Jubilee Platinum

ANNUAL REPORT

for the year ended 30 June 2013



Mine-to-Metals Company

Contents

Administrative information

DIRECTORS	Colin Bird *(Non-executive Chairman)* Dr M Phosa *(Non-executive Director)* Leon Coetzer *(Chief Executive Officer)* Andrew Sarosi *(Executive Director)* Christopher Molefe *(Non-executive Director)* Eduard Victor *(Financial Director)*	
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Chairman's statement

Dear Shareholder,

My report of last year was fairly pessimistic on conditions within the platinum industry and factors outside the industry affecting the Company's ability to pursue its business objectives.

While the period under review has continued to be challenging, I am pleased to report that platinum prices are improving in Rand terms due largely to a weak Rand/Dollar exchange rate. Labour unrest, while not completely settled, is showing signs of improvement as evidenced by the early resolution of the recent gold mine strike.

Jubilee has remained focused on its Mine-to-Metals strategy and has been successful in securing key assets towards bringing into operation this strategy. The Company is currently in negotiations with a number of entities with a view to expanding on its platinum-containing surface assets to further build on this strategy.

The Company is well positioned to commence in the short term with the processing of the platinum-containing Dilokong Chrome Mine tailings ("DCM"). Jubilee is able to execute this project without requiring a dedicated processing plant, estimated at US$19 million, by toll processing the material through the adjacent, Platinum Australia Limited ("PLA") owned, PhokaThaba's Smokey Hills Mine processing plant. Jubilee has secured sufficient funding to commence this operation and is in discussions with PLA to confirm a time line to ensure operational readiness of the processing plant.

The PLA merger has not been concluded but the Company continues to work towards reaching a conclusion in the near term. The key obstacles to conclusion of the transaction have been the difficulties in ensuring adherence to listing requirements across three exchanges; being AltX (South Africa), AIM (London) and ASX (Australia) including finalising the financial arrangements for the funding of the acquisition and the re-start of the mining and processing operations.

Jubilee identified its cash generative power plant and intends to leverage this asset to secure project funding towards the PLA transaction and to bring into operation the surface processing of the DCM tailings.

The financing situation was compounded by the failure of Global Renewable Energy ("GRE") to complete its 65% acquisition of the smelter facility and 40% acquisition of the power plant located at Middelburg by the expected contractual date. Jubilee has initiated the necessary action to rectify the breach and has reserved all its rights under the Sale Agreement.

The successful leveraging of its power plant asset would enable project funding for both expansion of the electricity sales as well as the capital and the working capital required to commence with the processing of the DCM tailings material.

Agreement for the sale of the Quartzhill farm, a portion of the Tjate Platinum project, has been formally agreed between a major mining company and the Board of Tjate Platinum Corporation Pty Ltd ("Tjate"). The agreement is for ZAR75 million in cash to Tjate. Tjate received a Department of Mineral Resources ("DMR") notification of acceptance of its Mining Right Application for the Tjate Platinum Mine project. Tjate is consulting with the DMR in this regard, to agree on the timing and deadlines for submission of a scoping report and separately an Environmental Management Programme as required by the South African Mineral and Petroleum Resources Development Act, 2002 (Act 28 of 2002). The Quartzhill farm has no impact on the Tjate mining plan and is considered non-core. Although proximal, the farm is not relevant to the design of the future mine.

The Company is active throughout the Bushveld complex in identifying situations, be it primary or secondary, which link platinum and chrome together in order to utilise the Company's exclusive ability to process this material through its ConRoast smelter. Jubilee's access and knowledge of ConRoast will allow it to optimise commercially such situations more effectively than any of its peers.

Jubilee, through its 70% interest in Power Alt, successfully commenced selling electricity into South Africa's national grid in December 2012. Thus, apart from providing our smelting division with an offset against electricity costs, Power Alt is developing into a standalone business in its own right, which potentially facilitates the ability of Jubilee to secure project financing to fund its short-term platinum Mine-to-Metals strategy. Significant income can be achieved through generation of electricity into the national grid, and the Power Alt Board is currently considering doubling the size of Power Alt's power station to take advantage of this low risk and low capital source of income.

Further detail design and evaluation work has been carried out with Northam Platinum Limited, in terms of the executed Technology Agreement between the parties. The work to date has satisfied all criteria imposed by the agreement and the parties to the agreement expect to progress this project in the near future.

Chairman's statement

continued…

The DCM contract to process platinum-bearing chrome tailings has now been concluded with Jubilee owning significantly more beneficial rights since the original negotiations reported in the previous year. We expect to commence processing tailings in the very near future and are also in discussions with a number of companies concerning the toll processing of other material including primary ore.

The Group reported a loss for the year ended 30 June 2013 of 2.41 pence (2012: loss of 2.43 pence) per ordinary share. Headline loss for the year was 2.41 pence (2012: loss of 2.43 pence) per ordinary share.

Trading conditions in small-capped mining stocks have continued to be challenging during the period under review, however, some light is being seen. Trading on the AIM market is increasing and we do see a subtle but steady move of investment being directed into these companies to capitalise on the low valuations placed by the markets. This activity is usually led by the retail sector with institutional money lagging this sector. The pattern is a little different currently with a strong opportunity intervention by private equity sources. Funding packages tend to be innovative but costly to the user.

The Company considers the fundamentals for platinum to be outstanding for the coming year. This opinion is led by the upsurge in new car purchases in North America and some improvement in Europe. The demand we feel is improving but we do not see similar positive signs from the supplier side and therefore we remain bullish on the platinum price. We see the South African Rand continuing to weaken, although an upturn in commodity prices could reverse the trend. On the whole, however, our confidence remains for a strong Rand-denominated platinum price.

I would like to thank my fellow Directors for the untiring efforts for the activities for which they are responsible. In particular I would like to thank Leon Coetzer, the Chief Executive Officer, for his resilience and focus across the wide range of challenges he has had to face on a daily basis.

Finally, I would like to express my hopes for a more stable platinum market and improved economic confidence as a platform to enter next year. I would like to reassure investors of the Board's total commitment to the Mine-to-Metals strategy.

Colin Bird
Non-executive Chairman

7 November 2013

Chief Executive Officer's operations report

Jubilee continued to make progress in forming a fully integrated platinum Mine-to-Metals company during the financial year under review. Capital markets in the platinum industry remained under pressure giving little credit to Jubilee's successes during this period. Jubilee continued to grow its revenue and gross profit margin from the previous reporting period under challenging trading conditions.

Jubilee was able to counter the rise in smelter operating costs by both increasing overall smelter output and successfully negotiating a private power sale agreement with the South African national energy supplier for the sale of electricity from its power plant in Middelburg. Jubilee was able to significantly progress its Mine-to-Metals strategy by securing access to on-surface platinum-containing material through the successful tender to process the Dilokong Chrome tailings, access to which accelerates Jubilee's ability to produce its own platinum material.

On the corporate front, Jubilee targeted the acquisition of Platinum Australia Limited, an ASX-listed platinum mining company whose assets include the fully commissioned shallow PhokaThaba's Smokey Hills platinum mine, currently under care and maintenance, and two additional near-surface exploration projects, both with concluded Definitive Feasibility Studies. The closure of this transaction has been frustrated by both the sluggish recovery of the Global Economy crises and the threat of domestic labour unrest in the South African Mining Sector. This has impacted on Jubilee's ability to secure the funding required for both concluding the transaction and restarting the Smokey Hills platinum mine. Jubilee remains resolute in its efforts to secure this transaction as part of its Mine-to-Metals strategy.

Jubilee has further reviewed the current listing regulatory environment which governs Jubilee's trading requirements and access to capital markets against the demographics of its share portfolio. At the end of the reporting period for the 2013 financial period 87% of Jubilee shares were registered on the AIM market in London while only 13% was held through the JSE in Johannesburg. Jubilee has elected to align its primary listing with its shareholding portfolio by proposing to move its primary listing to AIM in London subject to shareholder approval. To facilitate this potential move, the Company proposes to move from the JSE main board to the Alternative Exchange (AltX) in Johannesburg. If approved by shareholders the proposed move of the Company's primary listing should result in greater access to capital markets by the Company and assist in the conclusion of the targeted transactions as well as offering significant cost savings to the Company to the benefit of all shareholders.

Highlights

Financial

- Revenue up 28% to £4.8 million (ZAR72.0 million) (2012: £3.7 million (ZAR55.5 million)). The increase in revenue is in line with new electricity sales by Power Alt Pty Ltd (Power Alt), a 70% held subsidiary of Jubilee, to the South African national electricity public utility, while maintaining production revenues at RST Special Metals Pty Ltd ("RST") in Middelburg for the period under review.
- Gross profit up 864% to £1.9 million (ZAR28.5 million) (2012: £0.2 million (ZAR3.0 million)), which is in line with both the electricity sales and a sustainable reduction in operational overheads at RST during the period under review.

Mining and exploration

- Jubilee's subsidiary, Tjate Platinum Corporation Pty Ltd (Tjate), received formal communication from the Department of Mineral Resources (DMR) of South Africa of acceptance of its application for a mining right on the Tjate Platinum project.
- Tjate formally executed a sale of rights agreement, pursuant to the £4.83 million (ZAR75 million) cash offer from Rustenburg Platinum Mines Ltd, a subsidiary of Anglo American Platinum Ltd, for the non-core Quartzhill farm portion of its Tjate Platinum project.
- In Madagascar Jubilee entered into a farm-in agreement (August 2012) with iron-ore focused Indian Pacific Resources Limited (IPR), in terms of which IPR has the exclusive right to earn in to commodities on the Company's Ambodilafa concession, other than platinum group elements, metals traded on the London Metal Exchange and chrome.
- IPR to year-end has earned in 51% (81% post-balance sheet) of the concession, with no exploration funding required from Jubilee.

Surface operation and processing

- Jubilee's subsidiary, Pollux Investment Holdings Pty Ltd ("Pollux"), was awarded the processing right to recover the platinum group metals (PGM) contained in the 800,000 tonnes Dilokong Chrome Mine surface tailings ("DCM Tailings" or "Tailings").

- Jubilee concluded a toll processing agreement in November 2012 (Toll Agreement) with PhokaThaba Platinum Pty Ltd (PhokaThaba), a subsidiary of PLA (under administration), for the processing of the Tailings at PhokaThaba's Smokey Hills Mine concentrator.
- The Toll Agreement enables Jubilee to commence processing of the Tailings starting at a rate of 10,000 tonnes per month and ramping up to a targeted 35,000 tonnes per month over a six-month period. The Toll Agreement terms are currently being updated.
- Post the period under review, Jubilee has secured project funding, consisting of both debt and equity, towards funding of both the capital and working capital required to commence with the processing of the DCM Tailings.
- The funding structure recognises Jubilee's ability to generate cash flow from its DCM tailings operation and reduces Jubilee's dependency on equity funding alone.
- Jubilee's subsidiary Power Alt was awarded a tender for the sale of electricity to the South African national electricity public utility. The maximum contract value totals £6.3 million (ZAR98 million) per annum. Sales commenced during December 2012 with revenue totalling £1.3 million (ZAR20.2 million) for the period under review.
- Jubilee increased its interest in Power Alt to 70% from 51% through the acquisition of minority shareholders. This enables Jubilee to leverage this asset towards funding its short and medium-term platinum Mine-to-Metals strategy.
- The Company increased its shareholding to 100% in Jubilee Smelting and Refining Pty Ltd ("JSR") through an earn-in agreement based on the capital invested by Jubilee. Jubilee consequently holds 100% of RST Special Metals Pty Ltd ("RST") in Middelburg.
- Jubilee continued to grow its revenue from the Middelburg-based smelter operations while improving the gross profit margins achieved by the smelter operations and expanding the operations to commence processing of ferrosilicon material in addition to current ferronickel material.
- Jubilee concluded a Technology Agreement with Northam Platinum Ltd that includes a Definitive Feasibility Study for the potential construction of a 5MW ConRoast smelter at their processing facilities.
- Confirmation of metallurgical testing from the Nickel Tailings project indicated a potential for significantly reducing the nickel tailings mass required for acid leaching to recover nickel, with consequential impact on the project's economics.

Targeted acquisition of Platinum Australia Limited

- Jubilee executed an Implementation Deed (ID) with PLA (under administration) to acquire all of the issued shares of PLA by way of a scheme of arrangement ("Scheme") in accordance with Australian Law.
- Jubilee shareholders voted in favour of the acquisition of PLA on 28 May 2013.
- Jubilee reduced the offer, in line with the prevailing platinum market conditions and increased debt retained in PLA, from approximately 1 Jubilee share for every 2.593 PLA shares to offering approximately 1 Jubilee share for every 5.68 PLA shares. The PLA Board has recommended the revised offer. As such, PLA shareholders would hold approximately 16.5% of the issued share capital of Jubilee following implementation of the Scheme.
- Jubilee concluded a Memorandum of Understanding ("MOU") with PLA's major creditor, Macquarie Bank Limited ("MBL"), for the settlement and re-financing of the existing debt held by MBL.
- At the time of this report the only remaining conditions precedent to the implementation of the Scheme are:
  - securing funding of approximately US$15 million (£9.4 million (ZAR146 million)) towards the transaction and the restart of the processing and mining operation. This funding requirement has been reduced in line with the secured funding for the processing of the DCM Tailings;
  - Australian Court approval of the Scheme; and
  - final PLA shareholder approval.

Acceleration of Jubilee's Mine-to-Metals strategy

Jubilee has shown persistent progress in all aspects of its business through the period under review, and during which time Jubilee has been successful in securing key assets, which will be used for the execution of the Company's stated Mine-to-Metals strategy.

Jubilee, through its Toll Agreement, is able to commence production of platinum concentrates from approximately 800,000 tonnes DCM Tailings, targeting the PhokaThaba mine processing plant owned by PLA. The processing of the DCM Tailings is not dependent on the acquisition of PLA and can commence prior to the conclusion of the PLA transaction. The Toll Agreement terms are currently being updated.

Jubilee was able to secure and execute funding, post the period under review, for both the capital and working capital required to commence the processing of the DCM Tailings. This was an important step in concluding the plans for recommissioning of the processing plant, which is now scheduled to commence within the next three months. The funding structure comprises debt and equity, recognising Jubilee's ability to generate early cash flows from the DCM Tailings project. This recognition by the financial institution providing the funding allows Jubilee to reduce its dependency on equity funding alone and is a key milestone in the implementation of the Company's strategy.

Jubilee received an unsolicited offer for the acquisition of its holding in Power Alt and JSR from GRE and to this end executed a Sale Agreement with GRE.

In terms of this Sale Agreement, GRE was due to pay Jubilee an amount of US$8.9 million (£5.6 million (ZAR87.1 million)) for the acquisition of 40% of the issued shares in Power Alt as well as 65% of the issued shares in JSR. To date, Jubilee has received the non-refundable deposit of US$0.2 million (ZAR2 million) as well as US$0.56 million (ZAR5.5 million) non-refundable investment in the upgrade of JSR's facilities and a further US$0.123 million (ZAR1.2 million) non-refundable payment towards the working capital of JSR by GRE.

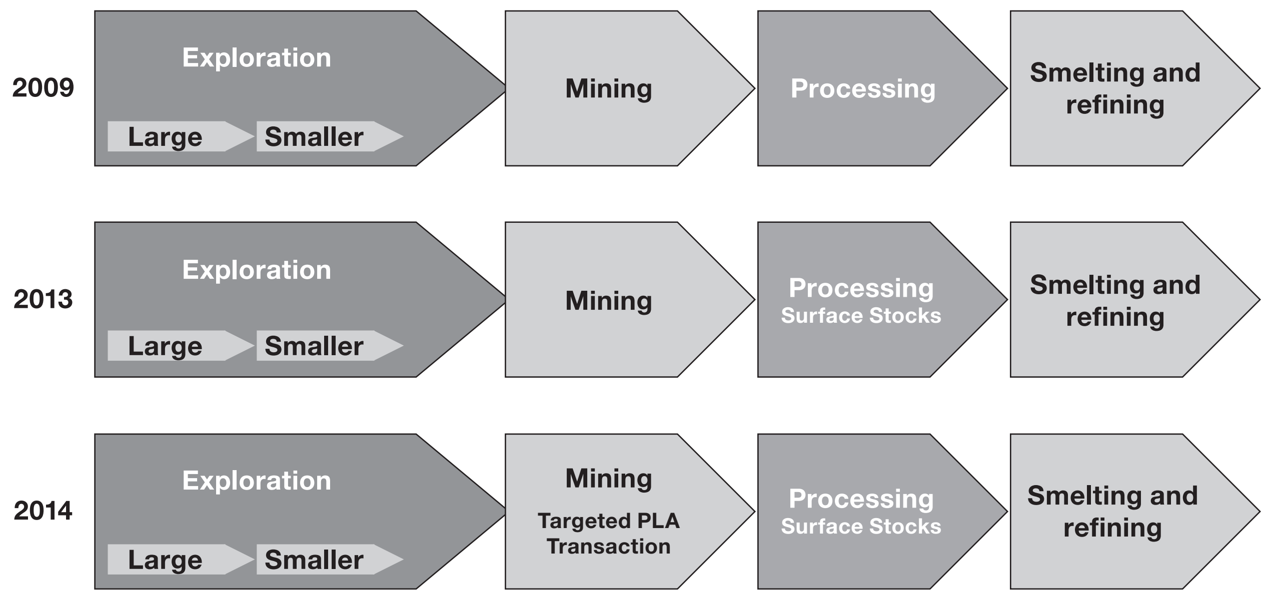
GRE did not honour the contractual payment deadline and is currently in breach of the Sale Agreement. Jubilee has initiated the necessary action to rectify the breach and has reserved all its rights under the Sale Agreement.

Notwithstanding the absence of the GRE payment due under the Sale Agreement, Jubilee has been successful in fast tracking its Mine-to-Metals strategy by securing the project funding required to commence with processing of the DCM tailings. This funding ensures that Jubilee is able to maintain its drive to grow its earnings in the short term through the implementation of its Mine-to-Metals strategy while continuing to focus on the conclusion of the PLA transaction.

The Directors believe that the combination of Jubilee and PLA's assets is strongly complementary, which allows Jubilee to accelerate its objective of establishing a fully operational Mine-to-Metals platinum company. The combination of Jubilee's acquired processing rights to platinum-bearing surface material with the fully operable PLA mining and processing assets potentially ensures that the combined entity is able to establish itself as one of the lowest cost producers of platinum concentrates.

The central location of Smokey Hills within the Eastern Limb of South Africa's platinum region makes the operation attractive for the processing of third party material in the region. The increased toll processing has the potential to add significant flexibility to the Smokey Hills mine operation and to counter the volatility in the platinum price.

Jubilee continues to deliver on its Platinum Business Strategy



Jubilee mining

World-class assets

Jubilee's mining and exploration projects are significantly enhanced by the Company's ability to beneficiate concentrates from these projects, through its smelting and refining capability.

Tjate Platinum Project

The flagship Tjate Platinum Project (the Project) comprises three farms, Dsjate 249 K T, Fernkloof 539 KS and Quartzhill 542 KS, and is located in the eastern Bushveld of South Africa. The Project contains a SAMREC-compliant resource of 25 million ounces 6PGE+Au in the Indicated and Inferred resource category or 22 million ounces 3PGE+Au in the Indicated resource category with a targeted potential resource for the entire Tjate Project of approximately 70 million ounces 6PGE+Au net of geological losses.

The resource statement tabled below covers the Dsjate and Fernkloof farms, but excludes the Quartzhill farm portion (Quartzhill) of the Project.

