cost and low-risk production growth from a Tier 1 mining jurisdiction (Australia)

Long-term objective
- Strategically leverage growth projects and expansion opportunities to extend the life of our operations, diversify the portfolio to mitigate risks associated with a single sovereign jurisdiction and utilise expertise in exploration and surface tailings retreatment to construct and operate similar facilities in Australia

8 Related risk and opportunity – capital allocation and execution

Suboptimal allocation of capital resources

(FY24: 7)

Short- to medium-term trend ▲

Cause
- Poorly considered capital allocation decisions
- Delays in executing capital projects timeously and associated cost overruns

Potential impact
- Suboptimal return on capital and value destruction adversely impact stakeholder value creation and investor confidence
- Adverse impact on operational and financial performance as well as strategic growth

Governance responsibility
- Board
- Audit and risk committee
- Exco

Mitigating actions
- Rigorous risk-adjusted investment and capital allocation analysis
- Ensured appropriate oversight of investment decisions
- Predefined risk-adjusted return parameters which take into account execution risk
- Monitored ongoing projects to effectively manage execution risks

Opportunities
- Ensure the continued sustainability of our mines
- Maximise the value of our assets and shareholder returns

Outlook
- Macroeconomic pressures and capital scarcity will remain pertinent, warranting the continued focus on predefined risk-return parameters

Time horizon	Link to ESG	Capitals	Residual risk	Short- to medium-term trend
● Short-term focus (one year) ● Medium-term focus (two to three years) ● Long-term focus (three years or more)	E Environmental impact S Social impact	Financial capital Manufactured capital Intellectual capital Human capital Social and relationship capital Natural capital	High – Medium to high – Medium – Low to medium – Low	▲ Increase ▼ Decrease ▶ Unchanged

WHAT IS MATERIAL TO EXECUTING OUR OPERATIONAL PLANS

Cost consciousness

Time horizon

We prioritise sustainable profitability, growth and expansion through disciplined cost and cash flow management, well-considered strategic capital allocation and prudent capital spending

Other capitals impacted

Why this is important
- Delivering on annual cost and production guidance ensures profitable operations and the cash flows to meet capital expenditure and financing obligations, thereby improving investor and other stakeholder confidence in the Group's sustainability
- Effective cost management further supports long-term sustainability and growth

Progress in FY25
- 5.5% increase in production attributable to increased production from surface operations, predominantly the production from the MTR operation
- US$2.5 million (FY24: US$2.2 million) in cost savings from Evander Mines' solar plant which was commissioned in May 2022
- US$1.8 million (FY24: US$nil) in cost savings from Fairview Mines' solar plant, with initial power generation in August 2024
- US$0.8 million (FY24: US$0.3 million) in cost savings from various energy efficiency projects
- US$0.4 million (FY24: US$0.5 million) in cost savings from Evander Mines' water treatment plant which was commissioned in March 2023
- Cost of production before depreciation and amortisation increased by 26.9% to US$280.8 million (FY24: US$221.2 million)
- Successful restructuring of Barberton Mines' underground operations, with estimated annual savings of approximately US$12.1 million
- Successful commissioning of new Evander Mines' underground infrastructure to increase efficiencies and reduce costs

For further metrics, refer to the manufactured capital KPIs on **page 72**

Long-term objective
- Maintain a culture of disciplined cost and cash flow management as well as strategic capital allocation, ensuring that all capital allocation decisions undergo rigorous analysis and adhere to predefined risk-adjusted return parameters

11 Related risk and opportunity – cost inflation

Increasing mining costs and capital expenditure due to inflation

(FY24: 10)

Short- to medium-term trend ▶

Cause
- Above-inflationary price increases
- Supply chain disruptions
- Geopolitical risks and uncertainty
- Commodity price volatility

Potential impact
- Increased interest rates will have a negative impact on the cost of funding debt capital
- Increased AISC®
- Reduced profitability, cash flows and shareholder returns
- Not meeting shareholder expectations

Governance responsibility
- Board
- Audit and risk committee
- Exco

Mitigating actions
- Monthly operational and cost reviews
- Optimisation improvement and cost-reduction initiatives
- Migration to renewable energy
- Communicate production and cost guidance to the market
- Expansion of the Group's lower-cost tailings retreatment operations

Opportunity
- Reduce AISC®

Outlook
- South Africa's inflation is expected to rise moderately in 2026, driven by food, energy and wage pressures, but remain manageable within the South African Reserve Bank's target range, supported by a stronger US$/ZAR exchange rate and tight monetary policy. However, weak domestic demand and global geopolitical uncertainties could pose challenges to economic growth

MATERIAL MATTERS, RISKS AND OPPORTUNITIES continued

Time horizon: Short-term focus (one year); Medium-term focus (two to three years); Long-term focus (three years or more)

Link to ESG: E Environmental impact; S Social impact

Capitals: Financial capital; Manufactured capital; Intellectual capital; Human capital; Social and relationship capital; Natural capital

Residual risk: High; Medium to high; Medium; Low to medium; Low

Short- to medium-term trend: Increase; Decrease; Unchanged

Energy management

Time horizon

The availability and cost of electricity are critical input factors in achieving our production targets and maintaining profitability. These factors drive our ongoing efforts to enhance the efficient utilisation of electricity across our operations

Other capitals impacted

Why this is important

- Proactively managing the migration to renewable energy sources and ensuring a stable electricity supply enhances the sustainability of the Group's future gold production and contributes to anticipated cost reductions while addressing electricity availability issues

Progress in FY25

- Electricity costs increased by 32.8% to US$41.3 million (FY24: US$31.1 million)
- First power generation at Barberton Mines' Fairview solar plant was achieved in August 2024
- Evander Mines' solar plant realised cost savings of US$2.5 million (FY24: US$2.2 million)
- The Group achieved an 8.8% (FY24: 6.1%) renewable energy mix
- Several energy efficiency projects are currently in progress. Refer to the **climate change report** for more information
- The board has approved Evander Mines' phase 2 solar facility
- A power purchase agreement (PPA) was entered into with NOA Group
- A feasibility study is in progress for a 20MW solar plant at the MTR operation
- Ongoing review to determine the optimal wind and solar renewable energy mix

For further metrics, refer to the natural capital KPIs on **page 73**

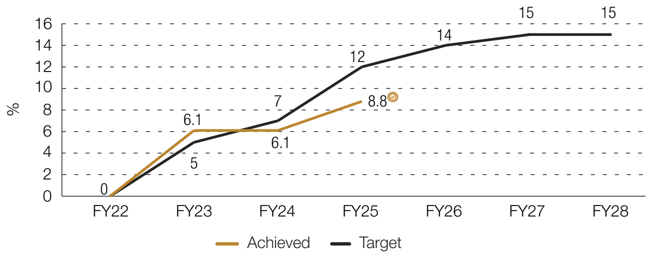
Long-term objectives

- Transition to renewable energy sources to enhance sustainability, reduce costs and address electricity supply disruptions at our operations
- Through proactive management, we aim to optimise the utilisation of renewable energy across our operations, ensuring long-term environmental stewardship and financial resilience

Renewable energy strategy

We set a target to generate 15% of our energy requirements from renewable sources by FY27

Renewable energy as a percentage of total energy consumption



2 Related risk and opportunity – constrained electricity

Adverse production impact, safety concerns and increased operating costs

(FY24: 2)

Short- to medium-term trend

Cause

- Constrained electricity supply, power surges and power curtailment
- Unstable electricity supply and increasing electricity rates
- Electrical infrastructural constraints

Potential impact

- Threat to the health and safety of employees and contractors
- Damage to electrical equipment and infrastructure
- Production and operational interruptions
- Increases in the cost of production
- Stakeholder and regulatory pressure to transition to renewable energy

Governance responsibility

- Board
- SHEQ committee
- Social and ethics committee

Mitigating actions

- Migration to renewable energy
- Strengthened our relationship and cooperation with Eskom (South African state-owned utility)
- Flexible scheduling of operations
- Implemented initiatives to improve energy efficiency

Opportunities

- Invest in renewable energy
- Reduce reliance on Eskom
- Improve energy efficiency
- Initiatives to reduce the cost of electricity
- Initiatives to reduce carbon emissions

Outlook

- Constrained electricity supply by Eskom is expected to remain a challenge in the near future, especially as a consequence of Eskom's infrastructure vulnerabilities
- Increased public and private investment in renewable energy infrastructure is expected to alleviate electricity supply constraints

Infrastructural constraints

Time horizon

The nature of our underground mining operations results in higher temperatures, longer travel times and logistical challenges. This necessitates increased capital expenditure and maintenance costs to sustain operational efficiencies and reliability of infrastructure

Other capitals impacted

Why this is important

- Continuous infrastructure investment is essential to ensure the safety, sustainability and profitability of our mines, thereby safeguarding our overall performance and long-term sustainability

Progress in FY25

Barberton Mines

- Fairview Mine's 3 Shaft winder upgrade was completed in August 2024
- Fairview Mine's water reticulation system upgrade has been completed
- The Prince Consort (PC) Shaft rehabilitation has been completed

Evander Mines

- The ventilation shaft equipping has been completed and commissioned for hoisting
- The conveyor system is planned to be decommissioned in stages
- Phase 2 of the refrigeration project was completed in August 2024, with commissioning to follow the ventilation shaft commissioning

Long-term objective

- Implement continuous infrastructure maintenance programmes to ensure the safety of our employees as well as the efficiency and long-term sustainability of our mines

5 Related risk and opportunity – ageing infrastructure

Infrastructure dependency and constraints due to the ageing nature of infrastructure

(FY24: 5)

Short- to medium-term trend

Cause

- Breakdowns or failures in mining infrastructure which may result in fire, explosions, flooding and production interruptions

Potential impact

- Loss of life
- Increase in safety incidents and accidents
- Production and operational interruptions
- Costly and time-consuming repairs
- Reputational damage
- Increased insurance premiums and/or reduced underwriting appetite

Governance responsibility

- Board
- SHEQ committee
- Audit and risk committee
- Exco

Mitigating actions

- Limited insurance for all underground operations, with specific deemed high-risk exclusions
- Planned and proactive maintenance and risk mitigation programmes
- Ongoing capital expenditure and prioritisation of maintenance
- Infrastructure undergoes regular independent annual audits
- Independently audited procedures to prevent fires and explosions

Opportunities

- Safer working environment and improved safety performance
- Improved productivity
- Reduce costs
- Increase flexibility
- Reduce unplanned stoppages

Outlook

- Increased reliability of infrastructure with capital investment, infrastructure upgrades and maintenance

MATERIAL MATTERS, RISKS AND OPPORTUNITIES continued

Depleting reserves

Time horizon

Gold mining involves the extraction of a scarce and limited resource in the most efficient way. New deposits are inherently difficult and costly to find, delineate, estimate and economically acquire

Other capitals impacted

Why this is important

- Reliable delineation and estimation of Mineral Resources and Mineral Reserves enhances profitability, maintains operational efficiency and secures our competitive advantage
- Successfully executing capital growth projects enables the Group to increase annual production, advance its position among mid-tier gold producers and deliver long-term value to shareholders

Progress in FY25

- An independent Mineral Resources and Mineral Reserves audit was conducted
- Barberton Mines is improving its geological modelling capabilities
- Acquired near-term, low-cost and low-risk production growth from a Tier 1 mining jurisdiction (Australia)
- Commissioned the MTR operation and completing the Soweto Cluster feasibility study

Long-term objective

- Maintain a pipeline of Mineral Resources and Mineral Reserves to ensure sustainable future production

9 Related risk and opportunity – geological variability

Inherent geological variability in Mineral Resources and Mineral Reserves

(FY24: 8)

Short- to medium-term trend

Cause

- Inherent risk in the delineation and estimation of Mineral Resources and Mineral Reserves
- Geological complexity of orebodies in the hydrothermal lode gold deposits of the Barberton Greenstone Belt

Potential impact

- Not achieving guided production in the short to medium term may adversely affect:
  - operational and financial results
  - shareholder returns
  - investor confidence

Governance responsibility

- Board
- Audit and risk committee
- Exco

Mitigating actions

- Mine planning and forecast production is supported by modifying factors actually achieved over the preceding three years as well as conservative assumptions
- Experience in orebody delineation provides confidence in our predictive ability
- An independent exploration Mineral Resources and Mineral Reserves audit was conducted in the past two years
- The mine planning department at Barberton Mines has implemented modern planning and scheduling systems
- Barberton Mines' survey and geology department has been equipped with computer-assisted drawing and 3D systems, improving its geological modelling capabilities

Opportunity

- Maintain a pipeline of Mineral Resources and Mineral Reserves to ensure sustainable future production

Outlook

- Geological complexity inherently holds opportunities in the project pipeline for exploration and delineation of additional ore deposits
- Increased understanding of orebodies and flexibility with improved geological technology

Time horizon	Link to ESG	Capitals	Residual risk	Short- to medium-term trend
Short-term focus (one year)	E Environmental impact	Financial capital; Manufactured capital; Intellectual capital	High; Medium to high; Medium; Low to medium; Low	Increase
Medium-term focus (two to three years)	S Social impact	Human capital; Social and relationship capital; Natural capital		Decrease
Long-term focus (three years or more)				Unchanged

Water management

Time horizon E

Water management is pivotal for operational performance and environmental sustainability. Our focus on effective wastewater treatment and efficient water utilisation aims to reduce costs, drive sustainability and optimise performance

Other capitals impacted

Why this is important

- Our water recycling projects support future gold production and AISC® reductions
- Our water treatment plant initiatives reduce reliance on municipal water, resulting in environmental benefits and cost savings

Progress in FY25

- Evander Mines' water treatment plant realised cost savings of approximately US$0.4 million (FY24: US$0.5 million) and reduced municipal water consumption by 71.6% to 252.7ML
- A feasibility study to expand Evander Mines' water treatment plant from 3ML to 6ML was completed
- A feasibility study for a water treatment plant at the MTR operation was completed
- Project to reduce water use, wastewater generation and costs in partnership with the National Cleaner Production Centre of South Africa (NCPC-SA) on the Industrial Water Efficiency Project

For further metrics, refer to the natural capital KPIs on **page 73**

Long-term objective

- Enhance water management practices, focusing on effective wastewater treatment and efficient water utilisation, in order to drive operational efficiency, environmental sustainability and cost optimisation

Water reuse

TSFs are remined through hydro-mining using processed water from external water sources, return water dams or underground dewatering. By reusing water, we minimise water abstraction, demonstrating our dedication to water conservation

Water withdrawal

Our operations utilise water primarily for metallurgical processing, remining, domestic use and dust control. We source water for these essential functions from groundwater, rainwater and municipal water

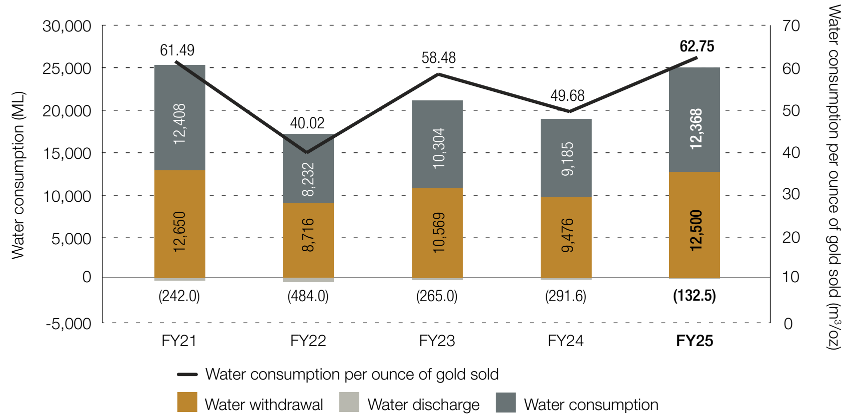
Water discharge

Our mining operations responsibly discharge surface water through controlled releases while adhering to regulatory requirements and our water use licences

Water consumption

Total water consumption comprises the sum of total water withdrawal minus water discharge. Our operations only withdraw water from underground and surface resources, including water from third parties or municipalities. Our overall water consumption per ounce of gold sold increased by 26.8% during the period under review

Total water consumption



[1] FY23 figures were restated to include water usage from third-party private sources and the Barberton Blueberries project.

Time horizon: Short-term focus (one year); Medium-term focus (two to three years); Long-term focus (three years or more)
Link to ESG: Environmental impact; Social impact
Capitals: Financial capital; Manufactured capital; Intellectual capital; Human capital; Social and relationship capital; Natural capital
Residual risk: High; Medium to high; Medium; Low to medium; Low
Short- to medium-term trend: Increase; Decrease; Unchanged

MATERIAL MATTERS, RISKS AND OPPORTUNITIES continued

Innovation and opportunity

Time horizon

Our entrepreneurial and performance-driven culture fosters innovation. Diversifying our portfolio and investing in sustainable solutions enhance long-term profitability and contribute to a sustainable future

Other capitals impacted

Why this is important

- Embracing an entrepreneurial and performance-driven culture, complemented by leveraging technology as a tool for employee engagement, education and self-development, enhances decision-making and fosters improved employee retention, communication and safety within the working environment

Progress in FY25

- Successfully commissioned two new operations (MTR and Tennant Mines)
- Continued investment in renewable energy and water recycling
- An integrated, technology-driven security strategy is in place to prevent and combat illegal mining, crime and other security-related incidents
- Upgraded Group enterprise resource planning (ERP) systems, which integrate finance and supply chain management, went live in July 2024
- Memorandum of understanding with the Council for Scientific and Industrial Research as part of Barberton Mines' waste management programme to explore and investigate innovative techniques for enhancing energy, waste and water efficiency
- In 2024, Pan African won the Chartered Governance Institute of Southern Africa's Integrated Reporting Merit Award in the Small Cap category

Long-term objectives

- Cultivate and sustain an entrepreneurial and performance-driven culture that fosters innovation and embraces sustainable solutions, thereby enhancing long-term profitability and contributing to a sustainable future
- By investing in innovative technologies, we aim to enhance employee engagement, communication and safety

Safety and security

Time horizon

The safety and security of our people and projects are paramount to our long-term sustainability

Other capitals impacted

Why this is important

- Promoting and providing a safe working and operating environment is key to the well-being of our employees and the sustainability of our operations

Read more about security management in the social overview on **page 143**

Progress in FY25

- Revitalised safety awareness campaigns across all operations
- Surface remining operations delivered an excellent safety performance
- Continued focus on preventing unsafe activities, addressing non-compliant equipment and ensuring safe work environments
- An underground training centre was constructed at Fairview Mine on 20 Level as a practical training hub, enabling employees to attain Level A and B competency certifications
- New safety staff were appointed with the expansion of mining operations to 24 Level at Evander Mines
- A SHEQ management team was appointed at the MTR operation to assist in implementing the health and safety management system

For further metrics, refer to the human capital KPIs on **page 73**

Long-term objective

- Maintain a culture of safety, security, health and wellness that prioritises the well-being of our employees and contractors, aiming to achieve zero harm in our operations

Safety performance

- TRIFR remained stable at 6.56 – well below the target of 7.75 to align with the Sustainability Bond Linked Finance (SBLF)
- This positive outcome reflects the collective efforts of employees and management in enhancing workplace safety
- The LTIFR improved, reducing to 1.58 from 1.82 in the previous year. This indicates a reduction in injuries that result in lost workdays and demonstrates the effectiveness of the safety measures in place
- However, the RIFR regressed marginally to 0.85 from 0.78 the previous year. Despite this regression, the RIFR remains well below the industry benchmark. This area will require additional focus and targeted interventions to reduce reportable injuries going forward

	FY25	FY24	FY23	FY22	FY21
Total recordable injury frequency rate	6.56	6.52	7.96	8.95	7.36
Lost time injury frequency rate	1.58	1.82	1.86	1.04	1.41
Reportable injury frequency rate	0.85	0.78	0.81	0.35	0.63

4 Related risk and opportunity – safety

Increase in safety incidents and accidents

(FY24: 4)

Short- to medium-term trend

Cause

- Inherent safety risks in mining
- Fall of ground incidents
- Negligent employee actions
- Explosion or fire incidents
- Breakdowns, failures or incorrect use of mining infrastructure or equipment
- Shortage of adequate and appropriate skills

Potential impact

- Loss of life and injuries
- Increase in safety incidents and accidents
- Human suffering
- Production and operational interruptions
- Reputational damage
- Challenges attracting capital to fund growth
- Increased insurance premiums

Governance responsibility

- Board
- SHEQ committee
- Exco

Mitigating actions

- Targeted safety campaigns and incentives:
  - Fatality and accident prevention
  - Road safety and road accident prevention
  - Encouraging employees to avoid non-compliance with safety protocols and procedures
  - Prevention of fall of ground incidents, alcohol and substance abuse and fatigue
- Ongoing safety training, with an underground training centre opened at Barberton Mines
- Implemented incentives to encourage safe behaviour and recognise safety achievements
- Independent compliance reviews by regulators and safety experts
- Compliance with operational safety standards
- Safety audits with necessary interventions

Opportunities

- Provide a safe working environment for our employees and contractors
- Incentivise safe behaviour and reward safety achievements

Outlook

- Continue to enhance safety through the combined efforts of our people in pursuit of our ultimate goal of zero harm

MATERIAL MATTERS, RISKS AND OPPORTUNITIES continued

Time horizon	Link to ESG	Capitals			Residual risk	Short- to medium-term trend
Short-term focus (one year)	E Environmental impact	Financial capital	Manufactured capital	Intellectual capital	High – Medium to high – Medium – Low to medium – Low	Increase
Medium-term focus (two to three years)	S Social impact	Human capital	Social and relationship capital	Natural capital		Decrease
Long-term focus (three years or more)						Unchanged

Skills attraction and retention

Time horizon S

We focus on attracting, developing and training talent through transparent and constructive relationships with our employees and unions. We prioritise employee health and wellness to cultivate employee trust and confidence

Other capitals impacted

Why this is important

- Ongoing, effective talent development and succession planning are essential to ensure we have the necessary skills to meet our strategic objectives and operational needs

Read more about health and wellness in the social overview on **page 144**

Progress in FY25

- Remuneration policies to ensure attraction and retention of world-class senior executives
- Skills and development training expenditure increased to US$2.4 million (FY24: US$1.8 million)
- A performance management system was implemented at Evander Mines and Barberton Mines to achieve sustainable performance improvement, including formalisation of individual development plans for employees
- The Group has:
  - provided 18 electrical engineering, diesel mechanic, boilermaker, fitter and turner and plumbing apprenticeships
  - provided 41 blasting, mineral processing, onsetter and carpentry learnerships
  - provided 6 mine overseer and mine managers MQA programmes
  - provided 36 shift manager programmes
  - provided 14 electrical engineering, diesel mechanic, fitter and turner and instrumentation engineering apprenticeships
  - provided 29 mining engineering, electrical engineering, mechanical engineering, mineral surveying, strata control and metallurgy graduate programmes
  - provided 13 metallurgy, environmental, HR and finance internships

Also refer to the human capital KPIs on **page 73**

Long-term objective

- Develop leadership and technical skills by cultivating an internal pipeline of successors for critical roles, ensuring readiness for key positions, fostering continuity and resilience across our operations

6 Related risk and opportunity – skills

(FY24: 6)

Shortage of adequate and appropriate skills or the inability to retain critical skills

Short- to medium-term trend ▼

Cause

- Failure to attract skilled employees and the loss of key employees
- A shortage of employees with specialised skills
- Ageing staff complement
- Global mining and engineering talent pool shrinkage makes attracting and retaining skills challenging
- Skills migration to other jurisdictions

Potential impact

- Impedes our ability to meet production targets which may adversely affect:
  - operational and financial results
  - shareholder returns
  - investor confidence
- Increase in safety incidents and accidents

Governance responsibility

- Board
- Remco
- Exco

Mitigating actions

- Career progression, succession planning and talent management and development
- Focusing on retention of employees in critical operational roles
- Competitive and incentive-focused remuneration to attract and retain sought-after skills
- Educating employees on lifestyle diseases and enhancing the health and wellness programme

Opportunities

- Promote, attract, retain and develop our employees
- Establish an internal talent management framework to improve staff retention

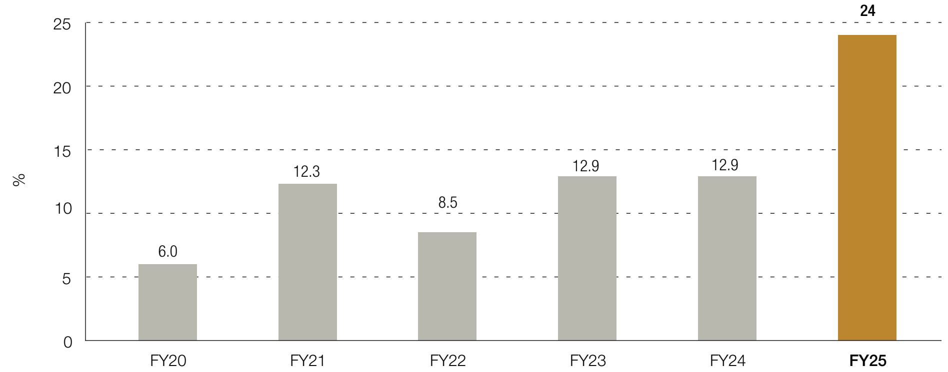
Outlook

- The macroeconomic and political environments contribute to many professionals emigrating from South Africa, prompting focus on succession planning and identifying, developing and recruiting for critical roles. This trend is expected to continue for the foreseeable future

Employee turnover

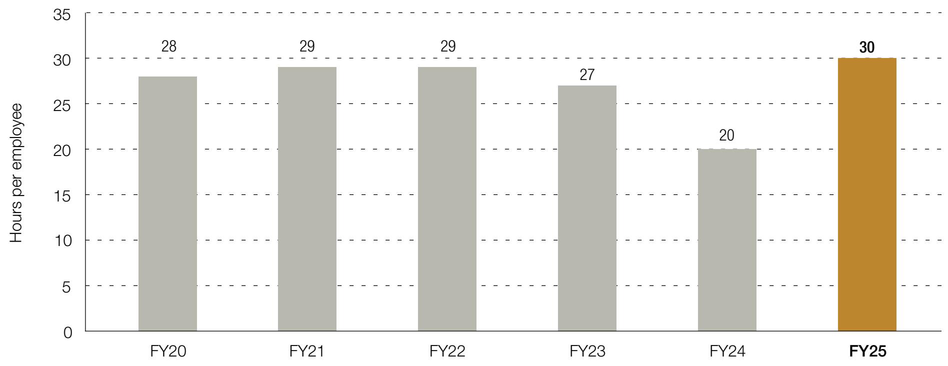
To maintain a comprehensive understanding of our workforce dynamics, we actively monitor employee turnover, which includes voluntary resignations, retrenchments and dismissals

In FY25, our overall employee turnover rate increased from 12.9% to 24%. This increase is primarily attributable to the significant restructuring process undertaken at Barberton Mines



Training and development

We offer a comprehensive suite of development opportunities, including technical training in mining, metallurgy, geology, engineering and safety standards, as well as leadership and supervisory development programmes. Through accredited training providers, in-house mentorship and structured apprenticeships, we continuously equip employees with critical skills that support both personal career growth and operational excellence



Employees reporting for their shift at Evander Mines' 8 Shaft

MATERIAL MATTERS, RISKS AND OPPORTUNITIES continued

Tailings management

Time horizon

We are committed to responsible tailings management, including the rehabilitation and recycling of waste products, to minimise the impact on the environment, mitigate risks, ensure regulatory compliance and uphold stakeholder trust

Other capitals impacted

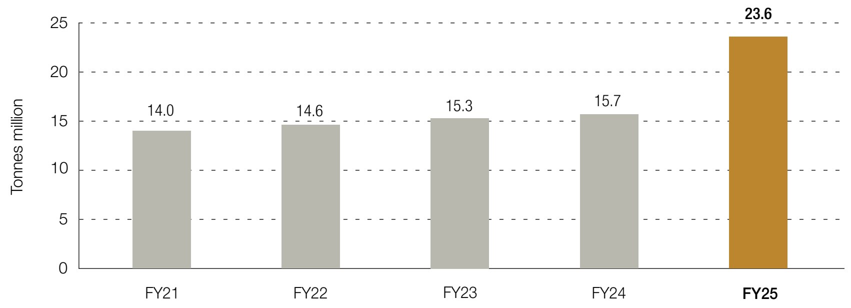
Why this is important
- Responsible tailings management is critical for environmental protection, risk mitigation, regulatory compliance and stakeholder trust

Progress in FY25
- An audit action list was developed as part of the implementation plan following the independent tailings review board (ITRB) audit and report
- Assessed the Group's TSFs for compliance with the 'as low as reasonably practicable' (ALARP) principle in the GISTM
- Construction of phases 3 and 4 of the Elikhulu extension has been completed
- Construction of the MTR individual tailings deposition solution has been completed

Long-term objective
- Commitment to best industry practice compliance, to the extent relevant, to minimise the impact on the environment and ensure safety compliance for our mining operations, employees and surrounding communities

We remain committed to working with stakeholders to ensure the maintenance and implementation of statutory TSF management standards

Total tonnes milled and processed



Barberton Tailings Retreatment Plant

Time horizon	Link to ESG	Capitals	Residual risk	Short- to medium-term trend
Short-term focus (one year)	E Environmental impact	Financial capital	High	Increase
Medium-term focus (two to three years)	S Social impact	Manufactured capital	Medium to high	Decrease
Long-term focus (three years or more)		Intellectual capital	Medium	Unchanged
		Human capital	Low to medium	
		Social and relationship capital	Low	
		Natural capital		

12 Related risk and opportunity – tailings dam failure

The breach or collapse of a tailings dam structure

(FY24: 11)

Short- to medium-term trend

Cause
- Structural failure caused by poor design, inadequate construction, overtopping for an extended period or deterioration over time
- Erroneous TSF operation
- Excessive deposition rates exceeding design specifications (excessive rates of rise)
- Catastrophic rainfall events exceeding the design parameters such as the 1-in-100-year design threshold
- Seismic events

Potential impact
- Injury and loss of life
- Production and operational interruptions
- Damage to property, surrounding communities and the environment
- Costly repairs and rehabilitation
- Reputational damage
- Challenges attracting capital investment and funding
- Increased insurance premiums and/or limited appetite from a reducing number of insurers prepared to underwrite the Group's risk exposure

Governance responsibility
- Board
- Audit and risk committee
- Exco

Mitigating actions
- Specialist third-party contractors were appointed to design, build and operate TSFs in cooperation with the Group's executive management
- The Group's TSF sites are overseen by an appointed competent person (Engineer of Record)
- Implementing controls to ensure ongoing progression to GISTM compliance as far as reasonably practicable
- Continuous technical reviews and studies to ensure ongoing compliance with tailings dam safety standards
- In line with the GISTM recommendations, the following appointments have been made:
  - an executive accountable for tailings management
  - a tailings facility engineer
  - an ITRB

Opportunities
- Ensure regulatory compliance
- Ensure long-term sustainability of our operations and surrounding environment
- Improve safety performance and reduce the environmental impact
- Enhance our reputation as operators of safe TSFs through demonstrated efforts to address compliance and review gaps

Refer to **page 55** in the **sustainable development report** for more information regarding our experience in building, maintaining and operating tailings dams

Outlook
- Continue to implement action plans and remedial activities identified through internal and external reviews to address high-risk safety and environmental concerns
- Our goal is to ensure TSF safety compliance for our mining operations, employees and neighbouring communities

Responsible sourcing

Time horizon

We adhere to a responsible sourcing approach to procurement and our supply chain. We actively source products and services in an ethical, environmentally sustainable and socially conscious way

Other capitals impacted

Why this is important
- As a respected mining company, we are committed to 'beyond compliance' sustainability performance

Progress in FY25
- We expect all suppliers of goods and services, including our contractors, to comply with legal regulations, site and responsible sourcing requirements when transacting with us
- We expect all suppliers to engage in lawful, fair and ethical business practices seeking to eradicate all forms of safety, modern slavery, environmental, human and labour risks across their value chains
- We expect suppliers to comply with all relevant laws, including anti-bribery and corruption legislation, industry regulations, policies, site requirements and other supply conditions when delivering goods or services to our business

Long-term objectives
- Uphold and strengthen our social licence to operate by proactively engaging in ethical procurement
- Maintain a culture of safety, security, health and wellness that prioritises the well-being of our employees and contractors, aiming to achieve zero harm in our operations
- Minimise the impact of our procurement on the environment and ensure safety compliance for our mining operations, employees and surrounding communities
- We are committed to ensuring ongoing compliance with all relevant legislative and regulatory requirements

MATERIAL MATTERS, RISKS AND OPPORTUNITIES continued

WHAT IS MATERIAL TO OUR LICENCE TO OPERATE

Social licence

Time horizon

We manage community expectations and mitigate social unrest through local sourcing, development projects, infrastructure delivery, employment opportunities and our 'beyond regulatory compliance' approach for the benefit of our stakeholders

Other capitals impacted

Why this is important

- A significant portion of our employees are from local communities. Through the implementation of SLP initiatives and 'beyond compliance' projects, we actively contribute to the sustainability of these areas, thereby fostering a more stable operating environment
- By investing in improved infrastructure and creating job opportunities, we aim to establish a sustainable economy outside of mining, mitigating the risk of ghost towns once mining activities cease

Progress in FY25

- Barberton Mines' high school scholarship programme is ongoing
- 17 (FY24: 22) permanent and 320 (FY24: 149) seasonal jobs have been created by the Barberton Blueberries project
- Barberton Mines and Evander Mines continued their enterprise supplier development programmes
- Barberton Mines continued its partnership with Elangeni Generations Outreach, a renowned film-making institution, which provides technical support for the performing arts
- Implemented phase 2 of a formal health and wellness programme at Barberton Mines
- The running club at Barberton Mines remains ongoing as a health and wellness initiative
- Our sponsored pro-elite running team achieved 1 top-10 placement in the prestigious Comrades Marathon

For further metrics, refer to the social and relationship capital KPIs on **page 73**

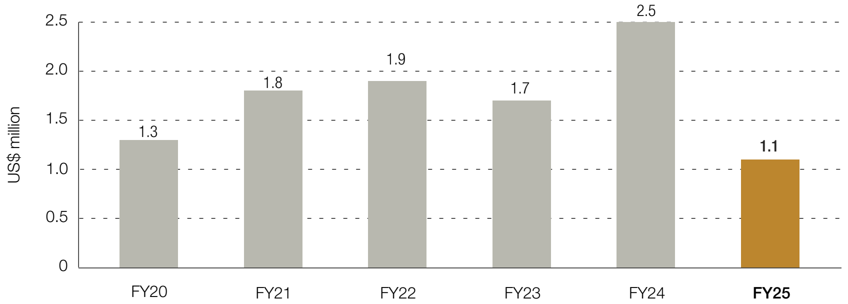
Long-term objectives

- Uphold and strengthen our social licence to operate by proactively managing community expectations through ongoing engagement and education, mitigating the risk of social unrest through job creation and fostering sustainable development in the areas where we operate
- We are committed to ensuring ongoing compliance with all relevant legislative and regulatory requirements

Community investment[1]

We are committed to delivering meaningful direct and indirect social benefits for local communities through targeted investments and the localisation of employment and procurement practices

[1] *Includes investment in bursaries, CSI and LED projects.*



7 Related risk and opportunity – regulatory impositions and change

(FY24: –)

Impositions and/or changes to legislation by the government

Medium- to long-term trend

Cause

- Delays in approval and/or renewal of licences and authorisations
- Changes to laws and regulations
- National strategy for gold and critical minerals for economic stability and sustainable development
- Lack of coherent and practical policies

Potential impact

- Financial loss
- Production and operational interruptions
- Reputational damage
- Challenges in attracting capital investment
- Cancellation or suspension of mining rights due to the Department of Mineral and Petroleum Resources (DMPR) directive

Governance responsibility

- Board
- Audit and risk committee
- Exco

Mitigating actions

- Detailed project plans with defined timelines communicated to the DMPR
- Continue to work with industry bodies and with the government to solve regulatory challenges

Opportunity

- Stakeholder sentiment and regulatory frameworks

Outlook

- Continued communication with stakeholders and regulatory bodies will ensure that we maintain our licence to operate, however, regulatory impositions and change will remain a risk for the foreseeable future

Time horizon	Link to ESG	Capitals			Residual risk	Short- to medium-term trend
Short-term focus (one year)	Environmental impact	Financial capital	Manufactured capital	Intellectual capital	High	Increase
Medium-term focus (two to three years)	Social impact	Human capital	Social and relationship capital	Natural capital	Medium to high	Decrease
Long-term focus (three years or more)					Medium	Unchanged
					Low to medium	
					Low	

Climate change, decarbonisation and biodiversity

Time horizon

We uphold environmental preservation and actively participate in programmes aimed at promoting biodiversity and supporting decarbonisation efforts. This commitment contributes to stakeholder value by minimising environmental impacts, mitigating regulatory risks and fostering positive community relationships

Other capital impacted

Why this is important

- To protect ecosystems, mitigate climate risks and ensure long-term sustainability, while also enhancing stakeholder value through environmental stewardship and positive community relationships

Read more about climate change on **page 134** and biodiversity on **page 140**

Progress in FY25

- Generated 39.3GWh (FY24: 24.6GWh) of renewable energy and purchased electricity amounting to 406.8GWh (FY24: 376.6GWh), achieving an 8.8% (FY24: 6.1%) renewable energy mix
- Carbon emissions intensity increased to 1.89tCO_2/oz Au sold (FY24: 1.88tCO_2/oz Au sold)
- Published the Group's third **climate change report**
- Developing a TNFD roadmap
- Published the Group's inaugural **TNFD report**
- Barberton Mines continues its partnership with the Barberton Nature Reserve and the Mpumalanga Tourism and Parks Agency as well as its sponsorship of orphaned rhinos at the Care for Wild Rhino Sanctuary
- No reportable environmental incidents have been reported at both Barberton Mines and Evander Mines

For further metrics, refer to the natural capital KPIs on **page 73**

Long-term objective

- Advance environmental preservation and sustainability by protecting vital natural resources and ensuring energy security. Through the adoption of a renewable energy mix, we aim to significantly reduce GHG emissions, decarbonise gold production and effectively manage GHG emissions intensity

MATERIAL MATTERS, RISKS AND OPPORTUNITIES continued

OUR MACROECONOMIC ENVIRONMENT

The macroeconomic factors, which have the potential to materially impact our performance or future value, are almost entirely of an external nature and are therefore not included in our list of material matters.

Financial capital

Other capital impacted:

Gold price

The US$ price of gold has a significant impact on our overall profitability and cash flows.

Exchange rates

As the rand is our functional currency, US$/ZAR exchange rate fluctuations have a direct impact on our revenue and profitability. The fragility of South Africa's post-pandemic economic recovery as well as current global uncertainty and volatility have adversely affected the valuation of the rand relative to the major currencies, and we monitor it closely to manage our financial risks.

The US$/A$ exchange rate should be more stable over the longer term despite recent fluctuations caused by changes in export tariff policies and global instability.

South African and Australian economies

The current state of the South African economy is characterised by poor employment figures, worsening consumer sentiment, rising debt levels and borrowing costs, a depreciating currency, and concerns over American and South African bilateral diplomatic relations, compounded by weak state service delivery and performance and solvency challenges faced by most SOEs.

Australia has limited direct exposure to US tariff policy changes but is at risk from any marked economic slowdown in China, especially as a result of the impact this could have on commodity prices. Both business and consumer sentiment have worsened recently, following the elevated uncertainty arising from global trade tensions.

10 Related risk and opportunity – macroeconomic volatility

Specifically, the gold price and currency fluctuations

(FY24: 9)

Short- to medium-term trend ▲

Cause
- Volatility in commodity prices and exchange rates
- Commodity prices and exchange rates are affected by macroeconomic and geopolitical factors which are almost entirely outside of our control

Refer to our macroeconomic environment on **pages 66** to **69** for more information

Potential impact
- A decline in the US$ gold price and/or an appreciation in the US$/ZAR exchange rate will adversely affect revenue, cash flow generation, operating margins and shareholder returns

Governance responsibility
- Board
- Audit and risk committee
- Exco

Mitigating actions
- US$ gold price and/or US$/ZAR exchange rate hedging, as governed by the Group's financial risk policy
- Monitoring gold market trends
- Cost management and initiatives improve production efficiency to reduce unit costs
- Disciplined capital expenditure
- Ensuring sufficient and appropriate funding facilities and a conservative structure

Opportunities
- Protect margins and cash flows
- Ensure adequate liquidity

Outlook
- The US$/ZAR exchange rate is anticipated to remain volatile due to global geopolitics, macroeconomic developments and specific South African challenges
- The current outlook for the US$ gold price is bullish, with record price levels forecast for the short and medium term

Time horizon	Link to ESG	Capitals	Residual risk	Short- to medium-term trend
Short-term focus (one year) Medium-term focus (two to three years) Long-term focus (three years or more)	E Environmental impact S Social impact	Financial capital Manufactured capital Intellectual capital Human capital Social and relationship capital Natural capital	High – Medium to high – Medium – Low to medium – Low	▲ Increase ▼ Decrease ▶ Unchanged

Social and relationship capital

Other capitals impacted:

Crime and corruption

Illegal mining and vandalism have necessitated measures to protect the Group's employees and assets, leading to increased security-related operational costs. Within the context of further challenges, such as poor service delivery, social unrest and political corruption prevalent in South Africa, there is a growing societal expectation for both businesses and the government to address these systemic issues

Geopolitics and political uncertainty

Globally, the economic and political environments remain uncertain. The recent South African national elections saw the African National Congress lose its 30-year majority, highlighting the country's evolving political landscape. The ongoing Russia-Ukraine conflict and escalating tensions in the Middle East, particularly the Israel-Palestine conflict, have increased gold's status as a safe-haven asset but have also contributed to slow global growth, rising inflation and supply chain disruptions

3 Related risk and opportunity – social instability

Heightened social instability, political tension and criminality

(FY24: 3)

Short- to medium-term trend ▲

Cause
- Low economic growth
- Poor socio-economic conditions
- Poverty, unemployment and inequality
- Social discord and unrest
- Unrealistic community expectations for procurement and job opportunities
- Criminal mining activities

Potential impact
- Production and operational interruptions
- Increased security costs
- Potential financial losses and damage to assets
- Reputational damage
- Strained relations with host communities
- Loss of investor confidence

Governance responsibility
- Board
- SHEQ committee
- Social and ethics committee
- Exco

Mitigating actions
- Well-established stakeholder engagement forums
- Community liaison managers
- SLP, CSI and 'beyond compliance' ESG initiatives
- Focus on job creation, health, education, poverty alleviation, food security and women and youth development
- Technology-driven crime prevention measures
- Focused security operations and initiatives
- Cooperation with law enforcement agencies

Opportunities
- Enhance our relationships with host communities and related stakeholders
- Job creation
- Create economic opportunities for host communities

Outlook
- Geopolitical risk is expected to increase sovereign borrowing rates, inflation, commodity price volatility and unemployment
- Poor socio-economic conditions are expected to deteriorate
- Constrained electricity supply is expected to continue impacting business and investor confidence

Natural capital

Other capitals impacted:

Activism and regulatory uncertainty

Gold plays a distinct role in the global economy, ensuring financial stability while driving innovation across various industries. Responsible gold mining enables socio-economic growth by creating jobs, generating tax revenues, supporting local communities and aligning with sustainability goals. Stakeholders expect transparent, assured non-financial sustainability disclosure and reporting

For an in-depth discussion on our macroeconomic environment, refer to **pages 66** to **69**.

STAKEHOLDER ENGAGEMENT

We recognise the importance of fostering positive relationships with our stakeholders. These individuals, groups and organisations play a crucial role in shaping our business. We are committed to engaging with our stakeholders in an open and transparent manner, taking their views and concerns into account in our business decisions and execution of our value creation strategy in the interest of all our stakeholders.

INTEGRATED THINKING

We value the quality of our relationships with all of our stakeholders. We also recognise that this directly impacts our ability to fulfil our purpose.

Our business environment is complex and dynamic, with a wide range of stakeholders who have diverse and often competing interests. Our guiding principles encompass ethical, transparent and lawful stakeholder engagement, emphasising ongoing and constructive interaction rather than isolated initiatives. We prioritise maintaining integrity and openness in our interactions with stakeholders, ensuring that our engagement processes are not only compliant with legal requirements but also characterised by ethical conduct. By fostering continuous dialogue and collaboration with our stakeholders, we aim to build trust, enhance understanding and achieve mutually beneficial outcomes that align with our values and objectives.

Our licence to operate depends on the quality of our various stakeholder relationships.

Our stakeholders represent one of our four strategic pillars (refer to **page 22**). Authentic engagement at all levels of the Group is essential for shaping our strategy, managing risks, identifying opportunities and safeguarding our reputation.

Refer to **pages 59** to **65** for an analysis of our key stakeholder relationships. For each of these key relationships, we reflect on the strength of the relationship and discuss their significance, key concerns and the actions we have taken to address these concerns. We show how they link to our residual risks, material matters and strategic initiatives.

Capitals

Financial capital | Manufactured capital | Intellectual capital | Human capital | Social and relationship capital | Natural capital

The strength of our key stakeholder relationships is determined by the quality of interactions our relationship managers have with them over the reporting period

Positive | Stable | Challenging

Performance

Positive increase | Negative increase | Unchanged | Positive decrease | Negative decrease

Providers of capital

Investors, shareholders, fund managers, analysts and financial institutions

Their significance and why we engage

- Consistent and clear communication on the Group's strategic direction, operational performance, growth prospects and financial information maintains trust and aligns expectations

Material matters linked

- Strategic delivery
- Growth aspirations
- Dynamic business model
- Cost consciousness
- Energy management
- Infrastructural constraints
- Depleting reserves
- Water management
- Innovation and opportunity
- Safety and security
- Skills attraction and retention
- Responsible sourcing
- Social licence
- Tailings management
- Climate change, decarbonisation and biodiversity

Key stakeholder concerns

- Consistent financial and operational performance which enables sustainable shareholder returns
- Increasing debt levels
- Growth opportunities
- Distributions made in contravention of the Companies Act 2006
- Power curtailment
- Share liquidity and valuation

Actions to address stakeholder concerns

- Implemented optimisation initiatives to improve and sustain operational performance, including a restructuring of Barberton Mines' underground operations. Refer to the operational performance review for more information on the Group's operations and optimisation initiatives
- Increased debt levels were attributed to the construction of the MTR operation, closely aligning with our strategic objective of expanding production capacity and improving profitability. With MTR now producing, the Group managed to decrease debt levels as reported in December 2024
- Investigated acquisition opportunities meeting our investment criteria, earning a return exceeding our project-specific and sovereign risk-adjusted cost of capital, while minimising shareholder dilution
- Acquired Tennant Mines, with the plant commissioned in April 2025
- Pan African's share premium account was cancelled, effective 18 July 2024, after a Court sanction was granted in response to the distribution made otherwise than in accordance with the Companies Act 2006
- Implemented a renewable energy strategy to stabilise the electricity supply to our operations and reduce costs
- Management is exploring the merits of a listing on alternative liquid security markets, in alignment with industry peers

Value created, preserved or eroded	FY25	FY24	%Δ	
Dividend paid to shareholders	US$27.5 million	US$21.2 million	29.2	▲ Positive increase
Net senior debt	US$141.4 million	US$102.8 million	37.5	▲ Negative increase
Finance costs paid	US$21.4 million	US$11.6 million	81.4	▲ Negative increase
Headline earnings per share	US 5.89 cents	US 4.15 cents	41.9	▲ Positive increase
Return on shareholders' funds	31.1%	24.0%	29.6	▲ Positive increase
AISC	US$1,600/oz	US$1,354/oz	18.2	▲ Negative increase
Outcomes				
Cash generated from operating activities	US$154.9 million	US$90.8 million	65.2	▲ Positive increase
Net debt	US$150.5 million	US$106.4 million	41.4	▲ Negative increase

Proposed a final dividend of ZAR864.2 million or US$48.7 million, an exchange rate of US$/ZAR:17.75

- The acquisition of Tennant Mines was concluded
- The Group is strategically positioning itself to increase its production capacity to more than 275,000oz to increase shareholder value and attract further investors
- The Company has and continues to implement measures to ensure sufficient distributable income and compliance with the net assets test per section 831 of the Companies Act 2006 in the future

Refer to the material matters section where energy management is discussed on **page 44**

	FY25	FY24	%Δ	
Market capitalisation	US$1,459.3 million[1]	US$744.7 million[2]	96.0	▲ Positive increase
Average traded price per share traded				
JSE	ZA 872 cents	ZA 450 cents	93.8	▲ Positive increase
AIM	GB 37.0 pence	GB 19.1 pence	93.7	▲ Positive increase
Price:earnings ratio				
JSE	12.7	7.8	62.8	▲ Positive increase
AIM	16.5	7.7	100	▲ Positive increase

[1] *Source: JSE's Trading and Market Services. Calculated at 30 June 2025 using the quoted price and the closing US$/ZAR exchange rate at that date.*

[2] *Source: JSE's Trading and Market Services. Calculated at 30 June 2024 using the quoted price and the closing US$/ZAR exchange rate at that date.*

STAKEHOLDER ENGAGEMENT continued

Capitals

- Financial capital
- Manufactured capital
- Intellectual capital
- Human capital
- Social and relationship capital
- Natural capital

The strength of our key stakeholder relationships is determined by the quality of interactions our relationship managers have with them over the reporting period

- Positive
- Stable
- Challenging

Performance

- ▲ Positive increase
- ▲ Negative increase
- ▶ Unchanged
- ▼ Positive decrease
- ▼ Negative decrease

Customers

● Authorised bullion banks, including the major South African banks and a South African and Australian refinery

Their significance and rationale for engagement

- Delivering on our production guidance maintains trust and aligns expectations

Material matters linked

- Strategic delivery
- Growth aspirations
- Dynamic business model

Key stakeholder concern

- Growth opportunities

Actions to address stakeholder concern

- Implemented optimisation initiatives to improve and sustain operational performance
- Investigated acquisition opportunities meeting investment criteria, earning a return exceeding our cost of capital, adjusted for project-specific and sovereign risks, while minimising shareholder dilution
- Acquired Tennant Mines

Value created, preserved or eroded	FY25	FY24	%Δ	
Gold produced	196,527oz	186,039oz	5.6	▲
Outcome				
Revenue	US$540.0 million	US$373.8 million	44.5	▲

Suppliers

● Suppliers of both goods and services

Their significance and rationale for engagement

- Local procurement and supplier development are critical in reducing costs and carbon emissions, enhancing control across our supply chain and supporting community growth by fostering job creation and entrepreneurial opportunities

Material matters linked

- Strategic delivery
- Growth aspirations
- Cost consciousness
- Energy management
- Water management
- Safety and security
- Responsible sourcing
- Social licence
- Climate change, decarbonisation and biodiversity

Key stakeholder concerns

- Growth opportunities
- Power curtailment
- Transformation
- Employment opportunities

Actions to address stakeholder concerns

- Procurement managers actively engage with suppliers throughout the tender process, providing guidance on achieving compliance
- Implemented optimisation initiatives to improve and sustain operational performance
- Investigated acquisition opportunities
- Acquired Tennant Mines
- Implemented a renewable energy strategy to stabilise the electricity supply to our operations and reduce costs

Value created, preserved or eroded	FY25	FY24	%Δ	
HDP procurement expenditure	US$165.6 million	US$118.2 million	40.1	▲
Outcomes				
% HDP procurement spend – goods	33.9◎	35.9	5.6	▼
% HDP procurement spend – services	63.4◎	49.9	27.1	▲

Refer to **page 142** for more information on local procurement and enterprise development.

Tennant Mines' Nobles Gold plant

STAKEHOLDER ENGAGEMENT continued

Employees and unions

Employees and unions

Their significance and rationale for engagement
- Strong and constructive relationships with employees are fundamental to our business' sustainability
- To achieve our strategic objectives, we focus on building a strong, productive culture and upskilling our employees

Material matters linked
- Strategic delivery
- Energy management
- Infrastructural constraints
- Water management
- Innovation and opportunity
- Safety and security
- Skills attraction and retention
- Social licence

Key stakeholder concerns
- Employee safety
- Wage negotiations
- Maturation of Barberton Mines' employee share ownership plan (ESOP)
- Diversity and transformation

Actions to address stakeholder concerns
- The safety strategy aims to achieve zero harm by implementing targeted safety campaigns and programmes that promote safe operational practices with a special emphasis on new employees and continuous reinforcement of safe practices
- Introduced several programmes to address safety performance shortcomings at underground operations, including pre-emptive safety stoppages to reinforce safety protocols, strengthening the on-site safety teams and conducting third-party safety audits at both Barberton Mines and Evander Mines to identify areas for improvement
- Focused security operations, initiatives and awareness programmes aimed at employees and communities
- Wage negotiations are closely monitored by Exco and Remco
- Closely monitored the employee relations environment
- Various approaches were followed to secure multi-year wage agreements peacefully and avoid operational disruptions
- The Group aims to foster a culture of action and accountability, teamwork and compassion through its human capital strategy and core values

Refer to **page 49** for the mitigating actions taken to address the Group's safety risks

Value created, preserved or eroded	FY25	FY24	%Δ	
Employee remuneration	US$79.8 million	US$72.0 million	10.3	▲
Skills and development training	US$2.4 million	US$1.8 million	33.3	▲
Employees and contractors	7,101	7,638	7.0	▼
Women permanently employed	456	471	3.2	▼
Outcomes				
Fatalities	2	1	100	▲
TRIFR (per million man hours)	6.56	6.52	0.61	▲
Lost time injury frequency rate (LTIFR) (per million man hours)	1.58	1.82	12.2	▼
RIFR (per million man hours)	0.85	0.78	9.0	▲

- A five-year wage agreement was secured with the National Union of Mineworkers (NUM) at Barberton Mines in July 2024
- Continuously improving working conditions to enhance employee communication and engagement remains a key focus
- Women make up 19.0% (FY24: 17.4%) of the permanent employees in the Group
- The percentage of women in mining has increased to 19.0% (FY24: 17.1%)

Capitals: Financial capital; Manufactured capital; Intellectual capital; Human capital; Social and relationship capital; Natural capital

The strength of our key stakeholder relationships is determined by the quality of interactions our relationship managers have with them over the reporting period

Positive; Stable; Challenging

Performance: ▲ Positive increase; ▲ Negative increase; ▶ Unchanged; ▼ Positive decrease; ▼ Negative decrease

Communities

Communities

Their significance and rationale for engagement
- We invest in and support initiatives that benefit our host communities and promote their sustainable development
- Managing the impact of mining is integral to maintaining our social licence to operate

Material matters linked
- Social licence
- Tailings management
- Responsible sourcing
- Climate change, decarbonisation and biodiversity

Key stakeholder concern
- Socio-economic support and opportunities through job creation and infrastructure development

Actions to address stakeholder concern
- Effective stakeholder engagement forums maintained in Barberton and Evander, comprising representatives from host communities and other pertinent community-based structures
- Regular public participation meetings held with Mogale community stakeholders
- Prioritising education, healthcare and job creation as part of socio-economic development initiatives and focusing on meeting legal compliance requirements as part of our 'beyond compliance' initiatives
- Improved communication with communities through social media

Value created, preserved or eroded	FY25	FY24	%Δ	
Transformation trust collections for communities	US$1.5 million	US$1.3 million	14.3	▲
HDP procurement expenditure	US$165.6 million	US$118.2 million	40.1	▲
Outcomes				
CSI, LED programmes and bursary expenditure	US$1.1 million	US$2.5 million	>100	▼
Barberton Blueberries project permanent jobs	17	22	22.7	▼
Seasonal jobs	320	149	>100	▲

- Proactive engagement between operations and host communities has notably reduced community unrest incidents and strengthened relationships

Refer to the social overview on **page 142** for more information

Local labour employed by Barberton Mines to maintain the town's public spaces

STAKEHOLDER ENGAGEMENT continued

Governments and regulatory bodies

The governments of South Africa, the UK, Sudan and Australia, the JSE, A2X, AIM, OTCQX and other regulatory authorities

Their significance and rationale for engagement
- Our industry is subject to policies and regulatory requirements set by governments and regulators that can have a significant impact on our operations
- Capital providers supply guidelines and frameworks on ESG matters

Material matters linked
- Energy management
- Water management
- Safety and security
- Social licence
- Tailings management
- Responsible sourcing
- Climate change, decarbonisation and biodiversity

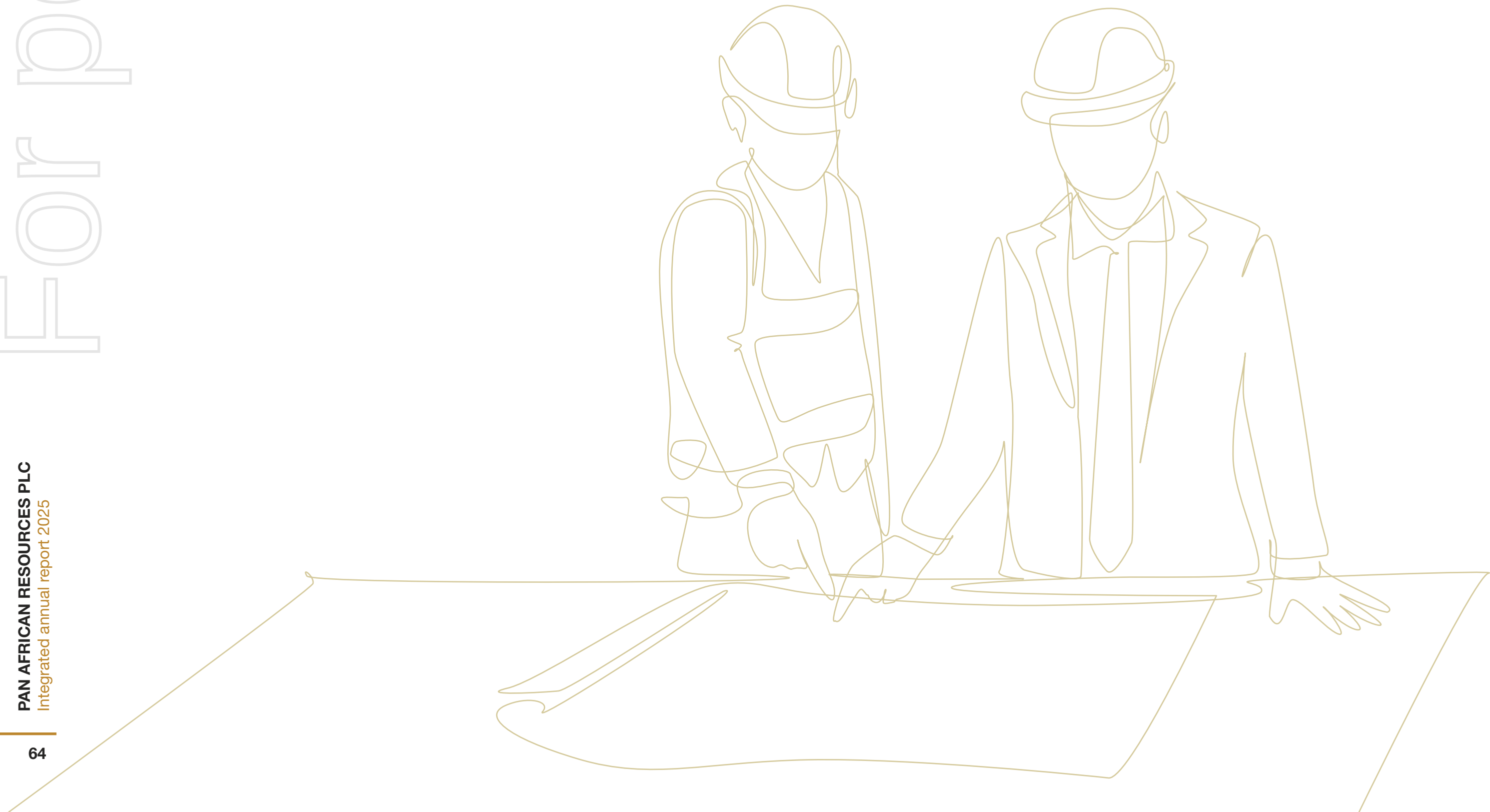
Key stakeholder concern
- Compliance with regulatory requirements

Actions to address stakeholder concern
- Engagement with the DMPR for approval of Evander Mines' SLP submitted in January 2023 and resubmitted in March 2024
- Engagement with the DMPR on the MTR operation's SLPs
- Barberton Mines' SLP for the five-year period 2024 to 2029 was submitted to the DMPR in July 2024. Management continues to engage with the DMPR to obtain approval

Value created, preserved or eroded	FY25	FY24	%Δ	
Government taxes paid (excluding VAT/GST but including employee taxes)	US$46.9 million	US$30.2 million	55.3	▲
VAT/GST received from government	US$49.5 million	US$60.0 million	17.5	▼
Electricity cost	US$41.3 million	US$31.1 million	32.8	▲
Electricity consumption	446.1GWh	401.2GWh	11.2	▲

Evander Mines' five-year SLP for July 2023 to June 2028 was resubmitted to the DMPR in March 2024 for approval

Outcomes
- Strengthened the Group's compliance management function
- Ongoing engagement with regulatory authorities to address outstanding matters and ensure compliance
- Implementation plan submitted to the DMPR to close the approved MTR operation SLP for the 2009 to 2013 reporting period. Awaiting DMPR feedback on revised SLPs submitted for the 2014 to 2018 and 2019 to 2023 reporting periods
- Awaiting DMPR approval for the MTR operation's SLP for the 2024 to 2028 reporting period



Capitals: Financial capital; Manufactured capital; Intellectual capital; Human capital; Social and relationship capital; Natural capital

The strength of our key stakeholder relationships is determined by the quality of interactions our relationship managers have with them over the reporting period: ● Positive ● Stable ● Challenging

Performance: ▲ Positive increase ▲ Negative increase ▶ Unchanged ▼ Positive decrease ▼ Negative decrease

The environment

Represented by regulators and civil society groups whose primary interest is environmental-related issues

Its significance and rationale for engagement
- To demonstrate that the Group is proactively managing issues of environmental concern and minimising its environmental impact to the extent possible

Material matters linked
- Energy management
- Depleting reserves
- Water management
- Social licence
- Tailings management
- Responsible sourcing
- Climate change, decarbonisation and biodiversity

Key stakeholder concerns
- Sustainability performance benchmarking and reporting
- Tailings management

Actions to address stakeholder concerns
- A TNFD maturity assessment is underway. A roadmap is being developed to better understand the Group's position with respect to the TNFD recommendations and to guide the Group's implementation of its recommendations
- Pan African has increased the number of assured ESG KPIs from 11 to 16
- We prioritise the safety, operations and regulatory compliance of our TSFs as far as reasonably practicable, conducting regular investigations to assess their safety, stability and other pertinent issues
- The Group commissioned independent technical studies of its historical tailings dams. These assessments found that the facilities are not at risk of collapse. However, recommendations were made to remediate facilities damaged by historical erosion from excessive rainfall and illegal community settlements

For further details on our progress, refer to the material matters section on **page 55**

Value created, preserved or eroded	FY25	FY24	%Δ	
Carbon emissions intensity per ounce sold	1.89CO_2e/oz Au	1.88tCO_2e/oz Au	5.3	▲
Water consumption	12,367.9ML	9,184.8ML	34.7	▲
Energy consumption	1,705.05TJ	1,503.77TJ	13.4	▲

We are in the process of rehabilitating 122.3ha of the MTR operation's surface area, including the restoration of the wetland north of Lancaster Gold Mine

Outcomes
- Technical study recommendations are in the process of being implemented
- Community engagement and awareness campaigns on illegal settlements near historical TSFs are underway and are being conducted in partnership with local non-governmental organisations (NGOs)
- We are also actively curtailing illegal mining activities in close proximity to the TSFs

For our biodiversity and rehabilitation progress, refer to the chief executive officer's review on **page 82**

Biodiversity restoration and rehabilitation at the MTR operation

MACROECONOMIC ENVIRONMENT

Our macroeconomic environment has the potential to materially impact our ability to create or protect value, despite these factors being almost entirely outside of our control.

The gold price

The gold price has reached multiple all-time highs in the past year. Several factors influence the gold price:

- *Its status as a safe-haven investment during periods of high inflation expectations and market uncertainty*
- *Geopolitical and economic risks such as military conflicts and trade wars*
- *Central bank buying*
- *Rising incomes in emerging markets such as China and India driving consumer demand for gold.*

In South Africa, the gold price in rand is also affected by the US$/ZAR exchange rate.

Gold price

The US$ gold price affects our profitability and value creation

How this affects the macroeconomic environment

Gold is widely regarded as a safe-haven investment during periods of geopolitical tension, economic uncertainty, market volatility and high inflation.

Gold continued its record-setting pace, rising 26% in US$ terms in the first half of 2025. A combination of a weaker US$, range-bound interest rates and a highly uncertain geopolitical and economic environment have contributed to robust investment demand.

Source: World Gold Council

How it affects us

Pan African's profitability and value-creation ability are directly influenced by revenue from gold sales which benefit from the rising US$ gold price.

During FY25, we received an average gold price of US$2,735/oz (including the impact of the synthetic forward), 35.7% higher than the average received in FY24 of US$2,015/oz.

US$/ZAR exchange rate

According to the Bureau for Economic Research, the rand's depreciation is primarily due to South Africa's high inflation rate relative to its global peers. This inflation rate differential results in an implied depreciation over time to keep South Africa's exports competitive. The country's current account deficit results in money flowing out of the country, reducing the demand for the rand, which in turn further weakens the exchange rate. A major driver of the increasing current account deficit has been the declining output of South Africa's mining sector, historically the country's largest exporter and foreign exchange earner.

Exchange rates

The exchange rates influence our revenue and our costs

How this affects the macroeconomic environment

The rand is a volatile emerging market currency, reflecting sentiment towards commodities. It often experiences significant fluctuations in value due to macroeconomic and geopolitical factors, which impact investors' risk appetite.

The average US$/ZAR exchange rate during FY25 was US$/ZAR:18.17 (FY24: US$/ZAR:18.71). The closing rate was US$/ZAR:17.75 (FY24: US$/ZAR:18.19).

The average rand gold price received increased by 31.6% from ZAR1,212,252/kg to ZAR1,595,761/kg during FY25.

How it affects us

The Group is directly impacted by fluctuating input commodity cost prices, including energy, cyanide, reagents and other materials, affecting operating costs and profitability.

The average US$/A$ exchange rate during FY25 was US$/A$:0.65. The closing rate was US$/A$:0.66.

INTEGRATED THINKING

We respond to current trends with agility to create or protect value in the short and medium term.

We detect early indications of long-term risks and strategic opportunities.

Capitals

Financial capital | Manufactured capital | Intellectual capital | Human capital | Social and relationship capital | Natural capital

South African economy

Slow growth still the order of the day

How this affects the macroeconomic environment

The economy is projected to **grow moderately**, with GDP expected to increase by 1.3% in 2025 and 1.4% in 2026.

High **uncertainty and declining business confidence** will weigh on domestic demand, although easing monetary policy may provide some support. The increase in tariffs on imports into the US will weigh on exports. An easing in access to pension savings from late 2024 will support consumption.

The **unemployment** rate increased to 33.2% in the second quarter of 2025, after having declined over the previous three quarters.

Core **inflation continues to ease**, declining to 3% in April, but is expected to strengthen during the second half of 2025 and in 2026, as economic activity strengthens.

Continued progress in **reforms** to improve the efficiency and governance of SOEs, to increase the supply of electricity and ease logistics bottlenecks and regulation, will support investment and stronger potential growth.

Source: Organisation for Economic Co-operation and Development – Economic Survey

How it affects us

A weaker US$/ZAR exchange rate will increase the rand gold price per ounce, increasing revenue but also increasing the import cost of equipment and consumables.

Further, lower domestic interest rates will reduce the cost of capital, but may also act as a counterweight to a depreciating US$/ZAR exchange rate.

Australian economy

Growth starting to pick up

How this affects the macroeconomic environment

GDP growth is predicted to reach 1.8% in 2025 and 2.2% in 2026. The strong recent immigration-driven growth in employment and the labour force will subside, leaving unemployment little changed at low levels just above 4%. Inflation will remain close to target, averaging 2.3% in both 2025 and 2026. Australia has limited direct exposure to US tariff policy changes but is at risk from any marked slowdown in China, especially via its effect on commodity prices.

The main **fiscal priorities** relate to the longer term, addressing demographic and climate challenges and improving the efficiency of the tax collection system.

Both business and consumer sentiment have worsened recently, probably reflecting the elevated uncertainty arising from global trade tensions.

Given renewed, albeit modest, real wage growth and a recovery in real disposable household income as interest rates decline, **private consumption growth** is expected to pick up this year and next year, more than offsetting a slowdown in public consumption growth. Some interest rate-sensitive investment, such as housing, is expected to rebound in 2025, but other investment will be hindered by elevated global **policy uncertainty,** leaving overall fixed investment growth little changed from 2024.

Source: Organisation for Economic Co-operation and Development – Economic Survey

MACROECONOMIC ENVIRONMENT continued

Capitals

Financial capital | Manufactured capital | Intellectual capital
Human capital | Social and relationship capital | Natural capital

Crime and corruption in South Africa

Adverse economic conditions have fuelled criminal elements in the mining and other sectors

How this affects the macroeconomic environment

In the *2024 Corruption Perceptions Index*, published in February 2025, which assesses perceived levels of public sector corruption in 180 countries, South Africa now ranks in 82nd position, improving only slightly from 83rd in 2023. The decline over the past five years dampens hopes for an end to corruption and the establishment of a just governmental system.

How it affects us

There is an increased risk of unethical practices that could disrupt operations, delay permits or approvals and impact the Group's ability to conduct business.

Mining companies are spending vast amounts on security measures to safeguard their assets and employees. During FY25, Pan African spent US$9.6 million (FY24: US$7.2 million) on security costs.

Our response

We have a zero tolerance to corruption policy and have established a code of ethical conduct and a commercial malpractice policy, setting clear standards expected from employees, contractors and stakeholders. To ensure transparency and accountability, the Group provides an anonymous whistle-blowing hotline, accessible to both employees and external parties, including third-party service providers.

The Group has made strategic investments in communities to foster positive relationships with these stakeholders, focusing on creating employment opportunities, developing local suppliers and making socio-economic contributions, thereby increasing engagement and reducing community unrest.

Geopolitics and political uncertainty

Global economic outlook

How this affects the macroeconomic environment

- **Rising geopolitical tensions,** driven by the ongoing conflict between Israel and Palestine, have added a new layer of uncertainty, raising concerns around energy markets and regional stability
- Several central banks eased monetary policy and **reduced interest rates** as they seek to maintain momentum in their economies in the face of global uncertainties
- **Inflation** continues to linger
- **Consumer confidence** is fragile
- **Commodity prices** are driven by soaring demand for minerals and metals, with the price of gold rising to decade-high levels
- **Unemployment** rates remain stable across most economies
- The effects of the new **US tariff policy** have been relatively limited.

Source: McKinsey & Company – Global Economics Intelligence

How it affects us

Although the Trump administration has stated that gold imports will not be subject to tariffs, trade disruptions exacerbate market volatility, potentially adversely impacting demand and sentiment for gold, which directly affects its price. The Group's operations rely on various inputs such as equipment, machinery, fuel and chemicals. Any supply chain disruptions can adversely affect the availability and cost of these essential inputs, ultimately impacting profitability.

Increased geopolitical uncertainty and economic challenges often lead to a more cautious approach from investors, insurers and financial institutions, potentially reducing investment appetite and curtailing the Group's expansion and exploration initiatives. Geopolitical tensions can also lead to changes in the regulatory and political environments, with governments possibly implementing stricter regulations, resource nationalism changing tax policies or imposing new trade barriers, all of which directly influence the Group's operations and profitability.

Our response

The Group's financial risk management policy provides for gold price and US$/ZAR exchange rate hedging strategies to mitigate transactional risk, stabilise cash flows during periods of elevated debt levels and ensure debt covenant compliance. Hedge volumes and instruments used in these strategies adhere to the Group's financial risk management policy and are subject to board oversight.

Gold market trends are constantly monitored to provide critical insights and support agile financial risk management and decision-making.

The Group focuses on optimisation initiatives to improve productivity, reduce costs and streamline processes. Adequate critical spare parts are kept on hand to mitigate any anticipated supply chain disruptions, and orders are placed in advance to counter unexpected delays in lead times.

The Group maintains strong and established relationships with its network of financial institutions and insurers.

Activism and regulatory uncertainty

Adverse effect on investor confidence and capital allocation decisions

How this affects the macroeconomic environment

Gold plays a unique role in the global economy, safeguarding the financial security of nations, investors and communities, while driving advancements in medical, environmental and communication technologies. The public's trust is crucial to sustaining the positive roles that gold plays in society.

Responsible gold mining fosters sustainable socio-economic development in the countries where gold is extracted. It creates well-paying jobs, generates valuable tax revenues for host governments, contributes to economic stability and delivers enduring benefits to local communities.

How it affects us

By striving to achieve net zero emissions by 2050, the industry is committed to mitigating its environmental impact and embracing sustainable practices for a greener future.

Pan African's commitment to responsible mining practices, socio-economic development, environmental stewardship and regulatory compliance underpins its efforts to protect its reputation, attract investors, maintain its social licence to operate and make positive contributions to the communities and environments in which it operates.

Our response

Aligned with its sustainability goals, Pan African's renewable energy strategy plays an important role in stabilising the electricity supply, reducing electricity costs and also contributes to a significant reduction in carbon emissions. The Group's solar renewable energy projects are key components in advancing its renewable energy objectives and achieving sustainability targets.

Read more in our **sustainable development, climate change** and **TNFD reports,** which are available for download on our website at: https://www.panafricanresources.com/investors/

Pan African's 9.975MW solar plant at Evander Mines, comprising over 25,000 solar panels and covering a surface area of 25ha

We measure and respond to our KPIs, which cover all of the six capitals that we employ in our value creation and preservation, not only financial.

PERFORMANCE AND OUTLOOK

KEY PERFORMANCE AND VALUE INDICATORS

Performance

▲ Positive increase ▼ Positive decrease ▲ Negative increase ▼ Negative decrease ▶ Unchanged

	Unit	FY25	FY24	%Δ		FY23	FY22	FY21
FINANCIAL CAPITAL								
Revenue	US$ million	**540.0**	373.8	44.5	▲	319.9	376.4	368.9
Net cash from operating activities	US$ million	**154.9**	90.8	70.6	▲	100.1	110.0	75.8
Net debt⊕	US$ million	**150.5**	106.4	41.4	▲	22.0	13.0	39.0
Dividend paid	US$ million	**27.5**	21.2	29.2	▲	23.2	25.0	20.6
Profit for the period	US$ million	**140.6**	78.8	78.4	▲	60.5	75.0	74.7
Adjusted EBITDA⊕[1]	US$ million	**226.6**	141.2	60.4	▲	115.1	138.3	144.1
Attributable earnings – owners of the Company	US$ million	**141.6**	79.4	78.1	▲	60.9	75.1	74.7
Headline earnings⊕	US$ million	**116.6**	79.5	46.7	▲	60.2	75.6	74.7
Earnings per share	US cents	**7.16**	4.14	72.9	▲	3.18	3.90	3.87
Headline earnings per share⊕	US cents	**5.89**	4.15	41.9	▲	3.14	3.93	3.87
Net asset value per share⊕	US cents	**26.9**	19.00	41.6	▲	15.23	15.37	14.71
Return on shareholders' funds⊕	%	**31.1**	24.0	29.6	▲	20.7	25.9	32.0
Net debt-to-equity ratio⊕	ratio	**0.21**	0.29	27.6	▼	0.07	0.04	0.1
Net debt-to-net adjusted EBITDA ratio⊕	ratio	**0.5**	0.8	37.5	▼	0.2	0.1	0.3
Interest cover ratio⊕	ratio	**10.7**	12.2	12.3	▼	28.2	34.1	23.0
Debt service cover ratio⊕	ratio	**8.3**	3.8	>100	▲	7.5	7.3	3.0
Current ratio⊕	ratio	**0.6**	0.7	14.3	▼	0.76	0.95	0.80
MANUFACTURED CAPITAL								
Mineral Resources	Moz Au	**42.87**	41.2	4.1	▲	40.5	38.7	39.2
Mineral Reserves	Moz Au	**12.98**	12.6	3.0	▲	12.8	11.3	10.8
Investment in infrastructure	US$ million	**168.0**	166.2	1.1	▲	112.7	82.7	44.4
Gold mining tonnes milled	t	**388,884**	442,794	12.2	▼	394,091	381,148	376,118
Gold tailings processed	t	**23,102,019**	15,131,414	52.7	▲	14,757,699	14,901,683	14,315,881
Gold production	oz	**196,527**	186,039	5.6	▲	175,209	205,688	201,777
Average gold price received	US$/oz	**2,735**	2,015	35.1	▲	1,811	1,824	1,826
Average gold price received	ZAR/kg	**1,595,761**	1,212,252	31.6	▲	1,034,586	892,431	903,849
Total sustaining capital⊕ expenditure	US$ million	**11.7**	13.8	15.2	▼	20.2	23.1	16.7
Total capital expenditure	US$ million	**168.0**	172.4	2.6	▼	113.0	82.8	49.1
Cash costs⊕	US$/oz	**1,426**	1,199	18.9	▲	1,136	1,099	1,035
Cash costs⊕	ZAR/kg	**835,034**	721,161	15.8	▲	649,018	537,879	512,394
AISC⊕[2]	US$/oz	**1,600**	1,354	18.2	▲	1,309	1,284	1,261
AISC⊕[2]	ZAR/kg	**934,517**	814,243	14.8	▲	748,015	628,292	624,519
All-in costs (AIC)⊕[2]	US$/oz	**2,383**	1,782	33.7	▲	1,768	1,503	1,401
AIC⊕[2]	ZAR/kg	**1,287,842**	1,071,926	20.0	▲	1,009,898	735,670	693,478

	Unit	FY25	FY24	%Δ		FY23	FY22	FY21
HUMAN CAPITAL								
Employees	number	**2,494**	2,887	13.8	▼	2,469	2,198	2,104
HDP employees	%	**91.5**⊚	92.0	1.0	▼	90.7	89.29	
Employee remuneration	US$ million	**79.8**	72.0	10.3	▲	60.6	65.1	62.1
Skills development and training	US$ million	**2.4**	1.8	18.2	▼	2.2	0.8	1.1
TRIFR	per million man hours	**6.56**⊚	6.52	1.0	▲	7.96	8.95	7.36
RIFR	per million man hours	**0.85**	0.78	13.2	▲	0.81	0.35	0.63
LTIFR	per million man hours	**1.58**	1.82	9.0	▼	1.86	1.04	1.41
Fatalities	number	**2**	1	100	▲	1	–	1
SOCIAL AND RELATIONSHIP CAPITAL								
CSI and LED initiatives and bursaries	US$ million	**1.1**	2.5	56.0	▼	1.7	1.9	1.8
South African government taxes paid excluding VAT	US$ million	**44.9**	30.2	48.7	▲	21.9	24.2	33.1
NATURAL CAPITAL								
Energy consumption	TJ	**1,705.1**⊚	1,503.77	13.4	▲	1,447.17	1,405.44	1,468.68
Water consumption	ML	**12,367.9**	9,184.8	35.0	▲	10,304	8,232	12,408
Scope 1 emissions	$ktCO_2e$	**8.1**⊚	5.0	60.0	▲	3.7	4.1	4.7
Scope 2 emissions	$ktCO_2e$	**366.7**⊚	348.0	5.4	▲	332.5	341.0	374.9
Carbon emissions intensity per ounce sold	tCO_2e/oz Au	**1.89**⊚	1.88	5.3	▲	1.92	1.68	1.88
Environmental rehabilitation obligation	US$ million	**24.0**	19.7	21.8	▲	16.7[1]	8.6	13.6

[1] Adjusted EBITDA⊕ comprises earnings before interest, tax, depreciation and amortisation, adjusted for impairment losses, bargain purchase gains and unrealised fair value losses on financial derivatives.

[2] AISC⊕ per kilogramme and AIC⊕ per kilogramme include realised derivative mark-to-market fair value gains/losses and exclude unrealised derivative mark-to-market fair value gains/losses relating to the current gold mining operations. Refer to the APM summary report for the reconciliation of cost of production as calculated in accordance with IFRS Accounting Standards to AISC⊕ and AIC⊕.

CHIEF EXECUTIVE OFFICER'S REVIEW

Record
gold production in FY25H2

Record
annual earnings and headline earnings

Our operations generated cash flows of
US$154.9 million
(FY24: US$90.8 million).

Cobus Loots
Chief executive officer

We have demonstrated our ability to commission large-scale projects both in and outside of South Africa, thereby continuing to create value for all of Pan African's stakeholders.

PRODUCTION

- Group gold production increased by 5.6% to 196,527oz (FY24: 186,039oz)
- Record FY25H2 gold production of 111,822oz, an increase of 28% from FY24H2 (87,581oz)
  - Mogale Tailings Retreatment (MTR) operation ramp-up successful, producing 22,063oz in FY25H2, on track for 50Koz of low-cost ounces in FY26
- Tennant Mines in Australia achieved its inaugural gold pour in May 2025 and forecast production over the next three years is estimated at between 46,000oz and 50,000oz of gold per year, excluding expansion and growth projects.

ALL-IN SUSTAINING COSTS (AISC)

- AISC for FY25 of US$1,600/oz (FY24: US$1,354/oz) at an average exchange rate of US$/ZAR:18.17, which was above guidance of between US$1,525/oz to US$1,575/oz (at an average exchange rate of US$/ZAR:18.50), primarily as a result of the negative impact on the unit cost of production as a result of lower production at the underground operations combined with above inflationary increases in electricity and reagents. The realised hedge loss of US$30/oz included in the AISC and the 1.8% effect of the appreciation in the rand relative to the US$ also contributed to the increase. The Group is fully unhedged as of 1 July 2025
- AISC of US$1,425/oz (FY24: US$1,170/oz) for our lower-cost operations, which account for more than 85.0% (FY24: 84.0%) of annual production.

PRODUCTION AND COST GUIDANCE

FY26 production guidance of 275,000oz to 292,000oz, with the expected increase in production largely attributable to the contribution from the Group's new MTR and Tennant Mines operations.

- Production for FY26H1 is expected to be between 130,000oz and 137,000oz, with MTR at steady state, ramping up of production at Tennant Mines and underground production increases at Evander Mines underground
- Production for FY26H2 is anticipated to increase as the MTR plant capacity is expanded from 800ktpm to 1mtpm, higher grades are mined from the B line at Evander Mines 24 Level underground and higher-grade ore from Nobles Gold's open pit at Tennant Mines supplements the Crown Pillar Stockpile as run-of-mine (RoM) feed. Production is expected to be between 145,000oz and 155,000oz
- FY26 AISC guidance of between US$1,525/oz and US$1,575/oz (assuming an exchange rate of US$/ZAR:18.50).

SAFETY

- Regrettably, the Group suffered two fatal accidents during the year and one shortly after year-end at its underground operations. Pan African proactively reinforces safety measures on a continuous basis to achieve our goal of a zero-harm working environment
- The Group's surface remining operations reached a significant milestone in safety and operational excellence by achieving zero lost time injuries and zero reported injuries through the year.

FINANCIAL

- Revenue increased by 44.5% to US$540.0 million (FY24: US$373.8 million)
- Profit for the year increased by 78.4% to a record US$140.6 million (FY24: US$78.8 million)
- Headline earnings increased by 46.7% to US$116.6 million (FY24: US$79.5 million)
- Earnings per share (EPS) increased by 72.9% to US 7.16 cents per share (FY24: US 4.14 cents per share) and headline earnings per share (HEPS) increased by 41.9% to US 5.89 cents per share (FY24: US 4.15 cents per share)
- Net cash generated from operating activities increased by US$64.1 million to US$154.9 million (FY24: US$90.8 million)
- Net debt increased to US$150.5 million (FY24: US$106.4 million) but decreased significantly from US$228.5 million at 31 December 2024
- The Group expects to be fully degeared (from a net debt prospective) during FY26 at prevailing gold prices
- Board-approved share buy-back programme to purchase up to ZAR200 million (approximately US$11.1 million) of ordinary shares in the market.

ENVIRONMENTAL, SOCIAL AND GOVERNANCE (ESG) INITIATIVES

The Group has embarked on a journey to integrate IFRS S1 and S2 and Taskforce on Nature-related Financial Disclosures (TNFD) recommendations into its business model and community stakeholder engagement process to contribute towards a sustainable mining future.

- The Group continues to lead the way on environmental stewardship initiatives:
  - Pan African achieved a renewable energy mix of 8.8% (FY24: 6.6%), with the 9.975MW Evander Mines solar plant and the 8.75MW Fairview Mine solar plant, commissioned in August 2024, saving over ZAR76 million (US$4.2 million) in electricity costs, and avoiding 35.4ktCO_2e in emissions in FY25
  - Feasibility studies for Evander Mines' phase 2 20MW and MTR's 19MW solar renewable energy plants have been completed, with construction of the Evander facility planned to commence during FY26
  - A feasibility study is in progress for a 4MW solar facility at Tennant Mines
  - A 40MW power purchase agreement (PPA) has been concluded with NOA Group, a renewable energy service provider, for wheeled power to the Group's South African operations
  - Pan African is on track to achieve a 15% Group renewable energy mix by FY27, 39% by FY30 and 50% by FY50
  - Evander Mines' 3ML/day water recycling plant produced 833,000m^3 of potable water in FY25, and construction of phase 2 of the plant, also with 3ML/day capacity, has commenced in June 2025
  - At MTR, construction of a 3ML/day water treatment plant will commence in September 2025
  - Tennant Mines commissioned a 0.05ML/day water treatment plant in April 2025
  - Rehabilitation at the MTR operation's Mogale Cluster and Soweto Cluster sites is in progress, with concurrent rehabilitation also being undertaken at all Group mining sites.

PROPOSED DIVIDEND

Record final dividend of ZA 37.00000 cents per share (or US 2.08451 cents per share at an indicative exchange rate of US$/ZAR:17.75), an increase of 68% (FY24: ZA 22 cents per share) proposed for approval at the upcoming annual general meeting (AGM).

OUR MACROECONOMIC ENVIRONMENT

I believe any chief executive officer's report in our sector at present has to start with some commentary on **the gold price**. Gold has experienced a historic rally over the past two years, supported by factors such as central bank buying, persistent geopolitical risk and shifting interest rate expectations. The metal posted record US$, rand and A$ prices in the past year.

The perceived safe-haven status of gold is likely to persist amid global geopolitical uncertainty and a shifting world order, with seemingly continued momentum for a reallocation towards alternatives to the US$ as the global reserve currency, and increasing central bank gold reserves in many countries. Tariff turmoil and market volatility have exacerbated investor uncertainty, with inflationary fears also adding to the rationale to preserve purchasing power via holding real assets.

Gold has sparkled on its own after an apparent decoupling from real interest rates. The World Gold Council reports that supply is limited and that there are very few new large discovery prospects or development projects from major gold producers. Over the past years, we have also seen a significant increase in the unit cost of gold mining, with AISC® for the sector now trending above US$1,700/oz. Despite the recent excellent commodity price performance, the allocation of global capital to the sector is still fairly insignificant, and a further compromise to the already fragile world order could result in even more demand for both the physical metal and gold equities.

Currently, there is considerable debate as to whether the recent move in the gold price is cyclical or structural. Regardless, Pan African and our shareholders are well-positioned to benefit from the extremely attractive gold price in FY26.

Political stability has deteriorated in many African countries in recent years. Resource nationalism is surging, and gold miners are increasingly caught in the crosshairs of this geopolitical shift. Governments are asserting greater control over their mineral wealth—revoking permits, expropriating assets and renegotiating contracts to secure a larger share of revenues. Pan African's focus in terms of operations and production growth will therefore, in all likelihood, continue to be centred in South Africa, a jurisdiction where our operations have an approximate ~140-year track record, and Australia, considered a Tier 1 jurisdiction globally.

In **South Africa**, the Government of National Unity has remained resilient despite a number of disagreements between the major parties forming part of this arrangement, and recent polls suggest that decades-long political domination by a single party may be meaningfully challenged in the future. The South African economy is very vulnerable to global developments, with significant growth rate pressure amid continued high unemployment rates. On the upside, the rand has been fairly stable, partly due to a weak US$, and South African inflation is well-managed. This environment, together with constructive labour relationships, has facilitated longer wage agreements linked to reasonable inflationary increases for the Group. Pan African provides employment to over 2,300 employees and 4,700 contractors at present; we therefore make a meaningful contribution to the South African economy.

In terms of the South African electricity grid, supply has been more stable in the past year, with improved maintenance, reduced demand and increased renewable energy penetration all assisting in this regard. The power outage that resulted from an Eskom (the South African electricity utility) infrastructure failure at our Barberton Mines operation in November and December 2024 cost us dearly in terms of production (an estimated production loss of 2,250oz of gold), and we continue to work with Eskom to avoid a recurrence. We will also roll out even more renewable energy projects in the next years. These initiatives will reduce the unit cost of gold production, mitigate against future power outages and reduce emissions.

Australia presents a highly prospective environment for further growth. We have found the Northern Territory Government to be very supportive of our business, and we look forward to expanding our operations in the next years. As with the South African rand, the A$ is considered a commodity currency, and as most costs are denominated in local currency, this provides a natural hedge to the US$ gold price.

EXPANDING HORIZONS AND THE BUSINESS CASE FOR INVESTING IN PAN AFRICAN

According to a recent Sprott Gold Report (14 August 2025), over the past five years, the gold price has increased by over 85%, while gold stocks, despite an increase in profit margins, have lagged the metal by some margin, gaining only 52% over the same period. Investor participation remains subdued, considering the number of shares outstanding in the VanEck Gold Miners ETF (GDX), which has declined 20% year-to-date and 33% since 2020. The GDX has still not reached the highs seen in previous cycles.

For gold miners, the approximate industry-wide profit margin has increased from US$647/oz in Q1 2024 to approximately US$1,700/oz in Q2 2025, representing a 163% gain. The continued general lack of interest in precious metals miners seems unwarranted, given this significant increase in margins. The sector's reputation for poor capital allocation decisions during periods of high gold prices, operating volatility, large capital investment requirements and a business model that, prior to the strides made in ESG compliance and reporting, was thought to be detrimental to the environment, may be partly to blame.

Strong fundamentals suggest that mining stocks are likely to continue to outperform other S&P sectors, as they have over the past 12 months. The investment case for gold bullion rests on the prudence of portfolio diversification. Gold is under-owned and highly illiquid relative to potential capital market flows. In the June 2025 Bank of America Global Fund Manager Survey, it was reported that investors had allocated just 3.5% of their portfolios to gold.

The Sprott Gold Report concludes that the case for allocating a meaningful portion of liquid assets to unlevered positions in physical metals has never seemed stronger. Even a slight reallocation as a percentage of global financial assets would have a disproportionate percentage impact on the gold price. While bullion may provide a safe haven, miners could provide additional leverage to events for which the markets are improperly positioned.