Category	Tonnes (Mt)	3PGE +Au[a] (g/t)	3PGE+Au (Mozs)	6PGE+Au[b] (g/t)	6PGE+Au (Mozs)
Indicated	11.561	5.28	1.964	–	–
Inferred	120.919	5.24	20.365	6.01	25.602
Total	**132.480**	**5.24**	**22.329**	**6.01**	**25.602**

(a) 3PGE platinum palladium, rhodium
(b) 6PGE = 3PGE plus iridium, rhenium, osmium

During the period under review, Tjate, in which the Group holds a 63% interest, advanced formalising a sale of rights agreement for the Quartzhill farm portion of the Tjate Platinum project (Tjate Project), following the Tjate Board's' acceptance of the £4.83 million (ZAR75 million) cash offer for this non-core asset from Rustenburg Platinum Mines Ltd a subsidiary of Anglo American Platinum Ltd. Post the period under review, Tjate formalised and executed this agreement, which is subject to the approval of the DMR and other relevant regulatory bodies.

Rationale for the sale

- Quartzhill has not been drilled and therefore is not included either in Tjate's current SAMREC compliant resource estimate or in Tjate's long-term mining plans;
- Quartzhill lies outside of the centre of gravity of Tjate's first area projected to be mined and therefore costs of mining this block could be potentially prohibitive; and
- Quartzhill's platinum reefs are deeper than those targeted on the Tjate Project's first mine area.

The sale of Quartzhill recovers value from the Tjate Project for Tjate shareholders, but does not detract from the Tjate Project's overall mineable value and that currently attributable to Jubilee. The sale will ultimately represent a good return on the Company's earned-in investment into Tjate. It also effectively crystallises for all Tjate shareholders, the potential to monetise, in the short term, what is a very long-term and therefore non-core asset portion of the Tjate Project. Since Quartzhill has not been drilled, is distant from the initial targeted shaft and therefore potentially not viable to mine in the long term, it has been excluded from the current mine plan proposed in Tjate's Mining Right Application to the DMR.

Tjate Platinum Corporation Pty Ltd (Tjate) received formal communication from the DMR of South Africa of acceptance of its application for a mining right for the Tjate Platinum project.

Madagascar – Ambodilafa Project

The Ambodilafa Project is located some 160 kilometres south west of the Madagascan capital Antananarivo and 45 kilometres west of the coastal town of Nosy Varika. The project comprises a large mafic-ultramafic intrusion with important ultramafic lithologies (peridotite and pyroxenite) and an intense magnetic feature (identified previously in aeromagnetic survey) coincident with outcropping banded iron formations in the north of the intrusion.

The Company previously identified a drill target in these ultramafic lithologies by way of coincident kilometre-scale areas of nickel copper and chrome soil sampling anomalies.

On 24 August 2012, the Company entered into a farm-in agreement with unlisted Indian Pacific Resources Limited (IPR) to explore the potential iron ore opportunity identified by both the Company and IPR on the Ambodilafa concession. IPR is to farm-in in stages up to a 90% interest in all commodities (the Commodities) except platinum group metals, metals traded on the London Metals Exchange and chrome (Other Commodities) in Jubilee's Ambodilafa tenement area, for expenditure of US$3 million over 42 months.

In the period under review, IPR earned a 51% interest in a prospective iron ore property on expenditure of US$1 million. Post the period under review, IPR earned in a further 30% interest for similar expenditure of US$1 million. Jubilee has elected not to participate *pro rata* at this stage for the final earn-in phase (to 90% interest). IPR continues to fund the Company's overheads in Madagascar.

The Company's wholly-owned Madagascan subsidiary, Mineral Resources of Madagascar Sarl (MRM), secured a court judgement against a local drilling contractor for non-performance in respect of its Ambodilafa nickel platinum project and was granted all costs and damages.

Jubilee processing

Targeting at surface material unlocked by the ConRoast process

Jubilee's processing targets surface and near surface stocks containing PGM (Platinum Group Metals) and base metals (Copper and Nickel). Many of the targeted PGM in surface stocks require further beneficiation, which are perfectly suited for the unique ConRoast smelting process held exclusively by Jubilee. PGM contained in surface tailings and waste dumps have become a key focus in the industry since the PGM can be unlocked at low operating costs in the absence of mining and therefore with a low capital entry requirement. Jubilee processing has demonstrated its unique ability to process a variety of such material through its Middelburg smelting operation, setting Jubilee apart from its peers.

During the period under review, Jubilee processing significantly enhanced its access to near term PGMs with the execution of the Treatment of Tailings Agreement to beneficiate PGMs and base metals locked in the surface chrome tailings at the Dilokong Chrome Mine ("DCM Tailings"). These surface stocks are estimated to contain up to 800,000 tonnes of platinum containing material. Jubilee commissioned the drilling company Dump & Dune to establish the detailed PGM and base metal deposition in the DCM Tailings. The drilling was concluded at the end of August 2012, producing 90 samples, which were analysed for both PGM and base metal content, the results, calculating to an estimated 73,000oz (4E PGMs (platinum, palladium, rhodium plus gold)). Jubilee plans to upgrade the PGMs in the surface material at the adjacent PhokaThaba processing plant at a targeted rate of 240,000 tonnes per annum prior to beneficiating the PGM and base metals in its Middelburg smelter.

Post the period under review Jubilee secured the funding to commence processing of the DCM Tailings and has entered into discussions with PLA to confirm time lines for the re-commissioning of the PhokaThaba mine processing plant.

Jubilee has targeted two further such tailings dams and currently awaits the outcome of the two proposals submitted by Jubilee to beneficiate PGMs and base metals from these surface stocks.

Jubilee smelting and refining

Patented process solutions – outpacing peers

Jubilee commenced a capital investment programme to renew JSR's existing smelting infrastructure and to install a new 5MVA ARC furnace. JSR specifically targets the processing of waste and tailings materials, which require a very specific smelting and refractory solution to cater for the varying feed conditions. This smelting solution is uniquely offered by JSR's Middelburg smelter operations. Older unreliable furnace infrastructure was decommissioned during the reporting period in order to reduce the operating overhead and improve gross profit margins as part of the renewable programme. The benefits of the renewable programme have started to reflect in the financial numbers.

The Company increased its shareholding in JSR to 100% through an earn-in agreement based on the capital invested by Jubilee. Jubilee consequently holds 100% of its smelting facility RST in Middelburg, South Africa.

The Middelburg smelter's capacity remains fully contracted. Jubilee continued to grow its revenue from the smelter operations while improving the gross profit margins and expanding the operations to commence processing of ferrosilicon material in addition to current ferronickel material.

Jubilee secured a further ferroalloy-smelting contract for ferrosilicon on the back of the successful upgrade of the Middelburg smelter complex. The new contract commenced production on 5 August 2013.

In Q4 2012, in addition to the electricity used for its smelting, Jubilee became a net seller of electricity to the national electricity public utility.

Power Alt received approval from NERSA for the sale of up to 5.1MW generated electricity to the national electricity public utility. Sale of electricity commenced in December 2012 and the full 5.1MW sale target was achieved in January 2013. Total sales contributed through the sale of electricity totalled £1.3 million for the period under review.

Power Alt further secured the issuance and grant of all applicable regulatory consents and electricity generation licences for generating and selling 10MW of generated electricity to the national electricity public utility, an increase from the 5.1MW currently licensed for sale. This extension to the contract is valued at £6.3 million (ZAR98 million) per year.

ConRoast

Jubilee leveraged its exclusive access to the ConRoast process to target platinum containing material both at surface as well as near surface chromite reefs. The successes achieved by Jubilee in securing this material now offer Jubilee the opportunity to, in the short term, commence with its own production of platinum concentrate material for further processing in its smelter complex.

Jubilee concluded a Technology Agreement with Northam Platinum in December 2012, which includes a Definitive Feasibility Study for the potential construction of a 5MW ConRoast smelter at their processing facilities. The Pre-Feasibility Study and order of magnitude of cost study was concluded in May 2013.

The Company expects this project to gain further momentum following the restart of the current Northam Platinum furnace that has been down for repairs for a prolonged period.

Australia – Leinster Nickel Tailings Project

In Australia, the Company has rights under the Tailings Supply Agreement ("Agreement") to test the reprocessing of nickel sulphide tailings ("Nickel Tailings") from the Leinster Nickel operation to recover nickel and other minor metals.

The Company completed a Scoping Study on the processing of the Nickel Tailings in February 2009, in part towards an Engineering Study and Economic Evaluation ("ESEE") of the project.

By a Deed of Access, the Company drilled fresh samples of the Nickel Tailings for test work in early 2012. These samples were required following an independent review of the project in 2010 with recommendations for complementary testing, primarily pre-flotation, in order to refine the Scoping Study flow sheet. The Company commissioned Mintek, South Africa's national mineral research organisation, to perform the work in March 2012.

Results of this testing to date indicate a potential for significantly reducing the nickel tailings mass required for acid leaching to recover nickel, with consequential potential impact on the project's costs.

Work continues on the last phase of this testing, which is aimed at utilising the sulphur in the reduced Nickel Tailings mass to generate acid for leaching, thereby potentially eliminating the requirement for an external supply of sulphur, and consequently impacting further on the project's costs.

Looking ahead

Jubilee reached a key milestone in the development of its stated Mine-to-Metals strategy with the conclusion of the contract for the processing rights to extract PGM from the DCM Tailings.

Jubilee will continue its drive to enter into near-term production of own platinum concentrates. The acquisition of the exclusive rights to process the DCM Tailings is the first step towards securing such production. The ConRoast process continues to support these efforts allowing Jubilee to outpace its competitors in this space.

Jubilee looks forward to a year in which we will bring the DCM Tailings project into production and continue to target further such opportunities to grow the production of our own platinum concentrates.

The trading environment for junior platinum companies remains under pressure with companies trading at significant discounts to their underlying asset values. Jubilee is poised to distinguish itself from its peers as an emerging platinum mining company with operational assets generating cash flows. A world-class project pipeline, containing both near- and long-term projects, able to produce platinum concentrates for Jubilee's smelter operations, underwrites these assets.

Leon Coetzer

Chief Executive Officer

7 November 2013

Report of the Remuneration Committee

Members

Colin Bird and Christopher Molefe

The Company has established a Remuneration Committee comprising Colin Bird and Christopher Molefe. Colin Bird chairs the committee.

Statement of remuneration policy

The performance of the Company is dependent on the quality and commitment of its employees and Directors. The Company believes that employees and Directors of the right calibre will be attracted and motivated to secure maximum returns if the Company adopts policies which are consistent and in line with its mission and values, and are comparable in the higher education sector.

The committee is responsible for developing a formal and transparent policy on executive remuneration and for structuring of the remuneration packages of individual Directors. It is also responsible for overseeing of remuneration to all staff members throughout the organisation. The Remuneration Committee is a useful mechanism for facilitating the determination of all the essential components of remuneration and establishing remuneration credibility with shareholders and stakeholders.

The committee is responsible for reviewing the performance of the executive Directors and for setting the scale and structure of their remuneration, determining an acceptable bonus structure, considering the granting of options under the Company's share option scheme and, in particular, the price per share and the application of performance standards which may apply to any such grant, with due regard to the interests of shareholders as a whole and the performance of the Company and Group.

The Group's policy provides for a competitive package that reflects the Group's performance and is designed to attract and retain high calibre executives. The executive packages currently consist of a marginal base salary plus a proposed component of the salary paid in shares as well as longer-term rewards in the form of share options. Any bonus payments are currently at the sole discretion of the Board.

Refer to the Directors' report commencing on page 11 of this report for details of Directors' interests in the Company and their remuneration for the period under review.

Colin Bird
Chairman – Remuneration Committee

7 November 2013

Report of the Directors

The Directors present their report together with the financial statements for the year ended 30 June 2013.

Principal activities and place of incorporation

The Group and Company are principally engaged in exploration and exploitation of natural resources. Jubilee Platinum PLC is UK domiciled and incorporated in England and Wales and is governed by UK Law.

Business review

A review of the Group and Company's operations during the year ended 30 June 2013 and future developments is contained in the Chairman's statement and in the Chief Executive Officer's operations report on pages 5 to 10.

The Directors did not recommend the payment of a dividend (2012: Nil).

Financial review

Revenue is up 28% (2012: down 32%), which is in line with new electricity sales by Power Alt Pty Ltd, a 70% held subsidiary of Jubilee, to the national electricity public utility in the amount of £1.3 million for the 7 months ended 30 June 2013. Despite decreased power supply to RST Special Metals Pty Ltd, which came as a result of increased power supply to the national electricity public utility, RST managed to maintain sales at £3.1 million (2012: £3.1 million) for the period under review.

The Group reported a loss for the year ended 30 June 2013 of 2.41 (2012: loss of 2.43) pence per ordinary share. Headline loss for the year was 2.41 (2012: loss of 2.43) pence per share. The weighted average number of ordinary shares in issue for the period under review was 322,216,586 (2012: 279,147,806). There is no effect on dilution of earnings per share figures (2012: there was no effect on dilution of earnings per share figures). There are no reconciling items between basic loss and headline loss reported for the year.

The Group's operating expenses comprised the following main categories of expenses:

	2013 £'s	2012 £'s
Administrative and corporate costs	**2,857,612**	1,831,573
Amortisation	**915,586**	1,152,212
Consulting fees	**385,040**	434,964
Depreciation	**1,773,240**	1,751,306
Directors' emoluments	**595,278**	606,063
Human Resources	**919,959**	1,322,118
Management fees	**160,743**	278,004
Professional fees	**293,345**	204,982
Repairs and maintenance	**1,004,845**	1,100,799
Travelling	**150,075**	228,550
Total	**9,055,723**	8,910,571

The table above forms part of supplementary information and has not been audited. Reclassification of prior year figures has been made where necessary to reflect more appropriate comparative figures.

Other comprehensive income comprises foreign currency translation differences, which can be reclassified, to profit and loss in future.

The Group reported a net asset value of 17.73 (2012: 25.38) pence per share and a net negative tangible asset value of 2.94 (2012: 3.05) pence per share. The total shares in issue as at 30 June 2013 were 354,339,529 (2012: 288,121,806).

Risk review

The Board and the Executive Committee keep the risks inherent in an exploration and production business under constant review. The principal risks for an exploration and production company and the measures taken by the Group to mitigate them are detailed below these are the principal risks and uncertainties:

- Exploration risk is the risk of investing cash and resources on projects which may not provide a return. The Group addresses this risk by using its skills, experience and local knowledge to select only the most promising areas to explore. The Board and the Executive Committee, based on advice from the Executive team, set priorities.

- Political risk is the risk that assets will be lost through expropriation, unrest or war. The Group minimises political risk by operating in countries with relatively stable political systems, established fiscal and mining codes and a respect for the rule of law.
- Commodity risk is the risk that the price earned for minerals will fall to a point where it becomes uneconomical to extract them from the ground and to process. The principal metals in the Group's portfolio are platinum group metals, nickel and copper. The price of these metals has been stable during the financial year. The economics of all the Group's projects are kept under close review on a regular basis.
- Funding risk is the risk associated with the impact on a project's cash flow from higher funding costs or lack of availability of funds.
- *Security of tenure*
  The Group investigates its rights to explore and extract minerals from all of its material properties and, to the best of its knowledge, those rights are expected to be in good standing. However, no assurance can be given that the Group will be able to secure the grant of mineral rights and tenures on terms satisfactory to it, or that governments in the jurisdiction in which the Group operates will not revoke or significantly alter such rights or tenures or that such rights or tenures will not be challenged or impugned by third parties, including local governments or other claimants.

Financial risks
The three main types of financial risk faced by the Group are liquidity risk, currency risk and credit risk.

Liquidity risk is the risk of insufficient working and investment capital. The Group's goal is to finance its exploration and smelting activities from cash flow from operations but in the absence of such cash flow the Group relies on the issue of equity share capital and option agreements to finance its activities. Jubilee has raised funds through a Standby Equity Distribution Agreement ("SEDA"), which allowed the Company to continue to seek potential acquisition opportunities in near-term mining projects consistent with its Mine-to-Metals and to ensure sufficient funding for its Middelburg Smelter and ConRoast growth strategies. The drawdown of funds and equity distribution is controlled and managed by the Board.

Currency risk is the risk of the possibility that one currency will devalue to the exchanger's detriment. The Group finances its overseas operations by transferring Pound Sterling and US Dollars to meet local operating costs. The Group does not hedge its exposure to foreign currency risk and is therefore exposed to currency fluctuations between these two currencies and local currencies. Transfer of currency is managed by the Executive Committee of the Company to ensure that currency devaluation is minimised.

Credit risk refers to the risk that counterparties will default on their contractual obligations resulting in financial and cash loss to the Group and Company. Credit risk arises principally from the Group and Company's investment in cash deposits. The Group and Company seek to deposit funds with reputable financial institutions with high credit ratings until such time as it is required. The Group and Company do not have any significant credit risk exposure on trade and other receivables. The carrying amount of financial assets recorded in the financial statements represents the Group and Company's maximum exposure to credit risk.

The Group and Company maintain tight financial and budgetary control to keep its operations cost effective to mitigate these financial risks. More information on financial instruments is included in note 23 to the consolidated financial statements.

Corporate governance
In formulating the Company's corporate governance procedures, the Board of Directors takes due regard of the principles of good governance as set out in the UK Corporate Governance Code issued by the Financial Reporting Council and the size and stage of development of the Group. The Group also takes due regard of the Quoted Companies Alliance (QCA) Guidelines on Corporate Governance for Smaller Quoted Companies.

The Board relies on the Remuneration and Nomination Committee and the Audit and Risk Committee to review, on an ongoing basis, all rules, regulations and all risks applicable to the Group and Company.

The Board comprises three executive directors and three non-executive directors. Colin Bird is Chairman of the Board and Leon Coetzer is Chief Executive Officer.

The Remuneration and Nomination committee regularly reviews the Group's nomination and appointment policy. The policy is aligned with all necessary legislation and regulations.

The policy sets out the process for the nomination and appointment of Directors and key executives. There is a formal process for the appointment of Directors. Information is provided to shareholders of the candidate Director's education, qualifications, experience and other directorships. In terms of the policy, executive management requires permission to be appointed to external Boards. This reduces the potential for conflicts of interest and helps to ensure that management is able to devote sufficient time and focus to the Group's business.

In accordance with the policy, the Board takes cognisance of the knowledge, skills and experience of candidate Directors, as well as other attributes considered necessary for the role. The Board also considers the need for demographic representation when making a new appointment.

Remuneration of executive Directors is established by reference to the remuneration of executives of equivalent status both in terms of level of responsibility of the position and by reference to their job qualifications and skills. The Remuneration and Nomination Committee also has regard to the terms that may be required to attract an executive of the equivalent experience to join the Board from another company. Such packages include performance-related bonuses and the grant of share options. The Remuneration and Nomination Committee consists of Colin Bird and Christopher Molefe and met once during the year to consider the emoluments of the executive Directors.

The structure of the Board ensures that no one individual or group dominates the decision-making process. The Board meets on a regular basis and provides effective leadership, overall control and direction to the Group's affairs through the schedule of matters reserved for its decision. This includes the approval for the budget and business plan, major capital expenditure, acquisitions and disposals, risk management policies and the approval of the financial statements. Formal agendas, papers and reports are sent to the Directors in a timely manner prior to Board meetings. The Board delegates certain of its responsibilities to Board committees that have clearly defined terms of reference. Between the Board meetings referred to above, an Executive Management Committee consisting of the executive Directors meets on a regular basis. The Board met every quarter and most of the Directors attended all scheduled meetings.

All Directors have access to the advice and services of the Company Secretary, who is responsible for ensuring that all Board procedures are followed. Any Director may take independent professional advice at the Company's expense in the furtherance of his duties.

A minimum of one-third of the Directors retires from office at every Annual General Meeting ("AGM") of the Company. In general, those Directors who have held office the longest time since their election are required to retire. A retiring Director may be re-elected and a Director, appointed by the Board since the last AGM, can also be re-elected. In the latter case the Director's period of prior appointment by the Board will not be taken into account for the purposes of rotation.

The Audit and Risk Committee consists of Colin Bird and Christopher Molefe and meets as appropriate. During the 2013 financial year the committee met once to consider the Group's financial reporting (including accounting policies) and the internal financial controls designed to identify and prevent the risk of loss. Colin Bird was appointed to the Audit and Risk Committee due to his ability and knowledge within the industry. The Audit and Risk Committee has reviewed the systems in place and considers these to be appropriate. The committee also sets principles for recommending the use of external auditors for non-audit services. The Audit and Risk Committee has considered and satisfied itself of the appropriateness and expertise of the financial director (Mr Eduard Victor) and the finance function, and is unanimously satisfied of his continuing suitability for the financing function.

The Board attaches importance to maintaining good relationships with all its shareholders and ensures that all price-sensitive information is released to all shareholders at the same time and in accordance with the AIM rules. The Company's principal communication with its investors is through the AGM and through the annual report and interim statement. The Company maintains a website, in compliance with AIM Rule 26, containing up-to-date information of the Group's activities as well as all recent LSE Regulatory News Service and JSE SENS announcements.

Capita Company Secretarial Services acted as Company Secretary for the financial year.

Compliance with the Bribery Act

The Board acknowledges the UK Bribery Act 2010, which came into force on 1 July 2011. It is the policy of the Board to comply with all laws and regulations including this Act.

Internal control

The Board is responsible for maintaining an appropriate 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 Group assets, maintain proper accounting records and ensure 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:

- regular review of financial reports and monitoring performance;
- prior approval of all significant expenditure including all major investment decisions; and
- review and debate of treasury policy.

The Board, in context of the Group's overall strategy, undertakes a risk assessment and a review of internal controls. The review covers the key business operational, compliance and financial risks facing the Group. In arriving at its judgment of what risks the Group faces, the Board has considered the Group's operations in the light of the following:

- the nature and extent of risks which it regards as acceptable for the Group to bear within its overall business objective;
- the threat of such a risk becoming a reality;
- the Group's ability to reduce the incidence and impact of risk on its performance; and
- the cost and benefits to the Group of operating the relevant controls.

The Board has reviewed the operation and effectiveness of the Group's system of internal control for the financial year and the period up to the date of approval of these financial statements and considers it to be adequate.

Relations with shareholders

Communication with shareholders is given a high priority by the Board and the Directors are available to enter into dialogue with shareholders. All shareholders are encouraged to attend and vote at the Annual General Meeting during which the Board is available to discuss issues affecting the Group and Company.

Going concern

The Directors have adopted the going concern basis in preparing the financial statements. Further disclosure of the Directors' consideration of going concern is made in note 27 to these annual financial statements.

Legal proceedings

Other than as disclosed in this report, the Directors are not aware of any legal proceedings or other material conditions that may impact on the Company's ability to continue mining or exploration activities.

Special resolutions

During the period under review shareholders voted in favour of the following special resolutions:

- The Company renewed the authority of the Directors to issue shares for cash up to 15% of the issued capital of the Company;
- That, in accordance with paragraph 42(2)(b) of Schedule 2 of the Companies Act 2006 (Commencement No. 8, Transitional Provisions and Savings) Order 2008 of the United Kingdom, the restriction on the authorised share capital of the Company set out in paragraph 5 of the memorandum of association of the Company, which by virtue of section 28 of the Companies Act 2006 of the United Kingdom is treated as a provision of the Company's articles of association, is hereby revoked and deleted and that, accordingly, Article 5 of the Company's articles of association be and is hereby deleted and the following be and is hereby substituted in its place:

  "5. The share capital of the Company is divided into an unlimited number of ordinary shares of 1p each ("Ordinary Shares")."

Directors' interest in securities of the Company

The Directors who served during the year and their interests in the shares of the Company as at the beginning and the end of the year were as follows:

	Number of ordinary shares		Number of share options	
	30 June 2013	30 June 2012	**30 June 2013**	30 June 2012
C Bird	**4,217,991**	4,118,950	**2,650,000**	2,650,000
C Molefe	**–**	–	**200,000**	200,000
A Sarosi	**64,444**	–	**1,650,000**	1,650,000
L Coetzer	**27,810**	–	**3,000,000**	3,000,000
Dr M Phosa	**–**	–	**500,000**	500,000
E Victor	**–**	–	**2,600,000**	2,600,000
Total	**4,310,245**	4,118,950	**10,600,000**	10,600,000

Share-based payments (Note 17)	Outstanding beginning	Granted	Forfeited/ Cancelled	Outstanding/ Exercisable options	Average exercise price Pence
C Bird	**2,650,000**	**–**	**–**	**2,650,000**	**41p**
C Molefe	**200,000**	**–**	**–**	**200,000**	**36p**
A Sarosi	**1,650,000**	**–**	**–**	**1,650,000**	**32p**
L Coetzer	**3,000,000**	**–**	**–**	**3,000,000**	**35p**
Dr M Phosa	**500,000**	**–**	**–**	**500,000**	**35p**
E Victor	**2,600,000**	**–**	**–**	**2,600,000**	**28p**
Total	**10,600,000**	**–**	**–**	**10,600,000**	

Since 30 June 2013 to the date of posting this annual report Colin Bird acquired 665,188 Jubilee shares.

Remuneration of Directors was as follows:

	Share-based payment £'s	Fees £'s	Salaries £'s	2013 £'s	2012 £'s
C Bird	–	–	80,032	**80,032**	80,000
A Sarosi	–	–	72,929	**72,929**	73,577
C Molefe	–	32,255	–	**32,255**	37,459
L Coetzer	–	–	275,553	**275,553**	272,079
E Victor[1]	22,685	–	90,000	**112,685**	430,315
Dr M Phosa	–	44,509	–	**44,509**	49,918
Total	22,685	76,764	518,514	**617,963**[2]	943,348

[1] *Eduard Victor's remuneration for the 2012 financial year included a share-based payment of £337,315 for options granted to him.*

[2] *The Directors have all agreed to forego any salary increase for the fourth consecutive year.*

No options were exercised by the Directors in the year ended 30 June 2013. The remuneration of the non-executive directors are not linked to attendance of meetings but paid monthly for services as Directors.

Board of Directors

There have been no changes to the Board during the period review and up to the date of this report.

Abbreviated biographies of the Directors

Mr Colin Bird

Non-executive Chairman

Mr Bird has a Higher National Diploma in Mining Engineering, is a Fellow of the Institute of Materials, Minerals and Mining and a UK Chartered Engineer. He also holds a UK and South African Mine Managers Certificate for coal mines. The formative part of his career was spent in the UK coal mining industry and thereafter he moved to the Zambian copper belt and then to South Africa to work in a management position with Anglo Coal and BP Coal. On his return to the UK he was Technical and Operations Director of Costain Mining Ltd, which involved responsibility for coal operations in the UK, Venezuela and Spain. In addition to his coal mining activities he has been involved in the management of Nickel, Copper, Gold and other diverse mineral operations. He has founded and floated several public companies in the resource sector and served on resource company boards in the UK, Canada and South Africa.

Dr Mathews Phosa

Non-executive Vice-Chairman

Dr Mathews Phosa established the first black Law Firm in Nelspruit in 1981. He is a renowned strategic and business leader who has had an immeasurable impact on the lives of numerous South Africans. He led the military wing of Umkhonto we Sizwe from Mozambique and was part of the ANC delegation which successfully negotiated a peaceful transition into a fully democratic South Africa. Dr Phosa was elected as the first Premier of Mpumalanga Province in 1994 and went on to serve as the Treasurer General within the Executive Committee of the ANC from 2007 to 2012. He has provided a sustainable legacy through his commitment to Special Olympics South Africa, Innibos Arts Festival and as Chairperson of Council of UNISA. Commercially Dr Phosa sits on a number of listed company boards (Waterberg Coal Company Limited, Value Group, Jubilee Platinum) as well as a number of unlisted entities (Brent Oil, TSB, Hans Merensky Holdings, and du Toit Smuts & Mathews Phosa Attorneys). Dr Phosa received a lifetime achievement award in July 2013 at the 12th awards ceremony of the Oliver Empowerment Awards for his continued persistence in ensuring we engage in the debates around reshaping and rebuilding our understanding of “real” transformation and empowerment. Dr Phosa has two anthologies in Afrikaans poetry some of which are prescribed in the school curriculum for our national matric syllabus.

Mr Christopher Molefe

Non-executive Director

Mr Molefe was formerly the Chief Executive of Royal Bafokeng Resources Pty Ltd and is presently the Non-Executive Chairman of Merafe Resources Ltd and a Non-Executive Director of Capital Oil Pty Ltd, both in South Africa. Mr Molefe has held several positions in Corporate Banking and industry for the previous 20 years. He commenced his career as Group Human Resource Manager at Union Carbide Africa Corporation. His subsequent positions include Manager of Corporate Affairs at Mobil Oil Southern Africa Pty Ltd; an Executive Director at Black Management Forum; a Financial Analyst at Chase Manhattan Bank; the Marketing Manager at African Bank Ltd; an Executive Manager at Transnet (Propnet) Pty Ltd and an Executive Director at Dipapatso Media Pty Ltd.

Mr Leon Coetzer

Chief Executive Officer

Mr Coetzer is a qualified chemical engineer. Before joining Jubilee, he was employed for 20 years within the Anglo American PLC stable, of which 16 years were spent at Anglo Platinum. His last position was Head of Process Control and Instrumentation where he defined and managed the automation and process control strategy for Anglo Platinum. The programme has established itself as a recognised world leader in its field. He was a member of the Executive Process Committee, the Research and Development Council, and advisor to the asset optimisation initiative at Anglo Platinum. Throughout his career, he has managed both technical and production units of large operations, including both platinum concentrators and smelters, and was selected to partake in Anglo American’s global leadership programme. He is a member of the advisory Board of the process engineering faculties at both the University of Pretoria and the University of Stellenbosch and is also a member of the South African Institute of Mining and Metallurgy, and a member of the South African Institute of Directors.

Mr Andrew Sarosi

Executive Director

Andrew Sarosi is a mineral processing engineer with 40 years’ experience in operations, management, consulting and corporate responsibilities for gold, silver, tungsten, tin, copper, zinc, diamond and rare earth projects in Saudi Arabia, Ethiopia, Southern Africa, West Africa, Madagascar and the United Kingdom. Andrew has held senior and advisory positions with Consolidated Gold Fields (UK), Amax UK, Petromin (Mahad adh Dahab – Saudi Arabia), Mackay & Schnellmann (UK), CSM Associates UK (now Wardell Armstrong), Lion Mining Finance and currently is an advisor to Wolf Minerals PLC. Andrew is currently executive director of Jubilee, having been appointed in January 2006 and is on the board of Galileo Resources Plc and other resource companies.

Mr Eduard Victor

Financial Director

Mr. Victor is currently Finance Director for Jubilee. After serving his traineeship with Malan & Du Preez and six years' accounting experience, he became the Financial Manager of Harmony Gold Mining Company Ltd. He is also the former Executive Business Manager of Pan African Resources PLC. Mr Victor joined the Jubilee team in September 2008.

Major shareholders

The Directors are aware of the following substantial shareholdings of 3% or more of the share capital of 354,339,529 Ordinary shares at 30 June 2013:

Ordinary shares of 1p each	Number	Percentage
M & G Investment Management	57,538,948	16.24
Barclays Stockbrokers	26,983,400	7.62
TD Waterhouse, stockbrokers	25,471,990	7.19
Hargreaves Lansdown Asset Management	22,121,025	6.24
Investec Asset Management	17,808,830	5.03
Self Trade, stockbrokers	17,664,488	4.99
HSDL, stockbrokers	15,599,166	4.40

Share issues

Details of the shares issued in the year are disclosed in Note 16 to the Financial Statements.

Post-reporting date events

Details of post-reporting date events are disclosed in Note 28 to the Financial Statements.

Creditors' payment policy and practice

The Group and Company's policy is to settle terms of payment with suppliers when agreeing terms of business, to ensure that the suppliers are aware of the terms of payment and to abide by them. The Group and Company settles its trade payables in accordance with this policy. Trade payables of the Group as at 30 June 2013 were equivalent to 41 (2012: 60) days' purchases, based on the average daily amount invoiced by suppliers to the Group during the year.

Qualifying Indemnity Provision

The Company had a Corporate Guard Directors and Officers Insurance cover in place during the year under review and up to date of this report.

Political and charitable donations

The Group made no charitable or political donations in the year (2012: £ Nil).

Auditors

The Directors review the terms of reference for the auditors and obtain written confirmation that the firm has complied with its ethical guidance on ensuring its independence. Saffery Champness provides audit services to the Company. Any non-audit-related services have to be recommended by the Audit Committee and approved by the Board. The level of fees charged is reviewed by the Board to ensure they remain competitive and to ensure no conflicts of interest arise.

Statement of disclosure to auditors

The Directors have taken all reasonable steps that they ought to have taken as Directors in order to make themselves aware of any relevant audit information and to ensure that the Company's auditors are aware of that information. As far as the Directors are aware, there is no relevant audit information of which the Company and Group's auditors are unaware.

Unlisted securities

The Company holds no unlisted shares.

On behalf of the Board

L Coetzer

Chief Executive Officer

7 November 2013

Statement of Directors' responsibilities

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

Company Law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have prepared the Group and elected to prepare the Company's financial statements in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union. Under Company Law the 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 Company for that period. The Directors are also required to prepare financial statements in accordance with the rules of the AIM market of the London Stock Exchange for companies trading securities on the AIM.

In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- state whether they have been prepared in accordance with IFRS as adopted by the European Union, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the requirements of the Companies Act of the United Kingdom. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Website publication

The Directors are responsible for ensuring the annual report and the financial statements are made available online. Financial statements are published on the Company's website in accordance with legislation in the United Kingdom and South Africa governing the preparation and dissemination of financial statements, which may vary from legislation in other jurisdictions. The maintenance and integrity of the Company's website is the responsibility of the Directors. The Directors' responsibility also extends to the ongoing integrity of the financial statements contained therein.

The financial statements were authorised for issue and approved by the Board on 7 November 2013 and signed on its behalf by:

Leon Coetzer
Chief Executive Officer

Report of the Audit and Risk Committee

for the year ended 30 June 2013

The Audit and Risk Committee is chaired by Mr Christopher Molefe. During the financial year ended 30 June 2013 the Audit and Risk Committee carried out its functions as follows:

- Nominated the appointment of Saffery Champness as the registered independent auditors after satisfying itself through enquiry that Saffery Champness is independent as defined in terms of the CLAA.
- Determined the fees to be paid to Saffery Champness and their terms of engagement.
- Ensured that the appointment complied with the CLAA and any other legislation relating to the appointment of auditors.
- Reviewed the nature of any non-audit services provided by the external auditors to ensure that the fees for such services become so significant that as to call to question their independence.

The Audit and Risk Committee satisfied itself through enquiry that Saffery Champness as statutory auditors are independent of the Company.

The Audit and Risk Committee has considered and satisfied itself of the appropriateness and expertise of the financial director, Mr Eduard Victor, and is unanimously satisfied of his continuing suitability for the position.

The Audit and Risk Committee recommended the financial statements for the year ended 30 June 2013 for approval to the Board. The Board has subsequently approved the financial statements, which will be open for discussion at the forthcoming Annual General Meeting.

Christopher Molefe

Chairman – Audit and Risk Committee

7 November 2013

Independent auditor's report to the members

We have audited the company's financial statements on pages 23 to 64. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards ("IFRSs") as adopted by the European Union and, as regards the parent company financial statements, as applied in accordance with the provisions of the Companies Act 2006.

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

As explained more fully in the Directors' Responsibilities Statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the group's and the parent company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the Chairman's statement, Chief Executive Officer's operations report and Report of the Directors to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion:

- the financial statements give a true and fair view of the state of affairs of the Group and the parent Company as at 30 June 2013 and of the Group and Company loss for the year then ended; and
- the Group financial statements have been properly prepared in accordance with IFRSs as adopted by the European Union; and
- the parent Company financial statements have been properly prepared in accordance with IFRSs as adopted by the European Union and as applied in accordance with the provisions of the Companies Act 2006; and
- the financial statements have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept by the parent Company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent Company financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Andrew Gaskell
(Senior Statutory Auditor)

For and on behalf of

Saffery Champness

Chartered Accountants

Statutory Auditors

Lion House

Red Lion Street

London

WC1R 4GB

7 November 2013

Consolidated statements of comprehensive income

for the year ended 30 June 2013

		Group		Company	
	Note	**2013 £'s**	2012 £'s	**2013 £'s**	2012 £'s
Revenue	3	**4,751,241**	3,724,575	**–**	–
Cost of sales		**(2,896,010)**	(3,532,205)	**–**	–
Gross profit		**1,855,231**	192,370	**–**	–
Other income		**117,023**	500,242	**679,039**	2,420
Operating expenses[1]		**(9,055,723)**	(8,910,571)	**(5,265,425)**	(1,122,803)
Operating loss	4	**(7,083,469)**	(8,217,959)	**(4,586,386)**	(1,120,383)
Investment revenue	5	**26,186**	248,634	**24,600**	7,611
Finance cost	5	**(268,557)**	(582,618)	**(48,994)**	–
Loss before taxation		**(7,325,840)**	(8,551,943)	**(4,610,780)**	(1,112,772)
Taxation	7	**(146,663)**	672,507	**–**	–
Loss for the year		**(7,472,503)**	(7,879,436)	**(4,610,780)**	(1,112,772)
Other comprehensive income:					
Exchange differences on translation of foreign operations		**(8,001,984)**	(6,843,606)	**–**	–
Total comprehensive loss		**(15,474,487)**	(14,723,042)	**(4,610,780)**	(1,112,772)
Total comprehensive loss attributable to:					
Owners of the parent		**(15,763,544)**	(13,626,141)	**(4,610,780)**	(1,112,772)
Non-controlling interest		**289,057**	(1,096,901)	**–**	–
		(15,474,487)	(14,723,042)	**(4,610,780)**	(1,112,772)
Loss attributable to:					
Owners of the parent		**(7,761,560)**	(6,782,535)	**(4,610,780)**	(1,112,772)
Non-controlling interest		**289,057**	(1,096,901)	**–**	–
		(7,472,503)	(7,879,436)	**(4,610,780)**	(1,112,772)
Basic loss per share (pence)	15	**(2.41)**	(2.43)		
Diluted loss per share (pence)	15	**(2.41)**	(2.43)		

[1]Refer to the Directors' report on page 12 of this report for a detailed breakdown of the major components of the Group's operating expenses.