We believe that investing in the right gold equity, such as Pan African, has several advantages over a direct gold holding, with some key points as follows:

- **Ability to significantly grow production:** In the past year, Pan African commissioned two new projects, expanding our production by 28% to 111,822oz in the FY25H2. We are guiding to gold production of 275,000oz to 292,000oz for FY26, an increase of 40% to 49%
- **Track record of delivery:** In the past year, the Company extended its track record of delivering new mining projects on time and within budget:
  - The MTR operation was successfully commissioned in early October 2024 with an inaugural gold pour at the plant's smelting facility. Ramp-up to steady-state production and plant throughput of 800ktpm was achieved by December 2024. This US$135.1 million project was delivered under budget and ahead of schedule, with construction completed in only 14 months
  - Construction work at Tennant Mines' Nobles Gold operation, at a cost of US$36 million, was completed in a record 12 months, with successful hot commissioning during April 2025. An inaugural gold pour from this operation was achieved in May 2025. Production ramp-up was slower than expected as a result of a delay in the commissioning of the filter presses associated with the dry stack landforms (tailings section) of the plant. Steady-state throughput at an annualised rate of approximately 840,000t is expected to be achieved during FY26Q1.
- **Disciplined capital spend** to maintain and increase production going forward. In the past year, Pan African spent US$156.3 million in growth capital and US$11.7 million in sustaining capital®. In FY26, total capital spend is forecast to reduce to US$146.7 million
- **A robust statement of financial position** with access to immediately available cash and undrawn debt facilities of US$99.7 million at year-end. The Group is forecast to be fully degeared from a net debt perspective by June 2026 at prevailing gold prices
- **Dividends:** The Company has a track record of providing its shareholders with attractive annual cash returns in the form of sector-leading dividends. A record dividend of ZA 37 cents per share (US 2.08451 cents per share at an exchange rate of 17.75) is proposed for FY25 (subject to shareholder approval), an increase of 68% from the prior year
- **Well-diversified portfolio:** For FY26, approximately 58% of the Group's gold production will be mined from low-cost, high-margin surface sources compared to 52% in FY25 and 41% in FY24, prior to the commissioning of the MTR and Tennant Mines operations
- The Company has an **agile and flat management structure** and unrelenting cost control, underpinned by disciplined capital allocation. Pan African was the first South African gold producer to commission solar renewable energy projects at its operations, with a further pipeline of solar energy and water recycling projects scheduled to come on stream in the next financial year. We operate in two jurisdictions (South Africa and Australia) with long and distinguished histories of gold mining
- Pan African's robust internal **project pipeline** bodes well for sustained increased shareholder returns in the longer term.
  - In addition to a notable immediate increase in Pan African's production capacity, our investment in Tennant Mines also provides for exciting growth in a Tier 1 mining jurisdiction, with some 1,700km^2 of prospective exploration ground. Our newly established processing plant at Tennant Mines is the only such facility in the region
  - We have also now demonstrated our ability to commission large-scale projects outside of South Africa
  - Pan African has a total resource base of 42.87Moz and a reserve base of 12.98Moz, very significant for a mid-tier producer.

Our recent performance has contributed to Pan African's exceptional return on invested capital of 48.7%, compared with the average of 31.3% for mid-tier producers. AISC® guidance for FY26 is between US$1,525/oz and US$1,575/oz (FY25: US$1,600/oz to US$1,575/oz), which is below the average AISC® for global gold producers.

ILLEGAL MINING AND LEGISLATION

Pan African is concerned about the increase in illegal mining in South Africa and specifically in Barberton, where arrests of perpetrators have soared in the past year. Many thousands of people are currently estimated to be involved in illegal mining. They typically enter abandoned shafts illegally, travelling many kilometres underground, where they may live for extended periods at a time, risking their lives and posing serious state, community, environmental and industrial security threats, and costing the South African economy an estimated ZAR60 billion in 2024, according to the Department of Mineral and Petroleum Resources (DMPR). We believe a concerted effort and approach are needed to contain this situation. We further advocate for harsher sentences to be passed to perpetrators. The deterioration of local government has led to a scenario where the Company now sustains (in certain respects) the areas around its mines. Pan African has an excellent security team and I would like to specifically commend them for their continued efforts in safeguarding our people and assets.

Earlier this year, the DMPR released proposed amendments to the Mineral and Petroleum Resources Development Act, 28 of 2002, for public comment. In our view, certain of the proposed changes would not be conducive to improved investor confidence and increased investment and employment in the sector, and we have submitted detailed comments in this regard.

Some of Pan African's assets have a 140-year track record of operating successfully and generating returns for shareholders.

SAFETY FIRST

We continue to work towards our goal of zero harm. We are therefore saddened by the loss of two colleagues during the year and another employee shortly after year-end in underground mining accidents. Our thoughts and prayers are with the families and friends of the deceased.

The Group's emphasis on safety consciousness and ongoing initiatives to enhance its safety performance generally contributed to improvements in its already industry-leading safety statistics across all operations, with key features as follows:

- The LTIFR improved to 1.58 (FY24: 1.82) per million man hours
- The reportable injury frequency rate regressed marginally to 0.85 (FY24: 0.78) per million man hours
- The TRIFR remained stable at 6.56 (FY24: 6.52) per million man hours, with the regression mostly due to reduced shifts at Barberton Mines, following the underground restructuring.

Surface operations

In FY25, the Group's surface remining operations **(Barberton Tailings Retreatment Plant (BTRP), Elikhulu and MTR)** reached a significant milestone in safety and operational excellence by achieving zero lost time injuries and zero reportable injuries throughout the year. This remarkable result underscores our unwavering dedication to fostering a safety-first culture, implementing proactive risk management and ensuring strict adherence to safety protocols at every level of the organisation.

We also wish to congratulate the MTR construction team, which managed a total of 1.8 million fatality-free hours worked during project construction by the approximately 1,600 employees and contractors on-site, with no reportable injuries and only one lost time injury.

Zero lost time injuries were experienced during the construction and commissioning of Tennant Mines' plant.

Underground operations

Despite a safety performance that was better than most of our industry, our underground operations experienced certain serious injuries and also the tragic fatal accidents detailed earlier in this review. We therefore recognise the need to continue to work with all of our stakeholders, including labour unions, employees and contractors, to ensure all our people return home safely every day.

Our ongoing initiatives at **Evander Mines** include the following:

- We commissioned an external audit, which evaluated our compliance with South African health, safety, and environmental legislation, identified statutory non-conformities and assessed legal risks
- During July 2025, we stopped underground operations at Evander Mines for a day, with retraining and all staff individually committing to safe work practices
- Our ongoing safety intervention plan includes Visible Felt Leadership (VFL) initiatives, planned audits, scheduled inspections, and odd shifts by supervisors. We are also again conducting a cultural survey across all employees to help shape the roadmap for our long-term strategic safety plan
- As part of continuous improvement, we have implemented a software program to assist with measuring and compliance with all standards and operating procedures. Ongoing training on the system is being delivered to upskill all employees, further reinforcing our safety culture.

At **Barberton Mines**:

- We introduced a campaign to improve housekeeping and reduce 'slip and fall' injuries
- We commissioned an underground training centre at Fairview 20 Level, which, among other features, has mock-stations to supplement learner comprehension. All mining and engineering crews will be provided with refresher training at this facility
- The operation has also implemented the compliance software and is focusing on VFL campaigns and enhanced training of supervisors.

Pan African remains steadfast in its resolve to achieve a zero-harm working environment.

FINANCIAL RESULTS

Pan African has delivered a strong financial performance in FY25:

- **Revenue** increased by 44.5%, supported by a 35.7% increase in the average US$ gold price received and a 6.5% increase in gold sales to 196,926oz (FY24: 184,885oz). The opportunity cost for FY25 of the synthetic forward sale of US$26.2 million, utilised to part-fund the cost of construction for the MTR plant, negatively impacted revenue
- **AISC** has increased to US$1,600/oz (FY24: US$1,354/oz), resulting in an AISC margin of 70.9% (FY24: 32.8%) earned on the average FY25 gold price of US$2,735/oz (FY24: US$2,015/oz). The increase in AISC is primarily as a result of the negative impact on unit cost of production as a result of lower production at the underground operations combined with above inflationary increases in electricity and reagents. The realised hedge losses of US$30/oz and the effect of the strengthening US$/ZAR exchange rate compared to the prior year also contributed to the increase
- **The Group is unhedged** from 1 July 2025, following the expiry of the last zero-cost collar at the end of June 2025, and the synthetic forward that matured at the end of February 2025, allowing the Group to fully benefit from prevailing gold prices and increased production
- **Adjusted earnings before interest, income tax expense, depreciation and amortisation** (adjusted EBITDA) increased by 60.5% to US$226.6 million (FY24: US$141.2 million), primarily as a result of the increase in revenue
- **Earnings per share** increased by 72.9% to US 7.16 cents per share (FY24: US 4.14 cents per share) and **headline earnings per share** increased by 41.9% to US 5.89 cents per share (FY24: US 4.15 cents per share)
- The **statement of financial position** is robust and the Group is in a strong financial position at year-end
- **Net debt** increased to US$150.5 million (FY24: US$106.4 million) but reduced significantly from the position at the end of December 2024 (US$228.5 million) which followed the construction of the MTR operation and the consolidation of debt as a result of the Tennant Mines acquisition. The Group expects to see a continuation in this trend and is anticipated to be fully degeared (in terms of net debt) by June 2026 at prevailing gold prices
- A sector-leading **dividend** of US$27.5 million was paid to shareholders in December 2024, with the proposed dividend to be approved at the upcoming AGM increased by 77.1% to US$48.7 million.

These exceptional results are attributable to the favourable gold price, competitive unit costs and Pan African's culture of strict capital allocation discipline and circumspect investment decisions.

OPERATIONAL PERFORMANCE, OPTIMISATION INITIATIVES AND GROWTH PROJECTS

The Group produced 196,527oz of gold in FY25 (FY24: 186,039oz), an increase of 5.6%, but marginally below guidance of 205,000oz to 215,000oz as a result of:

- The previously flagged slower-than-expected ramp-up of Evander Mines' underground subvertical shaft project, which is now fully commissioned and operational
- Multiple Eskom transformer failures at Barberton Mines, which have subsequently been resolved.

The gold production split per operation is as follows:

Operation	FY25 oz	FY24 oz
Fairview Mine	40,804	44,325
Sheba and Consort Mines	27,745	27,145
BTRP	15,224	18,888
Elikhulu	52,606	54,812
MTR	30,806	–
Evander Mines	27,829	40,869
Tennant Mines	1,513	–
Total ounces produced	**196,527**	186,039

Barberton Mines

These high-grade underground mines (Fairview, Sheba and Consort) are established operations with a capacity to produce approximately 80,000oz of gold per year, boasting an excellent long-term safety record. Mining commenced in Barberton in the 1880s, and Barberton Mines is one of the oldest operating mining complexes in the world.

Barberton Mines has experienced significant AISC increases in recent years, and management constantly considers improvement opportunities. Workforce productivity has been a challenge in recent years, and a restructuring of the underground operations was completed in May 2025, with an approximate 20% reduction in the overall Barberton Mines workforce.

As detailed earlier in this report, in November and December 2024, multiple Eskom transformer failures at Barberton Mines impacted underground production by approximately 2,250oz.

At **Fairview Mine**, the bulk of mining operations are being conducted within the high-grade MRC orebody. Optimisation of the Rossiter Reef mining methodology, has enabled Rossiter ore to supplement production from the MRC orebody. Exploration remains focused on the down-dip extensions of existing orebodies, specifically the MRC and Rossiter orebodies.

- **Fairview Mine** produced 40,804oz (FY24: 44,325oz), a decrease of 7.9%, with the production decrease primarily attributable to the Eskom transformer failure. Initiatives to improve production in the year ahead include:
  - electricity backup systems are now in place to partly mitigate challenges with Eskom electricity supply
  - completion of the 3 Shaft winder upgrade
  - improved mining flexibility with multiple platforms on MRC (mining operations are active on the high-grade 260 to 262 Platforms, which supplied the bulk of the high-grade (over 20g/t) tonnes to the plant) and Rossiter (optimisation of the mining methodology has improved production and reduced dilution for improved grades of over 30g/t) orebodies
- **Sheba Mine** production decreased by 10% to 19,137oz (FY24: 21,255oz), with production impacted by the Eskom infrastructure failure as well as the workforce restructuring. We expect an improved production performance in the year ahead
- **Consort Mine** produced 8,607oz (FY24: 5,890oz), an increase of 46%, with this operation now positively contributing to cash flows as a result of:
  - completion of the Prince Consort (PC) Shaft rehabilitation work, enabling a return to higher-grade areas
  - crews commenced mining within the Main Muiden Reef (MMR) Shaft 17 Level and PC Shaft 33 Level, and deeper raise development and equipping within the MMR section remain on track to increase RoM tonnage.

The **BTRP** produced 15,224oz (FY24: 18,888oz) at an AISC of US$971/oz (FY24: US$669/oz), the lowest cost of production in the Group. It achieved a reduced overall recovery rate of 42.1% (FY24: 52.8%), with a recovered grade of 0.7g/t (FY24: 0.71g/t) from 725,535Mt of tailings material (FY24: 828,392Mt) processed.

The remaining LoM of the BTRP has now been increased to six years from the current surface sources, which will include reprocessing of the Bramber dormant TSF.

Elikhulu

This flagship tailings retreatment operation, commissioned in 2018, remains one of the lowest-cost gold mining operations in Southern Africa and is a testament to Pan African's ability to conceptualise, plan and construct substantial growth projects ahead of schedule and within budget.

Elikhulu achieved production of 52,606oz for FY25 (FY24: 54,812oz) at an AISC of US$1,077/oz (FY24: US$1,034/oz), in line with expectations.

Drilling of additional sonic holes and the construction of remining infrastructure at the Winkelhaak TSF will commence in FY26, with feed processing from FY27. The ability to source feed from both Winkelhaak and Leslie/Bracken concurrently will further increase flexibility at this operation.

Elikhulu has a remaining LoM of nine years.

Evander Mines

The subvertical hoisting shaft commissioning at **Evander Mines' 8 Shaft** underground operation was completed during January 2025, with ramp-up to its designed hoisting capacity achieved during April 2025, enabling full production from 24 and 25 Levels and producing 27,829oz for FY25 (FY24: 40,869oz), inclusive of surface sources.

Development of the **24 and 25 Level** mining areas has been accelerated, with:

- Ramped-up mining operations in the high-grade D line and F line on 24 Level

CHIEF EXECUTIVE OFFICER'S REVIEW continued

- Holing of the 24 Level B raise line enabling ledging to commence, followed by stoping in the high-grade portion of the Kimberley Reef payshoot
  - This high-grade portion extends further to the east and development in the A line has already commenced with ledging planned towards the end of FY26
- Access to the 25 Level was achieved through an on-reef decline layout from 24 Level footwall infrastructure
  - Development of the underground workshop on 24 Level has started and mechanised development towards 25 Level will commence soon
  - Mining below 24 Level is planned as a hybrid mining method with conventional stoping and mechanised on-reef development
- First reef intersections from the 24 Level long-inclined borehole drilling on the 25 Level reef horizon were achieved during January 2025 and exceeded the expected grades. The following results were reported:
  - 3,725cmg/t over 76.3cm (or 49g/t)
  - 1,096cmg/t over 17.2cm (or 63.70g/t).

Significant capital expenditure is being invested to extend the LoM to sustainably add gold production of approximately 65,000oz per annum for another 11 years, and we expect a much-improved performance from the operation in the year ahead.

The **Egoli project at Evander Mines' 7 Shaft** is a stand-alone underground operation which will utilise existing mining and metallurgical infrastructure, including 7 Shaft's hoisting systems and processing facilities at Kinross' metallurgical plant.

MTR operation

The **MTR operation** reached steady-state production during December 2024, with production of 30,806oz for FY25 at an AISC of US$1,282/oz.

Pan African acquired the Mogale Gold and Mintails SA Soweto Cluster TSFs in October 2022 for ZAR50 million (US$2.8 million). It successfully commissioned the operation in October 2024, ahead of schedule and US$8 million below budget, with payback expected approximately two years post commissioning at current gold prices.

The expansion of the plant from 800ktpm to 1mtpm, through the addition of two CIL tanks together with the installation of reactors to further improve recoveries, at a total expansion cost of US$6.5 million, is in progress. This will result in an increase in production from 50,000oz to approximately 60,000oz per annum, with the expansion project to be completed during FY26.

The MTR operation has successfully concluded a three-year wage agreement with its employees at an average wage increase of 5% per annum over the three years, providing stability to the operation.

The **Soweto Cluster** feasibility study is on track for completion by September 2025, with the study focusing on the option of constructing a new processing facility, which would be a stand-alone operation, also producing approximately 50,000oz to 60,000oz per annum for a period of 10 years from current Mineral Reserves.

Pan African has transparent engagement with all local stakeholders. We believe the more than 20-year operational life of the operation (MTR and the Soweto Cluster combined) will continue to revive the local economy, create jobs, contribute to community sustainability and improve security. Concurrent rehabilitation improves air and water quality and reduces illegal mining, with our activities on-site already making a meaningful positive difference to all stakeholders.

Tennant Mines

This acquisition complements Pan African's portfolio of high-margin, long-life surface remining operations, being a near-term, low-cost and low-risk production growth mine in a Tier 1 mining jurisdiction (Australia's Northern Territory). There is potential to expand the LoM beyond 15 years through a two-stage gold and copper strategy.

The Company controls 1,700km^2 through 100%-owned assets and joint venture agreements with Australian Securities Exchange-listed Emmerson Resources Limited, intending to utilise a hub-and-spoke growth strategy to process multiple deposits and already had an experienced in-country management team in place.

The construction of the **Nobles Gold Mine** was completed in April 2025, ahead of schedule and within budget. An inaugural gold pour from this operation was achieved in May 2025. Forecast production over the initial three years of the LoM, mostly from surface stockpile, open pits and TSFs, is 46,000oz to 50,000oz per year of an AISC of approximately US$1,500/oz. There is limited perceived project execution risk. It is the largest facility to have ever been constructed in the region, which is Australia's historically highest-grade gold province. The initial development capital was fully funded through Australian debt facilities. The US$32 million construction debt should be repaid within 12 months of commencement of production at current gold prices. More than 60, mostly local, workers were employed during construction, with 70 employees and 69 contractors currently on-site.

A further possibly exciting development in our portfolio is the **White Devil project**. The recent scoping study, commissioned by joint venture partner Emmerson Resources, delivered encouraging results, confirming a revised Mineral Resource of 4.6Mt at 4.2g/t gold, or 611,000oz, with 87% of that in the Indicated category. The White Devil project is subject to a joint venture agreements with Emmerson Resources, as disclosed in earlier announcements.

The **Warrego gold and copper project** is another advanced project in our Australian portfolio, where a prefeasibility study has recently been completed on the processing plant infrastructure. The project targets approximately 100,000oz of gold per year and 10,000t to 15,000t of copper per year over more than 10 years. The project cost is estimated at between US$40 million and US$45 million and could be funded from cash flow (subject to commodity prices) and debt finance. Regional gold and copper deposits owned by third-party companies could supply additional feed sources. A feasibility study is currently in progress.

Gold exploration programme in Sudan

No Mineral Resources or Mineral Reserves are currently reported for any of the targets identified.

The Group continues to monitor and evaluate the in-country situation, with all assets placed on care and maintenance and impaired by US$3.0 million to the realisable value.

SUCCESSFULLY DEALING WITH COST PRESSURES

The Group's AISC per ounce has increased by 18.2% to US$1,600/oz (FY24: US$1,354/oz), above the guidance for FY25 of between US$1,525/oz and US$1,575/oz and impacted by once-off items:

- Realised losses on zero-cost collar hedges of approximately US$30/oz
- Impact of a strengthened US$/ZAR exchange rate of US$/ZAR:18.17 compared to guidance of US$/ZAR:18.50
- Slower ramp-up of Evander Mines' underground production, which increased unit costs
- Multiple Eskom transformer failures at Barberton Mines, increasing unit costs.

An AISC of US$1,425/oz (FY24: US$1,170/oz) was achieved at our lower-cost operations, which account for more than 85.0% (FY24: 84.0%) of annual production. These low-cost operations exclude only Sheba Mine and Consort Mine.

Our efforts to contain cost increases continue, and these initiatives include:

- a focus on low-cost, high-margin surface retreatment operations
- initiatives to increase gold production from underground operations, reducing unit costs of production
- reinforcing a culture of safety and cost consciousness
- savings amounting to US$4.2 million (FY24: US$2.2 million) arising from our extensive use of renewable energy generated by Evander Mines' solar plant, which will further increase once annual savings from the recently constructed Fairview solar facility are included
- Barberton Mines concluded a five-year wage agreement to 1 June 2029 for increases of about 5.3% a year with the National Union of Mineworkers, representing the majority of employees at Barberton Mines.

Our AISC guidance for FY26 is between US$1,525/oz and US$1,575/oz (assuming an exchange rate of US$/ZAR:18.50). We continue to monitor our progress very closely as this is critical in a mining industry experiencing cost increases above inflation. For Pan African, inflationary pressures will be offset by the low cost of production at our surface retreatment operations (BTRP, Elikhulu, MTR and Tennant Mines), which now account for approximately 60% of Group production. Increased cost savings from the extensive use of renewable energy from the solar plants at Evander Mines and Fairview Mine will further positively impact the cost of production.

GROUP CAPITAL EXPENDITURE BUDGET

The Group continues to invest in its assets and growth projects to ensure sustainability and generate attractive shareholder returns and value for our stakeholders. The actual capital expenditure for FY25 and budget for FY26 are:

Operation	Sustaining US$ million Actual FY25	Expansion US$ million Actual FY25	Sustaining US$ million[1] Budget FY26	Expansion US$ million[1] Budget FY26
Barberton Mines	8.6	19.1	14.9	15.9
Elikhulu	2.0	5.0	1.6	19.6
Evander Mines	–	40.9	–	44.8
MTR operation	0.3	51.9	2.5	15.8
Tennant Mines	–	35.8	–	31.0
Corporate and other	0.8	3.5	0.4	0.2
Total	**11.7**	**156.3**	19.4	127.3

[1] *Budgeted capital converted to US$ at an exchange rate of US$/ZAR:18.50.*

Major components of capital expenditure include:

- Evander Mines' underground development, ventilation upgrades and equipping of 25 Level, 7 Shaft electrical and winder upgrades, shaft steel work and new battery locomotives
- Plant expansion at the MTR operation to include reactors and increase throughput to 1mtpm
- The Winkelhaak TSF pump station at Elikhulu
- Tennant Mines' final plant construction costs and development of the Nobles pit and satellite orebodies.

MINERAL RESOURCES AND MINERAL RESERVES

Pan African has one of the industry's best track records for grade consistency.

The Group's estimated gold Mineral Resources of 42.87Moz and Mineral Reserves of 12.98Moz at 30 June 2025, in compliance with Table 1 of the SAMREC Code, are summarised as follows:

	Gold Mineral Resources				Gold Mineral Reserves			
Operation	Tonnes Mt	Grade g/t	Gold t	Gold Moz	Tonnes Mt	Grade g/t	Gold t	Gold Moz
Barberton Mines	37.06	3.09	114.44	3.68	11.84	3.49	41.28	1.33
Elikhulu	142.34	0.26	37.49	1.21	117.52	0.26	30.39	0.98
Evander Mines	119.59	8.79	1,051.35	33.80	31.11	8.27	257.20	8.27
MTR operation	250.34	0.30	74.79	2.40	223.59	0.28	67.79	2.02
Tennant Mines	27.54	2.01	55.32	1.78	3.86	3.11	12.01	0.39
Total – FY25	576.87	2.31	1,333.38	42.87	387.93	1.04	403.67	12.98
Total – FY24	572.82	2.24	1,280.87	41.18	398.78	0.91	393.21	12.64

Mineral Reserve increases were recorded for Barberton Mines and Tennant Mines. Marginal decreases, mainly due to mining depletion, were recorded at Elikhulu, Evander Mines and the MTR operation.

Pan African's long-life assets and organic growth potential are underpinned as follows:

- Barberton Mines' **Fairview Mine**, with a remaining LoM of 23 years
- **Consort Mine** and the **BTRP**, with remaining mine lives of 12 and six years, respectively. Further studies have commenced on the Sheba dormant TSF for inclusion into the LoM of BTRP. This source could extend the BTRP's life by a further 18 months
- **Elikhulu**, the Group's flagship tailings retreatment operation in Evander, has a remaining LoM of nine years
- **Evander Mines'** 8 Shaft operation has a remaining LoM of 11 years (8 Shaft pillar and 24, 25 and 26 Levels), excluding the Egoli project, which has a nine-year LoM
- The **MTR** operation's TSF resources have a modelled 20-year LoM, which includes both the Mogale and Soweto Clusters
- **Tennant Mines' Nobles Gold operation** has an initial eight-year LoM.

The Group also has estimated **copper** Mineral Resources of 16.50Mt at 1.33% copper for a total of 219,159t copper at 30 June 2025.

The Group has secure mining rights:

- **Barberton Mines'** mining rights are valid to 2051
- **Evander Mines'** mining right is valid to 2038
- **MTR's** mining rights are valid to 2029
- **Tennant Mines'** Nobles Gold Mine management plan is valid to 2033.

Hendrik Pretorius is Pan African's competent person and signs off on the estimated Mineral Resources and Mineral Reserves report for the Group. Hendrik has reviewed and approved the information contained in this report as it pertains to Mineral Resources and Mineral Reserves.

Pan African's full **Mineral Resources and Mineral Reserves report** is available on our website at https://www.panafricanresources.com/reserves-resources/

ENVIRONMENTAL, SOCIAL AND CORPORATE GOVERNANCE

Pan African has continued to embed sustainability into its core operations, guided by a robust ESG framework and governance structure. The Group's growth strategy of low-risk gold mining through tailings management, by its nature, drives our social licence to operate and environmental sustainability and is boosted by our 'beyond compliance' approach.

The Group has invested in development projects and initiatives that have impacted our business' sustainability and community stakeholders in a positive manner. These initiatives include energy management and climate change, water management, biodiversity and conservation, education and health infrastructure, skills development, youth and women employment and health and wellness programmes.

Our **sustainable development report**, containing details of our ESG initiatives and compliance, is available on our website a https://www.panafricanresources.com/investors/gri-and-sustainability/

Environment

Renewable energy and reduction of emissions

Pan African's renewable energy strategy is critical in achieving our sustainability targets and measurably reducing the Group's carbon emissions in the long term, while stabilising the electricity supply to our operations and realising cost savings that will continually assist in lowering our real overall AISC.

The Group achieved a renewable electricity mix of 8.8% (FY24: 6.6%), compared to the 12% sustainability-linked bond benchmark. This mix is lower than the benchmark due to the delay in securing approvals from state and regulatory bodies for Barberton Mines' solar facility.

Fairview Mine's 8.75MW solar plant was commissioned in August 2024 and we continued operations at Evander Mines' 9.975MW phase 1 solar plant. These investments have returned significant sustainability and financial benefits by providing 30.0GWh (FY24: 24.6GWh) of renewable energy for FY25, generating approximately 25% of Elikhulu's energy requirements and an estimated saving of US$4.2 million (FY24: US$2.2 million) in annual electricity costs at current tariffs.

Feasibility studies for Evander Mines' phase 2 and MTR's solar projects were completed. Evander Mines' phase 2 solar plant received board approval and construction is planned for FY26. MTR is awaiting final board approval. In addition, a 5MW solar feasibility study at Tennant Mines is being concluded and, most recently, the Group has negotiated a 40MW PPA with NOA Group, a renewable energy service provider.

As part of our commitment to increasing the percentage of renewable energy in our overall energy mix, we are committed to achieving a 15% renewable energy mix by FY27, in compliance with our sustainability-linked bond finance framework. However, our ambitious target is 39% by FY30 and 50% by FY50, conditional on a material expansion of our renewable energy initiatives in pursuit of our longer-term decarbonisation strategy.

The Group is also actively investigating opportunities to secure further renewable energy PPAs from wind energy, hydropower and battery storage solution providers to reduce our power dependency on Eskom and its increasing tariff regime.

Water management

Evander Mines' 3ML/day water treatment plant, commissioned in March 2023, performed as expected, with 920.0ML of potable water produced in FY25, resulting in significant cost savings and a reduction in water withdrawals from municipal sources, thereby reducing our environmental footprint.

Evander Mines' phase 2 expansion to 6ML and the MTR 6.3ML/day projects were approved by the board to meet growing demand and enhance water security. Evander Mines' phase 2 construction commenced in June 2025 and MTR will commence in September 2025.

In April 2025, Tennant Mines commissioned a 0.05ML/day water treatment plant.

The Group expects reduced municipal water use, with cost savings of more than US$1.1 million per year.

Biodiversity and land rehabilitation

Pan African contributes to programmes aimed at promoting biodiversity and conservation. It strongly supports the coexistence of mining and conservation.

MTR met the 16% land rehabilitation target (204ha) set through our sustainability-linked finance requirement in FY25.

Biodiversity partnerships with local non-governmental organisations (NGOs) and authorities supported our conservation efforts. It is critical to ensure the successful coexistence of the mines within the protected areas in and surrounding our mining rights.

Annual environmental compliance audits showed compliance across operations, with action plans in place to address minor non-conformances.

Pan African operates multiple, concurrent rehabilitation programmes, and we are working to conform to the latest international TSF standards, as required by the Global Industry Standard on Tailings Management (GISTM) requirements. Our ongoing rehabilitation of land during FY25 extended to an additional 97ha of land previously disturbed by mining at Barberton Mines (FY24: 85ha). The rehabilitation liabilities related to Barberton Mines and Evander Mines of US$11.3 million (FY24: US$9.5 million) are fully funded.

Besides extracting gold at attractive margins, tailings reprocessing assists in rehabilitating mining sites to reduce water and air pollution. Pan African plans to address the legacy of environmental pollution at the MTR operation by concurrently rehabilitating the mining area and returning the land to a state where it can be used for agriculture, solar power farms or housing projects. The MTR operation's closure rehabilitation liabilities of US$11.0 million (FY24: US$10.2 million) will be funded over the operation's life.

Pan African produced its inaugural TNFD report for FY25.

Read more in the **environmental overview** on **page 138**.

Our **climate change report**, providing our stakeholders with visibility of our approach to managing climate-related risks and opportunities, and our **TNFD report**, which outlines our management of biodiversity-related risks and opportunities, are available on our website at https://www.panafricanresources.com/investors/gri-and-sustainability/

Social

Stakeholder engagement

Pan African has established formal stakeholder engagement forums at all operations, which are aimed at establishing initiatives that provide meaningful community benefits and reduce reliance on mining. The clear and transparent communication and action have also reduced operational disruptions.

Socio-economic development

Developing the community is integral to our social licence to operate.

All South African operations are up to date with their Social and Labour Plans submitted to the DMPR. The plans include significant local community benefits, such as new infrastructure projects in Barberton and Evander, while ongoing corporate social investment initiatives provide support to local NGOs and community organisations that would otherwise collapse without funding from the Company.

Sustainable communities

The Barberton Blueberries project (Barberton Blue) has created 17 permanent and 320 seasonal jobs. Community partnerships included pollination services and training programmes.

Enterprise and supplier development

To date, over 135 local small and medium-sized enterprises have been engaged across the Group's operations for further development and potential inclusion in the vendor list or supply chain.

Barberton Mines has implemented structured enterprise and supplier development (ESD) programmes through specialist third-party service providers, incorporating incubation centres, mentorship and ring-fenced procurement. Evander Mines is scheduled to follow suit in FY26.

MTR launched its ESD strategy with a focus on co-working spaces and supplier development hubs.

Skills development

Pan African's employee value proposition is deeply rooted in our core values, strategic priorities and commitment to sustainability and people development. We encourage courageous conversations while respecting the safety and dignity of our people. Respect and a commitment to care and safety build trust within our operations and communities.

Communities benefit from the skills development required for our operations. More than 100 bursaries were awarded across our operations, inclusive of community beneficiaries. Learnerships, internships and adult education programmes supported local workforce development and youth empowerment.

Wellness

Pan African has made significant strides in promoting employee health and wellness across its operations. The wellness programmes focus on three key performance indicators (KPIs): education and induction, movement initiatives and health data monitoring. The programmes have reached thousands of employees and are showing measurable health improvements.

Group wellness initiatives in FY25 included integrating health education into induction training, promoting active events such as walks and hikes, improving digital health data collection and engaging employees in wellness activities.

Awareness, prevention and treatment programmes are in place to combat lifestyle diseases.

The Group developed an interactive smartphone app to convey its unique employee value proposition for a more engaged workforce and improved productivity.

Read more in the **social overview** on **page 142**.

Corporate governance

Our 'beyond compliance' approach to corporate governance remains the cornerstone of our sustainability approach amid evolving ESG regulations and standards.

Our progress is monitored through independent external limited assurance by PricewaterhouseCoopers Inc. on key sustainability information. The Group is guided by global standards from the Global Reporting Initiative, the International Sustainability Standards Board and the TNFD. The Group is aligning its reporting with IFRS S1 and S2, with strategic focus areas including climate change, biodiversity management, artificial intelligence (AI), ethics and stakeholder engagement.

Our 2024 integrated annual report received the merit award in the Small Cap listed category at the Chartered Governance Institute of Southern Africa/JSE Limited Integrated Reporting Awards 2024. This achievement recognises the Group's commitment to quality, transparent and comprehensive reporting.

Read more in the **corporate governance** overview on **page 145**.

Future ESG goals and commitments

Our sustainability efforts in the foreseeable future will focus on the following:

- Achieve a 15% Group renewable energy mix by FY27
- Land rehabilitation targets of 470ha or 41% of MTR's environmental footprint
- Achieve water security at all operations
- Continue integrating the sustainable development strategy into business strategy and operations
- Enhance stakeholder engagement and employee and local community development initiatives aligned towards sustainable development for social change and meaningful impact
- Expand ESG assurance in FY26, including new KPIs on water consumption and usage intensity
- Align reporting with IFRS S1 and S2 – strategic focus areas include climate change, biodiversity management, AI, ethics and stakeholder engagement
- Commence Evander Mines' phase 2 and MTR's solar projects in FY26.

OUR STAKEHOLDERS

We are conscious that Pan African does not operate in isolation, and we will therefore continue our multifaceted involvement in the communities where we operate through dedicated stakeholder engagement forums. We focus on our 'beyond compliance' initiatives to maintain our social licence to operate and strengthen community relations.

We are grateful that we have no history of prolonged labour or community protest actions, which we attribute to the strong, mutually respectful relationships we have with our employees and their representative unions, as well as the effectiveness of our proactive community engagement structures and initiatives. Multi-year wage agreements are in place.

Our community involvement in the Mogale and Soweto areas is already highly impactful, through the creation of direct employment opportunities, environmental remediation and restoration, small business development and training programmes, as well as efforts to eradicate illegal mining.

There is increasing collaboration between private sector businesses such as Pan African and the state to resolve issues including illegal mining, criminality, corruption, electricity shortages and infrastructure.

The Group is a member of the Global Initiative against Transnational Organised Crime.

DIVIDENDS

The board has proposed a record final dividend of ZAR864.2 million for FY25 (approximately US$48.7 million), equal to ZA 37.00000 cents per share or approximately US 2.08451 cents per share (1.52076 pence per share). The dividend is subject to approval by shareholders at the AGM, which is to be convened in 20 November 2025.

SHARE BUY-BACK PROGRAMME

The board believes that, at the current share price, the Company's shares continue to offer significant value, given the quality and profitability of the Group's existing operations and growth projects.

Pan African accordingly announced a share buy-back programme to purchase up to ZAR200 million (US$11.1 million) of ordinary shares of GBP0.01 each, commencing on 1 July 2025. The programme forms part of the Company's broader strategy to deliver value to shareholders.

In total, only 2,003,735 shares could be purchased as the trades were impacted by the increase in the share price and limits imposed by the AIM Market Abuse Regulation rules and JSE Limited (JSE) rules.

OUTLOOK AND PROSPECTS

Pan African continues to position itself for increased low-cost surface sources production with a world-class portfolio comprising 60% low-cost surface mining and 40% high-grade, long-life underground mines.

Group production for FY26 is expected to increase substantially, principally as a result of steady-state production at the MTR operation, increased production from Evander Mines underground (following substantial investments in infrastructure and underground development over the past years), as well as the production contribution from Tennant Mines, with production ramp-up expected to be completed in FY26Q1.

Group production for FY26 is expected to be between 275,000oz and 292,000oz, as outlined below with higher production in FY26H2.

Operation	Production range oz
Barberton Mines underground	69,000 – 72,000
BTRP	13,000 – 15,000
Elikhulu	49,000 – 51,000
Evander Mines underground	46,000 – 50,000
MTR operation	52,000 – 54,000
Tennant Mines	46,000 – 50,000
Total	**275,000 – 292,000**

AISC® guidance for FY26 is between US$1,525/oz and US$1,575/oz, with positive contributions to the cost outlook for FY26 coming from:

- the increase in the contribution to Group production from lower-cost surface operations, with a full year of production from the MTR operation and Tennant Mines
- increased production from Evander Mines' underground operations
- reduction in the labour cost for Barberton Mines' underground operations, following the successful conclusion of the operation's restructuring programme
- savings arising from the extensive use of renewable energy projects
- ongoing efforts to contain costs and reinforce a culture of cost consciousness.

Pan African views the broad macroeconomic environment as positive, given its status as one of the lowest-cost, long-life producers of high-quality gold ounces in Southern Africa.

Our primary focus for the short term is safely delivering into our production guidance and successfully executing capital projects that will sustain and increase future gold production. In particular, we will:

- continue our focus on health and safety initiatives in our proactive journey to 'zero harm'
- focus on achieving production and cost guidance
- execute capital projects designed to sustain and increase future gold production
- continue the Group's ESG initiatives and advance our renewable energy roadmap as part of the decarbonisation strategy
- maintain focus on generating sustainable shareholder returns with a prospect for further share buy-backs and increased dividends as the Group degears in the next year
- explore local and international growth opportunities in a responsible and circumspect manner.

APPRECIATION

I would like to thank our motivated leadership, dedicated staff and contractors for their unwavering commitment to the ongoing success and sustainability of the Group.

I am grateful for the support and guidance from our trusted board in navigating challenges and opportunities in preparing for the exciting expansion of our horizons in the future.

Cobus Loots
Chief executive officer

10 September 2025

FIVE-YEAR FINANCIAL OVERVIEW

US$ million	FY25	FY24	%Δ		FY23	FY22	FY21
Statement of profit or loss							
Revenue	540.0	373.8	44.5	▲	319.9	376.4	368.9
Cost of production before depreciation and amortisation	(280.8)	(221.2)	26.9	▲	(198.9)	(226.4)	(208.8)
Gross profit	225.8	131.4	71.8	▲	100.6	123.5	128.0
Adjusted EBITDA	226.6	141.2	60.1	▲	115.1	138.3	144.1
Impairment (cost)/reversal	(3.0)	–	100	▲	–	(0.5)	–
Gain on acquisition	28.0	–	100	▲	–	–	–
Profit for the period	140.6	78.8	78.4	▲	60.5	75.0	74.7
Headline earnings	116.6	79.5	46.7	▲	60.2	75.6	74.7
Dividend paid	(27.5)	(21.2)	29.7	▲	(23.2)	(25.0)	(20.6)
Statement of financial position							
Non-current assets	899.1	625.7	43.7	▲	445.8	401.1	398.5
Current assets	105.5	60.4	74.7	▲	58.9	56.0	84.6
Total equity	546.7	364.1	50.2	▲	291.9	294.6	283.6
Non-current liabilities	282.0	237.1	19.0	▲	135.4	103.5	93.5
Current liabilities	175.9	84.9	>100	▲	77.4	59.0	106.0
Statement of cash flows							
Net cash from operating activities	154.9	90.8	70.6	▲	100.1	110.0	82.2
Investment in property, plant and equipment	157.9	166.2	2.6	▲	112.7	82.7	44.4
Net (decrease)/increase in cash and cash equivalents	22.5	(9.6)	>100	▲	12.3	(3.7)	(6.4)
Financial indicators							
Average exchange rate (ZAR per US$)	18.17	18.71	5.3	▼	17.77	15.22	15.40
Closing exchange rate (ZAR per US$)	17.75	18.19	(3.4)	▼	18.83	16.28	14.28
Average exchange rate (US$ per A$)	0.65	–	–		–	–	–
Closing exchange rate (US$ per A$)	0.66	–	–		–	–	–

Share statistics	Unit	FY25	FY24	%Δ		FY23	FY22	FY21
Shares in issue	million	2,335.7	2,222.9	5.1	▲	2,222.9	2,222.9	2,234.7
Weighted average number of shares in issue	million	1,978.9	1,916.5	3.3	▲	1,916.5	1,926.1	1,928.3
Earnings per share	US cents	7.16	4.14	73.0	▲	3.18	3.90	3.87
Headline earnings per share	US cents	5.89	4.15	41.9	▲	3.14	3.93	3.87
Net asset value per share	US cents	26.9	19.00	41.6	▲	15.23	15.37	14.71
Dividend paid per share	US cents	1.20	0.96	25.0	▲	1.04	1.27	0.84

Performance

▲ Positive increase ▼ Positive decrease ▲ Negative increase ▼ Negative decrease ▶ Unchanged

Shares traded	FY25 JSE ZAR million	FY25 AIM GBP million	FY24 JSE ZAR million	FY24 AIM GBP million	FY23 JSE ZAR million	FY23 AIM GBP million	FY22 JSE ZAR million	FY22 AIM GBP million	FY21 JSE ZAR million	FY21 AIM GBP million
Value of shares traded	16,554.2	425.5	3,233.1	282.4	2,854.2	140.4	4,018.9	194.6	5,294.3	164.5

Shares traded	Unit	FY25 JSE	FY25 AIM	FY24 JSE	FY24 AIM	FY23 JSE	FY23 AIM	FY22 JSE	FY22 AIM	FY21 JSE	FY21 AIM
Volume of shares traded	million	1,829.9	1,106.3	717.7	1,577.2	782.3	834.0	1,056.3	1,015.7	1,192.6	773.4
Volume traded as percentage of number in issue	%	90.2	54.5	32.3	82.3	35.2	43.5	47.5	46.9	53.4	34.6
Price:earnings	ratio	12.7	16.5	7.8	7.7	5.4	5.3	6.6	7.0	5.7	6.0
Dividend yield at the last traded share price ZAR11.09 GB45.75 pence	%	3.3	3.3	3.6	3.7	5.9	6.0	4.6	4.3	5.3	5.3

Shares traded	FY25 JSE ZA cents	FY25 AIM GB pence	FY24 JSE ZA cents	FY24 AIM GB pence	FY23 JSE ZA cents	FY23 AIM GB pence	FY22 JSE ZA cents	FY22 AIM GB pence	FY21 JSE ZA cents	FY21 AIM GB pence
Last sale in year	1,109	45.75	605.0	26.1	303.0	12.5	394.0	20.8	341.0	17.2
High	1,264	49.90	640.0	27.6	485.0	21.2	476.0	24.0	642.0	27.1
Low	599	26.35	293.0	12.1	283.0	12.0	295.0	15.1	311.0	15.4
Average traded price per share	872	37.04	450.0	19.1	365.0	16.9	374.6	19.2	440.0	21.3

Number of shares in issue: 2,029,317,205

FINANCIAL DIRECTOR'S REPORT

Marileen Kok
Financial director

Net cash from operating activities increased by 65.2% to

US$154.9 million

(FY24: US$90.8 million), primarily attributable to the increase in the gold price.

Pan African has delivered an exceptional financial performance for the year, driven by the excellent gold price and increased gold production. The Group continues to reinvest in its assets and growth projects, prioritising capital expenditure on the expansion of the MTR operation, Evander Mines' 24 and 25 Level project and Tennant Mines.

In FY25, Pan African continued to deliver a robust financial and operational performance, building on the strong foundation established in recent years. The Group achieved significant growth in profits, with revenue increasing by over 44.5% in US$ terms compared to the prior year, driven by favourable gold prices and the contribution from our growth projects, especially the MTR operation. Profit for the period rose substantially by 81.8% to US$140.6 million, reflecting our strategic focus on cost optimisation and operational excellence. Cash generated from operations also saw a marked improvement, reaching US$154.9 million, underpinned by the continued success of our key projects. Our commitment to sustainable growth and creating shareholder value is evident in the Group's excellent financial results, positioning Pan African for further success in the ever-changing mining sector. The flexibility inherent in our operations contributes to the quality of our mines and their ability to withstand short-term disruptions.

Pan African made significant progress in both its operational and growth projects, delivering a solid financial performance and increasing gold production to 196,527oz from its portfolio of underground and surface remining operations. The Group expanded its horizons over the past year by successfully commissioning the MTR plant, acquiring Tennant Mines and commissioning the Nobles Gold plant, enabling the Group to increase its production capacity to more than 275,000oz.

The Group has reiterated its ability to deliver projects ahead of schedule and under budget, allowing it to reduce its net senior debt® as reported in December 2024 from US$213.9 million to US$141.4 million, and plans to be degeared by the end of FY26, at prevailing gold prices.

Looking ahead, we remain focused on maintaining our strong financial performance, executing our strategic initiatives and pursuing sustainable growth projects to create lasting value for our shareholders and other stakeholders.

OVERVIEW

Pan African has delivered an outstanding set of operational and financial results for FY25. Notably, revenue increased by 44.5%, supported by a 6.5% increase in gold sales to 196,926oz (FY24: 184,885oz) and a 35.7% increase in the average US$ gold price received during this period. The increased gold sales demonstrate the Group's ability to address operational issues and deliver on its growth projects. Refer to the **operational performance review** on **page 100** for further details.

Total capital expenditure for the year amounted to US$168.0 million (FY24: US$172.4 million), which resulted in an increase in net debt® to US$150.5 million, relative to net debt® of US$106.4 million at the end of June 2024.

AISC® has increased to US$1,600/oz (FY24: US$1,354/oz), resulting in an AISC® margin of 70.9% (FY24: 32.8%) earned on the average gold price of US$2,735/oz (FY24: US$2,015/oz) received during the 2025 reporting period. The increase in AISC® is primarily as a result of the negative impact on unit cost of production as a result of lower production at the underground operations combined with above inflationary increases in electricity and reagents. The realised hedge losses of US$30/oz and the effect of the strengthening US$/ZAR exchange rate compared to the prior year also contributed to the increase.

Cash holdings increased to US$49.5 million (FY24: US$26.3 million), while net cash from operating activities increased to US$154.9 million (FY24: US$90.8 million) as a result of the increase in revenue. Liquidity remains healthy, with access to immediately available cash and undrawn debt facilities of US$99.7 million (FY24: US$95.0 million) at year-end.

The commissioning of the 8.75MW solar plant at Barberton Mines in August 2024 contributed to the solar generation of the Group's 9.9MW solar plant at Evander Mines, which was commissioned in May 2022. These facilities contributed to operational cost savings of more than US$8 million in electricity costs and generated 141,044,956MWh of renewable energy, substantially reducing the Group's carbon emissions.

Performance

▲ Positive increase ▼ Positive decrease ▲ Negative increase ▼ Negative decrease ▶ Unchanged

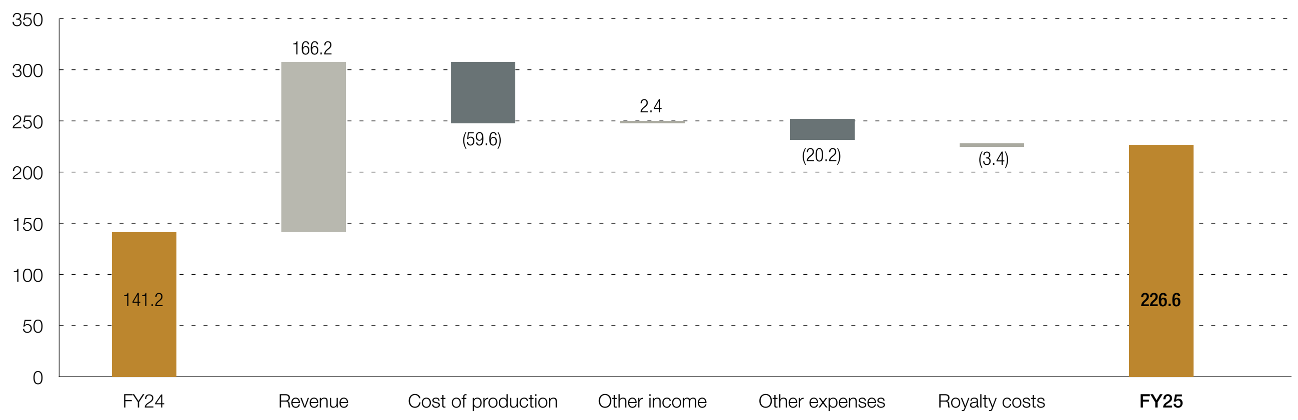
FINANCIAL CAPITAL

Highlights for the year	FY25	FY24	%Δ	
Revenue	US$540.0 million	US$373.8 million	44.5	▲ Positive increase
Profit for the period	US$140.6 million	US$78.8 million	78.4	▲ Positive increase
Headline earnings®	US$116.6 million	US$79.5 million	47.6	▲ Positive increase
Basic earnings per share	US 7.16 cents	US 4.14 cents	73.0	▲ Positive increase
Net cash from operating activities	US$154.9 million	US$90.8 million	70.6	▲ Positive increase
Net debt®	US$150.5 million	US$106.4 million	41.5	▲ Negative increase
Adjusted EBITDA®	US$226.6 million	US$141.2 million	60.1	▲ Positive increase
Dividend proposed per share	US 2.08451 cents	US 1.20946 cents	72.4	▲ Positive increase

PROFITABILITY

Adjusted EBITDA® increased to US$228.3 million, and the EBITDA® margin increased to 42.3% (FY24: 37.8%), impacted by a US$166.2 million revenue increase and a US$59.6 million increase in production costs.

Adjusted EBITDA® for FY25 (US$ million)



THE TENNANT MINES TRANSACTION

Agreement

Pan African concluded a share acquisition agreement with Tembo Capital Holdings UK Limited, Transasia Private Capital Security Agent Limited, Catalpa Management Proprietary Limited (Catalpa) and Tennant Resources Proprietary Limited (together the 'sellers') to acquire 100% of Tennant Consolidated Mining Group Proprietary Limited (Tennant company).

The acquisition was structured as follows:

- Initial cash investment to acquire 8% (subscription for new shares) in March 2024
- Issue of Pan African shares to acquire the balance of 92% (shares and claims of existing shareholders), settled in December 2024.

The total acquisition cost is made up as follows:

	US$[1]
Initial equity investment (at cost)	3,350
Equity acquisition	38,508
Total	41,858

[1] *Converted at an exchange rate of US$/A$:0.67.*

The agreement contains warranties, undertakings and terms which are standard for a transaction of this nature.

Categorisation

The initial investment was an uncategorised transaction and did not involve any related parties in terms of the JSE Listings Requirements or the AIM Rules for Companies (AIM Rules) and was therefore not subject to shareholder approval.

The acquisition of the balance constituted a category 2 transaction in terms of the JSE Listings Requirements. It was not classified as a material transaction in terms of the AIM Rules, did not involve any related parties and was also not subject to Pan African shareholder approval.

Completion

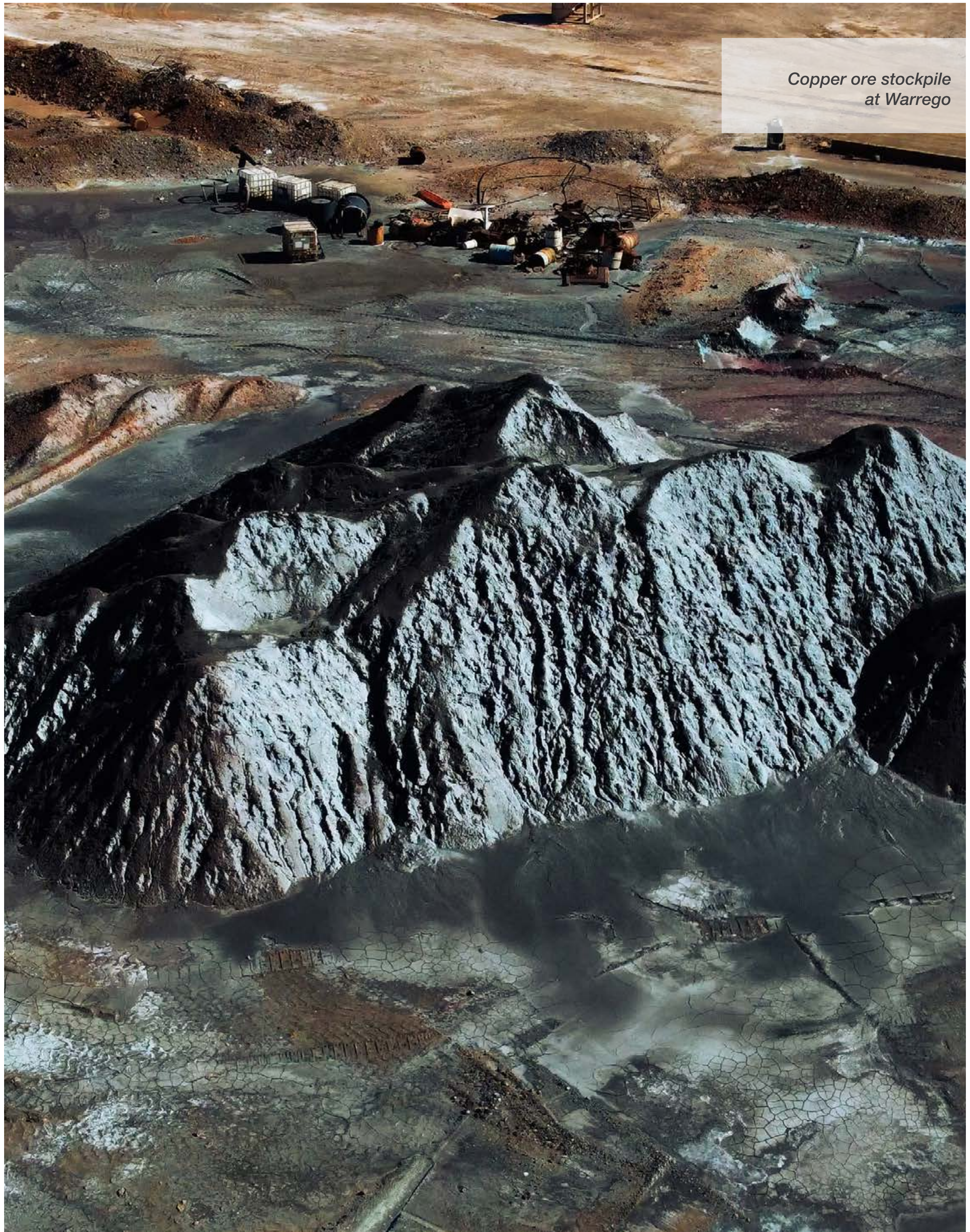
Pan African obtained control of Tennant company on 5 November 2024 and has been consolidated as of this date.

Following the approval of the special resolutions by the requisite majority of shareholders at the Group's AGM on 21 November 2024 to increase Pan African's issued share capital, the process of allotment of equity to the respective Tennant company shareholders in terms of the share acquisition agreement was completed. Tennant company is now a wholly owned subsidiary of the Group.

Payback

The initial development capital of US$35.7 million is fully funded with Australian debt facilities, including Australian Northern Territory Government funding.

The payback of the initial capital investment is expected in less than three years at an average gold price of approximately US$2,600/oz, with the base case financial model also demonstrating returns in line with the Group's investment return requirements.


Copper ore stockpile at Warrego

FINANCIAL DIRECTOR'S REPORT continued

Performance

▲ Positive increase ▼ Positive decrease ▲ Negative increase ▼ Negative decrease ► Unchanged

FINANCIAL PERFORMANCE FOR THE YEAR ENDED 30 JUNE 2025

US$ million	FY25	FY24	%Δ	
Revenue	540.0	373.8	44.5	Positive increase
Cost of production	(280.8)	(221.2)	27.0	Negative increase
Mining and processing costs	(121.6)	(89.6)	35.7	Negative increase
Salaries and wages	(63.0)	(55.2)	14.1	Negative increase
Electricity costs	(41.3)	(31.1)	32.8	Negative increase
Engineering and technical costs	(28.2)	(25.6)	10.1	Negative increase
Other	(26.7)	(19.7)	35.5	Negative increase
Depreciation and amortisation	(33.4)	(21.2)	57.6	Negative increase
Gross profit	225.8	131.4	71.8	Positive increase
Other income	6.5	4.1	59.0	Positive increase
Gain on acquisition	28.0	–	>100	Positive increase
Impairment	(3.0)	–	>100	Negative increase
Other expenses	(36.5)	(14.5)	>100	Negative increase
Royalty costs	(5.1)	(1.7)	>100	Negative increase
Net income before finance income and finance costs	215.8	119.3	80.9	Positive increase
Finance income	1.9	1.9	–	Unchanged
Finance costs	(21.1)	(11.8)	78.8	Negative increase
Profit before tax	196.6	109.4	79.7	Positive increase
Income tax expense	(56.0)	(30.6)	83.0	Negative increase
Profit for the period	140.6	78.8	78.4	Positive increase
Adjusted EBITDA	226.6	141.2	60.5	Positive increase
Headline earnings	116.6	79.5	46.7	Positive increase

Revenue increased due to gold sold increasing by 6.5% to 196,926oz (FY24: 184,885oz) and the average US$ gold price received increasing by 35.7% to US$2,735/oz (FY24: US$2,015/oz).

Production costs are incurred in rand and A$, the functional currencies of the Group's main operating entities, with translations to US$ impacted by the US$/ZAR exchange rate, which appreciated by 2.9% relative to the previous financial year. The Group's production costs increased in US$ terms by 26.9%, mainly due to the MTR operation which was commissioned in FY24Q2.

- **Mining and processing costs** increased largely due to the following:
  - An increase in contractor costs associated with the contractor model adopted at Consort Mine and increased production from vamping and other contracts at Fairview and Sheba Mine
  - Above-inflation-related cost increases in reagents of more than 8.5%
  - An increase in tonnes milled at Elikhulu
  - An increase of 20.0% relating to MTR
- **Salaries and wages:** The Group's average annual salary increase was approximately 5.6% and an increase of 7.6% relating to MTR
- **Electricity costs** increased following a 13.9% regulatory increase and an increase of 19.6% relating to MTR, offset by solar savings
- **Engineering and technical costs** increased due to the commissioning of MTR.

The **depreciation and amortisation charge** increased by 57.6%, primarily due to the commissioning of MTR, resulting in a 29.7% increase and due to the 5.6% increase in gold production. This charge is calculated based on actual RoM production relative to RoM mining tonnes contained in the operations' Mineral Reserve lives. Additionally, the 2.9% appreciation in the average US$/ZAR exchange rate, relative to the previous financial year, resulted in an increase in depreciation in US$ terms.

The **gross profit margin** increased to 71.8% (FY24: 35.2%) for the reasons explained above.

Other income relates to non-production rental income and gold trading gains that are non-recurring in nature.

The **gain on acquisition** arose due to the acquisition of Tennant Mines; refer to **note 39** to the annual financial statements for a detailed explanation on the gain.

Other expenses increased by US$20.0 million mainly due to an US$8.0 million increase in costs incurred on the Group's employee incentive scheme to US$13.3 million (FY24: US$5.3 million) and realised losses due to the cost collar derivatives in Barberton Mines of US$5.8 million.

Finance costs increased by 77.9% largely due to an increase in the Group's borrowings to fund its capital expenditure programmes. Specifically, finance costs on the Group's borrowings increased by US$13.5 million to US$21.0 million (FY24: US$11.8 million), of which borrowing costs of US$7.1 million have been capitalised to the MTR operation.

The **income tax expense** for the current reporting period gave rise to an effective tax rate of 27.0%, which is slightly lower than the prior reporting period's rate of 28.0%. The 83.3% year-on-year increase in the Group's income tax expense is primarily attributable to the tax charge increasing to US$19.7 million (FY24: US$12.5 million), following an increase in the Group's taxable profit. The deferred tax expense increased to US$36.3 million (FY24: US$18.0 million).

FINANCIAL DIRECTOR'S REPORT continued

Performance

▲ (green)	Positive increase
▼ (green)	Positive decrease
▲ (red)	Negative increase
▼ (red)	Negative decrease
▶	Unchanged

FINANCIAL POSITION AS AT 30 JUNE 2025

US$ million	FY25	FY24	%Δ	Performance
ASSETS				
Property, plant and equipment	824.5	567.6	45.3	Positive increase
Goodwill	17.1	16.7	2.5	Positive increase
Long-term inventory	25.7	12.3	>100	Positive increase
Investment	–	3.4	(100)	Negative decrease
Environmental rehabilitation obligation fund	29.1	24.8	17.5	Positive increase
Other	2.7	0.9	>100	Positive increase
Non-current assets	**899.1**	625.7	43.7	Positive increase
Inventory	38.9	16.4	37.1	Positive increase
Trade and other receivables	15.5	15.2	2.1	Positive increase
Cash and cash equivalents	49.5	26.3	88.1	Positive increase
Other	1.5	2.5	(40.0)	Negative decrease
Current assets	**105.5**	60.4	74.7	Positive increase
Total assets	**1,004.5**	686.1	46.4	Positive increase
EQUITY AND LIABILITIES				
Share capital and premium	50.3	273.1	>100	Negative decrease
Retained earnings	717.6	364.6	96.8	Positive increase
Reserves	(219.1)	(272.5)	(19.6)	Negative decrease
Non-controlling interests	(2.1)	(1.1)	90.9	Positive increase
Total equity	**546.7**	364.1	50.2	Positive increase
Environmental rehabilitation obligation	24.0	19.7	21.8	Negative increase
Borrowings	103.6	123.1	(15.8)	Positive decrease
Share-based payment obligations	10.3	6.5	59.0	Negative increase
Deferred tax	140.5	85.4	64.5	Negative increase
Other	3.5	2.4	45.8	Negative increase
Non-current liabilities	**282.0**	237.1	18.9	Negative increase
Trade and other payables	72.6	66.4	9.4	Negative increase
Borrowings	86.3	4.7	>100	Negative increase
Contract liability	–	7.3	(100)	Positive decrease
Share-based payment obligations	11.2	4.5	>100	Negative increase
Other	5.7	2.0	>100	Negative increase
Current liabilities	**175.9**	84.9	>100	Negative increase
Total liabilities	**457.8**	322.0	42.2	Negative increase
Total equity and liabilities	**1,004.5**	686.1	46.4	Negative increase

Capital expenditure on **property, plant and equipment** amounted to US$168.0 million (FY24: US$172.4 million), which included sustaining capital® expenditure of US$11.7 million (FY24: US$13.8 million) and expansion capital® expenditure of US$158.2 million (FY24: US$158.6 million).

The decrease in **investment** is as a result of obtaining control of Tennant company. The investment is now consolidated.

The **return on capital employed**® increased by 35.1% (FY24: 28.5%) due to a 79.3% increase in earnings before interest and taxes and a corresponding 45.5% increase in capital employed. The increase in return on capital employed® demonstrates the Group's efficiency in deploying capital to generate profits.

The Group's net assets increased to US$546.3 million (FY24: US$364.1 million). Equity increased by the profit for the period, offset by:

- the net dividend payments to shareholders of US$27.5 million (FY24: US$18.3 million) and a comprehensive gain of US$12.8 million (FY24: US$11.7 million (loss)), due to the recognition of a foreign translation gain of US$12.8 million (FY24: US$11.7 million), as a consequence of the closing exchange rate appreciating from US$/ZAR:18.19 to US$/ZAR:17.75 at the financial year-ends.

The **share capital and premium reduced** due to the capital reduction in July 2024.

The **environmental rehabilitation obligation** increased by US$4.3 million, mainly as a result of a US$2.2 million (FY24: US$2.2 million) increase associated with the unwinding of the obligation, a change in estimate of US$1.7 million (FY24: US$0.3 million) as well as a US$0.6 million (FY24: US$0.6 million) foreign currency translation reserve loss movement.

Borrowings increased to US$189.9 million (FY24: US$127.8 million), which is attributable to the expansionary capital expenditure on the MTR operation, Tennant Mines' plant and Evander Mines' 24 Level project.

The Group is obligated to redeem principal debt of US$86.3 million during FY26.

The **share-based payment obligations** increased primarily as a result of an increase in the number of cash-settled share options issued, coupled with an increase in the Group's share price.

Trade and other payables increased by US$6.2 million to US$72.6 million (FY24: US$66.4 million), primarily as a result of the commissioning of MTR.

The **contract liability decreased** due to the settlement of the synthetic forward in February 2025.

CASH FLOW FOR THE YEAR ENDED 30 JUNE 2025

US$ million	FY25	FY24	%Δ	Performance
Cash from operating activities	154.9	90.8	65.2	Positive increase
Cash used in investing activities	(149.9)	(169.4)	(9.1)	Positive decrease
Cash from financing activities	17.5	69.0	(>100)	Negative decrease
Net (decrease)/increase in cash and cash equivalents	22.5	(9.6)	>100	Negative decrease
Cash and cash equivalents at the beginning of the year	26.3	34.8	24.4	Positive increase
Effect of foreign exchange rate changes	(0.7)	1.1	(>100)	Negative decrease
Cash and cash equivalents at the end of the year	49.5	26.3	88.2	Positive increase

Pan African has sufficient liquidity at the end of the financial year with access to cash and undrawn debt facilities of US$99.7 million (FY24: US$95.1 million).

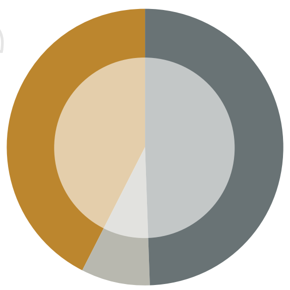
Net cash from operating activities before dividends, tax, royalties and net finance costs increased by US$88.4 million to US$222.7 million (FY24: US$134.3 million), and **cash from operating activities** increased by US$63.5 million mainly due to the increase in revenue.

Cash used in investing activities includes capital expenditure on property, plant and equipment of US$169.9 million (FY24: US$174.2 million).

Cash from financing activities includes proceeds from borrowings of US$139.5 million (FY24: US$114.2 million), partially offset by the repayment of senior debt facilities of US$117.2 million (FY24: US$42.9 million).

FINANCIAL DIRECTOR'S REPORT continued

Available cash and undrawn debt facilities (US$ million)



Cash and cash equivalents	49.5
Available general banking facilities	7.9
Available RCF	42.2

GOLD PRICE HEDGING

The Group's senior debt facilities required that the gold price be hedged on a two-year rolling basis, with the intent of locking in cash flow (available for debt service) of ZAR300 million, however, these requirements were waived in the current reporting period due to the robustness of the Group's cash flows.

The Group does not have any gold price hedges in place from 1 July 2025, with the following hedges that rolled off in FY25:

- Synthetic gold forward sale transaction: An obligation to sell 4,846oz of gold per month, for 24 months commencing in March 2023, at a fixed price of ZAR1,025,000/kg (US$1,723/oz[1]), for which the Group received an upfront premium of US$21.6 million[1] (ZAR400 million). The effective price at which the Group sold the 3,617kg of gold, over the 24 months, is ZAR1,135,604/kg (US$1,909/oz[1])
- Zero-cost collars: The following gold price hedges were entered into for FY25:

	July 2024 to February 2025	March 2025 to June 2025
Notional quantity	1,991oz per month	12,577oz per month
Total notional quantity	15,928oz	50,308oz
Cap price	ZAR1,663,477/kg US$2,844/oz[2]	ZAR1,839,663/kg US$3,146/oz[2]
Floor price	ZAR1,250,000/kg US$2,137/oz	ZAR1,250,000/kg US$2,137/oz

[1] *Converted at an exchange rate of US$/ZAR:18.50.*
[2] *Converted at an exchange rate of US$/ZAR:18.19.*

During the year, 105,004oz representing 53.4% of gold sales were committed in terms of the above hedging transactions and did not benefit from the spot gold price, resulting in an opportunity cost of US$26.2 million and a hedge loss of US$5.8 million.

CAPITAL ALLOCATION DISCIPLINE

The board is conscious of stakeholder aspirations for sustainable value creation. As a result, all capital allocation decisions are subject to rigorous analysis and predefined risk-adjusted return parameters to ensure this objective is fulfilled. Of paramount importance in all such capital allocation decisions is the Group's ability to successfully execute investment opportunities and realise the requisite risk-adjusted return over the investment horizon. The compelling returns currently being earned on the historical capital invested in the BTRP, Evander Mines' 8 Shaft pillar, Elikhulu and MTR bear testimony to our success in this regard.

Our primary investment criterion is to earn a minimum return in excess of the Group's cost of capital, after adjusting for project-specific and sovereign risks. Furthermore, to ensure our returns are robust through the commodity price cycle, we endeavour to invest only in projects that fall into the lower half of the cost curve, where the execution risk is within our capability and with payback periods that are compelling.

CAPITAL STRUCTURE AND FINANCING ARRANGEMENTS

The Group's borrowing facilities are summarised below:

South Africa

- **Term loan:** ZAR1.3 billion (US$70.3 million) for the MTR operation, with a six-year term and quarterly repayments, maturing on 31 July 2029
- **Revolving credit facility (RCF):** ZAR1.0 billion (US$56.4 million), providing flexible working capital, repayable in a single bullet payment on 30 June 2026
- **Green loan:** ZAR350 million (US$19.7 million) for eligible green projects. This facility was fully repaid during the reporting period.
- **DMTN bonds:** ZAR1.2 billion (US$67.7 million) for the MTR operation, with interest payable quarterly in arrears
  - **PARS01:** ZAR147.0 million (US$8.3 million), maturing on 31 December 2025
  - **PARS02:** ZAR215.0 million (US$12.1 million), maturing on 13 December 2027
  - **PARS03:** ZAR840.0 million (US$47.3 million), repayable in instalments of 25% on 22 March 2026, 25% on 22 March 2027, and 50% on 22 March 2028.

These South African facilities are subject to sustainability-linked KPIs, independently verified annually over a seven-year period. Favourable performance against these KPIs reduces applicable interest rates. Additional details on the KPIs and the **sustainability-linked framework** are disclosed on **page 98**.

Australia

- **Realside facility:** A$47 million (US$26.3 million) for Tennant Mines' operations, with a three-year term and quarterly repayments beginning on 31 March 2026
- **Northern Territory Government facility:** A$10 million (US$6.8 million), with monthly repayments starting 15 January 2026 and final repayment due on 15 June 2027
- **National Australia Bank facility:** A$3.5 million (US$2.2 million) for Yungatha, with quarterly repayments commencing on 31 August 2025.

During the current reporting period, financial covenants relating to the Australian operations' debt facilities were breached. As a result, the loan is classified as a current liability in the statement of financial position (refer to **notes 28.5** and **28.6** to the annual financial statements). Subsequent to the end of the reporting period, the Group has engaged with its lenders to obtain a waiver. The board considers that, based on the current discussions and the Group's current financial forecasts, the breach does not affect the Group's ability to continue as a going concern. The Group will comply with the financial covenants for the 24 months from the date of approval of the financial statements.

DIVIDENDS

In balancing our aspiration to return cash to shareholders with the Group's strategy of organic and acquisitive growth, Pan African believes a target payout ratio of 40% to 50% of net cash from operating activities, after providing for the cash flow impact of capital expenditure (reduced by externally funded capital), contractual debt repayments and the cash flow impact of once-off items (discretionary rand cash flow), is appropriate.

Performance

▲ Positive increase ▼ Positive decrease ▲ Negative increase ▼ Negative decrease ▶ Unchanged

This measure aligns dividend distributions with the cash-generation potential of the business. In proposing a dividend, the board also considers the Company's financial position, future prospects, satisfactory solvency and liquidity assessments and other factors considered by the board to be deemed relevant at the time. The board, having applied its discretion, believes that a dividend in line with the dividend policy is justified for FY25 given the favourable gold price environment, robust FY25 cash flows and the encouraging prospects for FY26.

It has come to the Company's attention that the July 2024 interim accounts in support of the 2024 dividend were posted to, but not received by, Companies House, resulting in a technical issue with regard to the requirements under the Companies Act 2006 for the payment of the dividend made in December 2024 and the share buy-backs in July 2025. The Company will include resolutions in the notice of AGM for the meeting to be held on 20 November 2025 to enter into deeds of release to remedy the historical dividend payment and the share buy-backs and also to reduce the Company's share capital to remedy the share buy-backs. This technical issue in respect of the dividend and share buy-backs is of a historical nature and there is no change to the financial outlook of the Group as a consequence. The remedial action that will be taken does not affect the Company's existing distributable reserves nor its capacity to pay shareholder dividends going forward in accordance with the Company's dividend policy.

Proposed dividend for the financial year

ZAR864.2 million for FY25 (approximately US$48.7 million, at an exchange rate of US$/ZAR:17.75), equal to ZA 37.00000 cents per share or approximately US 2.08451 cents per share (1.52076 pence per share). The dividend is subject to approval by shareholders at the AGM in November 2025 and will be declared in compliance with section 831 of the Companies Act 2006 and the net asset value test. Refer to dividend **note 15** for more information.

The proposed dividend equates to a dividend yield⊕ of 3.3% based on the closing share price at 30 June 2025.

The net proposed dividend together with the share buy-back programme of ZAR200 million (US$11.3 million) constitutes a payout ratio of 37.8% of the Group's discretionary cash flows. The payout ratio is indicative of the board's assessment of the sustainability of operations and favourable prospects for FY26.

Shareholder returns for the year ended 30 June

	Unit	FY25	FY24	%Δ	
Levered free cash flow per share⊕	US cents per share	2.34	1.36	36.8	▲
Dividend yield at the last traded price⊕	%	3.3	3.6	8.3	▼
Levered free cash flow yield per share⊕	%	3.75	4.08	27.0	▼
Return on shareholders' funds⊕	%	31.1	24.0	29.6	▲
Return on capital employed⊕	%	35.1	28.5	34.1	▲

Over the past financial year, the Group generated levered free cash flow⊕ of US$37.8 million (FY24: US$26.0 million), which was adversely impacted by increased finance costs paid, income tax paid and capital expenditure. The levered free cash flow⊕ yield per share also decreased due to the increase in the share price by 83.3% to US 62.48 cents over FY25.

POTENTIAL LSE MAIN MARKET LISTING

Pan African is in the process of completing workstreams to move its UK listing from AIM to the Equity Shares (Commercial Companies) segment from the Main Market of the London Stock Exchange.

Pan African's board of directors believes that the proposed move to the Main Market could enhance the Company's corporate profile and broaden the Company's access to a wider pool of UK and global investors, supporting its next phase of growth.

Pan African has filed a draft prospectus with the UK Financial Conduct Authority in connection with the listing of the shares. An update on the timing and process to seek admission will be provided in due course.

- Pan African does not intend to raise any funds or offer any new securities in connection with admission
- Pan African intends to retain its dual primary listing on the JSE
- Admission is subject, among other things, to the approval by the FCA of a prospectus and the ordinary shares being admitted by the FCA to the ESCC category of the Official List and by the London Stock Exchange to trading on the Main Market.
- Subject to the satisfaction of these conditions, admission is expected to occur prior to 31 December 2025.

LOOKING AHEAD

Our primary focus for the coming year is delivering safe, high-margin ounces, in line with our production guidance, and successfully executing capital projects that will sustain and increase gold production in the future. This approach achieves a balance between financial stability, distributions to shareholders and pursuing growth opportunities.

For FY26, our financial focus areas are:

- monitoring the Group's operational delivery and optimisation initiatives, intended to increase production and further increase profitability
- executing capital projects designed to sustain and increase future gold production
- ensuring adequate liquidity to fund the Group's capital programmes
- maintaining adequate working capital
- monitoring the focus on generating sustainable shareholder returns, including cash dividends and continuing the buy-back programme
- degearing and benefiting from savings in finance costs.

Marileen Kok
Financial director

10 September 2025

UPDATE ON THE SUSTAINABILITY-LINKED FINANCE FRAMEWORK

Pan African was one of the first mining companies to issue a sustainability-linked bond in the South African market.

In December 2022, Pan African announced its medium-term note programme, with the potential to issue instruments with a value of up to ZAR5 billion.

These notes are classified as sustainability-linked bonds and sustainability-linked loans and are forward-looking performance-based instruments, incorporating financial and structural characteristics that may differ based on the Group's attainment of specific predefined ESG KPIs. The bond explicitly commits the Group to making future improvements in environmental and social areas that are relevant, core and material to its overall business.

These KPIs are objectively measurable and quantifiable, and an independent third party annually verifies them using a recognised and established methodology, ensuring their accuracy and reliability.

Target KPI	FY22	FY23	FY24	FY25	FY26	FY27	FY28	FY29	FY30
Renewable energy as a percentage of total energy consumption (%)	–[B]	5	7	**12**	14	15	15	15	–
Land rehabilitated as a percentage of total area to be rehabilitated (%)	–[B]	–	8	**16**	24	32	36	39	41
TRIFR (per million man hours)	8.95[B]	8.50	8.08	**7.75**	7.44	7.22	7.00	6.79	–

[B] *Baseline.*

Environmental officers reseeding rehabilitated tailings sites at Barberton Mines

INTEGRATED THINKING

The sustainability-linked finance framework is the endorsement of our common belief in delivering on our purpose in a sustainable manner.

Pan African, along with its significant operating subsidiaries, serves as the guarantor for the programme, which is listed on the Interest Rate Market of the JSE. The programme is governed by specific financial covenants, which are as follows:

Ratio	Year ending on or before redemption date
Net debt-to-equity	≤ 1:1
Debt service cover	> 1.3:1
Net debt-to-EBITDA	≤ 2:1
Interest cover	> 4:1

The sustainability-linked finance framework specifically focuses on three essential sustainability themes, each accompanied by a relevant KPI and sustainability performance target (SPT). These themes are as follows:

01. Renewable energy – climate change

This KPI monitors renewable energy generation, GHG emissions and energy consumption. The associated SPTs are designed to drive progress towards increased use of renewable energy, reducing emissions and enhancing energy efficiency over a seven-year time horizon.

Target: Achieve a 15% renewable energy mix by FY27

FY25 milestone: 8.8% renewable energy mix was attained versus the SPT of 12.0%

02. Land in the process of rehabilitation – biodiversity

The KPI for this theme revolves around soil and land use, ensuring responsible land rehabilitation practices. The SPTs are aimed at restoring and preserving biodiversity. Notably, the MTR operation is the sole area where land rehabilitation progress is being evaluated for this SPT.

Target: Achieve 41% land rehabilitation by FY30 at the MTR operation

FY25 milestone: Achieved the SPT of 17.1% versus 16.0%

03. TRIFR – occupational health and safety

This KPI tracks the Group's performance in ensuring employee safety. The SPT aims to reduce the TRIFR metric within a seven-year time frame.

Target: Achieve year-on-year average improvement of 3.86% in safety performance for FY23 to FY30 and a cumulative 24% reduction

FY25 milestone: Achievement of the SPT of 6.56 per million man hours versus 7.75 per million man hours

OPERATIONAL PERFORMANCE REVIEW

The Group's operational performance in the current reporting period highlights the flexibility and resilience of its gold-producing assets. Production increased by 5.6% to 196,527oz (FY24: 186,039oz), demonstrating that steps taken during the financial year to address underlying operational challenges have been effective. This enabled the Group to increase production, reflecting its commitment to operational excellence and its ability to continue delivering value to its stakeholders.

KEY OPERATIONAL FEATURES

- **Barberton Mines:** Barberton Mines has experienced significant AISC® increases in recent years, and management constantly considers improvement opportunities. Workforce productivity has been a challenge in recent years, and a restructuring of the underground operations was completed in May 2025, with an approximate 20% reduction in the overall Barberton Mines workforce
- **Evander Mines:** The subvertical hoisting shaft commissioning was completed during January 2025, with ramp-up to its designed hoisting capacity achieved during April 2025, enabling full production from 24 and 25 Levels
- **Elikhulu:** Achieved production of 52,606oz for FY25 (FY24: 54,812oz) at an AISC® of US$1,077/oz (FY24: US$1,034/oz), in line with expectations
- **MTR operation:** The operation reached steady-state production during December 2024, with production of 30,806oz for FY25 at an AISC® of US$1,282/oz
  - Pan African acquired the Mogale Gold and Mintails SA Soweto Cluster TSFs in October 2022 for ZAR50 million (US$2.8 million). It successfully commissioned the operation in October 2024, ahead of schedule and US$8 million below budget, with payback expected approximately two years post commissioning at current gold prices.
  - The expansion of the plant from 800ktpm to 1mtpm, with the addition of two CIL tanks together with the installation of reactors to further improve recoveries, at a total expansion cost of US$6.5 million, is in progress. This will result in an increase in production from 50,000oz to approximately 60,000oz per annum, with the expansion project to be completed during FY26
- **Tennant Mines:** Construction of the Nobles Gold Mine was completed in April 2025, ahead of schedule and within budget. An inaugural gold pour from this operation was achieved in May 2025. Forecast production over the initial three years of the LoM, mostly from surface stockpiles and TSFs, is 46,000oz to 50,000oz per year and an AISC® of US$1,250/oz
- **AISC®:** The Group's AISC® per ounce has increased by 18.2% compared to the prior reporting period, reaching US$1,600/oz (FY24: US$1,354/oz). In response, the Group is actively implementing various initiatives to continually improve gold production and reduce unit costs. Future low-cost production from the MTR operation is expected to further reduce the Group's unit costs
- **Renewable energy strategy:** The Group's renewable energy strategy plays a crucial role in stabilising the electricity supply to our operations, resulting in cost savings and a reduction in our carbon emissions. This strategic initiative aligns with our broader commitment to sustainable practices and environmental stewardship. Refer to **pages 80** and **81** for further details
- **Security:** The detrimental impact of illegal mining on gold production remains a significant challenge. The economic climate and rising unemployment rates have contributed to an increase in syndicated criminal activities and theft of infrastructure and consumables such as copper, steel and diesel. The implementation of a multifaceted and integrated security strategy, along with improved collaboration with law enforcement, has significantly enhanced our ability to combat the effects of illegal mining and other security risks. The Group's risk and security team remains committed to introducing new technologies, integrated security strategies and collaborative partnerships to safeguard our operations.

	FY25	FY24	%Δ
Employees (number)	2,319	2,620	8.5 ▼
Contractors (number)	4,703	4,746	9.1 ▼
Fatalities (number)	2	1	100 ▲
TRIFR (per million man hours)	6,56	6.52	0.6 ▲
LTIFR (per million man hours)	1.58	1.82	13.2 ▼
RIFR (per million man hours)	0.85	0.78	9.0 ▲

Our employees and contractors are fundamental to the sustainability of our business and creating long-term value, and we are deeply saddened by the fatal accidents that occurred during the current and prior years. Our employees and contractors are key enablers in the execution of our strategy, which makes it imperative that they are part of an organisational culture that prioritises safety. We continue to encourage and reward safe practices through targeted safety campaigns and incentives in pursuit of our ultimate goal of achieving zero harm.

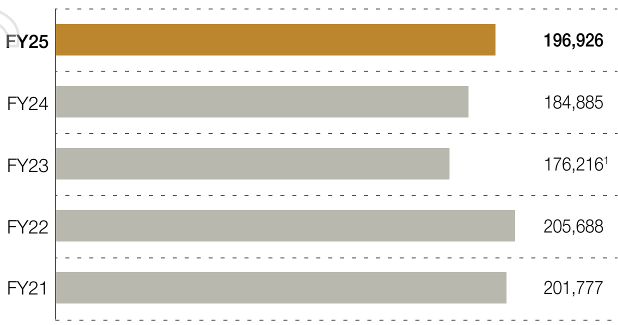
Barberton Mines' BIOX® plant laboratory

OPERATIONAL PERFORMANCE REVIEW continued

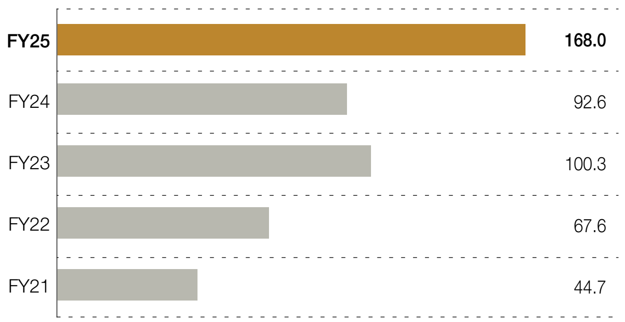
Performance

Positive increase | Positive decrease | Negative increase | Negative decrease | Unchanged

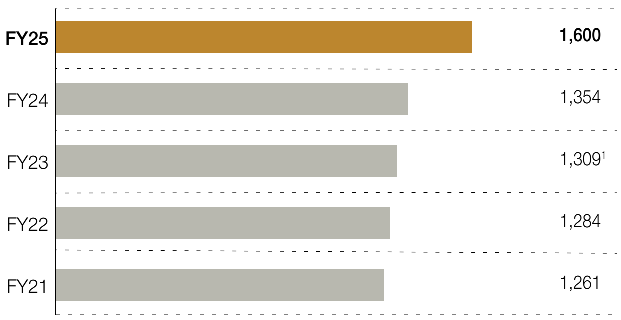
Gold sold – total operations
(oz)



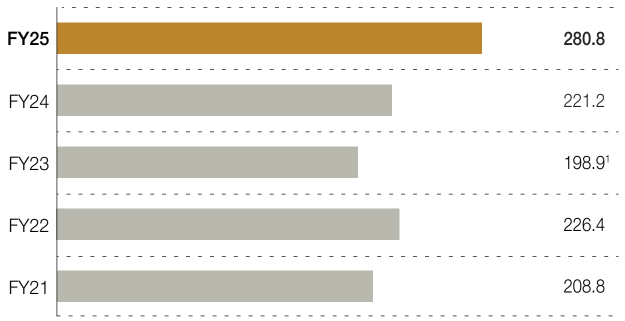
Capital expenditure[2] – total operations
(US$ million)



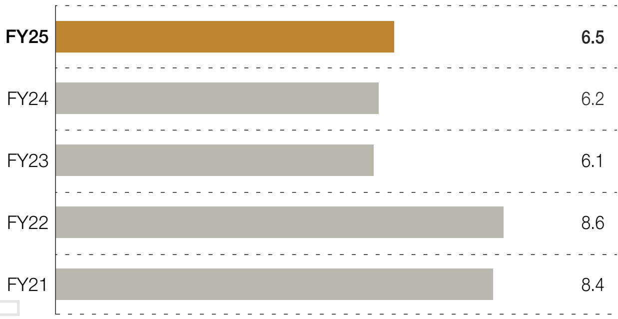
AISC® – total operations
(US$/oz)



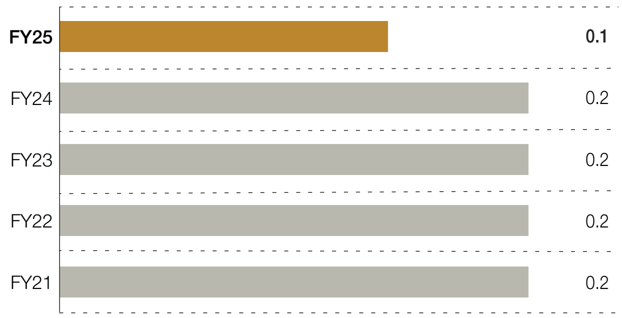
Cost of production before depreciation and amortisation
(US$ million)



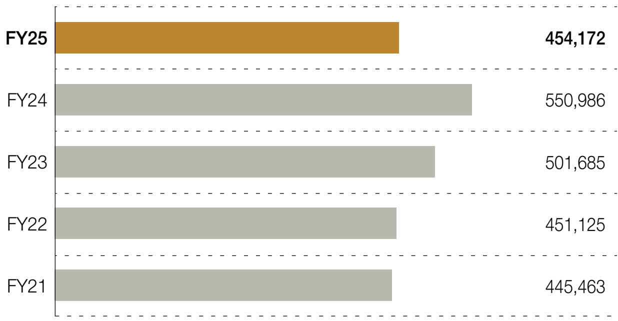
Overall recovered grade – mining operations
(g/t)



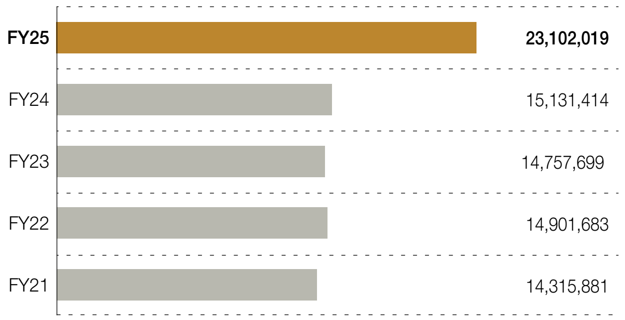
Overall recovered grade – tailings operations
(g/t)



Tonnes milled and processed – mining operations
(tonnes)



Tonnes milled and processed – tailings operations
(tonnes)

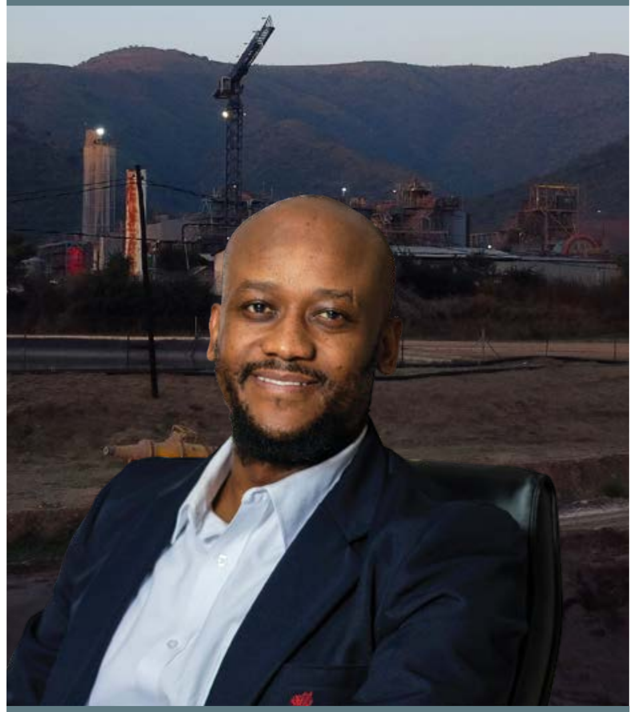


[1] *Restated due to prior period adjustments.*

[2] *Converted to US$ at the average exchange rate prevailing for the respective period.*

BARBERTON MINES

Mogotsi Mokgojwa
General manager



Three underground gold mines
- Fairview Mine, Sheba Mine and Consort Mine

One tailings retreatment operation
- BTRP

OVERVIEW OF OPERATIONS

As we look into the operational review for FY25, we report with great sadness the passing of a colleague in a tragic incident underground on 6 June 2025, while she was performing her duties. This incident is a sobering reminder of the risks we face and the importance of our continued commitment to zero harm. As we reflect on this loss, we reaffirm our dedication to the highest safety standards.

The Barberton Mines complex has been operating for over 140 years. With a remaining LoM estimated at 23 years, this asset is positioned as a long-life operation in Pan African's portfolio. These flagship underground mines are regarded as high-grade gold operations that can produce approximately 80,000oz of gold per year, with an excellent long-term safety record.

Sheba Mine is recognised as one of the oldest working gold mines in the world, having commenced its operations in 1885 according to the earliest available records. **Fairview Mine** is recognised as the birthplace of BIOX®, an environmentally friendly process of releasing gold associated with sulphide (refractory) minerals using micro-organisms that perform this process naturally and with excellent recoveries consistently at a rate of ~98.0%. The BIOX® plant was commissioned in 1988 and is still used as a training facility for BIOX® plants globally.

Barberton Mines also includes the BTRP surface retreatment operation which is located at Fairview Mine's mining right footprint. The BTRP was designed to treat 100,000t of tailings monthly and adds low-cost and low-risk ounces to our production profile.

Significant progress has been made to enhance mining flexibility through several strategic initiatives in recent years. These efforts include targeted development at Fairview Mine, resulting in the establishment of multiple high-grade mining platforms on the MRC and Rossiter orebodies.