Consolidated statements of financial position

as at 30 June 2013

	Note	Group 2013 £'s	Group 2012 £'s	Company 2013 £'s	Company 2012 £'s
ASSETS					
Non-current assets					
Intangible assets and goodwill	8	**73,242,215**	81,917,288	**–**	–
Property, plant and equipment	9	**8,539,006**	11,878,296	**–**	–
Investments in subsidiaries	10	**–**	–	**46,169,386**	45,471,018
Loans to Group companies	11	**–**	–	**35,898,250**	34,983,906
		81,781,221	93,795,584	**82,067,636**	80,454,924
Current assets					
Inventories	12	**–**	256,167	**–**	–
Current tax receivable		**21,026**	21,883	**–**	–
Trade and other receivables	13	**1,231,016**	1,413,000	**90,019**	94,200
Cash and cash equivalents	14	**726,454**	1,063,317	**474,980**	210,603
		1,978,496	2,754,367	**564,999**	304,803
TOTAL ASSETS		**83,759,717**	96,549,951	**82,632,635**	80,759,727
EQUITY					
Equity attributable to equity holders of parent					
Share capital	16	**69,687,685**	64,424,784	**69,687,685**	64,424,433
Reserves		**27,759,620**	35,738,919	**28,102,210**	28,079,525
Retained deficit		**(35,062,842)**	(27,839,085)	**(16,390,367)**	(11,779,587)
		62,384,463	72,324,618	**81,399,528**	80,724,471
Non-controlling interest		**425,589**	795,119	**–**	–
		62,809,700	73,119,737	**81,399,528**	80,724,471
LIABILITIES					
Non-current liabilities					
Other financial liabilities	19	**458,931**	1,164,166	**–**	–
Deferred tax	7	**16,580,883**	17,501,862	**–**	–
		17,039,814	18,666,028	**–**	–
Current liabilities					
Loans from related parties	25	**373,499**	2,164,056	**–**	–
Other financial liabilities	19	**1,276,508**	872,468	**739,742**	–
Trade and other payables	21	**2,006,817**	1,525,827	**493,365**	35,005
Deferred income	20	**253,379**	201,835	**–**	–
		3,909,850	4,764,186	**1,233,107**	35,005
TOTAL LIABILITIES		**20,949,664**	23,430,214	**1,233,107**	35,005
NET EQUITY		**83,759,717**	96,549,951	**82,632,635**	80,759,727

Consolidated statements of cash flows

for the year ended 30 June 2013

		Group		Company	
	Note	**2013 £'s**	2012 £'s	**2013 £'s**	2012 £'s
Cash flows from operating activities					
Cash used in operations	22	**(2,591,518)**	(4,358,223)	**(1,108,252)**	(4,263,600)
Interest income		**26,186**	248,634	**24,600**	7,611
Finance costs	5	**(268,557)**	(582,618)	**(48,994)**	–
Net cash from operating activities		**(2,833,889)**	(4,692,207)	**(1,132,646)**	(4,255,989)
Cash flows from investing activities					
Purchase of property, plant and equipment	9	**(6,114)**	(740,000)	**–**	–
Sale of property, plant and equipment	9	**12,272**	–	**–**	–
Purchase of other intangible assets		**(18,819)**	(79,749)	**(951,661)**	–
Net cash from investing activities		**(12,661)**	(819,749)	**(951,661)**	–
Cash flows from financing activities					
Proceeds on share issue		**2,643,996**	4,264,251	**2,643,996**	4,264,251
Repayment of other financial liabilities		**403,407**	(1,447,502)	**272,017**	–
(Repayment)/proceeds from shareholders' loan		**(757,929)**	1,086,000	**–**	–
Deposits received		**–**	–	**131,390**	–
Acquisition of additional interest in subsidiaries		**–**	–	**(698,719)**	–
Net cash from financing activities		**2,289,474**	3,902,749	**2,348,684**	4,264,251
Total cash movement for the year		**(557,076)**	(1,609,207)	**264,377**	8,262
Cash at the beginning of the year		**1,063,317**	2,007,000	**210,603**	202,341
Effect of exchange rate movement on cash balances		**220,213**	665,524	**–**	–
Total cash at the end of the year	14	**726,454**	1,063,317	**474,980**	210,603

Consolidated statements of changes in equity

for the year ended 30 June 2013

Group	Share capital £'s	Share premium £'s	Merger reserve £'s
Balance at 30 June 2011	**2,565,361**	**57,594,754**	**23,184,000**
Changes in equity			
Loss for the year	–	–	–
Other comprehensive income for the year			–
Total comprehensive income for the year	–	–	–
Issue of share capital net of costs	315,857	4,106,065	–
Share issue costs written off against share premium		(157,504)	
Share-based payment credit to equity	–	–	–
Total changes	315,857	3,948,561	–
Balance at 30 June 2012	**2,881,218**	**61,543,315**	**23,184,000**
Changes in equity			
Loss for the year	–	–	–
Other comprehensive income for the year	–	–	–
Total comprehensive income for the year	–	–	–
Issue of share capital	662,177	4,695,569	–
Share issue costs written off against share premium		(94,594)	
Share-based payment charge			
Surplus on minority buy outs			
Acquisition of non-controlling interest			
Total changes	662,177	4,600,975	–
Balance at 30 June 2013	**3,543,395**	**66,144,290**	**23,184,000**
Note	16	16	

Company	Share capital £'s	Share premium £'s	Merger reserve £'s
Balance at 30 June 2011	**2,565,361**	**57,594,754**	**23,184,000**
Changes in equity			
Loss for the year	–	–	–
Other comprehensive income for the year			–
Total comprehensive income for the year	–	–	–
Issue of share capital net of costs	315,857	4,106,065	–
Share issue costs written off against share premium		(157,504)	
Share-based payment credit to equity	–	–	–
Total changes	315,857	3,948,461	–
Balance at 30 June 2012	**2,881,218**	**61,543,315**	**23,184,000**
Changes in equity			
Loss for the year	–	–	–
Other comprehensive income for the year	–	–	–
Total comprehensive income for the year	–	–	–
Issue of share capital	662,177	4,695,569	–
Share issue costs written off against share premium		(94,594)	
Share-based payment charge			
Total changes	662,177	4,600,975	–
Balance at 30 June 2013	**3,543,395**	**66,144,290**	**23,184,000**

	Share-based payment reserve £'s	Currency translation reserve £'s	Total reserves £'s	Accumulated loss £'s	Total attributable to parent of equity holders £'s	Non Controlling interest £'s	Total equity £'s
	5,171,492	**14,503,000**	**42,858,492**	**(21,056,550)**	**81,962,057**	**1,892,020**	**83,854,077**
	–	–	–	(6,782,535)	(6,782,535)	(1,096,901)	(7,879,436)
		(6,843,606)	(6,843,606)	–	(6,843,606)		(6,843,606)
	–	(6,843,606)	(6,843,606)	(6,782,535)	(13,626,141)	(1,096,901)	(14,723,042)
	–	–	–	–	4,421,922	–	4,421,922
	–	–	–	–	(157,504)	–	(157,504)
	(275,967)	–	(275,967)	–	(275,967)	–	(275,967)
	(275,967)	(6,843,606)	(7,119,573)	(6,782,535)	(9,637,690)	(1,096,901)	(10,734,591)
	4,895,525	**7,659,394**	**35,738,919**	**(27,839,085)**	**72,324,367**	**795,119**	**73,119,486**
	–	–	–	(7,761,560)	(7,761,560)	289,057	(7,472,503)
	–	(8,001,984)	(8,001,984)	–	(8,001,984)	–	(8,001,984)
	–	(8,001,984)	(8,001,984)	(7,761,560)	(15,763,544)	289,057	(15,474,487)
	–	–	–		5,357,746		5,357,746
					(94,594)		(94,594)
	22,685		22,685		22,685		22,685
				537,803	537,803		537,803
						(658,939)	(658,939)
	22,685	(8,001,984)	(7,979,299)	(7,223,757)	(9,939,804)	(369,882)	(10,309,586)
	4,918,210	**(342,590)**	**27,759,620**	**(35,062,842)**	**62,384,463**	**425,237**	**62,809,700**
	17	18					

	Share-based payment reserve £'s	Currency translation reserve £'s	Total reserves £'s	Accumulated loss £'s	Total attributable to parent of equity holders £'s	Total equity £'s
	5,171,492	**–**	**28,355,492**	**(10,666,815)**	**77,848,792**	**77,848,792**
	–	–	–	(1,112,772)	(1,112,772)	(1,112,772)
	–	–	–	–	–	–
	–	–	–	(1,112,772)	(1,112,772)	(1,112,772)
	–	–	–	–	4,421,922	4,421,922
	–	–	–	–	(157,504)	(157,504)
	(275,967)	–	(275,967)	–	(275,967)	(275,967)
	(275,967)	–	(275,967)	(1,112,772)	2,875,679	2,875,679
	4,895,525	**–**	**28,079,525**	**(11,779,587)**	**80,724,471**	**80,724,471**
	–	–	–	(4,610,780)	(4,610,780)	(4,610,780)
	–	–	–	–	–	–
	–	–	–	(4,610,780)	(4,610,780)	(4,610,780)
	–	–	–	–	5,357,746	5,357,746
	–	–	–	–	(94,594)	(94,594)
	22,685	–	22,685	–	22,685	22,685
	22,685	–	22,685	(4,610,780)	675,057	675,057
	4,918,210	**–**	**28,102,210**	**(16,390,367)**	**81,399,528**	**81,399,528**

1. PRESENTATION OF FINANCIAL STATEMENTS

The Group and Company results for the year ended 30 June 2013 have been prepared using the accounting policies applied by the company in its 30 June 2012 annual report which are in accordance with International Financial Reporting Standards (IFRS and IFRC interpretations) issued by the International Accounting Standards Board ("IASB") as adopted for use in the EU (IFRS, including the SAICA financial reporting guides as issued by the Accounting Practices Committee and the Companies Act 2006 (UK). They are presented in Pound Sterling.

1.1 Consolidation

Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and all entities, including special purpose entities, which are controlled by the Company. Control exists when the Company has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. The results of subsidiaries are included in the consolidated financial statements from the effective date of acquisition to the effective date of disposal. Adjustments are made when necessary to the financial statements of subsidiaries to bring their accounting policies in line with those of the Group.

All intra-Group transactions, balances, income and expenses are eliminated in full on consolidation.

Non-controlling interests in the net assets of consolidated subsidiaries are identified and recognised separately from the Group's interest therein, and are recognised within equity. Losses of subsidiaries attributable to non-controlling interests are allocated to the non-controlling interest even if this results in a debit balance being recognised for non-controlling interest.

Transactions which result in changes in ownership, where the Group had control of the subsidiary, both before and after the transaction, are regarded as equity transactions and are recognised directly in the statement of changes in equity. The difference between the fair value of consideration paid or received and the movement in non-controlling interest for such transactions is recognised in equity attributable to the owners of the parent.

Where a subsidiary is disposed of and a non-controlling shareholding is retained, the remaining investment is measured to fair value with the adjustment to fair value recognised in profit or loss as part of the gain or loss on disposal of the controlling interest.

Business combinations

The Group accounts for business combinations using the acquisition method of accounting. The cost of the business combination is measured as the aggregate of the fair values of assets given, liabilities incurred or assumed and equity instruments issued. Costs directly attributable to the business combination are expensed as incurred, except the costs to issue debt which are amortised as part of the effective interest and costs to issue equity which are included in equity.

Contingent consideration is included in the cost of the combination at fair value as at the date of acquisition. Subsequent changes to the assets, liability or equity which arise as a result of the contingent consideration are not affected against goodwill, unless they are valid measurement period adjustments.

The acquiree's identifiable assets, liabilities and contingent liabilities which meet the recognition conditions of IFRS 3 – Business Combinations, are recognised at their fair values at acquisition date, except for non-current assets (or disposal group) that are classified as held for sale in accordance with IFRS 5 – Non-current assets held-for-sale and discontinued operations, which are recognised at fair value less costs to sell.

Contingent liabilities are only included in the identifiable assets and liabilities of the acquiree where there is a present obligation at acquisition date. On acquisition, the Group assesses the classification of the acquiree's assets and liabilities and reclassifies them where the classification is inappropriate for Group purposes. This excludes lease agreements and insurance contracts, whose classification remains as per their inception date.

Non-controlling interest arising from a business combination is measured either at their share of the fair value of the assets and liabilities of the acquiree or at fair value. The treatment is not an accounting policy choice but is selected for each individual business combination, and disclosed in the note for business combinations. In cases where the Group held a non-controlling shareholding in the acquiree prior to obtaining control, that interest is measured to fair value as at acquisition date. The measurement to fair value is included in profit or loss for the year. Where the existing shareholding was classified as an available for sale financial asset, the cumulative fair value adjustments recognised previously to profit or loss and accumulated in equity are recognised in profit or loss as a reclassification adjustment.

Goodwill represents the excess of the cost of a business combination over the interest in the fair value of identifiable assets, liabilities and contingent liabilities acquired. Cost comprises the fair values of assets given, liabilities assumed and equity instruments issued.

Goodwill is not amortised but is tested on an annual basis for impairment. If goodwill is assessed to be impaired, that impairment is not subsequently reversed. Goodwill arising on acquisition of foreign entities is considered an asset of the foreign entity. In such cases the goodwill is translated to the functional currency of the Group at the end of each reporting period with the adjustment recognised in equity through to other comprehensive income.

Goodwill is capitalised as an intangible asset with any impairment in carrying value being charged to the consolidated statement of comprehensive income. Where the fair value of identifiable assets, liabilities and contingent liabilities exceed the fair value of consideration paid, the excess is credited in full to the consolidated statement of comprehensive income on the acquisition date.

Special purpose vehicles

Special purpose vehicles ("SPV") are consolidated when the substance of the relationship between an entity and the SPV indicates that the SPV is controlled by that entity. Control may arise through the predetermination of the activities of the SPV (operating on "autopilot") or otherwise. The non-controlling interests of consolidated SPVs are identified separately from the Group's equity therein. Although inter-Company transactions are eliminated on consolidation the non-controlling interest recognised separately from the Group's equity represents the full net asset value of the non-controlling interest in the SPV on the date of consolidation.

Merger reserve

The difference between the fair value of an acquisition and the nominal value of the shares allotted in a share exchange has been credited to a merger reserve account, in accordance with the merger relief provisions of the Companies Act 2006 and accordingly no share premium for such transactions is set-up. This reserve arose from obtaining a 90% or more interest in the shares of another entity by virtue of a share-for-share exchange.

Purchase of non-controlling interest in a controlled entity

The cost of the purchase of shares is measured at the aggregate of the fair value of assets given at the date of exchange, liabilities incurred or assumed and the fair value of the equity instruments issued by the Group in exchange for shares purchased in a controlled entity. Any costs directly attributable to the transaction, are charged to the statement of comprehensive income.

1.2 Property, plant and equipment

The cost of an item of property, plant and equipment is recognised as an asset when:

- it is probable that future economic benefits associated with the item will flow to the Company; and
- the cost of the item can be measured reliably.

Property, plant and equipment is initially measured at cost. Costs include costs incurred initially to acquire or construct an item of property, plant and equipment and costs incurred subsequently to add to, replace part of, or service it. If a replacement cost is recognised in the carrying amount of an item of property, plant and equipment, the carrying amount of the replaced part is derecognised. Subsequent to initial recognition, Property, plant and equipment is carried at cost less accumulated depreciation and any impairment losses.

Property, plant and equipment are depreciated on the over their expected useful lives to their estimated residual value.

1. PRESENTATION OF FINANCIAL STATEMENTS *(continued)*

1.2 Property, plant and equipment *(continued)*

Land is not depreciated. Depreciation of plant and equipment is calculated on a straight-line basis using rates which are designed to write off the assets over their estimated useful lives as follows:

Buildings	20 years
Plant and equipment	3 – 8 years
Furniture and fittings	10 years
Motor vehicles	5 years
Computer	3 years

The residual value, useful life and depreciation method of each asset are reviewed at the end of each reporting period. If the expectations differ from previous estimates, the change is accounted for as a change in accounting estimate. The depreciation charge for each period is recognised in profit or loss unless it is included in the carrying amount of another asset.

The gain or loss arising from the de-recognition of an item of property, plant and equipment is included in profit or loss when the item is derecognised. The gain or loss arising from the de-recognition of an item of property, plant and equipment is determined as the difference between the net disposal proceeds, if any, and the carrying amount of the item.

1.3 Intangible assets

Intangible assets – exploration and evaluation

Exploration and evaluation costs, including the costs of acquiring licences, are capitalised as exploration and evaluation assets on an area of interest basis. Costs incurred before the consolidated entity has obtained the legal rights to explore an area are recognised in the statement of comprehensive income.

Exploration and evaluation assets are only recognised if the rights of the area of interest are current and either:

(i) the expenditures are expected to be recouped through successful development and exploitation of the area of interest; or

(ii) activities in the area of interest have not at the reporting date, reached a stage which permits a reasonable assessment of the existence or otherwise of economically recoverable reserves and active and significant operations in, or in relation to, the area of interest are continuing.

Exploration and evaluation assets are assessed for impairment on an annual basis if: (i) sufficient data exists to determine technical feasibility and commercial viability and (ii) facts and circumstances suggest that the carrying amount exceeds the recoverable amount. For the purposes of impairment testing, exploration and evaluation assets are allocated to cash-generating units ("CGU") to which the exploration activity related.

The recoverable amount is determined as the higher of: (a) its fair market value less costs to sell or (b) the sum of cash flows, on a net present value basis (value in use), from continued operations of the CGU.

Once the technical feasibility and commercial viability of the extraction of mineral resources in an area of interest are demonstrable, exploration and evaluation assets attributable to that area of interest are first tested for impairment and then reclassified from intangible assets to mining property and development assets within property, plant and equipment.

Intangible assets – development costs

Development costs relating to major development programmes are capitalised. Initial development and pre-production costs relating to a new technology, including amortisation and depreciation to develop the technology are capitalised until commissioning of production facilities. Development costs consist primarily of expenditure to develop the technology to commercialisation. Development cost will be capitalised if the Company can demonstrate the following:

- technical feasibility of completion of the asset;
- the ability to use or sell the asset;
- the intention to complete the intangible asset to use or sell;

- the availability of adequate technical, financial and other resources to complete the development and to use and sell the intangible;
- an ability to demonstrate how the asset will generate future economic benefits; and
- the ability to measure reliably the expenditure attributable to the asset.

Development costs capitalised have a finite life and are amortised on a straight-line basis over the useful life of the asset. Day-to-day development costs to maintain production are expensed as incurred.

Amortisation for each period is recognised in the statement of comprehensive income.

The Group reviews the carrying amount of development assets and development costs when circumstances suggest the carrying amount may not be recoverable. Recoverability is assessed using estimates of future cash flows on a discounted basis, including revenues, operating costs and future capital expenditures. Where necessary, impairment in carrying amount is recorded. Any impairment is recorded in the statement of comprehensive income.

For the Nickel project core drilling costs and other costs relating to the pilot plan test and to complete the Definite Feasibility Study ("DFS") on the reclamation and processing of the sulphite nickel tailings are capitalised to the Nickel project.

Once the definite feasibility and commercial viability of the Nickel tailings resources are demonstrable, the asset will first be tested for impairment and then reclassified from intangible assets to mining property and development assets within property, plant and equipment.

1.4 Financial instruments

Financial instruments are recognised when the Group becomes a party to the contractual provision of the instrument. These financial instruments are recognised initially at fair value. For instruments not at fair value through profit or loss, any directly attributable transaction costs are included.

Financial assets are de-recognised if the Group's contractual rights to the cash flows from the financial assets expire or if the Group transfers the financial assets or substantially transfers all risk and rewards of the asset to another party without retaining control. Financial liabilities are de-recognised if the Group's obligations specified in the contract expire or are discharged or cancelled.

The Group classifies financial instruments, or their component parts, on initial recognition as a financial asset, a financial liability or an equity instrument in accordance with the substance of the contractual arrangement.

Impairment of financial assets

At each reporting date the Group assesses all financial assets, other than those at fair value through profit or loss, to determine whether there is objective evidence that a financial asset or group of financial assets has been impaired. For amounts due to the Group, significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy and default of payments are all considered indicators of impairment.

In the case of equity securities classified as available for sale, a significant or prolonged decline in the fair value of the security below its cost is considered an indicator of impairment. If any such evidence exists for available for sale financial assets, the cumulative loss measured as the difference between the acquisition cost and current fair value, less any impairment loss on that financial asset previously recognised in profit or loss is removed from equity as a reclassification adjustment to other comprehensive income and recognised in profit or loss.

Impairment losses are recognised in profit or loss. Impairment losses are reversed when an increase in the financial asset's recoverable amount can be related objectively to an event occurring after the impairment was recognised, subject to the restriction that the carrying amount of the financial asset at the date that the impairment is reversed shall not exceed what the carrying amount would have been had the impairment not been recognised. Reversals of impairment losses are recognised in the statement of comprehensive income, except for equity investments classified as available for sale. Impairment losses are also not subsequently reversed for available for sale equity investments which are held at cost because fair value was not determinable.

Where financial assets are impaired through use of an allowance account, the amount of the loss is recognised in the statement of comprehensive income within operating expenses. When such assets are written off the write off is made against the relevant allowance account. Subsequent recoveries of amounts previously written off are credited to the statement of comprehensive income.

1. PRESENTATION OF FINANCIAL STATEMENTS *(continued)*

1.4 Financial instruments *(continued)*

Trade and other receivables

Trade receivables are measured at initial recognition at fair value, and are subsequently measured at amortised cost using the effective interest rate method. Appropriate allowances for estimated irrecoverable amounts are recognised in profit or loss when there is objective evidence that the asset is impaired. Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy or financial reorganisation, and default or delinquency in payments (more than 30 days overdue) are considered indicators that the trade receivable is impaired. The allowance recognised is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the effective interest rate computed at initial recognition.

The carrying amount of the asset is reduced through the use of an allowance account, and the amount of the loss is recognised in profit or loss within operating expenses. When a trade receivable is uncollectable, it is written off against the allowance account for trade receivables. Subsequent recoveries of amounts previously written off are credited against operating expenses in profit or loss. Trade and other receivables are classified as loans and receivables.

Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and demand deposits, and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value. These are initially recognised at fair value and subsequently at amortised cost.

Loans to/(from) group companies

These include loans to and from holding companies, fellow subsidiaries, subsidiaries, joint ventures and associates and are recognised initially at fair value plus direct transaction costs. Loans to Group companies are classified as loans and receivables are reviewed for impairment at the end of each reporting period.

Trade and other payables

Trade payables are initially measured at fair value, and are subsequently measured at amortised cost, using the effective interest rate method.

Interest-bearing liabilities

Interest-bearing debt is measured at amortised cost using the effective interest rate method.

Loans to/(from) related parties

Loans to subsidiaries are measured at amortised cost using the effective interest rate method.

1.5 Tax

Current tax assets and liabilities

Current tax for current and prior periods is, to the extent unpaid, recognised as a liability. If the amount already paid in respect of current and prior periods exceeds the amount due for those periods, the excess is recognised as an asset.

Current tax liabilities/(assets) for the current and prior periods are measured at the amount expected to be paid to/(recovered from) the tax authorities, using the tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax assets and liabilities

Deferred tax

Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised except for differences arising on investments in subsidiaries where the Group is able to control the timing of the reversal of the difference and it is probable that the difference will not reverse in the foreseeable future.

Deferred tax is not provided for on initial recognition of goodwill, initial recognition of an asset or liability in a transaction which is not a business combination and at the time of the transaction affect neither accounting nor taxable profit and investment in subsidiaries and the Group is able to control the timing of the reversal of the difference and is probable that the differences will not reverse in the foreseeable future. Recognition of the deferred tax assets is restricted to those instances where it is probable that the taxable profit will be available against which the difference can be utilised. Deferred tax is also based on rates enacted or substantively enacted at the reporting date and expected to apply when the related deferred tax asset is realised or liability settled. Deferred tax is charged or credited in the statement of comprehensive income, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity.

The identifiable assets acquired and liabilities assumed in a business combination are recognised at their fair values at the acquisition date. Deferred tax is recognised on temporary differences resulting from fair value adjustments. Temporary differences arise when the tax bases of the identifiable assets acquired and liabilities assumed are not affected by the business combination or are affected differently. The resulting deferred tax asset or liability affects goodwill recognised on business combinations. Deferred tax assets and liabilities are measured 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 tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Tax expenses

Current and deferred taxes are recognised as income or an expense and included in profit or loss for the period, except to the extent that the tax arises from:

- a transaction or event which is recognised, in the same or a different period, to profit or loss; or
- a business combination.

Current tax and deferred taxes are charged or credited to profit or loss if the tax relates to items that are credited or charged, in the same or a different period, to profit or loss.

Current tax and deferred taxes are charged or credited directly to equity if the tax relates to items that are credited or charged, in the same or a different period, directly in equity.

1.6 Inventories

Inventories are measured at the lower of cost and net realisable value. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

The cost of inventories comprises all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition.

The cost of inventories of items that are not ordinarily interchangeable and goods or services produced and segregated for specific projects is assigned using specific identification of the individual costs.

The cost of inventories is assigned using the method most appropriate to the particular class of inventory, with the majority being valued on a first-in first-out basis. The same cost formula is used for all inventories having a similar nature and use to the entity.

When inventories are sold, the carrying amount of such inventories is recognised as an expense in the period in which the related revenue is recognised. The amount of any write down of inventories to net realisable value and all losses of inventories is recognised as an expense in the period the write down or loss occurs. The amount of any reversal of any write down of inventories, arising from an increase in net realisable value, are recognised as a reduction in the amount of inventories recognised as an expense in the period in which the reversal occurs.

1. PRESENTATION OF FINANCIAL STATEMENTS *(continued)*

1.7 Impairment of assets

The Group assesses at each end of the reporting period whether there is any indication that an asset may be impaired. If any such indication exists, the Group estimates the recoverable amount of the asset.

Irrespective of whether there is any indication of impairment, the Group also:

- tests intangible assets with an indefinite useful life or intangible assets not yet available for use for impairment annually by comparing its carrying amount with its recoverable amount. This impairment test is performed during the annual period and at the same time every period;
- tests goodwill acquired in a business combination for impairment annually.

If there is any indication that an asset may be impaired, the recoverable amount is estimated for the individual asset. If it is not possible to estimate the recoverable amount of the individual asset, the recoverable amount of the cash-generating unit to which the asset belongs is determined.

The recoverable amount of an asset or a cash-generating unit is the higher of its fair value less costs to sell and its value in use.

If the recoverable amount of an asset is less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. That reduction is an impairment loss. An impairment loss of assets carried at cost less any accumulated depreciation or amortisation is recognised immediately in profit or loss. Any impairment loss of a revalued asset is treated as a revaluation decrease.

Goodwill acquired in a business combination is, from the acquisition date, allocated to each of the cash-generating units, or groups of cash-generating units, that are expected to benefit from the synergies of the combination.

An impairment loss is recognised for cash-generating units if the recoverable amount of the unit is less than the carrying amount of the units. The impairment loss is allocated to reduce the carrying amount of the assets of the unit in the following order:

- first, to reduce the carrying amount of any goodwill allocated to the cash-generating unit; and
- then, to the other assets of the unit, *pro rata* on the basis of the carrying amount of each asset in the unit.

An entity assesses at each reporting date whether there is any indication that an impairment loss recognised in prior periods for assets, other than goodwill, may no longer exist or may have decreased. If any such indication exists, the recoverable amounts of those assets are estimated.

The increased carrying amount of an asset, other than goodwill, attributable to a reversal of an impairment loss does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior periods.

A reversal of an impairment loss of assets carried at cost less accumulated depreciation or amortisation, other than goodwill, is recognised immediately in profit or loss. Any reversal of an impairment loss of a revalued asset is treated as a revaluation increase.

1.8 Share capital and equity

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities.

1.9 Share-based payments

Goods or services received or acquired in a share-based payment transaction are recognised when the goods or as the services are received. A corresponding increase in equity is recognised if the goods or services were received in an equity-settled share based payment transaction or a liability if the goods or services were acquired in a cash-settled share-based payment transaction. When the goods or services received or acquired in a share-based payment transaction do not qualify for recognition as assets, they are recognised in profit or loss.

For equity-settled share-based payment transactions the goods or services received and the corresponding increase in equity are measured, directly, at the fair value of the goods or services received, provided that the fair value can be estimated reliably. If the fair value of the goods or services received cannot be estimated reliably, their value and the corresponding increase in equity, indirectly, are measured by reference to the fair value of the equity instruments granted.

If the share-based payments granted do not vest until the counterparty completes a specified period of service the Group accounts for those services as they are rendered by the counterparty during the vesting period (or on a straight-line basis over the vesting period). If the share-based payments vest immediately the services received are recognised in full.

For share-based payment transactions in which the terms of the arrangement provide either the entity or the counterparty with the choice of whether the entity settles the transaction in cash (or other assets) or by issuing equity instruments, the components of that transaction are recorded, as a cash-settled share-based payment transaction if, and to the extent that, a liability to settle in cash or other assets has been incurred, or as an equity-settled share-based payment transaction if, and to the extent that, no such liability has been incurred.

1.10 Provisions and contingencies

Provisions are recognised when:

- the Group has a present obligation as a result of a past event;
- it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and
- a reliable estimate can be made of the obligation.

The amount of a provision is the present value of the expenditure expected to be required to settle the obligation. Where some or all of the expenditure required to settle a provision is expected to be reimbursed by another party, the reimbursement shall be recognised when, and only when, it is virtually certain that reimbursement will be received if the entity settles the obligation. The reimbursement shall be treated as a separate asset. The amount recognised for the reimbursement shall not exceed the amount of the provision. Provisions are not recognised for future operating losses. If an entity has a contract that is onerous, the present obligation under the contract shall be recognised and measured as a provision.

A constructive obligation to restructure arises only when an entity:

- has a detailed formal plan for the restructuring, identifying at least:
  – the business or part of a business concerned;
  – the principal locations affected;
  – the location, function, and approximate number of employees who will be compensated for terminating their services;
  – the expenditures that will be undertaken; and
  – when the plan will be implemented; and
- has raised a valid expectation in those affected that it will carry out the restructuring by starting to implement that plan or announcing its main features to those affected by it.

After their initial recognition contingent liabilities recognised in business combinations that are recognised separately are subsequently measured at the higher of:

- the amount that would be recognised as a provision; and
- the amount initially recognised less cumulative amortisation.

Contingent assets and contingent liabilities are not recognised.

1. PRESENTATION OF FINANCIAL STATEMENTS *(continued)*

1.11 Government grants

Government grants are recognised when there is reasonable assurance that:

- the Group will comply with the conditions attaching to them; and
- the grants will be received.

Government grants are recognised as income over the periods necessary to match them with the related costs that they are intended to compensate. A government grant that becomes receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the entity with no future related costs is recognised as income of the period in which it becomes receivable. Government grants related to assets, including non-monetary grants at fair value, are presented in the statement of financial position by setting up the grant as deferred income or by deducting the grant in arriving at the carrying amount of the asset. Repayment of a grant related to income is applied first against any unamortised deferred credit set up in respect of the grant. To the extent that the repayment exceeds any such deferred credit, or where no deferred credit exists, the repayment is recognised immediately as an expense.

Repayment of a grant related to an asset is recorded by increasing the carrying amount of the asset or reducing the deferred income balance by the amount repayable. The cumulative additional depreciation that would have been recognised to date as an expense in the absence of the grant is recognised immediately as an expense.

1.12 Revenue

Revenue is measured at the fair value of the consideration received or receivable and represents the amounts receivable for goods and services provided in the normal course of business, net of trade discounts and volume rebates, and value-added tax. Interest is recognised, in profit or loss, using the effective interest rate method.

Royalties are recognised on the accrual basis in accordance with the substance of the relevant agreements.

Dividends are recognised, in profit or loss, when the Company's right to receive payment has been established.

1.13 Turnover

Turnover comprises sales to customers and service rendered to customers. Turnover is stated at the invoice amount and is exclusive of value-added tax.

1.14 Cost of sales

When inventories are sold, the carrying amount of those inventories is recognised as an expense in the period in which the related revenue is recognised. The amount of any write down of inventories to net realisable value and all losses of inventories are recognised as an expense in the period the write down or loss occurs. The amount of any reversal of any write down of inventories, arising from an increase in net realisable value, is recognised as a reduction in the amount of inventories recognised as an expense in the period in which the reversal occurs.

The related cost of providing services recognised as revenue in the current period is included in cost of sales.

Contract costs comprise:

- costs that relate directly to the specific contract;
- costs that are attributable to contract activity in general and can be allocated to the contract; and
- such other costs as are specifically chargeable to the customer under the terms of the contract.

1.15 Translation of foreign currencies

Functional and presentation currency

Items included in the financial statements of each of the Group entities are measured using the currency of the primary economic environment in which the entity operates (functional currency).

The consolidated financial statements are presented in Pound Sterling which is the Group functional and presentation currency.

Foreign currency transactions

A foreign currency transaction is recorded, on initial recognition in Pound Sterling, by applying to the foreign currency amount the spot exchange rate between the functional currency and the foreign currency at the date of the transaction.

At the end of the reporting period:

- foreign currency monetary items are translated using the closing rate;
- non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction; and
- non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined.

Exchange differences arising on the settlement of monetary items or on translating monetary items at rates different from those at which they were translated on initial recognition during the period or in previous financial statements are recognised in profit or loss in the period in which they arise.

When a gain or loss on a non-monetary item is recognised to profit or loss and accumulated in equity, any exchange component of that gain or loss is recognised to other comprehensive income and accumulated in equity. When a gain or loss on a non-monetary item is recognised in profit or loss, any exchange component of that gain or loss is recognised in profit or loss.

Cash flows arising from transactions in a foreign currency are recorded in Pound Sterling by applying to the foreign currency amount the exchange rate between the Pound Sterling and the foreign currency at the date of the cash flow.

Investments in subsidiaries, joint ventures and associates

The results and financial position of a foreign operation are translated into the functional currency using the following procedures:

- assets and liabilities for each statement of financial position presented are translated at the closing rate at the date of that statement of financial position;
- income and expenses for each item of profit or loss are translated at exchange rates at the dates of the transactions; and
- all resulting exchange differences are recognised to other comprehensive income and accumulated as a separate component of equity.

Exchange differences arising on a monetary item that forms part of a net investment in a foreign operation are recognised initially to other comprehensive income and accumulated in the translation reserve. They are recognised in profit or loss as a reclassification adjustment through to other comprehensive income on disposal of net investment.

Any goodwill arising on the acquisition of a foreign operation and any fair value adjustments to the carrying amounts of assets and liabilities arising on the acquisition of that foreign operation are treated as assets and liabilities of the foreign operation.

The cash flows of a foreign subsidiary are translated at the exchange rates between the functional currency and the foreign currency at the dates of the cash flows.

The Company's investments in subsidiaries

In its separate financial statements the Company recognises its investments in subsidiaries at cost, less any provision for impairment. The cost of acquisition includes directly attributable professional fees and other expenses incurred in connection with the acquisition.

1. PRESENTATION OF FINANCIAL STATEMENTS *(continued)*

1.16 Critical estimates and judgments

Details of the Group's significant accounting judgments and critical accounting estimates are as follows:

- Impairment testing

  The recoverable amounts of individual assets have been determined based on the higher of value-in-use calculations and fair values less cost to sell. These calculations require the use of estimates and assumptions. It is reasonably possible that the assumption may change which may then impact on estimates and may then require a material adjustment to the carrying value of assets. The Group tests annually whether goodwill has suffered any impairment, in accordance with the accounting policy. The recoverable amounts of cash-generating units will be determined based on value-in-use calculations. These calculations require the use of estimates.

- Determination of fair values of intangible assets acquired in business combinations

  On the acquisition of a company, fair values reflective of the conditions that exist are attributed to the identifiable assets (including intangibles), liabilities, and contingent liabilities acquired. Fair values are determined by reference to active market value or, if unavailable, by reference to the current market price of similar assets or obligations, or by discounting expected future cash flows to their present values, using either market values or risk free rates adjusted for risk. The key assumption applied in the value-in use calculation is a discount factor of 10%.

- Taxation

  The Group is subject to income tax in several jurisdictions and significant judgment is required in determining the provision for income taxes. During the ordinary course of business, there are transactions and calculations for which the ultimate tax determination is uncertain. As a result, the Company recognises tax liabilities based on estimates of whether additional taxes and interest will be due. These tax liabilities are recognised when, despite the Company's belief that its tax return positions are supportable, the Company believes that certain positions are likely to be challenged and may not be fully sustained upon review by tax authorities. The Company believes that its accruals for tax liabilities are adequate for all open audit years based on its assessment of many factors including past experience and interpretations of tax law. This assessment relies on estimates and assumptions and may involve a series of complex judgments about future events. To the extent that the final tax outcome of these matters is different than the amounts recorded, such differences will impact income tax expense in the period in which such determination is made.

- Net realisable value of inventory

  Judgment is required when determining the net realisable value of inventory on hand. In determining net realisable value the estimated future revenue obtainable in the current economic conditions is used as a factor in valuing the recoverable amount.

- Share-based payments

  In order to calculate the charge for share-based payments as required by IFRS 2, the Group makes estimates principally relating to the assumptions used in its option-pricing model.

- Residual value, useful lives and depreciation methods

  Judgment has been used in estimation the residual values and useful lives of items of property, plant and equipment.

2. NEW STANDARDS AND INTERPRETATIONS

2.1 Standards and interpretations effective and adopted in the current year

In the current year, the Group has adopted the following standards and interpretations that are effective for the current financial year and that are relevant to its operations:

Standard/Interpretation:	Effective date: Years beginning on or after	Expected impact:
IAS 12 – Income Taxes: Amendment: Deferred Tax: Recovery of Underlying Assets	1 January 2012	None

2.2 Standards and interpretations not yet effective

The Group has chosen not to early adopt the following standards and interpretations, which have been published and are mandatory for the Group's accounting periods beginning on or after 30 June 2013 or later periods:

IFRS 9 – Financial Instruments

This new standard is the first phase of a three-phase project to replace IAS 39 – Financial Instruments: Recognition and Measurement. To date, the standard includes chapters for classification, measurement and de-recognition of financial assets and liabilities. The following are main changes from IAS 39:

- Financial assets will be categorised as those subsequently measured at fair value or at amortised cost.
- Financial assets at amortised cost are those financial assets where the business model for managing the assets is to hold the assets to collect contractual cash flows (where the contractual cash flows represent payments of principal and interest only). All other financial assets are to be subsequently measured at fair value.
- Under certain circumstances, financial assets may be designated as at fair value.
- For hybrid contracts, where the host contract is an asset within the scope of IFRS 9, then the whole instrument is classified in accordance with IFRS 9, without separation of the embedded derivative. In other circumstances, the provisions of IAS 39 still apply.
- Voluntary reclassification of financial assets is prohibited. Financial assets shall be reclassified if the entity changes its business model for the management of financial assets. In such circumstances, reclassification takes place prospectively from the beginning of the first reporting period after the date of change of the business model.
- Financial liabilities shall not be reclassified.
- Investments in equity instruments may be measured at fair value through profit or loss. When such an election is made, it may not subsequently be revoked, and gains or losses accumulated in equity are not recycled to profit or loss on de-recognition of the investment. The election may be made per individual investment.
- IFRS 9 does not allow for investments in equity instruments to be measured at cost.
- The classification categories for financial liabilities remain unchanged. However, where a financial liability is designated as at fair value through profit or loss, the change in fair value attributable to changes in the liabilities credit risk shall be presented in profit or loss. This excludes situations where such presentation will create or enlarge an accounting mismatch, in which case, the full fair value adjustment shall be recognised in profit or loss.