Several key initiatives have been implemented to sustain production rates and further optimise mining operations:

- Increased reserve delineation drilling to enhance orebody definition, refine Mineral Resource models and increase confidence in the Mineral Reserves
  - Successful delineation drilling on the 260, 261 and down-dip MRC mining platforms at Fairview, confirming the down-dip extent of the high-grade (>25g/t) mineralised MRC cross-fracture up to 264 Platforms mining elevation (90m below the current stoping level)
  - Delineation drilling of a second mineralised orebody in the footwall of the current mineralised Rossiter stope progressed according to plan. The second mineralised structure has been proven to be mineralised across multiple unmined stoping levels (roughly 120m on-dip), above current mining faces
  - The down-dip extent of the Western Cross orebody has successfully been drilled, and assay values retrieved proved that the orebody is mineralised at depth, and remains open-ended. A total of 950m of diamond core drilling metres added an additional 60,000oz to the Western Cross Mineral Reserve, with supplementary drilling scheduled for FY26 to further increase the Mineral Reserve.
- Infrastructure improvements and mining efficiencies
  - Ramped up various engineering and rehabilitation projects to gear up the operation to sustain and increase future production such as the upgrade of the 3 Shaft winder at Fairview Mine
  - Commenced with the construction of the Bramber dormant TSF pump station at the BTRP, scheduled for completion in October 2025. This critical infrastructure extends the life of the BTRP to six years ensuring low-cost and low-risk ounces for the complex
  - Completed a successful restructuring process that supports a cost–effective production outlook for underground operations
  - Enhancement of security controls in FY26 following the extraction of more than 500 illegal miners from Sheba Mine recently; this includes the upgrade of the Fairview Mine entrance infrastructure and the installation of additional security scanners.

- Extended lateral development
  – Completed geological drilling which resulted in extending the lateral development within the ZK orebody to access additional ground for the continuation of down-dip mining
  – Development advanced into the up-dip extension of the Western Cross orebody, where drill platforms were successfully established. These platforms will facilitate the delineation of the currently mined orebody.

FAIRVIEW AND SHEBA MINES

While recognising a sustained high gold price environment in FY25, we note a decrease in gold production of 8.6% to 59,941oz (FY24: 65,580oz) and tonnes milled also decreasing by 6.3% to 239,778t (FY24: 255,980t).

The operations demonstrated a resilient FY25, by navigating through unprecedented operational challenges which led to key and cornerstone initiatives that maintained shareholder and stakeholder value for the financial year under review, but most importantly de-risking operational efficiency for FY26:

- The introduction of continuous operations in FY23 resulted in realised increases in RoM volumes as reported in FY24, however, the ageing infrastructure proved to be enduring more strain than anticipated. These challenges were, however, met with the requisite response which included the successful upgrade of Fairview Mine's 3 Shaft winder during the year, and a scheduled Sheba Mine MRC winder upgrade in FY26. The winder upgrades result in improved safe operations, efficient hoisting time and a reduction in nuisance trips in the system. Another initiative to improve infrastructure and logistical constraints is Fairview Mine's de-bottlenecking project, involving the rehabilitation of connected mining ramp infrastructure from 38 to 70 Level, adjacent to the 3 Shaft Decline, scheduled to be completed in FY26
- The ageing infrastructure, increasing operational costs and the effects of illegal mining, necessitated a restructuring process aimed at realigning the operation in a sustainable manner, decreasing our production costs, improving efficiencies in our infrastructure and resources and improving the production profiles. This process was successfully concluded in May 2025 and a revised roster system is now fit for purpose to sustain profitability
- During November and December 2024, Barberton Mines suffered unprecedented power interruptions due to failing Eskom infrastructure. This occurrence placed further strain on operational execution by affecting logistics, water management systems, labour movements and the operating environment. These challenges prompted a review of the complex's power generation strategy. Emergency generators at Sheba Mine were commissioned in FY25H1 to enable Barberton Mines to maintain critical infrastructure during a prolonged power outage from Eskom. Similar infrastructure is scheduled for installation at Fairview Mine in FY26; this will be over and above the commissioned 8.75MW solar plant.

CONSORT MINE

Access to higher-grade areas in both the MMR and PC underground sections was enabled through the infrastructure set-up and rehabilitation at Consort Mine's MMR and PC Shafts. This work was executed in FY25Q1. These works saw the operation increase its gold production to an average of 894oz per month for FY25H2. This is a 65% gold production improvement from the first half. Consort Mine's production therefore increased by 46.1% to 8,607oz for the year (FY24: 5,890oz) while the AISC® commensurately decreased by 14.9% to US$2,547/oz (FY24: US$2,994/oz).

COST-SAVING AND PRODUCTION IMPROVEMENT INITIATIVES

Energy-saving projects embarked on during FY25

Fairview Mine's main pump and Sheba Mine's MRC section pump load shifting

- Pumping to the upper section dams on both mines ensures adequate dam levels for production-related tasks, at all times
- Pumping outside of peak hours is controlled by the control room through a SCADA system.

Fairview and Sheba Mines' optimiser system on the compressors

- Fairview and Sheba Mines' compressor optimiser's programmable logic controller manages all the compressors by shutting a compressor after a minute under off-loading conditions when demand decreases and restarting it when demand increases.

BIOX® plant electronic boiler and kiln

- Controlling the operating times of the BIOX® plant's boiler and kiln to achieve optimum efficiency and electrical load.

Hydro pump station

- At the hydro pump station, a programmable logic controller was installed to curtail the pump's electrical load during peak hours for optimum energy efficiency.

Optimised infrastructure plans for an improved production profile

Strategic efforts have been directed towards re-establishing access to the upper mining levels at Fairview Mine (1 and 2 Shaft Mineral Reserves). This initiative has enhanced operational flexibility by reducing the load on the 3 Shaft ore handling system.

A vamping contractor, BLH Mining, has been appointed to recover remnant ore, as well as to assist with the removal of mud which accumulated, as a result of historical underground spillages, in old developments and between rails.

A radio frequency rock tag system has been implemented at Consort Mine to enhance underground material tracking and operational efficiency. This system enables the monitoring of potential cross-tramming of waste and ore and further supports the determination of lockup of ore in the stopes while facilitating the tracking of ore movement within the mine.

BARBERTON TAILINGS RETREATMENT PLANT

The BTRP produced 15,224oz (FY24: 18,888oz) for FY25 at an AISC® of US$971/oz (FY24: US$669/oz), processing 725,535Mt of tailings material (FY24: 828,392Mt). The operation achieved a suppressed overall recovery rate of 42.1% (FY24: 52.8%) due to the treating of the Segalla calcine material, with a recovered grade of 0.65g/t (FY24: 0.71g/t). Additional feed sources, including historical tailings material from the Bramber dormant TSF have been scheduled during FY26 following the construction of the new pump station.

The Bramber dormant TSF will sustain production for another six years, albeit at a reduced production profile, during which time the development of the Sheba Fault project and other initiatives will provide for the BTRP's longer-term supply needs.

SHEBA FAULT PROJECT

Studies are currently advancing to optimise the mining and transport of ore from the Sheba Fault project located at Sheba Mine to the BTRP. Progress to date includes:

- Underground drilling has resulted in a significant increase in the Mineral Reserves of the Western Cross orebody, from 20,000oz (FY24) to 80,000oz (FY25)
- Optimisation of the current eight-year Royal Sheba LoM plan, targeting estimated production of approximately 250,000oz of gold at an average mining grade of 3g/t. The orebody remains open at depth, indicating the potential for a further extension of mining
- The Western Cross orebody is open at depth and currently only mined above the Southwall Adit elevation at Sheba Mine. This 10m-wide orebody is a lower-grade (3g/t to 4g/t), free-milling deposit like Royal Sheba and is suitable for bulk mining. This will further supplement feed material to the BTRP in the long term. Drilling planned during FY26 will inform an update to the geological model, defining available Mineral Resource blocks and support revisions of the Mineral Reserves.

Focus for FY26

Our objective is to continually enhance our industry-leading safety performance while consistently delivering high-margin ounces, consistent with our production guidance of approximately 90,000oz per annum from the Barberton Mines complex. Additionally, we are actively pursuing value-accretive growth opportunities within our valid mining right boundaries.

Our track record demonstrates our ability to replenish Mineral Resources and Mineral Reserves through effective brownfield exploration post mining depletion. We are also exploring organic growth projects, such as the Sheba Fault project, to further bolster the sustainability and longevity of our operations.

For FY26, our key focus areas are:

- reducing underground unit costs
- increasing production flexibility
- enhancing infrastructure utilisation
- advancing the Sheba Fault project
- completing rehabilitation of the connected mining ramp infrastructure, adjacent to Fairview Mine's 3 Shaft, from 38 to 70 Level
- extending the complex's Mineral Reserves through comprehensive definition and infill drilling programmes
- identifying additional exploration targets using systematic and advanced modelling and geophysical techniques, followed by exploration drilling
- commissioning the Bramber dormant pump station which extends the life of the BTRP for another six years
- collaborating with the relevant authorities and stakeholders in the fight against illegal mining.

ELIKHULU
TAILINGS RETREATMENT

Fanie de Wet
General manager

OVERVIEW OF OPERATIONS

Elikhulu, Pan African's flagship tailings retreatment operation, distinguishes itself as one of Southern Africa's lowest-cost gold mining operations. In FY25, it produced 52,606oz (FY24: 54,812oz) at an AISC® of US$1,077/oz (FY24: US$1,034/oz), despite challenges such as electricity supply disruptions and adverse weather conditions experienced during the rainy season from November 2024 to February 2025. The operation has a remaining mine life of eight years.

The plant currently processes approximately 1.2Mt of historical tailings per month from the existing Leslie/Bracken TSF. By reprocessing these tailings, the operation deposits processed residues into a single, more modern TSF site, thereby reducing its ecological footprint. Phases 3 and 4 of the expanded Elikhulu TSF were completed on time and below budget, and this modern facility adheres to the latest global standards for tailings management, ensuring adequate capacity for future remining operations including residues from Evander Mines' underground operations.

The Kinross phase 1 TSF extension is lined to mitigate the risk of underground seepage and pollution, underscoring our commitment to addressing the environmental impact of historical tailings depositions.

Elikhulu's operation features a technologically advanced, automated plant with a low labour contingent, high throughput and relatively short pumping distances. Its innovations include a modern extraction process that eliminates the need for regrind mills and thickeners. The plant supplements recirculated process water with non-potable water pumped from nearby underground operations and potable water from our reverse osmosis water treatment plant.

The Group designs its tailings plants to incorporate a high oxygen mass transfer pre-oxidation step to improve gold extraction. The remining activities are also automated to some degree, with the latest in hydro-mining technology employed. These factors contribute to a safe working environment while production costs remain low.

Elikhulu is a testament to Pan African's ability to conceptualise, plan and construct substantial growth projects ahead of schedule and within budget. The Group has successfully delivered three such projects of this nature to date, with the fourth project, the MTR operation, commissioned in FY25.

The design of Elikhulu's TSF entailed a significant expansion and construction effort from FY17 and, thereafter, phase 1 expansion during FY19. This expansion coincided with the construction of the plant and its associated infrastructure. As part of the phase 2 expansion, the existing Kinross TSF footprint will be reutilised once the reclamation process is completed.

In May 2022, Pan African became the first South African mining company to commission a utility-scale, grid-tied solar plant at Evander Mines. The solar plant, with a capacity of 9.975MW, supplies clean energy to Elikhulu, meeting approximately 30% of its annual power needs. This solar plant significantly reduces Elikhulu's GHG footprint.

Climate change has disrupted traditional rainfall patterns, leading to more intense rainfall and electrical storms over shorter periods, compelling operations to adapt to managing increased water volumes.

The national grid's unreliable electricity supply has caused operational disruptions and process interruptions, resulting in production delays. Unplanned power outages and ageing infrastructure exacerbate these challenges, leading to production losses, which may result in missed production targets in the short term.

While excess rainwater is manageable, severe lightning and subsequent power outages adversely impact production by reducing pumping capacity and hindering water removal from mining areas, which may take hours to drain after power is restored and production can commence.

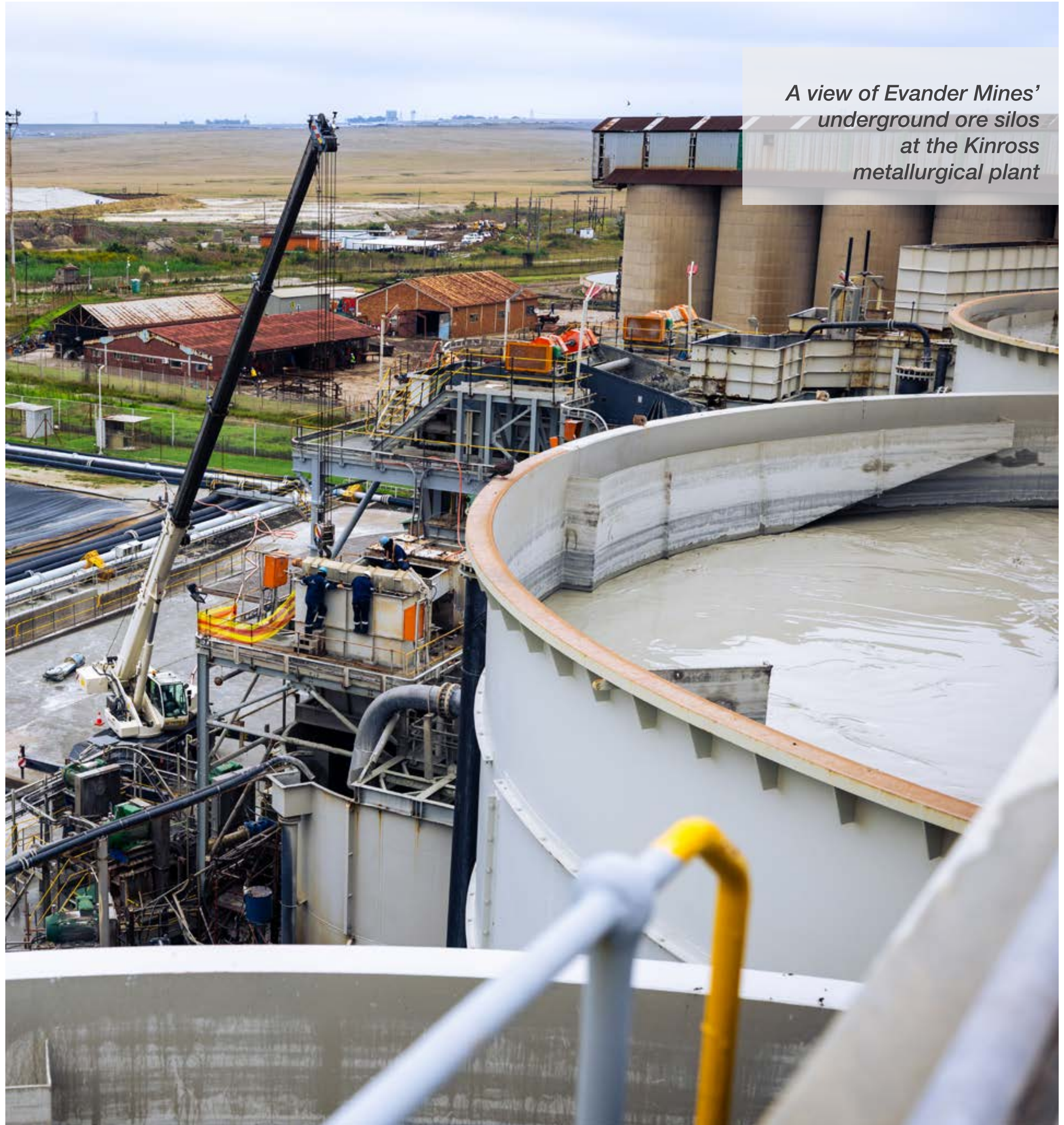
Despite these challenges, Elikhulu has increased its throughput compared to the previous financial year, demonstrating management's ability to deal with production challenges. The installation of Evander Mines' solar plant has, however, significantly alleviated electricity supply constraints, reducing the operation's reliance on the national grid.

Focus for FY26

Our goal is to maintain our performance at the surface operations.

Our focus areas include:

- commencing the construction of the Winkelhaak pump station, to ensure operational stability and flexibility, one year earlier relative to the feasibility study
- completing the construction of phase 2 of the reverse osmosis water treatment plant
- continuing to invest in sustaining capital projects, focused on maintaining Elikhulu's infrastructure
- commence sonic drilling on Winkelhaak TSF to update the Mineral Reserve estimate.



A view of Evander Mines' underground ore silos at the Kinross metallurgical plant

EVANDER MINES

Itumeleng Phoshoko
General manager

Underground mining and surface sources operation

OVERVIEW OF OPERATIONS

Evander Mines' underground operations are currently focused on mining the 24 Level, substituting production volumes from 8 Shaft's pillar, consistent with its mine plan.

Steady-state production from 24 Level is anticipated to reach approximately 50,000oz annually. Once development of 25 Level is completed in FY26, Evander Mines' underground production, excluding projected production from Egoli, is expected to increase to an average of approximately 65,000oz annually over the remaining 11-year life of the 8 Shaft.

Plans are also in place for sweeping and vamping operations at 7 Shaft, with the gold from these operations included in the scheduled production plan over the next two years.

24 AND 25 LEVELS

Development of 8 Shaft's 24 and 25 Levels is progressing well, with ramped-up mining operations at 24 Level already contributing to the replacement of ounces as mining from the 8 Shaft's pillar is depleted. Significant capital expenditure has been invested in these levels to improve and optimise infrastructure, and to ensure sustainable production of an average of approximately 50,000oz to 60,000oz annually over the mine's life.

The phase 2 refrigeration plant project is being commissioned in phases, following remedial welding on the horizontal pipe sections to facilitate mining at depth. This plant will provide chilled water to a bulk air cooler on 24 Level, with a nominal cooling capacity of 3.5MW to create improved working conditions on 24 and 25 Levels.

At Evander Mines' underground 8 Shaft, the existing ventilation shaft between 17 and 24 Levels was equipped for hoisting and commissioned during January 2025, with ramp-up to its hoisting capacity of 600t per day achieved during April 2025, enabling full production from 24 and 25 Levels. Delays were reported in the commissioning and ramp-up relative to planning as a result of difficult conditions underground, however, FY25Q4 yielded much-improved production results. Use of the ventilation shaft has streamlined the ore handling process, resulting in significant efficiencies as approximately 4km of cumbersome underground conveyor belts have been eliminated.

Development of the existing 24 Level footwall infrastructure to access 25 Level, through an on-reef decline layout, commenced in FY25. The planned mining method for 25 Level will be a hybrid of mechanised trackless on-reef development and conventional breast mining. The existing 24 Level footwall infrastructure intersects the Kimberley Reef horizon on 25 Level. A twin-barrel on-reef decline system will then access the higher-grade ore extending deeper to the north-west of the current 24 Level mining area. Due to the shallower dip in the area, sublevels will be introduced to limit mining back-lengths to approximately 150m.

Stope faces will be drilled using handheld pneumatic-driven air leg-assisted rock drills. Blasted ore will be cleared using a series of scraper winches from the face into strike and centre gullies. Ore will be collected in ore loading bays at the bottom of the raise and tipped onto haul trucks, which will then tip the ore into bins on 24 Level. Ore will then be drawn from the 25 Level footwall development to 24 Level and transferred by locomotives to the ventilation shaft, where the ore will be hoisted to 17 Level and tipped down to 18 Level. As a result of the on-reef development layout, limited waste from 25 Level will have to be blended with the ore stream and processed at the Kinross metallurgical plant.

All underground mining development and infrastructure placement for the mining of 24 Level progressed according to plan, with all mining crews now active on 24 Level. Phase 2 of the refrigeration plant will be commissioned during FY26 and allows for additional mining crews to be placed on 24 Level and subsequent mining on 25 Level.

Furthermore, 8 Shaft holed the 24 Level B raise, which is in the middle of the high-grade payshoot, which improved production in FY25Q4. The high-grade 24 Level B raise line has been established with ledging yielding an average grade of 6,500cmg/t (47.79g/t over 1.36m) over the raise development. LIB drilling from 24 Level into the 25 Level mining area intercepted reef at 3,725cmg/t over 76.3cm (48.82g/t). Four additional deflections from this LIB are currently being drilled.

The Group has subsequently evaluated the potential for continued mining on 25 Level from 24 Level at 8 Shaft, where the 2 Decline extends from the bottom of 18 Level. Development leading from the existing 24 Level footwall infrastructure allows access to 25 Level, with an on-reef decline layout. The mining of 25 Level demonstrates a compelling business case and holds the bulk of 8 Shaft's remaining modelled production profile.

Mining of the 26 Level orebody requires further investment in phase 3 of the refrigeration plant, consisting of an ice plant, and will be considered as mining progresses towards 25 Level.

EGOLI PROJECT

7 Shaft's Egoli project is a stand-alone underground operation which will utilise existing mining and metallurgical infrastructure, including 7 Shaft's hoisting systems and processing facilities at the Kinross metallurgical plant. Egoli will use a mining method similar to 8 Shaft's 25 Level, which combines mechanised trackless on-reef development and conventional breast mining. Egoli will be accessed directly from 7 Shaft's 15 Level using existing declines down to 19 Level, where a new on-reef decline will be established to access the orebody down to 23 Level. All the required permits for the Egoli project, valid until 2038 under Evander Mines' mining right, have been approved. Leveraging existing infrastructure, Egoli can materially increase Evander Mines' production profile with relatively low capital costs and within a relatively short time frame.

Egoli's first phase development involved dewatering the 3 Decline infrastructure to 19 Level, which was completed in FY24. The second phase included establishing a drilling platform on 19 Level, which commenced in FY25Q1, from which LIB drilling is underway to accurately define short-term grade variability and geological structures to finalise short-term mine planning. The Egoli project's phased development approach and production profile will coincide with the depletion of the 24 Level Mineral Reserves.

Focus for FY26

Our primary objective for the upcoming year is to achieve optimal performance at our underground operations, and develop into deeper levels to maintain 8 Shaft's long-term production profile. We are committed to maximising the value extracted from our orebody through continuous optimisation, adherence to mine plans and diligent management of capital expenditure, which is aligned with mining requirements and our organic growth objectives.

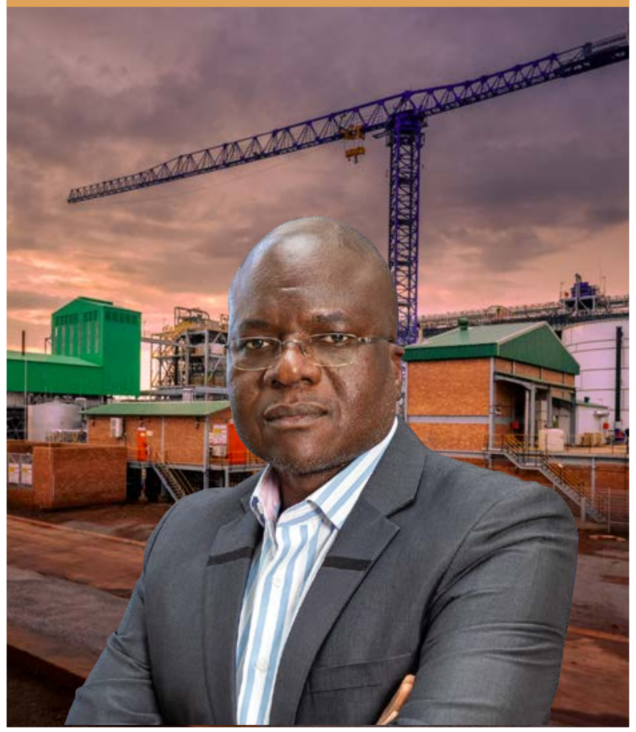
To accomplish these goals, we have identified several key focus areas for the year ahead:

- Continuing the development of the raise lines on 24 Level to extract the ore to sustain the 24 Level steady-state production
- Commissioning phase 2 of the refrigeration plant to allow for additional mining crews on 24 and 25 Levels
- Initiating development towards the 25 Level orebody
- Completing deflection LIB drilling to confirm geological structure and grade to assist with mine planning
- Quantifying requirements for phase 3 of the refrigeration plant in preparation for access to 26 Level
- Concluding Egoli's LIB drilling delineation programme
- Continuation of brownfield exploration programmes to identify additional organic growth opportunities within Evander Mines' existing mining right.

Through a focused and dedicated approach to fulfilling these objectives, we have confidence in our ability to drive performance and pursue sustainable growth in the year ahead.

MOGALE
TAILINGS RETREATMENT

Oriel Shikwambana
General Manager



OVERVIEW OF OPERATIONS

MTR, the latest addition in Pan African's flagship tailings retreatment operations, was successfully commissioned in early October 2024 with an inaugural gold pour at the plant's smelting facility. In FY25, it produced 30,806oz at an AISC® of US$1,282/oz, well ahead of plan. Better-than-expected ramp-up, steady-state production and plant throughput of 800ktpm were achieved a full two months ahead of plan, in December 2024. The project was delivered under budget and ahead of schedule, with construction completed in only 14 months. This is a clear demonstration of the Group's ability to deliver on large-scale projects. The operation has an LoM of 13 years based on the Mogale Cluster's Mineral Resources. Including the Soweto Cluster's Mineral Resources, the operation's life extends to over 20 years.

The MTR plant is designed to process approximately 800kt of historical tailings per month from the existing 1L23-25 TSF. The tailings from the processing plant are deposited into the West Wits pit, which is an open pit from historical mining in the area.

Once filled up to ground level, the entire footprint of the pit will be fully lined before deposition above ground level, thereby improving the ecological state of the area. This West Wits pit TSF, together with the reclaimed footprint of 1L23-25 that will be constructed once the remining is complete with a full Class C liner, will adhere to the latest global standards for tailings management, ensuring adequate capacity for future remining operations. TSF construction work at the West Wits pit and 1L23-25 footprints is expected to be carried out in various stages over the next seven years.

The Group approved the expansion of the plant from 800ktpm to 1mtpm, with the addition of two CIL tanks together with the installation of reactors to further improve recoveries, at a total expansion cost of US$6.5 million. This will result in an increase in production from 50,000oz to approximately 60,000oz per annum, with the expansion project expected to be completed during FY26.

MTR successfully concluded a three-year wage agreement with its employees at an average wage increase of 5% per annum over the three years, providing stability to the operation.

The Group also approved the construction of a 3ML/day water treatment plant that aims to treat acid mine drainage (AMD) water from the underground working at 9 Shaft to produce potable water for drinking and domestic use. The plant will be constructed and commissioned during FY26, and once commissioned, the operation will no longer be limited or reliant on the overstretched Rand Water infrastructure. The water treatment plant will assist in reducing the amount of AMD water that needs to be treated by the authorities prior to release in the Tweelopiespruit.

The Group is currently investigating the establishment of a utility-scale, grid-connected solar facility at MTR. Once constructed, the solar plant will supply clean energy meeting approximately 30% of MTR's annual electricity demand.

The Group is also conducting a feasibility study on the Soweto Cluster that is on track for completion by September 2025, with the study focusing on the option of constructing a new processing facility, which would be a stand-alone operation also producing approximately 50,000oz to 60,000oz per annum.

Focus for FY26

Our goal is to maintain our performance at the surface operations. Our focus areas include:

- optimising and expanding the processing facility to 1mtpm and delivering 60,000oz of gold
- furthering the establishment of a solar facility
- completing the Soweto Cluster feasibility study and commencing construction of the new processing facility, if approved.

TENNANT
MINES

Andy Harrington
General manager

OVERVIEW OF OPERATIONS

Nobles Gold Mine

Tennant Mines has successfully completed the construction of its 840ktpa CIL gold processing plant, located in Tennant Creek, Northern Territory. Commissioning took place in April 2025, with the inaugural gold pour on 13 May 2025. The project was delivered ahead of schedule, having been built in less than 12 months, and within its allocated budget of US$36 million. This facility is the first of its kind to be developed in Tennant Creek in over two decades and is the largest ever constructed in the region, with a capacity more than double that of any historical facility.

The construction of the plant was completed using over 160,000 man hours and achieved an exemplary safety record with no lost time injuries, no material security incidents and near-perfect compliance with all safety protocols. This outstanding performance reflects not only the effectiveness of the Company's policies and procedures but, more importantly, the strong culture and engagement of the Tennant Mines team. The plant itself was acquired second-hand, having previously processed only around 400kt of ore and is less than four years old. It was relocated to Tennant Creek in early FY25Q3.

As part of the plant's development, Tennant Mines implemented a pioneering dry stack tailings solution, marking the first time this environmentally conscious method has been used in a gold processing facility in the Northern Territory. This approach significantly reduces environmental risk and enables progressive site rehabilitation over the life of the mine, as opposed to traditional wet tailings methods.

Production ramp-up is currently underway, with steady-state production targeted for early FY26Q1. The immediate processing focus is on the 1.25Mt Crown Pillar Stockpile, which carries an average grade of 1.48g/t gold. Open pit mining operations are scheduled to begin in FY26Q2 and are expected to sustain production through to FY29 or FY30. At that point, underground mining is anticipated to contribute around 40% of total ore feed. Once commercial production is achieved, Tennant Mines plans to debottleneck and expand the facility to a 1mtpa throughput (equivalent to 85,000t per month), enabling it to process higher-grade ore from the White Devil deposit. This development, identified since the feasibility study was completed, is forecast to extend the current eight-year mine life by an additional seven years.

In early FY25, Tennant Mines received the necessary approvals to construct a 5MW solar plant. The project's feasibility study is in its final stages, with construction scheduled between FY26Q2 and FY26Q3. Once completed, the solar farm is expected to supply a significant portion of the operation's power needs, replacing diesel-generated power and significantly reducing operating costs and emissions.

Tennant Mines also finalised its earn-in on the Emmerson Resources Limited joint venture, having invested A$10.5 million over the past five years. This gives Tennant Mines a 75% ownership stake and full management responsibility for the joint venture.

Over the next 12 months, Tennant Mines is forecast to produce approximately 50,000oz of gold, with an expected average annual output of 65,000oz over the eight-year project life.

Warrego copper and gold project

A prefeasibility study was completed during the year for stage 2 of the Warrego copper and gold project. Work on the definitive feasibility study is now underway, with completion expected by the end of FY26.

Focus for FY26

Our goal is to maintain our performance at the surface operations. Our focus areas include:

- optimising and expanding the processing facility to 85,000t per month and delivering 50,000oz of gold
- developing and installing an independent solar farm for zero emissions power supply to the Nobles Mill
- commencing open cut operations at the Weaber's Find, Rising Sun and Nobles deposit
- fast-tracking the recently identified high-grade White Devil open pit mine into production by the end of FY26
- completing the feasibility studies on the Warrego copper project and associated plant design.

OPERATIONAL PRODUCTION

			Mining operations			Surface operations						Total operations				
		Unit	Barberton Mines	Evander Mines	Total	BTRP	Evander Mines' surface sources	Elikhulu	MTR operation	Tennant Mines	Total	Barberton Mines total	Evander Mines total	MTR operation total	Tennant Mines total	Group total
Tonnes milled – underground	FY25	t	266,676	122,208	388,884	–	–	–	–	–	–	266,676	122,208	–	–	388,884
	FY24		250,744	192,050	442,794	–	–	–	–	–	–	250,744	192,050	–	–	442,794
Tonnes milled – surface	FY25	t	65,288	–	65,288	–	–	–	–	–	–	65,288	–	–	–	65,288
	FY24		108,192	–	108,192	–	–	–	–	–	–	108,192	–	–	–	108,192
Tonnes milled – total underground and surface	FY25	t	331,964	122,208	454,172	–	–	–	–	–	–	331,964	122,208	–	–	454,172
	FY24		358,936	192,050	550,986	–	–	–	–	–	–	358,936	192,050	–	–	550,986
Tonnes processed – tailings	FY25	t	–	–	–	725,535	–	14,747,232	7,509,525	–	22,982,292	725,535	14,747,232	7,509,525	–	22,982,292
	FY24		–	–	–	828,392	–	14,198,865	–	–	15,027,257	828,392	14,198,865	–	–	15,027,257
Tonnes processed – surface feedstock	FY25	t	–	–	–	–	34,411	–	–	85,316	119,727	–	34,411	–	85,316	119,727
	FY24		–	–	–	–	104,157	–	–	–	104,157	–	104,157	–	–	104,157
Tonnes processed – total tailings and surface feedstock	FY25	t	–	–	–	725,535	34,411	14,747,232	7,509,525	85,316	23,102,019	725,535	14,781,643	7,509,525	85,316	23,102,019
	FY24		–	–	–	828,392	104,157	14,198,865	–	–	15,131,414	828,392	14,303,022	–	–	15,131,414
Tonnes milled and processed – total	FY25	t	331,964	122,208	454,172	725,535	34,411	14,747,232	7,509,525	85,316	23,102,019	1,057,499	14,903,851	7,509,525	85,316	23,556,191
	FY24		358,936	192,050	550,986	828,392	104,157	14,198,865	–	–	15,131,414	1,187,328	14,495,072	–	–	15,682,400
Head grade – total	FY25	g/t	7.3	7.0	7.2	1.5	1.1	0.3	0.3	1.3	0.3	3.4	0.4	0.3	1.3	0.5
	FY24		6.8	6.6	6.7	1.3	0.4	0.3	–	–	0.4	3.0	0.4	–	–	0.6
Overall recovered grade	FY25	g/t	6.4	6.8	6.5	0.7	1.0	0.1	0.1	0.6	0.1	2.5	0.2	0.1	0.6	0.3
	FY24		6.2	6.2	6.2	0.7	0.8	0.1	–	–	0.2	2.4	0.2	–	–	0.4
Overall recovery – underground	FY25	%	88	98	91	–	–	–	–	–	–	88	98	–	–	91
	FY24		92	94	93	–	–	–	–	–	–	92	94	–	–	93
Overall recovery – tailings	FY25	%	–	–	–	42	88	35	51	43	40	42	35	51	43	40
	FY24		–	–	–	53	35	35	–	–	39	53	35	–	–	39
Gold produced – underground	FY25	oz	65,895	26,748	92,643	–	–	–	–	–	–	65,895	26,748	–	–	92,643
	FY24		67,513	38,285	105,798	–	–	–	–	–	–	67,513	38,285	–	–	105,798
Gold production – surface operations	FY25	oz	2,654	–	2,654	–	–	–	–	–	–	2,654	–	–	–	2,654
	FY24		3,957	–	3,957	–	–	–	–	–	–	3,957	–	–	–	3,957
Gold produced – tailings	FY25	oz	–	–	–	15,224	–	52,606	30,806	–	98,636	15,224	52,606	30,806	–	98,636
	FY24		–	–	–	18,888	–	54,812	–	–	73,700	18,888	54,812	–	–	73,700
Gold produced – surface feedstock	FY25	oz	–	–	–	–	1,081	–	–	1,513	2,594	–	1,081	–	1,513	2,594
	FY24		–	–	–	–	2,584	–	–	–	2,584	–	2,584	–	–	2,584
Gold produced – total	FY25	oz	68,549	26,748	95,297	15,224	1,081	52,606	30,806	1,513	101,230	83,773	80,435	30,806	1,513	196,527
	FY24		71,470	38,285	109,755	18,888	2,584	54,812	–	–	76,284	90,358	95,681	–	–	186,039
Gold sold – total	FY25	oz	70,053	26,903	96,956	15,632	927	53,092	29,140	1,179	99,970	85,685	80,922	29,140	1,179	196,926
	FY24		70,732	38,477	109,209	18,827	2,584	54,265	–	–	75,676	89,559	95,326	–	–	184,885
Average ZAR gold price received	FY25	ZAR/kg	1,653,460	1,431,921	1,591,993	1,635,501	1,908,188	1,504,471	1,743,343	–	1,580,594	1,650,189	1,484,976	1,743,364	–	1,595,761
	FY24		1,242,415	1,138,564	1,205,824	1,245,920	1,107,365	1,218,492	–	–	1,221,521	1,243,151	1,183,222	–	–	1,212,252
Average A$ gold price received	FY25	A$/kg	–	–	–	–	–	–	–	162,171	162,171	–	–	–	162,171	162,171
	FY24		–	–	–	–	–	–	–	–	–	–	–	–	–	–
Average US$ gold price received	FY25	US$/oz	2,830	2,451	2,725	2,800	3,266	2,575	2,984	3,279	2,706	2,825	2,542	2,984	3,279	2,735
	FY24		2,065	1,893	2,005	2,071	1,841	2,026	–	–	2,031	2,067	1,967	–	–	2,015
ZAR cash cost	FY25	ZAR/kg	1,009,725	1,161,872	1,051,942	555,319	1,564,130	588,268	689,795	–	622,156	926,825	790,142	689,795	–	835,034
	FY24		896,195	745,000	842,925	388,448	1,307,957	563,605	–	–	545,443	789,455	656,999	–	–	721,161
ZAR AISC®	FY25	ZAR/kg	1,206,373	1,221,190	1,210,485	567,273	1,564,130	629,441	749,128	–	663,676	1,089,778	836,877	749,128	–	934,517
	FY24[2]		1,068,831	785,928	969,157	402,151	1,307,957	621,943	–	–	590,685	928,680	706,729	–	–	814,243
ZAR AIC®	FY25	ZAR/kg	1,356,643	2,109,720	1,565,605	659,935	1,564,130	684,843	1,790,344	–	1,015,238	1,229,538	1,168,624	1,790,344	–	1,287,842
	FY24		1,156,771	1,635,585	1,325,470	404,526	1,307,957	781,983	–	–	706,036	998,632	1,140,786	–	–	1,071,926

OPERATIONAL PRODUCTION continued

		Unit	Mining operations: Barberton Mines	Mining operations: Evander Mines	Mining operations: Total	Surface operations: BTRP	Surface operations: Evander Mines' surface sources	Surface operations: Elikhulu	Surface operations: MTR operation	Surface operations: Tennant Mines	Surface operations: Total	Total operations: Barberton Mines total	Total operations: Evander Mines total	Total operations: MTR operation total	Total operations: Tennant Mines total	Total operations: Group total
A$ cash cost	FY25	A$/kg	–	–	–	–	–	–	–	43,116	43,116	–	–	–	43,116	43,116
	FY24		–	–	–	–	–	–	–	–	–	–	–	–	–	–
A$ AISC®	FY25	A$/kg	–	–	–	–	–	–	–	80,962	80,962	–	–	–	80,962	80,962
	FY24		–	–	–	–	–	–	–	–	–	–	–	–	–	–
A$ AIC®	FY25	A$/kg	–	–	–	–	–	–	–	1,584,835	1,584,835	–	–	–	1,584,835	1,584,835
	FY24		–	–	–	–	–	–	–	–	–	–	–	–	–	–
US$ cash cost	FY25	US$/oz	1,728	1,989	1,801	951	2,677	1,007	1,181	872	1,065	1,587	1,353	1,181	872	1,426
	FY24		1,490	1,238	1,401	646	2,174	937	–	–	907	1,312	1,092	–	–	1,199
US$ AISC®	FY25	US$/oz	2,065	2,090	2,072	971	2,677	1,077	1,282	1,637	1,136	1,865	1,433	1,282	1,637	1,600
	FY24		1,777	1,307	1,611	669	2,174	1,034	–	–	982	1,544	1,175	–	–	1,354
US$ AIC®	FY25	US$/oz	2,322	3,611	2,680	1,130	2,677	1,172	3,065	32,041	1,738	2,105	2,000	3,065	32,041	2,383
	FY24		1,923	2,719	2,203	672	2,174	1,300	–	–	1,174	1,660	1,896	–	–	1,782
ZAR cash cost per tonne	FY25	ZAR/t	6,628	7,955	6,985	372	1,311	66	83	–	83	2,336	133	83	–	216
	FY24		5,493	4,643	5,197	275	1,009	67	–	–	85	1,852	134	–	–	264
Capital expenditure	FY25	US$ million	24.9	40.9	65.8	2.8	–	7.0	52.2	35.8	97.8	27.6	47.9	52.2	35.8	163.6
	FY24		21.5	54.4	75.8	0.5	–	16.3	68.7	–	85.5	22.0	70.6	68.7	–	161.3
Revenue	FY25	ZAR million	3,602.7	1,198.2	4,800.9	795.2	55.0	2,484.4	1,580.1	–	4,914.7	4,397.9	3,737.6	1,580.1	–	9,715.6
	FY24		2,733.3	1,362.6	4,095.9	729.6	89.0	2,056.6	–	–	2,875.2	3,462.9	3,508.2	–	–	6,971.1
Revenue	FY25	A$ million	–	–	–	–	–	–	–	5.9	5.9	–	–	–	5.9	5.9
	FY24		–	–	–	–	–	–	–	–	–	–	–	–	–	–
Cost of production	FY25	ZAR million	2,200.1	972.2	3,172.3	270.0	45.1	971.4	625.2	–	1,911.7	2,470.1	1,988.7	625.2	–	5,084.0
	FY24		1,971.6	891.6	2,863.2	227.5	105.1	951.3	–	–	1,283.9	2,199.1	1,948.0	–	–	4,147.1
Cost of production	FY25	A$ million	–	–	–	–	–	–	–	1.6	1.6	–	–	–	1.6	1.6
	FY24		–	–	–	–	–	–	–	–	–	–	–	–	–	–
All-in sustainable cost of production	FY25	ZAR million	2,628.5	1,021.9	3,650.4	275.8	45.1	1,039.4	679.0	–	2,039.3	2,904.3	2,106.4	679.0	–	5,689.7
	FY24		2,351.4	940.6	3,292.0	235.5	105.1	1,049.7	–	–	1,390.3	2,586.9	2,095.4	–	–	4,682.3
All-in sustainable cost of production	FY25	A$ million	–	–	–	–	–	–	–	3.0	3.0	–	–	–	3.0	3.0
	FY24		–	–	–	–	–	–	–	–	–	–	–	–	–	–
All-in cost of production	FY25	ZAR million	2,956.0	1,765.4	4,721.4	320.9	45.1	1,130.9	1,622.7	–	3,119.6	3,276.9	2,941.4	1,622.7	–	7,841.0
	FY24		2,544.9	1,957.4	4,502.3	236.9	105.1	1,319.8	–	–	1,661.8	2,781.8	3,382.3	–	–	6,164.1
All-in cost of production	FY25	A$ million	–	–	–	–	–	–	–	58.1	58.1	–	–	–	58.1	58.1
	FY24		–	–	–	–	–	–	–	–	–	–	–	–	–	–
Adjusted EBITDA®	FY25	ZAR million	1,257.9	285.5	1,543.4	413.6	9.9	1,480.9	940.5	–	2,844.9	1,671.5	1,776.3	940.5	–	4,388.3
	FY24		765.6	520.3	1,285.9	409.2	(16.1)	1,041.6	–	–	1,434.7	1,174.8	1,545.8	–	–	2,720.6
Average exchange rate	FY25	US$/ZAR	18.17	18.17	18.17	18.17	18.17	18.17	18.17	18.17	18.17	18.17	18.17	18.17	18.17	18.17
	FY24		18.71	18.71	18.71	18.71	18.71	18.71	18.71	18.71	18.71	18.71	18.71	18.71	18.71	18.71
Average exchange rate	FY25	US$/A$	0.65	0.65	0.65	0.65	0.65	0.65	0.65	0.65	0.65	0.65	0.65	0.65	0.65	0.65
	FY24		–	–	–	–	–	–	–	–	–	–	–	–	–	–

ABRIDGED MINERAL RESOURCES AND MINERAL RESERVES REPORT

Hendrik Pretorius
Executive: technical services and new business

As we reflect on the achievements and progress made in FY25, it is with great pride that I report the Group's first Mineral Resource and Mineral Reserve within Australia following the successful acquisition and commissioning of Tennant Mines.

COMPETENT PERSON

Hendrik is Pan African's competent person and signs off on the estimated Mineral Resources and Mineral Reserves report for the Group.

Hendrik is a member of the South African Council for Natural Scientific Professions (SACNASP No. 400051/11) and a fellow in good standing of the Geological Society of South Africa (GSSA No. 965978). He has over 22 years of experience in economic geology, mineral resource management and mining (surface mining and shallow to ultra-deep underground mining).

He holds a BSc (Hons) degree in Geology from the University of Johannesburg as well as a Graduate Diploma in Mining Engineering (GDE) from the University of the Witwatersrand.

Hendrik has reviewed and approved the information contained in this document as it pertains to Mineral Resources and Mineral Reserves and has provided written confirmation to Pan African that the information is compliant with the SAMREC Code and, where applicable, the relevant requirements of section 12 of the JSE Listings Requirements and Table 1 of the SAMREC Code, and may be published in the form and context in which it appears.

This is an abridged version of Pan African's Mineral Resources and Mineral Reserves report 2025 which was prepared in accordance with the SAMREC Code and reflects the Group's position at 30 June 2025. To get a complete understanding, it should be read in conjunction with the entire reporting suite available on our website at: www.panafricanresources.com

GROUP MINERAL RESOURCES AND MINERAL RESERVES

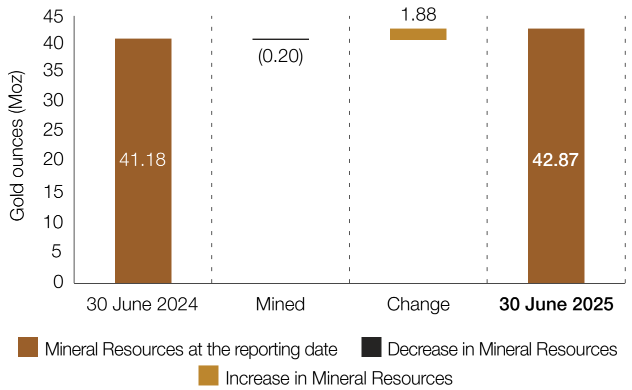
This report only includes attributable Mineral Resources and Mineral Reserves for Pan African and does not consider any exploration targets. The Mineral Resources component in this report includes Mineral Reserves, unless otherwise indicated. Estimated Mineral Reserves are reported inclusive of diluting and contaminating material delivered to the respective metallurgical plant for treatment and beneficiation.

Gold

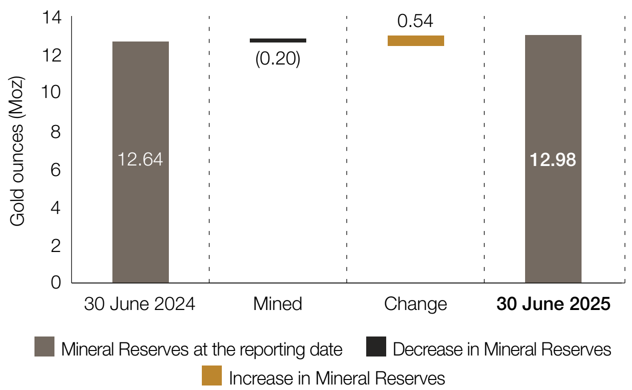
	Estimated Mineral Resources							
	At 30 June 2025				At 30 June 2024			
		Contained gold				Contained gold		
Category	Tonnes million	Grade g/t	Tonnes gold	Moz	Tonnes million	Grade g/t	Tonnes gold	Moz
Measured	91.86	1.26	115.74	3.72	57.14	1.68	96.22	3.09
Indicated	382.99	1.94	743.10	23.89	409.12	1.72	704.94	22.66
Measured and Indicated	474.85	1.81	858.84	27.61	466.26	1.72	801.16	25.76
Inferred	102.02	4.65	474.54	15.26	106.56	4.50	479.71	15.42
Total	576.87	2.31	1,333.38	42.87	572.82	2.24	1,280.87	41.18

Estimated gold Mineral Resources increased by 4.1% from 572.82Mt at 2.24g/t for 41.18Moz to 576.87Mt at 2.31g/t for 42.87Moz. The estimated gold Mineral Resources as reported are depleted for all mining activities taking place during the reporting period. Estimated gold Mineral Resources increased mainly because of the acquisition of Tennant Mines in the Northern Territory of Australia as well as the reporting of a Mineral Resource on the Bramber dormant TSF for the BTRP following the successive drilling campaigns during the reporting period. Changes in the cut-off grade are a result of the higher production cost utilised in the cut-off grade estimations, relative to previous declarations, as well as an increase in the gold price assumed (June 2025: US$2,100/oz Au – June 2024: US$1,850/oz Au).

Estimated Mineral Resources reconciliation



Estimated Mineral Reserves reconciliation



	Estimated Mineral Reserves							
	At 30 June 2025				At 30 June 2024			
		Contained gold				Contained gold		
Category	Tonnes million	Grade g/t	Tonnes gold	Moz	Tonnes million	Grade g/t	Tonnes gold	Moz
Proved	30.72	1.34	41.19	1.32	38.0	1.07	40.6	1.30
Probable	357.21	1.01	362.56	11.65	360.8	0.89	352.6	11.33
Total	387.93	1.04	403.67	12.98	398.8	0.91	393.2	12.64

Mineral Reserves decreased by 1.3% due to mining depletion evident at the BTRP, Fairview and Sheba operations at Barberton Mines as well as at Elikhulu. Increases in the Mineral Reserves were observed for Barberton Mines' surface marginal-grade stockpiles, Consort Mine and Evander Mines' 8 Shaft.

ABRIDGED MINERAL RESOURCES AND MINERAL RESERVES REPORT
continued

Copper

The maiden copper Mineral Resources reported for the Group are based on the Warrego copper and gold project at Tennant Mines, Australia, which is currently the subject of a feasibility study. The feasibility study is expected to be completed over the next 18 months, and once this feasibility study has been finalised, a Mineral Reserve can then be reported on the copper Mineral Resource.

	Estimated Mineral Resources					
	At 30 June 2025			At 30 June 2024		
		Contained copper			Contained copper	
Category	Tonnes million	Grade %	Tonnes copper	Tonnes million	Grade %	Tonnes copper
Measured	–	–	–	–	–	–
Indicated	13.45	1.39	187,394	–	–	–
Measured and Indicated	13.45	1.39	187,394	–	–	–
Inferred	3.05	1.04	31,765	–	–	–
Total	16.50	1.33	219,159	–	–	–

GEOLOGICAL/RESOURCE ESTIMATION METHODOLOGY

Geological modelling

The grade and the structure of the orebodies exploited by the Group are highly erratic, and most of the data for evaluating resource blocks is derived from development adjacent to the mining blocks and from the position of the present and historical mining areas along with diamond and reverse circulation drill hole information. The data is continuously evaluated for representativeness and accuracy. During the year, no discrepancies in data accuracy were noted. The continuity of grade values within the ore shoots is derived primarily from short-range statistical projections, based on historical mining measurements of the orebody, the study of its tectonic structure and continuity modelling such as variography and trend analyses.

The tectonic structure and orebody geometry have been modelled using the Datamine Studio RM® and Micromine® suite of geological and mining software packages. These systems allow for the 3D structure of the mineralised volume to be modelled, modified and viewed graphically. These 3D models can be adjusted as new data becomes available. These systems are used to visualise grade continuity and assist in mine planning.

Resource estimation

During grade control, both diamond-cored drill holes, reverse circulation drill holes and channel/chip sampling results are utilised. A minimum sampling width of 230cm is used in the case of mechanical mining and 20cm for conventional scraper-type stoping. Where the reef width is narrower, hanging wall and footwall waste samples are included to mimic practical mining parameters. Exploration diamond and reverse circulation drill holes and sampling are conducted over a sample width of 300cm, 150cm and 50cm within the mineralised or lithological contacts. Drilling is also conducted on the tailings material that is re-treated at the BTRP, Elikhulu and the MTR plant. In these cases, the samples from either auger drilling, dual drilling or sonic drilling are sampled at 150cm intervals.

All the samples are transported from Barberton Mines, Elikhulu and Evander Mines to the SGS Barberton assay laboratory (SGS Barberton) located close to Barberton Mines. The MTR operation samples are transported to the SGS Performance assay laboratory (SGS Performance) located nearby in Randfontein. SGS Barberton and SGS Performance are independent South African National Accreditation System-accredited assay laboratories (T0565 and T0265, respectively) and are certified to conduct the relevant gold analyses. Tennant Mines' samples are transported to either the SGS Perth assay laboratory (SGS Perth) or the Intertek Darwin or Perth assay laboratory (Intertek). Both SGS Perth (1936) and Intertek (3244 3237) are independent, accredited laboratories and are certified to conduct the relevant assay analyses. During transportation and submission, the samples are accompanied by a representative from the Company (either a geologist or sampler) and a sample dispatch note. Sample preparation and assaying are conducted by the respective assay laboratories. Preparation of the samples includes the drying of the sample at 110°C, followed by crushing to 85% passing 2.36mm. Between 0.5kg and 0.75kg of crushed material is subsampled and pulverised using Rocklabs LM2 and RM2000 pulverisers to 85% passing 75µm. A 25g (grade control) or 50g (exploration) aliquot is blended with a premix flux for fire assay purposes. Low-grade orebodies are analysed using atomic absorption spectrometry while high-grade orebodies employ a parted gravimetric finish. Base metals are analysed either by aqua regia or four acid digest and inductively coupled plasma finish.

An in-house quality assurance and quality control (QA/QC) system is implemented, where certified reference material (CRM) is employed to indicate the accuracy of the assaying procedure. For exploration, up to 10% of the samples are reassayed for precision tests and are accompanied by CRMs at a 10% frequency rate. A two-times standard deviation from the expected CRM assay values retrieved is employed as a failing criterion in the QA/QC system and triggers a reassaying procedure of the total batch analysed. All exploration samples retrieving grades more than 10g/t are immediately reassayed and will employ a gravimetric finish to validate the grades achieved.

Mineral Resources estimation (MRE) is conducted using mainly an ordinary kriging MRE for the various resource classification criteria. The search ellipse employed during the kriging process is in line with the orebody dimension and modelled variogram ranges. In all cases, historical data is employed during the MRE due to the rich history of mining and exploration in the areas. All historical data is continuously evaluated relative to newly acquired data for representativeness. During the reporting period, no inconsistencies were noted in the historical or new data.

Extreme high-grade samples are evaluated per orebody and capped to an acceptable maximum grade for each orebody and operation specifically. These high grades are identified by sample statistics, histograms and probability plots. The capped high-grade samples are employed for the MRE of each orebody and aim to limit the possible overestimation of grade by reducing uncommonly high-grade values during the MRE.

Mineral Resources classification

During an ordinary kriging MRE, a Measured Resource block is defined as a block estimated within the modelled variogram range with a slope of regression not less than 70% into parent cells not larger than 30m by 30m. This effectively reports a Measured Resource within 50m of sufficient representative sampling.

Blocks of Indicated Resources are defined where sampling values and local geological information are available. Both the grades and orebody widths are estimated using an ordinary kriging method. The Indicated Resource extends up to the modelled variogram ranges of a sufficiently sampled area with a slope of regression not less than 50%. Grades and widths are mostly interpolated into the Indicated Resource blocks which are 60m by 60m in size or less.

Inferred Resource blocks are characterised by a regional grade and width obtained from arithmetic means: Sichel's t-estimates and macro-ordinary kriging. Inferred Resource blocks are extrapolated to double the modelled variogram range or grade continuity for each orebody into parent cells of 120m by 120m in size or less.

Mineral Reserves conversion

Indicated Mineral Resources are converted to Probable Mineral Reserves due to the lower confidence mainly in grade continuity relative to that of Measured Mineral Resources. In most instances, Measured Mineral Resources are converted to Proved Mineral Reserves. Certain Measured Mineral Resources are not immediately accessible for mining and require development or equipping or result in smaller isolated mineral occurrences. Under these circumstances, Measured Mineral Resources have been converted to Probable Mineral Reserves. Mineral Reserves are reported inclusive of diluting and contaminating material delivered to the relevant metallurgical plant for treatment and beneficiation. Measured and Indicated Mineral Resources are only converted into a Mineral Reserve once a mine plan with positive economic parameters, inclusive of all modifying factors, is achieved. Inferred Mineral Resources are not converted to Mineral Reserves, nor are Inferred Mineral Resources utilised in feasibility studies.

ASSESSMENT AND REPORTING IN COMPLIANCE WITH THE SAMREC CODE

To meet the requirements of the SAMREC Code, the material reported as Mineral Resources should have 'reasonable and realistic prospects for eventual economic extraction'.

Pan African has determined an appropriate cut-off grade, which has been applied to the quantified mineralised orebody. In determining the Mineral Resources and Mineral Reserves cut-off grades, Pan African uses the following metal price deck. Mineral Reserves represent the portion of the Measured and Indicated Mineral Resources above an economic cut-off grade within the LoM plan. These Mineral Reserves have been estimated after considering all modifying factors affecting extraction. A range of disciplines is involved at each operation in the LoM planning process, including geology, surveying, planning, mining design and engineering, rock engineering, metallurgy, financial management, human resources management and environmental management.

Assumptions

	Unit	30 June 2025	30 June 2024
Mineral Resources gold price	US$/oz	2,100	1,850
	ZAR/kg	1,100,000	1,100,000
	A$/oz	3,240	n/a
Mineral Reserves gold price	US$/oz	1,934	1,598
	ZAR/kg	1,150,000	950,000
	A$/oz	2,980	n/a
Exchange rate	US$/ZAR	18.50	18.50
	US$/A$	1.56	n/a

ABRIDGED MINERAL RESOURCES AND MINERAL RESERVES REPORT

continued

ORGANIC GROWTH

Pan African has an exceptional pipeline of attractive growth opportunities, both in established projects and in brownfield resource definition prospects. Robust LoM plans support the Group's strategic plan. Current exploration drilling as well as initiatives to access and develop orebodies were aggressively pursued at the Group's operations during the year. The strategy of converting Mineral Resources to Mineral Reserves was progressed by moving organic growth projects further up the mining value curve and closer towards the feasibility and production stages. These include Evander Mines' 8 Shaft, the 24 and 25 Level project, the Egoli project, Consort Mine's PC Shaft remnant blocks, the Sheba Fault project, the MTR operation's Soweto Cluster and the Tennant Mines operation.

The schematic on **page 124** illustrates the progress of near-mine growth projects that contributed ounces to the increased Mineral Resources for the year.

Operational

- Barberton Mines
- Elikhulu operation
- Evander Mines' 8 Shaft 24 to 25 Level
- Consort PC Shaft remnant block mining
- MTR operation's Mogale Cluster
- Tennant Mines' Nobles Gold Mine

Project commissioning

- Sheba Fault project (Western Cross and Royal Sheba)
- Tennant Mines
  - Crown Pillar Stockpile
  - Weaber's Find
  - Rising Sun
  - Nobles open pit

Feasibility study

- Egoli project
- Evander South project
- Poplar project
- Rolspruit project
- MTR operation's Soweto Cluster
- Tennant Mines
  - Chariot
  - Golden Forty
  - Juno
  - Mauretania
  - Warrego

Desktop, scoping and prefeasibility study

- Sudan
  - Kishi
  - Turkish Ridge
  - Sataib
  - Hamash
  - Miradaab
- Tennant Mines
  - White Devil
  - Eldorado
  - Black Snake

Discovery

- Barberton Mines: Sheba Hills exploration, brownfield – near-mine exploration
- Sudan's Turukti and Jebel Karyous
- Tennant Mines' Kimberly Kids

FY25 IN REVIEW

Some of the Group's achievements and key features for the year ended 30 June 2025 are presented below.

Licence to operate

- Barberton Mines' mining rights are valid until May 2051. It should be noted that a section 102 amendment on the three Barberton Mines mining rights has been lodged with the Department of Mineral and Petroleum Resources (DMPR) to include specific farm names in the mining right table that were erroneously omitted during the renewal process. Additionally, Sheba Mine's water use licence (WUL) is in the appeal process after being declined by the Department of Water and Sanitation (DWS) due to the Sheba TSF return water dam not being lined, although it was constructed well before the promulgation of the National Environmental Management Act, 107 of 1998. There is ongoing correspondence with the DMPR, DWS and the Department of Forestry, Fisheries and the Environment (DFFE) regarding the status of the applications, which remain valid until they are granted as per the Mineral and Petroleum Resources Development Act, 28 of 2002 (MPRDA)
- Evander Mines' mining right is valid until April 2038
- For the MTR operation, the currently approved and granted permits include the environmental authorisation, the certificate of registration from the National Nuclear Regulator, the record of decision for a waste management licence, an air emissions licence and a WUL. The refining licence permit application is in the final stages of processing and approval is expected in due course. Additionally, a three-year wage agreement has been entered into between the Company and its employees
- In Sudan, a notice of force majeure on the Group's exploration licences was issued to the Sudanese Mineral Resources Company. All the Group's in-country assets were placed on care and maintenance in November 2024 to minimise operational expenditure
- Tennant Mines has built strong relationships and is working closely with traditional owners, the Central Land Council (CLC), the prescribed body corporates, the Tennant Creek Aboriginal Leadership Group and Tennant Creek-based Aboriginal corporations to ensure our licence to operate. The successful construction and commissioning of the Nobles Gold plant in the reporting period is a testament to the support from the Northern Territory Government, the Barkly Region and the local communities. Approximately 40% of employees are based in the Northern Territory, thereby reducing the reliance on fly-in-fly-out labour.

Projects

- Commissioned the MTR plant with the inaugural gold smelt on 3 October 2024
- Commissioned Evander Mines' 8 Shaft hoisting in the newly equipped ventilation shaft on 17 January 2025 to improve tonnage throughput from the 24 Level mining areas
- Commenced LIB drilling from Evander Mines' 8 Shaft 24 Level to intersect the reef on 25 Level. Successful reef intersection was achieved on 28 January 2025, yielding 48.82g/t over 76.3cm (3,725cmg/t)
- Progressed development and the planning of Evander Mines' 8 Shaft 25 Level to 26 Level mining phases
- Commenced LIB drilling at Egoli post the dewatering of the 3 Decline to below 19 Level
- Ramp-up of production at Consort Mine
- Initiated the construction of the Bramber dormant pump station at the BTRP, which will allow the re-treating of the Bramber dormant TSF, extending BTRP's LoM to six years
- Development progressed towards and intersected an additional 25g/t gold, high-grade platform (262 Platform) in the Main Reef Complex (MRC) orebody at Fairview Mine and continues downward to 263 Platform
- Acquired Tennant Mines in the Northern Territory of Australia
- Commissioned Tennant Mines' Nobles Gold plant on 16 April 2025, ahead of schedule and within budget
- Exploration in Sudan was placed on care and maintenance in November 2024, with a force majeure submitted to the Ministry of Mines and the Sudanese Mineral Resources Company. The Ministry of Mines in Sudan has declined the notice of force majeure, however, the project remains on care and maintenance. At 30 June 2025, the Group has impaired the carrying amount of the assets in Sudan to its recoverable value of US$0.44 million. This impairment totals US$2.96 million.

Mineral Resources

- The Group's estimated Mineral Resources increased by 4.1% year-on-year to 42.87Moz (576.87Mt at 2.31g/t)
- The successful exploration drilling programme at the Bramber dormant TSF extended the BTRP LoM to six years
- LIB drilling at Evander Mines' 8 Shaft successfully intersected the Kimberley Reef 550m ahead of the mining faces at 3,725cmg/t over 76.3cm, increasing confidence in the operation's medium-term production plan
- Acquisition of Tennant Mines in the Northern Territory, Australia
- Sustained positive gold market economics resulted in limited movement in the reported cut-off grades of the Group's operations and projects.

ABRIDGED MINERAL RESOURCES AND MINERAL RESERVES REPORT
continued

Mineral Reserves

- The Group's estimated Mineral Reserves base increased by 2.7% year-on-year to 12.98Moz (387.93Mt at 1.04g/t), post the mining depletion of 0.20Moz
- Initiatives have been undertaken to improve reserve delineation drilling and increase production at Barberton Mines
- Optimisation of mining methods and modifying factors
- Additional platforms have been developed in the high-grade MRC and Rossiter orebodies at Fairview Mine to increase mining flexibility
- Optimisation of the BTRP scheduling and rehabilitation to further sustain the plant's feed sources from tailings material as well as other third-party material located around Barberton Mines
- Commissioning of the MTR plant during October 2024
- Commissioning of Tennant Mines' Nobles Gold plant during April 2025.

Operational execution

- Achieved record half-year production in the second half of the reporting period by producing 111,822oz. Full-year production of 196,527oz was realised with the breakdown as detailed below:
  - Barberton Mines: 68,549oz
  - BTRP: 15,224oz
  - Elikhulu operation: 52,606oz
  - Evander Mines: 27,829oz (including toll treatment)
  - MTR operation: 30,806oz
  - Tennant Mines: 1,513oz.

Safety

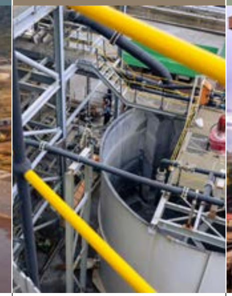
- The Group's lost time injury frequency rate (LTIFR) improved from 1.82 to 1.58 per million man hours
- The Group's reportable injury frequency rate (RIFR) regressed from 0.78 to 0.85 per million man hours
- Two fatal accidents were recorded during the year ended 30 June 2025; one at Evander Mines and one at Barberton Mines' Sheba Mine (FY24: one)
- Evander Mines' LTIFR improved to 2.38 (FY24: 2.70) and the RIFR regressed to 1.08 (FY24: 0.42) per million man hours
- Evander Mines' (including Elikhulu) LTIFR improved to 1.80 (FY24: 1.94) and the RIFR regressed to 0.82 (FY24: 0.45) per million man hours
- Barberton Mines' LTIFR improved to 1.64 (FY24: 1.88) and the RIFR regressed to 1.02 (FY24: 1.03) per million man hours
- Fairview Mine achieved 4.1 million fatality-free shifts and marked five consecutive years without a fatality
- Consort Mine achieved 3.5 million fatality-free shifts and marked 23 consecutive years without a fatality
- The Group will continue with ongoing safety initiatives to further improve safety rates and strive for zero harm
- The Group's surface remining operations reached a significant milestone in safety by achieving zero lost time injuries and zero reportable injuries throughout the year.

Environmental, social and governance

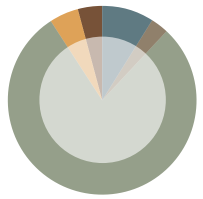
- Construction commenced on phase 2 of Evander Mines' water treatment plant (3ML/day) in June 2025. The total recycling capacity will increase to 6ML/day
- Board approval of the MTR operation's water treatment plant, with planned construction of a 3ML/day plant in FY25
- Barberton Mines' 8.75MW solar plant reached steady-state production of ~15GWh per annum
- Achieved a Group renewable energy mix of 8.8% for FY25
- Board approval of Evander Mines' phase 2 solar expansion (20MW), and an engineering, procurement and construction contractor was appointed
- Completed the feasibility study for the MTR operation's solar plant of 20MW
- Concluded a 40MW PPA
- Achieved the land in the process of rehabilitation target of 17.1% against a target of 16% for the MTR operation as per the RMB Sustainability Bond Performance Targets for FY25
- Achieved safety targets of 6.56 for the Group's total recordable injury frequency rate as per the Group's Sustainability Bond Performance Targets for FY25
- Successful implementation of phase 2 of a formal health and wellness programme at Barberton Mines, Evander Mines and the MTR operation
- PricewaterhouseCoopers Inc. assurance certificate of 16 environmental, social and governance (ESG) disclosures in the **sustainable development report 2025**
- Inaugural **Taskforce on Nature-related Financial Disclosures report 2025**
- Implementation of an environmental management system
- Approved Social and Labour Plans for the MTR operation and Evander Mines, and provisional approvals for Barberton Mines
- Completion of a ZAR12 million community hall in Barberton.

Financial metrics

- Capital allocation aligned with the Group's strategic plan
- Managed production cash cost to US$1,426/oz (FY24: US$1,199/oz)
- Group net debt increased to US$149.3 million (FY24: US$106.4 million).

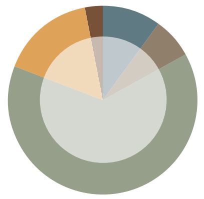
BARBERTON MINES	ELIKHULU TAILINGS RETREATMENT	EVANDER MINES	MOGALE TAILINGS RETREATMENT	TENNANT MINES	SUDAN EXPLORATION
					
Barberton Mines consists of three underground mines, a tailings retreatment operation and one project	**Elikhulu consists of the Leslie/Bracken and Winkelhaak TSFs**	**Evander Mines consists of one underground mine and several projects**	**The MTR operation consists of the Mogale Cluster TSFs and the Soweto Cluster TSFs**	**Tennant Mines consists of Nobles Gold Mine (consisting of stockpiles, open pit and underground mines) and the Warrego copper and gold project**	**The Sudan assets consist of five exploration concessions totalling 1,088km²** **The exploration remains on care and maintenance**
• Fairview Mine • Sheba Mine • Consort Mine • BTRP • Sheba Fault project	• Leslie/Bracken • Winkelhaak	• 8 Shaft • Egoli project • Rolspruit project • Poplar project • Evander South project	• Mogale Cluster • Soweto Cluster	• Nobles Gold Mine – Crown Pillar Stockpile – Nobles pit – Rising Sun pit – Weaber's Find – Black Snake – Juno – White Devil – Golden Forty – Eldorado – Chariot • Warrego copper and gold project	• Block 12A North • Block 12A South • Block 12D • Block 12E • Block 12K

Mineral Resources



Barberton Mines	9%
Elikhulu Tailings Retreatment	3%
Evander Mines	79%
Mogale Tailings Retreatment	5%
Tennant Mines	4%

Mineral Reserves



Barberton Mines	10%
Elikhulu Tailings Retreatment	7%
Evander Mines	64%
Mogale Tailings Retreatment	16%
Tennant Mines	3%

A summary of the Group's inventory of Mineral Resources and Mineral Reserves is presented as follows. For a detailed breakdown, refer to the **Mineral Resources and Mineral Reserves report 2025** available on our website at: www.panafricanresources.com

ABRIDGED MINERAL RESOURCES AND MINERAL RESERVES REPORT

continued

Performance

▲ Increase ▼ Decrease ▶ Unchanged

MINERAL RESOURCES

	Estimated gold Mineral Resources									
	At 30 June 2025				At 30 June 2024					
		Contained gold				Contained gold				
	Tonnes million	Grade g/t	Tonnes gold	Moz	Tonnes million	Grade g/t	Tonnes gold	Moz	%Δ	
BARBERTON MINES	37.06	3.09	114.44	3.68	35.51	3.16	109.09	3.51	5	▲
Fairview Mine	4.86	9.74	47.32	1.52	4.49	9.82	44.07	1.42	7	▲
Sheba Mine	1.11	8.00	8.84	0.28	1.17	7.90	9.22	0.30	(4)	▼
Consort Mine	1.31	6.25	8.20	0.26	0.97	9.03	8.80	0.28	(7)	▼
BTRP	21.74	1.11	24.18	0.78	20.87	1.15	24.09	0.77	–	▶
Sheba Fault project	8.05	3.22	25.90	0.83	7.02	3.26	22.91	0.74	13	▲
ELIKHULU	142.34	0.26	37.49	1.21	155.44	0.27	41.54	1.34	(10)	▼
Leslie/Bracken and Winkelhaak TSFs	142.34	0.26	37.49	1.21	155.44	0.27	41.54	1.34	(10)	▼
EVANDER MINES	119.59	8.97	1,051.35	33.80	123.11	8.54	1,051.78	33.82	–	▶
8 Shaft	24.32	10.70	260.22	8.37	30.59	8.82	269.86	8.68	(4)	▼
Egoli project	9.65	9.68	93.41	3.00	9.65	9.68	93.41	3.00	–	▶
Rolspruit project	25.92	11.56	299.65	9.63	25.89	11.57	299.52	9.63	–	▶
Poplar project	28.72	6.99	200.76	6.46	28.04	7.06	197.94	6.36	1	▲
Evander South project	30.97	6.37	197.31	6.34	28.93	6.60	191.04	6.14	3	▲
MTR OPERATION	250.34	0.30	74.79	2.40	259.76	0.30	78.46	2.52	(5)	▼
Mogale Cluster	116.84	0.28	32.90	1.06	126.27	0.29	36.58	1.18	(10)	▼
Soweto Cluster	133.49	0.31	41.89	1.35	133.49	0.31	41.89	1.35	–	▶
TENNANT MINES	27.54	2.01	55.32	1.78	–	–	–	–	100	▲
Nobles Gold Mine	27.54	2.01	55.32	1.78	–	–	–	–	100	▲
Total[1]	576.87	2.31	1,333.38	42.87	572.82	2.24	1,280.87	41.18	4	▲

	Estimated copper Mineral Resources							
	At 30 June 2025			At 30 June 2024				
		Contained copper			Contained copper			
	Tonnes million	Grade %	Tonnes copper	Tonnes million	Grade %	Tonnes copper	%Δ	
TENNANT MINES	16.50	1.33	219,159	–	–	–	100	▲
Warrego copper and gold project	16.50	1.33	219,159	–	–	–	100	▲
Total[1]	16.50	1.33	219,159	–	–	–	100	▲

[1] *Totals may not reflect the sum of the lines due to rounding.*

GOLD MINERAL RESERVES

	Estimated gold Mineral Reserves									
	At 30 June 2025				At 30 June 2024					
		Contained gold				Contained gold				
	Tonnes million	Grade g/t	Tonnes gold	Moz	Tonnes million	Grade g/t	Tonnes gold	Moz	%Δ	
BARBERTON MINES	11.85	3.49	41.29	1.33	9.41	4.23	39.77	1.27	4	▲
Fairview Mine	2.22	8.56	19.06	0.61	2.27	9.01	20.44	0.66	(7)	▼
Sheba Mine	0.46	8.63	3.93	0.13	0.82	4.54	3.70	0.12	6	▲
Consort Mine	0.50	6.39	3.21	0.10	0.70	4.75	3.33	0.11	(3)	▼
BTRP	6.15	1.12	6.91	0.22	3.65	1.63	5.94	0.19	20	▲
Sheba Fault project	2.51	3.26	8.18	0.26	1.98	3.22	6.37	0.20	28	▲
ELIKHULU	117.52	0.26	30.39	0.98	130.63	0.27	34.72	1.12	(12)	▼
Leslie/Bracken and Winkelhaak TSFs	117.52	0.26	30.39	0.98	130.63	0.27	34.72	1.12	(12)	▼
EVANDER MINES	31.11	8.27	257.20	8.27	31.09	8.17	254.12	8.17	1	▲
8 Shaft	4.31	7.77	33.48	1.08	4.29	7.08	30.40	0.98	10	▲
Egoli project	3.44	6.61	22.72	0.73	3.44	6.61	22.72	0.73	–	▶
Rolspruit project	23.36	8.60	201.01	6.46	23.36	8.60	201.01	6.46	–	▶
Poplar project	–	–	–	–	–	–	–	–	–	▶
Evander South project	–	–	–	–	–	–	–	–	–	▶
MTR OPERATION	223.59	0.28	62.79	2.02	227.66	0.28	64.60	2.08	(3)	▼
Mogale Cluster	115.26	0.28	32.23	1.04	119.33	0.29	34.04	1.10	(5)	▼
Soweto Cluster	108.32	0.28	30.55	0.98	108.32	0.28	30.55	0.98	–	▶
TENNANT MINES	3.86	3.11	12.01	0.39	–	–	–	–	100	▲
Nobles Gold Mine	3.86	3.11	12.01	0.39	–	–	–	–	100	▲
Total[1]	387.93	1.04	403.67	12.98	398.78	0.91	393.21	12.64	3	▲

[1] *Totals may not reflect the sum of the lines due to rounding.*

ABRIDGED MINERAL RESOURCES AND MINERAL RESERVES REPORT
continued

BARBERTON MINES

Barberton Mines consists of three underground mines, a tailings retreatment operation and one project.

FAIRVIEW MINE

Fairview Mine successfully completed the 3 Shaft winder upgrades. Additionally, the 3 Shaft debottlenecking project equipment is being assembled underground. The mine plan to extract ore concurrently from all three shafts is now well-established. Mining platforms were established on the 261 and 262 high-grade platforms in the MRC, with drilling intercepts below 263 Platform yielding an intercept of 15m at 85g/t.

During the reporting period, Fairview Mine continued its focus on optimising extraction and successfully increasing flexibility within the MRC and Rossiter Reef. This was achieved by developing towards down-dip extensions of the orebodies and by increasing the reserve definition drilling rate. Broader-scale exploration drilling is focused on the Hope Reef and Main Reef Top, with desktop studies being conducted on various known but unmined lower-grade blocks in all orebodies.

Estimated Mineral Resources affected by:	Estimated Mineral Reserves affected by:
• Depletion by mining • Geological boundary and structural updates • Mineral Resource block updates (tonnes and grade) • The cut-off grade increased from 2.06g/t in the prior financial year to 2.60g/t for the current reporting period due to costs assumed in the cut-off grade calculation	• Depletion by mining • Impact of updated geological structures and boundaries • Update of grades in Mineral Resource blocks

Modelled LoM: 23 years

SHEBA MINE

Sheba Mine successfully concluded a Section 189 process in which the labour force was reduced by 244 people. A maiden Mineral Resources model for the MRC and ZK orebodies was constructed, showing significant exploration targets. A scoping study on material handling informing the exploration strategy for Sheba's LoM extension is underway.

Sheba Mine continued to focus on the extraction of the MRC and ZK orebodies during the year. Specific attention was given to the reserve definition drilling and development of the ZK orebody's down-dip extension on 37 Level and 38 Level in the unmined areas between Sheba and Fairview Mines, while mining platforms were accessed above the Southwall Adit level at the Western Cross orebody.

Estimated Mineral Resources affected by:	Estimated Mineral Reserves affected by:
• Depletion by mining • Geological boundary and structural updates • Mineral Resource block updates (tonnes and grade) • The cut-off grade increased to 2.20g/t for the current reporting period relative to 2.10g/t in the prior financial year	• Depletion by mining • Impact of updated geological structures and boundaries • Update of grades in Mineral Resource blocks

Modelled LoM: 7 years (excluding the Sheba Fault project)

CONSORT MINE

Consort Mine completed the required rehabilitation of the PC Shaft lining and commenced with the ramping up of production in the PC Shaft area. This operation is now cash generative and, in December 2024, reached production of 30kg for the first time since 2021. This new steady state is forecast for the next three years with the currently accessed high-grade stopes.

Estimated Mineral Resources affected by:	Estimated Mineral Reserves affected by:
• Depletion by mining • Geological boundary and structural updates • Mineral Resource block updates (tonnes and grade) • The cut-off grade remained constant year-on-year at 2.80g/t	• Depletion by mining • Impact of updated geological structures and boundaries • Update of grades in Mineral Resource estimation blocks

Modelled LoM: 12 years

BARBERTON TAILINGS RETREATMENT PLANT

Mining of the Harper North, Vantage and Segalla calcine dams progressed in accordance with the mine plan. An additional 14 auger holes, totalling 365m, were drilled into the Bramber dormant TSF, improving the confidence in the source material, which extends the BTRP's life to six years. The pump station construction has commenced at the Bramber dormant TSF and is expected to be commissioned by September 2025.

It is envisaged that the Sheba Fault project will form part of the BTRP feed sources when this project is commissioned. Processing of this material is enabled through the construction of a RoM crusher circuit at the BTRP. This will allow the BTRP to treat approximately 35,000tpm of RoM material from the Royal Sheba and Western Cross projects, thereby extending the life of the operation and ensuring its sustained output in future.

Furthermore, the Group is continuing test work and studies on the Sheba dormant TSF which contains a further 1.6Mt of tailings at 0.93g/t and could extend the BTRP's tailings retreatment life by another 18 months.

Estimated Mineral Resources affected by:	Estimated Mineral Reserves affected by:
• Depletion by mining • Inclusion of the Bramber dormant TSF following successful drilling campaigns • The cut-off grade remained constant year-on-year	• Depletion by mining • Inclusion of the Bramber dormant TSF following successful drilling campaigns • The plant recovery factor decreased to 27.0% from 35.3% in the previous reporting period

Modelled LoM: 6 years (excluding the treatment of material from the Sheba Fault project)

SHEBA FAULT PROJECT

The Group recently initiated preliminary mining activities at the Royal Sheba and Western Cross projects to further define the grades and recoveries expected from this large-scale orebody. These activities included the extraction of a 10,000t bulk sample at the Royal Sheba project from historically unmined areas located 6m below surface, between 6 Level and 7 Level. Furthermore, ore from the Western Cross orebody continued to supplement RoM feed to the Sheba metallurgical plant during the reporting period.

Additional drilling into the Western Cross orebody resulted in a more than 400% increase in the Mineral Reserves for this project from 20,000oz to 80,000oz. This improvement in confidence and size enabled the Group to further enhance the mine design of the Western Cross section, which now forms an integral part of Sheba Mine's monthly production.

Estimated Mineral Resources affected by:	Estimated Mineral Reserves affected by:
• Additional Mineral Resource blocks identified through the Western Cross drilling campaign • The cut-off grade increased year-on-year at 1.5g/t	• Additional Mineral Resource blocks identified through the Western Cross drilling campaign • The cut-off grade remained constant year-on-year at 1.60g/t

Modelled LoM: 9 years

ABRIDGED MINERAL RESOURCES AND MINERAL RESERVES REPORT
continued

ELIKHULU

The Elikhulu operation is a tailings retreatment operation.

LESLIE/BRACKEN AND WINKELHAAK TSFs

The Elikhulu operation is expected to yield approximately 50Koz of gold per annum over its nine-year remaining LoM. These production estimates exclude an Inferred Resource of 74Koz of gold delineated in the soil material beneath the existing Winkelhaak tailings dump.

Estimated Mineral Resources affected by:	Estimated Mineral Reserves affected by:
• Depletion through remining activities • TSF boundary updates for the Leslie/Bracken and Winkelhaak TSFs	• Depletion through remining activities • Impact of updated TSF limits for the Leslie/Bracken and Winkelhaak TSFs • Modifying factors employed as per actual results since the commissioning of Elikhulu

Modelled LoM: 9 years

EVANDER MINES

Evander Mines consists of one underground mine and several projects.

EVANDER MINES' 8 SHAFT

Hoisting in the ventilation shaft was commissioned during January 2025, with achieved hoisting of 600t per day. The high-grade 24 Level B raise line has been established with ledging yielding an average grade of 6,500cmg/t (47.79g/t over 1.36m) over the raise development. LIB drilling from 24 Level into the 25 Level mining area intercepted reef at 3,725cmg/t over 76.3cm (48.82g/t).

Estimated Mineral Resources affected by:	Estimated Mineral Reserves affected by:
• Depletion by mining • Geological boundary and structural updates • Incorporating results from the 24 Level LIB drilling programme • The cut-off grade decreased year-on-year from 670cmg/t to 629cmg/t	• Depletion by mining • Impact of updated geological structures and boundaries • Update of grades in Mineral Resource blocks and inclusion of the 8 Shaft

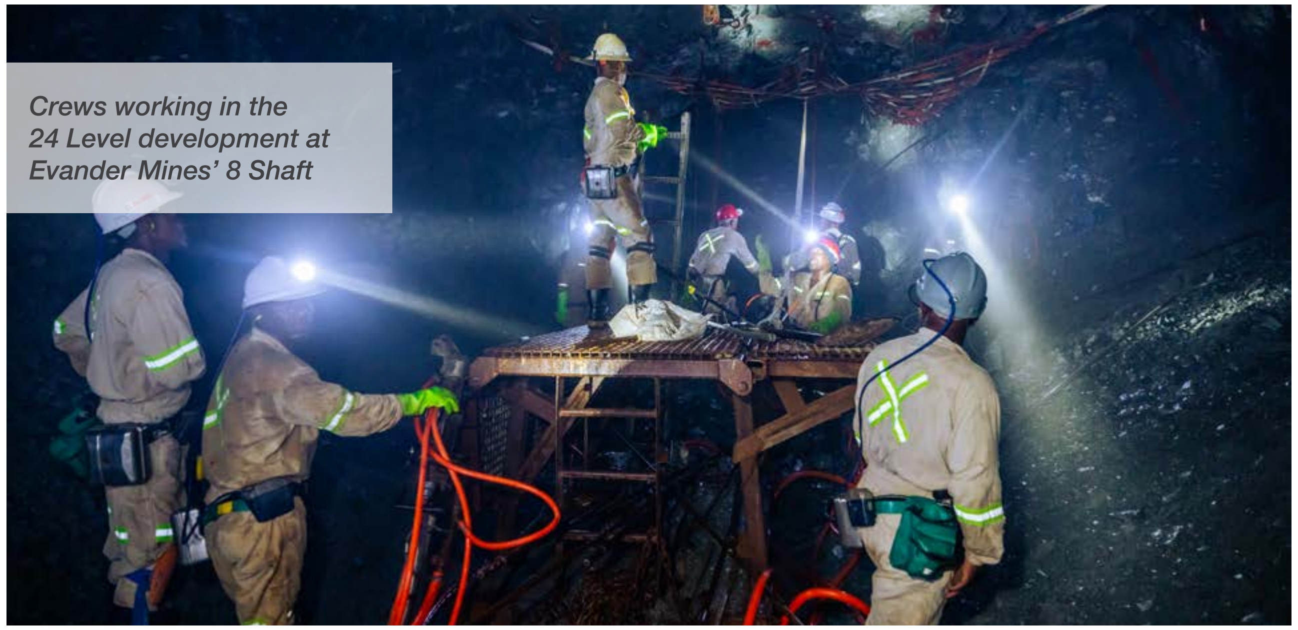
Modelled LoM: 11 years

EVANDER MINES' 7 SHAFT – EGOLI PROJECT

The traditional off-reef footwall development of the deep-level, narrow tabular Witwatersrand orebodies has been optimised by placing the development haulages on-reef. This enhances the lead time to first gold and results in lock-up of material in pillars that could be extracted at the end of the operation's economic life. This is done using newly developed backfill and support technology as with 8 Shaft pillar.

Estimated Mineral Resources affected by:	Estimated Mineral Reserves affected by:
• The cut-off grade remained constant year-on-year	• Modifying factors remained constant year-on-year

Modelled LoM: 9 years


Crews working in the 24 Level development at Evander Mines' 8 Shaft

ROLSPRUIT PROJECT

This orebody is a down-dip extension of the same Kinross payshoot currently being exploited at 8 Shaft. The project is located immediately west-north-west of the 8 Shaft. Exploration on the Rolspruit project commenced in 1955, and by 1988, a total of 53 boreholes with accompanying reef deflections had been completed by various companies. The Group regularly reviews its portfolio of exploration projects and applies the latest available economic data to assess their feasibility.

Estimated Mineral Resources affected by:	Estimated Mineral Reserves affected by:
• The cut-off grade decreased slightly year-on-year to 356cmg/t	• The cut-off grade decreased slightly due to an inflationary increase in mining costs assumed through conventional narrow tabular breast mining at a depth of more than 2,500m to 392cmg/t

Modelled LoM: >29 years

POPLAR PROJECT

Exploration on the Poplar project commenced in the mid-1950s and has been the subject of several studies. A total of 104 mother holes were drilled in the project area, with an additional 146 intersections obtained through deflection drill holes.

Estimated Mineral Resources affected by:	Estimated Mineral Reserves affected by:
• The cut-off grade decreased slightly year-on-year due to an inflationary increase in mining costs and an increase in the gold price assumed to 443cmg/t	• None reported

Modelled LoM: Not reported

EVANDER SOUTH PROJECT

This project is located directly west of Evander Mines' 9 Shaft and is south of the Poplar project. A total of 116 mother holes were drilled in the project area, with 475 deflections.

Estimated Mineral Resources affected by:	Estimated Mineral Reserves affected by:
• The cut-off grade decreased slightly year-on-year due to an inflationary increase in mining costs and an increase in the gold price assumed to 298cmg/t	• None reported

Modelled LoM: Not reported

ABRIDGED MINERAL RESOURCES AND MINERAL RESERVES REPORT

continued

MTR OPERATION

The MTR operation consists of tailings retreatment processes.

MOGALE CLUSTER

The Mogale Cluster TSFs and the related MTR operation infrastructure on the West Rand, owned and operated by Pan African, are utilised to re-treat historical gold plant tailings at a rate of up to 800ktpm through a newly constructed, modern tailings retreatment metallurgical plant. Refer to the Group's **sustainable development report**, available on our website, for further details on this project, including its rehabilitation and community impacts.

The MTR operation's metallurgical plant was successfully commissioned with its inaugural gold pour during October 2024, with steady-state production achieved by December 2024 through the retreatment of the 1L23-25 TSF of the Mogale Cluster.

The Mogale Cluster is expected to yield an average of approximately 50Koz of gold per annum over the remaining 10 years of its LoM. These production estimates exclude an Inferred Resource of 49Koz of gold estimated at the base of some of the TSFs.

Estimated Mineral Resources affected by:	Estimated Mineral Reserves affected by:
• Depletion by mining activities • Update of grades in Mineral Resource estimation blocks	• Depletion by mining activities • Update of grades in Mineral Resource estimation blocks

Modelled LoM: 10 years

SOWETO CLUSTER

The Soweto Cluster TSFs and the related MTR operation infrastructure on the West Rand, owned and operated by Pan African, are currently the subject of a feasibility study expected to be completed during September 2025. This feasibility study is evaluating the project to either treat the Soweto Cluster Mineral Reserves through the modern tailings retreatment metallurgical plant at the MTR operation, some 15km to the west, or if these Mineral Reserves could be viable as a stand-alone operation.

Estimated Mineral Resources affected by:	Estimated Mineral Reserves affected by:
• No change in reported Mineral Resources	• No change in reported Mineral Reserves

Modelled LoM: 16 years (blending the Mogale and Soweto Cluster material as feed to the MTR plant results in an overall 20-year LoM for the MTR plant)

Pipework and cableways at the MTR plant

TENNANT MINES

Tennant Mines is a gold and copper developer with projects located in the renowned high-grade Tennant Creek Mineral Field in the Northern Territory of Australia.

NOBLES GOLD MINE

The construction of an 840ktpa CIL gold plant commenced in May 2024 at Nobles Gold Mine, with hot commissioning occurring during April 2025 and the inaugural gold pour made on 13 May 2025. This plant was commissioned ahead of schedule (less than 12 months construction timeline) and within budget at US$36 million. Production ramp-up is in progress and is expected to achieve steady-state production in the first quarter of the next reporting period. Nobles Gold Mine is expected to produce approximately 50Koz of gold per year.

Nobles Gold Mine comprises several satellite deposits from surface stockpiles, open pit mines and underground operations such as the Black Snake, Chariot, Crown Pillar Stockpile, Eldorado, Golden Forty, Juno, Malbec, Mauretania, Nobels, Nobles North tailings, Rising Sun, Shaft 12, Weaber's Find and White Devil deposits and other targets not reported as part of the Mineral Resources.

Estimated Mineral Resources affected by:	Estimated Mineral Reserves affected by:
• New acquisition for the Group	• New acquisition for the Group

Modelled LoM: 8 years

WARREGO COPPER AND GOLD PROJECT

The Group commissioned a feasibility study on the Warrego copper and gold project, following the successful results of a prefeasibility study on this project prior to the acquisition of Tennant Mines. This project will be conducted over an 18-month period and will detail the mining method, Mineral Reserves and additional required circuits at Nobles Gold Mine's metallurgical plant for the treatment of Warrego RoM. The prefeasibility study indicated a capital cost of approximately US$45 million and will see Tennant Mines producing up to 100Koz of gold and 10kt to 15kt of copper per year.

Estimated Mineral Resources affected by:	Estimated Mineral Reserves affected by:
• No change in reported Mineral Resources	• No Mineral Reserves reported

Modelled LoM: 10 years or more

SUDAN EXPLORATION

The Sudan assets consist of five exploration concessions totalling 1,088km^2.

SUDAN ASSETS

The Group secured five prospective exploration concessions (or exploration licences) from Sudan's Ministry of Mines in north-eastern Sudan (Block 12), covering an area of almost 1,100km^2 and located some 70km north-west of the coastal town, Port Sudan.

The exploration project was placed on care and maintenance effective from November 2024 due to the ongoing war in Sudan. Due to the ongoing war and the resultant local infrastructure damage following the floods experienced in August 2024, the Group submitted a notice of force majeure to the Sudanese Mineral Resources Company and placed all exploration activities on care and maintenance. The Ministry of Mines in Sudan has declined the notice of force majeure, however the project remains on care and maintenance. As at 30 June 2025 the Group has impaired the carrying amount of the assets in Sudan to its recoverable value of US$0.44 million. This impairment totals US$2.96 million. Discussions are ongoing regarding the extension of the Group's exploration concession timelines due to the force majeure periods.

No Mineral Resources or Mineral Reserves are currently reported for any of the targets.

Estimated Mineral Resources affected by:	Estimated Mineral Reserves affected by:
• Depletion by mining activities • Update of grades in Mineral Resource estimation blocks	• Depletion by mining activities • Update of grades in Mineral Resource estimation blocks

Modelled LoM: Not reported

As a custodian for future generations, Pan African recognises the importance of protecting the environment and securing its social licence to operate. This will enable the Group to deliver on its long-term sustainable value creation and preservation strategy.