The effective date of the standard is for years beginning on or after 1 January 2015. The Group expects to adopt the standard for the first time in the 2016 annual financial statements. It is unlikely that the standard will have a material impact on the Company's annual financial statements.

2. NEW STANDARDS AND INTERPRETATIONS *(continued)*

IFRS 10 – Consolidated Financial Statements

Standard replaces the consolidation sections of IAS 27 – Consolidated and Separate Financial Statements, and SIC 12 Consolidation – Special Purpose Entities. The standard sets out a new definition of control, which exists only when an entity is exposed to, or has rights to, variable returns from its involvement with the entity, and has the ability to effect those returns through power over the investee.

The effective date of the standard is for years beginning on or after 1 January 2013. The Group expects to adopt the standard for the first time in the 2014 annual financial statements. It is unlikely that the standard will have a material impact on the Company's annual financial statements.

IAS 27 – Separate Financial Statements

Consequential amendment as a result of IFRS 10. The amended standard now only deals with separate financial statements.

The effective date of the amendment is for years beginning on or after 1 January 2013. The Group expects to adopt the amendment for the first time in the 2014 annual financial statements. It is unlikely that the amendment will have a material impact on the Company's annual financial statements.

IFRS 11 – Joint Arrangements

The standard replaces IAS 31 – Interests in Joint Ventures, and SIC 13 Jointly Controlled Entities – Non-Monetary Contributions by Ventures. The standard defines a Joint arrangement as existing only when decisions about relevant activities require the unanimous consent of the parties sharing joint control in terms of a contractual arrangement. The standard identifies two types of joint arrangements as:

- Joint operations which exist when the entities sharing joint control have direct rights to the assets and obligations for the liabilities of the joint arrangements. In such cases the joint operators recognise their share of the assets and liabilities and profits and losses of the joint arrangements in their financial statements; and
- Joint ventures which exist when the entities that have joint control of the arrangement (i.e. Joint Venturers) have rights to the net assets of the arrangement.

The effective date of the standard is for years beginning on or after 1 January 2013. The Group expects to adopt the standard for the first time in the 2014 annual financial statements. It is unlikely that the standard will have a material impact on the Company's annual financial statements.

IFRS 12 – Disclosure of Interests in Other Entities

The standard sets out disclosure requirements for investments in subsidiaries, associates, joint ventures and unconsolidated structured entities. The disclosures are aimed to provide information about the significance and exposure to risks of such interests. The most significant impact is the disclosure requirement for unconsolidated structured entities or off-balance sheet vehicles.

The effective date of the standard is for years beginning on or after 1 January 2013. The Group expects to adopt the standard for the first time in the 2014 annual financial statements. It is unlikely that the standard will have a material impact on the Company's annual financial statements.

IFRS 13 – Fair Value Measurement

New standard setting out guidance on the measurement and disclosure of items measured at fair value or required to be disclosed at fair value in terms of other IFRS's.

The effective date of the standard is for years beginning on or after 1 January 2013. The Group expects to adopt the standard for the first time in the 2014 annual financial statements. It is unlikely that the standard will have a material impact on the Company's annual financial statements.

IAS 1 – Presentation of Financial Statements

The amendment now requires items of profit or loss to be presented as:

- those which will be reclassified to profit or loss; and
- those which will not be reclassified to profit or loss.

The related tax disclosures are also required to follow the presentation allocation.

In addition, the amendment changed the name of the statement of comprehensive income to the statement of profit or loss and other comprehensive income.

The effective date of the amendment is for years beginning on or after 1 July 2012. The Group expects to adopt the amendment for the first time in the 2014 annual financial statements. It is unlikely that the amendment will have a material impact on the Company's annual financial statements.

IAS 19 – Employee Benefits Revised

- Require recognition of changes in the net defined benefit liability/(asset) including immediate recognition of defined benefit cost, disaggregation of defined benefit cost into components, recognition of re-measurements in profit or loss, plan amendments, curtailments and settlements.
- Introduce enhanced disclosures about defined benefit plans.
- Modify accounting for termination benefits, including distinguishing benefits provided in exchange for service and benefits provided in exchange for the termination of employment and affect the recognition and measurement of termination benefits.
- Clarification of miscellaneous issues, including the classification of employee benefits, current estimates of mortality rates, tax and administration costs and risk sharing and conditional indexation features.

The effective date of the amendment is for years beginning on or after 1 January 2013. The Group expects to adopt the amendment for the first time in the 2014 annual financial statements. It is unlikely that the amendment will have a material impact on the Company's annual financial statements.

Disclosures – Offsetting Financial Assets and Financial Liabilities (Amendments to IFRS 7)

Amendment requires additional disclosures for financial assets and liabilities which are offset and for financial instruments subject to master netting arrangements.

The effective date of the amendment is for years beginning on or after 1 January 2013. The Group expects to adopt the amendment for the first time in the 2014 annual financial statements. It is unlikely that the amendment will have a material impact on the Company's annual financial statements.

Offsetting Financial Assets and Financial Liabilities (Amendments to IAS 32)

Clarification of certain aspects concerning the requirements for offsetting financial assets and financial liabilities.

The effective date of the amendment is for years beginning on or after 1 January 2014. The Group expects to adopt the amendment for the first time in the 2015 annual financial statements. It is unlikely that the amendment will have a material impact on the Company's annual financial statements.

Government Loans (Amendment to IFRS 1)

The effective date of the amendment is for years beginning on or after 1 January 2013. The Group expects to adopt the amendment for the first time in the 2014 annual financial statements. It is unlikely that the amendment will have a material impact on the Company's annual financial statements.

2. NEW STANDARDS AND INTERPRETATIONS *(continued)*

IFRS 1 – Annual Improvements for 2009 – 2011 cycle

The amendment allows an entity to be a first-time adopter of IFRS more than once, if its previous financial statements did not contain an explicit unreserved statement of compliance with IFRS. In addition, borrowing costs capitalised in accordance with previous GAAP before the date of transition to IFRS may be applied unadjusted at the transition date.

The effective date of the amendment is for years beginning on or after 1 January 2013. The Group expects to adopt the amendment for the first time in the 2014 annual financial statements. It is unlikely that the amendment will have a material impact on the Company's annual financial statements.

IAS 1 – Annual Improvements for 2009 – 2011 cycle

Clarification is provided on the requirements for comparative information. Specifically, if a retrospective restatement is made, a retrospective change in accounting policy or a reclassification, the statement of financial position at the beginning of the previous period is only required if the impact on the beginning of the previous period is material. Related notes are not required, other than disclosure of specified information.

The effective date of the amendment is for years beginning on or after 1 January 2013.

IAS 16 – Annual Improvements for 2009 – 2011 cycle

Spare parts, stand-by equipment and servicing equipment should only be classified as property, plant and equipment if they meet the definition.

The effective date of the amendment is for years beginning on or after 1 January 2013. The Group expects to adopt the amendment for the first time in the 2014 annual financial statements. It is unlikely that the amendment will have a material impact on the Company's annual financial statements.

IAS 32 – Annual Improvements for 2009 – 2011 cycle

Tax effects of distributions made to holders of equity instruments. Income tax relating to distributions made to holders of equity instruments and tax effects of transaction costs of equity transactions must be accounted for in accordance with IAS 12 – Income Taxes.

The effective date of the amendment is for years beginning on or after 1 January 2013. The Group expects to adopt the amendment for the first time in the 2014 annual financial statements. It is unlikely that the amendment will have a material impact on the Company's annual financial statements.

		Group		Company	
	Note	**2013 £'s**	2012 £'s	**2013 £'s**	2012 £'s
3. Revenue					
Sale of goods	26	**4,751,241**	3,724,575	**–**	–

Certain of the Group's major customers account for a significant portion of the Group's revenue (more than 10%). The Directors consider the customers to be of good quality.

	Note	Group **2013 £'s**	Group 2012 £'s	Company **2013 £'s**	Company 2012 £'s
4. Operating loss					
Operating loss for the year is stated after accounting for the following:					
Operating lease charges					
Contractual amounts – premises		**126,084**	125,549	**31,646**	16,673
Contractual amounts – office equipment		**77,736**	88,591	**–**	
Auditors' remuneration					
Statutory fees (UK)					
– current		**62,500**	83,711	**62,500**	83,711
– prior year		**120,599**	–	**120,599**	–
Statutory fees (SA)		**52,839**	78,009	**–**	–
Profit on sale of property, plant and equipment		**7,300**	81,555	**–**	250
(Loss)/profit on exchange differences		**(1,087)**	–	**95,808**	131,120
Amortisation of intangible assets	8	**915,586**	1,212,397	**–**	–
Depreciation on property, plant and equipment	9	**1,773,240**	1,751,306	**–**	–
Employee costs	6	**1,560,607**	1,931,181	**340,130**	91,511
Intercompany loan provision	11	**–**	–	**2,992,908**	–
Operating lease commitments					
Operating lease commitments relate to the rental of office facilities.					
Under one year		**23,048**	78,000	**23,048**	78,000
Two to five years		**–**	102,000	**—**	102,000
		23,048	180,000	**23,048**	180,000
5. Finance costs/(income)					
Interest-bearing borrowings		**266,976**	569,206	**48,985**	–
Finance leases		**596**	11,881	**–**	–
Other interest		**985**	1,531	**9**	–
		268,557	582,618	**48,994**	–
Bank interest received		**(26,186)**	(248,634)	**(24,600)**	(7,611)

6. STAFF COSTS (INCLUDING DIRECTORS)

	Group		Company	
	2013 £'s	2012 £'s	**2013 £'s**	2012 £'s
Salaries	**942,644**	1,600,799	**27,720**	33,511
Directors' fees and remuneration	**595,278**	606,349	**289,725**	333,967
Share-based payments	**22,685**	(275,967)	**22,685**	(275,967)
Total staff costs	**1,560,607**	1,931,181	**340,130**	91,511

The Group averaged 41 (10 administrative) employees during the period ended 30 June 2013 (2012: 72 employees (10 administrative)).

Directors have been assessed as the only key management of the Group. The Company provides the Directors and Officers with Directors' and Officers' liability insurance at a cost of £5,477 (2012: £5,000). This cost is not included in the above remuneration.

Directors' fees and remuneration	Group		Company	
	2013 £'s	2012 £'s	**2013 £'s**	2012 £'s
Directors' short-term benefits				
Directors' fees	**76,764**	87,378	**76,764**	87,378
Directors' salaries	**518,514**	518,971	**212,961**	246,577
Total Director remuneration	**595,278**	606,349	**289,725**	333,955
Share-based payments (options)	**22,685**	337,315	**22,685**	337,315
Total Director remuneration	**617,963**	943,664	**312,410**	671,270

The highest paid director is L Coetzer with annual remuneration of £275,553 (2012: £272,079).

7. TAXATION

	Group 2013 £'s	Group 2012 £'s	Company 2013 £'s	Company 2012 £'s
Major components of the tax expense (income)				
Current	**–**	–	**–**	–
Local income tax – current period				
Local income tax – recognised in current tax prior periods	**–**	(453,395)	**–**	–
	–	(453,395)	**–**	–
Deferred				
Originating and reversing temporary differences	**146,633**	206,287	**–**	–
Arising from previously unrecognised tax loss/tax/credit/ temporary difference	**–**	–	**–**	–
Arising from prior period adjustments	**–**	(425,399)	**–**	–
	146,633	(219,112)	**–**	–
	146,633	(672,507)	**–**	–
The tax assessed for the year is higher (2012: lower) than the standard rate of corporation tax in the UK.				
Reconciliation of the tax expense				
Reconciliation between accounting profit and tax expense:				
Accounting loss	**(13,474,912)**	(8,552,231)	**(4,610,780)**	–
Tax at the applicable tax rate of 28% (2012: 28%)	**(3,772,975)**	(2,394,625)	**(1,291,018)**	–
Tax effect of adjustments on taxable income				
Non-deductible expenditure	**193,575**	206,287	**1,006,058**	–
Prior period over provision	**–**	(878,794)	**–**	–
Assessed loss not recognised	**3,432,767**	2,394,625	**284,960**	–
	146,633	(672,507)	**–**	–
Deferred tax				
Deferred tax liability				
Capital allowance for tax purposes	**(630,263)**	(1,400,871)	**–**	–
Fair value adjustment arising from business combinations	**(16,076,339)**	(17,293,658)	**–**	–
Tax losses available for set off against future taxable income	**125,719**	1,192,667	**–**	–
	(16,580,883)	(17,501,862)	**–**	–
Reconciliation of deferred tax liability				
At beginning of the year	**(17,501,862)**	(17,720,507)	**–**	–
Increase in tax loss available for set off against future taxable income	**–**	248,609	**–**	–
Originating temporary differences on capital allowance	**920,979**	(455,363)	**–**	–
Prior period over provision of deferred tax	**–**	425,399	**–**	–
	(16,580,883)	(17,501,862)		

There is no deferred tax effect of the other comprehensive income as detailed on the consolidated statement of comprehensive income.

The Group has estimated tax losses of £47,158,190 (2012: £33,683,277) to carry forward against future periods.

8. INTANGIBLE ASSETS AND GOODWILL

Group	Nickel tailings project[1] £'s	PGEs exploration expenditure[2] £'s	Development cost[3] £'s	Goodwill[4] £'s	Total £'s
Net book value as at 30 June 2012	26,146,850	47,079,333	8,093,105	598,000	81,917,288
At cost	26,146,850	47,079,333	10,794,054	598,000	84,618,237
Accumulated amortisation and impairments	–	–	(2,700,949)	–	(2,700,949)
Additions	15,138	3,681	–	–	18,819
Amortisation	–	–	(915,586)	–	(915,586)
Foreign currency translation adjustment	(2,810,459)	(3,675,567)	(1,292,280)	–	(7,778,306)
Net book value as at 30 June 2013	**23,351,529**	**43,407,447**	**5,885,239**	**598,000**	**73,242,215**
At Cost	**23,351,529**	**43,407,447**	**9,501,774**	**598,000**	**76,858,750**
Accumulated amortisation and impairments	**–**	**–**	**(3,616,535)**	**–**	**(3,616,535)**

1 *The Company completed a Scoping Study on the processing of the Tailings in February 2009, in part towards an Engineering Study and Economic Evaluation ("ESEE") of the project. By a Deed of Access, the Company drilled fresh samples of the Tailings for test work in early 2012. These samples were required following an independent review of the project in 2010 with recommendations for complementary testing, primarily pre-flotation, in order to refine the Scoping Study flow sheet. The Company commissioned Mintek, South Africa's national mineral research organisation to perform the work in March 2012. Results of this testing to date indicate a potential for significantly reducing the nickel tailings mass required for acid leaching to recover nickel, with consequential potential impact on the project's costs. Work continues on the last phase of this testing, which is aimed at utilising the sulphur in the reduced nickel tailings mass to generate acid for leaching, thereby potentially eliminating the requirement for an external supply of sulphur, and consequently impacting further on the project's costs.*

2 *The PGE's Exploration expenditure relates to the exploration of the subsidiaries Tjate Platinum Corporation Pty Ltd and Maude Mining and Exploration Pty Ltd.*

3 *Development costs relate to the ConRoast technology, converting and autoclave process, CVMR® process and leaching and hydro-processing. The remaining amortisation period is 84 months (2012: 96 months).*

4 *On 1 October 2011 Jubilee acquired 70% of the voting equity instruments of Thos Begbie Holdings Pty Limited. Following an implementation agreement dated 30 April 2010 between Thos Begbie Holdings and Jubilee, the offer was implemented by way of a scheme of arrangement. Upon the scheme becoming effective, Thos Begbie Holdings became a subsidiary (70%) of Jubilee and was subsequently renamed Jubilee Smelting and Refining Pty Ltd. Jubilee acquired 70% of Thos Begbie Holdings' share capital via a cash transaction. At acquisition positive goodwill of £598,000 was recognised.*

Management tests the intangible assets carrying amounts, annually for impairment or more frequently if there are indications that they may be impaired. The carrying amounts are considered not to be impaired. The review was performed in accordance with the Group's accounting policies; there were no indicators of impairment of any of the intangible assets.

9. PROPERTY, PLANT AND EQUIPMENT

Group	2013 Cost £'s	2013 Accumulated depreciation £'s	2013 Carrying value £'s	2012 Cost £'s	2012 Accumulated depreciation £'s	2012 Carrying value £'s
Land	319,922	–	319,922	373,109	–	373,109
Buildings	1,479,691	(567,275)	912,416	1,481,915	(237,915)	1,244,000
Plant and machinery	11,617,062	(4,372,100)	7,244,962	12,898,372	(2,721,372)	10,177,000
Furniture and fixtures	189,064	(145,748)	43,316	221,636	(137,821)	83,815
Motor vehicles	31,865	(19,119)	12,746	37,163	(37,163)	–
IT equipment	68,962	(63,318)	5,644	13,392	(13,020)	372
Computer software	5,091	(5,091)	–	11,938	(11,938)	–
Total	13,711,657	(5,172,651)	8,539,006	15,037,525	(3,159,229)	11,878,296

Company	2013 Cost £'s	2013 Accumulated depreciation £'s	2013 Carrying value £'s	2012 Cost £'s	2012 Accumulated depreciation £'s	2012 Carrying value £'s
Furniture and fixtures	18,162	(18,162)	–	18,162	(18,162)	–
IT equipment	16,987	(16,987)	–	16,987	(16,987)	–
Total	35,149	(35,149)	–	35,149	(35,149)	–

Reconciliation of property, plant and equipment – Group 2013

	Opening balance £'s	Additions £'s	Disposals £'s	Reclassification £'s	Foreign exchange movements £'s	Depreciation £'s	Total £'s
Land	373,109	–	–	–	(53,187)	–	319,922
Buildings	1,244,000	–	–	–	(186,956)	(144,628)	912,416
Plant and machinery	10,177,000	–	(12,272)	–	(1,317,636)	(1,602,130)	7,244,962
Furniture and fixtures	83,815	–	–	–	(21,885)	(18,614)	43,316
Motor vehicles	–	–	–	22,298	(2,584)	(6,968)	12,746
IT equipment	372	6,114	–	–	59	(900)	5,644
	11,878,296	6,114	(12,272)	22,298	(1,582,189)	(1,773,240)	8,539,006

Reconciliation of property, plant and equipment – Group 2012

	Opening balance £'s	Additions £'s	Reclassification £'s	Foreign exchange movements £'s	Depreciation £'s	Total £'s
Land	440,000	–	–	(66,891)	–	373,109
Buildings	1,619,000	–	–	(236,000)	(139,000)	1,244,000
Plant and machinery	10,261,000	27,000	3,144,000	(1,693,694)	(1,561,306)	10,177,000
Furniture and fixtures	96,000	–	27,000	(21,185)	(18,000)	83,815
Motor vehicles	33,000	–	–		(33,000)	–
IT equipment	2,911,000	713,000	(3,171,000)	(452,628)	–	372
	15,360,000	740,000	–	(2,470,398)	(1,751,306)	11,878,296

10. INVESTMENTS IN SUBSIDIARIES

Name of company	Company Carrying amount 2013 £'s	Carrying amount 2012 £'s
New Plats (Tjate) Pty Ltd	**13,289,860**	13,289,860
Jubilee Smelting and Refining Pty Ltd	**6,801,022**	6,801,022
K Plats Pty Ltd	**649,734**	649,734
PowerAlt Pty Ltd	**2,338,455**	1,639,735
Braemore Resources Ltd	**18,712,852**	18,712,852
Maude Mining and Exploration Pty Ltd	**140**	141
Mineral Resources of Madagascar Sarl	**917,034**	917,034
Windsor Platinum Investments Pty Ltd	**3,425,823**	3,425,823
Antsahabe (Madagascar) Sarl	**34,466**	34,817
	46,169,386	45,471,018

Subsidiaries of Jubilee Platinum PLC direct[1]	Country of Registration	Holding 2013 %	Holding 2012 %	Number of shares 2013	Number of shares 2012
Maude Mining and Exploration Pty Ltd	South Africa	**65**	65	**653**	653
Mineral Resources of Madagascar Sarl	Madagascar	**100**	100	**10,000**	10,000
Windsor Platinum Investments Pty Ltd	South Africa	**100**	100	**10,000**	10,000
New Plats (Tjate) Pty Ltd (i)	South Africa	**49**	49	**169**	169
Braemore Resources Ltd	United Kingdom	**100**	100	**100**	100
Jubilee Smelting & Refining Pty Ltd (ii)	South Africa	**100**	70	**70**	70
Power Alt Pty Ltd (iii)	South Africa	**70**	51	**51**	51
K Plats Pty Ltd	South Africa	**100**	100	**100**	100
Antsahabe (Madagascar) Sarl	Madagascar	**100**	100	**100**	100

1 *The nature of the above subsidiaries' business is mining in all its facets, with the exception of Power Alt whose core business is the supply of electricity.*

Indirect	Country of incorporation	Holding 2013 %	Holding 2012 %
Via Windsor Platinum Investments Pty Ltd			
Tjate Platinum Corporation Pty Ltd	South Africa	**63**	100
Dullstroom Plats Pty Ltd	South Africa	**100**	100
Via Braemore Resources Ltd			
Braemore Platinum Ltd	United Kingdom		
Braemore Holdings (Mauritius) Pty Ltd	Mauritius	**100**	100
Braemore Platinum Pty Ltd	South Africa	**100**	100
Via Braemore Holdings (Mauritius) Pty Ltd			
Braemore Platinum (SA) Pty Ltd	South Africa	**50**	50
Via Braemore Platinum (SA) Pty Ltd		**50**	50
Braemore Platinum Smelters Pty Ltd	South Africa	**100**	100
Braemore Platinum Resources Pty Ltd	South Africa	**100**	100
Braemore Precious Metals Refiners Pty Ltd	South Africa	**100**	100
Braemore Nickel Pty Ltd	South Africa	**100**	100
Via Jubilee Smelting & Refining Pty Ltd			
RST Special Metals Pty Ltd (i)	South Africa	**100**	100
RST Base Metals Pty Ltd	South Africa	**100**	100
Via Braemore Platinum Ltd			
Braemore Nickel Pty Ltd	Australia	**100**	100

10. INVESTMENTS IN SUBSIDIARIES *(continued)*

		Preference shares %	Preference shares %
New Plats Pty Ltd (iii)	South Africa	**100**	100

(i) The Group owns the ordinary share capital of all the above subsidiaries in the percentages shown above and in each case this holding confers the respective voting rights and rights to dividend distribution except for its holding in Newplats (Tjate) Pty Ltd (Newplats) where the Group holds 49% of the ordinary shares in issue and all of the issued preference shares in Newplats.