ENVIRONMENTAL, SOCIAL AND CORPORATE GOVERNANCE

CLIMATE CHANGE

CLIMATE CHANGE, ENERGY USE AND EMISSIONS MANAGEMENT

Pan African has adopted a comprehensive and structured approach to addressing climate change, energy use and emissions management. The Company's strategy is guided by global standards such as the TCFD, IFRS S1 and S2, GRI Standards, the GHG Protocol and the UN SDGs, ensuring transparency and accountability in our climate-related disclosures.

Governance and oversight

Climate governance is embedded at the highest levels of the organisation. The board of directors holds ultimate accountability for climate-related risks and opportunities, with oversight delegated to the social and ethics, SHEQ and audit and risk committees. These committees review climate-related performance quarterly and ensure compliance with relevant frameworks. The chief executive officer leads the integration of climate strategy into the Company's core values and long-term planning, while executive and operational teams implement policies, manage risks and ensure alignment with global best practices.

A dedicated climate change and energy management committee, comprising cross-functional experts, monitors energy use, emissions and efficiency, reporting monthly to executive management. This structure ensures that climate considerations are integrated across leadership, strategic and operational levels.

Strategic climate initiatives

Pan African's climate strategy is built around three core pillars:

01.

Climate adaptation and resilience strategy: Adapting to physical and transition climate-related risks and opportunities

02.

Just energy transition: Supporting and contributing towards the Just Energy Transition Framework and skills transfer

03.

Climate mitigation strategy:

- Decarbonising operations by expanding renewable energy-efficient sources and adopting new energy vehicles and equipment
- Improving energy efficiency across all sites

Key initiatives include the construction of new solar capacity at Evander Mines and potentially at MTR and Tennant Mines. MTR has completed its solar feasibility study and is awaiting board approval, while Tennant Mines is currently conducting its solar feasibility study. The Group has also recently signed a 40MW PPA with NOA Group. The Company also plans to set emissions reduction targets aligned with the Science Based Targets initiative or International Organisation for Standardisation standards.

Climate risk metrics are being integrated into executive scorecards and project approvals, reinforcing accountability and performance alignment.

Scenario analysis and risk management

In FY23, Pan African conducted its first climate scenario analysis, evaluating four scenarios over a 10-year horizon. These scenarios assessed both physical and transition risks under varying climate and economic conditions. The analysis revealed that climate change acts as a 'threat multiplier', influencing other strategic risks such as regulatory compliance, access to capital and operational costs.

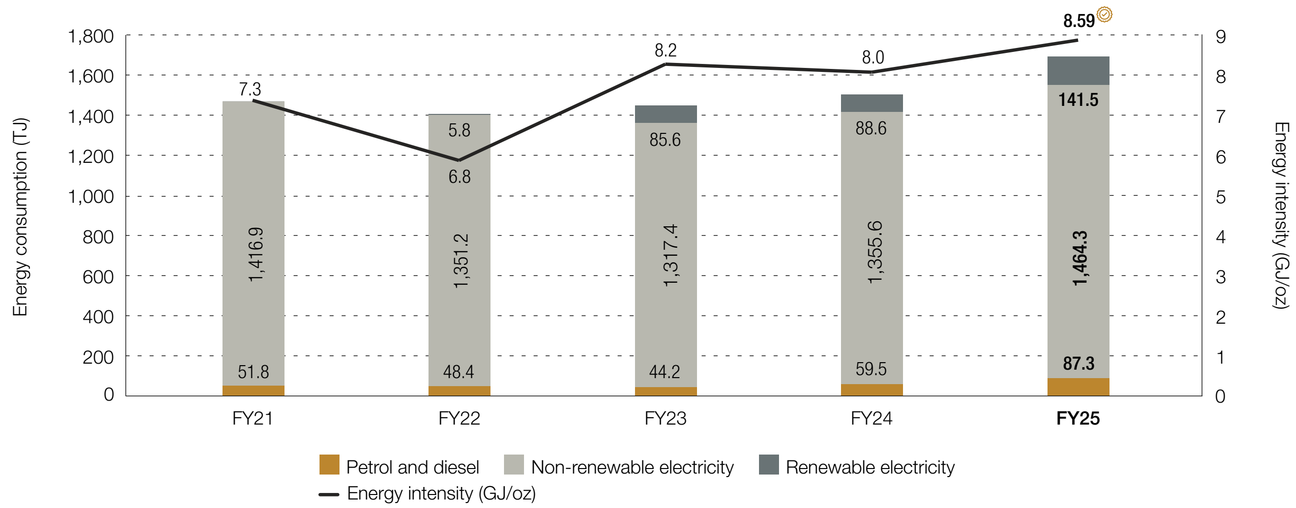
The Group is integrating climate-related risks into its enterprise risk management framework. Physical risks, such as extreme weather, droughts and heatwaves, are identified through ESG assessments, while transition risks, such as policy changes, social unrest and reputational impacts, are evaluated through financial impact analysis. These risks are categorised according to TCFD guidelines and are reviewed annually.

Refer to the **climate change report** for detailed information on physical and transition risks, GHG performance, energy consumption and energy intensity. It is available on our website.

Energy and emissions management

Pan African expects its energy consumption to continue increasing as the Company grows gold production. We focus on energy efficiency to ensure that our energy intensity ratio per ounce produced continues to decrease. In addition, our investment in renewable energy increasingly insulates the Company against the vagaries of the South African power grid, improving the resilience of our operations while reducing our carbon footprint.

The Group's energy consumption increased by approximately 13.4%, primarily due to an increase in petrol and diesel consumption. Our energy intensity per ounce of gold sold has increased over the year by 7.5% due to our 6.1% production increase.



CLIMATE CHANGE continued

In FY25, the Group's total absolute gross GHG emissions were 374.7ktCO_2e . This included 8.1ktCO_2e Scope 1 and 366.7ktCO_2e Scope 2 (location-based).

68% of the Group's Scope 1 GHG emissions are in South Africa and are measured in accordance with the Department of Forestry, Fisheries and the Environment regulations. The remainder of the Group's Scope 1 GHG emissions are measured in accordance with the GHG Protocol, which relates to emissions from Tennant Mines in Australia of 32%.

Operational GHG emissions increased by 6.2% in FY25 attributed to an increase in non-renewable electricity as well as petrol and diesel consumption.

	FY25	FY24
Scope 1	8.1	5.0
Scope 2	366.7	348.0
Scope 3	501.3	Not calculated
Total	870.0	353.0

Metrics and targets

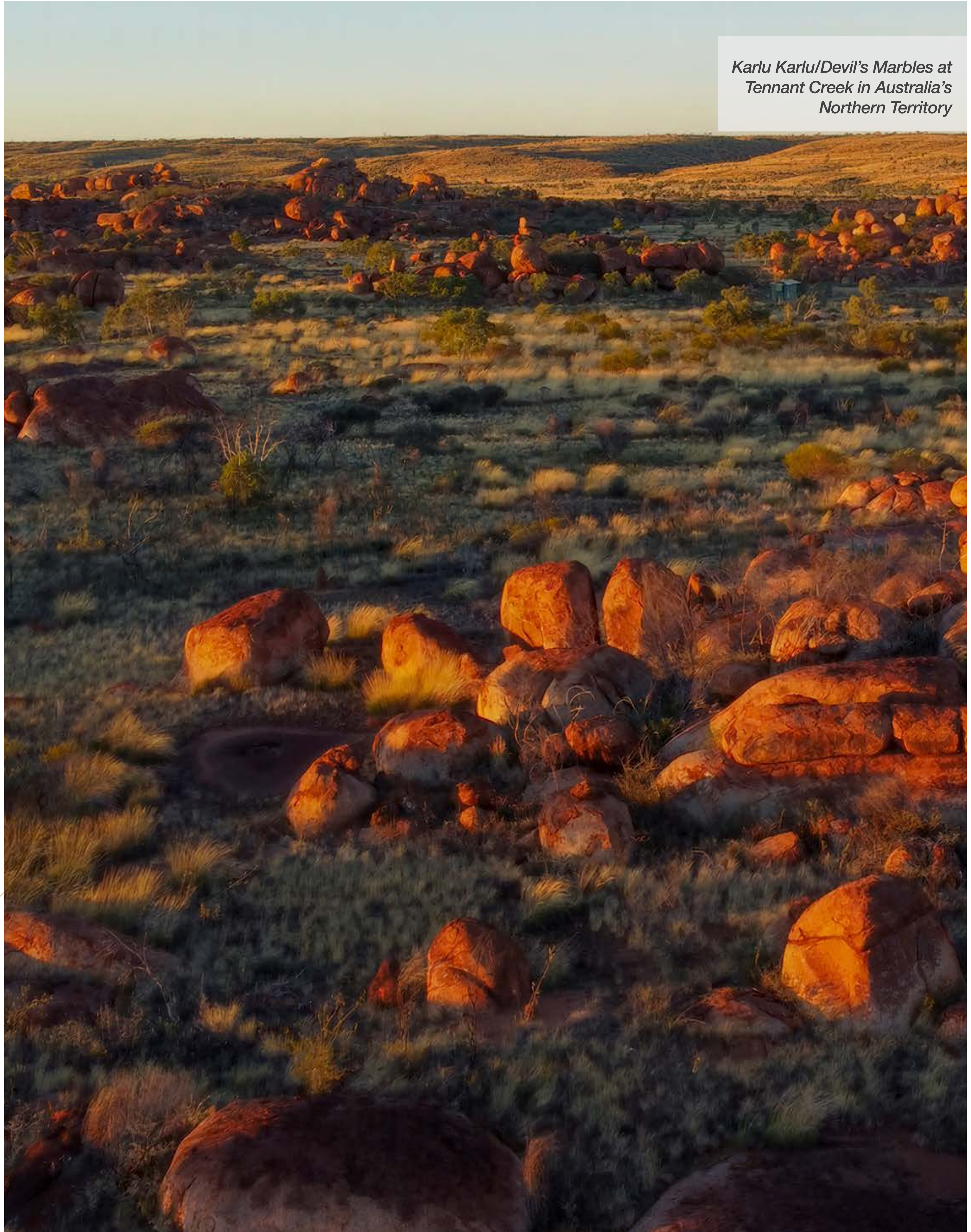
Pan African reports on both operational and value chain GHG emissions, using internationally recognised methodologies. The Company is in the process of setting formal emissions reduction targets and refining its measurement and reporting systems. Energy management, water use and industry-specific metrics are also tracked to support continuous improvement.

Pan African is actively investing in renewable energy and water efficiency projects. In FY25, approximately US$17.5 million was allocated to solar and water infrastructure. Notable achievements to date include:

- Evander Mines' 9.975MWac solar plant, which is projected to save 153,402tCO_2e over 10 years and has already delivered US$6.6 million in savings since commissioning in May 2023
- Evander Mines' water treatment plant, which reduced water consumption from Rand Water by 71.6% and saved approximately US$0.4 million in FY25.

All major projects undergo climate resilience and emissions impact assessments prior to approval, ensuring alignment with sustainability goals.

Refer to the **climate change report** for additional information.



Karlu Karlu/Devil's Marbles at Tennant Creek in Australia's Northern Territory

ENVIRONMENTAL OVERVIEW

Our **sustainable development report** contains additional disclosures and is available on our website at:
https://www.panafricanresources.com/investors/gri-and-sustainability/

Gold mining has played a foundational role in human advancement for millennia. Today, its relevance endures – not only as a store of value in an uncertain global economy, but as a catalyst for development in regions where opportunity is often limited. At Pan African, we recognise that the extraction of gold must go hand-in-hand with environmental stewardship and social progress.

Several environmental matters have been identified as being material and are discussed in the material matters section.

Energy management
Page 44

Water management
Page 47

Tailings management
Page 52

Climate change, decarbonisation and biodiversity
Page 55

WASTE MANAGEMENT

The Group is committed to responsible waste management practices across all its operations. Our approach is guided by the principles of reduce, reuse and recycle, ensuring that waste is managed in a manner that minimises environmental impact and supports sustainability goals.

Waste generation and responsible disposal

Our operations produce a range of waste materials, including both mineral and non-mineral types, as well as hazardous substances such as chemical reagents. We follow stringent procedures for the safe handling, classification and transportation of all waste, in line with our internal SHEQ and sustainable development frameworks and national environmental legislation.

Mineral waste, primarily in the form of waste rock, accounts for the overwhelming majority – over 99.9% – of our total waste output. This material is managed with a focus on environmental stewardship and long-term land rehabilitation. Where feasible, waste rock is repurposed for underground backfilling, reducing environmental impact and future closure liabilities.

Progress in waste diversion

We have seen a 25% increase in waste diverted from disposal through recovery operations. This improvement reflects our alignment with the GRI waste standard, which requires more precise waste categorisation at the point of generation.

Prior to implementation, our environmental teams underwent targeted training in sustainable waste practices, and we partnered with the NCPC-SA to conduct a comprehensive waste audit.

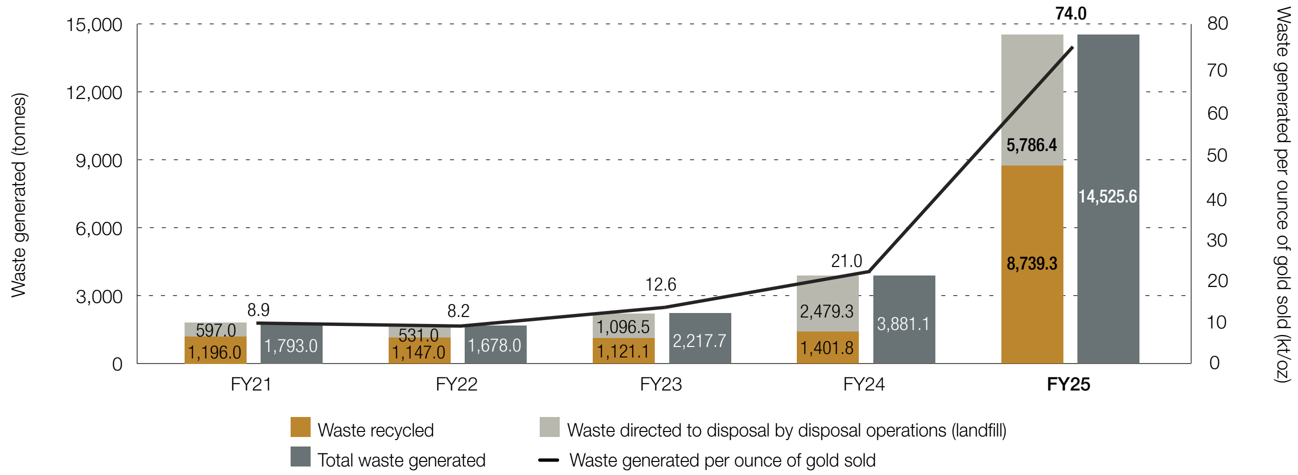
This collaboration has laid the groundwork for our potential participation in the NCPC-SA's industrial symbiosis programme, supporting our broader vision for a circular economy. Our workforce and local communities are increasingly engaged in waste management efforts, particularly in the responsible disposal of used oil and other hazardous materials.

Waste sent to disposal

There was a notable rise in waste sent to disposal during FY25, primarily as a result of site clearing at MTR. As we continue to modernise our facilities, we remain committed to integrating greener waste solutions and aligning these efforts with our sustainable procurement practices.

We are committed to further improving our waste management performance in FY26, with intentions to increase recycling rates and reduce landfill disposal.

Total waste generated



AIR QUALITY AND POLLUTION

Pan African recognises that air quality is a key component of environmental stewardship and sustainable mining.

Air quality risks are managed through our environmental management system, which includes:

- impact and aspect registers identifying air emission sources
- monitoring protocols for dust, particulate matter and gaseous emissions
- compliance audits aligned with environmental authorisations and water use licences, which often include air quality stipulations.

Air emissions at Pan African's operations primarily arise from:

- diesel combustion in mobile and stationary equipment
- fugitive dust from TSFs, haul roads and blasting
- processing emissions, including those from smelting and chemical use
- waste management activities, particularly the handling of hazardous materials.

Pan African has implemented several initiatives that contribute to improved air quality:

- Dust suppression systems at TSFs and haul roads
- Concurrent revegetation and rehabilitation of disturbed land, reducing wind erosion and dust
- Use of low-sulphur diesel and energy-efficient engines
- Transition to renewable energy, reducing reliance on fossil fuels and associated air pollutants.

Key risk mitigation strategies include:

- Environmental impact assessments for all major projects
- air quality baseline studies and dispersion modelling for new developments
- community engagement to address concerns related to dust and odour.

To strengthen air quality management, Pan African will implement the following in FY26 to FY27:

- Develop a stand-alone air quality management plan for each operation
- Install continuous air quality monitoring stations at high-risk sites
- Set quantitative targets for particulate matter and nitrogen oxide reductions
- Expand dust suppression infrastructure at all operations for employee and community health, and importantly, to optimise the production of renewable energy at solar plants
- Integrate air quality metrics into the Group's ESG dashboard and reporting.

PAN AFRICAN RESOURCES PLC
Integrated annual report 2025

MANAGEMENT AND LAND USE

Biodiversity management

Pan African has released its inaugural **TNFD report** for FY25, marking a significant milestone in our commitment to environmental stewardship. The report outlines the Group's strategic approach to biodiversity conservation across its operations in South Africa and Australia, aligning with global frameworks such as the Kunming-Montreal Global Biodiversity Framework, the UN SDGs and the TNFD.

For further information, access the **TNFD report** which is available on our website.

Why biodiversity matters

Biodiversity is central to Pan African's sustainability strategy. The Company recognises that mining can significantly impact ecosystems through habitat destruction, pollution and land degradation. Biodiversity is not only an ecological concern but also a strategic asset that underpins water security, community relations, regulatory compliance and operational resilience.

Healthy ecosystems support water filtration, climate regulation and soil stability – services essential to mining operations. Biodiversity loss can increase operational costs, regulatory risks and community opposition. Conversely, proactive biodiversity management enhances trust, reduces risk and supports long-term viability.

Governance and oversight

Pan African is embedding biodiversity into its governance framework, aligning with the TNFD principles. The board of directors, through the social and ethics, SHEQ and audit and risk committees, oversees biodiversity strategy and performance. Executive accountability lies with the Group ESG manager and ESG specialist, supported by site-level ESG committees.

Each site has dedicated environmental teams that are responsible for developing and implementing biodiversity action plans (BAPs). Biodiversity KPIs are being integrated into senior management performance contracts, reinforcing accountability.

Materiality and risk integration

Material issues are prioritised based on scale, severity, regulatory risk and stakeholder concerns. These insights inform site-specific BAPs and enterprise risk management. Biodiversity risks are now assessed alongside financial and operational risks, with plans to integrate them into procurement and capital allocation processes.

CONTINUOUS IMPROVEMENT
Setting ambitious targets and refining biodiversity performance

INNOVATION
Leveraging technologies like remote sensing and AI for monitoring

COLLABORATION
Partnering with communities, NGOs and government bodies

EDUCATION AND AWARENESS
Promoting biodiversity literacy among stakeholders

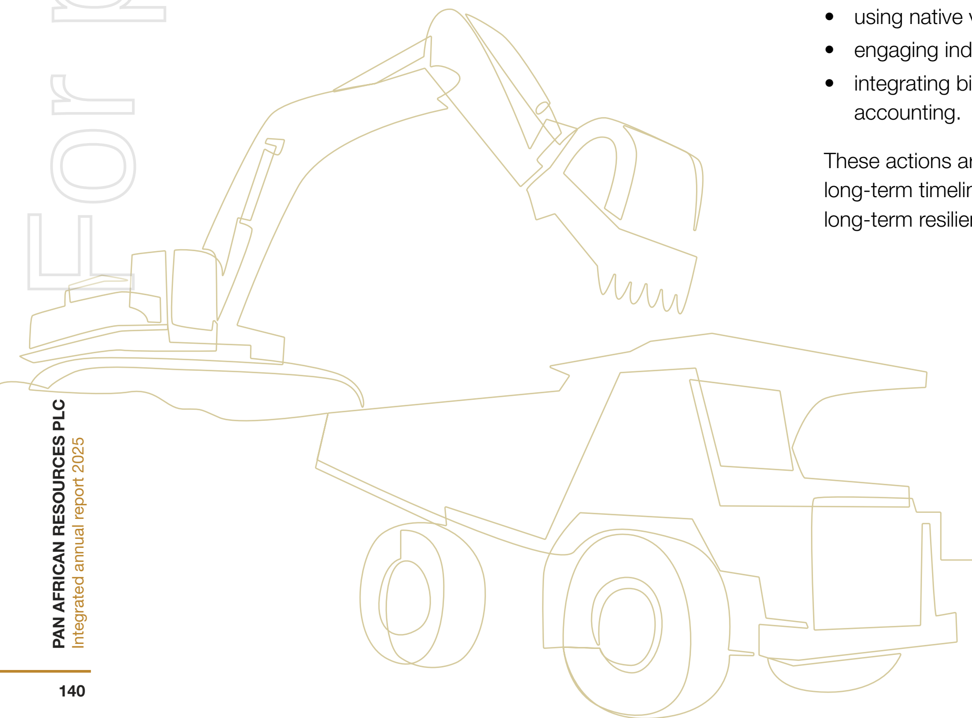
Scenario analysis, aligned with the TNFD and TCFD frameworks, explores how different environmental and socio-economic futures could impact biodiversity. Four scenarios – 'Beautiful Day', 'Under Pressure', 'Here Comes the Rain Again' and 'Somewhere Over the Rainbow' – highlight risks such as water scarcity, ecosystem degradation and reputational damage, as well as opportunities for green finance and nature-positive branding.

Adaptation planning

Pan African's biodiversity adaptation plan includes:

- mapping and protecting water-dependent ecosystems
- using native vegetation for rehabilitation
- engaging indigenous and local communities in stewardship
- integrating biodiversity into capital planning and natural capital accounting.

These actions are phased across short-, medium- and long-term timelines, ensuring both immediate impact and long-term resilience.



LEAP analysis and risk identification

The LEAP framework guides Pan African's biodiversity risk management.

LOCATE
Mapping proximity to critical biodiversity areas

EVALUATE
Assessing dependencies on ecosystem services

ASSESS
Identifying physical and transition risks

PREPARE
Developing mitigation strategies and aligning disclosures

Risks identified include soil erosion, water contamination, air pollution, climate change impacts and reputational damage. These are linked to operational disruptions, increased costs and regulatory penalties.

Risk mitigation and monitoring

Each site is developing tailored mitigation measures. Examples include:

- invasive species removal and land rehabilitation at Barberton Mines
- wetland restoration and fire management at Evander Mines
- large-scale ecological restoration at MTR
- nature-based solutions, such as erosion control and revegetation, are being implemented. Biodiversity risks are also being assessed across the value chain, with procurement policies updated to include biodiversity criteria.

Monitoring is aligned with the TNFD and includes metrics such as:

- total disturbed and rehabilitated area
- water withdrawal and discharge
- GHG emissions and energy intensity
- soil contamination and pollutant levels.

Annual reporting and third-party assurance ensure transparency and accountability.

Metrics and targets

Pan African's biodiversity targets, over and above its current land rehabilitation target set through the sustainability-linked finance framework, are likely to include:

- achieving net neutral biodiversity impact in sensitive areas
- developing site-specific BAPs
- aligning with International Finance Corporation Performance Standard 6 and the mitigation hierarchy
- monitoring key indicators across all sites.

Proposed new long-term targets are likely to include:

- no net loss of biodiversity by FY30
- expanding BAPs to the value chain
- developing a proprietary biodiversity impact tool
- enhancing biodiversity data quality and scenario planning.

Pan African's management of biodiversity reflects a comprehensive, forward-looking approach. Through robust governance, strategic planning, stakeholder engagement and site-level action, Pan African is positioning itself as a leader in sustainable mining. The Company's efforts not only restore ecosystems but also create shared value for communities and contribute to global biodiversity goals.

SOCIAL OVERVIEW

Our **sustainable development report** contains additional disclosures and is available on our website at:
https://www.panafricanresources.com/investors/gri-and-sustainability/

MINING AS A PLATFORM FOR INCLUSIVE GROWTH AND COMMUNITY EMPOWERMENT

At Pan African, we believe that mining should be more than an extractive industry – it should be a transformative force that uplifts people, strengthens communities and contributes meaningfully to national development. Our operations are guided by the conviction that the true value of mineral wealth lies in the ability to create lasting socio-economic benefits for the people and regions where we operate.

The following social material matters are discussed in the material matters section.

Safety and security
Page 48

Skills attraction and retention
Page 50

Social licence
Page 54

SUPPLIER DEVELOPMENT AND BROAD-BASED BLACK ECONOMIC EMPOWERMENT

Strategic alignment with the National Development Plan

Pan African aligns its supplier development with South Africa's broad-based black economic empowerment framework, focusing on ESD, preferential procurement and skills development.

We align development priorities by ensuring that mining benefits are distributed to local communities through procurement, employment and infrastructure investment. Supplier development is a tool we use to assist in the urgent need for economic transformation.

Local procurement

Pan African targets increased spending with HDP-owned, women-owned and youth-owned businesses.

Procurement spend (ZAR million)	FY25	% of total spend	FY24	% of total spend	FY23	% of total spend
HDP-owned businesses	2,990	51	2,244	44	1,440	47
Women-owned businesses	529	9	507	10	392	13
Youth-owned businesses	415	7	156	3	66	2
Local procurement (host communities)	1,308	22	1,270	25	854	28
Total spend	**5,857**		**5,061**		**3,035**	

HDP-owned or controlled companies ≥50%.
Women-owned or controlled companies ≥50%.
Youth-owned or controlled companies ≥50%.

Enterprise and supplier capacity building

Pan African provides technical assistance, access to finance and incubation support to emerging suppliers. The Company supports SMEs through training, mentorship and market access. We have established supplier development hubs or incubators near operations to provide training, mentorship and access to procurement pipelines. We prioritise high-impact sectors like manufacturing, logistics and services.

ORGANISED CRIME

The increase in crime statistics during FY25 is concerning, particularly at Barberton Mines. An influx of new illegal mining syndicates targeting Barberton Mines' operations continues to pose a security threat and has led to a significant increase in the number of arrests made and the amount of gold-bearing material and illegal mining equipment seized. Pan African's response to illegal mining requires significant tactical and investigative resources to arrest and process.

The recent influx of new illegal mining syndicates has also resulted in increased competition between the syndicates and the use of weapons to protect themselves from competing syndicate members and the mine's security personnel. Unfortunately, this has also resulted in an increase in violence as syndicates who are new to the area are prepared to use violence to achieve their objectives.

SECURITY MANAGEMENT

South Africa's illicit economy has grown into a formidable parallel system, one that undermines the rule of law, drains public and private resources and corrodes the country's social and economic fabric. From counterfeit goods and smuggled cigarettes to illegal mining and corrupt procurement, the illicit economy is not a fringe issue; it is a central challenge to South Africa's development.

One of the most visible and destructive elements of this shadow economy is illegal mining, often referred to locally as zama zama activity. These operations, typically conducted at older mining complexes with multiple potential entrances and in abandoned or derelict mines, are driven by desperation, poverty and the lure of quick profit.

Illegal mining is not a victimless crime. It endangers lives, both of the miners themselves and of nearby communities. It undermines legitimate mining operations, discourages investment and erodes the credibility of the regulatory environment. It is increasingly linked to organised crime syndicates that use the proceeds to fund other illicit activities, from drug trafficking to human smuggling.

This crisis not only threatens the economic viability of legitimate mining operations but also endangers lives, fuels organised crime and undermines the rule of law.

Mining companies across South Africa have acknowledged the severity of the problem and are increasingly integrating anti-illegal mining strategies into their operational and sustainability frameworks. These responses are multifaceted, involving collaboration with government, investment in security and calls for regulatory reform.

Mining companies have taken a proactive stance. Pan African and larger mining houses have outlined increased investment in security infrastructure, including surveillance technology and perimeter controls, particularly around high-risk shafts and tailings facilities. Pan African has also partnered with local law enforcement and private security firms to conduct joint operations aimed at disrupting illegal mining networks.

Pan African continues to explore community engagement strategies and provide security services to police forces as a long-term solution. Recognising that poverty and unemployment are key drivers of illegal mining, Pan African is investing in LED initiatives aimed at creating alternative livelihoods. These include skills training, small business support and infrastructure development in mining-affected communities.

DIVERSITY

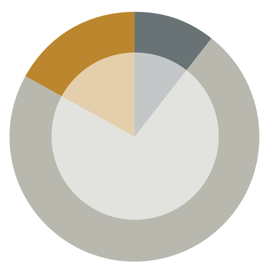
Gender diversity

We have maintained our levels of gender diversity across the Group over the past financial year.

Age diversity

Our age diversity remained constant during the past year.

Permanent employees by age group



Under 30 years (29 and below)	**10.7%**
30 to 50 years	**72.4%**
Over 50 years (51 and above)	**16.9%**

Commitment to inclusive employment and development

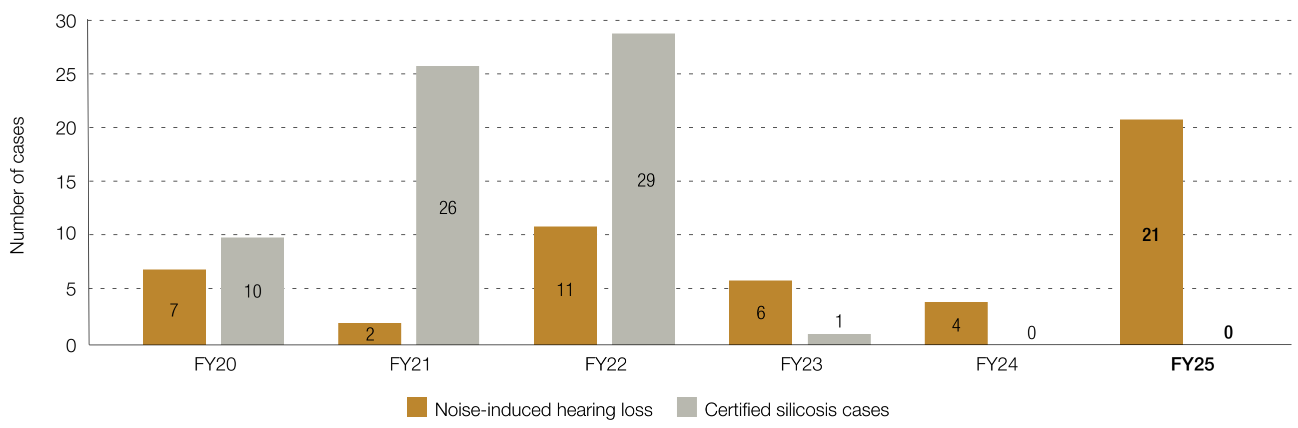
Pan African is one of the largest employers within the communities where we operate, providing both permanent and temporary job opportunities across the full scope of our activities.

Our human resource philosophy is built on the principle of equal opportunity, guaranteeing that employment practices are free from discrimination based on race, religion, belief, opinion or gender.

OCCUPATIONAL HEALTH AND HYGIENE

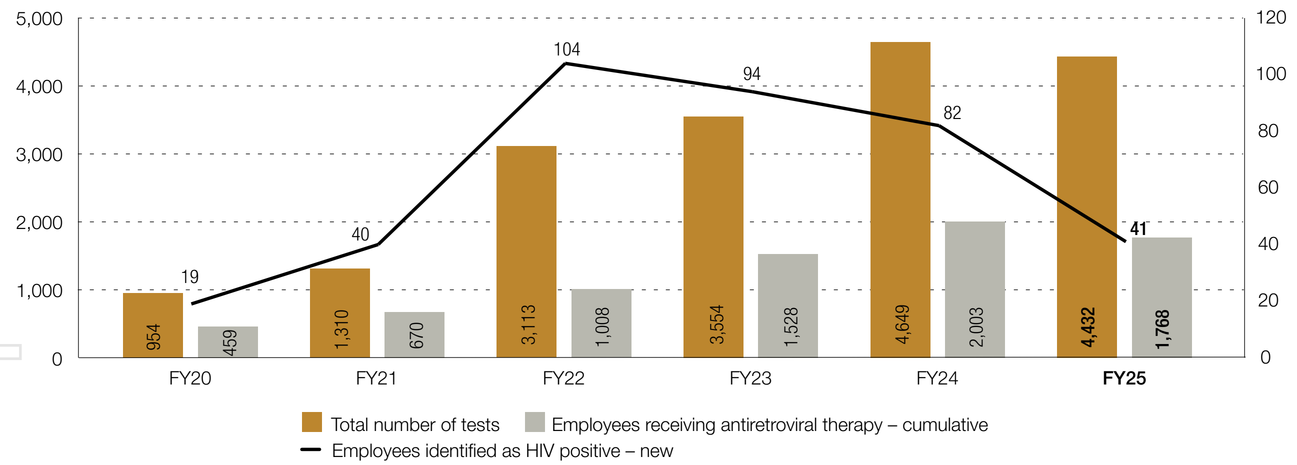
Pan African is dedicated to promoting healthy and safe workplaces for both our employees and the surrounding communities. Our comprehensive occupational hygiene programme aims to protect the long-term health of our workforce by proactively managing occupational hazards, including dust inhalation, excessive noise exposure and heat stress, directly at their sources.

Work-related ill-health



South Africa continues to face ongoing challenges related to the HIV/Aids epidemic, and we remain committed to raising awareness and encouraging all employees to know their HIV status. In FY25, the Group's operations continued to provide voluntary HIV counselling and testing services to prospective and permanent employees, including contractors, supported by an on-site counsellor who offers guidance on HIV and other health matters.

HIV/Aids



CORPORATE GOVERNANCE OVERVIEW

Our **corporate governance report** contains additional disclosures and is available on our website.

The Pan African board is committed to upholding corporate governance practices and promoting responsible corporate citizenship as an integral part of the Group's strategic framework.

CORPORATE GOVERNANCE FRAMEWORK

The board is the custodian of the Group's corporate governance framework and is supported by its five committees. The board recognises its responsibility to lead the Group ethically and sustainably through the application of King IV™.

The Group's corporate governance framework forms the foundation of how business is conducted and is guided by:

OUR PURPOSE

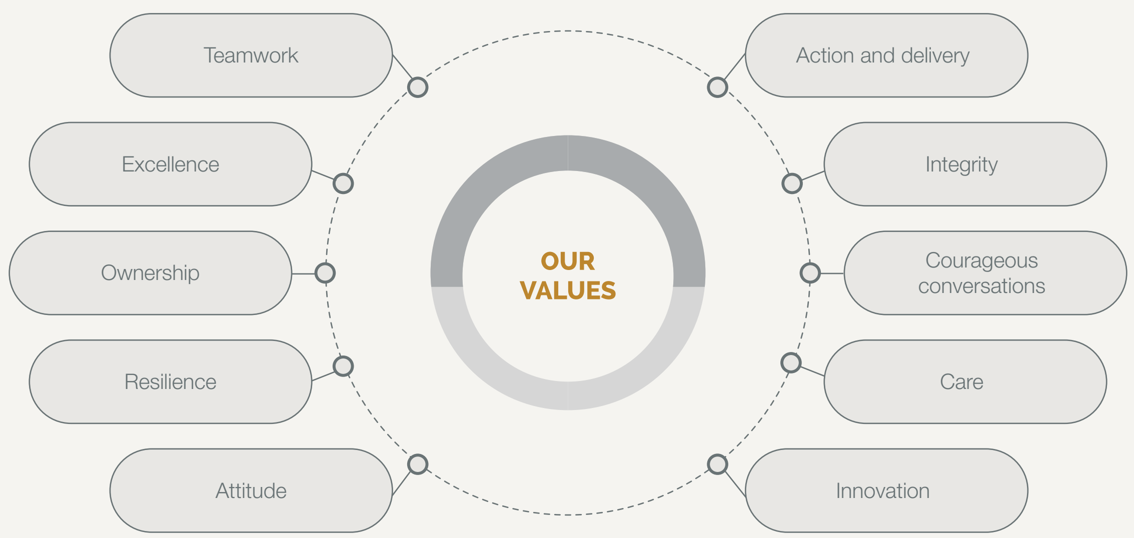
We are committed to optimally and consistently extracting gold from mineral deposits while creating sustainable value for all our stakeholders through responsible mining.

OUR VISION

We aspire to further develop Pan African as a leading international mid-tier gold producer that upholds its purpose.

OUR SUSTAINABILITY COMMITMENT

Our commitment to sustainability extends beyond compliance. We collaborate with experts in community engagement, conservation and sustainability initiatives to benefit all stakeholders. Our approach prioritises ESG considerations, including the use of renewable energy and water recycling.



CORPORATE GOVERNANCE OVERVIEW continued

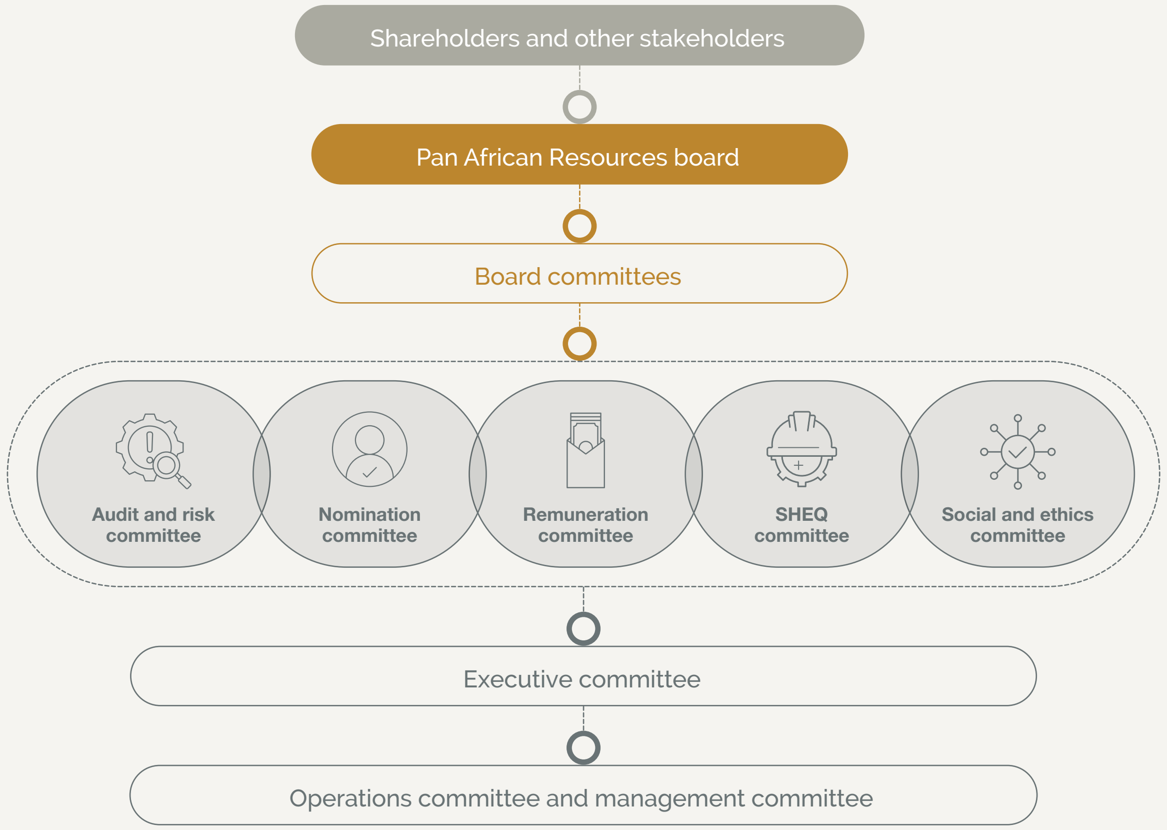
The board assumes ultimate responsibility for ensuring that the Group adheres to sound corporate governance standards and makes business decisions with the appropriate diligence, expertise and focus to maximise sustainable value for all stakeholders.

The board comprises a diverse group of directors who possess the requisite knowledge, expertise, technical experience and business acumen to govern the Group responsibly, ethically, honestly and transparently. We recognise that we operate in an ever-shifting environment shaped by evolving social and political dynamics, and we are committed to maintaining effective and responsible governance structures that safeguard our reputation and social licence to operate.

The board delegates certain powers to its committees, which assist it in fulfilling its corporate governance responsibilities per their respective board-approved charters. Each committee charter outlines the delegated roles and responsibilities of the committee and is subject to periodic review by the board. Refer to **page 152** for more information on the composition and role of the board committees.

For an overview of board members' credentials and their committee membership, refer to **pages 150** and **151**. The corporate governance framework, which was reviewed in June 2025, is depicted below.

Refer to **page 152** for an overview of the board's committees at June 2025.



STAKEHOLDER CONCERNS, STRATEGIC AREAS OF FOCUS AND ISSUES DISCUSSED AND ACTIONED

Our directors are acutely aware of their fiduciary responsibility to act in the best interests of the Company and its members as a whole, taking into consideration the short-, medium- and long-term success of the Company, as outlined in section 172 of the Companies Act 2006.

The board assumes responsibility for establishing the strategic direction of the Group, overseeing its overall business conduct and culture and ensuring alignment with the Group's purpose and values. Meetings are convened by the board at least four times a year, with additional meetings scheduled as deemed necessary. In FY25, the board convened on eight occasions, reflecting its commitment to diligent governance.

Stakeholder relations are a fundamental component of the Group's governance structure and are managed through various channels. The social and ethics committee is responsible for oversight of stakeholder relationships. The chief executive officer, financial director and head of investor relations ensure an inclusive approach to achieving optimal outcomes for all stakeholders in the execution of the Group's strategy. At an operational level, stakeholder engagement is the responsibility of the general manager, human resources manager and ESG manager.

The board prioritises transparency and accountability by ensuring clear and timely communication with shareholders and other stakeholders about the Group's performance and strategic direction. Inclusivity is central to its approach, with the board reporting annually on ESG performance and maintaining guidelines such as stakeholder relationship and engagement, whistle-blowing and SHEQ policies, which are available on the Group's website.

Refer to our key stakeholder relationships on **pages 58** to **65**

Providers of capital | Investors, shareholders, fund managers, analysts and financial institutions

Strategic objective

FINANCIAL CAPITAL

Ensure adequate, competitively priced and flexible financial resources for the funding of our operations and disciplined capital allocation for sustainable long-term value creation

Key stakeholder concerns during the year
- Consistent financial and operational performance which enables sustainable shareholder returns
- Reduction in debt levels and application of cash
- Distributions made in contravention of the Companies Act 2006
- Dividends and share buy-backs
- Share liquidity and valuation

Governance responsibility
- Board
- Audit and risk committee
- Exco

Governance activities in FY25
- The board monitored the Group's capital structure, cash flow projections, debt covenant compliance and ongoing operational performance relative to budgets and operational forecasts. The board is confident that the Group's capital structure and its management of liquidity risk are appropriate and effective
- The board reviewed several investment proposals and approved the acquisition of the remaining 92% equity interest in Tennant company
- The board approved the share buy-back programme
- The board reviewed the status of the Group's strategic capital projects, ensuring that these projects are being progressed consistently with projected timelines and within the allocated budget
- The board monitored the operational execution of the MTR plant
- The board approved the phase 2 expansion of Evander Mines' water treatment plant and phase 2 of the Evander Mines' solar plant
- The board, through the social and ethics committee, monitored the Group's progress in meeting the KPIs associated with the sustainability-linked bond
- Taking into consideration the Group's strategic objectives, capital structure and liquidity, the board will recommend the proposed dividend for the year ended 30 June 2025 to shareholders for their approval at the November 2025 AGM
- The board monitored the progress of the PPA entered into with NOA Group
- The board, through the audit and risk committee, monitored the upgrade of the Group's ERP system
- The board reviewed the current updates on the Sudan exploration venture and approved for the operation to be put on care and maintenance and the impairment of the investment

Looking ahead
- Monitor the Group's operational optimisation and deliver to plan
- Execute capital projects intended to sustain and increase gold production into the future
- Monitor debt levels
- Maintain the focus on generating sustainable shareholder returns
- Advance organic growth projects within our mining areas, and continue to assess value-accretive acquisition opportunities

For more information, refer to **page 59**

Employees and unions

Strategic objective

HUMAN CAPITAL

Attract, cultivate and retain exceptional talent while fostering a culture of safety, respect and continuous learning

Key stakeholder concerns during the year

- Employee safety
- Wage negotiations
- Restructuring of Barberton Mines' workforce
- Diversity and transformation

Governance responsibility

- Board
- SHEQ committee
- Social and ethics committee
- Exco

Governance activities in FY25

- The board, assisted by the SHEQ committee, had oversight of the Group's compliance with safety standards and its safety performance. It monitored the implementation of health and safety measures across operations, with a particular focus on reinforcing fundamental safety behaviours and cultivating a robust safety culture
- The board monitored the Group's response to the fatal accidents that occurred at Evander Mines in December 2024 and at Barberton Mines in June 2025
- Executive directors ensured that employee safety was a consistent and prominent agenda item in every Exco meeting
- The board discussed and approved initiatives to enhance the safety and risk management of the Group's TSFs
- The board, assisted by Remco:
  - deliberated succession plans, retention and remuneration schemes and identified future leaders within the Group and the development of these leaders
  - reviewed, monitored and ensured compliance in terms of stipulated employment equity targets and other regulatory requirements
  - monitored the restructuring of Barberton Mines' workforce

Looking ahead

- Continue to drive year-on-year improvements in safety performance
- Implement improved safety initiatives at all operations
- Continue to maintain a strong focus on talent management, skills development and succession planning
- Focus on productivity improvements where required

For more information, refer to **page 62**.

Communities

Strategic objective

SOCIAL AND RELATIONSHIP CAPITAL

Engage stakeholders to build positive relationships, maintain our social licence to operate and create sustainable value

Key stakeholder concern during the year

- Socio-economic support and opportunities through job creation and infrastructure development

Governance responsibility

- Board
- SHEQ committee
- Social and ethics committee
- Exco

Governance activities in FY25

- The executive directors managed stakeholder relationships on behalf of the Group, and the chief executive officer updated the board on the status of stakeholder engagements
- Feedback from external stakeholders such as host communities, financiers, the South African government and shareholders was discussed by the board
- The board, through the SHEQ committee and the social and ethics committee, monitored the progress of the Group's CSI and LED projects and was satisfied with the progress made by the Group on these projects
- The board monitored work conducted on the Group's TSF facilities

Looking ahead

- Continue to engage with communities and stakeholders surrounding our operations and provide assistance in terms of our SLPs and other information
- Continue investing in local community socio-economic development projects through Barberton Mines', Evander Mines' and MTR's SLPs, CSI and our 'beyond compliance' ESG projects
- Continue with small enterprise development assistance for local historically disadvantaged South African (HDSA) companies through business incubation centres that provide training, mentoring and support infrastructure

For more information, refer to **page 63**.

Governments and regulatory bodies | The governments of South Africa, the UK, Sudan and Australia, the JSE, A2X, AIM, OTCQX and other regulatory authorities

Strategic objective

SOCIAL AND RELATIONSHIP CAPITAL

Engage stakeholders to build positive relationships, maintain our social licence to operate and create sustainable value

Key stakeholder concern during the year

- Compliance with regulatory requirements

Governance responsibility

- Board
- Audit and risk committee
- Social and ethics committee
- Exco

Governance activities in FY25

- The board, through the audit and risk committee:
  - reviewed ongoing compliance with King IV™, the AIM Rules, JSE Listings Requirements and other relevant regulations applicable to the Group. The board is satisfied with the extent of the Group's compliance with the King IV™ principles and the listings requirements
  - monitored investigations emanating from the Group's whistle-blowing hotline
- The board, through the social and ethics committee and SHEQ committee, monitored compliance with SLP commitments
- The board monitored progress on the DMPR engagement regarding the MTR operation's SLPs
- The board monitored the implementation of risk management initiatives aimed at enhancing the safety and operational management of the Group's TSFs while striving for GISTM compliance as far as reasonably practicable
- The board monitored the construction of phase 2 of Elikhulu's TSF extension on the Kinross footprint
- The board monitored rehabilitation and community initiatives associated with the MTR operation
- The board, through the audit and risk committee, approved the code of ethics, the compliance policy, whistle-blowing policy and the fraud prevention policy and reviewed other key policies and charters to ensure their relevance, effectiveness and alignment with best practices

Looking ahead

- Through ethical awareness campaigns, further promote and enhance awareness of ethical behaviour
- Continued compliance with the Group's SLPs
- Continue with our strategy of adopting a 'beyond compliance' ESG approach
- Continue to progress the implementation of TSF audit recommendations and compliance with the GISTM, to the extent possible

For more information, refer to **page 64**.

The environment | Represented by civil society groups whose primary areas of interest include environmental-related issues

Strategic objective

NATURAL CAPITAL

Manage our operations with climate-conscious practices that preserve and protect natural resources and promote sustainability

Key stakeholder concerns during the year

- Sustainability performance and reporting
- Tailings management

Governance responsibility

- Board
- SHEQ committee
- Social and ethics committee
- Exco

Governance activities in FY25

- The board monitored land rehabilitation progress linked to the MTR operation, ensuring alignment with the sustainability-linked bond KPI
- The board, through the social and ethics committee, monitored:
  - the Group's progress in meeting the KPIs associated with the sustainability-linked bond
  - the operational performance of Evander Mines' water treatment plant
  - the operational performance of Evander Mines' solar plant
  - the operational performance of Barberton Mines' solar plant
  - biodiversity and conservation collaboration partnerships between Barberton Nature Reserve and Barberton Mines
  - the sponsorship of the Care for Wild Rhino Sanctuary
- The board monitored the Group's ESG performance, including:
  - the progress of its renewable energy and climate change strategy
  - the operational performance of Evander Mines' water treatment plant
  - the Barberton Blueberries project, tracking the extent of employment opportunities created, remuneration paid to employees and blueberries harvested and sold
  - the implementation of phase 1 of a health and wellness programme at Barberton Mines
  - the assurance of ESG disclosures in the **2025 sustainable development report**
- No reportable environmental incidents were reported
- The board, through the SHEQ committee, monitored:
  - the Group's carbon footprint and GHG emissions, and reviewed initiatives to reduce baseline GHG emissions
  - the progress of the Group's rehabilitation initiatives

Looking ahead

- Continue to monitor and improve regulatory compliance
- Continue to assess and respond to any negative impacts that the Group's operations may have had on the environment and communities surrounding our operations
- Continue to monitor rehabilitation initiatives of the Group's operations

For more information, refer to **page 65** as well as the **sustainable development report**, the **climate change report** and the **TNFD report** published on our website at: https://www.panafricanresources.com/investors/gri-and-sustainability/

BOARD OF DIRECTORS

NON-EXECUTIVE DIRECTORS

Keith Spencer (75)
Chairman
Independent

BSc Eng (Mining)

Date of appointment
8 October 2007

Significant directorships
None

Skills and experience
Keith is a mining engineer with 48 years' practical experience. Since 1986, Keith has held senior positions at some of the largest gold mines in the world, including:
- Managing director of Driefontein Consolidated
- Chairman and managing director of Deelkraal Gold Mine
- Director on the boards of gold mines belonging to Gold Fields, South Africa
- Operations director of Metorex

Experience
- Technical and operational
- Risk management
- Environmental and sustainability
- Business and strategy
- Leadership

Committee membership
- Nomination committee
- SHEQ committee

Chairman of the nomination committee

Chairman of the SHEQ committee

Dawn Earp (63)
Lead independent director

BCompt (Hons), CA(SA), CDSA®

Date of appointment
16 September 2021

Significant directorships
Arcelor Mittal South Africa, Impala Platinum Holdings, Truworths International Limited

Skills and experience
Dawn previously held the position of financial director, both at Implats and Rand Refineries. She has served as a non-executive director of various private and listed companies

Experience
- Finance and accounting
- Risk management
- Governance and regulation
- Business and strategy
- Leadership
- Taxation

Committee membership
- Audit and risk committee
- Nomination committee
- SHEQ committee

Chairperson of the audit and risk committee

Thabo Mosololi (56)
Independent

BCom (Hons), CA(SA)

Date of appointment
9 December 2013

Significant directorships
MFT Investment Holdings, Truworths International Limited, New Season Investment Fund, MalaMala Game Reserve and Roadgrass Investments

Skills and experience
Thabo brings a wealth of experience in financial management, corporate governance and audit to the board. He qualified as a chartered accountant with KPMG in 1994. Since then, he has served on various boards as a member and chairman of audit committees in the resources and other industries in South Africa

Experience
- Finance and accounting
- Risk management
- Governance and regulation
- Business and strategy
- Leadership
- Taxation
- Environmental and sustainability

Committee membership
- Audit and risk committee
- Nomination committee
- Remuneration committee
- Social and ethics committee

Chairman of the social and ethics committee

Yvonne Themba (60)
Independent

BA, MBA

Date of appointment
17 July 2019

Significant directorships
Adopt-a-School Foundation non-profit organisation, Canadoce Investments Close Corporation, Bo Themba Projects Proprietary Limited, eLogistics Portal Proprietary Limited, Pfortner Holdings Proprietary Limited, Pfortner Solutions Proprietary Limited, Xerosystems Proprietary Limited and Energy Mobility Education Trust

Skills and experience
Yvonne is the executive director of BoThemba Projects. She was previously responsible for human capital at Phembani Group and Shanduka Group. She headed the group corporate communications department at African Life Assurance Limited and the CSI and corporate communications department at Sanlam. Prior to that, she was deputy director of the Life Officers' Association

Experience
- Technical and operational
- Risk management
- Governance and regulation
- Environmental and sustainability
- Business and strategy
- Leadership

Committee membership
- Nomination committee
- Remuneration committee
- Social and ethics committee

Chairperson of the remuneration committee

Charles Needham (71)
Independent

Articles of Clerkship-Accounting

Date of appointment
17 July 2019

Significant directorships
Alphamin Resources Corporation and Alphamin Bisie Mining Proprietary Limited

Skills and experience
Charles is chairman of Alphamin Resources Corporation (listed on the Toronto Stock Exchange). His previous experience includes 31 years at Metorex and its mining operations in Namibia, South Africa, Zambia and the Democratic Republic of the Congo. He progressively held the positions of group accountant, financial director and ultimately chief executive officer of Metorex

Experience
- Finance and accounting
- Risk management
- Technical and operational
- Governance and regulation
- Business and strategy
- Leadership

Committee membership
- Audit and risk committee
- Remuneration committee
- SHEQ committee

EXECUTIVE DIRECTORS

Cobus Loots (47)
Chief executive officer
Non-independent

CA(SA), CFA® Charterholder

Date of appointment
26 August 2009

Significant directorships
None

Skills and experience
Cobus has many years of experience in the African mining sector. He qualified as a chartered accountant with Deloitte & Touche in South Africa. He has been a director of Pan African since 2009, serving as financial director from 2013 until his appointment as chief executive officer on 1 March 2015

Experience
- Technical and operational
- Finance and accounting
- Risk management
- Business and strategy
- Leadership
- Technology
- Taxation

Committee membership
- SHEQ committee

Marileen Kok (42)
Financial director
Non-independent

CA(SA)

Date of appointment
1 October 2024

Significant directorships
None

Skills and experience
Marileen is a chartered accountant with extensive experience in the mining industry, specifically relating to financial reporting, corporate finance, governance and regulatory compliance and various other commercial matters. She joined the Group as Group financial manager in January 2020 and was appointed as financial director on 1 October 2024

Experience
- Finance and accounting
- Risk management
- Leadership
- Technology
- Taxation
- Environmental and sustainability

Committee membership
- Social and ethics committee

BOARD OF DIRECTORS continued

THE BOARD AND ITS COMMITTEES (AT 30 JUNE 2025)

Board of directors	Audit and risk committee	Safety, health, environment and quality committee	Social and ethics committee	Nomination committee	Remuneration committee
Meets at least four times a year	Meets at least four times a year	Meets at least four times a year	Meets at least four times a year	Meets when required	Meets at least twice a year
Keith Spencer *Chairman*	**Dawn Earp** *Chairperson*	**Keith Spencer** *Chairman*	**Thabo Mosololi** *Chairman*	**Keith Spencer** *Chairman*	**Yvonne Themba** *Chairperson*
	Other members: Charles Needham, Thabo Mosololi Other non-executive and executive board members attend as invitees.	**Other members:** Dawn Earp, Cobus Loots	**Other members:** Yvonne Themba, Marileen Kok	**Other members:** Dawn Earp, Thabo Mosololi, Yvonne Themba, Charles Needham	**Other members:** Charles Needham, Thabo Mosololi
The board provides leadership to the Group and is collectively responsible for promoting and safeguarding the long-term success and sustainability of the business. The board is supported by several committees to which certain powers have been delegated. The board delegates the responsibility of managing the Group's operations, developing strategy and implementing the board's directives to executive management.	The audit and risk committee assists the board in fulfilling its corporate governance and oversight responsibilities to ensure the integrity of the Group's financial and corporate reporting, while ensuring that adequate systems of internal control and risk management processes are in place and are operating effectively.	The SHEQ committee was established to assist the board in its oversight of the effectiveness of Pan African's SHEQ policies and programmes and to keep the board informed on Pan African's objectives and compliance with and maintenance of applicable standards.	The social and ethics committee assists the board in ensuring that the Group is and remains a committed and socially responsible corporate citizen by creating a sustainable business, having regard for the Group's economic, social and environmental impact on the areas in which it operates.	The role of the nomination committee is to assist the board in ensuring that: • the composition of the board has an appropriate level of skills, experience, diversity and independence • directors are appointed through a formal nomination process • induction of newly appointed directors and ongoing training and development of existing directors is undertaken • formal succession plans for the board, chief executive officer and senior management appointments are in place.	Remco assists the board to ensure that: • both executive and non-executive directors are fairly and responsibly remunerated • executive directors' remuneration is structured to incentivise sustainable performance for the benefit of shareholders • the disclosure of director remuneration is accurate, complete and transparent.

MEETING ATTENDANCE

Attendance at board and committee meetings is recorded through the completion of an attendance register. Below is a summary of the attendance at these meetings.

	Keith Spencer	Dawn Earp	Thabo Mosololi	Charles Needham	Yvonne Themba	Cobus Loots	Deon Louw[4]	Marileen Kok
Board meetings	8/8	8/8	8/8	8/8	6/8	8/8	2/8	8/8
Audit and risk committee meetings[1]	6/6	6/6	6/6	6/6	4/6	6/6	2/6	6/6
Remuneration committee meetings[2]			3/3	3/3	2/3	3/3	2/3	3/3
SHEQ committee meetings	4/4	4/4				4/4		
Social and ethics committee meetings[3]			3/3		2/3	3/3	1/3	3/3

[1] *Keith Spencer, Yvonne Themba, Cobus Loots and Deon Louw attended as invitees.*
[2] *Cobus Loots, Deon Louw and Marileen Kok attended as invitees.*
[3] *Cobus Loots attended as an invitee.*
[4] *Deon Louw retired at the end of September 2024.*

Executive committee

Exco meets on a regular basis to review the Company's performance against a set of predetermined objectives and to manage the Group's operations, develop the Group's strategy and implement the board's directives. Exco is not a committee of the board. Members of Exco include: Cobus Loots (chief executive officer); Marileen Kok (financial director); Niel Symington (executive: shared services); Randel Rademann (executive: underground operations); Hendrik Pretorius (executive: technical services and new business); and Jonathan Irons (executive: surface operations).

BOARD COMPOSITION

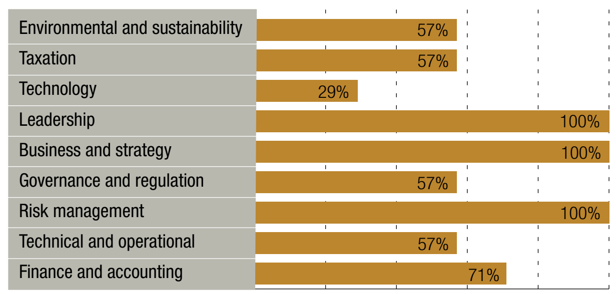
The board delegates the director election and appointment process to the nomination committee. The Group's financial director, Deon Louw, retired with effect from 30 September 2024. Marileen Kok succeeded Deon Louw as Group financial director and was appointed to Pan African's board of directors and the social and ethics committee.

The board comprises a majority of independent non-executive directors with five independent non-executive directors and two executive directors (non-independent). The executive directors are the chief executive officer and the financial director. Through an annual appraisal process, the board has concluded that it has the appropriate balance of knowledge, skills, experience, diversity, continuity and independence to objectively and effectively discharge its governance role and responsibilities.

Pursuant to the articles of association of the Company, one-third of directors, excluding any director appointed since the previous AGM, must retire on a rotational basis from office at each AGM. The directors to retire are those who have been longest in office since their last election or re-election. Retiring directors may make themselves available for re-election if they remain eligible, as required by the constitutional documents and in compliance with the AIM Rules and the JSE Listings Requirements. Keith Spencer, Cobus Loots and Yvonne Themba will retire by rotation pursuant to the articles of association. They will again make themselves available for re-election at the November 2025 AGM.

Diversity of experience

Our board reflects a considerable amount of experience in mining, business and related activities and collectively has a wealth of industry knowledge[1].

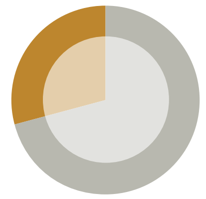


[1] *Percentage of directors with the requisite skills.*

Director independence

The board comprises seven directors: two executive directors (chief executive officer and financial director) and five non-executive directors. The board's non-executive directors are all independent of management and free from any material business or other relationship which could interfere with their ability to exercise independent judgement.

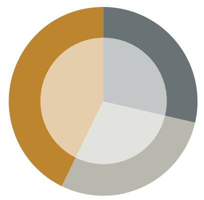
There is a separation of responsibilities between the leadership of the board (the responsibility of the chairman) and the executive responsibility for the leadership of the Group's business (the responsibility of the chief executive officer).



Independent non-executive directors	71%
Executive directors	29%

Diversity of age

The board is responsible for implementing a retirement age of 73 for its members. In certain instances, the board reserves the right to extend the age limit to 78 years, depending on the board member's fitness to serve as a director. An evaluation of Keith Spencer's suitability to serve as a director has been conducted, and the board is confident in his capacity to fulfil the role effectively, including serving as the chairman of the board.

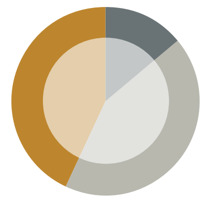


40 to 50 years	29%
50 to 60 years	29%
Above 60 years	43%

Diversity of tenure

In terms of the JSE Listings Requirements and the Group's constitutional documents, one-third of directors, excluding any director appointed since the previous AGM, must retire from office at each AGM on a rotational basis. Non-executive directors who have served more than nine years are subject to an annual assessment of their independence by the board.

Keith Spencer and Thabo Mosololi, both independent non-executive directors, have served on the board for more than nine years. An assessment of their independence was conducted, and the board has satisfied itself that they both display independence of thought, mindset and judgement in their roles as chairmen of the board and the social and ethics committee, respectively.



Zero to two years	14%
Two to six years	43%
Six to nine years	0%
Above nine years	43%

Time commitment and external appointments

The board acknowledges that non-executive directors have business interests other than those of the Company. Before their appointment to the board, non-executive directors are required to declare any directorships, appointments and other business interests to the Company in writing.

Non-executive directors are required to seek approval from the chairman, on behalf of the board, before accepting significant additional commitments that might affect the time they have available to perform their role as non-executive directors. The board's conflict of interest policy was reviewed in June 2025. A conflict of interest register is diligently maintained to ensure transparency.

Currently, three of the five non-executive directors hold more than two time-consuming external appointments. Refer to **pages 150** and **151** for the external appointments held. The board has considered these external commitments, taking into account the time commitment required for each appointment, and is satisfied that they do not adversely impact the directors' ability to discharge their responsibilities fully and effectively in fulfilment of their non-executive roles in the Company.

As evidenced in the table on **page 152**, in FY25, the directors attended 94.8% of board and committee meetings.

Executive directors are required to seek approval from the board, following consideration by the nomination committee, before accepting an external directorship. Currently, the two executive directors do not hold any material external appointments.

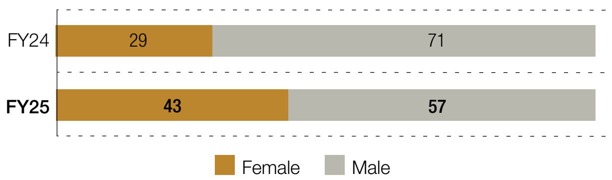
Diversity of gender and employment equity

To enable the board to discharge its duties and responsibilities effectively, the board considers the benefits of all aspects of diversity in its composition. The nomination committee is the custodian of the diversity policy as it pertains to director appointment.

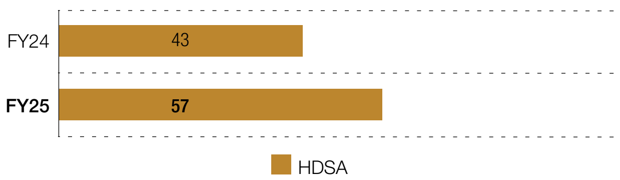
The board has exceeded the following targets for its director representation:

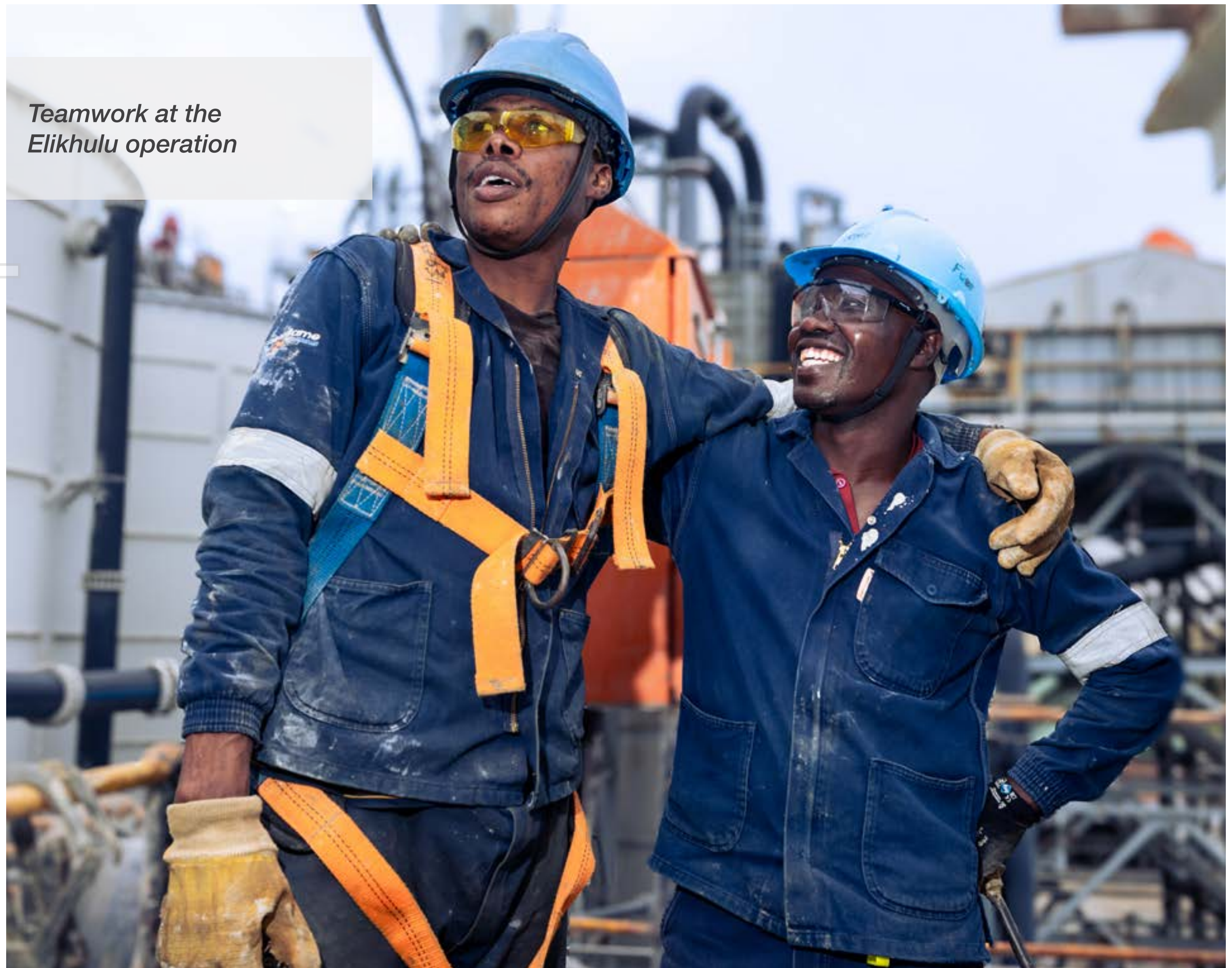
- 25% female
- 40% HDSA.

Gender
(%)



Historically disadvantaged South Africans
(%)





Teamwork at the Elikhulu operation

REMUNERATION REPORT

On behalf of Remco and the board, I am pleased to present the FY25 remuneration report. This report presents a succinct overview of Remco's activities during the past year and provides context to the Group's remuneration philosophy and practices.

We review our corporate governance practices regularly and have adopted King IV™ as the recognised corporate governance code to ensure that we act in the best interests of our stakeholders, comply with applicable laws and regulations, and expeditiously adapt to the evolving regulatory environment. In compliance with King IV™, this report is presented in three parts:

- **Part one** is the background statement and provides context to our remuneration philosophy and resultant decisions
- **Part two** contains our forward-looking remuneration policy
- **Part three** details how we have implemented our remuneration policy during FY25. Directors' and prescribed officers' emoluments and incentives are disclosed in **note 37** to the annual financial statements on **pages 272** to **277**.

PART ONE: BACKGROUND STATEMENT

REMUNERATION GOVERNANCE

Remco, comprising only independent non-executive directors, monitors the effectiveness and credibility of the Group's executive remuneration system through the application of its charter, which is reviewed on an annual basis. The committee reviews the performance of the executive officers and senior management and sets the scale, structure and basis of their remuneration as well as the terms of their employment contracts. The committee also considers remuneration packages and policies and makes recommendations in this regard to the board. The membership and meeting attendance of Remco are shown on **page 152**.

The chief executive officer, the financial director and the executive: shared services attend Remco meetings as invitees, but are not present when their remuneration is discussed.

Some of the key focus areas discussed during the financial year were:

Focus area	Discussion
Setting appropriate short-term incentive (STI) parameters for FY25	Ensuring appropriate parameters are set for the upcoming financial year
Remuneration adjustments and benchmarking	Ensuring that remuneration levels were in line with the Group's remuneration philosophy and aligned with industry peer benchmarks provided by REMchannel® market analysis and other independent sources
Value creation	Identifying key strategic value drivers for the Group and incorporating these into management long-term incentive (LTI) and STI schemes
Salaries and wages	Approval of annual salary increases for non-unionised operational employees
Wage negotiations	Ratification of annual salary increases for unionised operational employees. Oversight and approval of wage agreements entered into between our operations and their respective union representatives
Other areas of focus	Internal and external matters considered by Remco during the current reporting period included: • monitoring the successful completion and commissioning of the MTR operation as per predetermined deliverables • approval of the FY24 STI incentives, which were paid during FY25 • analysing market-related non-executive directors' remuneration information and proposing non-executive directors' remuneration aligned with industry best practice to the board for approval • approval of annual increases for senior management and executives • together with the board, reviewing and monitoring the performance of senior executives • interacting with large institutional shareholders on their requirements in terms of the Company's remuneration policy and implementation report, and adjusted policies, disclosures and the implementation report accordingly

Remco reviewed general remuneration levels and structures across the Group and is satisfied that current procedures and practices adequately ensure that employee performance objectives are defined, progress is tracked, and training and development opportunities are identified. Remco is satisfied that it acted objectively and independently in the application of a remuneration policy and pursuit of a philosophy that underpins the Group's objectives and stakeholder aspirations. It is also satisfied that, to the extent it makes use of external consultants, these consultants are independent and objective.

INTERNAL AND EXTERNAL FACTORS IMPACTING REMUNERATION OUTCOMES

In the current reporting period, management continued delivering on the board's strategic mandate of positioning Pan African as a safe, sustainable, higher-margin gold producer.

Value-adding projects completed by the incumbent management team and board during their tenure:

- Securing, funding, construction and operation of transformative surface and high-margin assets
  - BTRP
  - ETRP
  - Elikhulu
  - MTR operation
  - Tennant Mines acquisition
- Barberton Mines' restructuring
  - Restructuring and continued optimisation
- Evander Mines' underground restructuring
  - 8 Shaft pillar mining
  - Level 24, 25 and 26
- Group renewable energy initiatives
  - Barberton Mines' solar plant
  - Evander Mines' solar plant.

In the next year, the Group's surface assets and Tennant Mines are forecast to account for ~60% of the Group's forecast annual production and generate the majority of the Group's operating profit margin.

Remco is satisfied that the executive directors, guided by the board, continue to provide exemplary leadership and remain committed to achieving the Group's objectives and targets. The Group's performance over the past years is a testament to the efforts and acumen of our senior management team and the Group's employees, who performed exceptionally well under challenging circumstances.

We thank management and all our employees for their unrelenting efforts, and we look forward to the year ahead and further progress in positioning Pan African as a sector-leading gold producer.

ENGAGEMENT WITH SHAREHOLDERS

Remco regularly engages with key shareholders on the Group's remuneration structures. Furthermore, Remco commits to engage with dissenting shareholders if either the remuneration policy or the implementation report is disapproved by 25% or more of the votes exercised at the AGM. The levels of support for our remuneration policy increased significantly during FY25, with 92.69% (FY24: 66.54%) of votes cast being in favour of our remuneration policy. The levels of support for our remuneration implementation report also increased to 77.31% (FY24: 50.27%) of votes cast in favour of our implementation report.

As required by King IV™, Pan African invited dissenting shareholders who voted against the remuneration resolutions to engage with the Company on their remuneration policy and/or implementation report concerns. The Company undertakes to respond in writing and, if required, engage further with these shareholders.

Remco has engaged with large institutional and other shareholders on concerns in the past and will continue to do so in the future. These engagements include meetings with the chairperson of Remco and written responses to queries raised, where appropriate.

Furthermore, Remco regularly requests input from the Group's larger institutional investors on the Group's current remuneration policy and implementation report. To address their concerns, improved disclosure on both the STIs and LTIs paid to executives has been implemented in recent times. Over the past years, the Group has also simplified its LTI schemes and done away with transaction incentives.

We value constructive engagements and, where appropriate, have addressed concerns and implemented improvements to our remuneration policies and structures.

ACCESS TO INFORMATION AND ADVISERS

Remco has unrestricted access to the Company's records, facilities and any other resources necessary to discharge its duties and responsibilities.

Remuneration is reviewed annually and independently benchmarked against a competitor and peer group, including South African mining and national sectors, and international peers, to provide Remco with the requisite insights into the prevailing executive remuneration environment.

The board reviews and ratifies remuneration proposals from Remco, whereafter they are submitted to shareholders for a non-binding vote of approval at the AGM.

LOOKING FORWARD

Looking forward, Remco will continue to ensure that our remuneration policies and practices are aligned with the Company's strategic priorities and support sustainable value creation. Key focus areas include:

- **Market trends and best practices:** Continuously monitoring and adapting to market trends and best practices to maintain a competitive and effective remuneration framework
- **Enhanced stakeholder engagement:** Strengthening our engagement with shareholders and other stakeholders to gather feedback and ensure our remuneration practices reflect their expectations
- **Succession planning and talent development:** Ensuring that our remuneration policies support the development and retention of key talent and align with our succession planning strategies.

IN SUMMARY

The financial year has been characterised by an excellent gold price received, which has supported improved revenue generation and created a more stable platform for shareholder returns. This favourable commodity environment has allowed the Company to sustain operations, continue capital investment and progress on strategic growth initiatives.

However, the broader operating environment remains complex. Global economic conditions are marked by heightened geopolitical uncertainty, persistent inflationary pressures and currency volatility. Within South Africa, structural challenges such as unreliable energy supply, high unemployment and persistent socio-political tensions add further uncertainty to the milieu.

Against this backdrop, one of our most pressing challenges remains attracting and retaining scarce skills, both in South Africa and internationally. The mining industry continues to face critical shortages of experienced technical and managerial talent, while increased global mobility has intensified competition for specialised skills. Ensuring that we remain an employer of choice in this highly competitive environment is central to the committee's work.

Our remuneration framework is therefore designed not only to recognise and reward sustainable value creation but also to ensure competitiveness in retaining the talent necessary to deliver on our long-term strategy. Particular focus has been placed on aligning remuneration with shareholder outcomes, enhancing variable pay structures and reinforcing retention measures for key talent in light of both domestic challenges and international mobility.

The committee has continued to review remuneration practices to ensure alignment with best practice, stakeholder expectations and regulatory requirements. We have paid close attention to the balance between fixed and variable pay, ensuring that performance-related rewards are clearly linked to the achievement of operational, safety, sustainability and financial objectives.

The improved gold price has created the opportunity to reward excellent performance, but we remain mindful of the need for discipline and prudence in the context of global and local uncertainty. Our remuneration outcomes reflect both the achievements of the year and the risks that continue to face the business.

CLOSING REMARKS

In conclusion, I would like to thank my fellow committee members for their commitment and stewardship, as well as our shareholders for their continued engagement and feedback. We remain confident that our remuneration framework is fair, transparent and aligned with both performance and sustainable long-term value creation.

On behalf of Remco

Yvonne Themba
Chairperson of the remuneration committee

10 September 2025

PART TWO: REMUNERATION POLICY

REMUNERATION OBJECTIVES

The Group's remuneration framework is structured to support our strategic pillars:

Profitability	Sustainability	Stakeholders	Growth
We aim to maintain a strong focus on profitability by being one of the highest-margin producers of gold in Southern Africa	Our sustainability strategy is centred on creating long-term value for all stakeholders by balancing economic, environmental and social considerations	We believe that an integrated stakeholder approach is crucial for our success and prioritise the health and well-being of our employees and host communities	Our growth strategy is based on a combination of organic portfolio growth and production-enhancing, value-accretive acquisitions

OUR STRATEGIC OBJECTIVES

Strategic objectives	Key performance indicators
FINANCIAL CAPITAL Ensure adequate, competitively priced and flexible financial resources for the funding of our operations and disciplined capital allocation for sustainable long-term value creation	• Profitability • Managing senior debt and credit facilities • Cash generated by operating activities • Returns to shareholders
MANUFACTURED CAPITAL Unlock the full potential of our Mineral Resources and Mineral Reserves through sustainable extraction and processing, while embracing renewable energy, to pave the way for a responsible and prosperous mining future	• Gold production • Capital spend • Sustaining organic production and developing expansion projects • Evander Mines' 24, 25 and 26 Level project • MTR operation • Tennant Mines acquisition and Nobles Gold plant commissioning • Other organic growth projects • Group AISC®
INTELLECTUAL CAPITAL Optimise the use of technology and harness the expertise of our teams to consistently deliver safe, reliable, efficient and responsible mining operations	• Value-accretive growth • Optimisation initiatives • Managing and monitoring TSFs • MTR funding and project execution • Tennant Mines acquisition, funding and process plant construction • Implementation of the Mineware Syncromine planning, reporting, risk and safety system at Barberton Mines, Evander Mines, the MTR operation and Tennant Mines
HUMAN CAPITAL Attract, cultivate and retain exceptional talent while fostering a culture of safety, respect and continuous learning	• Zero-harm initiatives • Injury frequency rates • Entrepreneurial and results-driven culture • Individual performance requirements
SOCIAL AND RELATIONSHIP CAPITAL Engage stakeholders to build positive relationships, maintain our social licence to operate and create sustainable value	• Barberton Blueberries project • Community clinics and schools • Sponsorships • Curtailing illegal mining • Development of employees
NATURAL CAPITAL Manage our operations with climate-conscious practices that preserve and protect natural resources and promote sustainability	• Continue to operate existing solar and water treatment facilities successfully • Expand renewable energy facilities: – A PPA with NOA Group – Evander Mines' phase 2 20MW expansion – Evander Mines' water treatment facility – phase 2 expansion – MTR solar project • Mitigating high-risk safety and environmental issues • Conservation initiatives

ALIGNING REMUNERATION TO STRATEGY

Remco assists the board in aligning remuneration with the Group's overall business strategy while attracting, incentivising, developing and retaining people capable of creating long-term value for all our stakeholders, as detailed below.

Strategic business activities and incentive criteria

- **SAFETY** Benchmarked safety parameters to industry standards and the requirement for continuous improvement
- **SUSTAINABILITY** Management of the Group's operations in a manner which is aligned to current ESG requirements and trends
- **INVESTMENT AND GROWTH** Disciplined capital allocation to ensure sustaining and expansion capital expenditure that meets the Group's investment criteria
- **COMPELLING RETURNS** Generating value consistent with shareholder and other stakeholder expectations
- **PRODUCTION** Optimal extraction combined with cost control, benchmarked against relevant standards and targets

REMUNERATION PHILOSOPHY

Pan African's remuneration philosophy seeks to reward executive directors, senior management and our various levels of employees for performance consistent with its key remuneration objectives. It recognises that these individuals have the ability to materially impact the performance of the Group over the short, medium and long term.

Executive directors and senior executives carry significant responsibility, statutory and otherwise, and appropriate skills are difficult to attract and retain in an increasingly challenging and competitive environment. It is, therefore, critical that remuneration levels align with the contribution and performance of the Group, its operating units, and, importantly, the contribution of key individuals.

The Group's remuneration policy provides a framework for remuneration that attracts, retains and motivates employees to achieve the organisation's strategic objectives within its risk tolerance and risk management framework.

The remuneration framework for senior management recognises the following principles:

01. Objective of STIs
The STI comprises an annual incentive which rewards management for matters under their control and influence, and excludes matters outside their control, specifically, commodity prices and exchange rates

02. Objective of LTIs
The LTI aligns the long-term interests of the Group's management and employees with those of its shareholders through incentives directly linked to the performance of Pan African's share price relative to its peers, progress with ESG initiatives and returns generated on capital employed. These awards generally vest over a three- to four-year period

03. Alignment with shareholders
We believe that the combination of these incentives achieves the objectives embedded in the remuneration philosophy by aligning the interests of employees with the aspirations of our shareholders

04. Application of discretion
Remco has the authority to apply its discretion in instances where specific circumstances are outside the control of the operations or executives, and not taking account of these circumstances would be prejudicial to employees or management

To achieve its remuneration objectives, Remco, in consultation with and through oversight from the board, retains flexibility and a degree of discretion in the manner in which it incentivises and rewards performance. Remco took note of previous concerns raised by shareholders and undertook, from FY20, not to award incentives or discretionary bonuses to employees for successfully concluding transactions, except for a change in control of Pan African. However, the committee retains its discretion to implement incentives with the intent of ensuring the successful execution of large-scale capital projects, such as the MTR operation, that materially increase Group production and margins.

EQUITABLE AND RESPONSIBLE REMUNERATION

Remco remains committed to ensuring fair remuneration across all levels in the Group. Employees, irrespective of their gender or race, are paid equally for comparable peer positions. Remuneration is based solely on the employee's qualifications, experience, appointment level, scarcity of skill and performance levels, with no other relevant differentiating factors.

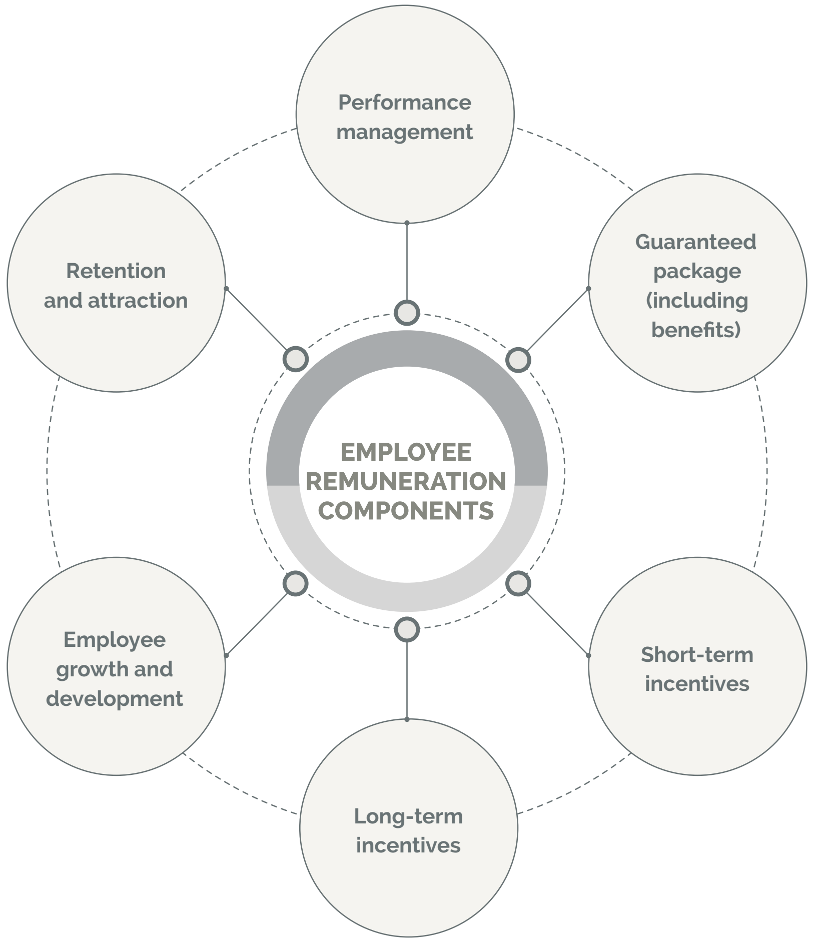
Senior executives' remuneration is structured to disincentivise undue risk-taking. Remco formulates it, comprising only independent non-executive directors, with an emphasis on value creation.

Remco regularly reviews compensation levels and incentive schemes to ensure they remain market-related and aligned with executive compensation best practice by using REMchannel® market analysis and other independent benchmarking sources. The REMchannel® analysis is an independent report compiled from extensive and detailed participant-provided information and is customised for sectoral differences and remuneration practices complexities.

Remco strives to fairly remunerate the Group's employees at a level that approximates market-related benchmarks, ensuring the retention of key skills and enabling the Group to attract and retain top candidates for senior management positions.

REMUNERATION FRAMEWORK

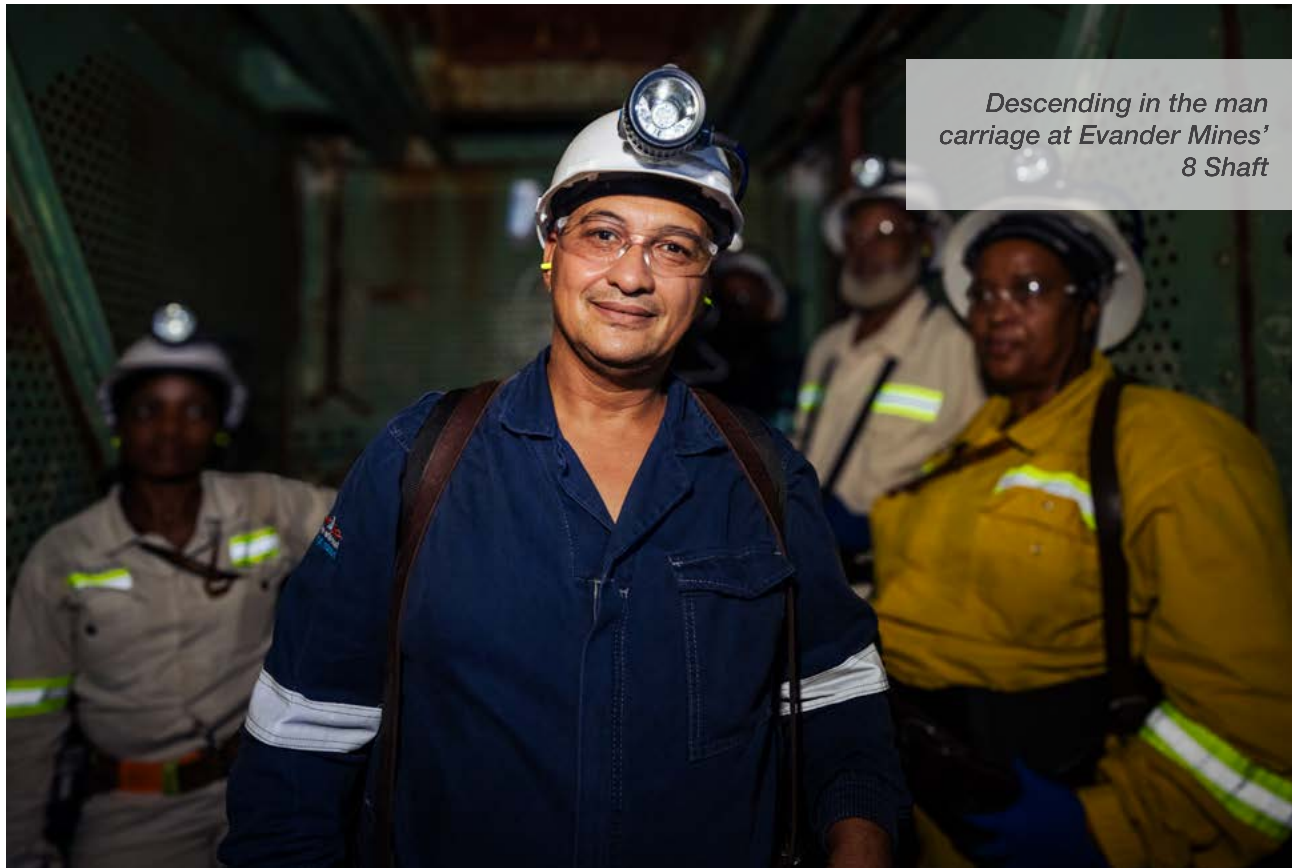
Pan African has adopted a holistic approach to its remuneration philosophy for senior executives and employees and has implemented a well-designed structure which consists of the following monetary and non-monetary components:



Although remuneration is disclosed in US$, the Group's reporting currency, all non-executive directors, executive directors and most employees are remunerated in South African rand. No compensation is made in other currencies or linked to other currencies, except for employees employed or deployed in foreign countries, such as employees employed at Tennant Mines who are remunerated in A$.

TOTAL GUARANTEED PAY

	Executive and senior management	Collective bargaining unit
Eligibility	• Exco • Operations committee (Opsco) • Management committee (Manco) • Heads of department (HODs)	Collective bargaining employees
Pay structure	Total guaranteed pay (TGP)	Cost plus benefits
Key features	• Pensionable salary • Leave • Pension/provident fund contributions (including life and disability cover) • Medical contributions • Travel allowance • These items are included in each eligible employee's total TGP	• Pensionable salary • Leave • Pension/provident fund contributions (including life and disability cover) • Medical contributions • Housing or living-out allowance • Other fixed allowances
Policy	Reviewed annually against competitive industry peer market data supplied by REMchannel®. The Group generally rewards employees between the 25th and 50th percentile, as per REMchannel®'s market analysis, aligned to an individual's contribution to the Group, including: • skills and competencies required to generate results • sustained contribution to the Group • the value of the role and contribution of the individual to the Group	Aligned to an individual's contribution to the Group, including: • skills and competencies required to generate results • sustained contribution to the Group • the value of the role and contribution of the individual to the Group • Compensation is determined by all relevant factors in the industry, such as annual or multi-year wage agreements
How guaranteed pay is determined	Pay is determined by the following factors: • Contractual arrangements • Group performance • Individual performance • Inflation • Annual benchmarking against relevant peers • Outlook for the next financial year	All relevant factors, including annual or multi-year wage agreements



Descending in the man carriage at Evander Mines' 8 Shaft

REMUNERATION REPORT continued

VARIABLE REMUNERATION CONDITIONS

Short-term incentives

Framework

	Executive and senior management	Collective bargaining unit
Purpose	To drive and reward short- and medium-term results, reflecting the level and risk time horizon	To drive and reward short-term results, reflecting the level and risk time horizon
Eligibility	Exco, Opsco, Manco and HODs	Collective bargaining employees
Payment period	• Exco, Opsco and Manco are paid annually • HODs are paid quarterly	Paid monthly, quarterly and annually depending on seniority of employee
STI opportunity parameters (threshold, on-target and stretch parameters)	**Group-based KPIs** ***Threshold:*** Threshold parameters for the Group-based KPIs are based on the following: • **Safety:** The SHEQ committee sets safety ceilings. These ceilings are absolute; if the achieved safety rates exceed them, no incentive is awarded to participants • **Production:** The threshold level for participants is set at 90% achievement of the board-approved budgeted gold ounce production • **Costs:** The threshold level for participants is set at 90% achievement of the board-approved budgeted AISC ***On-target:*** On-target parameters for the Group-based KPIs are based on the following: • **Safety:** The SHEQ committee sets safety ceilings. These ceilings are absolute; if the achieved safety rates exceed them, no incentive is awarded to participants • **Production:** Participants start earning an incentive when they achieve above 90% of the board-approved budgeted gold production on a sliding scale up to 100% achievement of the board-approved budgeted gold production • **Costs:** Participants start earning an incentive when they achieve above 90% of the board-approved budgeted AISC on a sliding scale up to 100% achievement of the board-approved AISC ***Stretch:*** The Group does not set stretch targets for the safety or cost components of the Group-based KPIs For achieving in excess of 100% of budgeted gold production (maximum stretch), participating management's production KPI percentage is increased from the maximum of 100% to 140%, with a pro rata increase between 100% and 105% specific to the gold production KPI **Personal KPIs** Employees' personal KPIs do not contain threshold, on-target or stretch parameters. These KPIs are measurable and clearly defined, and Remco has discretion on pro rata achievement should the parameter not be met in full	• Eligibility to participate in the scheme • The maximum variable remuneration as a percentage of total individual TGP • Production and other target parameters to be achieved
STI gatekeepers	To protect the Company from incentive payments that are unaffordable or inappropriate in the specific circumstances: • If the Group makes operational losses • Unacceptable or unprofessional personal behaviour, resulting in a disciplinary judgement • Material non-compliance with regulations, with the executive being guilty of serious misconduct or negligence	Not applicable
Malus and clawback	All STIs are subject to malus and clawback provisions	Not applicable

STI performance measures and maximum opportunity

KPIs relate to predetermined value drivers designed to enhance shareholder value and are reviewed regularly. For details, refer to the remuneration framework on **page 160**.

		Group-based KPIs			Individual KPIs	
Position	**Maximum STI[1] %**	**Weight %**	**Sub-weighting %**	**Parameters**	**Weight %**	**Determined by**
Chief executive officer	110	60	*50* *30* *20*	Total Group gold sold (ounces) Total Group AISC per kilogramme of gold produced Group safety record *Stretch targets on production*	40	Remco and the board
Financial director	80	60	*50* *30* *20*	Total Group gold sold (ounces) Total Group AISC per kilogramme of gold produced Group safety record *Stretch targets on production*	40	Remco and the board
Executive managers at corporate level	60	60	*50* *30* *20*	Total Group gold sold (ounces) Total Group AISC per kilogramme of gold produced Group safety record *Stretch targets on production*	40	Chief executive officer in consultation with Remco
Senior managers at corporate level	50	60	*50* *30* *20*	Total Group gold sold (ounces) Total Group AISC per kilogramme of gold produced Group safety record *Stretch targets on production*	40	Chief executive officer in consultation with Remco

[1] *FY25 maximum variable remuneration as a percentage of TGP – qualification criteria at 100% achievement.*

Long-term incentives

PAR Gold Long-term Incentive Plan (PGLIP)

Remco has simplified the Group's LTI plans in recent years, and all senior corporate management now only participates in the PGLIP. The PGLIP is a performance-linked conditional share plan, with allocations based on a percentage of TGP, in line with current market benchmarks. Senior corporate management qualifies to purchase a predetermined number of shares at a nominal value in PAR Gold Proprietary Limited (PAR Gold), with each annual allocation being a new class of share, as calculated by the allocation formula.

On measurement date, participants may receive, subject to measurement conditions, dividends from PAR Gold, based on their respective shareholdings, as per the predetermined dividend formula.

Pan African Share Appreciation Bonus Plan (PASABP)

In terms of the PASABP, select senior employees of the Group are allocated notional shares in Pan African Resources PLC. These notional shares will confer a conditional right to the participant, entitling the employee to be paid a cash bonus equal to the appreciation in the Company's share price, from the date of allocation to the date of surrender or deemed surrender of the participant's notional shares (share appreciation bonus).

Summary of current LTIs

Details	PASABP	PGLIP
Objectives	The main objectives of the LTIs are to: • appropriately incentivise selected managerial employees within the Group • ensure retention of key skills required for the Group's ongoing profitable performance and growth • align management interests with those of shareholders and shareholder aspirations • ensure longer-term vesting • link incentives to share price performance • provide objective measurement and benchmarking against the Group's performance and/or personal contribution Discretionary incentives are designed to drive and reward long-term corporate growth, within the context of sustaining Company values, and to align the interests of shareholders and scheme participants. These include share incentive or similar schemes It is the intention to structure any form of LTI in such a way as to attract and retain the requisite Group skills and to ensure that it is market-related and promotes appropriate actions and behaviour	
Instrument	A conditional share incentive plan where select senior Group employees are allocated notional shares in Pan African. These notional shares will confer a conditional right to a participant, entitling the participant to a cash bonus equal to the appreciation in the Company's share price from the date of allocation to the date of surrender or deemed surrender of the participant's notional shares (share appreciation bonus)	A conditional share incentive plan where participants qualify to acquire actual PAR Gold shares of a special class, based on an allocation formula, at a nominal value. At the end of the measurement period, subject to dividend formula conditions being fulfilled, employees may receive a dividend per share, provided the employee is still an employee of good standing and other conditions are met
Eligibility	Operational management	Executive directors and corporate senior managers
Vesting period	Four years	Three years
Performance criteria and vesting percentages	• Continued employment within the Group for senior managers at an operational level • Share price performance is the main driver of value in this scheme, and unless the share price appreciates, there is no benefit for the participant	• Employees qualify to purchase a number of shares in PAR Gold, as calculated by the allocation formula, at a nominal value. Allocations are based on a percentage of TGP, in line with current market benchmarks. These shares may qualify for dividends in accordance with a dividend formula at the end of the measurement period • Return on shareholders' funds (ROSF), total shareholder returns (TSR) and ESG criteria are used as part of the dividend qualifying formula • Once dividends have been declared and paid on these shares, PAR Gold may reacquire them from the participants at a nominal value, provided certain conditions are met
Allocation criteria	Minimum notional shareholding formula: Current TGP multiplied by a Paterson Grading factor, divided by Pan African's 30-day volume-weighted average price (VWAP) share price Paterson Grading factors applied: • E-upper – three times • E-lower – two times • D-upper – one time	Annual share allocation formula: Current TGP multiplied by the applicable industry benchmark percentage, divided by Pan African's 90-day VWAP share price and multiplied by a factor of 95% Current industry benchmarked percentages used: • Chief executive officer – 130% • Financial director – 120% • Senior management – 40% to 80%, depending on seniority

<table>
<tr><th>Details</th><th>PASABP</th><th>PGLIP</th></tr>
<tr><td>LTI opportunity parameters (threshold, on-target and stretch parameters) – effective from FY25</td><td>Not applicable</td><td>Threshold parameters – apply to all three of the measurement criteria as per the dividend formulae; if minimum criteria on a specific parameter are not met, the dividend calculation formula takes this into account

On-target parameters – performance as per requirements of the dividend formulae for ROSF, TSR and ESG criteria – results in 100% vesting

Stretch parameters – apply only to ROSF and TSR criteria

ROSF:
Relative – 20%: (ROSF outperformance of peer group by 15%)
– resulting in stretch vesting of 150% for this parameter
(50% x 20% x 150% = 15% maximum)

Absolute – 80%: (ROSF outperformance of the Groups' cost of equity by 10%)
– resulting in stretch vesting of 150% for this parameter
(50% x 80% x 150% = 60% maximum)

TSR:
TSR outperformance of peer group by 20%
– resulting in stretch vesting of 150% for this parameter
(20% x 150% = 30% maximum)

Note: No sliding scale applied to stretch parameters, therefore binary measurement

The maximum achievable stretch percentage would therefore be:
<table>
<tr><th>Parameter</th><th>Threshold</th><th>On-target %</th><th>Stretch (150% of ROSF and TSR criteria) %</th></tr>
<tr><td>ROSF – relative to peer group</td><td>–</td><td>10</td><td>15</td></tr>
<tr><td>ROSF – versus Group's cost of equity</td><td>–</td><td>40</td><td>60</td></tr>
<tr><td>TSR – relative to peer group</td><td>–</td><td>20</td><td>30</td></tr>
<tr><td>ESG – based on deliverables</td><td>–</td><td>30</td><td>30</td></tr>
<tr><td>Total</td><td>–</td><td>100</td><td>135</td></tr>
</table></td></tr>
<tr><td>Measurement criteria</td><td>Pan African's 30-day VWAP share price</td><td>In accordance with dividend formula</td></tr>
<tr><td>Strike price</td><td>Pan African's 30-day VWAP share price, applicable to each allocation</td><td>Not applicable</td></tr>
<tr><td>Change of control</td><td>All unvested options vest automatically</td><td>Vesting will occur on a pro rata basis based on lapsed time. In the event of death or disability, similar pro rata vesting will occur</td></tr>
<tr><td>Other criteria</td><td>Lapses on the sixth anniversary of the date on which the option was issued</td><td>• There is no mechanism to carry over or defer unvested shares (due to underperformance)
• Malfeasance/malice and clawback clauses are included consistent with current market practice</td></tr>
<tr><td>Settlement</td><td>Cash, based on Pan African's share price appreciation between date of award and date of exercise</td><td>Dividend based on Pan African's 90-day VWAP share price on measurement date</td></tr>
<tr><td>Dilution limit</td><td>Non-dilutive scheme</td><td>Non-dilutive scheme</td></tr>
</table>

REMUNERATION REPORT continued

PGLIP dividend formula criteria

- **ROSF – 50% weighting (calculated as average ROSF over a three-year period)[1]**
  Annual ROSF is calculated as follows:

ROSF = Net profit after tax/average shareholder funds (equity and distributable reserves) over the financial year

- – Relative – 20% (average ROSF outperformance of peer group over a three-year period)
- – Absolute – 80% (ROSF equal to or higher than the Group's cost of equity).

[1] *Adjusted for major projects not yet generating profits at Remco's discretion.*

- **TSR – 20% weighting (calculated over a three-year period)**
  Shareholders' returns are calculated as follows:

TSR = {(closing 90-day VWAP share price – starting 90-day VWAP share price) + dividends} ÷ starting 90-day VWAP share price

- – Relative – 100% (average TSR outperformance of peer group over a three-year period).

- **ESG criteria – 30% weighting**
  Predetermined ESG performance criteria will be set for each measurement period.

Example of PGLIP – share awards and dividend formula application

Information used for calculation:

- Participant TGP: ZAR2,000,000
- Participant multiple based on Paterson E-upper Grading: 70%
- Pan African's 90-day VWAP share price on date of issue: ZAR3.50
- Pan African's 90-day VWAP share price on vesting date: ZAR4.50
- 100% of dividend qualifying criteria fulfilled after the three-year measurement period

PAR Gold shares qualified for

Formula

(TGP x multiple based on Paterson Grading) ÷ Pan African's 90-day VWAP x 95%[1]
= number of PAR Gold shares available for purchase

Calculated as follows: **((ZAR2,000,000 x 70%) ÷ ZAR3.50) x 95% = 380,000 PAR Gold C, D and E shares**

[1] *The 95% weighting is a condition of the conversion of the Pan African Resources Senior Management Share Scheme to the PGLIP.*

PAR Gold dividend

The number of shares calculated above will qualify for a dividend, based on the above-mentioned dividend qualifying criteria, equal to Pan African's 90-day VWAP share price on measurement date, calculated as follows:

(PAR Gold shares x Pan African's 90-day VWAP on measurement date)
x percentage of dividend criteria achieved = possible dividend

That is: **380,000 shares x (ZAR4.50 x 100%) = ZAR1,710,000**

The participant will therefore be entitled to a dividend of **ZAR1,710,000**, subject to dividend taxation, at the end of the three-year measurement period, assuming all vesting criteria are fulfilled.

RISK MANAGEMENT AND REMUNERATION

Pan African recognises the need to fairly remunerate employees to attract, incentivise and retain talent. It is, however, cognisant of the need to ensure that effective risk management is part of its remuneration criteria to promote the desired behaviour and to avoid exposing the Group to intolerable risk levels. The Group's remuneration philosophy reinforces the need for superior and sustainable long-term results while promoting sound risk management principles.

These performance elements incorporate production and personal performance parameters, which are weighted based on the relevant seniority level, to drive the desired personal behaviour. Safety is imperative to the mining operations and is included in the Group's production incentive parameters.

All senior management KPIs include specific performance elements and deliverables aligned with the Group's strategic or other critical objectives.

NON-EXECUTIVE DIRECTORS' REMUNERATION

Remco advises the board on non-executive directors' fees. In determining their fees, Remco considers the directors' responsibilities throughout the year, scarcity of skills, the Group's performance, market-related conditions and local and international comparative remuneration levels. King IV™ recommends that fees should comprise a base fee and an attendance fee per meeting.

The board agreed that a fixed fee for directors' services on the board and subcommittees was more appropriate, as the board's input extends beyond meeting attendance.

During the current reporting period, Remco reviewed non-executive directors' fees in comparison to the Group's gold mining peers on the JSE as well as the LSE Main Board and established that the non-executive directors are not being remunerated at market-related levels. Remco proposed appropriate increases to the remuneration of non-executive directors to bring it more in line with that of our peers, which was subsequently approved by the board.

When non-executive directors are required to spend significantly more time and effort than is normally expected preparing for and attending board meetings, Remco considers additional fees to compensate non-executive directors for their additional time and effort and proposes these to the board for approval.

There are no contractual arrangements for compensation for loss of office for non-executive directors. Non-executive directors' remuneration is subject to regulations which include the Companies Act 2006, the JSE Listings Requirements and King IV™.

EXCO, OPSCO AND MANCO REMUNERATION

Remco is responsible for making recommendations to the board regarding the remuneration of the chief executive officer, the financial director, as well as executive and senior management. Remuneration of executive and senior management is reviewed on an annual basis in relation to the Group's operational, financial and strategic performance as well as individual contribution thereto, alignment with the Group's values and contributions to risk management and compliance requirements.

Where the individual, team or the Group does not meet, or only partially meets performance requirements, either all or a portion of the discretionary awards are forfeited. An annual benchmarking exercise, conducted by REMchannel® market analysis (supplemented with other independent benchmarking sources), is used as a basis to determine a fair market-related remuneration package.

Individual KPIs are agreed annually and contain the performance elements disclosed on **page 163**.

Remuneration comprises fixed and variable (STI and LTI) remuneration components. STIs have certain parameters, disclosed on **page 162**, to ensure a performance-based culture.

The board and Exco retain a level of discretion to determine which parameters apply, their respective weighting taking cognisance of immediate and evolving priorities, and alignment of employee behaviour to shareholder aspirations.

PRESCRIBED OFFICERS

The Group's prescribed officers are those individuals who exercise general executive control over and manage a significant portion of the Group's business activities or regularly participate, to a material degree, in the exercise of general executive control over a significant portion of the Group's business activities.

In accordance with these requirements, Pan African's prescribed officers are included in **note 37** to the annual financial statements on **pages 272** to **277**.

Non-executive remuneration

US$ thousand	Keith Spencer (Chairman)	Dawn Earp	Thabo Mosololi	Charles Needham	Yvonne Themba	Total
FY25						
Board of directors (Keith Spencer as chairman)	**79**	**39**	**39**	**39**	**39**	**235**
Remuneration committee (Yvonne Themba as chairperson)	**–**	**–**	**8**	**8**	**12**	**28**
Audit and risk committee (Dawn Earp as chairperson)	**–**	**16**	**10**	**10**	**–**	**36**
Safety, health, environment and quality (SHEQ) committee	**12**	**8**	**–**	**–**	**–**	**20**
Nomination committee	**6**	**6**	**6**	**6**	**6**	**30**
Social and ethics committee (Thabo Mosololi as chairman)	**–**	**–**	**12**	**–**	**8**	**20**
Total	**97**	**69**	**75**	**63**	**65**	**369**
FY24						
Board of directors (Keith Spencer as chairman)	72	36	36	36	36	216
Remuneration committee (Yvonne Themba as chairperson)	–	–	7	7	11	25
Audit and risk committee (Dawn Earp as chairperson)	–	15	9	9	–	33
SHEQ committee	11	7	–	–	–	18
Nomination committee	5	5	5	5	5	25
Social and ethics committee (Thabo Mosololi as chairman)	–	–	11	–	7	18
Total	88	63	68	57	59	335

PART THREE: REMUNERATION IMPLEMENTATION REPORT

The remuneration implementation report is split into the following subsections:

1a) Short-term incentives – FY25
1b) Short-term incentives – FY24
2a) Executive directors' long-term incentives – FY25
2b) Long-term incentives – Looking forward
3a) Executive directors' remuneration disclosure
3b) Executive directors' LTI disclosure
3c) Key contractual arrangements for executive directors

The detailed remuneration of the Group's non-executive directors, executive directors and prescribed officers is disclosed in **note 37** to the annual financial statements on **pages 272** to **277**.

1a) SHORT-TERM INCENTIVES – FY25

Group operational performance – FY25

Barberton Mines

Parameter	Weighting %	Threshold	On-target	Stretch	Actual result	Achievement
Safety rates – per million man hours (20% weighting)						
RIFR	10	1.48	<1.48	n/a	1.68	🔴
LTIFR	10	0.81	<0.81	n/a	1.05	🔴
Gold production – ounces (50% weighting)						
Underground production	32	67,438	74,931	78,678	68,549	🟢
BTRP	18	12,946	14,385	15,104	15,224	🟠
Total	50	80,384	89,316	93,782	83,773	
AISC® – ZAR/kg (30% weighting)						
Underground production	19.2	1,237,970	1,114,137	n/a	1,161,174	🟢
BTRP	10.8	702,216	631,994	n/a	533,436	🟢
Total	30.0	1,151,684	1,036,515	n/a	1,047,098	

Evander Mines

Parameter	Weighting %	Threshold	On-target	Stretch	Actual result	Achievement
Safety rates – per million man hours (20% weighting)						
RIFR	10	1.32	<1.32	n/a	0.82	🟢
LTIFR	10	2.30	<2.30	n/a	1.80	🟢
Gold production – ounces (50% weighting)						
Underground production	16.1	38,792	43,102	45,257	26,902	🔴
Elikhulu	33.9	45,415	50,461	52,984	52,606	🟠
Total	50.0	84,207	93,563	98,241	79,508	
AISC® – ZAR/kg (30% weighting)						
Underground production	9.7	903,767	813,390	n/a	1,219,723	🔴
Elikhulu	20.3	784,195	705,775	n/a	659,254	🟢
Total	30.0	848,683	755,351	n/a	848,894	

Level of achievement

🟠 Stretch achievement 🟢 Achievement between threshold and on-target 🔴 Not achieved

MTR operation

Parameter	Weighting %	Threshold	On-target	Stretch	Actual result	Achievement
Safety rates – per million man hours (20% weighting)						
RIFR	10	0.81	<0.81	n/a	–	🟢
LTIFR	10	1.62	<1.62	n/a	–	🟢
Gold production – ounces (50% weighting)						
MTR operation	50	22,031	24,479	25,703	30,806	🟠
AISC® – ZAR/kg (30% weighting)						
MTR operation	30	646,568	581,911	n/a	708,378	🔴

Stretch production table

Ounces	Budget production	Actual production	Variance %	Stretch achievement
Barberton Mines – underground and surface	74,931	68,549	91	🔴
BTRP	14,385	15,224	106	🟠
Barberton Mines total	89,316	83,772	94	
Evander Mines – underground and surface	43,102	26,748	62	🔴
Elikhulu	50,461	52,606	104	🟠
Evander Mines total	93,564	79,353	85	
MTR operation	24,479	30,806	126	🟠
MTR operation total	24,479	30,806	126	🟠
Group total	207,359	193,932	94	

EXECUTIVE DIRECTORS' OPERATIONAL AND PERSONAL KPI ANALYSIS – FY25

Personal KPI analysis

Chief executive officer

For FY25, similar to the prior financial year, the chief executive officer's personal KPI was calculated as the average achievement of senior management at corporate level. For FY25, senior management at corporate level achieved an average of 99.43% for their personal KPIs, which was applied to the chief executive officer's maximum possible achievement, resulting in a personal KPI percentage of 43.75% (maximum possible – 44%). The KPIs of senior management at corporate level include the following significant projects:

- Completion of construction and commissioning of the MTR plant
- Completion of Evander Mines' ventilation shaft equipping and refrigeration upgrade
- Successful restructuring of and continued optimisation of Barberton Mines
- Finalising Tennant Mines' feasibility study and acquisition
- Successful construction and commissioning of Elikhulu's phase 3 and phase 4 TSF construction.

The 17 Level ventilation shaft winder which was equipped for rock hoisting during the reporting period

REMUNERATION REPORT continued

Financial director

Key performance area	Key performance indicator	Weighting %	Actual achievement evidence	TGP % achieved	Total TGP % achieved
Funding for renewable projects	Ensure sufficient and reasonably priced funding for potential future projects	20	Ensure funding availability for the expansion of Evander Mines' solar facility or the MTR facility. The Group's current and forecast liquidity position provides for sufficient funding to complete these projects without raising any additional funding. Additional funding raised during the period, although not for renewable energy projects, included the refinance of the PARS01 DMTN bond and the restructure and additional funding obtained through the issuance of the PARS03 bond, which was oversubscribed. A gold loan was also secured in December 2024 to ensure sufficient liquidity, given the production delays experienced during the first six months of the financial year	6.4	
New business – potential acquisition of Tennant company	Completion of the feasibility study for the Tennant company transaction with a specific focus on legal and financial due diligence. Ensure that the structure is set up and execute the settlement of the transaction if the investment decision is to proceed	20	Completion of financial and legal due diligence to the satisfaction of the board. All requirements for settlement, including taxes, transfer duties and regulatory approvals, were obtained. Final settlement of the transaction was completed, and consideration shares were issued during December 2024	6.4	
Mintails project funding	Ensure all reporting requirements for the term loan facility are met and requisite sign-offs for project completion from lenders are obtained. Ensure that sufficient funds are available for completion through monitoring of the daily cash flow forecast and Group liquidity position	20	Lenders' sign-off on project completion. Sufficient funding is available for project completion. The project has been completed, and lenders' sign-off has been obtained, including a waiver of mandatory hedging and an independent technical expert review going forward	6.4	32
Control environment	Ongoing review and improvement of the Group control environment and implementation of improvements. Ensuring that all regulatory and other requirements are met	20	First review of Mintails' control environment by internal auditors with a satisfactory outcome. Ensure alignment of Australian operations with the Group from a governance and reporting perspective. Overall improvement in the nature and number of internal audit findings and positive feedback to the audit and risk committee by internal auditors	6.4	
Ensure adequate funding at competitive rates to meet Group requirements	Refinancing strategy/ redemption plan for the DMTN bond expiring in December 2025 presented to the board for approval	20	The board approved a refinancing strategy or redemption of the DMTN bond due in December 2025. The majority of the bonds maturing in December 2025 were refinanced through the issuance of PARS03 on terms that match the cash flow profile of the Group as opposed to a large bullet repayment	6.4	

Operational KPI analysis – FY25

Barberton Mines (42.9% weighting towards total operational KPI)[2]

		Chief executive officer			Financial director		
Parameter	Weighting %	Actual achievement	Actual % of STI achieved	Maximum possible % of STI	Actual achievement	Actual % of STI achieved	Maximum possible % of STI
Safety – per million man hours (20% weighting of the total 42.9% weighting of Barberton Mines)							
RIFR	10	1.68	–	2.83	1.68	–	2.06
LTIFR	10	1.05	–	2.83	1.05	–	2.06
Gold production – ounces (50% weighting of the total 42.9% weighting of Barberton Mines)							
Underground production	37.5	68,549	1.30	10.63	68,549	0.95	7.73
BTRP	12.5	15,224	3.53	3.53	15,224	2.57	2.57
Total	50.0	83,773	4.83	14.16	83,773	3.52	10.30
AISC – ZAR/kg (30% weighting of the total 42.9% weighting of Barberton Mines)							
Underground production	22.5	1,161,174	3.65	6.38	1,161,174	2.66	4.64
BTRP	7.5	533,436	2.12	2.12	533,436	1.54	1.54
Total	30.0	1,047,098	5.77	8.50	1,047,098	4.20	6.18
Total production parameter STI			10.60	28.32		7.72	20.60
Production stretch[1]			0.91	5.70		0.66	4.10
Total production parameter STI, including stretch achievement			11.51	34.02		8.38	24.70

[1] *Stretch production parameter.*
[2] *Based on the operation's budgeted weighted contribution to Group profit after tax.*

Evander Mines (37.5% weighting towards total operational KPI)[2]

		Chief executive officer			Financial director		
Parameter	Weighting %	Actual achievement	Actual % of STI achieved	Maximum possible % of STI	Actual achievement	Actual % of STI achieved	Maximum possible % of STI
Safety – per million man hours (20% weighting of the total 37.5% weighting of Evander Mines)							
RIFR	50	0.82	2.48	2.48	0.82	1.80	1.80
LTIFR	50	1.80	2.48	2.48	1.80	1.80	1.80
Gold production – ounces (50% weighting of the total 37.5% weighting of Evander Mines)							
Underground production	33.9	26,902	–	4.00	26,902	–	2.91
Elikhulu	16.1	52,606	8.39	8.39	52,606	6.10	6.10
Total	50.00	79,508	8.39	12.39	79,508	6.10	9.01
AISC – ZAR/kg (30% weighting of the total 37.5% weighting of Evander Mines)							
Underground production	20.3	1,219,723	–	2.40	1,219,723	–	1.75
Elikhulu	9.7	659,254	5.03	5.03	659,254	3.66	3.66
Total	30.00	848,894	5.03	7.43	848,894	3.66	5.41
Total production parameter STI			18.38	24.78		13.36	18.02
Production stretch[1]			2.14	5.00		1.55	3.60
Total production parameter STI, including stretch achievement			20.52	29.78		14.91	21.62

[1] *Stretch production parameter.*
[2] *Based on the operation's budgeted weighted contribution to Group profit after tax.*

MTR operation (19.6% weighting towards total operational KPI)[2]

Parameter	Weighting %	Chief executive officer: Actual achievement	Chief executive officer: Actual % of STI achieved	Chief executive officer: Maximum possible % of STI	Financial director: Actual achievement	Financial director: Actual % of STI achieved	Financial director: Maximum possible % of STI
Safety – per million man hours (20% weighting of the total 19.6% weighting of the MTR operation)							
RIFR	10	–	1.29	1.29	–	0.94	0.94
LTIFR	10	–	1.29	1.29	–	0.94	0.94
Gold production – ounces (50% weighting of the total 19.6% weighting of the MTR operation)							
MTR operation	50	30,806	6.45	6.45	30,806	4.69	4.69
AISC® – ZAR/kg (30% weighting of the total 19.6% weighting of the MTR operation)							
MTR operation	30	708,378	–	3.87	708,378	–	2.82
Total production parameter STI			9.03	12.90		6.57	9.39
Production stretch[1]			2.58	2.58		1.88	1.88
Total production parameter STI, including stretch achievement			11.61	15.48		8.45	11.27
Total production KPI achievement (Barberton Mines, Evander Mines and the MTR operation)			43.64	79.20		31.74	57.60
Total personal KPI achievement			43.75	44.00		32.00	32.00
Total STI FY25			87.39	123.20		63.74	89.60

[1] *Stretch production parameter.*
[2] *Based on the operation's budgeted weighted contribution to Group profit after tax.*

FY25 stretch production achievement

Stretch performance (performance above 100% of target) = Stretch percentage on a linear sliding scale from 100% achievement onwards, limited to a maximum additional percentage of 5% above on-target performance percentage (i.e. limited to 105% of target performance). Performance above 100% of the target will be multiplied by a factor, as per the table below, up to a maximum achievable percentage of 140% of the gold production parameter.

Gold production stretch % achieved	Factor applied to 100% achievement	Adjusted gold production %
101	1.08	108.0
102	1.16	116.0
103	1.24	124.0
104	1.32	132.0
105	1.40	140.0

Level of achievement

🟢 Achieved 🔴 Not achieved

Therefore, for a 5% outperformance of production targets, the chief executive officer could earn an additional 13.2% of his TGP, and the financial director could earn an additional 9.6% of her TGP as per the table below.

	Production parameter split %	% of TGP at on-target performance	% of TGP at maximum stretch performance (140%)	Maximum achievable STI % (140% of production)	Variance %
Chief executive officer (Production KPIs = 60% of 110%)					
Production	50	33.0	46.2	46.2	13.2
Cost	30	19.8	19.8	19.8	–
Safety	20	13.2	13.2	13.2	–
Financial director (Production KPIs = 60% of 80%)					
Production	50	24.0	33.6	33.6	9.6
Cost	30	14.4	14.4	14.4	–
Safety	20	9.6	9.6	9.6	–

Should maximum stretch production be achieved at all business units, the chief executive officer could receive a maximum of 123.2% compared to 110% for on-target performance, and the financial director a maximum of 89.6% compared to 80% for on-target performance. Stretch achievements are weighted based on the specific business unit's performance versus the total budgeted performance for each operating company within the Group. The detailed stretch parameter achievement for the chief executive officer and financial director can be seen in the next tables.

Chief executive officer – FY25

Production	Budget oz	Actual oz	Variance %	Achievement %	Weighted allocation %	Achieved
Barberton Mines – underground and surface	74,931	68,549	91	–	–	🔴
BTRP	14,385	15,224	106	13.2	0.91	🟢
Barberton Mines total	89,316	83,772	94		0.91	
Evander Mines – underground and surface	43,102	26,748	62	–	–	🔴
Elikhulu	50,461	52,606	104	10.6	2.14	🟢
Evander Mines total	93,564	79,353	85		2.14	
MTR operation	24,479	30,806	126	13.2	2.58	🟢
MTR operation total	24,479	30,806	126		2.58	
Group total	207,359	193,932	94		5.63	

Financial director – FY25

Production	Budget oz	Actual oz	Variance %	Achievement %	Weighted allocation %	Achieved
Barberton Mines – underground and surface	74,931	68,549	91	–	–	🔴
BTRP	14,385	15,224	106	9.6	0.66	🟢
Barberton Mines total	89,316	83,772	94		0.66	
Evander Mines – underground and surface	43,102	26,748	62	–	–	🔴
Elikhulu	50,461	52,606	104	7.7	1.55	🟢
Evander Mines total	93,564	79,353	85		1.55	
MTR operation	24,479	30,806	126	9.6	1.88	🟢
MTR operation total	24,479	30,806	126		1.88	
Group total	207,359	193,932	94		4.10	

Conclusion

The chief executive officer qualified for an FY25 STI equal to 87.39% of his TGP, equal to ZAR7,244,960, which will be paid out in FY26. The financial director qualified for an FY25 STI equal to 63.74% of her TGP, equal to ZAR3,187,500, which will be paid out in FY26.

1b) SHORT-TERM INCENTIVES – FY24

Group operational performance – FY24

Barberton Mines

Parameter	Weighting %	Threshold	On-target	Stretch	Actual result	Achievement
Safety rates – per million man hours (20% weighting)						
RIFR	50	>1.98	<1.98	n/a	0.57	
LTIFR	50	>0.92	<0.92	n/a	0.43	
Gold production – ounces (50% weighting)						
Underground production	38.60	69,180	76,867	80,710	71,470	
BTRP	11.40	13,917	15,463	16,236	18,888	
Total	50.00	83,097	92,330	96,946	90,358	
AISC® – ZAR/kg (30% weighting)						
Underground production	23.20	1,047,900	943,100	n/a	1,046,372	
BTRP	6.80	620,700	558,600	n/a	389,742	
Total	30.00	966,557	878,688	n/a	909,114	

Evander Mines

Parameter	Weighting %	Threshold	On-target	Stretch	Actual result	Achievement
Safety rates – per million man hours (20% weighting)						
RIFR	50	>2.14	<2.14	n/a	0.45	
LTIFR	50	>3.42	<3.42	n/a	1.94	
Gold production – ounces (50% weighting)						
Underground production	15.9	36,882	40,980	43,029	40,686	
Elikhulu	34.1	45,269	50,299	52,814	54,812	
Total	50.0	82,151	91,279	95,843	95,498	
AISC® – ZAR/kg (30% weighting)						
Underground production	9.5	845,400	760,900	n/a	805,194	
Elikhulu	20.5	698,900	629,000	n/a	627,410	
Total	30.0	757,059	688,235	n/a	703,153	

Stretch production table

Production	Budget oz	Actual oz	Variance %	Achievement
Barberton Mines – underground and surface	76,867	71,470	93	
BTRP	15,463	18,888	122	
Barberton Mines total	92,330	90,358	98	
Evander Mines – underground and surface	40,980	40,686	99	
Elikhulu	50,299	54,812	109	
Evander Mines total	91,279	95,498	105	
Group total	183,609	185,856	101	

Level of achievement

Stretch achievement · Achieved · Not achieved

EXECUTIVE DIRECTORS' OPERATIONAL AND PERSONAL KPI ANALYSIS – FY24

Personal KPI analysis

Chief executive officer

For FY24, the chief executive officer's personal KPI was calculated as the average achievement of senior management at corporate level. For FY24, senior management at corporate level achieved an average of 95.38% for their personal KPIs, which was applied to the chief executive officer's maximum possible achievement, resulting in a personal KPI percentage of 41.97% (maximum possible – 44%).

The KPIs of senior management at corporate level include the following:

- Progressing the MTR plant construction on schedule and within budget
- Successfully finalising the Group's renewable energy funding strategy
- Progressing Evander Mines' ventilation shaft equipping and refrigeration upgrade
- Completion of Barberton Mines' solar plant construction
- Successful implementation of a new ERP system across the Group.

Financial director (Deon Louw)

Key performance area	Key performance indicator	Weighting %	Actual achievement evidence	TGP % achieved	Total TGP % achieved
Finalising Group renewable energy plant funding	Funding closure in FY24H2	25	The facility was closed in June 2024 and is fully drawn down	8.0	32.0
Ongoing funding availability for the MTR project and its construction execution	Requisite funding as required by the project	25	Funding was available for the full financial year with adequate liquidity to complete the project at all times	8.0	
Developing skills and continuity within the finance functions	Maturity and proficiency of finance staff	25	The finance function is performing well, and the mentoring of the new financial director was completed	8.0	
Ongoing improvements of the integrated annual report	Industry recognition	25	Integrated annual report award for the 2023 report – ongoing improvements are being made to the integrated annual report	8.0	

Operational KPI analysis – FY24

Barberton Mines (44% weighting towards total operational KPI)[2]

Parameter	Weighting %	Chief executive officer: Actual achievement	Chief executive officer: Actual % of STI achieved	Chief executive officer: Maximum possible % of STI	Financial director: Actual achievement	Financial director: Actual % of STI achieved	Financial director: Maximum possible % of STI
Safety – per million man hours (20% weighting of the total 44% weighting of Barberton Mines)							
RIFR	50	0.57	2.88	2.88	0.57	2.10	2.10
LTIFR	50	0.43	1.44	2.88	0.43	1.05	2.10
Gold production – ounces (50% weighting of the total 44% weighting of Barberton Mines)							
Underground production	38.60	71,470	3.12	11.13	71,470	2.27	8.10
BTRP	11.40	18,888	3.27	3.27	18,888	2.38	2.38
Total	50.00	90,358	6.39	14.40	90,358	4.65	10.48
AISC® – ZAR/kg (30% weighting of the total 44% weighting of Barberton Mines)							
Underground production	23.20	1,046,372	–	6.68	1,046,372	–	4.86
BTRP	6.80	389,742	1.96	1.96	389,742	1.43	1.43
Total	30.00	909,114	1.96	8.64	909,114	1.43	6.29
Total production parameter STI			12.67	28.80		9.23	20.97
Production stretch[1]			1.00	5.80		0.70	4.20
Total production parameter STI including stretch achievement			13.67	34.60		9.93	25.17

[1] *Stretch production parameter.*

[2] *Based on the operation's budgeted weighted contribution to Group profit after tax.*

Evander Mines (56% weighting towards total operational KPI)[2]

Parameter	Weighting %	Chief executive officer: Actual achievement	Chief executive officer: Actual % of STI achieved	Chief executive officer: Maximum possible % of STI	Financial director: Actual achievement	Financial director: Actual % of STI achieved	Financial director: Maximum possible % of STI
Safety – per million man hours (20% weighting of the total 56% weighting of Evander Mines)							
RIFR	50	0.45	3.72	3.72	0.45	2.70	2.70
LTIFR	50	1.94	3.72	3.72	1.94	2.70	2.70
Gold production – ounces (50% weighting of the total 56% weighting of Evander Mines)							
Underground production	15.90	40,686	5.38	5.92	40,686	3.92	4.30
Elikhulu	34.10	54,812	12.68	12.68	54,812	9.22	9.22
Total	50.00	95,498	18.06	18.60	95,498	13.14	13.52
AISC® – ZAR/kg (30% weighting of the total 56% weighting of Evander Mines)							
Underground production	9.50	805,194	1.55	3.55	805,194	1.13	2.58
Elikhulu	20.50	627,410	7.61	7.61	627,410	5.53	5.53
Total	30.00	703,153	9.16	11.16	703,153	6.66	8.11
Total production parameter STI			34.66	37.20		25.40	27.03
Production stretch[1]			4.10	7.40		3.00	5.40
Total production parameter STI including stretch achievement			38.76	44.60		28.40	32.43
Total production KPI achievement (Barberton Mines and Evander Mines)			52.43	79.20		38.30	57.60
Total personal KPI achievement			41.97	44.00		32.00	32.00
Total STI FY24			94.36	123.20		70.11	89.60

[1] *Stretch production parameter.*

[2] *Based on the operation's budgeted weighted contribution to Group profit after tax.*

The Elikhulu operation's metallurgical plant

REMUNERATION REPORT continued

Stretch performance (performance above 100% of target) = Stretch percentage on a linear sliding scale from 100% achievement onwards, limited to a maximum additional percentage of 5% above on-target performance percentage (i.e. limited to 105% of target performance). Performance above 100% of the target will be multiplied by a factor, as per the table below, up to a maximum achievable percentage of 140% of the gold production parameter.

Gold production stretch % achieved	Factor applied to 100% achievement	Adjusted gold production %
101	1.08	108.0
102	1.16	116.0
103	1.24	124.0
104	1.32	132.0
105	1.40	140.0

Therefore, for a 5% outperformance of production targets, the chief executive officer could earn an additional 13.2% of his TGP, and the financial director could earn an additional 9.6% of his TGP as per the table below.

	Production parameter split %	% of TGP at on-target performance	% of TGP at maximum stretch performance	Maximum achievable STI % (140% of production)	Variance %
Chief executive officer (Production KPIs = 60% of 110%)					
Production	50	33.0	46.2	46.2	13.2
Cost	30	19.8	19.8	19.8	–
Safety	20	13.2	13.2	13.2	–
Financial director (Production KPIs = 60% of 80%)					
Production	50	24.0	33.6	33.6	9.6
Cost	30	14.4	14.4	14.4	–
Safety	20	9.6	9.6	9.6	–

Should maximum stretch production be achieved at all business units, the chief executive officer could receive a maximum of 123.2% compared to 110% for on-target performance, and the financial director a maximum of 89.6% compared to 80% for on-target performance. Stretch achievements are weighted based on the specific business unit's performance versus the total budgeted performance for each operating company within the Group. The detailed stretch parameter achievement for the chief executive officer and financial director can be seen in the following tables.

Chief executive officer – FY24

Production	Budget oz	Actual oz	Variance %	Achievement %	Weighted allocation %	Achieved
Barberton Mines – underground and surface	76,867	71,470	93	–	–	Not achieved
BTRP	15,463	18,888	122	13.2	1.0	Achieved
Barberton Mines total	92,330	90,358	98		1.0	
Evander Mines – underground and surface	40,980	40,686	99	–	–	Not achieved
Elikhulu	50,299	54,812	109	13.2	4.1	Achieved
Evander Mines total	91,279	95,498	105		4.1	
Group total	183,609	185,856	101		5.1	

Level of achievement

Achieved   Not achieved

Financial director – FY24

Production	Budget oz	Actual oz	Variance %	Achievement %	Weighted allocation %	Achieved
Barberton Mines – underground and surface	76,867	71,470	93	–	–	Not achieved
BTRP	15,463	18,888	122	9.6	0.7	Achieved
Barberton Mines total	92,330	90,358	98		0.7	
Evander Mines – underground and surface	40,980	40,686	99	–	–	Not achieved
Elikhulu	50,299	54,812	109	9.6	3.0	Achieved
Evander Mines total	91,279	95,498	105		3.0	
Group total	183,609	185,856	101		3.7	

Conclusion

The chief executive officer qualified for an FY24 STI equal to 94.36% of his TGP, equal to ZAR7,436,127, which was paid out in FY25.
The financial director qualified for an FY24 STI equal to 70.11% of his TGP, equal to ZAR4,907,508, which was paid out in FY25.

2a) EXECUTIVE DIRECTORS' LONG-TERM INCENTIVES – FY25

Below follows an analysis of the dividends declared and paid to executive directors under the PGLIP. The PGLIP share allocations on which dividends were declared and paid during FY25 were the E shares and H shares.

Peer group used to benchmark LTI performance

During FY22, Remco requested that six analysts/investors who cover Pan African provide the Company with their independent peer group benchmarking information to enable the committee to identify the peer companies against which these analysts/investors benchmark Pan African. The analysts who provided Remco with their independent peer groups were:

- Berenberg
- BMO
- Edison
- Investec
- Nedbank
- Peel Hunt.

Based on the results received from the above-mentioned investors/analysts, Remco approved a peer group of companies made up of South African and international gold companies, as these are, in essence, the companies that investors can choose between if they want to invest in a gold mining company.

The peer group is:

South Africa	
No.	**Company name**
1	Goldfields
2	Harmony Gold
3	DRD Gold
4	Sibanye Stillwater

International	
No.	**Company name**
1	AngloGold Ashanti
2	Endeavour
3	Resolute Mining
4	B2Gold
5	Caledonia Mining
6	Galiano Gold
7	Hochschild
8	Perseus Mining
9	West African Resources
10	Yamana
11	Dundee Precious
12	Iamgold
13	New Gold
14	OceanaGold
15	Thor Explorations
16	Wesdome Gold Mines

Remco has undertaken a review of the above-mentioned peer group and will amend it during the next financial year for use in LTI benchmarking going forward.

PGLIP E shares dividend criteria (Measurement date – 30 June 2024, paid in July 2024)

- **ROSF – 50% weighting (calculated as average ROSF over a three-year period)**
  Annual ROSF is calculated as follows:

ROSF = Net profit after tax/average shareholder funds (equity and distributable reserves) over the financial year

– ***Relative – 20% (average ROSF outperformance of peer group over a three-year period)***

Management requested that Peel Hunt (LSE-AIM nominated adviser and broker) calculate Pan African's ROSF versus the Remco-approved peer group.

Pan African ROSF	Average peer group ROSF	Measurement criteria achieved
22%	6%	100%

Participants therefore qualified for 100% of this portion of the LTI.

– ***Absolute – 80% (ROSF equal to or higher than the Group's cost of equity)***

Using BDO South Africa's calculated annual cost of equity (per operation, to provide for specific project/operational risk) as a basis for the preceding three financial years, the Group's weighted average cost of equity for each of the preceding three years was calculated. Remco then used the average cost of equity for each of the preceding three years to calculate an arithmetic three-year average cost of equity for the Pan African Group. This benchmark cost of equity rate is then compared to the three-year average ROSF actually earned by the Group over this period.

Pan African ROSF	Group average cost of equity	Measurement criteria achieved
22%	18.3%	100%

Participants therefore qualified for 100% of this portion of the LTI.

- **TSR – 20% weighting (calculated over a three-year period)**
  Shareholders' returns are calculated as follows:

TSR = {(closing 90-day VWAP share price – starting 90-day VWAP share price) + dividends} ÷ starting 90-day VWAP share price

– ***Absolute – 100% (average TSR outperformance of peer group over a three-year period)***

Management requested both Peel Hunt (LSE-AIM nominated adviser and broker) and Questco (JSE sponsor) to calculate Pan African's TSR versus a relative peer group.

Pan African TSR	Average peer group TSR	Measurement criteria achieved
35%	13%	100%

Participants therefore qualified for 100% of this portion of the LTI.

Level of achievement

● Achieved ● Not achieved

- **ESG criteria – 30% weighting**

ESG criteria for FY24 – conditional PGLIP E shares vesting:

ESG PERFORMANCE SCORECARD FY24					
No.	**Project**	**Category**	**Details**	**Reporting**	**Achieved**
1	Barberton Mines' solar plant producing first power by June 2024	**Environmental**	The Group's decarbonisation strategy is aligned with the SBLF of a 15% renewable energy mix by FY27	Mechanical commissioning on target. First power and grid connection forecast during July 2024	●
2	Achieving the land rehabilitation targets for MTR as per the RMB Sustainability Bond Performance Targets for FY24	**Environmental**	MTR to achieve a land rehabilitation target of 8% for FY24 as detailed in the SBLF	MTR achieved a total of 112ha or 9% of the land rehabilitated	●
3	Commence construction of the Sturdee Energy PPA Bela-Bela solar plant by June 2024	**Environmental**	The Group's decarbonisation strategy for a 30% renewable energy mix by FY30	PPA agreement concluded successfully	●
4	Construction and commissioning of the arsenic treatment plant at the Fairview BIOX® plant by June 2024	**Environmental**	Barberton Mines' land rehabilitation strategy to reduce the environmental impact of on-site pollutants	The plant was commissioned and is operating successfully	●
5	Achieving the safety targets for the Group's TRIFR as per the RMB Sustainability Bond Performance Targets for FY24	**Social**	Achieving a Group TRIFR of 8.50% for FY24	Group TRIFR recorded at 5.68% thereby achieving the FY24 target	●
6	Successful handover of science and technology laboratory schools to the Department of Basic Education by Evander Mines by June 2024	**Social**	Implementation of Evander Mines' SLP 2023 for compliance with social licence to operate	Handover of both projects in November 2023	●
7	Implementation of a formal health and wellness programme at Barberton Mines – phase 1	**Social**	Wellness programmes, with specific emphasis on: **KPI 1 – Human resources:** Awareness and education on lifestyle diseases for 40% of the workforce **KPI 2 – Social:** Increase the number of physically active employees from the baseline number by 25% by promoting the sporting codes of soccer, running and aerobics	KPI 1 – 40% achieved KPI 2 – 25% achieved	●
8	PwC Inc. assurance certificate for 16 ESG disclosures in sustainable development report 2024	**Governance**	Corporate governance in ESG reporting	16 ESG disclosures are planned for assurance, which are tracking well for certification	●
9	Scheduling the GISTM recommendations with the implementation of high-risk findings from the TSF audit report	**Governance**	Tailings management safety and compliance	No high-risk outstanding items from the review of the Group's TSFs are at risk of failure – the Group is following GISTM principle 4.7	●

At 30 June 2024, only seven of the nine above-mentioned ESG measurement criteria were met. Therefore, the participants have only achieved 77.8% of this portion of the LTI.

Conclusion

This summary demonstrates that Pan African achieved 93.33% of the measurement criteria (ROSF – 50%, TSR – 20%, ESG – 23.33%).

PGLIP E share dividend calculation

Based on the previous assessment of the qualifying criteria for the PGLIP E shares dividend, the following calculation was approved by Remco:

(PAR Gold shares x Pan African closing 90-day VWAP[1]) x percentage of dividend calculation criteria achieved = possible dividend

Therefore: 1 share x (ZAR5.47[1] x 93.33%) = ZAR5.11 per share

[1] *Based on Pan African's 90-day VWAP share price, as independently calculated by Questco Corporate Advisors.*

Therefore, the participants qualify for a dividend of **ZAR5.11** per share, before withholding taxation, based on the fulfilment of the conditions pertaining to the dividend calculation.

Dividend calculation formula result for PGLIP E shares:

Employee	PGLIP E shares	Dividend per share[1] ZAR	Pre-tax dividend ZAR	Post-tax dividend[1] ZAR
Cobus Loots	2,337,972	5.11	11,947,036.92	9,557,629.54
Deon Louw	1,916,851	5.11	9,795,108.61	7,836,086.89
Total	4,254,823		21,742,145.53	17,393,716.42

[1] *Paid during FY25.*

PGLIP H shares dividend criteria (Measurement date – FY25, paid in April 2025)

Subject to the recommendation of Remco, the board approved an additional once-off tranche under the PGLIP for the successful completion of the MTR plant for measurement in FY25. Measurement criteria for this tranche were as follows:

Deliverable	Measurement	Weighting %	Achieved
a) Commissioning MTR on schedule	Fully commissioned by no later than 28 February 2025, independently confirmed by the senior debt banker's technical advisers (The Minerals Corporation (TMC))	30	●
b) Commissioned MTR within the approved capital budget	Commissioned at or below ZAR2.503 billion (taking into account expenditure provided for in the original base case financial model but not expenditure of a preliminary nature, such as acquisition costs, excluded from the original base case financial model). *The maximum weighting of 60% is achieved if the project is delivered at ZAR100 million or more below the approved capital budget of ZAR2.503 billion*	Up to 60	●
c) MTR performing in line with the bankable feasibility study (BFS)	**Tonnage throughput** – plant to achieve 90% of designed nameplate throughput capacity (in ktpm) at steady-state (within any three-month continuous period within six months of the base case threshold test (BCTT) inception date)	10	●
d) Safety **(refer to the safety write-up in Appendix A)**	• TIFR =/< 8.0 per million man hours (33.33% weighting) • LTIFR =/< 3.0 per million man hours (33.33% weighting) • RIFR =/< 1.0 per million man hours (33.33% weighting)	10	●
e) Cash cost per kilogramme **(as per the RCF agreement definition)**	In line with the BFS, taking into account inflationary increases from the base date of the BFS	10	●
f) Grade, recoveries and gold	**Recoveries, grade and gold production – >85%** reconciliation of **gold produced** to mine planning model, over the three-month BCTT period in accordance with BCTT parameters of the senior debt financing, as determined by TMC	10	●
Total		Up to 130	130%

Achievement

a) Commissioning of MTR on schedule

MTR was fully commissioned before 28 February 2025, as independently confirmed by TMC through their completion test review. The engineering, procurement and construction management (EPCM) consultant and MTR signed off C3 (Cold Commissioning) Certificates for all sections of the plant on 6 November 2024. The EPCM consultant and MTR signed off C4 (Hot Commissioning) Certificates for all sections of the plant on 14 November 2024. Additionally, the C5 (Production Ramp-up) (EPCM Completion Testing) Certificate was issued on 2 December 2024.

Participants therefore qualified for 100% of this portion of the LTI.

Level of achievement

● Achieved ● Not achieved

b) Commission MTR within the approved capital budget

The MTR plant was completed at ~ZAR127 million below the approved capital budget.

Participants therefore qualified for 100% of this portion of the LTI.

c) MTR performing in line with the BFS

Based on MTR's actual plant throughput tonnage, MTR managed to treat 104% of the nameplate tonnage over a three-month period from December 2024 to February 2025, versus the required 90% throughput deliverable as per the table below.

Throughput tonnage	December 2024	January 2025	February 2025	Three-month total
Nameplate throughput (t)	800,000	800,000	800,000	2,400,000
Actual throughput (t)	886,363	789,531	812,159	2,488,053
Variance	86,363	(10,469)	12,159	88,053
Percentage throughput (%)				104

TMC also confirmed that MTR processed in excess of 100% of the plant's nameplate capacity for the three-month period.

Participants therefore qualified for 100% of this portion of the LTI.

d) Safety

MTR successfully constructed and commissioned the plant within the safety parameters approved by Remco. Refer to the table below for actual achievement.

Safety (per million man hours)	MTR construction Ceiling	Actual (June 2023 to November 2024)
TRIFR	8.00	7.43
LTIFR	3.00	0.53
RIFR	1.00	0.00

Participants therefore qualified for 100% of this portion of the LTI.

e) Cash cost per kilogramme

MTR achieved a cash cost per kilogramme in line with the BFS after adjusting for inflation and other adjustments to align with the original BFS parameters.

Participants therefore qualified for 100% of this portion of the LTI.

f) Grade and recoveries

To calculate comparable gold recovery, the actual tonnage and recovery results for December 2024, January 2025 and February 2025 were used, along with the BFS grade model grades for the actual area processed during this period. The table below details the variance between the block model grades, as per the BFS, and the actual grades achieved based on the actual area processed during this period.

Month	BFS model grade	Actual plant grade	Variance %
December 2024	0.281	0.263	94
January 2025	0.268	0.254	95
February 2025	0.267	0.232	87
Average	0.272	0.250	92

The table below details the calculation of comparable gold recoveries when actual tonnage and recoveries are used in conjunction with the planned grades as per the BFS.

Plan (according to BFS grade model)				Actual			
Tonnes	RoM	Recovery	Au oz	Tonnes	RoM	Recovery	Au oz
800,000	225	52%	116.90	886,363	233	47%	108.89
800,000	214	52%	111.49	789,531	201	51%	101.93
800,000	214	52%	111.07	812,159	188	51%	95.56
2,400,000	652.80	52%	339.46	2,488,053	622.08	49%	306.38
			Variance (%)	104	95	9%	90

Participants therefore qualified for 100% of this portion of the LTI.

Conclusion

Management achieved all of the measurement criteria and therefore qualified for a 130% achievement based on the dividend formula.

PGLIP H share dividend calculation

Based on the above assessment of the qualifying criteria for the PGLIP H shares dividend, Remco approved the following calculation:

(PAR Gold shares x ZAR3.60[1]) x percentage of dividend calculation criteria achieved = Possible dividend

Therefore: **1 share x (ZAR3.60[1] x 130%) = ZAR4.68 per share**

[1] *Fixed share price approved by Remco when the measurement criteria were set for the PGLIP H shares.*

Therefore, the participants qualify for a dividend of **ZAR4.68** per share, before withholding taxation, based on the fulfilment of the conditions pertaining to the dividend calculation.

Dividend calculation formula result for PGLIP H shares:

Employee	PGLIP H shares	Dividend per share[1] ZAR	Pre-tax dividend ZAR	Post-tax dividend[1] ZAR
Cobus Loots	2,845,841	4.68	13,318,535.88	10,654,828.70
Deon Louw	2,138,805	4.68	10,009,607.40	8,007,685.92
Marileen Kok	981,799	4.68	4,594,819.32	3,675,855.46
Total	5,966,445		27,922,962.60	22,338,370.08

[1] *Paid during FY25.*

2b) LONG-TERM INCENTIVES – LOOKING FORWARD

PGLIP F shares dividend criteria (Measurement date – 30 June 2025)

- **ROSF – 50% weighting (calculated as average ROSF over a three-year period)[1]**
  Annual ROSF is calculated as follows:

ROSF = Net profit after tax/average shareholder funds (equity and distributable reserves) over the financial year

- *Relative – 20% (average ROSF outperformance of peer group over a three-year period)*
- *Absolute – 80% (ROSF equal to or higher than the Group's cost of equity).*

[1] *Adjusted for major projects not yet generating profits at Remco's discretion.*

- **TSR – 20% weighting (calculated over a three-year period)**
  Shareholders' returns are calculated as follows:

TSR = {(closing 90-day VWAP share price – starting 90-day VWAP share price) + dividends} ÷ starting 90-day VWAP share price

- *Relative – 100% (average TSR outperformance of peer group over a three-year period)*

- **ESG criteria – 30% weighting**
  Predetermined ESG performance criteria will be set for each measurement period.

ESG criteria for FY25 – conditional PGLIP F shares vesting:

No.	Project	Category	Details
1	Commence construction on phase 2 of Evander Mines' water treatment plant by June 2025	**Environmental**	Water stewardship is achieved through the sustainable and efficient utilisation of water resources for operations and the environment
2	Achieve the land rehabilitation targets for MTR as per the RMB Sustainability Bond Performance Targets for FY25	**Environmental**	Target – 102ha for FY25 from a baseline of 0ha in FY23 MTR is to achieve a land rehabilitation target of 16% by FY25, as detailed in the SBLF
3	Completion of the feasibility studies for MTR's and Evander Mines' phase 2 solar projects. Selection of an EPC contractor. Board decision for the advancement of at least one of the solar projects by June 2025	**Environmental**	The Group's decarbonisation strategy is aligned with the SBLF of a 15% renewable energy mix by FY27
4	Achieve the Group's renewable energy mix penalty threshold level of 5% for FY25 as per the sustainability bond	**Environmental**	Implementation of the Group's renewable energy solar projects to meet the renewable energy mix of 15% by FY27
5	Achieve the safety targets for the Group's TRIFR as per the RMB Sustainability Bond Performance Targets for FY25	**Social**	Achieve a Group TRIFR of 8.08% for FY25 from a baseline of 8.95% in FY23
6	Submission of an SLP from Barberton Mines, Evander Mines and MTR to the DMPR, including consultation with relevant stakeholders	**Social**	Social licence to operate and sustainable development initiatives for communities and stakeholders
7	Implementation of a formal health and wellness programme at Barberton Mines, Evander Mines and MTR – phase 2	**Social**	**KPI 1 – Human resources:** Awareness and education on lifestyle diseases among 50% of the workforce **KPI 2 – Social:** Increase the number of physically active employees from the baseline number by 10% by promoting the sporting codes of soccer, running and other **KPI 3 – Health:** Creating baseline data to identify employees with multiple co-morbidities that impact employee wellness and productivity and implement initiatives to counter
8	Successful implementation of the Equator Principles action plan by June 2025 for RMB funding requirements	**Governance**	Environmental compliance reporting requirements for RMB
9	Successful implementation of the remediation action plan for the Soweto Cluster for FY25	**Governance**	Tailings and environmental remediation for managing and mitigating ESG reputation risk

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PGLIP G shares dividend criteria (Measurement date – 30 June 2026)

- ROSF – 50% weighting (calculated as average ROSF over a three-year period)[1]
  Annual ROSF is calculated as follows:

ROSF = Net profit after tax/average shareholder funds (equity and distributable reserves) over the financial year

- ***Relative – 20% (average ROSF outperformance of peer group over a three-year period)***
- ***Absolute – 80% (ROSF equal to or higher than the Group's cost of equity).***

[1] Adjusted for major projects not yet generating profits at Remco's discretion.

- TSR – 20% weighting (calculated over a three-year period)
  Shareholders' returns are calculated as follows:

TSR = {(closing 90-day VWAP share price – starting 90-day VWAP share price) + dividends} ÷ starting 90-day VWAP share price

- ***Relative – 100% (average TSR outperformance of peer group over a three-year period)***

- ESG criteria – 30% weighting
  As per predetermined ESG performance criteria set by Remco for each measurement period.

PGLIP I shares dividend criteria (Measurement date – 30 June 2027)

- ROSF – 50% weighting (calculated as average ROSF over a three-year period)[1]
  Annual ROSF is calculated as follows:

ROSF = Net profit after tax/average shareholder funds (equity and distributable reserves) over the financial year

- ***Relative – 20% (average ROSF outperformance of peer group over a three-year period)***
- ***Absolute – 80% (ROSF equal to or higher than the Group's cost of equity).***

[1] Adjusted for major projects not yet generating profits at Remco's discretion.

- TSR – 20% weighting (calculated over a three-year period)
  Shareholders' returns are calculated as follows:

TSR = {(closing 90-day VWAP share price – starting 90-day VWAP share price) + dividends} ÷ starting 90-day VWAP share price

- ***Relative – 100% (average TSR outperformance of peer group over a three-year period)***

- ESG criteria – 30% weighting
  As per predetermined ESG performance criteria set by Remco for each measurement period.

3a) EXECUTIVE DIRECTORS' REMUNERATION DISCLOSURE

Executive directors' remuneration*

US$ thousand	Basic remuneration	Allowance	Retirement and risk benefits	Retention[3] payment	Total remuneration	Incentives[1]	PGLIP[4]	Total single-figure remuneration
FY25								
Cobus Loots	446	10	–	–	456	409	1,391	2,256
Deon Louw[5]	101	79	–	77	257	270	1,090	1,617
Marileen Kok[6]	187	–	20	–	207	–	–	207
Total	734	89	20	77	920	679	2,481	4,080

US$ thousand	Basic remuneration	Allowance	Retirement and risk benefits	Retention[3] payment	Total remuneration	Incentives[2]	PGLIP[4]	Total single-figure remuneration
FY24								
Cobus Loots	412	10	–	–	422	260	548	1,229
Deon Louw[5]	374	–	–	–	374	168	449	991
Total	786	10	–	–	796	427	997	2,220

[1] These incentives, paid in FY25, relate to FY24's annual STI achievement, consistent with the approved qualifying criteria.
[2] These incentives, paid in FY24, relate to FY23's annual STI achievement, consistent with the approved qualifying criteria.
[3] Retention payments made in accordance with the employees' employment contracts. Refer to the details on ***page 189.***
[4] LTI payments are made per the PGLIP's rules. PGLIP D shares payment – FY24; PGLIP E shares and PGLIP H shares payment – FY25.
[5] Deon Louw retired effective 30 September 2024.
[6] Marileen Kok was appointed to the board as financial director on 1 October 2024.
** Prescribed officers' remuneration is disclosed in* ***note 37*** *to the annual financial statements.*

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3b) EXECUTIVE DIRECTORS' LTI DISCLOSURE

Refer to the description of the PGLIP scheme on **page 163**.

Dividend payment occurs if qualification criteria are fulfilled and dividends are declared.

Shares purchased

Executive directors	Effective date	Opening balance	Issued	Number of shares exercised and repurchased	Forfeited	Closing balance
FY25						
Cobus Loots						
PGLIP[1]						
– PAR Gold E shares[2]	1 July 2021	2,337,972	–	(2,337,972)	–	–
– PAR Gold F shares[3]	1 July 2022	2,190,419	–	–	–	2,190,419
– PAR Gold G shares	1 July 2023	2,711,080	–	–	–	2,711,080
– PAR Gold H shares[3]	1 July 2023	2,845,841	–	–	–	2,845,841
– PAR Gold I shares	1 July 2024	–	1,858,236	–	–	1,858,236
Deon Louw						
PGLIP[1]						
– PAR Gold E shares[2]	1 July 2021	1,916,851	–	(1,916,851)	–	–
– PAR Gold F shares[3]	1 July 2022	1,795,876	–	–	–	1,795,876
– PAR Gold G shares	1 July 2023	2,222,754	–	–	–	2,222,754
– PAR Gold H shares[3]	1 July 2023	2,138,805	–	–	–	2,138,805
Marileen Kok						
PGLIP[1]						
– PAR Gold E shares[2]	1 July 2021	427,526	–	(427,526)	–	–
– PAR Gold F shares[3]	1 July 2022	413,637	–	–	–	413,637
– PAR Gold G shares	1 July 2023	787,627	–	–	–	787,627
– PAR Gold H shares[3]	1 July 2023	981,799	–	–	–	981,799
– PAR Gold I shares	1 July 2024	–	1,034,483	–	–	1,034,483
FY24						
Cobus Loots						
PGLIP[1]						
– PAR Gold D shares	1 July 2020	2,848,556	–	(2,848,556)	–	–
– PAR Gold E shares	1 July 2021	2,337,972	–	–	–	2,337,972
– PAR Gold F shares	1 July 2022	2,190,419	–	–	–	2,190,419
– PAR Gold G shares	1 July 2023	–	2,711,080	–	–	2,711,080
– PAR Gold H shares	1 July 2023	–	2,845,841	–	–	2,845,841
Deon Louw						
PGLIP[1]						
– PAR Gold D shares	1 July 2020	2,335,468	–	(2,848,556)	–	–
– PAR Gold E shares	1 July 2021	1,916,851	–	–	–	1,916,851
– PAR Gold F shares	1 July 2022	1,795,876	–	–	–	1,795,876
– PAR Gold G shares	1 July 2023	–	2,222,754	–	–	2,222,754
– PAR Gold H shares	1 July 2023	–	2,138,805	–	–	2,138,805

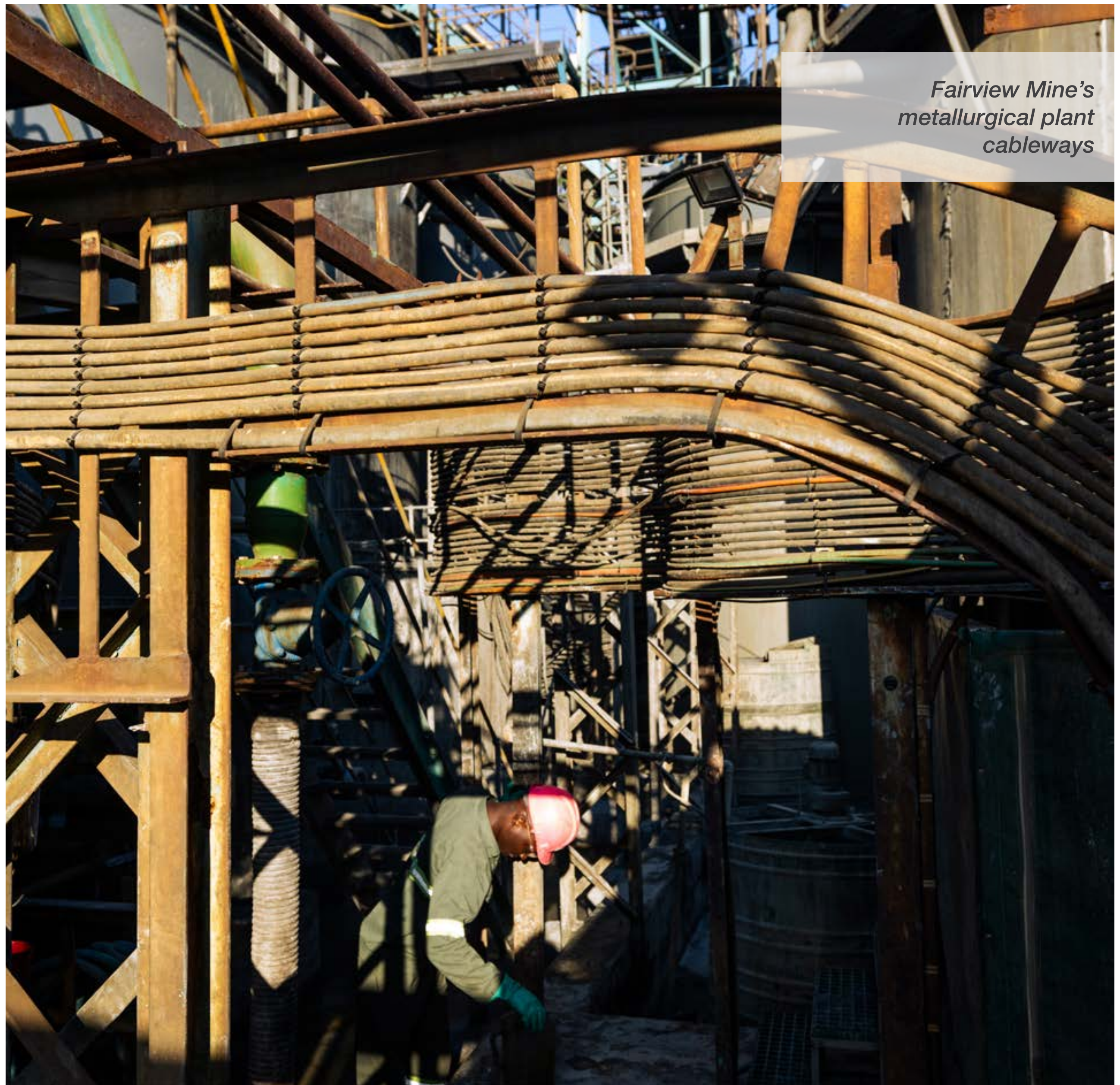
[1] *These are issued under the PGLIP and are entitled to a dividend, subject to measurement criteria. These shares receive dividends only if the specified measurement criteria are fulfilled at the end of a three-year measurement period.*

[2] *These shares were repurchased for a nominal value during FY25, after receiving a report from an independent expert as required by the relevant legislation.*

[3] *These shares will be repurchased for a nominal value during FY26, subject to a report from an independent expert as required by the relevant legislation.*

3c) KEY CONTRACTUAL ARRANGEMENTS FOR EXECUTIVE DIRECTORS

	Chief executive officer	Financial director
Contract duration	Employed on a permanent basis from 1 July 2022	Employed as financial director from 1 October 2024
Retention payment	• 120% x 50% of TGP payable at inception, 120% x 50% of TGP payable at the end of three years (paid in July 2025) • The employee is not allowed to resign within the first 12 months from the inception of his employment contract. No further retention payments after initial requirements fulfilled	Not applicable
STI	A maximum of 110% of annual TGP	A maximum of 80% of annual TGP
LTI – PGLIP	Acquires PAR Gold shares	Acquires PAR Gold shares
Minimum shareholding in Pan African	• Remco reviewed the employee shareholding during the current reporting period and concluded that the employee maintained an adequate shareholding at 30 June 2025, comprising: – 5,597,154 indirect beneficial ordinary shares – 1,448,700 direct beneficial ordinary shares – 314,280 contracts for differences – PGLIP allocations	• Remco reviewed the employee shareholding during the current reporting period and concluded that the employee maintained an adequate shareholding at 30 June 2025, comprising: – 25,000 direct beneficial ordinary shares – PGLIP allocations



Fairview Mine's metallurgical plant cableways

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As a custodian for future generations, Pan African recognises the importance of protecting the environment and securing its social licence to operate. This will enable the Group to deliver on its long-term sustainable value creation and preservation strategy.

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STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE FINANCIAL STATEMENTS

The directors are responsible for preparing the 2025 integrated annual report and the financial statements in accordance with applicable laws and regulations.

Company law requires the directors to prepare financial statements for each reporting period. Under that law, the directors have prepared the Group and Company financial statements in accordance with UK-adopted International Accounting Standards. In preparing the Group and Company financial statements, the directors have also complied with IFRS® Accounting Standards as issued by the International Accounting Standards Board (IASB) (IFRS Accounting Standards).

Under company law, directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Group and Company and of the profit or loss of the Group and the Company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently
- state whether applicable UK-adopted International Accounting Standards and IFRS Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements
- make judgements and accounting estimates that are reasonable and prudent
- prepare the financial statements on a going concern basis unless it is inappropriate to presume that the Group and Company will continue in business.

The directors are responsible for safeguarding the assets of the Group and Company and hence are taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors are also responsible for keeping adequate accounting records that are sufficient to show and explain the Group's and Company's transactions, disclose with reasonable accuracy, at any time, the financial position of the Group and Company and enable them to ensure that the financial statements comply with the UK Companies Act 2006.

The directors are responsible for the maintenance and integrity of the Company's website. Legislation in the UK governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

DIRECTORS' CONFIRMATIONS

In the case of each director in office at the date the directors' report is approved:

- so far as the director is aware, there is no relevant audit information of which the Group's and Company's auditors are unaware
- they have taken all the steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the Group's and Company's auditors are aware of that information.

Keith Spencer
Chairman

Cobus Loots
Chief executive officer

Marileen Kok
Financial director

10 September 2025

CHIEF EXECUTIVE OFFICER'S AND FINANCIAL DIRECTOR'S RESPONSIBILITY STATEMENT

Each of the directors, whose names are stated below, hereby confirm to the best of their knowledge that:

- the Company is in compliance with the provisions of the Companies Act 2006, specifically relating to its incorporation and is operating in conformity with its articles of association and relevant constitutional documents
- the financial statements, set out on **pages 192** to **285**, prepared in accordance with applicable UK-adopted International Accounting Standards and IFRS Accounting Standards, give a true and fair view of the assets, liabilities, financial position, profit or loss and cash flows of the Group and the Company
- to the best of our knowledge and belief, no facts have been omitted or untrue statements made that would make the financial statements false or misleading
- internal financial controls have been put in place to ensure that material information relating to the issuer and its subsidiaries has been provided to effectively prepare the financial statements of the Group
- the internal controls are adequate and effective and can be relied upon in compiling the financial statements, having fulfilled our role and function as executive directors with primary responsibility for implementation and execution of controls
- where we are not satisfied, we have disclosed to the audit and risk committee and the auditors any deficiencies in design and operational effectiveness of the internal financial controls and have remediated the deficiencies
- we are not aware of any fraud involving directors.

Cobus Loots
Chief executive officer

Marileen Kok
Financial director

10 September 2025

CERTIFICATE OF THE COMPANY SECRETARY

The company secretary of Pan African Resources PLC (Pan African) certifies that in terms of the Companies Act 2006, the Company has lodged with the Registrar of Companies for England and Wales all such returns and notices as are required by a public company in terms of the Companies Act 2006, except for the interim accounts prepared as of 31 July 2024 to support the December 2024 dividend and July 2025 share buy-back and that all such returns are true, correct and up to date.

St James's Corporate Services Limited
Company secretary

10 September 2025

DIRECTORS' REPORT

The directors present the integrated annual report and the audited financial statements for the reporting period ended 30 June 2025.

PRINCIPAL ACTIVITIES

Pan African is incorporated in the UK and registered in England and Wales under the Companies Act 2006. Pan African is a public company limited by shares with the registration number 3937466. The Company has a dual primary listing on the Main Board of the JSE Limited (JSE) and the London Stock Exchange (LSE) AIM Market (AIM). The Company also has a sponsored Level 1 American Depository Receipt (ADR) programme in the United States of America (USA) through the Bank of New York Mellon and a secondary listing on the A2X Market exchange. In addition, Pan African Resources Funding Company Limited (Funding Company) issued listed notes on the JSE Debt Board in FY23 and FY25 (refer to **page 246**).

The nature of the Group's operations and its principal activities relate to gold mining and exploration activities. The Group owns and operates a portfolio of high-quality, low-cost operations and projects located in South Africa, Australia (acquired in the current reporting period) and an exploration project in Sudan.

A full review of the activities of the business and of its prospects is contained in the chairman's statement (**page 18**) and chief executive officer's review (**page 74**) that accompany these annual financial statements, with financial and non-financial key performance indicators (KPIs) provided on **pages 72** and **73**.

FINANCIAL RESULTS

The results for the 2025 reporting period are presented in the Group statement of profit or loss and other comprehensive income on **page 207**. The key features of these results are included in the financial director's review on **page 88**. Pan African has elected earnings per share and headline earnings per share as its key performance metrics for trading purposes.

OPERATIONAL REVIEW

The operations are reviewed in detail in the operational performance review on **page 100**.

DIVIDENDS

At the annual general meeting (AGM) of the shareholders held on 21 November 2024, a final dividend of ZA 22.00000 cents per share equating to 0.95944 pence per share (US 1.21547 cents per share) was approved.

The dividends were paid otherwise than in accordance with the Companies Act 2006. Refer to **note 15**.

RISK MANAGEMENT

A separate risk committee is not considered necessary, as this role is fulfilled by the board, its subcommittees and executive management. The identification and management of critical risks is a strategic focus area for executive management, reviewed monthly and, together with action plans, reported regularly to the board. The Group's risk management and key business risks are documented within our risks and opportunities section on **page 34** and disclosed in **note 36** to the financial statements.

INTERNAL CONTROL

The board is responsible for maintaining a sound system of internal controls to safeguard shareholders' investments and Group assets. The directors monitor the operation of internal controls. The objective of the system is to safeguard the Group assets, ensure proper accounting records are maintained and that the financial information used within the business and for publication is reliable. Any such system of internal control can only provide reasonable, but not absolute, assurance against material misstatement or loss. Internal financial control procedures undertaken by the board include:

- reviewing monthly financial reports and monitoring performance
- reviewing internal audit reports and follow-up action of weaknesses identified by these reports
- reviewing the competency and experience of senior management staff
- prior approval of all significant expenditure, including all major investment decisions
- reviewing and debating Group policies.

The board has reviewed the operation and effectiveness of the Group's system of internal controls for the 2025 reporting period and the period up to the date of approval of the financial statements, and is satisfied that there has been no material breakdown in the Group's system of internal controls for the review period.

ACQUISITIONS AND DISPOSALS

Acquisition of Tennant Consolidated Mining Group (Tennant company)

The Company acquired an initial 8% investment in Tennant company on 4 April 2024 for a consideration of US$3.280 million. Tennant company is a gold and copper-focused resource company with an exploration portfolio of tenements located in the Northern Territory of Australia. On 5 November 2024, the Company, through its acquired wholly owned subsidiaries (refer to **note 39** to the financial statements) acquired the remaining 92% investment in Tennant company for a fixed consideration of US$38.5 million, resulting in a total equity shareholding of 100% in Tennant company.

The acquisition of Tennant company represents an opportunity for Pan African to further expand and diversify the Group's near-term, low-cost and low-risk production base and presents the next phase in the growth trajectory of the Group, in a Tier 1 mining jurisdiction (Australia's Northern Territory). The investment is complementary to the Group's current portfolio of high-margin, long-life surface remining operations. Tennant Mines was commissioned in April of the current reporting period with an initial eight-year life-of-mine (LoM). The acquisition represents access to an attractive asset portfolio in one of Australia's known highest-grade mineral fields.

Acquisition of Yungatha Asset Holdings

Yungatha operates as a motel in the Tennant Creek region to support the workforce requirements of local mining companies and other contractors and workers, including Tennant company employees. This strategic investment provides additional economies of scale to the Group as Tennant company currently occupies the majority of the motel's capacity.

On 10 December 2024, Tennant company acquired 100% of the issued share capital of Yungatha for a fixed consideration of US$1.954 million (A$3.0 million) (refer to **note 39** to the financial statements).

There were no disposals during the current or previous reporting period.

GOING CONCERN

The Group closely monitors and manages its liquidity risk by means of a centralised treasury function. Cash forecasts are regularly produced and sensitivities run for different scenarios including, but not limited to, changes in commodity prices and different production profiles from the Group's producing assets. The Group had US$50.2 million (FY24: US$68.7 million) of available debt facilities and US$49.5 million (FY24: US$26.3 million) of cash and cash equivalents at 30 June 2025. The Group has considered the going concern forecast through to 30 June 2027, using a semi-static gold price in the base case scenario. The base case scenario assumes an initial gold price of ZAR1,750,000/kg (US$2,996/oz) increasing by 5% to ZAR1,873,500/kg (US$3,145/oz) for the next reporting period. For the downside scenario, a gold price of ZAR1,400,000/kg (US$2,397/oz) was applied, together with a 10% reduction in production. The Group's forecasts based on the board-approved budgets (with production in line with production guidance announced) demonstrate it will have sufficient liquidity headroom to meet its obligations, under both scenarios.

During the current reporting period, financial covenants relating to the Australian operations' debt facilities were breached. As a result, the loan is classified as a current liability in the statement of financial position (refer to **notes 28.5** and **28.6**). Subsequent to the end of the reporting period, the Group has engaged with its lenders to obtain a waiver. The board considers that, based on the current discussions and the Group's current financial forecasts, the breach does not affect the Group's ability to continue as a going concern. The Group will comply with the financial covenants for the 24 months from the date of approval of the financial statements.

Notwithstanding the breach, the board has a reasonable expectation that the Group has adequate resources to continue in operational existence for the foreseeable future. Accordingly, the Group continues to adopt the going concern basis of accounting in preparation of the 30 June 2025 financial statements.

DIRECTORS

Marileen Kok was appointed as the financial director effective 1 October 2024 following the retirement of Deon Louw on 30 September 2024.

The directors for the current reporting period are:

- Mr KC Spencer — *Independent non-executive chairman*
- Mr JAJ Loots — *Chief executive officer*
- Mr GP Louw — *Financial director (resigned effective 30 September 2024)*
- Mrs M Kok — *Financial director (appointed effective 1 October 2024)*
- Mrs D Earp — *Independent non-executive director*
- Mr TF Mosololi — *Independent non-executive director*
- Mrs YN Themba — *Independent non-executive director*
- Mr CDS Needham — *Independent non-executive director*

The Company has directors' and public officers' liability insurance in place that provides insurance cover in the event of a claim or legal action. The insurance cover was in place throughout the reporting period and remains in place.

DIRECTORS' REMUNERATION AND SHAREHOLDING

Details of the directors' remuneration and shareholding are set out in **note 37** to the financial statements.

DIRECTORS' INTERESTS IN CONTRACTS

No material contracts in which directors have an interest were entered into during the reporting period.

COMPANY SECRETARY

St James's Corporate Services Limited is the company secretary. The business and postal addresses are set out on the **back page**.

LITIGATION AND CLAIMS

Evander Mines and MPC

Evander Mines terminated the contract mining agreement (CMA) with its 8 Shaft contractor during the previous reporting period due to disputes over specific clauses in the CMA. Evander Mines referred this matter to arbitration and the proceedings are still ongoing. The likelihood of any outflow of economic benefits is remote.

Department of Forestry, Fisheries and the Environment – alleged offences in the Barberton Nature Reserve

On 22 May 2025, the South African state served a summons on Barberton Mines and its environmental health and safety manager for alleged contraventions of the National Environmental Management: Protected Areas Act and related regulations. The charges relate to (i) conducting commercial prospecting in a nature reserve and (ii) the unauthorised widening and upgrading of a road within a nature reserve. Barberton Mines denies the merits of the charges and is preparing representations to the state, to be submitted on 18 September 2025. The likelihood of any outflow of economic benefits is remote.

Sheba Mine water use licence

Sheba Mine has applied for the respective National Water Act, section 21 water use licence to the Department of Water and Sanitation (DWS). The respective water use licence application has not yet been approved by the DWS for Sheba Mine. The water use licence conditions are not yet known, and the subsequent potential water resource impact liability as part of the mine rehabilitation and closure process (to which DWS is an important participant and decision-maker) is uncertain. Sheba Mine continues to operate legally and responsibly.

Barberton Mines land claim

Barberton Mines is aware of a land claim, lodged by individuals purporting to be part of communities surrounding Barberton's Sheba Mine, pertaining to two portions of land, one over which Barberton holds a converted mining right. The merits of the claim remain unproven, and it appears opportunistic. The Group's legal counsel has advised that, irrespective of the merits of the claim there will be no impact whatsoever on the Company's ability to exercise its mining right and continue operations.

EVENTS AFTER THE REPORTING PERIOD

As announced on the Stock Exchange News Service (SENS) on 30 June 2025, the Company entered into a share buy-back programme to purchase up to ZAR200 million (approximately US$11.27 million or GBP8.2 million) of ordinary shares of GBP0.01 each in the Company. Subsequent to the reporting date, the Company has bought back 2,003,735 shares.

There were no other events that could have a material impact on the financial results of the Group after 30 June 2025 up to the date on which the Group financial statements for the reporting period ended 30 June 2025 were authorised for issue.

INDEPENDENT AUDITORS

PricewaterhouseCoopers LLP's (PwC) appointment as external auditors was approved by shareholders at the Company's AGM on 21 November 2024. Kevin McGhee was the designated audit partner for the reporting period ended 30 June 2025.

APPROVAL OF THE ANNUAL FINANCIAL STATEMENTS

The board of directors hereby approves the integrated annual report, strategic report, directors' report and associated annual financial statements.

On behalf of the board

Cobus Loots
Chief executive officer

10 September 2025

AUDIT AND RISK COMMITTEE REPORT

INTRODUCTION

The principal purpose of the audit and risk committee is to assist the board in fulfilling its corporate governance and oversight responsibilities to ensure the integrity of the Group's financial and corporate reporting while ensuring adequate systems of internal control and risk management are in place and are operating effectively. The functions of a risk committee at a Group level also fall within the ambit of the audit and risk committee.

The committee has both reporting responsibilities to the shareholders and the board and is accountable to them. It operates in line with a documented charter and complies with all relevant legislation, regulation and governance codes and executes its duties in terms of the requirements of the governance codes in South Africa, and through adopting the King IV Report on Corporate Governance for South Africa, 2016™ (King IV™) as its code of corporate governance.

The performance of the audit and risk committee is evaluated against its charter on an annual basis and a self-evaluation of the committee's effectiveness is performed by the members and reviewed by the board.

The directors were appointed to the committee at the AGM on 21 November 2024. In terms of King IV™, all three members of the audit and risk committee are independent non-executive directors.

At 30 June 2025, the audit and risk committee comprised three independent non-executive directors.

The independent non-executive directors of the audit and risk committee at the date of approval of this report were:

- Dawn Earp (chairperson of the audit and risk committee)
- Thabo Mosololi
- Charles Needham.

Thabo Mosololi has served on the board for more than nine years. An assessment of his independence was conducted, and the board has satisfied itself that he displays independence of thought, mindset and judgement as outlined on **page 13** of the corporate governance report.

Details on the number of meetings held and attendance by members are included on **page 152**.

All the members of the audit and risk committee are considered by the board to have an independent and objective mindset. The board believes that the audit and risk committee members collectively have the necessary skills to carry out their duties effectively and with due care. In cases where circumstances and issues arise, which are deemed outside of the scope of expertise of the audit and risk committee members, independent services and advice from professional bodies and service providers are sourced.

AUDIT AND RISK COMMITTEE RESPONSIBILITIES AND DUTIES

The audit and risk committee fulfils its responsibilities and duties as set out in its charter. The functions of the audit and risk committee include:

- reviewing the interim and annual financial statements, challenging the consistency and appropriateness of accounting principles, policies and practices that have been applied in the preparation, measurement and disclosures in the financial reports, culminating in a recommendation to the board for approval
- reviewing the integrity of the integrated annual report by ensuring its content is reliable and includes all relevant operational, financial and other non-financial information, risks and other relevant factors culminating in a recommendation to the board for approval
- reviewing the sustainable development, climate change, Taskforce on Nature-related Financial Disclosures and Mineral Resources and Mineral Reserves reports for consistency with information in the integrated annual report
- considering significant judgements and estimates applied in the preparation of the interim results and annual financial statements
- oversight of whistle-blowing procedures
- monitoring the integrity of formal announcements relating to the Group's financial performance and reviewing significant financial and other reporting judgements
- reviewing the external audit reports
- reviewing the effectiveness of the external audit function
- assessing the external auditors' independence, specifying guidelines for, and authorising if applicable, the award of non-audit services to the external auditors
- approving the audit fees in respect of the annual external audit
- making recommendations to the board on the appointment, reappointment or change of the Group's external auditors. Such changes are subject to shareholder approval at the Company's AGM
- reviewing the effectiveness of the internal audit function
- reviewing the internal audit management reports with, when relevant, recommendations being made to the board
- approving the internal audit plan
- ensuring that a coordinated approach to all assurance activities is in place
- monitoring the Group's compliance with legal and regulatory requirements including listings requirements
- ensuring that effective procedures are in place relating to the Group's whistle-blowing and anti-corruption policies
- evaluating the appropriateness and effectiveness of risk management, internal controls and governance processes including information technology governance
- reviewing the chief executive officer's and financial director's responsibility statement in terms of paragraph 3.84(K) of the JSE Listings Requirements
- dealing with concerns relating to accounting and tax practices, significant accounting transactions including impairments, internal audit, the audit or content of financial statements and internal financial controls, including assessing the adequacy of the remedial actions proposed in light of the restatement of the prior reporting period financial statements
- evaluating the performance of the financial director and the finance department
- reviewing the adequacy of the Group's risk management process, policies, mitigating controls and risk register
- reviewing the adequacy of the Group's insurance cover
- reviewing the governance of information and technology and the effectiveness of the Group's information systems
- reviewing the Group's going concern status to determine the appropriateness of the Group's financial statements being presented on a going concern basis, together with the solvency and liquidity assessment as part of the dividend recommendation to the board.

EXTERNAL AUDITORS

The committee is responsible for recommending the appointment or reappointment of a firm of external auditors to the board that, in turn, will recommend the appointment to shareholders. The committee is responsible for determining that the designated appointee firm and signing registered auditor have the necessary independence, experience, qualifications and skills and that the audit fee is adequate.

Kevin McGhee was the designated audit partner for the 2025 reporting period. This is his second year in this role.

PwC's appointment as external auditors for the 2025 reporting period was approved by the shareholders at the Company's previous AGM held on 21 November 2024.

The committee satisfied itself that the external auditors are independent as defined by the Companies Act 2006 and the standards stipulated by the auditing profession. The committee received the quality information from the firm regarding the individual auditor, their quality process, their JSE accreditation and the regulator's inspection letters. The audit and risk committee held meetings with the external auditors, without the presence of management, and the chairperson of the audit and risk committee independently met with the external auditors as required during the reporting period.

The audit and risk committee, in consultation with executive management, agreed to the terms of engagement. The audit fee for the external audit has been considered and approved for the 2025 reporting period, taking into consideration such factors as the timing of the audit, the extent of the work required and the scope.

The committee monitors the external auditors' performance and the effectiveness of the audit process as provided in the terms of engagement and in respect of audit scope and approach. The committee reviewed and approved the annual audit plan at its meeting in June 2025 including the proposed scope, materiality levels and significant risk areas.

It was established that the approach was appropriate to be responsive to regulatory changes and organisational risks and other applicable requirements.

Through the review of external audit reports, and interactions with the external audit team, the audit and risk committee is satisfied with the quality of the external audit performed for the reporting period.

EXTERNAL AUDITORS' INDEPENDENCE

The committee has a policy on the nature and extent of non-audit services which is reviewed regularly. The policy allows for limited other services as well as the provision of reporting accountant services in relation to capital market transactions.

The external auditors' independence is impacted by non-audit services that are provided to the client.

Pan African has put measures in place in order to prevent the impairment of the external auditors' independence, namely:

- Disallowance of certain services that may cause impairment of their independence such as providing internal audit services
- All non-audit services provided by the external auditors are preapproved by the executive committee (Exco) and the audit and risk committee
- Appropriate disclosure of all non-audit services provided by the external auditors.

The approval of non-audit services by the external auditors only occurs when there is certainty that these services will not cause any impairment to the independence of the external auditors.

Audit fees amounting to US$934 thousand (FY24: US$591 thousand) were incurred for the current reporting period. Non-audit fees for sustainability assurances rendered amounted to US$76 thousand (FY24: US$129 thousand). The non-audit fee related to the current and previous reporting period. Refer to **note 10** to the financial statements for the disclosure of the audit and non-audit fees.

FINANCIAL REPORTING

The principal role of the audit and risk committee in relation to financial reporting is reviewing, with senior management and the external auditors, the integrated annual report, financial results announcements and other publications to ensure statutory and regulatory compliance.

The committee has evaluated the consolidated and separate financial statements for the reporting period ended 30 June 2025 and, based on the information provided to the committee, considers that the consolidated and separate financial statements comply, in all material respects, with the requirements of the Companies Act 2006, UK-adopted International Accounting Standards and IFRS Accounting Standards. The consolidated and separate financial statements were subsequently recommended to the board for approval. The audit and risk committee makes its recommendation based on a comprehensive review conducted by the executive directors and other senior management.

Furthermore, the committee is satisfied with the extent of the Group's compliance with the King IV™ principles. Ongoing compliance is continuously assessed and improved on.

The committee reviewed the annual financial statements and the non-financial information in the integrated annual report and web-based information and concluded that the key risks have been appropriately reported on.

The Company has established appropriate financial reporting procedures and the committee confirms that such procedures are operating sufficiently.

No instances of fraud involving the directors occurred during the current reporting period.

SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES

Significant judgements, assumptions and estimates made by management are detailed in the notes to the consolidated and separate financial statements. Position papers were presented to the audit and risk committee by management during the course of the reporting period detailing management's critical and other significant accounting judgements and estimates. These were reviewed by the audit and risk committee and included, but were not limited to, the following areas:

Critical accounting judgements, assumptions and estimates	Audit and risk committee response
Acquisition of Tennant company	The committee reviewed the key assumptions and accounting treatment related to the acquisition of Tennant company. The committee considered the independent external purchase price allocation, including the identification and valuation of assets acquired and liabilities assumed. Particular focus was placed on the reasonableness of key estimates and judgements applied in determining the fair value of identifiable assets acquired and liabilities assumed. The committee also reviewed the resultant gain on bargain purchase for reasonableness in the context of the purchase price and Tennant company's net assets, measured at fair value. The committee reviewed the presentation and disclosures, provided throughout the financial statements, ensuring they were consistent with the requirements of IFRS 3.
Impairment assessment of goodwill and cash-generating units (CGUs) In accordance with IAS 36: *Impairment of Assets*, goodwill is tested for impairment annually or earlier where an indicator of impairment becomes apparent. The values of mining operations are sensitive to a range of attributes unique to each asset. Management is required to apply judgement in the key underlying assumptions and estimation of: • Mineral Resources and Mineral Reserves • Commodity prices • Foreign exchange rates • Discount rates • Operating costs, capital expenditure and other operating factors.	The committee monitors the impairment review process, including the identification of impairment indicators. The committee has reviewed the judgements and inputs used in the valuation of the recoverable amount, together with the identification of CGUs. Goodwill relating to Barberton Mines' underground operations is assessed at each reporting date for impairment in accordance with IAS 36, and the committee is satisfied that the CGUs' recoverable amount exceeded its carrying amount. Given the ongoing political unrest prevailing in Sudan, the committee concluded that it was appropriate to impair the Sudan CGU.
Other significant accounting judgements, assumptions and estimates	**Audit and risk committee response**
Going concern basis of accounting	The committee has reviewed the forecast net debt levels, headroom on existing facilities and compliance with debt covenants. The going concern analysis covered the period 1 July 2025 to 30 June 2027, and considered a range of downside sensitivities, including the impact of lower commodity prices and reduced production levels. The committee concluded that it was appropriate to adopt the going concern basis for the preparation of the financial statements.
Deferred tax	The committee has reviewed management's judgement applied in the determination of the future expected deferred tax rate for the Group's gold mining entities based on the approved budgets for the Group. The committee considered the key assumptions applied, including those applied in respect of impairment of goodwill, to be reasonable in the determination of the future expected deferred tax rate.
Rehabilitation and decommissioning obligation	The committee reviewed the estimate for the environmental and decommissioning obligation, which was based on the work of external consultants and internal experts. The committee considered the disclosure of the rehabilitation and decommissioning obligation in the financial statements and the changes in assumptions and other drivers of the movement in the obligation and concluded that the recognised obligation was appropriate.

INTERNAL AUDITOR

The committee performs an oversight role of the internal audit function, which is outsourced to a third party, by approval of the internal audit plan and review of the internal auditor's findings on a regular basis. The committee has satisfied itself that the internal audit function is independent and has the necessary resources, standing and authority to discharge its duties. The head of internal audit has direct access to the chairperson of the audit and risk committee, and the internal auditor is invited to attend each audit and risk committee meeting.

The committee reviewed the proposed 2025 internal audit plan and assessed whether the plan addressed the key areas of risk for the Group. The committee approved the plan having discussed the scope of work in relationship to the Group's risks.

The committee assesses the work of internal audit on a regular basis through receipt of reports on the progress of the internal audit plan. The committee met with the head of internal audit on two occasions, which enabled further evaluation of the work performed.

COMMITTEE REMUNERATION

Audit and risk committee members are remunerated in the same way as members of other board subcommittees. The fees are reviewed annually by the remuneration committee (Remco). The remuneration report, which includes the remuneration policy and the implementation report, is tabled for endorsement by the shareholders at the AGM. No retirement fund contributions are made by the Group to or on behalf of non-executive directors.

Refer to **page 167** for disclosure of remuneration to audit and risk committee members.

SUBSIDIARY COMPANIES

The functions of the audit and risk committee are also performed for each subsidiary company of the Pan African Group.

FINANCIAL DIRECTOR

Marileen Kok was appointed as the financial director effective 1 October 2024 following the retirement of Deon Louw on 30 September 2024. The committee assessed and is satisfied that Marileen Kok has the appropriate skills, expertise and experience for the role of financial director, as required by the JSE Listings Requirements and AIM Rules.

The committee considered the functioning of the Company's finance department and believes that it functions effectively, with the required controls and systems in place.

RISK MANAGEMENT

Risk management is the responsibility of the board and is integral to the achievement of the Group's objectives.

Refer to our primary risks and opportunities section on **page 34** where the risk management approach and process are discussed further.

The board, through the audit and risk committee, fulfils its responsibility in reviewing the effectiveness of the Group's risk management approach and internal controls through the review of reports submitted over the course of the reporting period covering the risk management process and control environment, specifically in-depth reviews of the Group's risk registers and review of internal audit reports.

The committee is satisfied that there was no material breakdown in the internal accounting controls during the reporting period under review.

I would like to extend my appreciation to my fellow committee members, management and the external and internal auditors for their work and support throughout the reporting period.

On behalf of the audit and risk committee

Dawn Earp
Chairperson of the audit and risk committee

10 September 2025

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF PAN AFRICAN RESOURCES PLC

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

OPINION

In our opinion, Pan African Resources PLC's group financial statements and company financial statements (the "financial statements"):

- give a true and fair view of the state of the group's and of the company's affairs as at 30 June 2025 and of the group's and company's profit and the group's and company's cash flows for the year then ended;
- have been properly prepared in accordance with UK-adopted international accounting standards; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the 2025 Integrated Annual Report (the "Annual Report"), which comprise: the group and the company statements of financial position as at 30 June 2025; the group and the company statements of profit or loss and other comprehensive income, the group and the company statements of cash flows, and the group and the company statements of changes in equity for the year then ended; and the notes to the financial statements, comprising material accounting policy information and other explanatory information.

SEPARATE OPINION IN RELATION TO IFRSs AS ISSUED BY THE IASB

As explained in **note 2** to the financial statements, the group and company, in addition to applying UK-adopted international accounting standards, have also applied international financial reporting standards (IFRSs) as issued by the International Accounting Standards Board (IASB).

In our opinion, the group and company financial statements have been properly prepared in accordance with IFRSs as issued by the IASB.

BASIS FOR OPINION

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the group in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, as applicable to other listed entities of public interest, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

To the best of our knowledge and belief, we declare that non-audit services prohibited by the FRC's Ethical Standard were not provided.

Other than those disclosed in **note 10** to the financial statements, we have provided no non-audit services to the company or its controlled undertakings in the period under audit.

OUR AUDIT APPROACH

Overview

Audit scope

- Our group audit included full scope audits at six components, an audit of specific account balances at a further four other components and analytical procedures at two components.
- Taken together, the components at which audit work was performed accounted for 100% of group revenue, 92% of the group's absolute profit before tax and 96% of group total assets.

Key audit matters

- Acquisition of Tennant Consolidated Mining Group (group)
- Carrying value of investments in subsidiaries and receivables from group companies (company)

Materiality

- Overall group materiality: US$6.1 million (FY24: US$5.0 million) based on approximately 5% of average profit before tax, adjusted for certain one-off items, for the past 3 years.
- Overall company materiality: US$2.1 million (FY24: US$1.5 million) based on approximately 1% of total assets.
- Performance materiality: US$4.6 million (FY24: US$3.8 million) (group) and US$1.6 million (FY24: US$1.1 million) (company).

The scope of our audit

As part of designing our audit, we determined materiality and assessed the risks of material misstatement in the financial statements.

Key audit matters

Key audit matters are those matters that, in the auditors' professional judgement, were of most significance in the audit of the financial statements of the current period and include the most significant assessed risks of material misstatement (whether or not due to fraud) identified by the auditors, including those which had the greatest effect on: the overall audit strategy; the allocation of resources in the audit; and directing the efforts of the engagement team. These matters, and any comments we make on the results of our procedures thereon, were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

This is not a complete list of all risks identified by our audit.

Acquisition of Tennant Consolidated Mining Group (group) is a new key audit matter this year. Goodwill impairment assessment and impairment indicator assessment of property, plant and equipment (group), which was a key audit matter last year, is no longer included because of the high gold price environment and the favourable longer-term outlook. Otherwise, the key audit matters below are consistent with last year.

Key audit matter	How our audit addressed the key audit matter
Acquisition of Tennant Consolidated Mining Group (group) The group acquired the remaining 92% of Tennant Consolidated Mining Group that it did not already own on 5 November 2024 for a consideration of $38.5 million comprising equity shares of Pan African Resources PLC. The transaction is considered to be a business combination in accordance with IFRS 3 *'Business combinations'* and has been accounted for using the acquisition method. Accounting for business combinations is complex and involves significant judgements and estimates, including in the determination of the fair value of assets acquired and liabilities assumed. We focused on this area due to the magnitude of the balances and the significant estimates made in the determination of the fair value of assets acquired and liabilities assumed, in particular due to the fact that that transaction resulted in a bargain purchase gain of $28.0 million. Management engaged external valuations experts to support them in determining the fair value of assets acquired and liabilities assumed in accordance with IFRS 3. Refer to **note 39.1** to the financial statements.	Our audit procedures in respect of the acquisition accounting, including the fair value of assets acquired and liabilities assumed, included the following: • reading the sale and purchase agreement to gain an understanding of the assets acquired, liabilities assumed and the overall nature of the transaction, including assessing whether the transaction was appropriately accounted for as a business combination in accordance with IFRS 3; • evaluating the competence and objectivity of management's experts who were engaged to determine the fair value of assets acquired and liabilities assumed; • testing the consideration, comprising the issuance of shares in Pan African Resources PLC; • testing the completeness and accuracy of assets acquired and liabilities assumed, which included a senior member of our internal sustainability and climate change team visiting the operations; • with the assistance of our internal valuations experts, challenging management's determination of the fair value of assets acquired and liabilities assumed, including assessing the reasonableness of key assumptions, benchmarking to external data, considering potential alternative outcomes, and testing of detailed calculations and models used; and • challenging the rationale for the bargain purchase gain to ensure that it was appropriate in light of the fair value of the assets acquired and liabilities assumed. In addition, we reviewed the disclosures in **note 39.1** to the financial statements to ensure compliance with IFRS. Based on the procedures performed, we concluded that management's accounting for, and disclosure of, the acquisition are materially appropriate.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF PAN AFRICAN RESOURCES PLC continued

Key audit matter	How our audit addressed the key audit matter
Carrying value of investments in subsidiaries and receivables from group companies (company) As at 30 June 2025, the company holds investments in subsidiaries amounting to $100.8 million, as well as receivables from group companies of $102.4 million. In assessing the carrying value of the assets, management considered whether the underlying net assets of the investments support the carrying amount, the nature of the underlying assets and whether other facts and circumstances could also be indicative of impairment. Management has also performed an assessment of the expected credit losses of the receivables from group companies, which also impacts the carrying value. Based on management's assessment, management has concluded that no impairment is required in relation to the carrying value of investments in subsidiaries and receivables from group companies, except for in relation to the group's operations in Sudan, in respect of which management recorded an impairment in investments in subsidiaries of $23 thousand and an impairment of receivables from group companies of $6.4 million due to the ongoing unrest in the country. Refer to **notes 19** and **38** to the financial statements.	In respect of investments in subsidiaries and receivables from group companies, we evaluated and challenged management's assessment of the carrying values. We independently performed an assessment of internal and external factors, including considering the market capitalisation of the group with reference to the carrying value of investments in subsidiaries and receivables from group companies. We also considered the impact of the political unrest in Sudan on the group's Sudanese exploration project. As a result of our work, we are satisfied that the carrying value of the company's investments in subsidiaries and receivables from group companies is materially appropriate as at 30 June 2025.

How we tailored the audit scope

We tailored the scope of our audit to ensure that we performed enough work to be able to give an opinion on the financial statements as a whole, taking into account the structure of the group and the company, the accounting processes and controls, and the industry in which they operate.

The group's assets and operations are primarily located within three mine sites in South Africa and one mine site in Australia. Financial reporting is undertaken at the head office in Johannesburg, South Africa.

In establishing the overall approach to the group audit, we determined the type of work that needed to be performed at each component by us, as the group audit team, or by our component audit teams operating under our instruction. In determining our audit scope, we considered our overall assessment of risk and materiality, as well as components with specific inherent risks and the overall coverage obtained over each material line item in the group financial statements.

We identified six reporting units which, in our view, required an audit of their complete financial information, either due to their size or risk characteristics. This included the three main operating subsidiaries in South Africa, the one main operating subsidiary in Australia as well as the group's funding company and the parent company. In addition, we performed an audit of specific account balances over four other components in the group and analytical procedures over two other components.

Audit work was predominantly performed by our component auditors in South Africa and we determined the level of involvement we needed to have in the audit work for each component to be able to conclude whether sufficient appropriate audit evidence had been obtained as a basis for our opinion on the group financial statements as a whole. Our oversight procedures included the issuance of formal written instructions setting out the work to be performed at each component, regular communication throughout the audit cycle including calls through video conferencing, participation in key meetings and review of component auditor work papers. In addition, members of the group audit team visited the component audit team and the head office and local operations in South Africa.

Taken together, the components at which audit work was performed accounted for 100% of group revenue, 92% of the group's absolute profit before tax and 96% of group total assets. This, together with the additional procedures performed centrally by the group audit team, including review of the annual report and financial statements, gave us the evidence we needed for our opinion on the financial statements as a whole.

The impact of climate risk on our audit

In planning our work, including identifying areas of audit risk and determining an appropriate audit response, we were mindful of the increased focus on the risk of impact of climate change on companies and their financial reporting. As part of our audit, we made enquiries of management to understand its processes to assess the extent of the potential impact of climate change on the group and its financial statements. We used our knowledge of the group to consider the completeness of the risk assessment performed by management, giving consideration to both physical and transition risks, and management's own public reporting and announcements. This included consideration of the group's renewable energy target for 2027, by which time it is targeting 15% of its energy use to be sourced from renewable sources.

Whilst the impact is uncertain, we particularly considered the impact of both physical and transition risks arising due to climate change, as well as the climate targets announced by the group on the recoverable value of the group's property, plant and equipment. There were no indications that the useful lives had been impacted by climate change, and no indicators of impairment were identified by management as disclosed in **note 15** to the financial statements, other than in relation to Sudan, which was not a result of climate change.

We also read the disclosures made in relation to climate change, in the other information within the Annual Report, and considered their consistency with the financial statements and our knowledge from our audit. This included reading the group's Non-Financial and Sustainability Information Statement.

Our procedures did not identify any material impact in the context of our audit of the financial statements as a whole, or our key audit matters for the year ended 30 June 2025.

Materiality

The scope of our audit was influenced by our application of materiality. We set certain quantitative thresholds for materiality. These, together with qualitative considerations, helped us to determine the scope of our audit and the nature, timing and extent of our audit procedures on the individual financial statement line items and disclosures and in evaluating the effect of misstatements, both individually and in aggregate on the financial statements as a whole.

Based on our professional judgement, we determined materiality for the financial statements as a whole as follows:

	Financial statements – GROUP	Financial statements – COMPANY
Overall materiality	US$6.1 million (FY24: US$5.0 million).	US$2.1 million (FY24: US$1.5 million).
How we determined it	Approximately 5% of average profit before tax, adjusted for certain one-off items, for the past 3 years	Approximately 1% of total assets
Rationale for benchmark applied	We believe that average profit before tax, adjusted for certain one-off items, for the past 3 years is appropriate as an earnings metric is the primary measure used by shareholders in assessing the performance of the group. The adoption of a multi-year average benchmark for materiality responds to longer term trends in commodity markets and reduces volatility in the measure year-on-year.	For the company, we determined our materiality based on total assets, which is considered more relevant than a performance-related measure as the company is an investment holding company for the group.

For each component in the scope of our group audit, we allocated a materiality that is less than our overall group materiality. The range of materiality allocated across components was between US$0.3 million and US$4.4 million. Certain components were audited to a local statutory audit materiality that was also less than our overall group materiality.

We use performance materiality to reduce to an appropriately low level the probability that the aggregate of uncorrected and undetected misstatements exceeds overall materiality. Specifically, we use performance materiality in determining the scope of our audit and the nature and extent of our testing of account balances, classes of transactions and disclosures, for example in determining sample sizes. Our performance materiality was 75% (FY24: 75%) of overall materiality, amounting to US$4.6 million (FY24: US$3.8 million) for the group financial statements and US$1.6 million (FY24: US$1.1 million) for the company financial statements.

In determining the performance materiality, we considered a number of factors – the history of misstatements, risk assessment and aggregation risk and the effectiveness of controls – and concluded that an amount at the upper end of our normal range was appropriate.

We agreed with those charged with governance that we would report to them misstatements identified during our audit above US$304,000 (group audit) (FY24: US$251,000) and US$103,000 (company audit) (FY24: US$73,000) as well as misstatements below those amounts that, in our view, warranted reporting for qualitative reasons.

CONCLUSIONS RELATING TO GOING CONCERN

Our evaluation of the directors' assessment of the group's and the company's ability to continue to adopt the going concern basis of accounting included:

- Obtaining the directors' assessment of going concern, including evaluation of the cash flow forecasts for the group for the going concern period, which supports their use of the going concern basis of accounting for the group and the company;
- Testing the integrity of the forecast model, including the mathematical accuracy;
- Holding discussions with management and reviewing the key assumptions in the forecast model, such as the gold price and exchange rates, which we have compared against consensus prices and rates from external sources to verify the reasonability, and forecasted production, and operational and capital expenditure, which we have agreed to the group budget;
- Consideration of the historical accuracy of management's forecasting;
- Critically evaluating management's downside sensitivities and agreeing that these represent severe but plausible downside scenarios;
- Obtaining an understanding of the group's existing debt facilities and the debt capacity of the group, and its ability to comply with debt covenants, over the going concern period; and
- Reviewing the disclosure provided in the Directors' report and **note 42** to the financial statements, and concurring that this is sufficient to inform members about the directors' going concern assessment.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF PAN AFRICAN RESOURCES PLC continued

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the group's and the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

However, because not all future events or conditions can be predicted, this conclusion is not a guarantee as to the group's and the company's ability to continue as a going concern.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

REPORTING ON OTHER INFORMATION

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

With respect to the Strategic report and Directors' report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on our work undertaken in the course of the audit, the Companies Act 2006 requires us also to report certain opinions and matters as described below.

Strategic report and Directors' report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic report and Directors' report for the year ended 30 June 2025 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the group and company and their environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic report and Directors' report.

RESPONSIBILITIES FOR THE FINANCIAL STATEMENTS AND THE AUDIT

Responsibilities of the directors for the financial statements

As explained more fully in the Statement of directors' responsibilities in respect of the financial statements, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the group's and the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the group or the company or to cease operations, or have no realistic alternative but to do so.

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud, is detailed below.

Based on our understanding of the group and industry, we identified that the principal risks of non-compliance with laws and regulations related to compliance with environmental regulations and health and safety regulations, and we considered the extent to which non-compliance might have a material effect on the financial statements. We also considered those laws and regulations that have a direct impact on the financial statements such as the UK Companies Act 2006 and applicable tax legislation in the jurisdictions in which the group operates. We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls), and determined that the principal risks were related to management bias in key accounting estimates and posting inappropriate journal entries to manipulate results.

The group engagement team shared this risk assessment with the component auditors so that they could include appropriate audit procedures in response to such risks in their work. Audit procedures performed by the group engagement team and/or component auditors included:

- Understanding and evaluating the design and implementation of controls designed to prevent and detect irregularities and fraud;
- Enquiries of management, those charged with governance and those responsible for legal and compliance matters, including internal audit, to identify actual and potential litigation and claims and any known or suspected instances of non-compliance with laws and regulations and fraud;
- Enquiry of those responsible for taxation matters to identify any instances of non-compliance with laws and regulations;
- Reviewing minutes of meetings of those charged with governance;
- Reviewing internal audit reports;
- Assessment of matters reported in the group's whistleblowing process and the results of management's investigation of such matters, where appropriate;
- Reviewing financial statement disclosures and testing to supporting documentation to assess compliance with applicable laws and regulations;
- Challenging assumptions and judgements made by management in respect of significant accounting judgements and estimates, and assessing these judgements and estimates for management bias; and
- Identifying and testing journal entries based on our risk assessment, in particular any journal entries posted with unusual account combinations.

There are inherent limitations in the audit procedures described above. We are less likely to become aware of instances of non-compliance with laws and regulations that are not closely related to events and transactions reflected in the financial statements. Also, the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.

Our audit testing might include testing complete populations of certain transactions and balances, possibly using data auditing techniques. However, it typically involves selecting a limited number of items for testing, rather than testing complete populations. We will often seek to target particular items for testing based on their size or risk characteristics. In other cases, we will use audit sampling to enable us to draw a conclusion about the population from which the sample is selected.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

OTHER REQUIRED REPORTING

COMPANIES ACT 2006 EXCEPTION REPORTING

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not obtained all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of directors' remuneration specified by law are not made; or
- the company financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.

Kevin McGhee
(Senior Statutory Auditor)

for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
London

10 September 2025

STATEMENTS OF FINANCIAL POSITION

as at 30 June

		GROUP		COMPANY	
US$ thousand	Notes	FY25	FY24	FY25	FY24
ASSETS					
Non-current assets					
Property, plant and equipment	15	824,450	567,588	–	–
Goodwill	16	17,098	16,685	–	–
Intangible assets	17	616	365	–	–
Deferred tax assets	34	2,072	631	614	394
Long-term inventory	21	25,698	12,263	–	–
Investment	18	–	3,373	–	3,373
Investments in subsidiaries	19	–	–	100,774	87,646
Receivables from Group companies	38	–	–	94,176	–
Environmental rehabilitation obligation fund	20	29,118	24,773	–	–
Total non-current assets		899,052	625,678	195,564	91,413
Current assets					
Inventory	21	38,887	16,431	–	–
Trade and other receivables	22	15,496	15,175	379	98
Current tax assets	34	1,542	2,455	365	–
Receivables from Group companies	38	–	–	8,254	51,731
Cash and cash equivalents	23	49,532	26,332	3,106	2,851
Total current assets		105,457	60,393	12,104	54,680
Total assets		1,004,509	686,071	207,668	146,093
EQUITY AND LIABILITIES					
Share capital	24	39,442	38,002	39,442	38,002
Share premium	25	10,877	235,063	10,877	235,063
Retained earnings		717,642	364,657	255,998	37,766
Reserves	26	(219,136)	(272,505)	(124,944)	(169,249)
Equity attributable to owners of the Company		548,825	365,217	181,373	141,582
Non-controlling interests		(2,157)	(1,114)	–	–
Total equity		546,668	364,103	181,373	141,582
Non-current liabilities					
Environmental rehabilitation obligation	27	23,982	19,688	–	–
Borrowings	28	103,642	123,056	–	–
Lease liabilities	30	2,607	2,158	–	–
Financial liabilities	31	936	374	–	–
Share-based payment obligations	32	10,297	6,475	163	29
Deferred tax liabilities	34	140,506	85,353	–	–
Total non-current liabilities		281,970	237,104	163	29
Current liabilities					
Trade and other payables	33	72,643	66,388	2,146	2,197
Payables to Group companies	38	–	–	22,179	–
Borrowings	28	86,335	4,729	–	–
Lease liabilities	30	1,050	791	–	–
Contract liability	8	–	7,330	–	–
Financial liabilities	31	2,370	329	–	–
Share-based payment obligations	32	11,190	4,494	107	16
Financial guarantees	29	–	–	1,700	1,471
Derivative financial liability	36	1,848	5	–	–
Current tax liabilities	34	435	798	–	798
Total current liabilities		175,871	84,864	26,132	4,482
Total equity and liabilities		1,004,509	686,071	207,668	146,093

The above statements of financial position should be read in conjunction with the accompanying notes.

The annual financial statements on **pages 192** to **285** were approved by the board of directors and authorised for issue on 10 September 2025 and were signed on its behalf by:

Cobus Loots
Chief executive officer

Marileen Kok
Financial director

STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

for the year ended 30 June

		GROUP		COMPANY	
US$ thousand	Notes	FY25	FY24	FY25	FY24
Revenue	8	540,033	373,796	30,955	21,657
Cost of production	7	(314,187)	(242,427)	–	–
Gross profit		225,846	131,369	30,955	21,657
Other income	9	6,529	4,106	555	234
Other expenses	9	(36,484)	(14,481)	(14,896)	(8,968)
Bargain purchase gains	39	28,019	–	–	–
Impairment losses on non-financial assets	15, 19	(2,954)	–	(23)	–
Impairment losses on financial assets	38	–	–	(6,216)	–
Royalty costs		(5,106)	(1,687)	–	–
Profit before finance income and finance costs		215,850	119,307	10,375	12,923
Finance income	12	1,856	1,884	140	146
Finance costs	12	(21,073)	(11,784)	–	–
Profit before tax		196,633	109,407	10,515	13,069
Income tax (expense)/credit	34	(56,028)	(30,581)	113	(1,315)
Profit for the period		140,605	78,826	10,628	11,754
Other comprehensive income					
Items that may be reclassified to profit or loss					
Foreign currency translation gain	26	12,842	11,623	3,829	4,731
Items that may not be reclassified to profit or loss					
Fair value adjustment on investment at fair value through other comprehensive income	18	2,107	–	2,107	–
Tax thereon		–	–	–	–
Other comprehensive income for the period, net of tax		14,949	11,623	5,936	4,731
Total comprehensive income for the period		155,554	90,449	16,564	16,485
Profit/(loss) attributable to:		140,605	78,826		
Owners of the Company		141,597	79,378		
Non-controlling interests		(992)	(552)		
Total comprehensive income/(loss) attributable to:		155,554	90,449		
Owners of the Company		156,597	91,036		
Non-controlling interests		(1,043)	(587)		
Basic and diluted earnings per share (US cents)	13	7.16	4.14		

The above statements of profit or loss and other comprehensive income should be read in conjunction with the accompanying notes.

STATEMENTS OF CASH FLOWS

for the year ended 30 June

		GROUP		COMPANY	
US$ thousand	**Notes**	**FY25**	**FY24**	**FY25**	**FY24**
Cash flows from operating activities					
Net cash from operating activities before dividend, tax, royalties and net finance costs	35.1	223,184	134,310	22,535	17,780
Dividend paid	14	(27,459)	(21,227)	(27,459)	(21,227)
Reciprocal dividend received		3,784	2,925	–	–
Income tax paid	35.2	(20,147)	(13,007)	(1,269)	(422)
Royalties paid	35.3	(4,887)	(2,469)	–	–
Finance costs paid		(21,439)	(11,565)	–	–
Finance income received		1,824	1,834	140	146
Net cash from/(used in) operating activities		154,860	90,801	(6,053)	(3,723)
Cash flows from investing activities					
Payments for property, plant and equipment		(157,910)	(166,241)	–	–
Proceeds from disposal of property, plant and equipment		133	141	–	–
Payments for other intangible assets	17	(710)	–	–	–
Cash acquired on acquisition of subsidiaries	39	9,689	–	–	–
Contribution to environmental rehabilitation obligation fund	20	(1,187)	–	–	–
Withdrawal from environmental rehabilitation obligation fund	20	134	–	–	–
Payment for investment	18	–	(3,280)	–	(3,280)
Advances of loans to subsidiaries		–	–	(35,793)	(24,159)
Repayment of loans to subsidiaries		–	–	41,439	31,315
Net cash (used in)/from investing activities		(149,851)	(169,380)	5,646	3,876
Cash flows from financing activities				–	–
Proceeds from borrowings	35.4	139,526	114,198	–	–
Repayment of borrowings	35.4	(117,199)	(42,854)	–	–
Fees paid on borrowings		–	(1,445)	–	–
Repayment of lease liabilities	35.4	(1,028)	(638)	–	–
Repayment of financial liabilities	31	(3,842)	(281)	–	–
Net cash from financing activities		17,457	68,980	–	–
Net increase/(decrease) in cash and cash equivalents		22,466	(9,599)	(407)	153
Cash and cash equivalents at 1 July		26,332	34,771	2,851	2,435
Effect of foreign exchange rate changes		734	1,160	662	263
Cash and cash equivalents at 30 June	23	49,532	26,332	3,106	2,851

The above statements of cash flows should be read in conjunction with the accompanying notes.

STATEMENTS OF CHANGES IN EQUITY

for the year ended 30 June

	GROUP						
US$ thousand	**Share capital**	**Share premium**	**Reserves**	**Retained earnings**	**Equity attributable to the owners of the Company**	**Non-controlling interests**	**Total equity**
Balance as at 1 July 2023	38,002	235,063	(283,772)	303,190	292,483	(527)	291,956
Total comprehensive income	–	–	11,658	79,378	91,036	(587)	90,449
Profit for the period	–	–	–	79,378	79,378	(552)	78,826
Other comprehensive income	–	–	11,658	–	11,658	(35)	11,623
Dividend paid[1]	–	–	–	(21,227)	(21,227)	–	(21,227)
Reciprocal dividend – PAR Gold[2]	–	–	–	2,925	2,925	–	2,925
Transfer of foreign currency translation reserve[3]	–	–	(391)	391	–	–	–
Balance as at 30 June 2024	38,002	235,063	(272,505)	364,657	365,217	(1,114)	364,103
Total comprehensive income	–	–	15,000	141,597	156,597	(1,043)	155,554
Profit for the period	–	–	–	141,597	141,597	(992)	140,605
Other comprehensive income	–	–	15,000	–	15,000	(51)	14,949
Capital reduction[4]	–	(235,063)	–	235,063	–	–	–
Shares issued[5]	1,440	10,877	38,369	–	50,686	–	50,686
Dividends paid[1]	–	–	–	(27,459)	(27,459)	–	(27,459)
Reciprocal dividend – PAR Gold[2]	–	–	–	3,784	3,784	–	3,784
Balance as at 30 June 2025	39,442	10,877	(219,136)	717,642	548,825	(2,157)	546,668
Notes	24	25	26				

[1] *Refer to* ***note 14****.*

[2] *Reciprocal dividend – PAR Gold Proprietary Limited (PAR Gold) refers to the intra-Group transaction which relates to the dividend received on the treasury shares held by Pan African Group in the Company. PAR Gold holds 13.1% (FY24: 13.8%) of the issued share capital of the Company. Refer to* ***note 38*** *in respect of the related party transaction.*

[3] *The transfer relates to the foreign currency translation reserve previously recognised on the Sudan foreign operation. Refer to* ***note 26*** *for further details.*

[4] *Refer to* ***note 25****.*

[5] *Refer to* ***note 24****.*

	COMPANY				
US$ thousand	**Share capital**	**Share premium**	**Reserves**	**Retained earnings**	**Total equity**
Balance as at 1 July 2023	38,002	235,063	(173,980)	47,239	146,324
Total comprehensive income	–	–	4,731	11,754	16,485
Profit for the period	–	–	–	11,754	11,754
Other comprehensive income	–	–	4,731	–	4,731
Dividends paid[1]	–	–	–	(21,227)	(21,227)
Balance as at 30 June 2024	38,002	235,063	(169,249)	37,766	141,582
Total comprehensive income	–	–	5,936	10,628	16,564
Profit for the period	–	–	–	10,628	10,628
Other comprehensive income	–	–	5,936	–	5,936
Capital reduction[2]	–	(235,063)	–	235,063	–
Shares issued[3]	1,440	10,877	38,369	–	50,686
Dividends paid[1]	–	–	–	(27,459)	(27,459)
Balance as at 30 June 2025	39,442	10,877	(124,944)	255,998	181,373
Notes	24		26		

[1] *Refer to* ***note 14****.*

[2] *Refer to* ***note 25****.*

[3] *Refer to* ***note 24****.*

The above statements of changes in equity should be read in conjunction with the accompanying notes.

NOTES TO THE FINANCIAL STATEMENTS

for the reporting period ended 30 June

1. GENERAL INFORMATION

Pan African Resources PLC (the Company) is incorporated in the UK and registered in England and Wales under the Companies Act 2006 with the registration number 3937466. The Company has a dual primary listing on the JSE and the UK's AIM. The Company's shares can also be traded on its Level 1 ADR programme in the USA and on the A2X exchange as a secondary exchange in South Africa. In addition, Funding Company issued listed domestic medium-term notes (DMTN) on the JSE Debt Board in the FY23 and current reporting period (**page 246**). The consolidated financial statements comprise the Company and its subsidiaries (together referred to as the Group). The nature of the Group's operations and its principal activities relate to commodity mining and exploration activities.

2. STATEMENT OF COMPLIANCE

The consolidated and separate financial statements (the financial statements) have been prepared in accordance with the requirements of the Companies Act 2006 as applicable to the companies reporting under these standards. The financial statements have also been prepared in accordance with IFRS Accounting Standards as issued by the IASB. As applied to the Group and the Company, there are no material differences between UK-adopted International Accounting Standards and IFRS Accounting Standards.

Furthermore, these financial statements have been prepared in accordance with the SAICA Financial Reporting Guidelines, as issued by the Accounting Practices Committee, Financial Reporting Pronouncements as issued by the Financial Reporting Standards Council and the JSE Listings Requirements.

3. BASIS OF PREPARATION

The financial statements have been prepared on a going concern basis (refer to **note 42**) and on the historical cost basis, except for financial assets at fair value through profit or loss (the environmental rehabilitation obligation fund and derivative financial instruments) and fair value through other comprehensive income (equity investments) which are stated at fair value. The accounting policies, inclusive of judgements and estimates, have been consistently applied for the reporting periods presented and comply with UK-IAS and IFRS Accounting Standards.

Functional and presentation currency

The financial statements are presented in US$ and all values are rounded to the nearest thousand (US$'000), except where otherwise indicated.

The individual financial results of each Group company are maintained in their functional currencies, which are determined by reference to the primary economic environment in which the Company operates. The Company and its South African subsidiaries have determined their functional currency as the South African rand. The subsidiary in Sudan has determined its functional currency as the South African rand (refer to **note 26** for further details). The Australian operations have determined their functional currency as the Australian dollar.

4. MATERIAL ACCOUNTING POLICIES

Material accounting policies are included in the relevant notes, except where pervasive to the financial statements, which have been addressed in **note 4**.

4.1 Basis of consolidation

Business combinations

The acquisition method of accounting is used to account for business combinations by the Group when the acquired set of activities and assets meets the definition of a business and control is transferred to the Group.

The consideration transferred for the acquisition of the business is the fair value of the assets transferred, the liabilities incurred, and the equity interests issued by the Company. Acquisition-related costs are expensed as incurred. Identifiable assets acquired and liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. Any bargain purchase gain is recognised in profit or loss.

Subsidiaries

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. The financial statements of subsidiaries are included in the consolidated financial statements from the date on which control commences until the date on which control ceases.

Transactions eliminated on consolidation

Intra-Group transactions, balances and unrealised gains on transactions between Group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred assets.

Non-controlling interests

Non-controlling interests are measured initially at their proportionate share of the acquiree's identifiable net assets at the date of acquisition. Subsequently, the carrying amount of the non-controlling interests is the amount of the interest at initial recognition plus its share of subsequent changes in equity.

4.2 Foreign currency

Foreign transactions

Foreign currency transactions by Group companies are recognised in the functional currency of the company at the rate of exchange ruling on the date of the transaction.

At each reporting date, monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange ruling at the reporting date. Gains or losses arising on translation of monetary items are recognised in profit or loss.

Non-monetary assets and liabilities are measured in terms of historical cost in a foreign currency and are translated using the exchange rates at the dates of the initial transactions.

4. MATERIAL ACCOUNTING POLICIES continued

4.2 Foreign currency continued

Foreign operations

The assets and liabilities of foreign operations, including goodwill and fair value adjustments arising on acquisition, are translated at the exchange rate at the reporting date. The income and expenses of foreign operations are translated at the exchange rates at the dates of the transactions.

Foreign currency differences are recognised in other comprehensive income and accumulated in the foreign currency translation reserve, except to the extent that the translation difference is allocated to non-controlling interests. Foreign exchange gains and losses arising from a monetary receivable from, or payable to, a foreign operation, the settlement of which is neither planned nor likely in the foreseeable future, are considered to form part of the net investment in a foreign operation and are recognised in other comprehensive income and presented in the foreign currency translation reserve.

Translation to presentation currency

The Group's assets and liabilities are translated into the presentation currency (US$) of the Group at the rate of exchange prevailing at the reporting date. Income and expense items are translated at the exchange rate prevailing at the date of the significant transaction or the average rate for the period. The exchange differences arising on translation for consolidation are recognised in other comprehensive income.

4.3 Impairment of non-financial assets

At each reporting date, the Group assesses the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets are impaired. If any such indication exists, the asset's or CGU's recoverable amount is estimated as the higher of its value in use or fair value less costs of disposal. An asset with an indefinite useful life, for example goodwill, is not subject to amortisation and is tested at the reporting date for impairment.

Impairment losses are immediately recognised as an expense in profit or loss whenever the carrying amount of an asset or its CGU exceeds its recoverable amount.

An impairment loss in respect of goodwill is not reversed. For other assets, a reversal of an impairment loss is recognised in profit or loss. When an impairment loss subsequently reverses, the carrying amount of the asset or CGU is increased to the revised estimate of its recoverable amount, to the extent that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment been recognised on the asset or CGU.

4.4 Financial assets

Classification, recognition and measurement

The Group's financial assets are classified into the following measurement categories: instruments measured at amortised cost, instruments measured at fair value through other comprehensive income and instruments measured at fair value through profit or loss.

Financial assets are classified as measured at amortised cost only if the asset is held within a business model whose objective is to collect the contractual cash flows and contractual terms of the asset give rise to cash flows that are solely payments of principal and interest.

The Group has elected to measure equity instruments at fair value through other comprehensive income as this better reflects the strategic nature of the Group's equity investments.

All financial assets not classified as measured at amortised cost or fair value through other comprehensive income, as described previously, are measured at fair value through profit or loss including all derivative financial assets and the environmental rehabilitation obligation fund.

A financial asset (unless it is a trade receivable without a significant financing component) is initially measured at fair value plus transaction costs that are directly attributable to its acquisition. Transaction costs for an item at fair value through profit or loss are expensed. A trade receivable without a significant financing component is initially measured at the transaction price.

Financial assets at amortised cost are subsequently measured using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment losses are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

Equity investments at fair value through other comprehensive income are subsequently measured at fair value. Other net gains and losses are recognised in other comprehensive income and never reclassified to profit or loss.

Financial assets at fair value through profit or loss are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.

Impairment

The Group recognises loss allowances for ECLs on a financial asset measured at amortised cost. The Group recognises ECLs based on lifetime default events for financial assets, except those that have not experienced a significant increase in credit risk, which are measured using 12-month default events. When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis based on the Group's historical experience, informed credit assessment and includes forward-looking information.

The maximum period considered when estimating ECLs is the maximum contractual period over which the Group is exposed to credit risk. Credit losses are measured as the difference between the cash flows due in accordance with the contract and the cash flows the Group expects to receive. A financial asset is 'credit-impaired' when one or more events that have a detrimental adverse impact on the estimated future cash flows of a financial asset have occurred.

4. MATERIAL ACCOUNTING POLICIES continued

4.4 Financial assets continued

Derecognition

Financial assets are derecognised when the right to receive cash flows from the asset has expired, or the right to receive cash flows has been transferred together with substantially all the risks and rewards of ownership, or the Group neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

4.5 Financial liabilities

Classification, recognition and measurement

Financial liabilities are classified and accounted for as debt according to the substance of the contractual arrangements entered into.

Financial liabilities are classified and measured at amortised cost or fair value through profit or loss. A financial liability is classified at fair value through profit or loss if it is classified as held for trading, it is a derivative or it is designated as such on initial recognition. Borrowings, short-term loan facilities (as presented under financial liabilities) and trade and other payables are initially recognised at fair value net of directly attributable transaction costs, except for derivative instruments which are initially recognised at fair value. Financial liabilities at fair value through profit or loss are subsequently measured at fair value, and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains or losses are recognised in profit or loss.

Derecognition

Financial liabilities are derecognised when the associated obligation has been discharged, cancelled or has expired. A substantial modification of the terms of a financial liability is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the extinguished financial liability and the consideration paid is recognised in profit or loss. The terms of a financial liability are considered substantially different if the present value of the cash flows under the new terms (including any fees paid net of fees received) differs at least 10% from the present value of the financial liability's cash flows using the original effective interest rate and term.

The gains or losses on non-substantial modifications are recognised as part of finance costs or income. If an exchange of debt instruments or modification of terms is accounted for as an extinguishment, any costs or fees incurred are recognised as part of the gain or loss on the extinguishment. If the exchange or modification is not accounted for as an extinguishment, any cost or fees incurred adjust the carrying amount of the liability and are amortised over the remaining term of the modified financial liability.

4.6 Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Group currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability.

4.7 Financial guarantees

Financial guarantee contracts are initially recognised at fair value using lifetime ECLs. They are subsequently measured at the higher of the amount of the loss allowance, based on a 12-month ECL and the initial amount recognised less cumulative amortisation. Financial guarantees are amortised on a straight-line basis over the term of the related borrowing facilities, with the amortisation recognised in other income. The subsequent measurement of the ECL allowance is recognised in other expense.

Financial guarantee contracts are presented as liabilities in the statement of financial position. The liability is derecognised when the obligation is discharged, cancelled or expires.

Where a guarantee in relation to a loan or other payable of a subsidiary is provided by the Company for no compensation, the fair value is accounted for as a contribution and recognised as part of the cost of the investment of the subsidiary.

4.8 Fair value measurement

Fair value is determined based on observable market data (in the case of listed investments, the market share price) or discounted cash flow models (and other valuation techniques) using assumptions considered to be reasonable and consistent with those that would be applied by a market participant. Where discounted cash flows are used, the resulting fair value measurements are considered to be at Level 3 in the fair value hierarchy as they depend to a significant extent on unobservable valuation inputs.

The determination of assumptions used in assessing the fair value of identifiable assets and liabilities is subjective and the use of different valuation assumptions could have a significant impact on financial results. In particular, expected future cash flows, which are used in discounted cash flow models, are inherently uncertain and could materially change over time. They are significantly affected by several factors including Mineral Resources and Mineral Reserves, together with economic factors such as commodity prices, exchange rates, discount rates and estimates of production costs and future capital expenditure.

5. JUDGEMENTS AND ESTIMATES

The preparation of the financial statements in accordance with UK-adopted International Accounting Standards and IFRS Accounting Standards requires management to make judgements, estimates and assumptions that may materially affect the application of the Group's accounting policies and the reported amounts of assets, liabilities, income and expenses.

These judgements and estimates are based on management's best knowledge of the relevant facts and circumstances, historical experience, current and expected future economic conditions and other factors. Actual results may differ from the amounts included in the financial statements.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

Significant judgements

Information about judgements made in applying accounting policies that have the most significant effects on the amounts recognised in the financial statements is included in the following notes:

- **Note 15:** Property, plant and equipment.

Significant assumptions and estimates

Information about other assumptions and estimation uncertainties at 30 June 2025 that have a significant risk of resulting in a material adjustment to the carrying amounts of assets and liabilities in the next reporting period is included in the following notes:

- **Note 15:** Property, plant and equipment
- **Note 34:** Income tax
- **Note 39:** Acquisitions and disposals.

Information about other judgements, assumptions and estimation uncertainties is included in the following notes:

- **Note 16:** Goodwill
- **Note 27:** Environmental rehabilitation obligation
- **Note 29:** Financial guarantees
- **Note 30:** Leases
- **Note 32:** Share-based payment obligations.

6. RECENT ACCOUNTING DEVELOPMENTS

6.1 New standards, interpretations and amendments effective for the reporting period ended 30 June 2025

The following amendments became effective during the current reporting period, which are applicable to the Group:

Title	Impact	Annual period beginning on or after
Amendment to IAS 1: ***Presentation of Financial Statements*** on *Classification of Liabilities as Current or Non-current*[1]	The amendment clarifies that liabilities are classified as either current or non-current, depending on the rights that exist at the end of the reporting period. A number of requirements are required to be met in conjunction with this amendment.	1 January 2024
Amendment to IAS 1: ***Presentation of Financial Statements*** on *Non-current Liabilities with Covenants*[1]	The amendment clarifies that only covenants with which an entity is required to comply on or before the reporting date affect the classification of a liability as current or non-current, with additional guidance to explain how an entity should disclose information in the notes to understand the risk that non-current liabilities with covenants could become repayable within 12 months.	1 January 2024

[1] None of the above amendments had a material impact on the Group and Company.

6. RECENT ACCOUNTING DEVELOPMENTS continued

6.2 New standards, interpretations and amendments issued but not yet effective for the reporting period ended 30 June 2025

The following standards and amendments applicable to the Group, which were in issue and not yet effective for the reporting period ended 30 June 2025, have not been early adopted by the Group:

Title	Impact	Annual period beginning on or after
Amendments to IFRS 9: ***Financial Instruments*** and IFRS 7: ***Financial Instruments***: ***Disclosures*** *on Classification* and *Measurement of Financial Instruments*[1]	These amendments: • clarify the requirements for the timing of recognition and derecognition of some financial assets and liabilities, with a new exception for some financial liabilities settled through an electronic cash transfer system • clarify and add further guidance for assessing whether a financial asset meets the solely payments of principal and interest criterion • add new disclosures for certain instruments with contractual terms that can change cash flows (such as some instruments with features linked to the achievement of environmental, social and governance (ESG) targets) • make updates to the disclosures for equity instruments designated at fair value through other comprehensive income.	1 January 2026
Amendments to IFRS 9 and IFRS 7 – Contracts Referencing Nature-dependent Electricity[1]	These amendments change the 'own use' and hedge accounting requirements of IFRS 9 and include targeted disclosure requirements to IFRS 7. These amendments apply only to contracts that expose an entity to variability in the underlying amount of electricity because the source of its generation depends on uncontrollable natural conditions (such as the weather). These are described as 'contracts referencing nature-dependent electricity'.	1 January 2026
IFRS 18: ***Presentation and Disclosure in Financial Statements***[2]	This standard replaces IAS 1: *Presentation of Financial Statements*. It carries forward many requirements from IAS 1 unchanged. IFRS 18 introduces three sets of new requirements to improve companies' reporting of financial performance and provide investors with a better basis for analysing and comparing companies: • improved comparability in the statement of profit or loss through the introduction of three defined categories for income and expenses (operating, investing and financing) to improve the structure of the statement, and a requirement for all companies to provide new defined subtotals, including operating profit • enhanced transparency of management-defined performance measures with a requirement for companies to disclose explanations of those company-specific measures that are related to the statement • more useful grouping of information in the financial statements through enhanced guidance on how to organise information and whether to provide it in the primary financial statements or in the notes, as well as a requirement for companies to provide more transparency about operating expenses.	1 January 2027

[1] None of the above amendments are expected to have a material impact on the Group and Company.

[2] The impact of the new standard is pervasive. Management is currently assessing the aspects of financial statement presentation and disclosure that will be affected. This standard has not yet been endorsed by the UK Endorsement Board.

6. RECENT ACCOUNTING DEVELOPMENTS continued

6.3 IBOR reform

A fundamental reform of major interest rate benchmarks was undertaken globally, including the replacement of some interbank offered rates (IBORs) with alternative nearly risk-free rates (referred to as 'IBOR reform'). The Group has exposure to the Johannesburg Interbank Average Rate (JIBAR). During the 2022 reporting period, the South African Reserve Bank indicated its intention to move away from JIBAR and has identified a successor in the South African Rand Overnight Index Average Rate (ZARONIA). The new ZARONIA rate was published for observation during 2022 and was endorsed as a successor rate in 2023. The formal announcement of the cessation of JIBAR as a reference rate is expected in late 2025, allowing the ZARONIA market a period to develop. The cessation date of the JIBAR as a reference rate is expected to be during 2026. Accordingly, there is uncertainty surrounding the exact timing and manner in which the transition would occur and how this would affect various financial instruments issued and held by the Group. Funding Company currently monitors the Group's transition to ZARONIA and evaluates the extent to which contracts reference JIBAR, whether such contracts will need to be amended as a result of IBOR reform and how to manage communication about IBOR reform with counterparties.

7. SEGMENT ANALYSIS

Accounting policy

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, which is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Pan African Exco. The operating segments of the Group are determined based on the reports used to make strategic decisions that are reviewed by Exco. Exco considers the business principally according to the location and nature of the products and services provided, with each segment representing a strategic business unit.

The reported segments comprise the following:

Mining operations

These segments derive their revenue from mining, extraction, production and the sale of gold.

South African operations

- Barberton Mines including the Barberton Tailings Retreatment Plant (BTRP) located in Barberton
- Evander Mines (the Elikhulu Tailings Retreatment Plant (Elikhulu), underground 8 Shaft pillar, 24, 25 and 26 Level project, Egoli project and surface sources) located in Evander
- Mogale Tailings Retreatment (MTR) operation: The MTR operation is located in the Mogale district. The plant was commissioned in October 2024 to process gold tailings deposits of Mogale Gold and MSC
- Solar projects currently consist of the solar plant located at Evander Mines, the solar plant at Barberton Mines (commissioned in October 2024) and the extension of Evander Mines' solar plant.

Australian operation

- Tennant Mines is located in the Northern Territory and complements the Group's current portfolio of high-margin, long-life surface remining operations. The segment includes Yungatha which operates a motel in the Tennant Creek region to support the workforce requirements of local mining companies and other contractors, including Tennant company employees.

Other operations

- Exploration assets consist of five prospecting concessions (or exploration licences) in north-eastern Sudan (the Block 12 concessions), covering an area of almost 1,100km² and located approximately 70km north-west of Port Sudan
- Agricultural ESG projects mainly comprise the Group's Barberton Blueberries project (Barberton Blue Proprietary Limited (Barberton Blue)), as well as other small-scale agricultural projects in Barberton Mines' host community areas
- Corporate consists mainly of the Group's holding companies and the management services company which renders services to the Group and is located in Johannesburg.
- Funding Company is the centralised treasury function of the Group located in Johannesburg.

NOTES TO THE ANNUAL FINANCIAL STATEMENTS continued

7. SEGMENT ANALYSIS continued

The segment results have been presented based on Exco's reporting format, in accordance with the disclosures presented as follows:

US$ thousand	Notes	FY25 Barberton Mines	Evander Mines	Solar projects	MTR operation	Tennant Mines[1]	Mining operations	FY25 Exploration assets	Agricultural ESG projects	Corporate	Funding Company	Group total
Revenue	8	242,186	206,166	–	87,344	3,873	539,569	–	464	–	–	540,033
Cost of production[2]		(146,105)	(123,588)	(1,741)	(40,670)	(1,028)	(313,132)	–	(1,055)	–	–	(314,187)
Salaries and wages		(49,962)	(8,159)	–	(4,219)	(322)	(62,662)	–	(332)	–	–	(62,994)
Mining		(28,145)	(23,882)	–	(3,123)	–	(55,150)	–	–	–	–	(55,150)
Processing and metallurgy		(18,774)	(33,349)	(311)	(13,525)	(337)	(66,296)	–	(191)	–	–	(66,487)
Engineering and technical services		(12,031)	(12,695)	(152)	(3,199)	–	(28,077)	–	(79)	–	–	(28,156)
Electricity		(13,217)	(21,485)	–	(6,449)	(136)	(41,287)	–	(23)	–	–	(41,310)
Administration and other		(4,612)	(5,760)	–	(1,866)	(210)	(12,448)	–	–	–	–	(12,448)
Realisation costs		(523)	(345)	–	(198)	(21)	(1,087)	–	(69)	–	–	(1,156)
Security		(5,750)	(2,578)	(233)	(1,006)	–	(9,567)	–	(26)	–	–	(9,593)
Fuel costs		(2,267)	(409)	–	(823)	(2)	(3,501)	–	(32)	–	–	(3,533)
Depreciation and amortisation	15	(10,824)	(14,926)	(1,045)	(6,262)	–	(33,057)	–	(303)	–	–	(33,360)
Gross profit/(loss)		96,081	82,578	(1,741)	46,674	2,845	226,437	–	(591)	–	–	225,846
Other income[3]	9	1,373	2,601	–	1,052	873	5,899	277	16	29	308	6,529
Other expenses[3]	9	(11,523)	(2,000)	(58)	(2,225)	(1,433)	(17,239)	(1,010)	(106)	(18,020)	(109)	(36,484)
Impairment losses on non-financial assets	15	–	(27)	–	–	–	(27)	(2,927)	–	–	–	(2,954)
Bargain purchase gains	39	–	–	–	–	28,019	28,019	–	–	–	–	28,019
Royalty costs	35.3	(4,762)	(344)	–	–	–	(5,106)	–	–	–	–	(5,106)
Profit/(loss) before finance income and finance costs		81,169	82,808	(1,799)	45,501	30,304	237,983	(3,660)	(681)	(17,991)	199	215,850
Finance income[3]	12	8	10	4	37	39	98	–	5	179	1,574	1,856
Finance costs[3]	12	(311)	(1,435)	–	(1,157)	53	(2,850)	–	–	(98)	(18,125)	(21,073)
Profit/(loss) before tax		80,866	81,383	(1,795)	44,381	30,396	235,231	(3,660)	(676)	(17,910)	(16,352)	196,633
Income tax (expense)/credit	34	(25,085)	(21,757)	794	(9,943)	109	(55,882)	–	–	(116)	(30)	(56,028)
Profit/(loss) for the period excluding intra-Group transactions		55,781	59,626	(1,001)	34,438	30,505	179,349	(3,660)	(676)	(18,026)	(16,382)	140,605
Revenue		–	–	1,452	–	–	1,452	–	–	27,999	–	29,451
Cost of production		(662)	(790)	–	–	–	(1,452)	–	–	–	–	(1,452)
Elimination of dividends received from/(paid to) fellow Group companies		–	–	–	–	–	–	–	–	(27,999)	–	(27,999)
Management fees		(1,989)	(1,915)	(440)	(1,633)	–	(5,977)	–	(83)	6,314	(254)	–
Finance income/(costs)		4,211	(7,164)	(2,239)	(8,059)	–	(13,251)	–	(707)	(2,380)	16,338	–
Profit/(loss) after tax including intra-Group transactions		57,341	49,757	(2,228)	24,746	30,505	160,121	(3,660)	(1,466)	(14,092)	(298)	140,605
Segment assets (total assets excluding goodwill)		174,038	400,096	26,119	155,425	122,945	878,623	548	2,926	60,432	44,882	987,411
Segment liabilities		68,613	119,841	223	36,635	64,757	290,069	29	61	16,849	150,833	457,841
Net assets (excluding goodwill)[4]		105,425	280,255	25,896	118,790	58,188	588,554	519	2,865	43,583	(105,951)	529,570
Goodwill	16	17,098	–	–	–	–	17,098	–	–	–	–	17,098
Capital expenditure[5]		27,624	47,926	3,530	52,207	35,849	167,136	–	313	460	–	167,909
Reconciliation of adjusted EBITDA[6]												
Income/(loss) before tax, finance income and finance costs		81,169	82,808	(1,799)	45,501	30,304	237,983	(3,660)	(681)	(17,991)	199	215,850
Excluding: depreciation and amortisation included in gross profit	15	10,824	14,926	1,045	6,262	–	33,057	–	303	–	–	33,360
Excluding: other depreciation and amortisation	15	–	–	–	–	38	38	129	9	338	–	514
EBITDA		91,993	97,734	(754)	51,763	30,342	271,078	(3,531)	(369)	(17,653)	199	249,724
Excluding: impairment loss on non-financial assets		–	27	–	–	–	27	2,927	–	–	–	2,954
Excluding: bargain purchase gains		–	–	–	–	(28,019)	(28,019)	–	–	–	–	(28,019)
Excluding: Unrealised fair value loss on financial derivatives		1,805	–	–	–	120	1,925	–	–	–	–	1,925
Adjusted EBITDA[6]		93,798	97,761	(754)	51,763	2,443	245,011	(604)	(369)	(17,653)	199	226,584

1 *Tennant Mines includes Tennant company and Yungatha. Tennant company was acquired in November 2024 and the results are for an eight-month period. Yungatha was acquired in December 2024 and the results are for a seven-month period.*

2 *These disclosures have been disaggregated in light of the IFRS Interpretations Committee's final agenda decision relating to IFRS 8: Operating Segments on the disclosure of material income and expense line items for reportable segments.*

3 *Other expenses and income exclude intra-Group management fees. Finance income and finance costs exclude intra-Group interest.*

4 *The segment assets and liabilities above exclude intra-Group balances.*

5 *Capital expenditure comprises additions to property, plant and equipment, mineral rights, exploration and intangible assets.*

6 *Adjusted EBITDA comprises earnings before interest, tax, depreciation and amortisation, adjusted for impairments, bargain purchase gains and unrealised fair value losses on financial derivatives.*

NOTES TO THE ANNUAL FINANCIAL STATEMENTS continued

7. SEGMENT ANALYSIS continued

US$ thousand	Notes	Barberton Mines (FY24)	Evander Mines (FY24)	Solar projects (FY24)	MTR operation (FY24)	Mining operations (FY24)	Exploration assets (FY24)	Agricultural ESG projects (FY24)	Corporate (FY24)	Funding Company (FY24)	Group total (FY24)
Revenue	8	185,163	188,074	–	–	373,237	–	559	–	–	373,796
Cost of production[1]		(126,032)	(114,462)	(910)	(19)	(241,423)	–	(1,004)	–	–	(242,427)
Salaries and wages		(47,205)	(7,676)	–	–	(54,881)	–	(312)	–	–	(55,193)
Mining		(21,035)	(20,552)	–	–	(41,587)	–	–	–	–	(41,587)
Processing and metallurgy		(14,803)	(32,922)	–	–	(47,725)	–	(267)	–	–	(47,992)
Engineering and technical services		(9,791)	(15,434)	(274)	–	(25,499)	–	(69)	–	–	(25,568)
Electricity		(12,332)	(18,761)	–	–	(31,093)	–	(22)	–	–	(31,115)
Administration and other[2]		(5,112)	(4,477)	–	–	(9,589)	–	–	–	–	(9,589)
Realisation costs		(566)	(431)	–	–	(997)	–	(41)	–	–	(1,038)
Security		(4,962)	(2,016)	(174)	–	(7,152)	–	(5)	–	–	(7,157)
Fuel costs		(1,730)	(185)	–	–	(1,915)	–	(27)	–	–	(1,942)
Depreciation and amortisation	15	(8,496)	(12,008)	(462)	(19)	(20,985)	–	(261)	–	–	(21,246)
Gross profit/(loss)		59,131	73,612	(910)	(19)	131,814	–	(445)	–	–	131,369
Other income[2]	9	1,447	2,538	–	165	4,150	260	1	(393)	88	4,106
Other expenses[2]	9	(4,967)	(1,914)	(30)	(132)	(7,043)	(1,814)	(178)	(5,195)	(251)	(14,481)
Royalty costs	35.3	(1,319)	(368)	–	–	(1,687)	–	–	–	–	(1,687)
Profit/(loss) before finance income and finance costs		54,292	73,868	(940)	14	127,234	(1,554)	(622)	(5,588)	(163)	119,307
Finance income[2]	12	3	6	5	18	32	–	6	203	1,643	1,884
Finance costs[2]	12	(373)	(2,528)	–	(1,085)	(3,986)	–	–	(29)	(7,769)	(11,784)
Profit/(loss) before tax		53,922	71,346	(935)	(1,053)	123,280	(1,554)	(616)	(5,414)	(6,289)	109,407
Income tax expense/(credit)	34	(14,239)	(14,429)	3	–	(28,665)	–	–	(1,911)	(5)	(30,581)
Profit/(loss) for the period excluding intra-Group transactions		39,683	56,917	(932)	(1,053)	94,615	(1,554)	(616)	(7,325)	(6,294)	78,826
Revenue		–	–	1,661	–	1,661	–	–	15,916	–	17,577
Cost of production		–	(1,661)	–	–	(1,661)	–	–	–	–	(1,661)
Elimination of dividends received from/(paid to) fellow Group companies		–	–	–	–	–	–	–	(15,916)	–	(15,916)
Management fees		(4,422)	(3,536)	(53)	–	(8,011)	(160)	(80)	8,465	(214)	–
Finance income/(costs)		3,495	(3,705)	(665)	–	(875)	–	(627)	(7,539)	9,041	–
Profit/(loss) after tax including intra-Group transactions		38,756	48,015	11	(1,053)	85,729	(1,714)	(1,323)	(6,399)	2,533	78,826
Segment assets (total assets excluding goodwill)		152,921	352,275	22,636	104,555	632,387	3,683	2,868	8,178	22,270	669,386
Segment liabilities		56,373	100,538	1,468	23,340	181,719	17	62	12,333	127,837	321,968
Net assets (excluding goodwill)[3]		96,548	251,737	21,168	81,215	450,668	3,666	2,806	(4,155)	(105,567)	347,418
Goodwill	16	16,685	–	–	–	16,685	–	–	–	–	16,685
Capital expenditure[4]		21,961	70,642	10,318	68,654	171,575	156	66	608	–	172,405
Reconciliation of EBITDA[5]											
Net income/(loss) before tax, finance income and finance costs		54,292	73,868	(940)	14	127,234	(1,554)	(622)	(5,588)	(163)	119,307
Excluding: depreciation and amortisation included in gross profit	15	8,496	12,008	462	19	20,985	–	261	–	–	21,246
Excluding: other depreciation and amortisation	15	–	–	–	–	–	380	13	268	–	661
EBITDA[5]		62,788	85,876	(478)	33	148,219	(1,174)	(348)	(5,320)	(163)	141,214

[1] *These disclosures have been disaggregated in light of the IFRS Interpretations Committee's final agenda decision relating to IFRS 8: Operating Segments on the disclosure of material income and expense line items for reportable segments.*

[2] *Other expenses and income exclude intra-Group management fees. Finance income and finance costs exclude intra-Group interest.*

[3] *The segment assets and liabilities above exclude intra-Group balances.*

[4] *Capital expenditure comprises additions to property, plant and equipment, mineral rights, exploration and intangible assets.*

[5] *EBITDA comprises earnings before interest, tax, depreciation and amortisation.*

8. REVENUE

Accounting policy

Revenue from contracts with customers

Sale of precious metals

South African operations

These operations sell gold into the market through commodity trading transactions with financial institutions. Revenue from gold sales is recognised when the Group satisfies its performance obligations under its contracts with financial institutions, by transferring gold to the financial institutions' control. Transfer of control is at a point in time when risk and title to the gold pass to the customer, being the date of settlement. Revenue is recognised based on agreed prices in the contract, which are typically referenced to gold indices and ounces settled. There is no element of financing as payment is received on settlement.

The Group sells silver in the market. Revenue from silver sales is recognised when the Group transfers control of silver to a customer. Transfer of control is at a point in time when risk and title pass to the customer, being the date of delivery. Revenue is recognised based on the spot silver price on transfer of control.

Australian operations

Tennant company sells gold to ABC Refinery. Revenue from the sale of gold is recognised when Tennant company satisfies its performance obligations under its contracts with ABC Refinery, by transferring such metals to the refinery's control. Transfer of control is at a point in time when risk and title to the metals pass to the customer, being the date of collection from Tennant company's plant.

Revenue is recognised at an amount that reflects the consideration to which Tennant company expects to be entitled, based on the spot gold price on the date that control transfers.

Sale of blueberries

The Group sells blueberries in the local and European export markets through Berryworld South Africa on consignment. The blueberries are subject to a quality review by the purchaser, and the price is determined based on the quality and grade in line with the prevailing market price. Revenue is recognised at a point in time based on the prevailing market price and the quantities delivered. There is no element of financing as payment is received shortly after delivery.

Management fees

The Company has entered into service level agreements with its subsidiaries, whereby its directors and employees provide management services to subsidiaries in the Group. These services are recovered based on time spent managing the subsidiaries (input method) and the fees are recognised in profit or loss as revenue when the services are rendered.

Other revenue

Dividend received

The dividend from a subsidiary is recognised as revenue of the Company when the Company's right, as shareholder, to receive payment has been established.

8. REVENUE continued

Disaggregation of revenue

The Group's sources of revenue are:

	GROUP		COMPANY	
US$ thousand	**FY25**	**FY24**	**FY25**	**FY24**
Revenue from contracts with customers				
Gold revenue	538,572	372,589	–	–
Silver revenue	997	648	–	–
Blueberries revenue	464	559	–	–
Management fees	–	–	7,005	8,688
Other revenue				
Dividend received from subsidiary	–	–	23,950	12,969
Total revenue	540,033	373,796	30,955	21,657
Revenue per geographic market				
South Africa	535,824	373,540	30,955	21,657
Australia	3,873	–	–	–
UK and Europe	336	256	–	–
Total revenue	540,033	373,796	30,955	21,657

Contract liability

The Group entered into a forward sale contract in the 2023 reporting period, with RMB, whereby 4,846oz of gold would be delivered monthly to RMB at a fixed price of ZAR1,025,000/kg (US$1,723/oz) per month for a period of 24 months. The forward sale contract is structured through a combination of put options and call options with the same strike price and time to expiry to create an offsetting synthetic forward position. The Group has accounted for the forward sale contract in accordance with IFRS 15: *Revenue from Contracts with Customers*.

The Group received consideration of US$21.6 million (ZAR400 million) in advance in the 2023 reporting period, which was recognised as a contract liability. Revenue is recognised monthly on a straight-line basis. Promised consideration has been adjusted for the time value of money as the period between payment by RMB and transfer of the promised goods by the Group exceeds 12 months and, as such, contains a significant financing component. The financing component has been presented as part of finance costs. The fulfilment of the contractual obligations was met during the current reporting period.

	GROUP		COMPANY	
US$ thousand	**FY25**	**FY24**	**FY25**	**FY24**
Balance as at 1 July	7,330	17,702	–	–
Advanced consideration received[1]	8,422	–	–	–
Interest accrued	277	1,301	–	–
Recognised as revenue	(15,812)	(11,991)	–	–
Foreign currency translation movement	(217)	318	–	–
Balance as at 30 June	–	7,330	–	–
Less: current portion	–	(7,330)	–	–
Non-current portion	–	–	–	–

[1] *Barberton Mines entered into a gold loan with RMB during the current reporting period. This loan was settled in physical bullion in the same reporting period.*

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9. OTHER INCOME/(EXPENSES)

		GROUP		COMPANY	
US$ thousand	Notes	FY25	FY24	FY25	FY24
Other income					
Gain on foreign exchange		238	252	–	–
Gain arising from realised derivatives		–	27	–	–
Gain arising from unrealised derivative		19	–	–	–
Change in estimate on environmental rehabilitation obligation	27	614	62	–	–
Fair value gain on environmental rehabilitation obligation funds	20	2,616	2,319	–	–
Amortisation of financial guarantee	29	–	–	528	234
South African Revenue Service (SARS) diesel refunds		317	546	–	–
Consulting fees		277	56	–	–
Recoveries of municipal fees		599	–	–	–
Other[1]		1,849	844	27	–
Total other income		6,529	4,106	555	234
Other expenses					
Loss on foreign exchange		(210)	(78)	(50)	(65)
Loss arising from unrealised derivatives		(1,925)	(151)	–	–
Loss arising from realised derivatives		(4,076)	(56)	–	–
Non-mining depreciation and amortisation	15	514	(661)	–	–
Change in estimate on environmental rehabilitation obligation	27	(133)	–	–	–
Loss on disposal of plant and equipment		(53)	(106)	–	–
Impairment loss on trade receivables	36	(132)	(6)	–	–
Financial guarantee liability	29	–	–	(152)	(561)
Non-executive directors' emoluments	37	(369)	(339)	(369)	(339)
Executive directors' emoluments	37	(1,599)	(1,224)	(1,599)	(1,224)
Cash-settled share-based payment expense	32	(13,358)	(5,313)	(7,222)	(4,035)
Auditors' remuneration	10	(934)	(591)	(808)	(511)
Salaries corporate office		(4,233)	(786)	(3,587)	(1,558)
Investor and public relations costs		(856)	(419)	(240)	(190)
Travel costs		(289)	(203)	(95)	(55)
Office costs		(281)	(200)	–	–
Business development costs		(2,598)	(64)	(298)	–
Consulting fees		(163)	(666)	(110)	(108)
Legal fees		(525)	(274)	(221)	(156)
Corporate social expenditure		(1,460)	(2,334)	–	–
Employee severance payments[2]		(1,443)	–	–	–
Long-term inventory unwind		(381)	–	–	–
Other[1]		(952)	(1,010)	(145)	(166)
Total other expenses		(36,484)	(14,481)	(14,896)	(8,968)
Net other expenses		(29,955)	(10,375)	(14,341)	(8,734)

[1] Other comprises a diverse array of income and expenses that are individually and collectively immaterial in nature and amount.

[2] Following a Section 189 consultative retrenchment process with the Commission for Conciliation, Mediation and Arbitration and labour (National Union of Mineworkers and United Association of South Africa) during the period February to April 2025, Barberton Mines restructured operations following a sustained long period of operational losses at Sheba Mine, and other operational challenges including old infrastructure challenges, increasing input costs and stagnant production (due to among other factors, illegal mining, etc). The restructuring process was concluded with a retrenchment agreement signed off with labour on 30 April 2025, ultimately affecting 272 employees at a total cost of ZAR26 million (33 voluntary severance pay dismissals at ZAR6.8 million and 239 forced retrenchments at ZAR19.5 million).

10. AUDIT FEES

	GROUP		COMPANY	
US$ thousand	FY25	FY24[1]	FY25	FY24[1]
Fees payable to the Company's auditor for the audit of the Group and Company's annual accounts	739	382	739	382
– Current year	629	382	629	382
– Prior year	110	–	110	–
Fees payable to the Company's auditor and its associates for other services:				
Audit of the accounts of subsidiaries	119	80	–	–
– Current year	95	80	–	–
– Prior year	24	–	–	–
Other assurance services	76	129	69	129
Total audit fees included in other profit or loss	934	591	808	511

[1] The Group has amended the auditors' remuneration disclosure to comply with the requirements of the Companies Act 2006. Fees are now presented by category of services as defined in the Act. Comparative information has been represented accordingly.

11. EMPLOYEE COSTS AND COMPLEMENT

	GROUP		COMPANY	
US$ thousand	FY25	FY24	FY25	FY24
Salaries and wages (short-term employee benefits)	61,578	55,311	3,468	2,705
Contributions to defined contribution plans	6,611	5,258	116	49
Contributions to the Unemployment Insurance Fund[1]	637	142	3	28
Salaries and wages (short-term employee benefits) included in profit or loss	68,826	60,711	3,587	2,782
Salaries and wages capitalised to property, plant and equipment	10,948	11,255	–	–

[1] The Company has no UK residents as employees and therefore no social security costs have been disclosed. The South African employees contribute to the Unemployment Insurance Fund. There are no equivalent contributions made by the Australian employees.

	GROUP			
Number of employees	FY25 Average	FY25 Closing	FY24 Average	FY24 Closing
Pan African Resources PLC	16	16	11	12
Corporate	15	15	16	16
Barberton Blue[1]	120	113	22	22
MTR operation	158	179	15	59
Evander Mines	271	271	260	260
Barberton Mines	2,203	1,830	2,271	2,331
Tennant Mines[2]	46	70	–	–
Total number of employees	2,829	2,494	2,595	2,700

[1] Barberton Blue includes seasonal employees.

[2] The average number of employees for Tennant Mines is for the eight-month period to June 2025.

The majority of employees are required to be members of either the Barberton Pension Umbrella Fund, the Sentinel Retirement Fund, the Mine Workers Provident Fund or the Sanlam Group Provident Fund (replaced the Alexander Forbes Group Provident Fund). These are defined contribution funds which are registered under and governed by the South African Pension Funds Act, 24 of 1956, as amended. The assets of the schemes are held separately from those of the Group in independent funds and they are under the control of the funds' trustees. This cost represents the employer's contributions payable to the respective schemes by the Group and Company at rates specified in the rules of each scheme.

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12. FINANCE (COSTS)/INCOME

In calculating finance income and costs, the effective interest rate is applied to the gross carrying amount of the asset or to the amortised cost of the liability.

		GROUP		COMPANY	
US$ thousand	**Notes**	**FY25**	**FY24**	**FY25**	**FY24**
Finance income					
Finance income in respect of:					
– Cash and cash equivalents		**1,807**	1,824	140	139
– Tax authorities	35.2	**47**	60	–	7
– Other		**2**	–	–	–
Total finance income		**1,856**	1,884	140	146
Finance costs					
Finance costs in respect of					
– Borrowings		**(25,033)**	(11,637)	–	–
– Borrowing costs capitalised	15	**7,190**	3,792	–	–
– Lease liabilities	30	**(326)**	(286)	–	–
– Environmental rehabilitation obligation	27	**(2,156)**	(2,161)	–	–
– Contract liability	8	**(277)**	(1,301)	–	–
– Trade payables		**(105)**	(84)	–	–
– Financial liability	31	**(278)**	(107)	–	–
– Cash and cash equivalents		**(4)**	–	–	–
– Tax authorities		**(84)**	–	–	–
Total finance costs		**(21,073)**	(11,784)	–	–
Net finance (costs)/income		**(19,217)**	(9,900)	140	146

13. EARNINGS PER SHARE

Basic and diluted earnings per share is based on the Group's profit or loss for the period attributable to owners of the Company, divided by the weighted average number of shares outstanding during the reporting period. Diluted earnings per share is calculated by adjusting the weighted average number of ordinary shares outstanding on the assumption that all potentially dilutive ordinary shares are converted to ordinary shares. There was no dilutive impact on the weighted average number of shares in issue during the current or previous reporting period.

Reconciliation of weighted average number of ordinary shares

	GROUP	
Number of shares in issue	**FY25**	**FY24**
Ordinary shares authorised and in issue[1]	**2,335,675,263**	2,222,862,046
Treasury shares	**(306,358,058)**	(306,358,058)
Ordinary shares outstanding	**2,029,317,205**	1,916,503,988
Adjusted for weighting of ordinary shares issued[1]	**(50,379,601)**	–
Weighted average number of ordinary shares outstanding and fully paid as at 30 June	**1,978,937,604**	1,916,503,988

[1] *Refer to* ***note 39.***

13. EARNINGS PER SHARE continued

Basic and diluted earnings per share

The calculation of basic and diluted earnings per ordinary share is based on the following:

	GROUP	
US$ thousand	**FY25**	**FY24**
Profit attributable to owners of the Company	**141,597**	79,378
Basic and diluted earnings per share (US cents)	**7.16**	4.14

Headline earnings per share

Headline earnings per share is based on the Group's headline earnings, determined in accordance with SAICA Circular 1/2023 which forms part of the JSE Listings Requirements, divided by the weighted average number of shares outstanding during the reporting period.

The reconciliation between earnings and headline earnings is as follows:

	GROUP	
US$ thousand	**FY25**	**FY24**
Profit attributable to owners of the Company	**141,597**	79,378
Adjusted for:		
Bargain purchase gains[1]	**(28,019)**	–
Impairment loss on property, plant and equipment[1]	**2,954**	–
Loss on disposal of plant and equipment[1]	**53**	106
Headline earnings	**116,585**	79,484
Headline and diluted headline earnings per share (US cents)	**5.89**	4.15

[1] *There is no tax effect on the headline earnings adjustments.*

Net asset and tangible net asset value

	GROUP	
US cents	**FY25**	**FY24**
Net asset value[1]	**546,668**	364,103
Net asset value per share	**26.94**	19.00
Tangible net asset value[2]	**423,440**	299,816
Tangible net asset value per share	**20.87**	15.64

[1] *Net assets equates to the total assets less total liabilities.*

[2] *Tangible net assets represent total assets less total liabilities, mineral rights, goodwill, mining properties, exploration assets and intangible assets.*

The net asset and tangible net asset value per share is calculated by dividing the net asset and tangible net asset value by the number of ordinary shares outstanding at the end of the reporting period. This information is not required by IFRS Accounting Standards but is presented as additional information to the users of the financial statements.

NOTES TO THE ANNUAL FINANCIAL STATEMENTS continued

14. DIVIDENDS

Dividends declared and paid

The board has proposed a final dividend of ZAR864.2 million for the 2025 reporting period (approximately US$48.7 million), equal to ZA 37.00000 cents per share or approximately US 2.08451 cents per share (1.52076 pence per share) and will be declared on the financial results (as defined in section 838 of the Companies Act 2006) as at 30 June 2025 to ensure compliance with section 831 of the Companies Act 2006 and the net asset value test for dividend distribution (refer below). The dividend is subject to approval by shareholders at the AGM, which is convened for 20 November 2025.

The British pound (GBP) and US$ proposed final dividend were calculated based on a total of 2,335,675,263 shares in issue and an illustrative exchange rate of US$/ZAR:17.75 and GBP/ZAR:24.33, respectively.

In light of the robust results for the current reporting period and the favourable financial prospects for the operations in the 2026 reporting period, the board has applied its discretion and has proposed a dividend in excess of the Company's dividend policy guidelines, which provide for a 40% to 50% payout ratio of free cash flow.

A final dividend of ZA 22.00000 cents per share equating to US 1.20946 cents per share (0.95611 pence per share) was approved for the 2024 reporting period at the AGM held on 21 November 2024.

Dividends withholding tax is a tax withheld on dividends paid to shareholders that are subject to this tax at a rate applicable in terms of legislative requirements. The Group withholds dividend tax on behalf of its shareholders, as a representative taxpayer, at the applicable rate on dividends paid. Amounts withheld are not recognised as part of the Group's tax expense but rather as part of the dividend paid, recognised in equity.

Interim accounts – July 2024

It has come to the Company's attention that the July 2024 interim accounts in support of the 2024 dividend were posted to, but not received by, Companies House, resulting in a technical issue with regard to the requirements under the Companies Act for the payment of the dividend made in December 2024 and the share buy-backs in July 2025. The Company will include resolutions in the notice of AGM for the meeting to be held on 20 November 2025 to enter into deeds of release to remedy the historical dividend payment and the share buy-backs and also to reduce the Company's share capital to remedy the share buy-backs. This technical issue in respect of the dividend and share buy-backs is of a historical nature and there is no change to the financial outlook of the Group as a consequence. The remedial action that will be taken does not affect the Company's existing distributable reserves nor its capacity to pay shareholder dividends going forward in accordance with the Company's dividend policy.

Net asset value test for dividend distribution

During the previous reporting period, the board became aware that the net assets test required by section 831 of the Companies Act 2006 is required to be performed by the Company on presentation currency amounts and not on functional currency amounts. It came to the Company's attention that the foreign currency translation reserve does not form part of the Company's non-distributable reserves, despite not being realised, and as such cannot be included as non-distributable reserves when performing the net assets test. This means that dividends paid in respect of the reporting periods ended 30 June 2019, 2020, 2021, 2022 and 2023 (together relevant dividends) and the repurchase of ordinary shares (the share buy-backs) by the Company between 1 April and 9 May 2022 were made otherwise than in accordance with the Companies Act 2006.

The consequences of the relevant distributions (the Company's payment of each of the relevant dividends and the payments made in respect of the purchase of each of the share buy-backs) having been made otherwise than in accordance with the Companies Act 2006 were rectified by way of the cancellation of the Company's share premium account. That reduction of share premium was confirmed by the Court on 2 July 2024 and took effect on 18 July 2024. Refer to **note 25** for further information.

The Company has taken and continues to take the necessary steps to ensure adequate distributable income (and the ability of the Company to comply with the net assets test) in the future.

15. PROPERTY, PLANT AND EQUIPMENT

Accounting policy

Property, plant and equipment comprises all properties, plant and equipment, mineral rights and mining properties, exploration assets, right-of-use assets (refer as follows), capital under construction and bearer plants. These assets (excluding exploration assets and capital under construction) are initially measured at cost whereafter they are measured at cost less accumulated depreciation and accumulated impairment losses. Exploration assets and capital under construction are initially measured at cost, whereafter they are measured at cost less accumulated impairment losses.

Costs include expenditure that is directly attributable to the acquisition or construction of the asset, borrowing costs capitalised, as well as the costs of dismantling and removing an asset and restoring the site on which it is located. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. Exploration and evaluation costs are expensed in the year in which they are incurred until they result in projects that the Group evaluates as being technically or commercially feasible, have sufficient resources to complete development and can demonstrate that the projects will generate future economic benefits.

15. PROPERTY, PLANT AND EQUIPMENT continued

Accounting policy continued

Exploration assets consist of the costs of acquiring rights and activities associated with converting a Mineral Resource to a Mineral Reserve. The process thereof includes drilling, sampling and other processes necessary to evaluate the technical feasibility and commercial viability of a Mineral Resource to prove whether a Mineral Reserve exists. Exploration assets also include geological, geochemical and geophysical studies associated with prospective projects and tangible assets which comprise property, plant and equipment used for exploratory activities. Costs are capitalised to the extent that they are a directly attributable exploration expenditure and classified as a separate class of assets on a project-by-project basis. Once a Mineral Reserve is determined, or the project is ready for development, the asset attributable to the Mineral Reserve or project is tested for impairment and then reclassified to the appropriate class of assets. Depreciation commences when the assets are available for use.

The blueberry plants are recognised as bearer plants as they are used in the supply of agricultural produce (blueberries) and are expected to bear produce for more than one period and have a remote likelihood of being sold as agricultural produce, except for incidental scrap sales.

Depreciation

Depreciation is calculated to write off the cost of items of property, plant and equipment less their estimated residual values using appropriate methods over their estimated useful lives, and is generally recognised in profit or loss. Land and capital under construction are not depreciated.

Mining rights and mining property, plant and machinery, shafts and exploration assets are depreciated over the estimated LoM to their residual values using the units-of-production method based on estimated Proven and Probable Mineral Reserves.

Buildings and infrastructure and items of plant and machinery for which consumption is not linked to production are depreciated to their residual values at varying rates on a straight-line basis over their estimated useful lives or the LoM, whichever is shorter. The estimated useful lives may vary between five and 20 years.

Other non-mining assets are depreciated on the straight-line basis over their expected useful lives which may vary between three and 10 years.

Right-of-use assets are depreciated on a straight-line basis from the lease commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the Group by the end of the lease term, in which case they are depreciated over the useful life of the underlying asset.

Bearer plants are depreciated on a straight-line basis over their estimated useful lives, being 10 years.

When capital under construction assets are capable of operating in the manner as intended by management, they are transferred to the appropriate asset class and depreciated in line with their respective asset class.

Right-of-use assets

The Group recognises a right-of-use asset and a corresponding lease liability at each lease commencement date with respect to all lease arrangements in which it is the lessee. The right-of-use asset is measured at cost, which comprises the initial amount of the lease liability, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received. Right-of-use assets are subsequently measured at cost less accumulated depreciation and accumulated impairment losses. The Group assesses right-of-use assets for impairment when such indicators exist and right-of-use assets are adjusted for certain remeasurements of the lease liability.

Derecognition

Any gain or loss on the derecognition of an item of property, plant and equipment (calculated as the net proceeds from disposal and the carrying amount of the item) is recognised in profit or loss.

Impairment and impairment reversals

The Group assesses at each reporting date whether there are any indicators that its assets and CGUs may be impaired or require previously recognised impairment losses to be reversed. Operating and economic assumptions which could affect the valuation of assets using discounted cash flow models are regularly reviewed and updated as part of the Group's monitoring of operational and financial performance and forecasting processes. Judgement is required in determining if operating and economic changes are significant and impact the performance potential of an asset or CGU, and are therefore an indication of an impairment loss or an impairment loss reversal.

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15. PROPERTY, PLANT AND EQUIPMENT continued

Significant accounting judgements

Cash-generating units

The Group defines a CGU as the smallest identifiable group of assets that generate cash flows largely independent of cash flows from other assets or a group of assets. The allocation of assets to a CGU requires judgement.

The Group's CGUs have been determined as follows:

- **Barberton Mines' underground operations:** Underground operations (Fairview, Sheba and Consort) are reliant on the Fairview BIOX® plant for processing and these operations have been grouped together as a single CGU
- **BTRP:** The BTRP has the ability to treat and smelt gold independently of the Fairview BIOX® plant and is independent of the underground operations resulting in the BTRP representing a single CGU
- **Egoli project:** A drilling programme and feasibility study were completed in September and November 2017, respectively. Dewatering in accordance with the phased development approach has commenced. The Egoli project will be developed as a project independent of Evander Mines' underground operations resulting in the project representing a separate CGU
- **Elikhulu:** The surface mining operation has been constructed in a manner such that it is independent of Evander Mines' underground operations resulting in Elikhulu being determined as a single CGU
- **Evander Mines' underground operations:** This CGU includes 7 Shaft, 8 Shaft and the run-of-mine circuit at the Kinross metallurgical plant and 8 Shaft pillar mining, which are independent of Elikhulu and the Egoli project, resulting in them representing a single CGU
- **Agricultural ESG projects:** This CGU comprises Barberton Blue as well as other small-scale agricultural projects in Barberton Mines' host community areas
- **Solar projects:** Currently consist of the solar plant located at Evander Mines, the solar plant at Barberton Mines (commissioned in October 2024) and the extension of Evander Mines' solar plant
- **MTR operation:** This CGU comprises MTR, Mogale Gold and MSC and consists of a tailings retreatment plant commissioned in October 2024
- **Tennant Mines:** This CGU is located in the Northern Territory of Australia and complements the Group's current portfolio of high-margin, long-life surface mining operations
- **Sudan:** This CGU consists of exploration assets and five prospecting concessions (or exploration licences) in north-eastern Sudan.

Significant assumptions and estimates

Depreciation – units-of-production method

The calculation of the units-of-production rate of depreciation could be affected if actual production in the future varies from current forecast production. This would generally arise when there are changes in any of the factors or assumptions used in estimating Mineral Reserves and Mineral Resources. These factors include:

- changes in Mineral Reserves and Mineral Resources
- the grade of Mineral Reserves and Mineral Resources
- differences between actual commodity prices and commodity price assumptions
- unforeseen operational issues at mine sites including planned extraction efficiencies
- changes in capital, operating, mining processing and reclamation costs, discount rates and foreign exchange rates.

15. PROPERTY, PLANT AND EQUIPMENT continued

Significant assumptions and estimates continued

Cash flow projections and key assumptions

Expected future cash flows used in discounted cash flow models are inherently uncertain and could materially change over time. Cash flow projections are affected by a number of factors including Mineral Resources and Mineral Reserves together with economic factors such as commodity prices, foreign exchange rates and discount rates and estimates of production costs and future capital expenditure.

Cash flow projections are based on financial forecasts and LoM plans incorporating key assumptions (refer to **page 232**) as detailed below:

- **Mineral Resources and Mineral Reserves:** Mineral Reserves and, where considered appropriate, Mineral Resources reflected within projected cash flows, based on Mineral Resources and Mineral Reserves statements (in accordance with the SAMREC Code for South African properties) and exploration and evaluation work undertaken by appropriately qualified persons. Mineral Resources are included where management has a high degree of confidence in their economic extraction, despite additional evaluation still being required prior to meeting the required confidence to convert to Mineral Reserves. Refer to the abridged Mineral Resources and Mineral Reserves report on **pages 116** to **131** or our website at https://www.panafricanresources.com/reserves-resources/ for further disclosure of the Group's Mineral Resources and Mineral Reserves and LoM plans
- **Commodity prices:** Commodity prices are based on the latest internal forecasts, benchmarked with external sources of information, to ensure that they are within the range of available analyst forecasts. Where existing sales contracts are in place, the effects of such contracts or hedging arrangements are considered in determining future cash flows
- **Discount rates:** Value in use and fair value less cost of disposal projections are sensitive to changes in the discount rate
- **Operating costs, capital expenditure and other operating factors:** Operating costs and capital expenditure are based on financial budgets. Cash flow projections are based on LoM plans and internal management forecasts. Cost assumptions incorporate management experience and expectations, as well as the nature and location of the operation and the risk associated therewith (for example, the grade of Mineral Resources and Mineral Reserves varying significantly over time and unforeseen operational issues).

Impairment considerations

No impairment indicators were identified in the Group's CGUs, other than the Sudan CGU, for impairment testing in the current and previous reporting periods.

Given the ongoing political unrest prevailing in Sudan, the decision has been taken to suspend exploration activities in Sudan's Red Sea State, resulting in an impairment of the carrying value of the assets within the CGU to fair value less cost to sell. A notice of force majeure has been issued to the Sudan Mineral Resources Company.

Sudan's exploration assets and leasehold improvements have been fully impaired while plant and machinery have been impaired to a recoverable amount of US$445 thousand. Their fair value was determined using a market approach by obtaining external quotations for the sale of plant and machinery in a second-hand market. The fair value is classified as Level 3 in the fair value hierarchy.

Climate-related risk

As part of the process of identifying impairment indicators, management considered the potential impact of climate-related risks, including transition risks and physical risks. These risks were evaluated through scenario analysis, the details of which can be found in our climate change report 2025. These risks do not currently give rise to impairment indicators and the Group expects the financial impact of climate-related matters to be fairly limited in the short and medium term.

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for the reporting period ended 30 June

15. PROPERTY, PLANT AND EQUIPMENT continued

US$ thousand	Land[1]	Mineral rights and mining property	Exploration assets – other[2]	Exploration assets – Sudan	Leasehold improve-ments	Buildings and infrastructure – owned	Buildings and infrastructure – right-of-use assets	Plant and machinery – owned	Plant and machinery – right-of-use assets	Capital under construction[3]	Shafts and exploration	Bearer plants	Other[4]	Total
Cost														
Balance as at 1 July 2023	5,004	35,005	24,955	1,569	1,069	86,592	755	274,133	4,159	22,068	179,974	1,051	750	637,084
Acquisitions	–	–	–	–	–	–	–	–	–	–	–	–	–	–
Additions	–	–	–	–	9	2,893	–	10,244	–	148,925	9,968	57	309	172,405
Disposals	–	–	–	–	–	–	–	(273)	–	(1)	–	–	–	(274)
Increase in environmental rehabilitation obligation	–	–	–	–	–	276	–	–	–	–	–	–	–	276
Borrowing costs capitalised	–	–	–	–	–	–	–	–	–	3,792	–	–	–	3,792
Transfers	–	–	–	–	–	15,887	–	6,570	–	(22,639)	–	–	–	(182)
Derecognition[5]	–	–	–	–	–	(8,077)	–	(32,491)	–	–	(18,209)	–	–	(58,777)
Foreign currency translation reserve movement	176	1,232	878	21	(74)	3,591	27	10,031	146	4,495	6,617	39	35	27,214
Balance as at 30 June 2024	**5,180**	**36,237**	**25,833**	**1,590**	**1,004**	**101,162**	**782**	**268,214**	**4,305**	**156,640**	**178,350**	**1,147**	**1,094**	**781,538**
Additions through business combination[6]	**–**	**31,628**	**22,718**	**–**	**–**	**5,126**	**1,082**	**18,240**	**–**	**20,601**	**–**	**–**	**9**	**99,404**
Additions	**–**	**1,007**	**3,921**	**–**	**–**	**2,032**	**125**	**9,376**	**–**	**148,019**	**2,625**	**–**	**804**	**167,909**
Additions – right-of-use asset	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**1,293**	**–**	**–**	**–**	**–**	**1,293**
Disposals	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**(306)**	**–**	**–**	**–**	**–**	**(21)**	**(327)**
(Decrease)/increase in environmental rehabilitation obligation	**–**	**(124)**	**–**	**–**	**–**	**1,236**	**–**	**–**	**–**	**554**	**–**	**–**	**–**	**1,666**
Borrowing costs capitalised	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**7,190**	**–**	**–**	**–**	**7,190**
Transfers	**1,504**	**–**	**–**	**–**	**–**	**55,030**	**–**	**108,790**	**–**	**(166,354)**	**–**	**–**	**1,386**	**356**
Foreign currency translation reserve movement	**164**	**911**	**699**	**39**	**25**	**3,949**	**21**	**9,441**	**137**	**3,413**	**4,483**	**28**	**72**	**23,382**
Balance as at 30 June 2025	**6,848**	**69,659**	**53,171**	**1,629**	**1,029**	**168,535**	**2,010**	**413,755**	**5,735**	**170,063**	**185,458**	**1,175**	**3,344**	**1,082,411**
Accumulated depreciation and accumulated impairment losses														
Balance as at 1 July 2023	–	(17,530)	–	–	(85)	(39,750)	(496)	(140,666)	(1,793)	–	(40,859)	(123)	(535)	(241,837)
Depreciation	–	(473)	–	–	(173)	(3,970)	(159)	(12,625)	(520)	–	(3,675)	(106)	(123)	(21,824)
Disposals	–	–	–	–	–	–	–	10	–	–	–	–	–	10
Transfers	–	–	–	–	–	–	–	31	–	–	–	–	–	31
Derecognition[5]	–	–	–	–	–	8,077	–	32,491	–	–	18,209	–	–	58,777
Foreign currency translation reserve movement	–	(630)	–	–	3	(1,512)	(22)	(5,296)	(78)	–	(1,543)	(7)	(22)	(9,107)
Balance as at 30 June 2024	**–**	**(18,633)**	**–**	**–**	**(255)**	**(37,155)**	**(677)**	**(126,055)**	**(2,391)**	**–**	**(27,868)**	**(236)**	**(680)**	**(213,950)**
Depreciation	**–**	**(473)**	**–**	**–**	**(57)**	**(12,608)**	**(123)**	**(15,896)**	**(693)**	**–**	**(4,082)**	**(109)**	**(353)**	**(34,394)**
Impairment losses	**–**	**–**	**52**	**(1,590)**	**(554)**	**–**	**–**	**(862)**	**–**	**–**	**–**	**–**	**–**	**(2,954)**
Disposals	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**131**	**–**	**–**	**–**	**–**	**10**	**141**
Transfers	**–**	**–**	**–**	**–**	**–**	**(148)**	**–**	**(604)**	**–**	**–**	**–**	**–**	**148**	**(604)**
Foreign currency translation reserve movement	**–**	**(473)**	**1**	**(39)**	**(21)**	**(1,219)**	**(20)**	**(3,533)**	**(76)**	**–**	**(787)**	**(8)**	**(25)**	**(6,200)**
Balance as at 30 June 2025	**–**	**(19,579)**	**53**	**(1,629)**	**(887)**	**(51,130)**	**(820)**	**(146,819)**	**(3,160)**	**–**	**(32,737)**	**(353)**	**(900)**	**(257,961)**
Carrying amount														
As at 30 June 2024	5,180	17,604	25,833	1,590	749	64,007	105	142,159	1,914	156,640	150,482	911	414	567,588
As at 30 June 2025	**6,848**	**50,080**	**53,224**	**–**	**142**	**117,405**	**1,190**	**266,936**	**2,575**	**170,063**	**152,721**	**822**	**2,444**	**824,450**

[1] *Land registers are maintained at the offices of Barberton Mines and Evander Mines, which may be inspected by a member or their duly authorised agents.*
[2] *Exploration assets comprise Evander South, Rolspruit, Poplar and Tennant Mines.*
[3] *Capital under construction balance represents ongoing capital projects within the Group.*
[4] *Other assets include computer equipment and furniture and fittings.*
[5] *Items of property, plant and equipment which are fully depreciated were derecognised as they are no longer in use.*
[6] *Refer to* ***note 39.***

Refer to **note 28** for property, plant and equipment pledged as security for the Group's senior debt.