(ii) Jubilee increased its shareholding to 100% in Jubilee Smelting and Refining Pty Ltd through an earn-in agreement based on the capital invested by Jubilee. Jubilee consequently holds 100% of RST Special Metals Pty Ltd (RST) in Middelburg.

(iii) Jubilee increased its interest in Power Alt to 70% from 51% through the acquisition of minority shareholders. The Power Alt shares have been pledged to Investec Bank Ltd (Lender) as security over borrowing facilities in the amount of £995,697 (2012: £1,998,618). (Note 19). The Lender has the right with the power to exercise such right in its own name or in the name of Jubilee Platinum PLC, to receive payment of that portion of the dividends and other benefits which become due in respect of the shares from time to time.

The financial year-ends of all the companies in the Group are June, except PowerAlt which is February. The financial results of PowerAlt for the period from 1 July to 30 June are reviewed for purposes of consolidation into the Group accounts. Consistent accounting policies were applied. In addition, as PowerAlt mainly transacts with companies in the Group, completeness and accuracy of balances can be taken from audits of those related Group companies. The carrying amounts of subsidiaries are shown net of impairment losses.

	Company	
	2013 £'s	2012 £'s
11. LOANS TO GROUP COMPANIES		
Subsidiaries		
Windsor Platinum Investments Pty Ltd	**24,748,643**	23,587,678
Maude Mining and Exploration Pty Ltd	**212,536**	212,536
Dullstroom Plats Pty Ltd	**156,795**	156,795
Braemore Resources Ltd	**1,700,671**	1,700,671
Braemore Platinum Smelters Pty Ltd	**3,989,888**	4,481,293
Mineral Resources of Madagascar Sarl	**59,597**	3,062,991
Braemore Holdings Pty Ltd Mauritius	**6,090**	–
Braemore Nickel Pty Ltd	**620,801**	593,744
PowerAlt Pty Ltd	**874,592**	740,506
Jubilee Smelting and Refining Pty Ltd	**3,528,637**	447,692
	35,898,250	34,983,906

The loans are unsecured, interest-free and have no fixed repayment terms. The loan to PowerAlt Pty Ltd is ceded to Investec Bank Ltd as security over borrowings facilities in an amount of £995,697 (2012: £1,998,618).

During the year the Company recognised a provision of £2,992,908 against the loan due from Mineral Resources of Madagascar Sarl. The provision does not affect the Group's consolidated results.

	2013 £'s	2012 £'s	**2013 £'s**	2012 £'s
12. INVENTORIES				
Raw materials, components	–	256,167	**–**	–

The Group does not hold any stock. All products produced at the Middelburg plant, are sold during the month of production.

13. TRADE AND OTHER RECEIVABLES

	2013 £'s	2012 £'s	**2013 £'s**	2012 £'s
Trade receivables	**913,158**	599,278	**–**	–
Pre-payments	**34,315**	84,280	**34,315**	44,409
Deposits	**13,578**	15,289	**3,286**	3,286
VAT receivable	**214,824**	652,482	**–**	46,505
Other receivables	**55,141**	61,671	**52,418**	–
	1,231,016	1,413,000	**90,019**	94,200

14. CASH AND CASH EQUIVALENTS

Bank balances	**726,454**	1,063,317	**474,980**	210,603
	726,454	1,063,317	**474,980**	210,603

15. EARNINGS AND DIVIDENDS PER SHARE

Loss attributable to:

Owners of the parent	**(7,761,560)**	(6,782,535)
Weighted average number of shares	**322,216,586**	279,146,630
Diluted weighted average number of shares	**322,216,586**	279,146,630
Basic loss per share (pence)	**(2.41)**	(2.43)
Diluted loss per share (pence)	**(2.41)**	(2.43)

Headline loss and diluted headline loss per share

Headline earnings per share and diluted headline earnings per share are determined by dividing headline earnings and diluted headline earnings by the weighted average number of ordinary share outstanding during a period.

Headline loss per share (pence)	**(2.41)**	(2.43)
Diluted headline loss per share (pence)	**(2.41)**	(2.43)

There is no effect on dilution of earnings per share figures (2012: Nil). There are also no reconciling items between basic loss and headline loss reported for the year.

Dividends per share

The board has resolved not to declare any dividend to shareholders for this reporting period.

16. SHARE CAPITAL AND SHARE PREMIUM

	2013 £'s	2012 £'s	2013 £'s	2012 £'s
Authorised				
The share capital of the Company is divided into an unlimited number of ordinary shares of 1 pence each.				
Issued capital				
Ordinary shares of 1 pence each (£)	**3,543,395**	2,881,122	**3,543,395**	2,881,122
Share premium	**66,144,290**	61,543,662	**66,144,290**	61,543,662
Total issued capital	**69,687,685**	64,424,784	**69,687,685**	64,424,784
Number of shares in issue				
Ordinary shares	**354,339,529**	288,121,806	**354,339,529**	288,121,806

The Company issued the following shares during the period and up to the date of this annual report:

Date	Number of shares	Issue price – pence	Purpose of the issue
Opening balance	288,121,806		
19 October 2012	25,098,405	9.10	Cash, Debt[1] and Acquisition
14 December 2012	7,913,799	7.25	Cash and Debt
18 January 2013	15,757,575	9.00	Cash and Debt
18 January 2013	538,805	9.00	Debt
29 January 2013	7,679,730	8.05	Acquisition and Debt
27 February 2013	1,194,455	7.86	Acquisition
20 June 2013	8,034,954	6.58	Cash
Closing balance at year-end	354,339,529		
Shares issued after year-end			
11 July 2013	803,495	6.58	Debt
17 July 2013	1,192,191	5.89	Debt
20 August 2013	1,396,258	5.20	Debt
2 October 2013	1,597,034	5.30	Debt
8 October 2013	11,031,440	5.77	Acquisition

[1] = Debt includes payment of advisory and placement fees in relation to the issue of shares. These expenses are written off against share premium where allowed.

Jubilee has entered into a subscription agreement with YA Global Master SPV Ltd ("YAGM"), whereby YAGM will subscribe for 14,204,544 new ordinary shares in the Company (Shares) at a price of £0.044 per share raising £625,000 (the Placement). Jubilee is obliged to pay YAGM a facility fee of US$50,000, which Jubilee has elected to satisfy by the issue of 700,322 ordinary shares in the Company to YAGM. The Placement is subject to the listing of the Shares on the JSE and the admission of the Shares to trading on the AIM market of the London Stock Exchange, which is expected to occur on 8 November 2013. The Company's total issued shares will be 385,264,813 after the Placement and satisfaction of the facility fee. The Shares will rank *pari passu* with the existing shares in issue of Jubilee.

17. SHARE-BASED PAYMENTS

Equity-settled share option plan

The plan provides for a grant price equal to the average quoted market price of the Company shares on the date of grant. The options vest two years from the date of grant. This period has been extended by the board for another year to allow the Company to review its current share option scheme. If the options remain unexercised after a period of 10 years from the date of grant, they expire with immediate effect at that date. Furthermore, options are forfeited if the employee leaves the Group before the options vest.

Number of options outstanding at the beginning of the year	11,775,000
Outstanding at the end of the year	11,775,000
Exercisable/vested at the end of the year	11,775,000

Information on options granted during the year

	2013 £'s	2012 £'s	**2013 £'s**	2012 £'s
Share-based payment expense/adjustments recognised during the year	**22,685**	(275,475)	**22,685**	(275,475)
Fair value was determined by using the Black-Scholes Valuation Model. The following inputs were used:				
Weighted average share price (pence):			**9**	27
Exercise price (pence):			**34**	34
Expected volatility:			**61%**	61%
Option life:			**10 years**	10 years
Expected dividends:			**Nil**	Nil
The risk free interest rate:			**2%**	2%

Assumptions to incorporate the effects of expected early exercise:

- how expected volatility was determined, including an explanation of the extent to which expected volatility was based on historical volatility; and
- how any other features of the option grant were incorporated into the measurement of fair value, such as a market condition.

Reconciliation of share-based payments

	2013 £'s	2012 £'s	**2013 £'s**	2012 £'s
Opening balance			**4,895,525**	5,172,256
Share-based payment credit			**–**	(614,046)
Share-based payment charge			**22,685**	337,315
Closing balance			**4,918,210**	4,895,525

18. FOREIGN CURRENCY TRANSLATION RESERVE

	2013 £'s	2012 £'s	**2013 £'s**	2012 £'s
Foreign currency translation reserve comprises exchange differences on consolidation of foreign subsidiaries	**(342,590)**	7,659,394	**–**	–

19. OTHER FINANCIAL LIABILITIES

	2013 £'s	2012 £'s	**2013 £'s**	2012 £'s
As at 30 June 2013, the Group had the following material liabilities:				
Finance lease liabilities				
Future lease payments are due as follows:				
Not later than one year	**–**	39,468	**–**	–
Later than one year and not later than five years	**–**	–	**–**	–
	–	39,468	**–**	–
Deferred finance charges	**–**	(1,000)	**–**	–
	–	38,468	**–**	–
Non-current liabilities	**–**	–	**–**	–
Current liabilities	**–**	38,468	**–**	–
	–	38,468	**–**	–

The finance lease was repayable in 36 average monthly instalments of £8,000 per month and bears interest at 10.25% per annum.

Held at amortised cost				
Investec Bank Ltd (i)	**995,697**	1,998,618	**–**	–
Yorkville Advisors (ii)	**739,742**	–	**739,742**	–
	1,735,439	1,998,618	**739,742**	

(i) Interest-bearing borrowings comprise Investec Bank Project Junior and Senior Project loans granted to Power Alt Pty Ltd and bear interest of between 11% and 13% and are repayable in quarterly instalments of £287,935 with final payments between 31 March 2013 and 31 March 2015. The loan is secured over a pledge of Power Alt Pty Ltd's ordinary shares.

(ii) Yorkville Advisors advanced an amount of US$1.5 million loan to the Company on 26 February 2013 in terms of a SEDA backed loan agreement. The loan is repayable over 12 months from 1 April 2013 in equal instalments of US$125,000 plus interest thereon at 10% per annum.

	2013 £'s	2012 £'s	**2013 £'s**	2012 £'s
Interest-bearing borrowings				
Repayment of borrowings:				
Not later than one year	**1,409,913**	1,050,197	**770,503**	–
Later than one year and not later than five years	**493,304**	1,324,655	**–**	–
	1,903,217	2,374,852	**770,503**	–
Deferred finance charges	**(167,778)**	(376,234)	**(30,761)**	–
	1,735,439	1,998,618	**739,742**	–
Non-current liabilities	**458,931**	1,164,618	**–**	–
Current liabilities	**1,276,508**	834,000	**739,742**	–
	1,735,439	1,998,618	**739,742**	–

20. DEFERRED INCOME

	2013 £'s	2012 £'s
Opening balance	**201,835**	–
Income realised in the current year	**(37,826)**	–
Grant received in the current year	**124,758**	201,835
Foreign currency	**(35,388)**	–
Closing balance	**(253,379)**	201,835

A Government grant was awarded to the Group due to the completion of the new AC Arc Furnace in RST Special Metals Pty Ltd (Subsidiary). This grant will be paid in four stages as certain milestones are achieved. The total awarded grant amounted to £576,877 (net of foreign currency movement) of which £124,758 was received during the period under review (2012: £201,835).

This non-taxable income will be realised from 1 July 2012 over the lifetime of the new AC Arc Furnace that is estimated at 6.67 years.

The remainder of the grant will be paid as revenue and employment targets are achieved in RST Special Metals Pty Ltd. The Directors are confident that those targets will be met.

21. TRADE AND OTHER PAYABLES

	2013 £'s	2012 £'s	2013 £'s	2012 £'s
Trade payables	**1,203,343**	953,451	**120,828**	5
VAT	**268,429**	171,030	**143,647**	–
Accruals	**535,045**	401,346	**228,890**	35,000
	2,006,817	1,525,827	**493,365**	35,005

22. CASH USED IN OPERATIONS

	2013 £'s	2012 £'s	2013 £'s	2012 £'s
Loss before taxation	**(7,325,840)**	(8,551,943)	**(4,610,780)**	(1,112,772)
Adjustments for:				
Depreciation	**1,773,240**	1,751,306	**–**	–
Amortisation	**915,586**	1,152,212	**–**	–
Profit/(loss) on sale of assets	**141,945**	–	**–**	(250)
Interest received	**(26,186)**	(249,123)	**(24,600)**	(7,611)
Finance costs	**268,557**	582,618	**48,994**	–
Loan forgiven	**(162,792)**	–	**–**	–
Share-based payments (salaries)	**22,685**	(275,967)	**22,685**	(275,967)
Equity-settled expenses	**354,834**	–	**–**	–
Inter-company loan provision	**–**	–	**2,992,908**	–
Changes in working capital:				
Inventories	**256,167**	573,795	**–**	–
Trade and other receivables	**397,744**	1,708,073	**4,181**	(2,817,000)
Trade and other payables	**740,534**	(1,049,194)	**458,360**	(50,000)
Deferred income	**52,008**	–	**–**	–
	(2,591,518)	(4,358,223)	**(1,108,252)**	(4,263,600)

23. FINANCIAL INSTRUMENTS

The Group's financial instruments were categorised as follows:

Group	**Loans and receivables £'s**	**Financial liabilities at amortised cost £'s**	**Total £'s**
30 June 2013			
Assets as per statement of financial position			
Trade and other receivables	**981,877**	**–**	**981,877**
Cash and cash equivalents	**726,454**	**–**	**726,454**
	1,708,331	**–**	**1,708,331**
Liabilities as per statement of financial position			
Trade and other payables	**–**	**(1,616,114)**	**(1,161,114)**
Other financial liabilities	**–**	**(1,735,439)**	**(1,735,439)**
Loans from related parties	**–**	**(373,499)**	**(373,499)**
	–	**(3,725,052)**	**(3,725,052)**

Group	Loans and receivables £'s	Financial liabilities at amortised cost £'s	Total £'s
30 June 2012			
Assets as per statement of financial position			
Trade and other receivables	847,281	–	847,281
Cash and cash equivalents	1,063,317	–	1,063,317
	1,910,598	–	1,910,598
Liabilities as per statement of financial position			
Trade and other payables	–	(1,124,481)	(1,124,481)
Other financial liabilities	–	(2,037,166)	(2,037,166)
Loans from related parties	–	(2,164,056)	(2,164,056)
	–	(5,325,703)	(5,325,703)

Company	**Loans and receivables £'s**	**Financial liabilities at amortised cost £'s**	**Total £'s**
30 June 2013			
Assets as per statement of financial position			
Trade and other receivables	**32,592**	**–**	**32,592**
Cash and cash equivalents	**474,977**	**–**	**474,977**
	507,569	**–**	**507,569**
Liabilities as per statement of financial position			
Trade and other payables	**–**	**(361,966)**	**(361,966)**
Other financial liabilities	**–**	**(739,742)**	**(739,742)**
	–	**(1,101,708)**	**(1,101,708)**

23. FINANCIAL INSTRUMENTS *(continued)*

Company	Loans and receivables £'s	Financial liabilities at amortised cost £'s	Total £'s
30 June 2012			
Assets as per statement of financial position			
Trade and other receivables	46,546	–	46,546
Cash and cash equivalents	210,600	–	210,600
	257,146	–	257,146
Liabilities as per statement of financial position			
Trade and other payables	–	–	–
Other financial liabilities	–	–	–
	–	–	–

Fair values
The fair values of the Group's financial instruments approximate to the book value.

The main risks arising from the Group's financial instruments are credit risk, liquidity risk and currency risk. The Directors review and agree policies for managing these risks and these are summarised below. There have been no substantive changes to the Group's exposure to financial instrument risks, its objectives, policies and processes for managing those risks or the methods used to measure them from previous periods unless other stated in this note.

Credit risk
Credit risk consists mainly of cash deposits, cash equivalents and trade debtors. The Company only deposits cash with major banks with high quality credit standing and limits exposure to any one counterparty.

Trade receivables comprise a widespread customer base. Management evaluated credit risk relating to customers on an ongoing basis. If customers are independently rated, these ratings are used. Otherwise, if there is no independent rating, risk control assesses the credit quality of the customer, taking into account its financial position, past experience and other factors. Individual risk limits are set based on internal or external ratings in accordance with limits set by the Board.

Credit risk also refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group and Company. The Group and Company has adopted a policy of only dealing with creditworthy counterparties, as assessed by the Directors using relevant available information.

Credit risk also arises on cash and cash equivalents and deposits with banks and financial institutions. The Group and Company cash and cash equivalents are only held in banks and financial institutions which are independently rated with a minimum credit agency rating of A.

There were no bad debts recognised during the period and there is no provision required at reporting date.