15. PROPERTY, PLANT AND EQUIPMENT continued

Reconciliation of depreciation and amortisation as included in cost of production:

		GROUP	
US$ thousand	**Notes**	**FY25**	**FY24**
Depreciation of property, plant and equipment		**(34,394)**	(21,824)
Depreciation recognised in inventory		**646**	–
Amortisation of intangible assets	17	**(126)**	(81)
Add back: other depreciation and amortisation	9	**(514)**	661
Total depreciation and amortisation included in cost of production	7	**(33,360)**	(21,244)

16. GOODWILL

Accounting policy

Goodwill arising on the acquisition of subsidiaries is measured at cost less accumulated impairment losses.

Impairment

The Group tests its goodwill annually for impairment or more frequently if events or circumstances indicate a potential impairment.

For impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or CGUs. Goodwill arising from a business combination is allocated to CGUs or groups of CGUs that are expected to benefit from the synergies of the combination.

Impairment losses are allocated firstly to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets in the CGU on a pro rata basis.

	GROUP		COMPANY	
US$ thousand	**FY25**	**FY24**	**FY25**	**FY24**
Goodwill[1]	**17,098**	16,685	–	–

[1] *The movement is due to the translation at the closing rate of US$/ZAR:17.75 (FY24: US$/ZAR:18.19).*

The Group's goodwill was historically recognised on the acquisition of Barberton Mines in July 2007 and was allocated to Barberton Mines' mining operations' CGU from which the expected benefit from the business combination would arise.

Barberton Mines' impairment assessment was performed and no impairment of the goodwill was identified.

Impairment assessment and assumptions

The Group determines the recoverable amounts of goodwill by calculating the fair value less cost of disposal from the discounted LoM model cash flows of Barberton Mines' CGU. The fair value was categorised as Level 3 as the valuation technique significantly depends on unobservable valuation inputs. The Group prepares cash flow projections derived from the most recent financial forecasts approved by management. Fair value less cost of disposal is derived by discounting future cash flows of the CGU on a nominal basis using the following key assumptions:

	FY25	**FY24**
Nominal discount rate (post-tax) (%)	**14.8**	15.8
Gold price (ZAR/kg) – initial year[1]	**1,750,000**	1,250,000
Long-term cost inflation (%)	**5.1**	5.1
LoM (years)	**20**	20

[1] *In determining the forecast gold price for each year, management used consensus forecast prices and forward US$/ZAR exchange rates from various market sources.*

The estimated recoverable amount of the CGU exceeds its carrying amount by approximately US$148.9 million (FY24: US$46.2 million).

16. GOODWILL continued

Sensitivity analysis

There is a degree of uncertainty associated with the estimation of the long-term gold price forecast and other assumptions. To provide for this risk, management has estimated reasonable scenarios and sensitivities as follows:

	Unit	**Sensitivity**	**Adjusted inputs**	**(Decrease)/ increase in recoverable amount US$ thousand**	**Possible goodwill impairment US$ thousand**
FY25					
Gold price – initial year	**ZAR/kg**	**5% decrease in US$ gold price**	**1,662,500**	**(63,750)**	**–**
Nominal post-tax discount rate	**%**	**1% point increase in discount rate**	**15.84**	**(10,921)**	**–**
South African rand	**US$/ZAR**	**5% stronger**	**16.86**	**(63,750)**	**–**
South African rand	**US$/ZAR**	**3% weaker**	**18.28**	**38,213**	**–**
FY24					
Gold price – initial year	ZAR/kg	5% decrease in US$ gold price	1,187,500	(40,370)	–
Nominal post-tax discount rate	%	1% point increase in discount rate	16.80	(10,525)	–
South African rand	US$/ZAR	5% stronger	16.74	(40,370)	–
South African rand	US$/ZAR	3% weaker	18.15	22,468	–

17. INTANGIBLE ASSETS

Accounting policy

Intangible assets comprise software costs and are measured at cost less accumulated amortisation and accumulated impairment losses. These intangible assets are amortised over their estimated useful lives, usually between three and five years, or the duration of the licences.

		GROUP		COMPANY	
US$ thousand	**Note**	**FY25**	**FY24**	**FY25**	**FY24**
Software costs					
Balance as at 1 July		**365**	265	–	–
Cost		**1,290**	1,215	–	–
Accumulated amortisation		**(901)**	(926)	–	–
Accumulated impairment losses		**(24)**	(24)	–	–
Transfer to property, plant and equipment		**(346)**	–	–	–
Additions		**710**	169	–	–
Amortisation	15	**(126)**	(81)	–	–
Foreign currency translation reserve movement		**13**	12	–	–
Balance as at 30 June		**616**	365	–	–
Cost		**1,075**	1,290	–	–
Accumulated amortisation		**(459)**	(901)	–	–
Accumulated impairment losses		**–**	(24)	–	–

No changes were made to the useful lives of the intangible assets based on the review in the current and previous reporting periods.

No indicators of impairment were present in the current or previous reporting period and therefore no impairment loss was recognised.

18. INVESTMENT

Accounting policy

Investments in equity interests were measured at fair value through other comprehensive income. Refer to **note 4.4** for the policy addressing financial assets measured at fair value through other comprehensive income.

		GROUP		COMPANY	
US$ thousand		FY25	FY24	FY25	FY24
Tennant Consolidated Mining Group Proprietary Limited (Tennant company)[1]	Gold and copper mining	–	3,373	–	3,373
Total investment		–	3,373	–	3,373

The registered address of the investment is:

Tennant Company: Level 3/16 Ventnor Ave, West Perth, WA 60005, Australia.

Movement in investments

	GROUP		COMPANY	
US$ thousand	FY25	FY24	FY25	FY24
Balance as at 1 July	3,373	–	3,373	–
Acquisition of investment in Tennant company[1]	–	3,280	–	3,280
Fair value adjustment through other comprehensive income[2]	2,107	–	2,107	–
Deemed disposal[3]	(5,408)	–	(5,408)	–
Foreign currency translation reserve movement	(72)	93	(72)	93
Total investment	–	3,373	–	3,373

[1] *Tennant company is a gold and copper-focused resource company with an exploration portfolio of tenements located in the Northern Territory. The Company acquired 33,333 of Tennant company's issued share capital on 4 April 2024 representing an 8% shareholding.*

[2] *As indicated in **note 39**, the Company, through its wholly owned subsidiaries, acquired the remaining 92% share capital of Tennant company on 5 November 2024, resulting in a 100% equity interest in Tennant company. The initial equity interest was remeasured to fair value on the acquisition date.*

[3] *Tennant company has been consolidated into the Group's financial statements from the acquisition date, being the date on which control was obtained. Refer to **note 39**.*

19. INVESTMENTS IN SUBSIDIARIES

Accounting policy

The Company, in its separate financial statements, measures investments in subsidiaries at cost less accumulated impairment losses, if any.

The subsidiaries listed in the following table are incorporated in South Africa, which is also their principal place of business except for the following:

- Pan African Resources Minerals DMCC which is registered in Dubai
- Pan African Resources Minerals Co Limited which is registered in Sudan
- Tennant Consolidated Mining Group Proprietary Limited (Tennant company), Pan African Resources Australia Proprietary Limited and Catalpa Management Proprietary Limited (Catalpa) which are registered in Australia.

The registered address of the Company is Suite 31, 2nd Floor, 107 Cheapside, London, EC2V 6DN. The registered address of the Company's South African subsidiaries is The Firs Building, 2nd Floor, Office 204, corner Biermann and Cradock Avenues, Rosebank, Johannesburg, 2196.

The registered address of the Dubai company is Dubai Multi Commodities Centre, DMCC Business Centre, AG Tower, Dubai. The registered address of the Sudan company is House No 8, Block No 5, Khartoum 2, Khartoum.

The registered address for Tennant company, Pan African Resources Australia and Catalpa is Level 3, 16 Ventnor Ave, West Perth WA 6005.

19. INVESTMENTS IN SUBSIDIARIES continued

The Company has the following direct and indirect investments in subsidiaries:

		Direct statutory holding		Effective Group interest		COMPANY Carrying amount US$ thousand	
	Principal activity	FY25 %	FY24 %	FY25 %	FY24 %	FY25	FY24
South Africa							
Barberton Mines Proprietary Limited (Barberton Mines)	Gold mining	–	–	100.00	100.00	–	–
Evander Gold Mines Proprietary Limited (Evander Gold Mines)	Gold mining	–	–	100.00	100.00	–	–
Evander Gold Mining Proprietary Limited (Evander Mines)	Gold mining	–	–	100.00	100.00	–	–
Mogale Tailings Retreatment Proprietary Limited (MTR company)[1]	Gold mining	100.00	100.00	100.00	100.00	1,775	1,151
Mogale Gold Proprietary Limited (Mogale Gold)	Gold mining	–	–	100.00	100.00	–	–
Mintails SA Soweto Cluster Proprietary Limited (MSC)	Gold mining	–	–	100.00	100.00	–	–
Mogale Clay Proprietary Limited (Mogale Clay)	Clay mining	–	–	70.00	70.00	–	–
Pan African Resources Funding Company Limited (Funding Company)	Treasury services	100.00	100.00	100.00	100.00	–	–
Pan African Resources SA Holdings Proprietary Limited (PAR SA Holdings)	Holding company	100.00	100.00	100.00	100.00	87,430	85,315
Pan African Resources Management Services Company Proprietary Limited (PAR Management Services)	Managerial services	100.00	100.00	100.00	100.00	1,127	1,100
Concrete Rose Trading Proprietary Limited (Concrete Rose)	B-BBEE company	–	–	100.00	100.00	–	–
PAR Gold Proprietary Limited (PAR Gold)	Investing	–	–	49.90	49.90	–	–
Evander Solar Solutions Proprietary Limited (Evander Solar Solutions)	Solar plants	100.00	100.00	100.00	100.00	–	–
Barberton Blue Proprietary Limited (Barberton Blue)	Agricultural ESG project	80.00	80.00	80.00	80.00	–	–
Barberton Green Proprietary Limited (Barberton Green)	Agricultural ESG project	–	–	100.00	100.00	–	–
Pan African Resources Properties Proprietary Limited (PAR Properties)	Property company	100.00	100.00	100.00	100.00	59	58
Australia							
Pan African Resources Australia Proprietary Limited	Holding company	100.00	–	100.00	–	–	–
Tennant Consolidated Mining Group Proprietary Limited (Tennant company)[2]	Mining	8.00	–	100.00	–	5,539	–
Catalpa Management Proprietary Limited[3]	Holding company	100.00	–	100.00	–	4,844	–
Yungatha Asset Holdings Proprietary Limited	Mining accommodation	–	–	100.00	–	–	–
Other							
Pan African Resources Minerals DMCC	Holding company of the operations in Sudan	80.00	80.00	80.00	80.00	–	22
Pan African Resources Minerals Co Limited	Exploration – Sudan	–	–	100.00	100.00	–	–
Total direct investments in subsidiaries						100,774	87,646

NOTES TO THE ANNUAL FINANCIAL STATEMENTS continued

19. INVESTMENTS IN SUBSIDIARIES continued

Movement in direct investments in subsidiaries

	COMPANY	
US$ thousand	**FY25**	**FY24**
Balance as at 1 July	87,646	83,555
Investment in Tennant company[2]	5,408	–
Investment in Catalpa[3]	4,828	–
Impairment[4]	(23)	–
Financial guarantees to subsidiary issued during the period[1]	602	1,151
Foreign currency translation reserve movement	2,313	2,940
Total direct investments in subsidiaries	100,774	87,646

[1] *In the comparative period, the amount of US$1,151 was previously inadvertently disclosed as US$1,166. The comparative disclosure has been corrected in the current reporting period, with a resultant impact on the foreign currency translation reserve movement.*

[2] *The Company obtained control over Tennant company in November 2024; refer to* ***note 39****. While the Company already had an 8% shareholding in the prior reporting period, it did not have control. The investment was accounted for as an equity investment; refer to* ***note 18****.*

[3] *The Company acquired 100% of Catalpa in the current reporting period. Catalpa is a non-operational holding company that holds 12% of Tennant company's issued share capital.*

[4] *Pan African Resources Minerals DMCC, registered in Dubai, is the holding company of Pan African Resources Minerals Co Limited, registered in Sudan. The Group, through Pan African Resources Minerals Co Limited secured five prospecting concessions (or exploration licences) in north-eastern Sudan during the 2022 reporting period. Due to the ongoing political unrest prevailing in Sudan, a decision has been taken to suspend exploration activities in Sudan's Red Sea State resulting in an impairment of the carrying value of the investment.*

Other than the impairment indicator in Sudan, no further indicators of impairment in respect of the above outlined investments in subsidiaries were identified.

20. ENVIRONMENTAL REHABILITATION OBLIGATION FUND

Accounting policy

These investments are classified as financial assets at fair value through profit or loss. Refer to **note 4.4** for the policy addressing financial assets measured at fair value through profit or loss.

Funds held in insurance investment products

		South Africa			Australia	
US$ thousand	**Note**	**Barberton Mines**	**Evander Mines**	**MTR operation**	**Tennant Mines**	**Total**
Balance as at 1 July 2023		3,610	18,000	17	–	21,627
Fair value gain recognised in profit or loss	9	377	1,930	12	–	2,319
Foreign currency translation reserve movement		138	688	1	–	827
Balance as at 30 June 2024		4,125	20,618	30	–	24,773
Contributions		–	–	–	1,187	1,187
Drawdowns		(33)	(97)	(4)	–	(134)
Interest earned on rehabilitation funds		–	–	1	–	1
Fair value gain recognised in profit or loss	9	436	2,179	1	–	2,616
Foreign currency translation reserve movement		113	561	1	–	675
Balance as at 30 June 2025		4,641	23,261	29	1,187	29,118

The South African operations invest in an insurance investment product held by Cenviro Solutions Proprietary Limited (Cenviro Solutions) underwritten by Centriq Insurance Company Limited. Contributions are made in the form of premiums paid to Cenviro Solutions and funds are held in insurance investment products. The insurance policies are held in the respective names of the mining operations, Evander Mines, Barberton Mines and the MTR operation.

Cenviro Solutions has issued guarantees to the Department of Mineral and Petroleum Resources (DMPR) in support of the Group's South African environmental rehabilitation obligation. The Group's South African environmental rehabilitation obligation is fully funded by the investments held in the investment products.

The Australian operation pays bonds upfront to cover 100% of the costs of site rehabilitation to the Northern Territory Government (NTG). The contribution amount is calculated by completing the NTG provided calculator with applicable rates dependent upon activity and stage of operation. Based upon this calculation, the NTG issues a letter stating overall liability applicable and at what stage payments are required. Tennant Mines is required to make payments prior to the commencement of identified activities. The funds are held in trust by the NTG in the name of Tennant company until Tennant company provides evidence of completion of rehabilitation works. The fund is classified as a financial asset at amortised cost.

Refer to **note 27** for details of the environmental rehabilitation obligation.

21. INVENTORY

Accounting policy

Inventory is measured at the lower of cost, determined on a weighted average basis, and net realisable value. Costs include direct mining costs and mine overheads.

An allowance for obsolete or damaged inventory is maintained by the Group. The level of the allowance for obsolete inventory is equivalent to the value of the difference between the cost of the inventory and its net realisable value at the reporting date. Movement in this allowance is recognised in profit or loss and included in cost of production.

	GROUP		COMPANY	
US$ thousand	**FY25**	**FY24**	**FY25**	**FY24**
Gold at Rand Refinery	5,343	6,323	–	–
Consumables stores	15,852	10,115	–	–
Current portion of long-term inventory	18,131	213	–	–
Allowance for obsolete inventory	(439)	(220)	–	–
Current inventory	38,887	16,431	–	–
Long-term inventory[1]	25,698	12,263	–	–
Total inventory	64,585	28,694	–	–
Inventory recognised in cost of production	27,358	33,862	–	–

[1] *The long-term inventory increased in the current reporting period as a result of the acquisition of Tennant Mines (refer to* ***note 39****) and relates to a holding of tailings contained in Barberton Mines' Harper tailings storage facility (TSF), Mogale Gold, MSC and Tennant Mines.*

There was no write-down of inventory to net realisable value or any reversal of write-downs in the current or previous reporting period.

22. TRADE AND OTHER RECEIVABLES

Accounting policy

Trade and other receivables are measured at initial recognition at fair value plus transaction costs. They are subsequently measured at amortised cost, less an allowance for ECLs. Refer to **note 4.4** for the policy addressing financial assets measured at amortised cost.

		GROUP		COMPANY	
US$ thousand	**Note**	**FY25**	**FY24**	**FY25**	**FY24**
Trade receivables[1]		–	328	–	–
Net other receivables		3,648	3,680	–	–
– Other receivables[2]		3,844	3,740	–	–
– Loss allowance	36	(196)	(60)	–	–
Financial assets		3,648	4,008	–	–
Prepayments		3,191	825	87	98
Indirect taxes receivable[3]		8,657	10,342	292	–
Non-financial assets		11,848	11,167	379	98
Trade and other receivables		15,496	15,175	379	98

[1] *Trade receivables arise from the sale of by-products.*

[2] *Other receivables arise from transactions outside the normal operating activities of the Group and consist mainly of a large number of small debtor balances of US$2.4 million (FY24: US$1.8 million) of Evander Mines and Barberton Mines.*

[3] *Indirect taxes receivable comprises value-added tax (VAT) for the South African operations and goods and services tax (GST) for the Australian operations.*

Information relating to credit risk of trade and other receivables is included in **note 36.**

Trade receivables have been pledged as security in terms of the Group's senior debt as disclosed in **note 28.**

The fair value of trade and other receivables approximates the carrying amount given their short-term nature.

23. CASH AND CASH EQUIVALENTS

Accounting policy

Refer to **note 4.4** for the policy addressing financial assets measured at amortised cost.

	GROUP		COMPANY	
US$ thousand	**FY25**	**FY24**	**FY25**	**FY24**
Cash and cash equivalents	49,532	26,332	3,106	2,851
Restricted cash[1]	(89)	(82)	–	–
Total cash and cash equivalents net of restricted cash	49,443	26,250	3,106	2,851

[1] *Restricted cash relates to funds withdrawn from the environmental rehabilitation obligation fund and COVID-19 Temporary Employee Relief Scheme funds.*

Information relating to credit risk of cash and cash equivalents is included in **note 36.3**.

24. SHARE CAPITAL

Issued share capital

	GROUP		COMPANY	
Number of shares	**FY25**	**FY24**	**FY25**	**FY24**
Authorised and issued number of ordinary shares	2,335,675,263	2,222,862,046	2,335,675,263	2,222,862,046
Reconciliation of the number of shares:				
Number of ordinary shares in issue at 1 July	2,222,862,046	2,222,862,046	2,222,862,046	2,222,862,046
Issued[1]	112,813,217	–	112,813,217	–
Treasury shares	(306,358,058)	(306,358,058)	(306,358,058)	(306,358,058)
Number of ordinary shares outstanding and fully paid	2,029,317,205	1,916,503,988	2,029,317,205	1,916,503,988

The ordinary shares have a par value of 1 pence.

The movement in share capital for the reporting period is as follows:

	GROUP		COMPANY	
US$ thousand	**FY25**	**FY24**	**FY25**	**FY24**
Balance as at 1 July	38,002	38,002	38,002	38,002
Issued[1]	1,440	–	1,440	–
Balance as at 30 June	39,442	38,002	39,442	38,002

[1] *Of the issued shares, 83,597,210 were issued for the acquisition of Tennant company and 4,298,400 were issued for the acquisition of Yungatha. The remaining 24,917,607 shares were issued to a prior lender of Tennant company, to novate an existing debt obligation. Refer to **note 39.***

25. SHARE PREMIUM

The movement in the share premium for the period is as follows:

	GROUP		COMPANY	
US$ thousand	**FY25**	**FY24**	**FY25**	**FY24**
Balance as at 1 July	235,063	235,063	235,063	235,063
Capital reduction	(235,063)	–	(235,063)	–
Shares issued[1]	10,877	–	10,877	–
Balance as at 30 June	10,877	235,063	10,877	235,063

[1] *During the current reporting period, 24,917,607 shares were issued to a prior lender of Tennant company, to novate an existing debt obligation. Refer to **note 39**.*

Capital reduction

Formal approval of the capital reduction was granted by the High Court of Justice (the Court) on 2 July 2024. The Court order confirming the capital reduction and statement of capital approved by the Court was registered with the Registrar of Companies on 18 July 2024, and therefore the capital reduction became effective on this date. Following the share capital reduction, the Company's share premium account was cancelled in full, with the amount appropriated to retained earnings.

Details of the capital reduction, the purpose of which was to create distributable reserves and to enable the Company to address certain historical dividends issues, were more particularly set out in the Company's notice of general meeting, published by the Company on 24 May 2024, a copy of which is available on the Company's website.

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26. RESERVES

	GROUP							
US$ thousand	Foreign currency translation reserve[1]	Share-based payment reserve[2]	Realisation of equity reserve[3]	Treasury share reserve[4]	Merger reserve[5]	Share buy-back reserve[6]	Fair value reserve[7]	Total reserves
Balance as at 1 July 2023	(214,183)	2,612	(18,122)	(24,872)	(21,638)	(3,073)	(4,496)	(283,772)
Transfer of foreign currency translation reserve[8]	(391)	–	–	–	–	–	–	(391)
Foreign currency translation reserve movement	11,658	–	–	–	–	–	–	11,658
Balance as at 30 June 2024	**(202,916)**	**2,612**	**(18,122)**	**(24,872)**	**(21,638)**	**(3,073)**	**(4,496)**	**(272,505)**
Shares issued	–	–	–	–	38,369	–	–	38,369
Fair value adjustment of investment	–	–	–	–	–	–	2,107	2,107
Foreign currency translation reserve movement	12,893	–	–	–	–	–	–	12,893
Balance as at 30 June 2025	**(190,023)**	**2,612**	**(18,122)**	**(24,872)**	**16,731**	**(3,073)**	**(2,389)**	**(219,136)**

[1] *The translation reserve comprises all foreign exchange differences arising from the translation of the Group's financial statements to its presentation currency of US$ and the translation of the financial statements of foreign operations.*

[2] *The share-based payment reserve consists of historical costs relating to the equity-settled share-based payment arrangement established by the Company on 1 September 2005 to specific employees, officers, directors and qualifying consultants as approved by the board. On 15 January 2018, the Group concluded a broad-based black economic empowerment (B-BBEE) restructuring exercise with Concrete Rose as the Group's new B-BBEE entity. Concrete Rose's issued share capital is held 49.9% by Funding Company and 50.1% by strategic B-BBEE partners through a vendor-financed arrangement. The nature of the restructuring transaction gave Concrete Rose a 22.11% ownership in PAR SA Holdings. The B-BBEE entity's ultimate shareholding in PAR SA Holdings will be determined by reference to the value of PAR SA Holdings and the increase in the vendor loan on expiry of the scheme. On the effective date of the transaction, the implied option in this scheme was valued at US$608.3 thousand. The incremental value arose due to an extension of the B-BBEE scheme's original term from 31 December 2018 to 31 December 2021, and an increase in the trickle dividend from 5% to 10%. The Group's B-BBEE transaction was unwound during the 2023 reporting period.*

[3] *The realisation of equity reserve was created in June 2009 through the acquisition of PAR Gold's 26% shareholding in Barberton Mines, in exchange for the issue of new ordinary shares in the Company to PAR Gold.*

[4] *The treasury share reserve was created on 7 June 2016. The Group purchased shares in PAR Gold, representing 23.83% or 436.4 million of its issued share capital at the time. The accounting effect of this transaction was similar to that of a share buy-back as the Group acquired shares in a company that held an investment in the Company. On 30 May 2018, PAR Gold publicly disposed of 130 million shares in the Company resulting in its shareholding reducing to 13.1% (FY24: 13.8%).*

[5] *The merger reserve consists of the historical Barberton Mines reverse acquisition reserve of a debit balance of US$21,638 and the current period merger relief reserve that arose on the acquisition of Tennant company of a credit balance of US$38,369. The merger relief reserve was recognised in accordance with section 612 of the Companies Act 2006.*

[6] *As announced on SENS on 12 May 2022, the Company completed its share buy-back programme. All shares purchased under the programme have been cancelled.*

[7] *The fair value reserve comprises unrealised gains and losses recognised on financial assets measured at fair value through other comprehensive income.*

[8] *During the previous reporting period, management established that it had, from inception, incorrectly assessed the Sudanese pound to be the functional currency of the Sudan foreign operation. The foreign operation is required to be assessed as an extension of the Company and as such should apply the same functional currency as the Company, namely the South African rand. The impact of the error was immaterial and corrected in the previous reporting period by transferring the related foreign currency reserve balance to retained earnings.*

26. RESERVES continued

	COMPANY					
US$ thousand	Foreign currency translation reserve[1]	Share-based payment reserve[2]	Merger reserve[3]	Share buy-back reserve[4]	Fair value reserve[5]	Total reserves
Balance as at 1 July 2023	(171,045)	1,481	3,153	(3,073)	(4,496)	(173,980)
Foreign currency translation reserve movement	4,731	–	–	–	–	4,731
Balance as at 30 June 2024	**(166,314)**	**1,481**	**3,153**	**(3,073)**	**(4,496)**	**(169,249)**
Shares issued			38,369	–	–	38,369
Fair value adjustment of investment	–	–	–	–	2,107	2,107
Foreign currency translation reserve movement	3,829	–	–	–	–	3,829
Balance as at 30 June 2025	**(162,485)**	**1,481**	**41,522**	**(3,073)**	**(2,389)**	**(124,944)**

[1] *The translation reserve comprises all foreign exchange differences arising from the translation of the Company's financial statements to its presentation currency of US$.*

[2] *The share-based payment reserve consists of historical costs relating to the equity-settled share-based payment arrangement established by the Company on 1 September 2005 to specific employees, officers, directors and qualifying consultants as approved by the board. On 15 January 2018, the Group concluded a B-BBEE restructuring exercise with Concrete Rose as the Group's new B-BBEE entity (refer to* ***note 19****). Concrete Rose's issued share capital is held 49.9% by Funding Company and 50.1% by strategic B-BBEE partners through a vendor-financed arrangement. The nature of the restructuring transaction gave Concrete Rose a 22.11% ownership in PAR SA Holdings. The B-BBEE entity's ultimate shareholding in PAR SA Holdings will be determined by reference to the value of PAR SA Holdings and the increase in the vendor loan on expiry of the scheme. On the effective date of the transaction, the implied option in this scheme was valued at US$608.3 thousand. The incremental value arose due to an extension of the B-BBEE scheme's original term from 31 December 2018 to 31 December 2021, and an increase in the trickle dividend from 5% to 10%. The Group's B-BBEE transaction was unwound during the 2023 reporting period.*

[3] *The merger reserve consists of the historical Barberton Mines reverse acquisition reserve of a debit balance of US$21,638 and the current period merger relief reserve that arose on the acquisition of Tennant company of a credit balance of US$38,369. The merger relief reserve was recognised in accordance with section 612 of the Companies Act 2006.*

[4] *As announced on SENS on 12 May 2022, the Company completed its share buy-back programme. All shares purchased under the programme have been cancelled.*

[5] *The fair value reserve comprises gains and losses recognised on financial assets measured at fair value through other comprehensive income.*

NOTES TO THE ANNUAL FINANCIAL STATEMENTS continued

27. ENVIRONMENTAL REHABILITATION OBLIGATION

Accounting policy

An obligation to incur environmental restoration, rehabilitation and decommissioning costs arises when disturbance is caused by the development or ongoing production of a mining asset.

These obligations are based on the mining operations' environmental plans, in compliance with current environmental and regulatory requirements. The obligation is based on the net present value of the estimated cost of restoring the environmental disturbance that has occurred up to the reporting date.

These costs are initially capitalised to property, plant and equipment and are subsequently recognised in profit or loss over the life of the operation through depreciation of the asset and the unwinding of the discount on the obligation.

Annual changes in the obligation consist of finance costs relating to the change in the present value and changes in estimates. Increases due to additional environmental disturbances are capitalised to property, plant and equipment and depreciated over the remaining lives of the mines. However, where no related assets are present, these are recognised in profit or loss.

The estimates are reviewed annually by the Group and are discounted using a risk-free rate that is adjusted to reflect the current market assessments of the time value of money and the risks specific to the obligation.

The Group provides for the present value of decommissioning costs other than rehabilitation costs, if any, when the directors have prepared a detailed plan for closure of the particular operation, the remaining life of which is such that significant changes to the plan are unlikely, and the directors have raised a valid expectation in those affected that it will carry out the closure by starting to implement that plan or announcing its main features to those affected by it.

Assumptions and estimates

The amount recognised as an obligation represents management's best estimate of the consideration required to complete the restoration and rehabilitation activity. These estimates are inherently uncertain and could materially change over time.

At each reporting date, the Group estimates the environmental rehabilitation obligation. There is judgement in the assumptions used in determining the estimated obligation which include:

- closure costs, which are determined in accordance with regulatory requirements
- the inflation rate, which has been adjusted for a long-term view
- the risk-free rate, which is compounded annually and linked to the LoM
- the LoM and related Mineral Resources and Mineral Reserves. Refer to the unaudited abridged Mineral Resources and Mineral Reserves report on **pages 116** to **131**.

An average discount rate ranging between 7.0% and 18.0% (FY24: between 8.2% and 21.3%), an average inflation rate of 6% (FY24: 6%) and the discount periods as per the expected LoM were used in the calculation of the estimated net present value of the rehabilitation liability. The periods to rehabilitation range from 6 to 23 years (FY24: 7 to 20 years).

An assessment of the Group's environmental rehabilitation plan identified a risk relating to the potential pollution of groundwater at Barberton Mines. As a result of the amendments to the Financial Closure Provision Regulations promulgated in terms of the National Environmental Management Act, 107 of 1998, the Group is required to include an obligation for all latent and residual environmental liabilities, including water pollution, as part of the obligation for environmental rehabilitation and decommissioning costs. The Group has undertaken several detailed assessments, including a geohydrological study at Barberton Mines, to ascertain the latent and residual environmental liability as a result of the amendments and to quantify the impact of the amendments. Based on the current closure cost estimate, the amendments will result in an increase to the current obligation of approximately US$3.0 million (US$0.7 million on a discounted basis) for environmental and decommissioning costs in real terms, once the amendments become effective. The effective date of the amendments is yet to be determined. Given the uncertainty, no obligation has been recognised at the reporting date.

While not a member of the International Council on Mining and Metals, the Group is working towards conformance with the Global Industry Standard for Tailings Management (GISTM) as far as reasonably practicable, with respect to its TSFs.

While this work is ongoing, it is not currently possible to reliably estimate the value of incremental costs required to achieve conformance with the new standard and hence no additional obligation has been recognised in this respect. Part of the work currently being conducted may require no modifications to the Group's TSFs to achieve GISTM compliance. For further details regarding progress and conformance refer to our website: https://www.panafricanresources.com/pan-african-resources-tailings-management-system/

27. ENVIRONMENTAL REHABILITATION OBLIGATION continued

The movement in the Group's environmental rehabilitation obligation is as follows:

		GROUP		COMPANY	
US$ thousand	**Notes**	**FY25**	**FY24**	**FY25**	**FY24**
Balance as at 1 July		**19,688**	16,741	–	–
Additions through business combination[1]		**625**	–	–	–
Rehabilitation costs incurred		**(232)**	–	–	–
Change in estimate – recognised in profit or loss	9	**(481)**	(62)	–	–
Change in estimate – capitalised to long-term inventory		**–**	(83)	–	–
Change in estimate – capitalised to plant and equipment	15	**1,666**	276	–	–
Unwinding of finance costs	12	**2,156**	2,161	–	–
Foreign currency translation reserve movement		**560**	655	–	–
Balance as at 30 June		**23,982**	19,688	–	–

[1] *Refer to* ***note 39****.*

28. BORROWINGS

		GROUP		COMPANY	
US$ thousand	**Notes**	**FY25**	**FY24**	**FY25**	**FY24**
Revolving credit facility (RCF)	28.1	**13,988**	10,842	–	–
Term loan	28.2	**68,804**	53,519	–	–
Green loan	28.3	**–**	19,199	–	–
DMTN bond	28.4	**67,972**	44,225	–	–
Realside facility	28.5	**29,822**	–	–	–
Northern Territory of Australia loan	28.6	**7,049**	–	–	–
National Australia Bank loan	28.7	**2,342**	–	–	–
		189,977	127,785	–	–
Less: current portion		**(86,335)**	(4,729)	–	–
Non-current portion		**103,642**	123,056	–	–
Total borrowings		**189,977**	127,785	–	–

During the current reporting period, the Group issued a listed bond to the cumulative value of ZAR840 million (US$47.8 million) at an exchange rate of US$/ZAR:17.56.

During the previous reporting period, the Group entered into a term and RCF agreement underwritten by RMB, with Nedbank Limited (acting through its Nedbank Corporate and Investment Banking division) as co-financier. The agreement provides for a term loan amounting to ZAR1.3 billion (US$70.3 million), designated for the funding of the Group's MTR operation and a refinance of the existing RCF of ZAR1 billion (US$54.1 million) with a new repayment date of 30 June 2026.

The RCF has a three-year term and provides the Group with access to flexible and cost-effective working capital. The term loan has a six-year term, with quarterly repayments commencing two years after the financial close date. The financial close date for this agreement for both facilities became effective on 31 July 2023.

The term and RCF agreement was amended during the previous reporting period to include a rand-denominated term loan facility (green loan) available to the Group amounting to ZAR350 million (US$19.2 million) for purposes of financing or refinancing eligible green projects.

28. BORROWINGS continued

The terms of this agreement are set out below.

Lenders	Rand Merchant Bank (a division of FirstRand Bank Limited) and Nedbank Limited (acting through its Nedbank Corporate and Investment Banking division)
Borrower	Funding Company
Guarantors	Pan African Resources PLC; Evander Gold Mining Proprietary Limited; Barberton Mines Proprietary Limited; Evander Gold Mines Proprietary Limited; Pan African Resources SA Holdings Proprietary Limited; Mogale Tailings Retreatment Proprietary Limited; Mogale Gold Proprietary Limited; Mintails SA Soweto Cluster Proprietary Limited and Evander Solar Solutions Proprietary Limited
Bonds as security for the facility	The following bonds were registered in favour of the lenders: • Mortgage bond B3644/2015 – Barberton Mines/Bowwood and Main No. 40 (RF) Proprietary Limited • Mortgage bond B1163/2016 – Evander Gold Mining/Bowwood and Main No. 40 (RF) Proprietary Limited • Mortgage bond B4673/2015 – Evander Gold Mining/Bowwood and Main No. 40 (RF) Proprietary Limited • Mortgage bond B7829/2015 – Evander Gold Mining/Bowwood and Main No. 40 (RF) Proprietary Limited • General notarial bond BN15110/2015 – Barberton Mines/Bowwood and Main No. 40 (RF) Proprietary Limited • General notarial bond BN15357/2015 – Evander Gold Mining/Bowwood and Main No. 40 (RF) Proprietary Limited • General notarial bond BN20757/2017 – Evander Gold Mining/Bowwood and Main No. 40 (RF) Proprietary Limited • General notarial bond BN20755/2017 – Barberton Mines/Bowwood and Main No. 40 (RF) Proprietary Limited • Special notarial bond BN15563/2015 – Evander Gold Mining/Bowwood and Main No. 40 (RF) Proprietary Limited • Special notarial bond BN15616/2015 – Barberton Mines/Bowwood and Main No. 40 (RF) Proprietary Limited • Special notarial bond BN20758/2017 – Evander Gold Mining/Bowwood and Main No. 40 (RF) Proprietary Limited • Special notarial bond BN20756/2017 – Barberton Mines/Bowwood and Main No. 40 (RF) Proprietary Limited • Special notarial bond BN12838/2018 – Evander Gold Mining/Bowwood and Main No. 40 (RF) Proprietary Limited
Ceded rights to the lenders as security for the facilities	• Bank accounts • Trade debtors • Insurance proceeds • Immovable property • Shares held in subsidiaries

28.1 Revolving credit facility

The movement on the RCF is as follows:

	GROUP		COMPANY	
US$ thousand	**FY25**	**FY24**	**FY25**	**FY24**
Balance as at 1 July	**10,842**	10,628	–	–
Drawdowns	**69,534**	42,796	–	–
Finance costs incurred	**4,189**	2,005	–	–
Commitment fees capitalised	**–**	91	–	–
Non-refundable fees	**–**	(303)	–	–
Unwinding of non-refundable fees	**114**	140	–	–
Repayment of capital	**(65,696)**	(42,854)	–	–
Repayment of finance costs	**(4,049)**	(1,836)	–	–
Foreign currency translation reserve movement	**(946)**	175	–	–
Balance as at 30 June	**13,988**	10,842	–	–
Less: current portion	**(13,988)**	(66)	–	–
Non-current portion	**–**	10,776	–	–

28. BORROWINGS continued

28.1 Revolving credit facility continued

The terms of the RCF are as follows:

Facility amount	ZAR1 billion
Interest rate	Depending on the rollover period based on one-month, three-month or six-month JIBAR
Interest rate margin – Tranche 1 (ZAR600 million)	2.75% as may be adjusted in accordance with the sustainability performance targets and KPIs. The margin was adjusted in the previous reporting period to 2.72% (FY24: 2.71%)
Interest rate margin – Tranche 2 (ZAR400 million)	2.75%
Commitment fee	0.9625% of the aggregate of the available commitment, payable quarterly in arrears
Term of loan	35 months effective from 31 July 2023
Repayment period	Bullet repayment at the final maturity date
Final maturity date	30 June 2026

28.2 Term loan

The movement on the term loan is as follows:

	GROUP		COMPANY	
US$ thousand	**FY25**	**FY24**	**FY25**	**FY24**
Balance as at 1 July	**53,519**	–	–	–
Drawdowns	**17,102**	52,328	–	–
Finance costs incurred	**7,649**	3,160	–	–
Non-refundable fees	**–**	(1,065)	–	–
Unwinding of non-refundable fees	**185**	165	–	–
Repayment of capital	**(3,662)**	–	–	–
Repayment of finance costs	**(7,742)**	(3,185)	–	–
Foreign currency translation reserve movement	**1,753**	2,116	–	–
Balance as at 30 June	**68,804**	53,519	–	–
Less: current portion	**(14,648)**	(33)	–	–
Non-current portion	**54,156**	53,486	–	–

The terms of the loan are as follows:

Facility amount	ZAR1.3 billion
Interest rate	Three-month JIBAR
Interest rate margin – Tranche 1 (ZAR780 million)	2.85% as may be adjusted in accordance with the sustainability performance targets and KPIs. The margin was adjusted in the previous reporting period to 2.81%
Interest rate margin – Tranche 2 (ZAR520 million)	2.85%
Commitment fee	0.9625% of the aggregate of the available commitment, payable quarterly in arrears
Term of loan	Six years effective from 31 July 2023
Repayment period	Quarterly repayments on 31 March, 30 June, 30 September and 31 December commencing 30 June 2025
Final maturity date	31 July 2029

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28. BORROWINGS continued

28.3 Green loan

The movement on the green loan is as follows:

	GROUP		COMPANY	
US$ thousand	FY25	FY24	FY25	FY24
Balance as at 1 July	19,199	–	–	–
Drawdowns	–	19,074	–	–
Finance costs incurred	1,851	89	–	–
Non-refundable fees	–	(56)	–	–
Unwinding of non-refundable fees	55	1	–	–
Repayment of capital	(19,686)	–	–	–
Repayment of finance costs	(1,880)	(80)	–	–
Foreign currency translation reserve movement	461	171	–	–
Balance as at 30 June	–	19,199	–	–
Less: current portion	–	(4,385)	–	–
Non-current portion	–	14,814	–	–

The green loan was prepaid during the current reporting period and the facility is no longer available.

The terms of the facility were as follows:

Facility amount	ZAR350 million
Interest rate	Three-month JIBAR
Interest rate margin	2.85%
Interest rate margin benefit	0.1% per annum
Commitment fee	0.9625% of the aggregate of the available commitment, payable quarterly in arrears
Term of loan	Five years effective from June 2024
Repayment period	Quarterly repayments on 31 March, 30 June, 30 September and 31 December commencing 30 September 2024
Final maturity date	31 July 2029

28.4 DMTN bonds

The movement on the DMTN bonds is as follows:

	GROUP		COMPANY	
US$ thousand	FY25	FY24	FY25	FY24
Balance as at 1 July	44,225	42,726	–	–
Notes issued	47,836	–	–	–
Settlement of notes	(24,936)	–	–	–
Finance costs incurred	6,963	5,145	–	–
Repayment of finance costs	(7,028)	(5,172)	–	–
Foreign currency translation reserve movement	912	1,526	–	–
Balance as at 30 June	67,972	44,225	–	–
Less: current portion	(20,366)	(245)	–	–
Non-current portion	47,606	43,980	–	–

During the current reporting period, the Group issued an additional listed bond (PARS03) to the cumulative value of ZAR840 million (US$47.8 million) at an exchange rate of US$/ZAR:17.56. As a result of the new bond issue of PARS03, PARS01 holders elected to exchange their PARS01 Notes to PARS03 Notes resulting in a partial redemption of PARS01 amounting to ZAR437.9 million (US$24.9 million).

28. BORROWINGS continued

28.4 DMTN bonds continued

The terms of the bonds issued under the DMTN programme are as follows:

Debt security code	PARS01	PARS02	PARS03
ISIN	ZAG000192758	ZAG000192766	ZAG000209834
Type of debt security	Senior second ranking secured	Senior second ranking secured	Senior second ranking secured
Listing	Sustainability segment of the JSE	Sustainability segment of the JSE	Sustainability segment of the JSE
Issue date	13 December 2022	13 December 2022	22 October 2024
Issue price	100%	100%	100%
Nominal amount per note	ZAR1 million	ZAR1 million	ZAR1 million
Aggregate nominal amount	ZAR147,124,000 (FY24: ZAR585,000,000)	ZAR215,000,000	ZAR840,000,000
Reference rate	Three-month JIBAR	Three-month JIBAR	Three-month JIBAR
Margin	3.60%	3.75%	3.05%
Interest commencement date	13 December 2022	13 December 2022	22 October 2024
Interest payment basis	Floating rate	Floating rate	Floating rate
First interest payment date	13 March 2023	13 March 2023	22 December 2024
Interest payment terms	Quarterly	Quarterly	Quarterly
Instalment dates:	n/a	n/a	22 March 2026, 22 March 2027 and 22 March 2028
Instalment amounts (expressed as a percentage of the aggregate nominal amount of the notes)	n/a	n/a	25% on 22 March 2026, 25% on 22 March 2027 and 50% on 22 March 2028
Reduction in nominal amount	ZAR437,876,000	ZARnil	ZARnil
Maturity date	13 December 2025	13 December 2027	22 March 2028
Final maturity amount	100%	100%	100%
Guarantors	Pan African Resources PLC; Evander Gold Mining Proprietary Limited; Barberton Mines Proprietary Limited; Evander Gold Mines Proprietary Limited and Pan African Resources SA Holdings Proprietary Limited	Pan African Resources PLC; Evander Gold Mining Proprietary Limited; Barberton Mines Proprietary Limited; Evander Gold Mines Proprietary Limited and Pan African Resources SA Holdings Proprietary Limited	Pan African Resources PLC; Evander Gold Mining Proprietary Limited; Barberton Mines Proprietary Limited; Evander Gold Mines Proprietary Limited; Pan African Resources SA Holdings Proprietary Limited; Evander Solar Solutions Proprietary Limited; Mogale Tailings Retreatment Proprietary Limited; Mogale Gold Proprietary Limited and Mintails SA Soweto Cluster Proprietary Limited
Dealer	Rand Merchant Bank, a division of FirstRand Bank Limited	Rand Merchant Bank, a division of FirstRand Bank Limited	Rand Merchant Bank, a division of FirstRand Bank Limited

The following KPIs are applicable to the RCF, term loan, green loan and DMTN bonds:

	KPI		
	Renewable energy	**Land rehabilitation**	**Employee safety**
Sustainability target met	-3bps margin adjustment per period, commencing 30 June 2023	-2bps margin adjustment per reporting period, commencing 30 June 2024	-1bps margin adjustment per reporting period, commencing 30 June 2023
Penalty threshold level not achieved	+3bps margin adjustment per period, commencing 30 June 2023	+2bps margin adjustment per reporting period, commencing 30 June 2024	+1bps margin adjustment per reporting period, commencing 30 June 2023
KPIs at reporting date	8.8%	16.5%	8.95 per million man hours
Sustainability performance target	Not achieved but above PTL[1]	Achieved	Achieved

[1] *Penalty threshold level.*

Refer to the Group's sustainability-linked finance framework on **page 98** for further information on the respective ESG targets.

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for the reporting period ended 30 June

28. BORROWINGS continued

28.4 DMTN bonds continued

Financial covenants

The financial covenants listed below are in place for the RCF, term loan, green loan and DMTN bonds and are calculated for a 12-month period at each reporting date:

- The debt service cover ratio must be more than 1.3:1 times
- The net debt-to-equity ratio must not exceed 1:1
- The net debt-to-EBITDA ratio must not exceed 2:1
- The interest cover ratio must be greater than 4:1.

The financial covenants were met for the current and previous reporting periods. Refer to **note 36** for the covenant calculations.

28.5 Realside facility

The movement on the Realside facility is as follows:

	GROUP		COMPANY	
US$ thousand	**FY25**	**FY24**	**FY25**	**FY24**
Balance as at 1 July	–	–	–	–
Additions through business combination[1]	23,499	–	–	–
Drawdowns	2,814	–	–	–
Finance costs incurred	3,228	–	–	–
Foreign currency translation reserve movement	281	–	–	–
Balance as at 30 June	29,822	–	–	–
Less: current portion	(29,822)	–	–	–
Non-current portion	–	–	–	–

[1] *Refer to* ***note 39.***

The terms of the facility are as follows:

Lenders	Global Loan Agency Services Australia Proprietary Limited (acting as agent) and Global Loan Agency Services Australia Nominees Proprietary Limited (acting as security trustee)
Borrower	Tennant Consolidated Mining Group Proprietary Limited
Security	Mortgage over the following mining tenements: MLC512, MLC513, MLC514, MLC515, MLC516, MLC517, MLC521, MLC525, MLC526, MLC531, MLC532, MLC533, MLC534, MLC537, MLC538, ML539, MLC540, MLC541, MLC542, MLC543, MLC544, MLC545, MLC548, MLC549, MLC550, MLC556, MLC589, MLC590, MLC688, MLC689, MLC690, MLC691 and ML30888

	Facility A	Facility B
Amount	A$36,900,000	A$10,100,000
Amount advanced	A$36,900,000	A$2,111,100
Interest rate	16.00%	25.00%
Term of loan	36 months commencing 4 June 2024	12 months commencing 15 August 2024
Repayment period	Quarterly interest repayments from date of advance. Quarterly principal repayments on 31 March, 30 June, 30 September and 31 December commencing 31 March 2026	Bullet repayment on 15 August 2025
Final maturity date	30 June 2027	15 August 2025

Facility B, with an outstanding balance of A$2.1 million (US$1.4 million) was fully repaid on 15 August 2025.

Financial covenants

The following financial covenants are in place for the loan and are calculated for a 12-month period at each reporting date:

- Minimum liquidity covenant: The available liquidity must be equal to or greater than the aggregate unpaid project costs at the calculation date
- The debt service cover ratio must be more than 1.5 times.

The covenants were in breach at the reporting date. As a result, the loan is classified as a current liability.

28. BORROWINGS continued

28.6 Northern Territory of Australia loan

The movement on the Northern Territory of Australia loan is as follows:

	GROUP		COMPANY	
US$ thousand	**FY25**	**FY24**	**FY25**	**FY24**
Balance as at 1 July	–	–	–	–
Additions through business combination[1]	6,763	–	–	–
Finance costs incurred	283	–	–	–
Foreign currency translation reserve movement	3	–	–	–
Balance as at 30 June	7,049	–	–	–
Less: current portion	(7,049)	–	–	–
Non-current portion	–	–	–	–

[1] *Refer to* ***note 39.***

The terms of the loan are as follows:

Lender	Northern Territory Government of Australia
Borrower (guarantor)	Tennant Consolidated Mining Group Proprietary Limited
Security	Mortgage over the following mining tenements: MLC512, MLC513, MLC514, MLC515, MLC516, MLC517, MLC521, MLC525, MLC526, MLC531, MLC532, MLC533, MLC534, MLC537, MLC538, ML539, MLC540, MLC541, MLC542, MLC543, MLC544, MLC545, MLC548, MLC549, MLC550, MLC556, MLC589, MLC590, MLC688, MLC689, MLC690, MLC691 and ML30888 General security deed between the lender and the borrower
Facility amount	A$10,000,000
Interest rate	The three-month Bank Bill Swap (bid) Rate as advised via the Australian Securities Exchange Benchmark Rates website
Interest rate margin	2.00%
Commitment fee	1.00% of the aggregate of the available commitment, payable quarterly in arrears
Term of loan	Three years from date of drawdown being 14 June 2024
Repayment period	Monthly repayments commencing 19 months after the date of the advance and thereafter on the same date of each of the following 17 months
Final maturity date	15 June 2027

Financial covenants

The following financial covenants are in place for the loan and are calculated for a 12-month period at each reporting date:

- The gearing ratio does not exceed 55%
- The debt service cover ratio must be more than 1.5 times.

The covenants were in breach at the reporting date. As a result, the loan is classified as a current liability.

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28. BORROWINGS continued

28.7 National Australia Bank loan

The movement on the National Australia Bank loan is as follows:

	GROUP		COMPANY	
US$ thousand	**FY25**	**FY24**	**FY25**	**FY24**
Balance as at 1 July	–	–	–	–
Drawdown	2,240	–	–	–
Finance costs incurred	32	–	–	–
Foreign currency translation reserve movement	70	–	–	–
Balance as at 30 June	**2,342**	–	–	–
Less: current portion	(462)	–	–	–
Non-current portion	1,880	–	–	–

The terms of the loan are as follows:

Lender	National Australia Bank
Borrower (guarantor)	Yungatha Asset Holdings
Security	Mortgage over Eldorado Village
Facility amount	A$3,500,000
Interest rate	5.62%
Term of loan	Five years, reviewed annually
Repayment period	Quarterly repayments commencing 31 August 2025
Final maturity date	April 2029

28. BORROWINGS continued

28.8 Credit facilities

The Group has the following credit facilities, guarantees and derivative trading facilities in place:

	GROUP		COMPANY	
US$ thousand	**FY25**	**FY24**	**FY25**	**FY24**
South Africa				
RCF	56,388	54,975	–	–
Term facility	69,577	71,468	–	–
Green loan	–	19,241	–	–
Guarantees[1]				
Eskom Holdings SOC Limited	3,761	1,278	–	–
DMPR – Cenviro Solutions insurance investment product	37,626	35,963	–	–
General banking facility[2]	7,887	7,697	–	–
Pre-settlement splits				
Forward exchange contract limit facility	2,535	2,474	–	–
Precious metals hedging facility	2,254	2,199	–	–
Gold hedging facility	15,211	14,843	–	–
US$ gold and derivatives trading facilities[3]	35,003	34,157	–	–
Gold loan facility	16,338	15,943	–	–
Credit cards	167	163	–	–
Other credit facilities	282	275	282	275
Australia				
Realside facility	31,020	–	–	–
Northern Territory of Australia facility	6,600	–	–	–
National Australia Bank loan	2,310	–	–	–
Total credit facilities	**286,959**	260,676	282	275

[1] *The guarantees issued to Eskom Holdings SOC Limited relate to the supply of electricity. RMB issued a guarantee to Eskom on behalf of MTR company resulting in an increase in the Eskom guarantee. The guarantees issued to the DMPR relate to the Group's environmental rehabilitation obligation.*

[2] *The Nedbank Limited and RMB general banking facilities are secured and were unutilised in the current and previous reporting periods. These facilities, when utilised, bear interest at rates linked to the South African prime interest rate.*

[3] *The US$ gold and derivative trading facilities are used by the Group for the purpose of trading gold inventory and subsequent conversion of US$ sales proceeds into rand. The facilities are held at Absa Bank Limited, Nedbank Limited, Rand Merchant Bank Limited and Investec Bank Limited.*

The Group has access to the following funding and undrawn facilities as at the reporting date:

	GROUP		COMPANY	
US$ thousand	**FY25**	**FY24**	**FY25**	**FY24**
General banking facilities	7,887	7,697	–	–
Utilisation of the general banking facilities	–	–	–	–
RCF	56,388	54,975	–	–
Utilisation of the RCF[1]	(14,085)	(10,995)	–	–
Term loan	69,577	71,468	–	–
Utilisation of the term loan[1]	(69,577)	(54,426)	–	–
Green loan	–	19,241	–	–
Utilisation of the green loan[1]	–	(19,241)	–	–
Realside facility	31,020	–	–	–
Utilisation of the Realside facility[1]	(31,020)	–	–	–
Northern Territory of Australia facility	6,600	–	–	–
Utilisation of the Northern Territory of Australia facility[1]	(6,600)	–	–	–
National Australia Bank loan	2,310	–	–	–
Utilisation of the National Australia Bank loan[1]	(2,310)	–	–	–
Total available debt facilities	**50,190**	68,719	–	–

[1] *Excludes accrued interest on the facility as at 30 June.*

NOTES TO THE ANNUAL FINANCIAL STATEMENTS continued

for the reporting period ended 30 June

29. FINANCIAL GUARANTEES

The Company acts as a co-guarantor for certain of Funding Company's borrowings. The initial fair value and subsequent measurement is determined based on the probability of default (PD), loss given default (LGD) and exposure at default (EAD) on the expected probability of Funding Company defaulting on its obligations. In addition to this, a credit conversion factor is applied, which is the expected probability of drawdowns on undrawn facilities.

Assumptions and estimates

Determining the fair value on initial recognition and subsequent measurement of financial guarantees requires the use of assumptions and estimates, which include the following:

- The EAD (maximum of ZAR3,250 million accumulating over time) through credit conversion factors ranging between 75% and 100%
- The LGD ranging between 70% and 90% of the EAD
- A PD of less than 5% in any 12-month period.

		GROUP		COMPANY	
US$ thousand	**Notes**	**FY25**	**FY24**	**FY25**	**FY24**
Balance as at 1 July		–	–	1,471	–
Issued during the period	19	–	–	602	1,166
Amortisation	9	–	–	(528)	(234)
Increase on remeasurement of ECLs	9	–	–	152	561
Foreign currency translation reserve movement		–	–	3	(22)
Balance as at 30 June		–	–	1,700	1,471

There was no indication that the guarantees would be called upon at either reporting date.

The maximum possible exposure is the total amount the Company would have to pay if the guarantee is called on and if none of the other subsidiaries that provided guarantees were able to pay the amount called on. Refer to **note 28** for a summary of Funding Company's borrowings guaranteed by the Company.

30. LEASES

Accounting policy

The Group as a lessee

At inception of a contract, the Group assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

The Group recognises a right-of-use asset and a corresponding lease liability with respect to all lease arrangements in which it is the lessee, except for short-term leases and leases of low-value assets. For these leases, the Group recognises the lease payments as an expense on a straight-line basis over the term of the lease.

Measurement and recognition

The right-of-use asset is measured at cost, which includes the initial measurement of the corresponding lease liability. Right-of-use assets have been included in property, plant and equipment. Refer to **note 15** for the policy on right-of-use assets.

At the commencement date, the Group measures the lease liability at the present value of the lease payments unpaid at that date, discounted by using its incremental borrowing rate. Incremental borrowing rates are determined on initial recognition and are based on the aggregate of the JIBAR and the margin applicable to the RCF.

Lease payments included in the measurement of the lease liability are made up of fixed payments and payments arising from extension options reasonably certain to be exercised.

The lease liability is subsequently measured at amortised cost (using the effective interest method). It is remeasured to reflect any reassessment or modification. When the lease liability is remeasured, the corresponding adjustment is reflected in the right-of-use asset, or profit or loss if the right-of-use asset is reduced to zero.

Contracts may contain both lease and non-lease components. The Group has elected to account for any lease and non-lease components as a single lease component in respect of office buildings.

Leased assets may not be used as security for borrowing purposes.

Judgements

Management applies judgement in assessing the likelihood of exercising extension options in determining the lease term. Extension options are included to provide operational flexibility should the economic outlook for an asset be different to expectations. Management considers all facts and circumstances including past practice and any cost that will be incurred to change the asset if an option to extend is not exercised, to assist in determining the lease term. All extension options available have been assessed as reasonably certain to be exercised and included in lease liabilities.

The assessment of reasonable certainty is only revised if a significant event or a significant change in circumstances occurs, which affects this assessment, and that is within the control of the lessee. No revisions were made to the lease terms determined at inception of the leases.

NOTES TO THE ANNUAL FINANCIAL STATEMENTS continued

for the reporting period ended 30 June

30. LEASES continued

The movement in the lease liabilities is as follows:

	GROUP		COMPANY	
US$ thousand	FY25	FY24	FY25	FY24
Balance as at 1 July	2,949	3,483	–	–
Additions through business combination	197	–	–	–
Additions	1,457	–	–	–
Repayments	(1,354)	(924)	–	–
Finance costs	326	286	–	–
Foreign currency translation reserve movement	82	104	–	–
Balance as at 30 June	3,657	2,949	–	–
Less: current portion	(1,050)	(791)	–	–
Non-current portion	2,607	2,158	–	–

31. FINANCIAL LIABILITIES

The Group has entered into various short-term loan facilities with various equipment financiers to fund certain capital expenditure. These facilities are short-term in nature and repayable in monthly instalments. The interest rates are market-related.

The movement in the financial liabilities is as follows:

	GROUP		COMPANY	
US$ thousand	FY25	FY24	FY25	FY24
Balance as at 1 July	703	–	–	–
Additions through business combination[1]	3,154	–	–	–
Additions	3,304	963	–	–
Finance costs incurred	351	107	–	–
Repayment of capital	(3,842)	(281)	–	–
Repayment of finance costs	(351)	(107)	–	–
Foreign currency translation reserve movement	(13)	21	–	–
Balance as at 30 June	3,306	703	–	–
Less: current portion	(2,370)	(329)	–	–
Non-current portion	936	374	–	–

[1] *Refer to **note 39**.*

32. SHARE-BASED PAYMENT OBLIGATIONS

Accounting policy

Equity-settled share-based payment arrangements

All equity-settled share-based payments to employees are measured at the fair value of the equity instruments at the grant date. The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the Group's estimate of equity instruments that will eventually vest. At each reporting date, the Group revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in profit or loss such that the cumulative expense reflects the revised estimate, with corresponding adjustments recognised in the equity-settled share-based payment reserve (refer to **note 26)**.

Cash-settled share-based payment arrangements

The fair value of the amount payable to employees in respect of cash-settled share-based payments is recognised as an expense with a corresponding increase in the liabilities, over the period during which the employees become unconditionally entitled to payment. The liability is remeasured at each reporting date and at the settlement date based on the fair value of the cash-settled share-based payment obligation. Any changes in the liability are recognised in profit or loss.

Assumptions and estimates

The determination of the fair value of a cash-settled share-based payment obligation is subject to management applying key assumptions and estimates. The fair value is calculated using actuarial valuations. The following tables provide details regarding the cash-settled share-based payment liabilities and the inputs used in the models.

		GROUP		COMPANY	
US$ thousand	Notes	FY25	FY24	FY25	FY24
Cash-settled share-based payment obligation	32.1	21,486	10,965	270	45
Post-retirement benefits[1]	32.2	1	4	–	–
Balance as at 30 June		21,487	10,969	270	45

[1] *All post-retirement benefits are classified as non-current liabilities.*

32.1 Cash-settled share-based payment obligation

The reconciliation of the cash-settled share-based payment obligation is as follows:

	GROUP		COMPANY	
US$ thousand	FY25	FY24	FY25	FY24
Balance as at 1 July	10,965	4,279	45	–
Expense recognised in profit or loss	13,358	4,142	7,222	4,035
Expense capitalised to plant and equipment	6,325	5,206	–	–
Payments made	(9,600)	(3,171)	(525)	–
PAR Gold loan[1]	–	–	(6,478)	(3,991)
Foreign currency translation reserve movement	438	509	6	1
Balance as at 30 June	21,486	10,965	270	45
Less: current portion	(11,190)	(4,494)	(107)	(16)
Non-current portion	10,296	6,471	163	29

[1] *Pan African recognises the share-based payment expense for services rendered by its employees. PAR Gold assumes responsibility for settling the share-based payment liability on behalf of Pan African. The fair value of the liability is transferred to PAR Gold through the subsidiaries' loan accounts in accordance with the recharge arrangement between the subsidiaries and PAR Gold. Any changes in fair value are also reflected through these loan accounts, ensuring the share-based payment expense is appropriately recognised in the entity receiving the employee services.*

NOTES TO THE ANNUAL FINANCIAL STATEMENTS continued

for the reporting period ended 30 June

32. SHARE-BASED PAYMENT OBLIGATIONS continued

32.1 Cash-settled share-based payment obligation continued

The Group recognised cash-settled share-based payment expenses on each scheme as follows:

	GROUP		COMPANY	
US$ thousand	**FY25**	**FY24**	**FY25**	**FY24**
Group cash-settled share options – Pan African Share Appreciation Bonus Plan (PASABP)	5,553	2,389	744	43
ESOP transactions	–	(256)	–	–
PAR Gold Long-term Incentive Plan (PGLIP)	11,408	2,009	6,478	3,992
Total expense recognised in profit or loss	**16,961**	**4,142**	**7,222**	**4,035**

Group cash-settled share options – PASABP

Details of the share options outstanding are as follows:

	FY25		FY24	
	Weighted average exercise price (ZAR)	**Number of options**	**Weighted average exercise price (ZAR)**	**Number of options**
Outstanding as at 1 July	3.47	44,967,977	3.11	21,250,089
Granted	6.75	5,446,689	3.57	30,291,128
Exercised	8.36	(12,173,082)	4.69	(4,168,988)
Forfeited	4.44	(6,363,850)	3.23	(2,404,252)
Outstanding as at 30 June	3.92	31,877,734	3.47	44,967,977
Exercisable as at 30 June		673,454		6,094,208

Fair values were calculated using the binomial pricing model with the following key inputs:

	GROUP	
	FY25	**FY24**
Weighted average share price (ZAR)	3.92	3.47
Weighted average exercise/strike price (ZAR)	3.81	3.46
Exercise price (ZAR)	1.36 – 8.05	1.36 – 5.50
Expected volatility (%)	42 – 44	41 – 58
Expected life (years)	3 – 6	3 – 6
Weighted average remaining life (years)	3.88	4.31
Risk-free rate (%)	7.15 – 7.57	8.8 – 10.1
Expected dividend yield (%)	3	3

Refer to **page 163** of the remuneration report for further details on the Group's cash-settled share-based payment arrangements.

Expected volatility is impacted by the following factors:

- The historical volatility of the share price over the most recent period that is commensurate with the expected option term (taking into account the remaining contractual life of the scheme and the effect of expected early exercise
- The length of time an entity's shares have been publicly traded.

Participation in share-based and other long-term incentive (LTI) schemes is restricted to employees as described in the remuneration report.

32. SHARE-BASED PAYMENT OBLIGATIONS continued

32.1 Cash-settled share-based payment obligation continued

PAR Gold Long-term Incentive Plan (PGLIP)

To incentivise and retain the Group's executive directors and corporate senior management, and to align their interests with those of the Group's stakeholders, an LTI was introduced and was in issue at the reporting date. Refer to the remuneration report on **pages 163** to **166** for further details of this scheme.

Details of these shares outstanding at the reporting date and movements during the period are as follows:

	GROUP	
Number of PAR Gold shares	**FY25**	**FY24**
PAR Gold E shares		
Outstanding as at 1 July	9,785,729	9,785,729
Shares repurchased by PAR Gold	(9,785,729)	–
Shares in issue as at 30 June	–	9,785,729
PAR Gold F shares		
Outstanding as at 1 July	10,109,130	10,109,130
Shares acquired by participants	(159,090)	–
Shares in issue as at 30 June	9,950,040	10,109,130
PAR Gold G shares		
Outstanding as at 1 July	14,224,848	14,224,848
Shares acquired by participants	(196,907)	–
Shares in issue as at 30 June	14,027,941	14,224,848
PAR Gold H shares		
Outstanding as at 1 July	15,448,697	–
Shares acquired by participants	–	15,448,697
Shares in issue as at 30 June	15,448,697	15,448,697
PAR Gold I shares		
Outstanding as at 1 July	–	–
Shares acquired by participants	9,174,688	–
Shares in issue as at 30 June	9,174,688	–

[1] *Dividends declared during the reporting period amounted to US$6.3 million (FY24: US$1.9 million).*

NOTES TO THE ANNUAL FINANCIAL STATEMENTS continued

for the reporting period ended 30 June

32. SHARE-BASED PAYMENT OBLIGATIONS continued

32.1 Cash-settled share-based payment obligation continued

PAR Gold Long-term Incentive Plan (PGLIP) continued

Fair values were calculated using the Monte Carlo simulation with the following key inputs:

	PAR Gold E shares	PAR Gold F shares	PAR Gold G shares	PAR Gold H shares	PAR Gold I shares
Number of shares	9,785,729	9,950,040	14,027,941	15,448,697	9,174,688
Grant date	1 July 2021	1 July 2022	1 July 2023	1 July 2023	1 July 2024
Vesting date	1 July 2024	1 July 2025	30 June 2026	30 June 2025	30 June 2027
Share price at grant date (based on 90-day volume-weighted average price (VWAP) (ZAR)	3.67	4.19	3.59	3.60	5.51
90-day VWAP as at 30 June 2025 (ZAR)	n/a	10.40	10.40	n/a	10.40
90-day VWAP as at 30 June 2024 (ZAR)	3.59	5.47	5.47	5.47	n/a
Probability of vesting as at 30 June 2025 (%)	n/a	100	90	n/a	90
Probability of vesting as at 30 June 2024 (%)	100	76	90	90	n/a
Fair value per option as at 30 June 2025 (ZAR)	n/a	9.05	8.27	n/a	9.36
Fair value per option as at 30 June 2024 (ZAR)	5.11	3.82	3.82	4.92	n/a

32.2 Post-employment medical aid benefits

Historically, Barberton Mines and Evander Mines provided retirement benefits by way of medical aid scheme contributions for certain employees. The practice has been discontinued for several years. The net present value of estimated future costs of each company's contributions towards medical aid schemes for these retirees is recognised as a liability. The calculation of the liability for post-retirement medical benefits is performed internally by management using SARS' life expectancy tables as the benefits payable are a fixed amount per pensioner. The liability is reviewed annually with movements therein recognised in profit or loss.

33. TRADE AND OTHER PAYABLES

	GROUP		COMPANY	
US$ thousand	FY25	FY24	FY25	FY24
Trade payables	44,012	44,776	58	110
Other payables[1]	20,825	14,532	297	245
Financial liabilities	64,837	59,308	355	355
Accrual for employee benefits and leave pay liability	7,785	6,230	1,791	1,279
VAT payable	21	850	–	563
Non-financial liabilities	7,806	7,080	1,791	1,842
Trade and other payables	72,643	66,388	2,146	2,197

[1] *Other payables comprise various short-term liabilities not classified as trade payables or borrowings. These include accrued expenses for utilities and professional fees, among other operational accruals.*

The fair value of trade and other payables approximates the carrying amount given their short-term nature.

34. INCOME TAX

Accounting policy

The income tax expense comprises current and deferred tax. It is recognised in profit or loss, other comprehensive income or directly in equity.

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the period and any adjustment to the tax payable or receivable in respect of previous periods. The amount of current tax payable or receivable is the best estimate of the tax amount expected to be paid or received that reflects uncertainty related to income taxes, if any. It is measured using tax rates enacted or substantively enacted at the reporting date.

Deferred tax

Deferred tax is recognised in respect of temporary differences arising from differences between the carrying amount of assets and liabilities in the financial statements and the corresponding amounts used for tax purposes. Deferred tax liabilities are recognised for taxable temporary differences, and deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that taxable profit will be available against which they can be utilised. Deferred tax assets and liabilities are not recognised if the temporary differences arise from goodwill, from the initial recognition (other than a business combination) of other assets and liabilities in a transaction which affects neither tax nor accounting profit and does not give rise to equal taxable and deductible temporary differences. Deferred tax assets and liabilities are not recognised for investments in subsidiaries, to the extent that the Group is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or parts of the assets to be recovered.

Capital expenditure not deducted is carried forward, to be deducted from future taxable income.

Income tax

	GROUP		COMPANY	
US$ thousand	FY25	FY24	FY25	FY24
Income tax expense/(credit)[1]				
South African current tax	19,348	12,527	93	1,388
– Current year	19,354	12,504	96	1,386
– Prior year	(6)	23	(3)	2
Australian current tax	371	–	–	–
– Current year	371	–	–	–
Securities transfer tax	–	14	–	–
Deferred tax expense/(credit)	36,309	18,040	(206)	(73)
– Current year	33,438	16,911	(190)	(73)
– Prior year	2,871	1,129	(16)	–
Income tax expense/(credit) recognised in profit or loss	56,028	30,581	(113)	1,315

[1] *The tax rate differential is the difference between the statutory company tax rate of 27% and the effective gold mining tax rate calculated in terms of the gold mining formula, as well as the statutory company tax rate of 30% in Australia.*

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for the reporting period ended 30 June

34. INCOME TAX continued

%	GROUP FY25	GROUP FY24	COMPANY FY25	COMPANY FY24
Tax rate reconciliation				
Effective tax rate				
South African statutory rate	27.0	27.0	27.0	27.0
Tax rate differential[1]	2.7	(3.5)	–	–
Exempt income[2]	(0.1)	–	(62.9)	(26.8)
Gain on acquisition	(3.9)	–	–	–
Non-deductible expenses[3]	1.8	2.3	19.0	9.8
ECL allowance[4]	–	–	16.0	–
Under/(over) provision – prior year	0.1	1.1	(0.2)	–
Assessed losses for which no deferred tax asset was recognised	1.0	1.1	–	–
Tax effects on the utilisation of assessed losses	(0.6)	–	–	–
Effective tax rate	28.0	28.0	(1.1)	10.0

[1] *The tax rate differential is the difference between the statutory company tax rate of 27% and the effective gold mining tax rate calculated in terms of the gold mining formula, as well as the statutory company tax rate of 30% in Australia.*

[2] *In the Company, exempt income comprises the intra-Group dividend received.*

[3] *In the Company, non-deductible expenses mainly comprise share-based payment expenses.*

[4] *The ECL allowance relates to the Group company receivable from Pan African Resources Minerals Co Limited. Refer to* ***note 19****.*

Current tax

US$ thousand	GROUP FY25	GROUP FY24	COMPANY FY25	COMPANY FY24
Current tax asset	1,542	2,455	365	–
– South African operations	1,542	2,455	365	–
– Australian operations	–	–	–	–
Current tax liability	(435)	(798)	–	(798)
– South African operations	(59)	(798)	–	798
– Australian operations	(376)	–	–	–

All Group companies are South African tax residents, other than the Australian operations, Pan African Resources Minerals Co Limited and Pan African Resources Minerals DMCC.

The Group is not impacted by the *International Tax Reform – Pillar Two Module Rules* (global minimum top-up tax) as its revenue is below the minimum threshold.

Deferred tax

Significant assumptions and estimates

South African income tax on gold mining income is determined according to the gold formula that takes into account the taxable income and revenue from gold mining operations. Judgement was applied in determining the future expected deferred tax rates of the Group's mining entities. The Group prepares nominal cash flow models to calculate the expected average income tax rate over the LoM. The key assumptions in the cash flow models are the same as those noted in the cash flow projections and key assumptions disclosed in **note 15**.

Deferred tax rates applied within the Group

Deferred tax is calculated at the tax rates that are expected to apply to the period when the asset is realised, or the liability is settled, based on tax rates and laws that have been enacted or substantively enacted by the reporting date. The rates used to calculate deferred tax are based on the current estimate of future profitability when temporary differences will be utilised. The respective rates are calculated based on management's best estimate through which the temporary difference will be realised over the life of the mining operations.

%	GROUP FY25	GROUP FY24
Barberton Mines	24.00	22.00
Evander Mines (other and mining rights)	28.00	27.00
MTR operation	28.00	27.00
Tennant Mines	30.00	–
Other Group companies	27.00	27.00

34. INCOME TAX continued

Deferred tax continued

Sensitivity analysis

A reasonably possible 1% (FY24: 1%) change in the estimated deferred tax rate would have impacted profit for the period as shown below. The analysis assumes that all other variables remain constant.

Impact on profit for the period:

US$ thousand	As presented	1% increase	1% decrease
FY25	140,605	(4,709)	4,709
FY24	78,826	(3,282)	3,282

Deferred tax balances and reconciliations

Deferred tax balances at the reporting date are as follows:

US$ thousand	GROUP FY25	GROUP FY24	COMPANY FY25	COMPANY FY24
Deferred tax liabilities				
Arising from temporary differences relating to:				
Inventory	9,080	–	–	–
Property, plant and equipment	136,460	91,404	–	–
Environmental rehabilitation obligation	(4,651)	(3,009)	–	–
Prepayments	(40)	(47)	–	–
Assessed loss	(169)	(2,075)	–	–
Lease liabilities	(174)	(725)	–	–
Other	–	(195)	–	–
Net deferred tax liabilities	140,506	85,353	–	–
Reconciliation of deferred tax liabilities				
Net deferred tax liabilities as at 1 July	85,353	64,345	–	–
Deferred tax recognised at acquisition	14,439	–	–	–
Deferred tax recognised in profit or loss	37,750	18,223	–	–
Transferred to deferred tax assets	(44)	–	–	–
Foreign currency translation reserve movement	3,008	2,785	–	–
Net deferred tax liabilities as at 30 June	140,506	85,353	–	–
Deferred tax assets				
Arising from temporary differences relating to:				
Property, plant and equipment	(5,936)	(27)	–	–
Assessed loss	6,729	–	–	–
Other payables[1]	1,171	617	558	408
Lease liability	2	54	–	–
Prepayments	(19)	(29)	(16)	(26)
Cash-settled share-based payment obligation	125	16	72	12
Net deferred tax assets	2,072	631	614	394
Reconciliation of deferred tax assets				
Net deferred tax assets as at 1 July	631	428	394	309
Deferred tax recognised in profit or loss	1,441	183	206	73
Transferred from deferred tax liability	(44)	–	–	–
Foreign currency translation reserve movement	44	20	14	12
Net deferred tax assets as at 30 June	2,072	631	614	394

[1] *Other payables relate to the temporary difference on the accrual for employee benefits and leave pay liability.*

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34. INCOME TAX continued

Deferred tax continued

	GROUP			
	Assessed loss carried forward		Unredeemed capital carried forward	
US$ thousand	FY25	FY24	FY25	FY24
Evander Mines	479	450	60,652	96,805

Deferred tax assets have only been recognised, where applicable, on the basis that the individual Group companies will be able to generate future taxable economic benefits to utilise current deductible temporary differences.

35. CASH FLOW INFORMATION

35.1 Cash flow from operating activities

		GROUP		COMPANY	
US$ thousand	Notes	FY25	FY24	FY25	FY24
Profit before tax		196,633	109,407	10,515	13,069
Adjusted for:		30,079	23,771	12,922	3,889
Cash-settled share-based payment expense	9	13,358	4,142	7,222	4,035
Finance income	12	(1,856)	(1,884)	(140)	(146)
Finance costs	12	21,073	11,784	–	–
Bargain purchase gains	39	(28,019)	–	–	–
Loss on disposal of plant and equipment	9	53	106	–	–
Royalty costs	35.3	5,106	1,687	–	–
Unrealised loss on derivative contract	9	1,925	403	–	–
Change in estimate of the environmental rehabilitation obligation	9	(481)	(62)	–	–
Contract liability recognised as revenue	8	(15,812)	(11,991)	–	–
Fair value gain on environmental rehabilitation obligation fund	9	(2,616)	(2,319)	–	–
Impairment loss on financial asset	38	–	–	6,216	–
Increase on remeasurement of ECLs on financial guarantee contract	29	–	–	152	–
Amortised financial guarantee	29	–	–	(528)	–
Depreciation and amortisation	15	34,394	21,905	–	–
Impairment loss on property, plant and equipment	15	2,954	–	–	–
Operating cash flows before working capital changes		226,712	133,178	23,437	16,958
Working capital		(2,113)	4,303	(377)	822
Increase in inventories		(4,814)	(1,777)	–	–
Decrease/(increase) in trade and other receivables		2,833	(6,058)	(272)	(64)
(Decrease)/increase in trade and other payables		(132)	12,138	(105)	886
Settlement of cash-settled share-based payment obligation		(9,600)	(3,171)	(525)	–
Advanced consideration received	8	8,422	–	–	–
Settlement of financial derivative		(5)	–	–	–
Rehabilitation costs incurred		(232)	–	–	–
Net cash from operating activities before dividend, tax, royalties and net finance costs		223,184	134,310	22,535	17,780

35. CASH FLOW INFORMATION continued

35.2 Income tax paid

	GROUP		COMPANY	
US$ thousand	FY25	FY24	FY25	FY24
Income tax expense/(credit) recognised in profit or loss	56,028	30,581	(113)	1,315
Less: deferred tax (expense)/credit	(36,309)	(18,040)	206	72
Less: security transfer tax	–	(14)	–	–
	19,719	12,527	93	1,387
Current tax (receivable)/payable as at 1 July	(493)	(167)	798	(188)
Current tax receivable/(payable) as at 30 June	1,107	493	365	(798)
Accrued finance costs	–	3	–	–
Finance costs paid	–	(3)	–	–
Accrued finance income	(47)	(60)	–	(7)
Finance income received	–	7	–	7
Foreign currency translation reserve movement	(139)	207	13	21
Income tax paid during the reporting period	20,147	13,007	1,269	422

35.3 Royalty costs paid

	GROUP		COMPANY	
US$ thousand	FY25	FY24	FY25	FY24
Royalty costs receivable as at 1 July	(1,180)	(423)	–	–
Royalty costs receivable as at 30 June	865	1,180	–	–
Royalty costs recognised in profit or loss	5,106	1,687	–	–
Foreign currency translation reserve movement	96	25	–	–
Royalty costs paid during the reporting period	4,887	2,469	–	–

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for the reporting period ended 30 June

35. CASH FLOW INFORMATION continued

35.4 Reconciliation of liabilities arising from financing activities

US$ thousand	GROUP Borrowings	Lease liabilities	Financial liabilities	Total
Opening balance as at 1 July 2023	53,353	3,483	–	56,836
Changes from financing cash flows	71,344	(638)	682	71,388
Proceeds from borrowings	114,198	–	963	115,161
Repayment of borrowings	(42,854)	–	–	(42,854)
Repayment of lease liabilities	–	(638)	(281)	(919)
Other changes	3,088	104	21	3,213
Finance costs incurred	10,399	286	107	10,792
Finance costs paid	(10,273)	(286)	(107)	(10,666)
Non-refundable fees	(1,027)	–	–	(1,027)
Foreign currency translation reserve movement	3,989	104	21	4,114
Balance as at 30 June 2024	127,785	2,949	703	131,437
Additions through business combination[1]	33,481	197	3,154	36,832
Changes from financing cash flows	22,327	(1,028)	(3,842)	17,457
Proceeds from borrowings	139,526	–	–	139,526
Repayment of borrowings	(117,199)	–	–	(117,199)
Repayment of lease liabilities	–	(1,028)	–	(1,028)
Repayment of financial liabilities	–	–	(3,842)	(3,842)
Other changes	6,384	1,539	3,289	11,212
Finance costs incurred	24,195	326	351	24,872
Finance costs paid	(20,699)	(326)	(351)	(21,376)
New leases	–	1,457	–	1,457
New financial liabilities	–	–	3,304	3,304
Non-refundable fees	354	–	–	354
Foreign currency translation reserve movement	2,534	82	(13)	2,601
Balance as at 30 June 2025	189,977	3,657	3,306	196,938
Notes	28	30	31	

[1] *Refer to* ***note 39.***

36. FINANCIAL RISK MANAGEMENT

36.1 Capital management

The Group manages its capital to ensure that it will be able to continue as a going concern while maximising the sustainable return to shareholders through the optimisation of the debt and equity ratios. The Group's overall strategy remained unchanged from the previous reporting period.

The below covenants are only applicable to the South African Group and are calculated on balances and results.

US$ thousand	Notes	GROUP FY25	FY24
Components of capital and financial covenants			
Cash and cash equivalents		(49,116)	(26,332)
RCF	28	13,988	10,842
Term facility	28	68,804	53,519
Green loan	28	–	19,199
DMTN bonds	28	67,972	44,225
Add: net derivative financial liability		1,848	5
Lease liabilities	30	3,384	2,949
Financial liability	31	383	703
Restricted cash	23	89	82
Facility arranging fees adjustment		882	1,214
Net debt[1]		108,234	106,406
Total equity		517,106	364,103
Net debt-to-equity ratio		0.21	0.29
Finance costs paid			
RCF		4,049	1,836
Term facility		7,742	3,185
Green loan		1,880	80
DMTN bonds		7,028	5,172
General banking facility		727	1,292
Finance costs – interest-bearing facilities		21,426	11,565
Adjusted EBITDA[2]		226,238	141,214
Realised fair value loss on derivatives		4,076	180
Net adjusted EBITDA[3]		230,314	141,394
Interest cover ratio		10.7	12.2
Net debt		108,234	106,406
Net adjusted EBITDA[3]		230,314	141,394
Net debt-to-net adjusted EBITDA		0.5	0.8
Net adjusted EBITDA[3]		230,314	141,394
Net working capital change		(2,774)	4,303
Add: non-cash flow items		11,694	8,543
Total capital expenditure less capital funded through permitted indebtedness		–	(94,886)
Less: tax and royalties paid		(25,035)	(15,476)
Free cash flow		214,199	43,878
Finance costs on interest-bearing facilities		21,426	11,565
Obligatory debt principal repayments		4,450	–
Debt service obligation		25,876	11,565
Debt service cover ratio		8.3	3.8

[1] *The Group's net debt excludes the unaccrued refinancing modification and unaccrued facilities' arranging fees.*

[2] *Adjusted EBITDA represents earnings before interest, tax, depreciation and amortisation and impairment losses.*

[3] *Net adjusted EBITDA is the adjusted EBITDA excluding realised and unrealised gains and losses on financial instruments.*

Refer to **note 28** for a summary of the financial covenant limits.

36. FINANCIAL RISK MANAGEMENT continued

36.2 Categories of financial instruments

		GROUP		COMPANY	
US$ thousand	Notes	FY25	FY24	FY25	FY24
Financial assets					
At amortised cost					
Cash and cash equivalents	23	49,532	26,332	3,106	2,851
Receivables from Group companies		–	–	102,430	51,731
Trade and other receivables	22	3,648	4,008	–	–
At fair value through other comprehensive income					
Investment	18	–	3,373	–	3,373
At fair value through profit or loss					
Environmental rehabilitation obligation fund	20	29,118	24,773	–	–
Financial liabilities					
At amortised cost					
Trade and other payables	33	64,837	59,308	355	355
Borrowings	28	189,977	127,785	–	–
Financial liability	31	3,306	703	–	–
At fair value through profit or loss					
Derivative financial liability		1,848	5	–	–
Not at fair value or amortised cost					
Financial guarantees	29	–	–	1,700	1,471

36.3 Risks arising from financial instruments

The Group seeks to minimise the adverse impact of financial risks by using derivative financial instruments to hedge risk exposure where appropriate. The use of any financial derivatives is approved by the board, which provides guidance on a continuous basis on managing foreign exchange, interest rate, credit and liquidity risk in line with the Group's treasury policy. Exposure limits are reviewed regularly. The Group does not enter into derivative instrument transactions for speculative use.

36. FINANCIAL RISK MANAGEMENT continued

36.3 Risks arising from financial instruments continued

Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. The Group has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk.

The combined maximum credit risk exposure of the Group is as follows:

		GROUP	
US$ thousand	Notes	FY25	FY24
Trade receivables	22	–	328
Other receivables	22	3,648	3,680
Cash and cash equivalents	23	49,532	26,332
Rehabilitation obligation fund[1]	20	29,118	19,688

[1] *The rehabilitation obligation fund has been presented for the first time in the current year. Comparative figures have been presented for consistency with the current year's presentation.*

Trade and other receivables

The Group has minimal exposure to credit risk as revenue is recognised and cash received on settlement of gold sales to financial institutions.

Other receivables are assessed for credit risk, at the reporting date, on an individual debtor basis. Individual companies within the Group consider factors that might impact the credit risk of its debtors such as default risk, payment history and the nature of the counterparty. An ECL allowance for other receivables has been determined using the simplified approach and reflects the short-term maturities of the exposures.

Movement in the ECL allowance in respect of other receivables is as follows:

		GROUP	
US$ thousand	Notes	FY25	FY24
Balance as at 1 July		(60)	(271)
Net remeasurement of loss allowance	9	(132)	(6)
Amounts written off		–	219
Foreign currency translation reserve movement		(4)	(2)
Balance as at 30 June	22	(196)	(60)

Cash and cash equivalents

Cash and cash equivalents are held with banks and financial institution counterparties, which are AA- to AA+ rated. Impairment on cash and cash equivalents has been measured on a 12-month ECL basis and reflects the short maturities of the exposures. The Group considers that its cash and cash equivalents have low credit risk based on the external credit ratings of the counterparties.

Rehabilitation obligation fund

The guarantees in favour of the DMPR are represented by funds held by Cenviro Solutions in an insurance investment product and are invested in interest-bearing and equity instruments within the insurance product. Cenviro Solutions is a reputable and vetted counterparty which is also underwritten by Centriq Insurance Company Limited. Based on the nature of the counterparty, credit default is considered minimal at the reporting date.

The guarantees in favour of Eskom are represented by funds held by rated South African institutions. The credit risk on liquid funds is considered to be low due to these funds being invested with reputable financial institutions.

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36. FINANCIAL RISK MANAGEMENT continued

36.3 Risks arising from financial instruments continued

Market risk

The risk is that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. The Group's activities expose it primarily to the financial risks of changes in foreign currency exchange rates, commodity prices and interest rates.

Foreign currency risk

The Group undertakes certain transactions in foreign currencies exposing the Group to foreign exchange rate fluctuations. Exchange rate exposures are managed within approved policy parameters. The Group specifically ensures US$ gold sale receipts are converted into rand as efficiently as possible.

The closing foreign exchange rate applied to the statement of financial position and the average rate applied to profit or loss are as follows:

	GROUP			
	FY25		FY24	
Currency rates	Closing rate	Average rate	Closing rate	Average rate
US$/ZAR exchange rate	17.75	18.17	18.19	18.71
US$/A$ exchange rate	0.66	0.65	–	–

Sensitivity analysis – foreign currency

A movement in the US$ exchange rate of 3% during the reporting period (FY24: 10%) would have affected the translation of profit after tax, current assets and liabilities as shown below. The analysis assumes that all other variables remain constant.

Impact on profit after tax

US$ thousand	Sensitivity rate	As presented	Increase	Decrease
FY25	3%	140,605	2,419	(2,570)
FY24[1]	10%	78,826	7,166	(8,758)

Impact on current assets and liabilities

US$ thousand	Sensitivity rate	As presented	Increase	Decrease
FY25				
Current assets	3%	105,457	(1,859)	2,013
Current liabilities	3%	175,871	(2,396)	2,682
FY24				
Current assets	10%	60,393	(5,490)	6,711
Current liabilities	10%	84,864	(7,715)	9,429

[1] *The comparative has been represented in the current period. An amount of (US$8,166) was previously disclosed.*

36. FINANCIAL RISK MANAGEMENT continued

36.3 Risks arising from financial instruments continued

Commodity price risk

The Group is affected by the price volatility of gold. The Group may enter into forward contracts to hedge its exposure to fluctuations in gold prices and exchange rates on specific transactions. The contracts are matched with anticipated future cash flows from gold sales receipts.

Sensitivity analysis – commodity price risk

A movement in the average rand gold price during the reporting period of 10% on the Group's revenue exposed to this risk would have increased/(decreased) profit after tax by the amounts shown below. The 5% (FY24: 10%) analysis assumes that all other variables remain constant.

	FY25	FY24
Average gold spot price received (US$/oz)	2,735	2,021
Average gold spot price received (ZAR/kg)	1,595,761	1,215,827
Average gold spot price received (A$/kg)	162,171	–

Impact on profit after tax

US$ thousand	Sensitivity rate	As presented	Increase/ (decrease)
FY25	5%	140,605	8,538
FY24	10%	78,826	26,732

Derivative financial instrument – zero-cost collar

US$ thousand	FY25	FY24
Balance as at 1 July	–	–
Unrealised fair value loss	(1,805)	–
Foreign currency translation reserve movement	(43)	–
Balance as at 30 June	(1,848)	–

Zero-cost collar terms

Trade date	10 July 2024	10 July 2024
Option term	1 July 2024 to 28 February 2025	3 March 2025 to 30 June 2025
Termination date	28 February 2025	30 June 2025
Settlement date	4 March 2025	2 July 2025
Commodity	ZAR Gold	ZAR Gold
Financial institution	Nedbank	Nedbank
Counterparty	Barberton Mines Proprietary Limited	Barberton Mines Proprietary Limited
Term	8 months	4 months
Spot ref. (ZAR/oz)	42,989.00	42,989.00
Volume per month (oz)	1,991.00	12,577.00
Floor (ZAR/oz)	38,879.40	38,879.40
Sells Cap (ZAR/oz)	51,740.00	57,220.00
Floor (ZAR/kg)	1,250,000.00	1,250,000.00
Sells Cap (ZAR/kg)	1,663,477.22	1,839,663.05

36. FINANCIAL RISK MANAGEMENT continued
36.3 Risks arising from financial instruments continued
Interest rate risk

The Group is exposed to interest rate risk as Funding Company, on behalf of the Group, borrows and invests funds at both fixed and floating interest rates. Fluctuations in interest rates impact short-term investment and financing activities giving rise to interest rate risk. In the ordinary course of business, the Group receives cash proceeds from its operations and is required to fund working capital and capital expenditure requirements. Cash is managed to ensure that surplus funds are invested to maximise returns while ensuring that capital is safeguarded to the maximum extent by only investing with reputable financial institutions. Contractual arrangements for committed borrowing facilities are maintained to meet the Group's normal and contingent funding needs.

Sensitivity analysis

The South African operations' borrowings incur interest based on the JIBAR (refer to **note 28).** The Australian operations' borrowings incur interest based on the Bank Bill Swap Rate (BBSW) (refer to **note 28**). A reasonably possible change in interest rates during the reporting period as noted in the table would have increased/decreased equity by the amounts shown below. This analysis assumes that all other variables remain constant.

Impact on finance costs incurred on borrowings

US$ thousand	As presented	10% increase/ (decrease)
FY25	25,033	1,525
FY24	11,637	752

Liquidity risk

Ultimate responsibility for liquidity risk management rests with the board, but is delegated to executive management, which has an established liquidity risk management framework for the Group's short-term funding and liquidity requirements. This framework involves daily monitoring of the Group's cash position and regular review of cash flow forecasts and maturity profiles of financial assets and liabilities. Liquidity risk is managed by maintaining adequate working capital reserves and borrowing capacity on banking facilities.

The Group expects to meet its obligations from its operating cash flows and the borrowing capacity on its existing banking facilities.

The following table details the Group's undiscounted contractual maturities for its financial liabilities:

US$ thousand	Notes	Carrying value	Less than six months	Six to 12 months	Year 2	Year 3	Year 4 – 5	Total contractual cash flows
GROUP								
June 2025								
Trade and other payables	33	64,837	64,837	–	–	–	–	64,837
Borrowings	28	189,977	28,049	53,838	65,107	59,619	20,328	226,941
Lease liabilities	30	3,657	893	790	1,216	1,120	520	4,539
Financial liability	31	3,306	1,853	1,119	610	352	–	3,934
Derivative financial liability		1,848	1,848	–	–	–	–	1,848
June 2024								
Trade and other payables	33	59,308	59,308	–	–	–	–	59,308
Borrowings	28	127,785	10,106	11,602	69,800	23,429	51,787	166,724
Lease liabilities	30	2,949	499	510	787	759	929	3,484
Financial liability	31	703	200	200	400	–	–	800
Derivative financial liability		5	5	–	–	–	–	5
COMPANY[1]								
June 2025								
Trade and other payables	33	355	355	–	–	–	–	355
June 2024								
Trade and other payables	33	355	355	–	–	–	–	355

[1] *In respect of financial guarantees, the maximum possible exposure is the total amount the Company would have to pay if the guarantee is called on. Refer to **note 28** for a summary of exposure at the reporting date.*

36. FINANCIAL RISK MANAGEMENT continued
36.3 Risks arising from financial instruments continued
Fair value of financial instruments

The directors consider the carrying amounts of financial assets and liabilities to approximate their fair values due to their short-term nature.

Fair value hierarchy

Financial instruments measured at fair value are classified in the fair value hierarchy based on the extent to which fair value is observable.

The levels are determined as follows:

Level 1 – Fair value is based on quoted prices in active markets for identical financial assets or liabilities.
Level 2 – Fair value is determined using inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. prices) or indirectly (i.e. derived from prices).
Level 3 – Fair value is determined on inputs not based on observable market data.

US$ thousand	Notes	Level 1	Level 2	Level 3	Total
FY25					
Environmental rehabilitation obligation fund[1]	20	–	29,118	–	29,118
Derivative financial liability	38	–	(1,848)	–	(1,848)
FY24					
Investment[2]	18	–	–	3,373	3,373
Environmental rehabilitation obligation fund[1]	20	–	24,773	–	24,773
Derivative financial liability		–	(5)	–	(5)

[1] *The environmental rehabilitation obligation fund is treated as Level 2 per the fair value hierarchy as the premiums are invested in interest-bearing short-term deposits and equity share portfolios held in an insurance investment product which is managed by independent fund managers.*

[2] *The fair value of the Tennant company investment was classified as Level 3 as the shares are not quoted on an exchange. An independent valuation specialist was appointed to undertake a detailed valuation of the enterprise value of Tennant company. The fair value of Tennant company was derived by multiplying the enterprise value by the Company's 8% shareholding and applying a discount for lack of control and marketability. The fair value of the investment was not substantially different to its carrying amount at the previous reporting period, and therefore no fair value adjustment was recognised.*

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37. DIRECTORS' AND PRESCRIBED OFFICERS' EMOLUMENTS

The key management personnel for which remuneration has been disclosed below are executive directors, non-executive directors and prescribed officers.

Executive directors

	GROUP		COMPANY	
US$ thousand	FY25	FY24[1]	FY25	FY24[1]
Executive directors				
Emoluments	4,080	2,221	4,080	2,221
Executive directors' emoluments	4,080	2,221	4,080	2,221
Non-executive directors				
Emoluments	369	335	369	335
Non-executive directors' emoluments	369	335	369	335
Total directors' emoluments	1,968	1,559	1,968	1,559

[1] *The table has been updated to include the PGLIP payments. The comparatives have been represented accordingly.*

Executive directors

US$ thousand	Basic remuneration	Retirement fund	Life and disability plan	Allowances	Retention payment	Total remuneration	Incentives[1]	PGLIP[2]	Total single figure remuneration[4]
FY25									
Mr JAJ Loots	446	–	–	10	–	456	409	1,391	2,256
Mr GP Louw (resigned 30 September 2024)[1]	101	–	–	79	77	257	270	1,090	1,617
Mrs M Kok (appointed 1 October 2024)	187	17	3	–	–	207	–	–	207
Total	734	17	3	89	77	920	679	2,481	4,080

US$ thousand	Basic remuneration	Allowances	Total remuneration	Incentives[3]	PGLIP[2]	Total single figure remuneration[4]
FY24						
Mr JAJ Loots	412	10	422	260	548	1,230
Mr GP Louw (resigned 30 September 2024)[1]	374	–	374	168	449	991
Total	786	10	796	428	997	2,221

[1] *These incentives, paid in the 2025 reporting period, relate to the 2024 annual short-term incentive (STI) achievement consistent with the approved qualifying criteria.*

[2] *The PGLIP represents share-based payments. Refer to* ***note 32.***

[3] *These incentives, paid in the 2024 reporting period, relate to the 2023 annual STI achievement consistent with the approved qualifying criteria.*

[4] *Total remuneration and incentives represent short-term employee benefits*

[5] *The remuneration disclosed for Mr GP Louw is for the three months ended 30 September 2024*

[6] *The remuneration disclosed for Mrs M Kok is for the nine months ended 30 June 2025.*

37. DIRECTORS' AND PRESCRIBED OFFICERS' EMOLUMENTS continued

Non-executive directors

Non-executive directors are entitled to the following emoluments as approved annually by Remco for services rendered, which are based on the subcommittees on which they serve:

US$ thousand	Mr KC Spencer	Mrs D Earp	Mr TF Mosololi	Mr CDS Needham	Mrs YN Themba	Total
FY25						
Board of directors (Mr KC Spencer as chairman	79	39	39	39	39	235
Remuneration committee (Mrs YN Themba as chairperson)	–	–	8	8	12	28
Audit and risk committee (Mrs D Earp as chairperson)	–	16	10	10	–	36
Safety, health, environment and quality (SHEQ) committee	12	8	–	–	–	20
Nomination committee	6	6	6	6	6	30
Social and ethics committee (Mr TF Mosololi as chairman)	–	–	12	–	8	20
	97	69	75	63	65	369
FY24						
Board of directors (Mr KC Spencer as chairman)	72	36	36	36	36	216
Remuneration committee (Mrs YN Themba as chairperson)	–	–	7	7	11	25
Audit and risk committee (Mrs D Earp as chairperson)	–	14	9	9	–	32
SHEQ committee	11	7	–	–	–	18
Nomination committee	5	5	5	5	5	25
Social and ethics committee (Mr TF Mosololi as chairman)	–	–	11	–	7	18
	88	62	68	57	59	334

There were no changes to the board of directors in the previous reporting period.

No retirement fund contributions are made by the Company on behalf of non-executive directors.

The Group has directors' and public officers' liability insurance in place that provides insurance cover in the event of a claim or legal action. The insurance cover was in place throughout each reporting period and remains in place.

37. DIRECTORS' AND PRESCRIBED OFFICERS' EMOLUMENTS continued

Prescribed officers

The following payments were made to prescribed officers during the reporting period:

US$ thousand	Basic remune-ration	Retire-ment fund	Life and disability plan	Allow-ances	Total remune-ration	Incentives	PGLIP	Total single figure remune-ration[1]
FY25								
Mr JD Symington	230	–	–	8	238	90	358	686
Mr H Pretorius	226	8	1	4	239	90	350	679
Mr J Irons	246	–	–	13	259	85	493	837
Mr EB Thorne[2]	17	–	–	13	30	90	–	120
Mrs M Kok[3]	59	8	1	–	68	90	373	531
	778	16	2	38	834	445	1,574	2,853

US$ thousand	Basic remune-ration	Retire-ment fund	Life and disability plan	Allow-ances	Total remune-ration	Incentives	PGLIP	Total single figure remune-ration[1]
FY24								
Mr JD Symington	193	–	–	6	199	56	109	364
Mr H Pretorius	172	23	4	4	203	56	81	340
Mr J Irons	172	6	–	11	189	54	124	367
Mr EB Thorne[2]	194	–	–	21	215	56	–	271
Mrs M Kok[3]	168	27	4	–	199	41	89	329
	899	56	8	42	1,005	263	403	1,671

1 *Total remuneration and incentives represent short-term employee benefits. The PGLIP represents share-based payments.*
2 *Mr EB Thorne resigned effective 31 July 2024.*
3 *Mrs M Kok was appointed as the financial director effective 1 October 2024. The above information is for a period of three months prior to her appointment as financial director.*

Directors' dealings in shares

All the shares held by directors are direct beneficial interests.

Reporting period 30 June 2025

Mr JAJ Loots entered into the following Company share transactions:

- On 20 June 2025: disposed of 125,282 ordinary shares of 1 pence each
- On 20 June 2025: LTS Ventures Proprietary Limited, an entity associated with Mr JAJ Loots, disposed of 299,094 ordinary shares of 1 pence each.

Mr JAJ Loots held 5,597,154 indirect beneficial shares, representing 0.2396% of the Company's issued share capital, 1,448,700 direct beneficial shares, representing 0.0062% of the Company's issued share capital and 314,280 contracts for differences (CFDs) at 30 June 2025.

Mrs M Kok held 25,000 ordinary shares, representing 0.0011% of the Company's issued share capital at 30 June 2025.

Mr TF Mosololi held 160,000 shares, representing 0.0069% of the Company's issued share capital at 30 June 2025.

Mr KC Spencer held 3,000,000 shares, representing 0.1284% of the total issued shares of the Company at 30 June 2025.

Mr CDS Needham held 25,000 shares, representing 0.0011% of the total issued shares of the Company at 30 June 2025.

Mr GP Louw held 245,209 indirect beneficial shares, representing 0.0105% of the Company's issued share capital, and 4,728,254 direct beneficial shares, representing 0.2024% of the Company's issued share capital at the date of resignation being 30 September 2024.

No dealings in the securities of the Company by the directors took place between the reporting date and the date of approval of the annual financial statements.

37. DIRECTORS' AND PRESCRIBED OFFICERS' EMOLUMENTS continued

Reporting period 30 June 2024

Mr JAJ Loots entered into the following Company share transactions:

- On 10 October 2023: LTS Ventures Proprietary Limited, an entity associated with Mr JAJ Loots, purchased 136,000 ordinary shares of 1 pence each.
- On 14 May 2024: entered into a collar transaction for 3,007,222 ordinary shares of 1 pence each, purchased 711,744 ordinary shares at 1 pence each, and the advance of a loan of ZAR11,340,187.01 for a term of two years with 3,007,222 shares pledged as security for the loan and the dividend on these secured shares sacrificed for the loan's tenure.
- On 27 June 2024: disposed of 300,000 ordinary shares of 1 pence each.
- On 28 June 2024: entered into a collar transaction for 500,000 ordinary shares of 1 pence each and the advance of a loan of ZAR2,085,932 for a term of two years with 5,000,000 shares pledged as security for the loan and the dividend on these secured shares sacrificed for the loan's tenure.

Mr JAJ Loots held 5,896,248 indirect beneficial shares, representing 0.2653% of the Company's issued share capital, 1,573,982 direct beneficial shares, representing 0.0708% of the Company's issued share capital and 314,280 CFDs at 30 June 2024.

Mr GP Louw entered into the following Company share transactions:

- On 26 October 2023: purchased 134,748 ordinary shares of 1 pence each.
- On 10 May 2024: transferred 877,140 ordinary shares, from Figit Proprietary Limited, an entity associated with Mr Louw, into his own name, entered into a collar transaction for 2,728,254 ordinary shares of 1 pence each, purchased 728,254 ordinary shares at 1 pence each, and the advance of a loan of ZAR11,262,492.85 for a term of one year with 2,728,254 shares pledged as security for the loan and the dividend on these secured shares sacrificed for the loan's tenure.
- On 28 June 2024: transferred 2,000,000 ordinary shares, from Figit Proprietary Limited, an entity associated with Mr Louw, into his own name, entered into a collar transaction for 2,000,000 ordinary shares of 1 pence each, purchased 728,254 ordinary shares at 1 pence each, and the advance of a loan of ZAR11,122,505 for a term of one year with 2,000,000 shares pledged as security for the loan and the dividend on these secured shares sacrificed for the loan's tenure.

Mr GP Louw held 245,209 indirect beneficial shares, representing 0.0110% of the Company's issued share capital, and 4,728,254 direct beneficial shares, representing 0.2127% of the Company's issued share capital at 30 June 2024.

Mr TF Mosololi held 160,000 shares, representing 0.0072% of the Company's issued share capital at 30 June 2024.

Mr KC Spencer held 3,000,000 shares, representing 0.1342% of the total issued shares of the Company at 30 June 2024.

Mr CDS Needham held 25,000 shares, representing 0.001% of the total issued shares of the Company at 30 June 2024.

No dealings in the securities of the Company by the directors took place between the reporting date and the date of approval of the annual financial statements.

Prescribed officers' dealings in shares

All the shares held by prescribed officers are direct beneficial interests.

Reporting period 30 June 2025

There were no dealings in the securities of the Company by the prescribed officers during the current reporting period.

Reporting period 30 June 2024

Mr JD Symington entered into the following Company share transactions:

- On 9 November 2023: purchased 10,000 ordinary shares at 1 pence each.
- On 10 November 2023: purchased 20,000 ordinary shares at 1 pence each.

Mr JD Symington held 30,000 direct beneficial shares, representing 0.0013% of the Company's issued share capital at 30 June 2024.

Mrs M Kok entered into the following Company share transactions:

- On 7 November 2023: purchased 10,000 ordinary shares at 1 pence each.
- On 9 November 2023: purchased 15,000 ordinary shares at 1 pence each.

Mrs M Kok held 25,000 direct beneficial shares, representing 0.0011% of the Company's issued share capital at 30 June 2024.

Mr EB Thorne entered into the following Company share transactions:

- On 3 November 2023: purchased 6,900 ordinary shares at 1 pence each.
- On 7 November 2023: purchased 10,000 ordinary shares at 1 pence each.

Mr EB Thorne held 16,900 direct beneficial shares, representing 0.0003% of the Company's issued share capital at 30 June 2024.

NOTES TO THE ANNUAL FINANCIAL STATEMENTS continued
for the reporting period ended 30 June

37. DIRECTORS' AND PRESCRIBED OFFICERS' EMOLUMENTS continued

LTI scheme

Shares granted but not yet vested

These are cash-settled shares issued under the PGLIP scheme. These shares receive dividends only if the specified measurement criteria are fulfilled at the end of a three-year measurement period.

Participants	Total number of shares 1 July 2024	Grant date	Issued during the reporting period	Dividend measurement date	Forfeited/ repurchased during the reporting period	Total number of shares 30 June 2025
Mr JAJ Loots[1]						
– PAR Gold F shares	2,190,419	1 July 2022	–	1 July 2025	–	2,190,419
– PAR Gold G shares	2,711,080	1 July 2023	–	1 July 2026	–	2,711,080
– PAR Gold I shares	–	1 July 2024	1,858,236	1 July 2027	–	1,858,236
Mr GP Louw						
– PAR Gold F shares	1,795,876	1 July 2022	–	1 July 2025	–	1,795,876
– PAR Gold G shares	2,222,754	1 July 2023	–	1 July 2026	–	2,222,754
Mrs M Kok[1]						
– PAR Gold F shares	413,637	1 July 2022	–	1 July 2025	–	413,637
– PAR Gold G shares	787,627	1 July 2023	–	1 July 2026	–	787,627
– PAR Gold I shares	–	1 July 2024	1,034,483	1 July 2027	–	1,034,483
Mr JD Symington[2]						
– PAR Gold F shares	636,363	1 July 2022	–	1 July 2025	–	636,363
– PAR Gold G shares	787,627	1 July 2023	–	1 July 2026	–	787,627
– PAR Gold I shares	–	1 July 2024	539,857	1 July 2027	–	539,857
Mr H Pretorius[2]						
– PAR Gold F shares	636,363	1 July 2022	–	1 July 2025	–	636,363
– PAR Gold G shares	787,627	1 July 2023	–	1 July 2026	–	787,627
– PAR Gold I shares	–	1 July 2023	539,857	1 July 2027	–	539,857
Mr J Irons[2]						
– PAR Gold F shares	540,909	1 July 2022	–	1 July 2025	–	540,909
– PAR Gold G shares	669,483	1 July 2023	–	1 July 2026	–	669,483
– PAR Gold I shares	–	1 July 2024	524,433	1 July 2027	–	524,433
Total number of shares not yet vested	14,179,765		4,496,866		–	18,676,631

[1] *An amount of US$3.3 million is included in the share-based payment expense in the current reporting period for directors.*
[2] *An amount of US$2.0 million is included in the share-based payment expense in the current year for the prescribed officers.*

37. DIRECTORS' AND PRESCRIBED OFFICERS' EMOLUMENTS continued

LTI scheme continued

Vested shares

Participants	Total number of shares 1 July 2024	Grant date	Issued during the reporting period	Dividend measurement date	Forfeited/ repurchased during the reporting period	Total number of shares 30 June 2025
Mr JAJ Loots						
– PAR Gold E shares	2,337,972	1 July 2021	–	1 July 2024	(2,337,972)	–
– PAR Gold H shares	2,845,841	1 July 2023	–	1 July 2026	–	2,845,841
Mr GP Louw						
– PAR Gold E shares	1,916,851	1 July 2021	–	1 July 2024	(1,916,851)	–
– PAR Gold H shares	2,138,805	1 July 2023	–	1 July 2026	–	2,138,805
Mrs M Kok						
– PAR Gold E shares	427,526	1 July 2021	–	1 July 2024	(427,526)	–
– PAR Gold H shares	981,799	1 July 2023	–	1 July 2026	–	981,799
Mr JD Symington						
– PAR Gold E shares	610,492	1 July 2021	–	1 July 2024	(610,492)	–
– PAR Gold H shares	723,431	1 July 2023	–	1 July 2026	–	723,431
Mr H Pretorius						
– PAR Gold E shares	438,791	1 July 2021	–	1 July 2024	(438,791)	–
– PAR Gold H shares	878,451	1 July 2023	–	1 July 2026	–	878,451
Mr J Irons						
– PAR Gold E shares	528,645	1 July 2021	–	1 July 2024	(528,645)	–
– PAR Gold H shares	1,335,246	1 July 2023	–	1 July 2026	–	1,335,246
Total number of vested shares	15,163,850				(6,260,277)	8,903,573

The vested shares were repurchased at a nominal amount and cancelled by PAR Gold during the current reporting period.

38. RELATED PARTY TRANSACTIONS

38.1 Related party transactions

	GROUP		COMPANY	
US$ thousand	FY25	FY24	FY25	FY24
Revenue received	–	–	30,955	21,657
Dividends received – Pan African Resources SA Holdings Proprietary Limited	–	–	23,950	12,969
Dividends paid – PAR Gold Proprietary Limited	–	–	(3,784)	(2,925)
Management fees received – Pan African Resources Management Services Company Proprietary Limited	–	–	7,005	8,688

38.2 Related party balances

Accounting policy

The receivables from related parties are classified as financial assets at amortised cost, are initially measured at fair value including transaction costs, and are subsequently measured at amortised cost using the effective interest method.

The recoverability of receivables from related parties is assessed at each reporting date and the ECLs are based on the three-stage model for impairment as outlined below:

- A financial instrument that is not credit-impaired on initial recognition is classified in 'Stage 1' and has its credit risk continuously monitored by the Company
- If a significant increase in credit risk since initial recognition is identified, the financial instrument is moved to 'Stage 2' but is not yet deemed to be credit-impaired
- If the financial instrument is credit-impaired, the financial instrument is moved to 'Stage 3'.

Financial instruments in Stage 1 have their ECL measured at an amount equal to the portion of lifetime ECLs that result from default events possible within the next 12 months. Instruments in Stages 2 or 3 have their ECL measured based on ECLs on a lifetime basis.

Measurement of ECLs

In accordance with IFRS 9, all exposures are assessed to determine whether there has been a significant increase in credit risk at the reporting date, in which case an impairment provision equivalent to the lifetime expected loss is recognised.

Management determines the credit rating grades of all receivables at the reporting date in order to determine the credit loss allowance. As external ratings are not available, these ratings are determined internally.

The Company applies a combined approach to determine the ECL for a related party receivable. ECL is calculated using historical data as well as forward-looking data such as macroeconomic indicators. The calculation of the ECL is based on each individual company's historical default rate observed over the expected life of the financial asset, adjusted for factors that are specific to the related party, general economic conditions and an assessment of both the current and forecast direction of the market at the reporting date, including time value for money, where appropriate. This is done to allow for risk differentiation going forward and allows for risk management strategies to be implemented.

As part of management's evaluation of a related party's ability to repay its debt, a variety of factors are considered. Profitability, debt-to-equity ratio, cash flow liquidity, solvency tests and the ability to generate future cash flows are a few of the factors considered.

38. RELATED PARTY TRANSACTIONS continued

38.2 Related party balances continued

In assessing the ECL on related party receivable balances, the following is considered:

- Whether the related party has sufficient available highly liquid current assets (which can be accessed immediately after taking into consideration any more senior external or internal debt which would need to be repaid) to repay the outstanding receivable
- If it was determined that the related party does not have sufficient highly liquid current assets to repay the outstanding receivable if demanded at the reporting date, the Company would allow these parties to continue trading or to sell assets over a period of time. A cash flow forecast is then reviewed to give an indication of the expected trading cash flows and/or liquid assets expected to be generated during the recovery period.

Write-off policy

An impaired loan is written off once all reasonable attempts at collection have been made and there is no material economic benefit expected from attempting to recover the balance outstanding. The following criteria must be met before a financial asset can be written off:

- The financial asset has been in default for the period which is deemed sufficient to determine whether the entity is able to receive any further economic benefit from the impaired loan
- At the point of write-off, the financial asset is fully impaired (i.e. 100% allowance) with no reasonable expectation of recovery of the asset, or a portion thereof.

The table below sets out the internal credit rating framework which is applied by management for loans for which external ratings are not available.

Internal credit rating	Description	IFRS 9 stage	Basis for recognising ECLs
Performing	Low risk of default and sufficient highly liquid assets to repay the loan on demand.	Stage 1	12-month ECL
Doubtful	Past due from the date of payment is demanded and insufficient highly liquid assets to repay the loan on demand, however, the carrying value of the assets is greater than the loan amount taking debt seniority into account. The prospect to generate future cash flows is considered for the Pan African Group entities mitigating the doubtfulness of the loan.	Stage 2	Lifetime ECL (not credit- impaired)
In default	Past due from the date payment is demanded and the carrying value of the assets is less than the loan amount, however, lifetime operational cash flow exceeds or has the potential to exceed the loan amount. The outlook of the factors considered has limited mitigating factors.	Stage 3	Lifetime ECL (credit-impaired)
Write-off	There is evidence indicating that the counterparty is in severe financial difficulty and there is no realistic prospect of recovery.	Stage 3	Amount is written off

Remedy for credit impairment

Continuous assessment is required to determine whether the conditions that led to a financial asset being considered to be credit-impaired (i.e. Stage 3) still exist. The classification of a financial asset out of Stage 3 may be made subsequent to an evaluation which takes into account qualitative factors in addition to compliance with payment terms and conditions of the agreement. Qualitative factors include compliance with covenants and compliance with existing financial asset terms and conditions.

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38. RELATED PARTY TRANSACTIONS continued

38.2 Related party balances continued

	COMPANY			
US$ thousand	**FY25**	**Stage**	**FY24**	**Stage**
Receivables from/(payables to) Group companies at amortised cost				
Non-current receivables	94,176			
Tennant Consolidated Mining Group Proprietary Limited[1]	23,992	1	–	–
Pan African Resources Australia Proprietary Limited[1]	44,074	1	–	–
Pan African Resources Management Services Proprietary Limited	26,110	1	–	–
Current receivables	8,254		66,570	
Barberton Mines Proprietary Limited	8	1	–	–
Pan African Resources Management Services Proprietary Limited	8,246	1	25,507	2
Pan African Resources Funding Company Limited	–	–	35,362	1
Pan African Resources Minerals Co Limited	–	3	5,701	2
Gross carrying amount	6,363		5,701	
Impairment	(6,363)		–	
Current payables	(22,179)		(14,839)	
Pan African Resources Funding Company Limited	(340)			
PAR Gold Proprietary Limited	(21,839)		(14,839)	
Net receivables from Group companies	80,251		51,731	

[1] *These receivables arose in exchange for Company shares issued in relation to the acquisition of Tennant company and Yungatha, which were acquired through other entities within the Group. Refer to **note 24** and **note 39**.*

The related parties listed above are all direct subsidiaries of Pan African Resources PLC.

The receivables/(payables) to related parties are interest-free, unsecured and have no fixed repayment terms

The receivables/(payables) to Group companies are interest-free, unsecured and have no fixed repayment terms. Management classifies receivables from Group companies as current or non-current based on the expected timing of their realisation. Accordingly Group receivables are classified as non-current, where management does not expect to demand repayment within 12 months after the reporting period based on its assessment of the Company's forecast cash flows and funding requirements.

Impairment

Receivables from related parties are considered for impairment under the ECL model. During the current reporting period, the receivable from Pan African Resources Minerals Co Limited was impaired by US$6.3 million due to the ongoing political unrest prevailing in Sudan and the decision taken to suspend exploration activities in Sudan's Red Sea State.

The movements in the ECL allowance for receivables from related parties are as follows:

	COMPANY	
US$ thousand	**FY25**	**FY24**
Balance as at 1 July	–	–
Impairment recognised in profit or loss	(6,216)	–
Written off	–	–
Foreign currency translation reserve movement	(147)	–
Balance as at 30 June	(6,363)	–

Immaterial Stage 1 and Stage 2 impairment losses were not recognised in the current or previous reporting period.

Fair value

The carrying value approximates fair value, given the short-term nature of the financial asset.

39. ACQUISITIONS AND DISPOSALS

39.1 Acquisition of Tennant Consolidated Mining Group Proprietary Limited (Tennant company)

The Company acquired an initial 8% investment in Tennant company on 4 April 2024 for a consideration of US$3.280 million. Tennant company is a gold and copper-focused resource company with an exploration portfolio of tenements located in the Northern Territory of Australia. This initial equity investment was measured at fair value with any changes in fair value recognised in other comprehensive income.

On 5 November 2024, the Company, through its acquired wholly owned subsidiaries (refer to **note 19**), acquired the remaining 92% investment in Tennant company for a fixed consideration of US$38.5 million, resulting in a total equity shareholding of 100% in Tennant company. The purchase consideration was settled through the issue of 83,597,210 ordinary Pan African Resources PLC shares on 10 December 2024, based on the fixed 30-day VWAP of 35.20 pence per share (US 45 cents per share) on settlement date. In accordance with section 612 of the Companies Act 2006, the premium in respect of the shares issued was recognised in the merger reserve.

On the same date, Pan African issued an additional 24,917,607 shares for a fixed amount of US$11.5 million, based on the same fixed 30-day VWAP. The issuance related to a loan novation agreement under which Pan African Resources Australia replaced an existing lender of debt funding in respect of financing provided to Tennant company. The debt remains an obligation in Tennant company's separate financial statements. This novation has been recognised separately from the acquisition of Tennant company's assets and liabilities. As the novated debt, subsequent to acquisition, represents an intra-Group balance, it is eliminated on consolidation. No material transaction costs were incurred on the debt novation. As the shares were not issued as part of the arrangement to acquire Tennant company, the premium in respect of the shares issued was recognised in the share premium reserve.

The acquisition of Tennant company represents an opportunity for Pan African to further expand and diversify the Group's near-term, low-cost and low-risk production base and presents the next phase in the growth trajectory of the Group, in a Tier 1 mining jurisdiction (Australia's Northern Territory). The investment is complementary to the Group's current portfolio of high-margin, long-life surface remining operations. Tennant Mines was commissioned in April of the current reporting period with an initial eight-year LoM. The acquisition represents access to an attractive asset portfolio in one of Australia's known high-grade mineral fields.

Pan African obtained control of Tennant company on 5 November 2024. For practical purposes, and given that there were no significant transactions or movements in fair values between 1 and 5 November 2024, Tennant company has been consolidated from 1 November 2024. Included in the identifiable assets and liabilities acquired at the date of acquisition of Tennant company are inputs (mineral rights, plant and equipment, long-term inventory, etc.), mining processes and an organised workforce. The Group has determined that the acquisition is a business as the acquired inputs together with the processes significantly contribute to the ability to create revenue.

For the eight months ended 30 June 2025, Tennant company contributed revenue of US$3.9 million to the Group and a profit for the period of US$2.6 million to the Group's results, noting that Tennant Mines was only in operation for two months of the current reporting period. If the acquisition had occurred on 1 July 2024, management estimated that consolidated revenue would have been US$540 million and consolidated profit for the period would have been US$137.7 million. In determining these amounts, management has assumed that the fair value adjustments that arose on the date of acquisition would have been the same had the acquisition occurred on 1 July 2024.

Details of the purchase consideration, the net assets acquired and the bargain purchase gains are as follows:

Purchase consideration

US$ thousand	**Note**	**Fair value**
Ordinary shares issued (83,597,210 shares based on the 30-day VWAP of US 45 cents per share)	24	38,508

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39. ACQUISITIONS AND DISPOSALS continued

39.1 Acquisition of Tennant Consolidated Mining Group Proprietary Limited (Tennant company) continued

Fair value of assets acquired and liabilities assumed on acquisition date

The fair values of the assets and liabilities of Tennant company as at the date of acquisition are as follows:

US$ thousand	Notes	Fair value
Property, plant and equipment	15	94,625
– Mineral rights		31,628
– Exploration assets		22,718
– Capital under construction		20,601
– Plant and machinery		18,240
– Buildings – leased		1,082
– Other buildings – owned		356
Long-term inventory		30,266
Trade and other receivables[1]		2,815
Derivative financial asset		121
Cash and cash equivalents		9,665
Deferred tax liability		(14,224)
Borrowings[2]	28	(45,008)
Environmental rehabilitation obligation	27	(625)
Lease liability[3]	30	(1,113)
Financial liabilities	31	(875)
Trade and other payables		(3,714)
Total identifiable net assets acquired at fair value		**71,933**

[1] *The gross contractual amounts were expected to be collectable at the date of acquisition. There is no material difference between the gross contractual amounts and their fair value.*

[2] *These include the fair value of the outstanding debt novated to Pan African Resources Australia of US$11.5 million and the fair value of a debt obligation of US$3.3 million which was settled prior to the reporting date.*

[3] *These include a lease liability of US$916 thousand in respect of the intra-Group lease between Tennant company and Yungatha. Refer to* ***note 39.2****.*

Bargain purchase gain

The bargain purchase gain was determined as follows:

US$ thousand	Note	Fair value
Purchase consideration		38,508
Plus: fair value of previously held equity interest in Tennant company	18	5,408
Less: total identifiable net assets acquired at fair value		(71,933)
Bargain purchase gain		**(28,017)**

The acquisition of Tennant company resulted in the recognition of a bargain purchase gain of US$28.017 million. The bargain purchase gain arose due to a multitude of factors, including the following:

- The purchase consideration for Tennant company was agreed at a fixed A$ price per Tennant company share prior to the closing date and effective date of acquisition
- During this period, the gold price increased significantly which directly increased the fair value of the net identifiable assets on acquisition
- During this period, the risk profile of Tennant company was reduced due to accelerated exploration activities and accelerated construction of the mining plant, which resulted in operations commencing sooner than initially forecast.

39. ACQUISITIONS AND DISPOSALS continued

39.1 Acquisition of Tennant Consolidated Mining Group Proprietary Limited (Tennant company) continued

Significant assumptions and estimates

The accounting for the business combination was completed by the reporting date, which included a revision to the provisional values of the identifiable assets recognised and reported as at 31 December 2024. The fair values of long-term inventory, exploration assets and mineral rights were revised during the measurement period, following the refinement and completion of production schedules and LoM plans. The fair values were revised as follows: Long-term inventory decreased by US$7.278 million, exploration assets decreased by US$1.313 million and mineral rights decreased by US$15.560 million with a resultant increase in the deferred tax liability of US$4.224 million. The net effect of these adjustments resulted in an increase in the bargain purchase gain of US$2.745 million.

Significant assumptions were applied in determining the fair value of long-term inventory, exploration assets and mineral rights on acquisition. The significant assumptions are as follows:

Asset	Valuation method	Discount rate	Forecast gold price	Grade of resources and reserves
Long-term inventory (Crown Pillar Stockpile)	Multi-period earnings method	Post-tax, real weighted average cost of capital of 16%	Applied a price curve based on an equal weighting towards the spot price as at 31 October 2024 and a broker median over 2024 to 2026, converging to a long-term broker median price assumption of US$2,000/oz from 2029 onwards	Valuations are subject to estimates regarding the grade of resources and reserves, which are based on geological data, sampling results and technical assessments
Exploration assets	Adjusted book value	Post-tax, real weighted average cost of capital between 16% and 21%		
Mineral rights	Deprival value			

Sensitivity analysis

The fair value of identifiable net assets acquired and resulting bargain purchase gain is sensitive to changes in key assumptions. The following table illustrates the estimated impact of reasonably possible changes in critical inputs on the fair value of net assets, based on management's analysis:

Assumption (US$ thousand)	Change	Increase/ (decrease) in identifiable net assets acquired	Increase/ (decrease) in bargain purchase gain
Forecast gold price	5% increase	20,130	20,130
	5% decrease	(20,130)	(20,130)
Discount rate	1% increase	(4,290)	(4,290)
	1% decrease	4,550	4,550
Grade of resources and reserves	5% increase	4,290	4,290
	5% decrease	(4,550)	(4,550)

Acquisition-related costs

Acquisition-related costs of US$2.4 million incurred on legal fees and due diligence costs are included in business development and travel costs, within other expenses, in the statement of profit or loss and in operating cash flows in the statement of cash flows.

39. ACQUISITIONS AND DISPOSALS continued

39.2 Acquisition of Yungatha Asset Holdings (Yungatha)

On 10 December 2024, Tennant company acquired 100% of the issued share capital of Yungatha for a fixed consideration of US$1.954 million (A$3.0 million). The purchase consideration was settled through the issue of 4,298,400 ordinary Pan African Resources PLC shares on 10 December 2024, based on the fixed 30-day VWAP of 35.20 pence per share (US 45 cents per share) on settlement date.

Yungatha operates as a motel in the Tennant Creek region to support the workforce requirements of local mining companies and other contractors and workers, including Tennant company employees. This strategic investment provides additional economies of scale to the Group as Tennant company currently occupies the majority of the motel's capacity.

Tennant company obtained control of Yungatha on 10 December 2024. For practical purposes, and given that there were no significant transactions or movements in fair values between 1 and 10 December 2024, Yungatha has been consolidated from 1 December 2024. The Group has determined that the acquisition is a business as the acquired inputs (property) together with the existing operational processes significantly contribute to the ability to create revenue.

For the seven months ended 30 June 2025, Yungatha contributed revenue of US$nil to the Group and a profit of US$169 thousand to the Group's results. If the acquisition had occurred on 1 July 2024, management estimated that consolidated revenue would have been US$540 million, and consolidated profit for the period would have been US$140.6 million. In determining these amounts, management has assumed that the fair value adjustments, determined provisionally, that arose on the date of acquisition would have been the same had the acquisition occurred on 1 July 2024.

Details of the purchase consideration, the net assets acquired and the bargain purchase gain are as follows:

Purchase consideration

US$ thousand	Note	Fair value
Ordinary shares issued (4,298,400 shares based on the 30-day VWAP of US 45 cents per share)	24	1,954

Fair value of assets acquired and liabilities assumed on acquisition date

The fair values of the assets and liabilities of Yungatha as at the date of acquisition were as follows:

US$ thousand	Notes	Fair value
Property, plant and equipment	15	4,779
– Property		4,770
– Other		9
Trade and other receivables[1]		24
Cash and cash equivalents		24
Deferred tax liability		(212)
Financial liabilities	28	(2,279)
Trade and other payables		(380)
Total identifiable net assets acquired at fair value		**1,956**
Bargain purchase gain		**(2)**
Purchase consideration transferred		**1,954**

[1] *The gross contractual amounts were expected to be collectable at the date of acquisition. There is no material difference between the gross contractual amounts and their fair value.*

Acquisition-related costs

Acquisition-related costs of US$237 thousand incurred are included in business development costs, within other expenses, in the statement of profit or loss and in operating cash flows in the statement of cash flows.

39.3 Disposals

There were no disposals during the current or previous reporting period.

40. COMMITMENTS

The Group had contracted outstanding open orders at the reporting date of US$36.5 million (FY24: US$35.1 million).

Board-approved commitments for the next reporting period, not yet contracted for, amount to US$106.3 million (FY24: US$67.6 million).

Power purchase agreement

The Company entered into a power purchase agreement (PPA) with Sturdee Energy in a prior reporting period. As the relevant conditions precedent were not fulfilled, the PPA has subsequently lapsed. As such, management entered into a new PPA on 3 July 2025 with NOA Group Trading Proprietary Limited. The PPA is for the supply of wheeled power for 10 years, with the option to extend it for another five years.

41. CONTINGENT LIABILITIES

The Group identified no material contingent liabilities in the current or previous reporting period.

42. GOING CONCERN

The Group closely monitors and manages its liquidity risk by means of a centralised treasury function. Cash forecasts are regularly produced and sensitivities run for different scenarios including, but not limited to, changes in commodity prices and different production profiles from the Group's producing assets. The Group had US$50.2 million (FY24: US$68.7 million) of available debt facilities and US$49.5 million (FY24: US$26.3 million) of cash and cash equivalents at 30 June 2025. The Group has considered the going concern forecast through to 30 June 2027, using a semi-static gold price in the base case scenario. The base case scenario assumes an initial gold price of ZAR1,750,000/kg (US$2,996/oz) increasing by 5% to ZAR1,873,500/kg (US$3,145/oz) for the next reporting period. For the downside scenario, a gold price of ZAR1,400,000/kg (US$2,397/oz) was applied, together with a 10% reduction in production. The Group's forecasts based on the board-approved budgets (with production in line with production guidance announced) demonstrate it will have sufficient liquidity headroom to meet its obligations, under both scenarios.

During the current reporting period, financial covenants relating to the Australian operations' debt facilities were breached. As a result, the loan is classified as a current liability in the statement of financial position (refer to **notes 28.5** and **28.6**). Subsequent to the end of the reporting period, the Group has engaged with its lenders to obtain a waiver. The board considers that, based on the current discussions and the Group's current financial forecasts, the breach does not affect the Group's ability to continue as a going concern. The Group will comply with the financial covenants for the 24 months from the date of approval of the financial statements.

Notwithstanding the breach, the board has a reasonable expectation that the Group has adequate resources to continue in operational existence for the foreseeable future. Accordingly, the Group continued to adopt the going concern basis of accounting in the preparation of the 30 June 2025 financial statements.

43. EVENTS AFTER THE REPORTING DATE

Share buy-back

As announced on SENS on 30 June 2025, the Company entered into a share buy-back programme to purchase up to ZAR200 million (approximately US$11.27 million or GBP8.2 million) of ordinary shares of GBP0.01 each. Subsequent to the reporting date, the Company has bought back 2,003,735 shares.

Interim accounts – July 2024

It has come to the Company's attention that the July 2024 interim accounts in support of the 2024 dividend were posted to, but not received by, Companies House, resulting in a technical issue with regard to the requirements under the Companies Act for the payment of the dividend made in December 2024 and the share buy-backs in July 2025. The Company will include resolutions in the notice of AGM for the meeting to be held on 20 November 2025 to enter into deeds of release to remedy the historical dividend payment and the share buy-backs and also to reduce the Company's share capital to remedy the share buy-backs. This technical issue in respect of the dividend and share buy-backs is of a historical nature and there is no change to the financial outlook of the Group as a consequence. The remedial action that will be taken does not affect the Company's existing distributable reserves nor its capacity to pay shareholder dividends going forward in accordance with the Company's dividend policy.

Pan African has again significantly expanded its shareholder base in the past year.

OTHER INFORMATION

SHAREHOLDERS' ANALYSIS

for the year ended 30 June

Register date: 30 June 2025
Issued share capital: 2,335,675,263 shares

SHAREHOLDER SPREAD

	FY25				FY24			
	Number of share-holders	%	Number of shares	%	Number of share-holders	%	Number of shares	%
1 – 1,000 shares	7,262	61.62	884,063	0.04	6,678	59.90	781,333	0.04
1,001 – 10,000 shares	2,298	19.50	9,706,573	0.42	2,179	19.54	9,683,416	0.44
10,001 – 100,000 shares	1,470	12.48	50,559,916	2.16	1,545	13.86	52,780,802	2.37
100,001 – 1,000,000 shares	527	4.47	181,308,817	7.76	521	4.67	171,282,075	7.71
1,000,001 shares and over	228	1.93	2,093,215,895	89.62	226	2.03	1,988,334,420	89.44
Total	11,785	100.00	2,335,675,264	100.00	11,149	100.00	2,222,862,046	100.00

DISTRIBUTION OF SHAREHOLDERS

	FY25				FY24			
	Number of share-holders	%	Number of shares	%	Number of share-holders	%	Number of shares	%
Banks	316	2.68	896,539,577	38.38	284	2.55	798,897,925	35.94
Brokers	28	0.24	70,209,695	3.01	22	0.20	55,522,329	2.50
Close corporations	36	0.31	1,656,404	0.07	38	0.34	1,884,529	0.08
Endowment funds	22	0.19	7,447,533	0.32	27	0.24	8,676,718	0.39
Hedge funds	5	0.04	67,964,833	2.91	6	0.05	2,490,601	0.11
Individuals	9,741	82.66	86,730,726	3.71	7,887	70.74	92,484,616	4.16
Insurance companies	40	0.34	41,118,655	1.76	54	0.48	32,273,760	1.45
Investment companies	6	0.05	608,209	0.03	9	0.08	1,074,844	0.05
Medical aid schemes	14	0.12	5,512,123	0.24	10	0.09	6,759,362	0.30
Mutual funds	249	2.11	420,441,374	18.00	252	2.26	533,885,173	24.02
Nominees and trusts	266	2.26	16,530,465	0.71	266	2.39	17,684,013	0.80
Other corporations	58	0.49	1,900,547	0.08	38	0.34	1,242,621	0.06
Pension funds	845	7.17	389,411,019	16.67	2,132	19.12	342,927,635	15.43
Private companies	149	1.26	325,796,932	13.95	115	1.03	324,013,977	14.58
Public companies	10	0.08	3,807,172	0.16	9	0.09	3,043,943	0.13
Total	11,785	100.00	2,335,675,264	100.00	11,149	100.00	2,222,862,046	100.00

PUBLIC/NON-PUBLIC SHAREHOLDERS

	FY25				FY24			
	Number of share-holders	%	Number of shares	%	Number of share-holders	%	Number of shares	%
Non-public shareholders	12	0.10	787,277,372	33.71	12	0.11	674,002,820	30.32
Directors	9	0.08	10,255,854	0.44	10	0.09	15,628,693	0.70
Strategic holders (more than 10%)	3	0.02	777,021,518	33.27	2	0.02	658,374,127	29.62
Public shareholders	11,773	99.90	1,548,397,892	66.29	11,137	99.89	1,548,859,226	69.68
Total	11,785	100.00	2,335,675,264	100.00	11,149	100.00	2,222,862,046	100.00

BENEFICIAL SHAREHOLDERS' HOLDING OF 3% OR MORE

	FY25		FY24	
	Number of shares	%	Number of shares	%
PAR Gold Pty Ltd	306,358,058	13.12	306,358,058	13.78
South African State Controlled Entities	300,964,814	12.89	231,656,226	10.42
Allan Gray Balanced Fund	84,434,866	3.62	124,509,922	5.60

SHAREHOLDERS' HOLDING OF 5% OR MORE

	FY25		FY24	
	Number of shares	%	Number of shares	%
PAR Gold Proprietary Limited	306,358,058	13.12	306,358,058	13.78
Allan Gray Investment Management	236,648,227	10.13	352,016,069	15.84
Public Investment Corporation (SOC) Limited	234,015,233	10.02	–	–
Van Eck Associates Corporation	121,755,285	5.21	–	–
MandG Investment Managers Proprietary Limited	–	–	129,075,629	5.81

ALTERNATIVE PERFORMANCE MEASURES

INTRODUCTION

When assessing and discussing Pan African's reported financial performance, financial position and cash flows, management makes reference to alternative performance measures (APMs) of historical or future financial performance, financial position or cash flows that are not defined or specified under IFRS Accounting Standards.

The APMs include financial APMs, non-financial APMs and ratios, as described below.

- **Financial APMs:** These financial measures are usually derived from the annual financial statements which have been prepared in accordance with IFRS Accounting Standards. Certain financial measures cannot be directly derived from the financial statements as they contain additional information such as financial information from earlier periods or profit estimates or projections. The accounting policies applied when calculating APMs are, where relevant and unless otherwise stated, the same as those disclosed in the consolidated financial statements for the year ended 30 June 2025.
- **Non-financial APMs:** These measures incorporate certain non-financial information that management believes is useful when assessing the performance of the Group.
- **Ratios:** Ratios may be calculated using any of the APMs referred to above, IFRS Accounting Standards measures or a combination of APMs and IFRS Accounting Standards measures. APMs are not uniformly defined by all companies and may not be comparable with APM disclosures made by other companies, and they exclude:
  – measures defined or specified by an applicable reporting framework such as revenue, profit or loss or earnings per share
  – physical or non-financial measures such as number of employees, number of subscribers, revenue per unit measure (when the revenue figures are extracted directly from the annual financial statements) or social and environmental measures such as gas emissions, breakdown of workforce by contract or geographical location
  – information on major shareholdings, acquisition or disposal of own shares and total number of voting rights
  – information to explain the compliance with the terms of an agreement or legislative requirements such as lending covenants or the basis of calculating director or executive remuneration.

APMs should be considered in addition to, and not as a substitute for or as superior to, measures of financial performance, financial position or cash flows reported in accordance with IFRS Accounting Standards.

PURPOSE OF APMs

The Group uses APMs to improve the comparability of information between reporting periods and reporting segments by adjusting for uncontrollable or once-off factors which impact IFRS Accounting Standards measurements and disclosures to aid the user of the integrated annual report in understanding the activity taking place across the Group's portfolio. The directors are responsible for preparing and ensuring the APMs comply with Practice Note 4/2019 (Performance Measures) of the JSE Listings Requirements.

Their use is driven by characteristics particularly visible in the mining sector.

- **Earnings volatility:** The sector is characterised by significant volatility in earnings driven by movements in macroeconomic factors, primarily commodity prices and foreign exchange rates. This volatility is outside the control of management and can mask underlying changes in performance. As such, when comparing year-on-year performance, management excludes certain non-recurring items to aid comparability and then quantifies and isolates uncontrollable factors to improve understanding of the controllable portion of variances.
- **Nature of investment:** Investments in the sector are typically capital-intensive and occur over several years requiring significant funding before generating cash. These investments are often made through debt and equity providers, and the nature of the Group's ownership interest affects how the financial results of these operations are reflected in the Group's results, for example, whether full consolidation (subsidiaries), consolidation of the Group's attributable assets and liabilities (joint operations) or equity-accounted (associates and joint ventures).
- **Portfolio complexity:** At year-end, the Group's operating portfolio remains largely in commodities, mainly gold, which accounts for 99.7% of the Group's revenue at year-end. The cost, value of and return from each saleable unit (such as tonne or ounce) therefore does not differ materially between each operating business. This makes understanding both the overall portfolio performance and the relative performance of each mining operation on a like-for-like basis less challenging.

Consequently, APMs are used by the board and management for planning and reporting. A subset is also used by management in setting director and management remuneration. The measures are also used in discussions with the investment analyst community and credit rating agencies.

Financial APMs

Group APM	Related IFRS Accounting Standards measure	Adjustments to reconcile to primary statements	Rationale for adjustment
Performance			
All-in sustaining costs (AISC)	Cost of production	• Other related costs as defined by the World Gold Council, including royalty costs, community costs, sustaining and development capital (excluding non-gold operations)	The objective of AISC and all-in cost (AIC) metrics is to provide key stakeholders with comparable metrics that reflect, as close as possible, the full cost of producing and selling an ounce of gold, and which are fully and transparently reconcilable back to amounts reported under IFRS Accounting Standards
All-in costs	Cost of production	• Once-off capital costs	As per the above for AISC with additional expansionary capital and once-off non-production-related cost adjustments
EBITDA	Profit after tax	• Income tax • Depreciation and amortisation • Net finance costs	Excludes the impact of non-recurring items or certain accounting adjustments that can mask underlying changes in performance
Adjusted EBITDA	Profit after tax	• Income tax • Depreciation and amortisation • Net finance costs • Impairment loss or impairment reversals • Bargain purchase gain • Unrealised fair value gains or losses on financial derivatives undertaken in the normal course of business	Excludes the impact of non-recurring items or certain accounting adjustments that can mask underlying changes in performance
Free cash flow	Profit after tax	• Income tax • Depreciation and amortisation • Net finance costs • Impairment loss or impairment reversals • Unrealised fair value gains or losses on financial derivatives undertaken in the normal course of business • Adjusted for working capital changes • Adjusted for non-cash flow items as determined in accordance with IAS 7 • Less capital expenditure funded through permitted indebtedness • Less tax paid	Reflects available cash flow to service debt obligations

ALTERNATIVE PERFORMANCE MEASURES continued

Group APM	Related IFRS Accounting Standards measure	Adjustments to reconcile to primary statements	Rationale for adjustment
Performance			
Levered free cash flow	Profit after tax	• Income tax • Depreciation and amortisation • Net finance costs • Impairment loss or impairment reversals Adjusted for: • Finance costs paid • Income tax paid • Net working capital changes • Capital expenditure • Proceeds from borrowings • Repayment of borrowings	Reflects available cash flow to service debt obligations
Headline earnings	Profit after tax	• (Profit)/loss on disposal of property, plant and equipment • Impairment or impairment reversals • Bargain purchase gain • Tax effect of the above adjustments	Indicates the extent of the Group's normalised earnings to shareholders determined in accordance with SAICA's Circular 1/2023
Statement of financial position			
Net debt	Borrowings from financial institutions less cash and related hedges	• IFRS 9 accounting adjustments • IFRS 16 lease liabilities • Restricted cash • Financial liabilities	Excludes the impact of accounting adjustments from the net debt obligations of the Group Refer to **note 36**
Net senior debt	Borrowings from financial institutions less cash	• IFRS 9 accounting adjustments • IFRS 16 lease liabilities • Restricted cash • Financial liabilities	Excludes the impact of accounting adjustments from the net debt obligations of the Group

All-in sustaining costs

Incorporates costs related to sustaining current production. AISC are defined by the World Gold Council as operating costs plus costs not already included therein relating to sustaining the current production, including sustaining capital expenditure. The value of by-product revenue is deducted from operating costs as it effectively reduces the cost of gold production.

All-in costs

Includes additional costs which relate to the growth of the Group. AIC starts with AISC and adds additional costs which relate to the growth of the Group, including non-sustaining capital expenditure not associated with current operations and costs such as voluntary severance pay.

AISC and AIC are reported on the basis of a rand per kilogramme of gold[1] and US$ per ounce of gold. The US$ equivalent is converted at the average exchange rate applicable for the current reporting period as disclosed in the Group's operational production table on **pages 112** to **115**. A kilogramme of gold is converted to an ounce of gold at a ratio of 1:32.1509.

The following tables set out a reconciliation of Pan African's cost of production as calculated in accordance with IFRS Accounting Standards to AISC and AIC for the financial years ended 30 June 2025 and 30 June 2024. The equivalent of a rand per kilogramme* and US$ per ounce basis is disclosed in the Group's operational production table on **pages 112** to **115**.

[1] *A$ per kilogramme of gold.*

ALTERNATIVE PERFORMANCE MEASURES continued

FY25 US$ million	Mining operations			Tailings operations		Tailings operations				Total operations				
	Barberton Mines	Evander Mines	Total	BTRP	Evander Mines' surface sources	Elikhulu	MTR operation	Tennant Mines	Total	Barberton Mines total[1]	Evander Mines total[1]	MTR operation total[1]	Tennant Mines total[1]	Group total[1]
Cost of production	121.1	53.5	174.6	14.9	2.5	53.5	34.4	1.0	106.3	136.0	109.5	34.4	1.0	280.9
Royalties	4.7	0.3	5.0	–	–	–	–	0.3	0.3	4.7	0.3	–	0.3	5.3
Community cost related to gold operations	0.8	–	0.8	–	–	–	0.1	–	0.1	0.8	–	0.1	–	0.9
By-products credits	(0.1)	(0.5)	(0.6)	–	–	–	(0.4)	–	(0.4)	(0.1)	(0.5)	(0.4)	–	(1.0)
Corporate general and administrative costs	10.4	3.0	13.4	–	–	1.8	2.9	0.6	5.3	10.4	4.8	2.9	0.6	18.7
Reclamation and remediation – accretion and amortisation (operating sites)	(0.4)	(0.1)	(0.5)	–	–	–	–	–	–	(0.4)	(0.1)	–	–	(0.5)
Sustaining capital – development	1.9	–	1.9	–	–	–	–	–	–	1.9	–	–	–	1.9
Sustaining capital – maintenance	6.4	–	6.4	0.3	–	2.0	0.3	–	2.6	6.7	2.0	0.3	–	9.0
All-in sustaining costs[1]	144.8	56.2	201.0	15.2	2.5	57.3	37.3	1.9	114.2	160.0	116.0	37.3	1.9	315.2
Voluntary severance package/retrenchment (non-sustaining)	1.4	–	1.4	–	–	–	–	–	–	1.4	–	–	–	1.4
Expansion capital – capital expenditure	16.6	40.9	57.5	2.5	–	5.0	51.9	35.8	95.2	19.1	45.9	51.9	35.8	152.7
All-in costs	162.8	97.1	259.9	17.7	2.5	62.3	89.2	37.7	209.4	180.5	161.9	89.2	37.7	469.3

[1] *This total may not reflect the sum of the line items due to rounding.*

FY24 US$ million[1]	Mining operations			Tailings operations		Tailings operations		Total operations		
	Barberton Mines	Evander Mines'	Total	BTRP	Evander Mines surface sources	Elikhulu	Total	Barberton Mines total[2]	Evander Mines total[2]	Group total[2]
Cost of production	105.4	47.7	153.1	12.2	5.6	50.8	68.6	117.6	104.1	221.7
Royalties	1.3	0.4	1.7	–	–	–	–	1.3	0.4	1.7
Community cost related to gold operations	1.6	0.6	2.2	–	–	–	–	1.6	0.6	2.2
By-products credits	(0.1)	(0.6)	(0.7)	–	–	–	–	(0.1)	(0.6)	(0.7)
Corporate general and administrative costs	6.8	2.9	9.7	–	–	3.4	3.4	6.8	6.3	13.1
Reclamation and remediation – accretion and amortisation (operating sites)	(0.4)	(0.7)	(1.1)	–	–	–	–	(0.4)	(0.7)	(1.1)
Sustaining capital – development	11.1	–	11.1	0.4	–	1.9	2.3	11.5	1.9	13.4
Sustaining capital – maintenance	–	–	–	–	–	–	–	–	–	–
All-in sustaining costs[2]	125.7	50.3	176.0	12.6	5.6	56.1	74.3	138.2	112.1	250.3
Expansion capital – capital expenditure	10.3	54.3	64.6	0.1	–	14.4	14.5	10.4	68.7	79.1
All-in costs	136.0	104.6	240.6	12.7	5.6	70.5	88.8	148.6	180.8	329.4

[1] *The above table was disclosed in ZAR million in the 2024 integrated annual report.*
[2] *This total may not reflect the sum of the line items due to rounding.*

ALTERNATIVE PERFORMANCE MEASURES continued

		Mining operations			Tailings operations		Tailings operations				Total operations				
FY25	Unit	Barberton Mines	Evander Mines	Total	BTRP	Evander Mines' surface sources	Elikhulu	MTR operation	Tennant Mines	Total	Barberton Mines total[1]	Evander Mines total[1]	MTR operation total[1]	Tennant Mines total[1]	Group total[1]
Gold sold	kg	2,179	837	3,016	486	29	1,651	906	37	3,109	2,665	2,517	906	37	6,125
Gold sold	oz	70,053	26,903	96,956	15,632	927	53,092	29,140	1,179	99,970	85,685	80,922	29,140	1,179	196,927
Average exchange rate	US$/ZAR	18.17	18.17	18.17	18.17	18.17	18.17	18.17	–	18.17	18.17	18.17	18.17	–	18.17
Average exchange rate	US$/A$	–	–	–	–	–	–	–	0.65	0.65	–	–	–	0.65	0.65
Cost of production	ZAR million	2,200.1	972.2	3,172.3	270.0	45.1	971.4	625.2	–	1,911.7	2,470.1	1,988.7	625.2	–	5,084.0
Cost of production	A$ million	–	–	–	–	–	–	–	1.6	1.6	–	–	–	1.6	1.6
ZAR cash cost	ZAR/kg	1,009,725	1,161,872	1,051,942	555,319	1,564,131	588,268	689,795	–	622,155	926,825	790,142	689,795	–	835,034
A$ cash cost	A$/kg	–	–	–	–	–	–	–	43,116	43,116	–	–	–	43,116	43,116
US$ cash cost	US$/oz	1,728	1,989	1,801	951	2,677	1,007	1,181	872	1,065	1,587	1,353	1,181	872	1,426
All-in sustaining costs	ZAR million	2,628.6	1,021.9	3,650.4	275.8	45.1	1,039.4	679.0	–	2,039.3	2,904.4	2,106.4	679.0	–	5,689.7
All-in sustaining costs	A$ million	–	–	–	–	–	–	–	3.0	3.0	–	–	–	3.0	140.0
ZAR AISC	ZAR/kg	1,206,373	1,221,190	1,210,485	567,273	1,564,130	629,441	749,128	–	663,676	1,089,778	836,877	749,128	–	934,517
A$ AISC	A$/kg	–	–	–	–	–	–	–	80,962	80,962	–	–	–	80,962	80,962
US$ AISC	US$/oz	2,065	2,090	2,072	971	2,677	1,077	1,282	1,637	1,136	1,865	1,433	1,282	1,637	1,600
All-in costs	ZAR million	2,956.0	1,765.4	4,721.3	320.9	45.1	1,130.9	1,622.7	–	3,119.6	3,276.8	2,941.4	1,622.7	–	7,840.9
All-in costs	A$ million	–	–	–	–	–	–	–	61.1	61.1	–	–	–	61.1	61.1
ZAR AIC	ZAR/kg	1,356,643	2,109,720	1,565,605	659,936	1,564,130	684,843	1,790,344	–	1,015,238	2,016,579	1,168,624	1,790,344	–	1,287,842
A$ AIC	A$/kg	–	–	–	–	–	–	–	1,666,455	1,666,455	–	–	–	1,666,455	1,666,455
US$ AIC	US$/oz	2,322	3,611	2,680	1,130	2,677	1,172	3,065	33,693	1,738	2,105	2,000	3,065	33,693	2,393

[1] *This total may not reflect the sum of the line items due to rounding.*

		Mining operations			Tailings operations				Total operations		
FY24	Unit	Barberton Mines	Evander Mines	Total	BTRP	Evander Mines' surface sources	Elikhulu	Total	Barberton Mines total[1]	Evander Mines total[1]	Group total[1]
Gold sold	kg	2,200	1,197	3,397	586	80	1,688	2,354	2,786	2,965	5,751
Gold sold	oz	70,732	38,477	109,209	18,827	2,584	54,265	75,676	89,559	95,326	184,885
Average exchange rate	US$/ZAR	18.71	18.71	18.71	18.71	18.71	18.71	18.71	18.71	18.71	18.71
Cost of production	ZAR million	1,971.6	891.6	2,863.2	227.5	105.1	951.3	1,283.9	2,199.1	1,948.0	4,147.1
ZAR cash cost	ZAR/kg	896,195	745,000	842,925	388,448	1,307,958	563,605	545,443	789,455	656,999	721,161
US$ cash cost	US$/oz	1,490	1,238	1,401	646	2,174	937	907	1,312	1,092	1,199
All-in sustaining costs	ZAR million	2,351.4	940.6	3,292.0	235.5	105.1	1,049.7	1,390.3	2,586.9	2,095.4	4,682.3
ZAR AISC	ZAR/kg	1,068,831	785,928	969,157	402,151	1,307,957	621,943	590,685	928,680	706,729	814,243
US$ AISC	US$/oz	1,777	1,307	1,611	669	2,174	1,034	982	1,544	1,175	1,354
All-in costs	ZAR million	2,544.9	1,957.4	4,502.3	236.9	105.1	1,319.8	1,661.8	2,781.8	3,382.3	6,164.1
ZAR AIC	ZAR/kg	1,156,771	1,635,585	1,325,470	404,526	1,307,957	781,983	706,036	998,632	1,140,786	1,071,926
US$ AIC	US$/oz	1,923	2,719	2,203	672	2,174	1,300	1,174	1,660	1,896	1,782

[1] *This total may not reflect the sum of the line items due to rounding.*

ALTERNATIVE PERFORMANCE MEASURES continued

Sustaining capital

Sustaining capital is the capital needed to sustain the current production base.

Expansion capital

Expansion capital relates to capital expenditure for the growth of the production base.

		Sustaining capital		Expansion capital		Total capital	
		FY25 US$ million	FY24 US$ million	FY25 US$ million	FY24 US$ million	FY25 US$ million	FY24 US$ million
Barberton Mines	Mining operations	8.3	11.0	16.6	10.3	24.9	21.3
	BTRP	0.3	0.4	2.5	0.1	2.8	0.5
	Barberton Mines total	8.6	11.4	19.1	10.4	27.7	21.8
Evander Mines	Mining operations	–	–	40.9	54.4	40.9	54.4
	Surface sources	–	–	–	–	–	–
	Elikhulu	2.0	2.0	5.0	14.4	7.0	16.4
	Evander Mines total	2.0	2.0	45.9	68.8	47.9	70.8
MTR operation		0.3	–	51.9	68.7	52.2	68.7
Tennant Mines		–	–	35.8	–	35.8	–
Corporate	Agricultural ESG projects	0.3	0.1	–	–	0.3	0.1
	Solar projects	–	–	3.5	10.3	3.5	10.3
	Exploration assets	–	–	–	0.2	–	0.2
	Corporate	0.5	0.3	–	0.2	0.5	0.5
Group total		11.7	13.8	156.2	158.6	167.9	172.4

Net debt

Net debt is calculated as total borrowings from financial institutions (before IFRS 9 accounting adjustments less cash and cash equivalents (including derivatives that are entered into in connection with protection against, or benefit from, fluctuations in exchange rates or commodity prices). A reconciliation to the consolidated statement of financial position is provided in **note 37** to the annual financial statements.

	FY25			
US$ million	South African operations	Australian operations	Total Group	**FY24[1]**
Cash and cash equivalents	(49.1)	(0.4)	(49.5)	(26.3)
Borrowings	150.8	39.2	190.0	127.8
Financial instrument liability	1.8	–	1.8	–
Lease liability	3.4	0.5	3.9	2.9
Financial liability	0.4	2.9	3.3	0.7
Restricted cash	0.1	–	0.1	0.1
Facility arranging fees	0.9	–	0.9	1.2
Net debt	108.3	42.2	150.5	106.4

[1] *The comparatives exclude the Australian operations.*

Net senior debt

Net senior debt includes secured, interest-bearing debt provided by financial institutions, net of available cash.

	FY25			
US$ million	South African operations	Australian operations	Total Group	**FY24[1]**
Cash and cash equivalents	(49.1)	(0.4)	(49.5)	(0.4)
Borrowings	150.8	39.2	190.0	39.2
Restricted cash	0.1	–	0.1	–
Facility arranging fees	0.9	–	0.9	–
Net senior debt	102.7	38.8	141.5	38.8

[1] *The comparatives exclude the Australian operations.*

ALTERNATIVE PERFORMANCE MEASURES continued

Adjusted EBITDA

Adjusted EBITDA is a measure of the Group's operating performance and is calculated as net profit or loss for the Group before finance income and finance costs and tax, before any amount attributable to the amortisation of intangible assets and the depreciation of tangible assets and before any extraordinary items or the impairment of non-financial assets bargain purchase gain and unrealised fair value loss on financial derivatives. A reconciliation of the Group's adjusted EBITDA is provided in **note 7** to the financial statements.

A reconciliation of the adjusted EBITDA by operation has been provided below.

	Mining operations			Tailings operations		Tailings operations				Total operations				
FY25 **US$ million**[1]	**Barberton Mines**	**Evander Mines**	**Total**	**BTRP**	**Evander Mines' surface sources**	**Elikhulu**	**MTR operation**	**Tennant Mines**	**Total**	**Barberton Mines total**	**Evander Mines total**	**MTR operation total**	**Tennant Mines total**	**Group total**
Net income/(cost) before finance income and finance costs	59.7	14.1	73.8	21.5	0.5	68.2	45.5	30.3	166.0	81.2	82.8	45.5	30.3	239.8
Mining depreciation and amortisation	9.6	1.6	11.2	1.3	–	13.3	6.3	–	20.9	10.9	14.9	6.3	–	32.1
EBITDA	69.3	15.7	85.0	22.8	0.5	81.5	51.8	30.3	186.9	92.1	97.7	51.8	30.3	271.8
Impairment loss on non-financial assets	–	–	–	–	–	–	–	–	–	–	–	–	–	–
Unrealised fair value loss on financial derivatives	1.8	–	1.8	–	–	–	–	0.1	0.1	1.8	–	–	0.1	1.9
Bargain gains on purchase	–	–	–	–	–	–	–	(28.0)	(28.0)	–	–	–	(28.0)	(28.0)
Adjusted EBITDA	71.1	15.7	86.8	22.8	0.5	81.5	51.8	2.4	159.0	93.9	97.7	51.8	2.9	245.8

	Mining operations			Tailings operations		Tailings operations		Total operations		
FY24 **US$ million**[1]	**Barberton Mines**	**Evander Mines**	**Total**	**BTRP**	**Evander Mines' surface sources**	**Elikhulu**	**Total**	**Barberton Mines total**	**Evander Mines total**	**Group total**
Net income/(cost) before finance income and finance costs	33.6	30.1	63.7	20.7	(0.9)	44.7	64.5	54.3	73.9	128.2
Mining depreciation and amortisation	7.3	1.0	8.3	1.2	–	11.0	12.2	8.5	12.0	20.5
EBITDA	40.9	31.1	72.0	21.9	(0.9)	55.7	76.7	62.8	85.9	148.7
Adjusted EBITDA	40.9	31.1	72.0	21.9	(0.9)	55.7	76.7	62.8	85.9	148.7

[1] *Adjusted EBITDA was previously presented in ZAR million. Due to the acquisition of Tennant Mines in Australia, the FY24 figures have been converted to US$ million for comparative purposes.*

Net adjusted EBITDA

Net adjusted EBITDA starts with adjusted EBITDA adjusted for any entries made to unrealised fair value gains or losses on financial derivatives that are entered into in the normal course of business as part of the Group's financial risk management process.

A reconciliation from adjusted EBITDA to net adjusted EBITDA is provided in **note 36** to the financial statements.

Total finance costs on interest-bearing facilities is defined as interest payable on the Group's debt facilities and has been calculated in **note 36** to the financial statements.

Free cash flow

Free cash flow starts with adjusted EBITDA and is adjusted for changes in net working capital, non-cash flow items as determined by IAS 7, capital expenditure less capital funded through permitted indebtedness and tax payments.

A reconciliation from adjusted EBITDA to free cash flow has been calculated in **note 36** to the financial statements.

Headline earnings

Headline earnings, a JSE-defined performance measure (as defined by Circular 2023/1 issued by SAICA), are reconciled from profit/(loss) after tax in **note 13** to the financial statements.

ALTERNATIVE PERFORMANCE MEASURES continued

RATIOS

Return on shareholder funds

This ratio measures returns to equity shareholders as a percentage of the capital invested in the Group. It is calculated as profit/(loss) after tax expressed as a percentage of the average total equity for the current and previous reporting periods.

Net debt-to-equity ratio

This ratio measures the degree to which the Group finances its operations through debt relative to equity and is calculated as net debt divided by total equity. This ratio has been calculated in **note 36** to the financial statements.

Net debt-to-net adjusted EBITDA ratio

This ratio measures the number of years it would take the Group to repay its net debt from net adjusted EBITDA assuming both variables are held consistent and is calculated as net debt divided by net adjusted EBITDA. This ratio has been calculated in **note 36** to the financial statements.

Interest cover ratio

This ratio measures the Group's ability to pay interest on its outstanding senior debt from net adjusted EBITDA and is calculated as total net adjusted EBITDA divided by finance costs incurred on interest-bearing debt. This ratio has been calculated in **note 36** to the financial statements.

Debt service cover ratio

This ratio measures the cash flow available for debt service relative to the Group's obligatory principal and interest debt obligations and is calculated as free cash flow available for debt service divided by principal and interest-debt obligations. This ratio has been calculated in **note 36** to the financial statements.

Net asset value per share

Is calculated as total equity divided by the total number of shares in issue less treasury shares held by the Group.

	Unit	FY25	FY24
Total equity	US$ million	546.7	364.1
Shares in issue	million	2,335.7	2,222.9
Treasury shares	million	(306.4)	(306.4)
Net asset value per share	US cents	26.94	19.00

Levered free cash flow

Levered free cash flow measures the cash available after the Group's financial obligations have been met including interest payments and debt. It represents the cash flow available to shareholders.

	Unit	FY25	FY24
Adjusted EBITDA	US$ million	226.6	141.2
Finance costs paid	US$ million	(21.4)	(11.6)
Income tax paid	US$ million	(20.1)	(13.0)
Net working capital movement	US$ million	(2.0)	4.3
Capital expenditure	US$ million	157.9	(166.2)
Proceeds from borrowings	US$ million	139.5	114.2
Repayment of borrowings	US$ million	(117.2)	(42.9)
Levered free cash flow	US$ million	47.5	26.0
Shares in issue	number million	2,335.7	2,222.9
Treasury shares	number million	(306.4)	(306.4)
Number of shares	number million	2,029.3	1,916.5
Levered free cash flow per share	US cents per share	2.34	1.36

Levered free cash flow yield per share

Is calculated as the levered free cash flow per share expressed as a percentage of the last traded price per Pan African share at 30 June.

	Unit	FY25	FY24
Levered free cash flow per share	US cents per share	2.34	1.36
Last traded price per Pan African share[1]	US cents per share	62.48	33.26
Cash flow yield per share	%	3.73	4.08

[1] *Amounts converted at the 30 June 2025 closing exchange rate of US$/ZAR:17.75 (FY24: US$/ZAR:18.19).*

Return on capital employed

This ratio measures the profitability of the capital employed by the Group in its operations. It demonstrates how effectively profits are generated on both debt and equity capital and is calculated by dividing earnings before finance costs and tax by the sum of the average equity for the current and previous reporting period and the average debt provided by financial institutions for this same period.

	Unit	FY25	FY24
Net income before finance income and finance costs	US$ million	215.9	119.3
Average equity	US$ million	455.4	328.0
Average borrowings	US$ million	158.9	90.6
Return on capital employed	%	35.1	28.5

Adjusted EBITDA margin

Is calculated as adjusted EBITDA divided by revenue.

Gross profit margin

This is calculated as gross profit divided by revenue.

Current ratio

The liquidity ratio that measures the Group's ability to pay its current liabilities from current assets and is calculated as current assets divided by current liabilities and has been calculated in the Group's five-year overview on **pages 86** and **87**.

Price:earnings ratio

Is calculated as the last sale price (refer to the Group's five-year overview on **pages 86** and **87**) for the year divided by the earnings per share either in ZA cents or in GB pence per the table below.

	FY25 cents	FY25 pence	FY24 cents	FY24 pence	FY23 cents	FY23 pence	FY22 cents	FY22 pence	FY21 cents	FY21 pence
Earnings per share	131.91	5.63	77.49	3.37	56.48	2.36	59.16	2.92	59.65	2.88

Dividend yield at the last traded share price

Is calculated as the dividend per share either in ZA cents or GB pence per the table below expressed as a percentage of the last price per share traded per the Group's five-year overview on **pages 86** and **87**.

	FY25 cents	FY25 pence	FY24 cents	FY24 pence	FY23 cents	FY23 pence	FY22 cents	FY22 pence	FY21 cents	FY21 pence
Dividends per share	37.00	1.52	22.00	0.96	18.00	0.75	18.00	0.90	14.00	0.65

SUSTAINABILITY REPORTING BOUNDARY

Scope: Included / Excluded

Selected sustainability information	Unit of measurement	Barberton Mines	Evander Mines	MTR operation	Pan African Resources Minerals DMCC and Pan African Resources Minerals Co Limited	Barberton Blue	Pan African Resources Management Services Company Proprietary Limited	Reason for exclusion
Non-renewable electricity consumption	GWh	Included	Included	Included	Included	Included	Included	
Renewable electricity consumption	GWh	Included	Included	Included	Included	Included	Included	
Diesel consumption	ML	Included	Included	Included	Included	Included	Included	
Energy consumption	TJ	Included	Included	Included	Included	Included	Included	
Energy intensity (energy consumed per ounce of gold sold)	GJ/oz	Included	Included	Excluded	Excluded	Excluded	Excluded	The KPI depends on the ounces of gold sold; the excluded entities are not gold producing operations
GHG emissions Scope 1	$ktCO_2e$	Included	Included	Included	Included	Included	Included	
GHG emissions Scope 2	$ktCO_2e$	Included	Included	Included	Included	Included	Included	
GHG emissions per ounce of gold sold	$ktCO_2e/oz$	Included	Included	Excluded	Excluded	Excluded	Excluded	The KPI depends on the ounces of gold sold; the excluded entities are not gold producing operations
GHG emissions averted	$ktCO_2e$	Included	Included	Included	Included	Included	Included	
Renewable energy as a percentage of total energy consumed	%	Included	Included	Included	Included	Included	Included	
Land rehabilitation (project level – MTR operation)	%	Excluded	Excluded	Included	Excluded	Excluded	Excluded	The KPI is linked specifically to the MTR operation
Employment equity – historically disadvantaged persons (HDPs)	%	Included	Included	Included	Excluded	Excluded	Included	The KPI is aligned with the Mining Charter III and excludes entities not associated to mining
Percentage of women in mining	%	Included	Included	Included	Excluded	Excluded	Included	The KPI is aligned with the Mining Charter III and excludes entities not associated to mining
Total recordable injury frequency rate	Rate per million man hours	Included	Included	Included	Excluded	Excluded	Excluded	The KPI is aligned with the Mine Health and Safety Act and excludes entities not associated to mining
Percentage of the total mining goods procurement spend on South African manufactured goods from 50% + 1 vote HDP-owned and controlled companies	%	Included	Included	Included	Excluded	Excluded	Excluded	The KPI aligned with the Mining Charter III and the procurement of mining goods, which currently includes only gold mining operations
Percentage of the total services procurement spend on South African companies that are 50% + 1 vote HDP-owned and controlled companies	%	Included	Included	Included	Excluded	Excluded	Excluded	The KPI related to Mining Charter III and the procurement of mining services, which currently includes only gold mining operations

GLOSSARY

DEFINITIONS OF TERMS AND ABBREVIATIONS USED IN THIS REPORT

%	Parts per hundred/percentage
°C	Degrees Celsius
μm	Micrometre
3D	Three-dimensional
A$	Australian dollar
A2X	The A2X Market is a licensed stock exchange authorised to provide a secondary listing venue for companies and is regulated by the Financial Sector Conduct Authority and the South African Reserve Bank's Prudential Authority, in terms of the Financial Markets Act, 19 of 2012
ADR	American Depository Receipt programme through the Bank of New York Mellon
AGM	Annual general meeting
AI	Artificial intelligence
Aids	Acquired immunodeficiency syndrome
AIM	The LSE's international market for smaller growing companies (formerly known as the Alternative Investment Market)
AIM Rules	AIM Rules for Companies
AMD	Acid mine drainage
APMs	Alternative performance measures
Au	Gold
B-BBEE	Broad-based black economic empowerment
BAP	Biodiversity action plan
Barberton Blue	Barberton Blue Proprietary Limited
Barberton Green	Barberton Green Proprietary Limited
Barberton Mines	Barberton Mines Proprietary Limited
BCTT	Base case threshold test
BFS	Bankable feasibility study
BIOX®	The Biological Oxidation (BIOX®) gold extraction process was developed at Barberton Mines. It is an environmentally friendly process of releasing gold from the sulphide that surrounds it by using bacteria
the board	The board of directors of Pan African, as set out on **pages 150** and **151**
BTRP	Barberton Tailings Retreatment Plant, a gold recovery tailings plant owned by Barberton Mines, which reached steady-state production in June 2013
Catalpa	Catalpa Management Proprietary Limited
CIL	Carbon-in-leach
cm	Centimetre
CMA	Contract mining agreement
cmg/t	Centimetre grammes per tonne
CO_2	Carbon dioxide
CO_2 e/oz	Carbon dioxide emissions per ounce
Companies Act 2006	An act of the Parliament of the UK which forms the primary source of UK company law
Concrete Rose	Concrete Rose Trading Proprietary Limited
COVID-19	Coronavirus disease 2019, an infectious disease caused by severe acute respiratory syndrome coronavirus 2 (SARS-CoV-2)
CRM	Certified reference material
CSI	Corporate social investment
DMPR	Department of Mineral and Petroleum Resources
DMTN	Domestic medium-term note
DWS	Department of Water and Sanitation
Elikhulu	The Elikhulu Tailings Retreatment Plant in Mpumalanga province, with its inaugural gold pour in August 2018
EPCM	Engineering, procurement and construction management
ERP	Enterprise resource planning
ESG	Environmental, social and governance
Eskom	Electricity Supply Commission, South African electricity supplier
ESOP	Employee share ownership plan
ETRP	Evander Tailings Retreatment Plant
Evander Gold Mines	Evander Gold Mines Proprietary Limited
Evander Mines	Evander Gold Mining Proprietary Limited
Evander Solar Solutions	Evander Solar Solutions Proprietary Limited
Exco	Executive committee of Pan African Resources
FIFR	Fatal injury frequency rate
FRC	The UK Financial Reporting Council
FTSE	Financial Times Stock Exchange
Funding Company	Pan African Resources Funding Company Proprietary Limited
FY06	Financial year ended 30 June 2006
FY07	Financial year ended 30 June 2007
FY09	Financial year ended 30 June 2009
FY13	Financial year ended 30 June 2013
FY14	Financial year ended 30 June 2014
FY15	Financial year ended 30 June 2015
FY16	Financial year ended 30 June 2016
FY17	Financial year ended 30 June 2017

FY18	Financial year ended 30 June 2018
FY19	Financial year ended 30 June 2019
FY20	Financial year ended 30 June 2020
FY21	Financial year ended 30 June 2021
FY22	Financial year ended 30 June 2022
FY23	Financial year ended 30 June 2023
FY24	Financial year ended 30 June 2024
FY24H2	Second half of the financial year ended 30 June 2024
FY25	Financial year ended 30 June 2025
FY25H1	First half of the financial year ended 30 June 2025
FY25H2	Second half of the financial year ended 30 June 2025
FY25Q1	First quarter of the financial year ended 30 June 2025
FY26	Financial year ending 30 June 2026
FY26H1	First half of the financial year ending 30 June 2026
FY26Q1	First quarter of the financial year ending 30 June 2026
FY27	Financial year ending 30 June 2027
FY28	Financial year ending 30 June 2028
FY29	Financial year ending 30 June 2029
FY30	Financial year ending 30 June 2030
FY50	Financial year ending 30 June 2050
g	Gramme
g/t	Grammes/tonne
GBP	British pound
GHG	Greenhouse gas
GISTM	Global Industry Standard on Tailings Management
GJ	Gigajoule
GRI	Global Reporting Initiative
GST	Goods and services tax
GWh	Gigawatt hour
ha	Hectare
HDP	Historically disadvantaged person
HDSA	Historically disadvantaged South African
HIV	Human immunodeficiency virus
HODs	Heads of departments
IAS	International Accounting Standards
IFRS	IFRS® Accounting Standards
IFRS S1	IFRS S1: *General Requirements for Disclosure of Sustainability-related Financial Information*
IFRS S2	IFRS S2: *Climate-related Disclosures* (succeeded the Task Force on Climate-related Financial Disclosures)
IHT	Inheritance tax
<IR> Framework	International Integrated Reporting Framework of the IFRS Foundation
ISAs (UK)	International Standards on Auditing (UK)
ISIN	International Securities Identification Number
ISSB	International Sustainability Standards Board
ITRB	Independent tailings review board
JSE	JSE Limited incorporating the Johannesburg Stock Exchange, the main bourse in South Africa
kg	Kilogramme
King IV™	King IV Report on Corporate Governance for South Africa, 2016™
km	Kilometres
km^2	Square kilometre
Koz	Thousand ounces
KPIs	Key performance indicators – a set of quantifiable measures that a company or industry uses to gauge or compare performance in terms of meeting their strategic and operational goals
kt	Thousand tonnes
$ktCO_2e$	Kilotonne carbon dioxide equivalent
LEAP	Locate, Evaluate, Assess, Prepare
LED	Local economic development
LIB	Long-inclined borehole
LoM	Life-of-mine
LSE	London Stock Exchange
LTIFR	Lost-time injury frequency rate
m	Metre
m^3	Cubic metre
Manco	Management committee on operations
MC Mining	MC Mining Limited (previously known as Coal of Africa Limited)
Metorex	Metorex Limited
Mining Charter III	Charter to facilitate the sustainable transformation and development of the South African mining industry
ML	Megalitre
mm	Millimetre
MMR	Main Muiden Reef
Mogale Clay	Mogale Clay Proprietary Limited
Mogale Gold	Mogale Gold Proprietary Limited
Moz	Million ounces
MQA	Mining Qualifications Authority
MRC	Main Reef Complex
MRE	Mineral Resources estimation
MSC	Mintails SA Soweto Cluster Proprietary Limited
Mt	Megatonne
mtpa	Million tonnes per annum
MTR company	Mogale Tailings Retreatment Proprietary Limited
MTR operation or plant	The Mogale Tailings Retreatment operation is located in the Mogale district. A plant has been constructed to process gold tailings deposited onto the Mogale Gold (Mogale Cluster) and MSC (Soweto Cluster) TSFs
MW	Megawatt
MWh	Megawatt hour
NCPC-SA	National Cleaner Production Centre of South Africa
NGO	Non-governmental organisation
NPC	Non-profit company
NTG	Northern Territory Government
NUM	National Union of Mineworkers
Opsco	Operations committee of Pan African Resources
OTCQX	OTCQX Best Market in the USA
oz	Ounce
Pan African	Holding company – Pan African Resources PLC
PAR Gold	PAR Gold Proprietary Limited
PAR Management Services	Pan African Resources Management Services Company Proprietary Limited
PAR Properties	Pan African Resources Properties Proprietary Limited
PAR SA Holdings	Pan African Resources SA Holding Company Proprietary Limited
PASABP	Pan African Share Appreciation Bonus Plan (previous scheme for corporate senior managers)
PC	Barberton Mines' Prince Consort Shaft
PGLIP	PAR Gold Long-term Incentive Plan
PPA	Power purchase agreement
Prescribed officer	A person is a prescribed officer of the Company for all purposes of the South African Companies Act if that person exercises general executive control over and management of the whole, or a significant portion, of the business and activities of the Company
PwC	PricewaterhouseCoopers LLP/ PricewaterhouseCoopers Inc.
PwC Inc.	PricewaterhouseCoopers Inc.
QA/QC	Quality assurance and quality control
Rand Refinery	Rand Refinery Proprietary Limited
REMchannel®	Internet-based remuneration survey providing data across a wide variety of industries in South Africa
Remco	Remuneration committee of Pan African Resources
RIFR	Reportable injury frequency rate
RMB	Rand Merchant Bank, a division of FirstRand Bank Limited
RoM	Run-of-mine
SA	South Africa
SAICA	South African Institute of Chartered Accountants
SAMREC Code	South African Code for the Reporting of Exploration Results, Mineral Resources and Mineral Reserves, 2016 edition
SARS	South African Revenue Service
SBLF	Sustainability Bond Linked Finance
SCADA	Supervisory Control and Data Acquisition
SDG	Sustainable Development Goal
SENS	Stock Exchange News Service
SGS Barberton	SGS Barberton assay laboratory
SGS Performance	SGS Performance assay laboratory located in Randfontein
SGS Perth	SGS Perth assay laboratory
SHEQ	Safety, health, environment and quality
SLP	Social and Labour Plan, required in terms of regulation 46 of the Mineral and Petroleum Resources Development Act, 28 of 2002
SOE	State-owned enterprise
South African Companies Act	South African Companies Act, 71 of 2008
SPT	Sustainability performance target
t	Tonne
TCFD	Task Force on Climate-related Financial Disclosures
TCMF	Tennant Creek Mineral Field
tCO_2e	tonnes (t) of carbon dioxide (CO2) equivalent
Tennant company	Tennant Consolidated Mining Group Proprietary Limited
Tennant Mines	Tennant Mines consists of the Nobles Gold operation (consisting of stockpiles, open pit and underground mines) and the Warrego copper and gold project in Australia

GLOSSARY continued

the current reporting period	The reporting period ended 30 June 2025
the Group or the Company or Pan African	Pan African Resources PLC, listed on the LSE's AIM and on the JSE in the Gold Mining sector
the prior or previous financial year	The financial year ended 30 June 2024
the report	Pan African Resources PLC's 2025 integrated annual report
TJ	Terajoule (Tera = 1012) or a trillion joules
TMC	The Minerals Corporation
TNFD	Taskforce on Nature-related Financial Disclosures
tpm	Tonnes per month
TRIFR	Total recordable injury frequency rate
TSF	Tailings storage facility
UASA	United Association of Southern Africa
UK	United Kingdom
UN	United Nations
UN SDGs	United Nations Sustainable Development Goals
US	United States
USA	United States of America
US$	United States dollar
VAT	15% value-added tax in South Africa
Yungatha	Yungatha Asset Holdings Proprietary Limited
ZAR	South African rand
ZK	Zwartkoppie

FREQUENTLY USED FINANCIAL TERMS

AIC	All-in cost
AISC	All-in sustaining costs
bps	Basis points
CFD	Contract for difference
CGU	Cash-generating unit
EAD	Exposure of default
EBITDA	Earnings before interest, income taxation expense, depreciation and amortisation
ECL	Expected credit loss/es
GDP	Gross domestic product
IBOR	Interbank offered rate
JIBAR	Johannesburg Interbank Average Rate
LGD	Loss given default
LTI	Long-term incentive
PD	Probability of default
RCF	Revolving credit facility
ROSF	Return on shareholders' funds
STI	Short-term incentive
TGP	Total guaranteed pay
TSR	Total shareholder returns
VWAP	Volume-weighted average price
ZARONIA	South African Rand Overnight Index Average Rate

CORPORATE INFORMATION

CORPORATE OFFICE
The Firs Building
2nd Floor, Office 204
Corner Cradock and Biermann Avenues
Rosebank, Johannesburg
South Africa
Office: +27 (0) 11 243 2900
Email: info@paf.co.za

REGISTERED OFFICE
107 Cheapside
2nd Floor
London EC2V 6DN
United Kingdom
Office: +44 (0) 20 3869 0706

CHIEF EXECUTIVE OFFICER
Cobus Loots
Office: +27 (0) 11 243 2900

FINANCIAL DIRECTOR AND DEBT OFFICER
Marileen Kok
Office: +27 (0) 11 243 2900

HEAD: INVESTOR RELATIONS
Hethen Hira
Office: +27 (0) 11 243 2900
Email: hhira@paf.co.za

COMPANY SECRETARY
Jane Kirton
St James's Corporate Services Limited
Office: +44 (0) 20 3869 0706

JSE SPONSOR AND JSE DEBT SPONSOR
Ciska Kloppers
Questco Corporate Advisory Proprietary Limited
Office: +27 (0) 63 482 3802

NOMINATED ADVISER AND JOINT BROKER
Ross Allister/Georgia Langoulant
Peel Hunt LLP
Office: +44 (0) 20 7418 8900

JOINT BROKERS
Thomas Rider/Nick Macann
BMO Capital Markets Limited
Office: +44 (0) 20 7236 1010

Matthew Armitt/Jennifer Lee
Joh. Berenberg, Gossler & Co KG
Office: +44 (0) 20 3207 7800

FORWARD-LOOKING STATEMENTS

Statements in this report that address exploration activities, mining potential and future plans and objectives of Pan African are forward-looking statements and forward-looking information that involve various risks, assumptions and uncertainties and are not statements of fact.

The directors and management of Pan African believe that the expectations expressed in such forward-looking statements or forward-looking information are based on reasonable assumptions, expectations, estimates and projections. These statements, however, should not be construed as being guarantees or warranties (whether expressed or implied) of future performance.

There can be no assurance that such statements will prove to be accurate and actual values, results and future events could differ materially from those anticipated in these statements. Important factors that could cause actual results to differ materially from statements expressed in this report include among others, the actual results of exploration activities, technical analysis, the lack of availability to Pan African of necessary capital on acceptable terms, general economic, business and financial market conditions, political risks, industry trends, competition, changes in government regulations, delays in obtaining governmental approvals, interest rate fluctuations, currency fluctuations, changes in business strategy or development plans and other risks.

Although Pan African has attempted to identify important factors that could cause actual results to differ materially, there may be other factors that cause results not to be as anticipated, estimated or intended. Pan African is not obliged to publicly update any forward-looking statements included in this report, or revise any changes in events, conditions or circumstances on which any such statements are based, occurring after the publication date of this report, other than as required by regulation.

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