Group

Trade receivables analysis

			Past due		
30 June 2013	**Total £'s**	**Not past due £'s**	**30 days £'s**	**90 days £'s**	**120 days £'s**
Trade receivables not impaired	**913,158**	**784,823**	**10,404**	**8,279**	**109,652**
Trade receivables impaired	**–**	**–**	**–**	**–**	**–**
	913,158	**784,823**	**10,404**	**8,279**	**109,652**
30 June 2012					
Trade receivables not impaired	599,278	136,454	52,242	–	410,582
Trade receivables impaired	–	–	–	–	–
	599,278	136,454	52,242	–	410,582

23. FINANCIAL INSTRUMENTS *(continued)*

Liquidity risk

Liquidity risk arises from the Group's management of working capital and the finance charges and principal repayments on its debt instruments. It is the risk that the Group will encounter difficulty in meeting its financial obligations as they fall due. Short-term payables are classified as those payables that are due within 30 days.

The Group manages liquidity risk through an ongoing review of future commitments and credit facilities. The Company relies on the continuous support of its shareholders for additional funding as and when required.

The Group's policy is to ensure that it will always have sufficient cash to allow it to meet its liabilities when they become due. To achieve this aim, it seeks to maintain cash balances (or agreed facilities) to meet expected requirements for a period of at least 45 days.

The following table sets out contractual maturities analysis:

Group **2013**	**Up to 3 months £'s**	**3 to 12 months £'s**	**1 to 2 years £'s**	**2 to 5 years £'s**
Trade and other payables	**2,006,831**	**–**	**–**	**–**
Loans and other borrowings	**380,772**	**895,736**	**458,931**	**–**
	2,387,603	**895,736**	**458,931**	**–**
2012				
Trade and other payables	1,525,827	–	–	–
Loans and other borrowings	218,572	655,716	626,756	538,228
	1,744,399	655,716	626,756	538,228

Company **2013**	**Up to 3 months £'s**	**3 to 12 months £'s**	**1 to 2 years £'s**	**2 to 5 years £'s**
Trade and other payables	**361,966**	**–**	**–**	**–**
Loans and other borrowings	**246,580**	**493,161**	**–**	**–**
	608,546	**493,161**	**–**	**–**
2012				
Trade and other payables	–	–	–	–
Loans and other borrowings	–	–	–	–
	–	–	–	–

23. FINANCIAL INSTRUMENTS *(continued)*

Currency risk

The Group is exposed to fluctuations in foreign currencies arising from having deposits in various currencies as well as the purchase of goods and services in currencies other than the Group's measurement currency.

Jubilee operates internationally and is exposed to foreign exchange risk arising from various currency exposures primarily with respect to the South African Rand and Pound Sterling. The Group is exposed to currency risk on South African assets, cash reserves, deposits received, trade receivables, and trade payables. The most significant of these being the inter-company loans which it holds with its South African subsidiaries as well as its South African intangible assets. Profit is more sensitive to movement in Pound Sterling exchange rates in 2013 than 2012 because of the increased amount of Pound Sterling-denominated borrowings hence the significant adjustment to the fair value of the intangible assets.

The Group does not hedge its foreign exchange on funding of projects as management is of the opinion that it would not have reduced the risk of foreign currency fluctuations. Currency movements mainly include movements that arise as a result of Rand-denominated projects that are re-valued at each period end.

The Group has certain investments in foreign operations, whose net assets are exposed to foreign currency translation risk. Currency exposure arising from the net assets of the Group's foreign operations is managed primarily through borrowings denominated in the relevant foreign currencies.

The table below classifies the Group's foreign currency risk between the different functional currencies as at year-end, and the respective balance thereof:

Exchange rates used for conversion of foreign items were:

ZAR : £ (Average)	1 : 0.0726
ZAR : £ (Spot)	1 : 0.0664

The functional currencies of the companies in the Group are Pounds Sterling, South African Rand, Australian Dollars and Madagascar Ariary. The Group does not hedge against the effects of movements in exchange rates. These risks are monitored by the board on a regular basis.

The following table discloses the year-end rates applied by the Group for the purposes of producing the financial statements:

Foreign currency units to £1.00 GBP	Australian Dollar	South African Rand	Madagascar Ariary
At 30 June 2013	**1.66**	**15.06**	**3,333.33**
At 30 June 2012	1.53	12.91	3,388.72

The carrying amounts of the Group's foreign currency denominated monetary assets and monetary liabilities at the reporting date are as follows:

	Liabilities		**Assets**	
Group	**2013 £'s**	2012 £'s	**2013 £'s**	2012 £'s
South African Rand	**(4,504,463)**	(6,720,000)	**1,271,394**	3,386,000
Australian Dollar	**(6,602)**	(3,252)	**4,764**	24,857
Madagascar Ariary	**(30)**	(1,180)	**5,120**	8,210
Company	**2013**	2012	**2013**	2012
South African Rand	**–**	–	**13,751**	15,626

The Company does not have any material financial assets or liabilities denominated in any currency other than the Pound Sterling and ZAR.

The following table summarises the sensitivity of financial instruments held at reporting date to movements in the exchange rate of the South African Rand, Australian Dollar and Madagascar Ariary for the Group, with all other variables held constant. The South African Rand, Australian Dollar and Madagascar Ariary instruments have been assessed using the sensitivities indicated in the table. These are based on reasonably possible changes, over a financial year, using the observed range of actual historical rates for the preceding 5 year period.

23. FINANCIAL INSTRUMENTS *(continued)*
Currency risk *(continued)*

	Impact on profit/equity	
	2013 **£'s**	2012 £'s
Judgements of reasonable currency exposure		
10% strengthening of ZAR against GBP	**(359,230)**	(370,444)
10% weakening of ZAR against GBP	**293,915**	303,091
10% strengthening of AUS against GBP	**(204)**	2,400
10% weakening of AUS against GBP	**167**	(1,964)
10% strengthening of MGA against GBP	**565**	781
10% weakening of MGA against GBP	**(463)**	(640)

Borrowing facilities
The Group finances its operations through the issue of equity share capital. Interest rate fluctuations on borrowings are not expected to give rise to a material risk.

Interest rate risk

The only interest rate risk the group is exposed to relates to finance leases and interest-bearing borrowings as set out in Note 19. These borrowings are linked to the South African bank's prime rate.

The Group manages the interest rate risk associated with the Group cash and cash equivalent assets by ensuring that interest rates are as favourable as possible, whether this is through investment in floating or fixed interest rate deposits, whilst managing the access the Group requires to the funds for working capital purposes. The only interest liability is as disclosed in statement of financial position, under other financial liabilities. A 1% interest rate change will have no material effect on the financial statements.

The interest rate profile of the Group's and Company's financial assets at 30 June 2013 was as follows:

Group	**Pound Sterling**	**South African Rand**	**Australian Dollar**	**Madagascar Ariary**	**Total**
Cash at bank floating interest rate	**313,814**	**26,405**	**–**	**–**	**340,219**
Cash at bank on which no interest is received	**147,412**	**227,478**	**4,764**	**6,580**	**386,234**
	461,226	**253,883**	**4,764**	**6,580**	**726,453**

Company	**Pound Sterling**	**South African Rand**	**Australian Dollar**	**Madagascar Ariary**	**Total**
Cash at bank floating interest rate	**313,814**	**–**	**–**	**–**	**313,813**
Cash at bank on which no interest is received	**147,412**	**13,751**	**–**	**–**	**161,162**
	461,226	**13,751**	**–**	**–**	**474,973**

The interest rate profile of the Group's and Company's financial assets at 30 June 2012 was as follows:

Group	Pound Sterling	South African Rand	Australian Dollar	Madagascar Ariary	Total
Cash at bank floating interest rate	176,348	43,291	–	–	219,639
Cash at bank on which no interest is received	18,626	794,522	24,857	5,674	843,679
	194,974	837,813	24,857	5,674	1,063,318

Company	Pound Sterling	South African Rand	Australian Dollar	Madagascar Ariary	Total
Cash at bank floating interest rate	176,348	–	–	–	176,348
Cash at bank on which no interest is received	18,626	15,626	–	–	34,252
	194,974	15,626	–	–	210,600

There is no significant difference between the carrying value and fair value of cash and cash equivalents.

23. FINANCIAL INSTRUMENTS *(continued)*

Group and Company

2013

Financial liabilities	**Weighted interest rate %**	**1 year or less £'s**	**2 to 5 years £'s**	**Total £'s**
Finance leases	**9.75**	**–**	**–**	**–**
Interest-bearing borrowings	**13.04**	**536,766**	**458,931**	**995,697**
Yorkville Advisors	**1.00**	**739,742**	**–**	**739,742**
Total		**1,276,508**	**458,931**	**1,735,439**
2012				
Finance leases	9.75	38,548	–	38,548
Interest-bearing borrowings	12.84	834,289	1,164,984	1,999,274

A 1% increase in interest rates would not have had a material impact on the Group's financial statements, therefore no additional sensitivity analysis was considered necessary.

Capital risk management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to provide returns for shareholder and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

The capital structure of the Group consists of debt, which includes the borrowings (excluding derivative financial liabilities), cash and cash equivalents disclosed, and equity as disclosed in the statement of financial position.

In order to maintain or adjust the capital structure, the group may adjust the amount of dividends paid to shareholder, return capital to shareholder, issue new shares or sell assets to reduce debt.

Consistent with others in the industry, the Group monitors capital on the basis of the gearing ratio.

This ratio is calculated as net debt divided by total capital. Net debt is calculated as total borrowings (including 'current and non-current borrowings' as shown in the statement of financial position) less cash and cash equivalents. Total capital is calculated as 'equity' as shown in the statement of financial position plus net debt.

There have been no changes to what the entity manages as capital, the strategy for capital maintenance or externally imposed capital requirements from the previous year.

24. CONTINGENCIES AND COMMITMENTS

There are no material contingent assets or liabilities as at 30 June 2013.

25. RELATED PARTIES

Loans/payments to related parties	2013 £'s	2012 £'s	2013 £'s	2012 £'s
Astra Group Holdings Pty Ltd	–	(564,242)	–	–
Thos Begbie and Company Pty Ltd	–	(1,164,221)	–	–
Harrison White Pty Ltd – minority shareholder in Power Alt Pty Ltd. The loan is interest-free, unsecured and repayable from future profits distributed to shareholders as dividends	**(373,499)**	(435,593)	–	–
	(373,499)	(2,164,056)	–	–

During the year the following related party transactions were entered into with its directors/shareholders:

- GDA a related party to Mr G Anderson (a director in Braemore Nickel Pty Limited) received £6,133 for director fees; and
- Galileo Resources PLC, with common directors Colin Bird, Andrew Sarosi and Christopher Molefe paid office rent in an amount of £30,000 for the period under review.

26. BUSINESS SEGMENTS

In the opinion of the Directors, the operations of the Group companies comprise six reporting segments, being:

- the evaluation and development of PGM smelters utilising exclusive commercialisation rights of the ConRoast smelting process, located in South Africa (Evaluation and development);
- the evaluation of the reclamation and processing of sulphide nickel tailings at BHP Billiton's Leinster, Kambalda and Mount Keith properties in Australia (Nickel tailings);
- the development of Platinum Group Elements ("PGEs") and associated metals ("PGE development") in South Africa;
- Base Metal Smelting in South Africa;
- Electricity Generation in South Africa; and
- The Parent Company operates a head office based in the United Kingdom, which incurred certain administration and corporate costs.

The Group's operations span five countries, South Africa, Australia, Madagascar, Mauritius and the United Kingdom. There is no difference between the accounting policies applied in the segment reporting and those applied in the Group financial statements. Mauritius and Madagascar do not meet the qualitative threshold under IFRS 8, consequently no separate reporting is provided.

Segment report for the year ended 30 June 2013

£'s	South Africa Evaluation and development	Australia Nickel tailings	South Africa PGE develop-ment	Other operations	South Africa Base Metal Smelting	South Africa Electricity Generation	Total
Total revenues	**330, 737**	–	–	–	**5,746,818**	**3,152,107**	**9,232,162**
Less: Inter-company revenue	–	–	–	–	**(2,608,110)**	**(1,872,811)**	**(4,480,921)**
Revenue from external customers	**330,737**	–	–	–	**3,138,708**	**1,279,296**	**4,751,241**
Loss before taxation	**(4,299,177)**	**(80,271)**	**(31,965)**	**(7,288,943)**	**(1,782,041)**	**(1,845,427)**	**(15,327,824)**
Taxation	–	–	–	**15,499**	**69,685**	**(231,847)**	**(146,663)**
Loss after taxation	**(4,299,177)**	**(80,271)**	**(31,965)**	**(7,273,444)**	**(1,712,356)**	**(2,077,274)**	**(15,474,487)**
Interest received	**852**	–	–	**25,334**	–	–	**26,186**
Interest paid	–	–	–	**(48,996)**	**(17,676)**	**(201,698)**	**(268,370)**
Depreciation and amortisation	**(924,455)**	–	–	**(8,567)**	**(1,336,610)**	**(419,194)**	**(2,688,826)**
Total assets	**6,153,918**	**23,319,606**	**43,454,991**	**931,646**	**6,315,460**	**3,584,096**	**83,759,717**
Total liabilities	**(198,538)**	**(6,663)**	**(1,082)**	**(17,199,315)**	**(1,345,294)**	**(2,198,772)**	**(20,949,665)**

26. BUSINESS SEGMENTS *(continued)*

Segment report for the year ended 30 June 2012

£'s	South Africa Evaluation and development	Australia Nickel tailings	South Africa PGE develop-ment	Other operations	South Africa Base Metal Smelting	South Africa Electricity Generation	Total
Total revenues	–	–	603,801	–	5,368,668	2,397,113	8,369,582
Inter-company revenue	–	–	–	–	(2,247,893)	(2,397,113)	(4,645,007)
Revenue from external customers	–	–	603,801	–	3,120,774	–	3,724,575
(Loss)/profit before taxation	(3,712,311)	65,562	(4,713,969)	(1,522,403)	(6,701,997)	1,189,569	(15,395,549)
Taxation	(6,091)	–	–	–	884,874	(206,276)	672,507
(Loss)/profit after taxation	(3,718,402)	65,562	(4,713,969)	(1,522,403)	(5,817,123)	983,293	(14,723,042)
Interest received	–	–	9,966	7,943	–	230,725	248,634
Interest paid	–	–	481	–	(243,024)	(340,075)	(582,618)
Depreciation and amortisation	(9,736)	–	(1,163,427)	(940)	(1,250,098)	(539,139)	(2,963,340)
Non-current asset additions	–	–	79,749	–	740,000	–	819,749
Total assets	**50,437,563**	**9,074,223**	**19,723,791**	**1,556,101**	**11,362,542**	**4,395,731**	**96,549,951**
Total liabilities	**(47,587)**	**(11,549)**	**(298,778)**	**(97,613)**	**(17,555,380)**	**(5,419,307)**	**(23,430,214)**

27. GOING CONCERN

The Directors have adopted the going concern basis in preparing the financial statements. An emphasis was placed on the capability of the Company to continue as a going concern in the 2012 annual results. This emphasis arose at a particular time within the implementation of the Company's stated business plan of establishing an operational Mine-to-Metals platinum company. The emphasis of matter has since been lifted for the year ended 30 June 2013.

The Company has since December 2012 progressed significantly with the implementation of its business plan during the period under review, which has continued post the period under review, including, *inter alia*, the following:

- awarded the right to recover PGMs contained in the 800,000 tonnes DCM Tailings and future arisings;
- conclusion of the Toll Agreement in respect of processing approximately 800,000 tonnes Dilokong Tailings at PLA's Smokey Hills Mine concentrator accelerating the projected processing of the tailings by some 18 months;
- formalised a ZAR75 million (£4.83 million) cash offer from a major mining company for its non-core Quartzhill farm portion of the Tjate Platinum project;
- the Company continued with the ramp-up of the newly commissioned AC-arc furnace to achieve targeted increased throughput by the smelter operation for Q3 and Q4 of 2013;
- the Company increased ownership to own 70% of Power Alt and also received approval from NERSA for the sale of electricity from Power Alt to the national electricity public utility of South Africa;
- tender awarded by NERSA allowing the sale of up to 10.1MW of power by Power Alt to the national electricity public utility. The contract is valued at approximately ZAR98 million (£7.3 million) per annum. The Company is required to upgrade its power infrastructure to deliver on the increased power estimated at a cost of approximately ZAR5.1 million (£0.38 million);

27. GOING CONCERN *(continued)*

- on 25 February 2013, the Directors announced that the Company had entered into an implementation deed and supporting transactional documents with PLA relating to the acquisition of PLA by the Company; and
- as announced on 28 October 2013, Jubilee concluded a funding arrangement with Yorkville Advisors through a combination of equity and debt. Jubilee is targeting to commence processing within the next three months based on expected time lines to re-commission the processing plant. The debt component was secured following due diligence by the investor on the earnings potential of the processing of the DCM tailings, which allowed Jubilee to reduce the equity funding requirement. The funding arrangement includes a debt offering of US$10 million of which some US$0.75 million was drawn down to support working capital.

The implementation strategy of the business plan has been clearly stated and focuses on establishing an operational smelter and refining entity with secured low-cost electricity that will be migrated off tolling contracts onto the Company's self-produced platinum containing material. The Company will secure its own platinum material by initially focusing on surface and shallow near surface material before targeting more traditional platinum mining. This will enable the Company to continuously grow its earnings capability in the short term while requiring only modest capital investment.

The Directors of the Company are of the opinion that the Company's business plan has been embedded and is funded sufficiently to enable the Company to continue with its operations as a going concern.

28. EVENTS AFTER THE REPORTING PERIOD

28.1 Processing of Dilokong Chrome Tailings ready to commence

Jubilee has reached a key milestone in the commencement of processing of the platinum-bearing Dilokong Chrome Mine ("DCM") tailings by concluding a funding arrangement to meet the working capital requirement. Jubilee is targeting to commence processing within the next three months based on expected time lines to re-commission the processing plant.

The funding arrangement includes both debt and equity. The debt component was secured following due diligence by the investor on the earnings potential of the processing of the DCM tailings, which allowed Jubilee to reduce the equity funding requirement.

The funding arrangement includes a debt offering of US$10 million, of which Jubilee will initially only access US$750,000 (Loan), the amount required to commence processing of the DCM tailings. As part of the funding arrangements, Jubilee has entered into a subscription agreement with YA Global Master SPV Ltd ("YAGM"), whereby YAGM will subscribe for 14,204,544 new ordinary shares in the Company (Shares) at a price of £0.044 per share raising £625,000 (the Placement). Pursuant to the terms of the Loan, Jubilee is obliged to pay YAGM a facility fee of US$50,000, which Jubilee has elected to satisfy by the issue of 700,322 ordinary shares in the company to YAGM.

28.2 Tjate – Progress on Tjate Mining Application

Tjate Platinum Corporation Pty Ltd (Tjate) received a Department of Mineral Resources ("DMR") notification of acceptance of its Mining Right Application for the Tjate Platinum Mine project. Tjate is consulting with the DMR in this regard, to agree on the timing and deadlines for submission of a scoping report and separately an Environmental Management Programme as required by the Mineral and Petroleum Resources Development Act, 2002 (Act 28 of 2002).

28.3 PGM Processing Agreement Executed

Jubilee issued 11,031,440 Ordinary Shares to Corridor Mining Resources Pty Ltd ("CMR") on 8 October 2013 *in lieu* of a ZAR10 million (approximately £666,666) payment under the terms of a Treatment of Tailings Agreement, as announced on 21 November 2012, for the acquisition of the sole right to process the platinum group metals (PGMs) from CMR for the Dilokong Chrome Mine tailings. The payment includes all future royalties payable to CMR for the next 18 months operations enabling the Company to commence processing of the Dilokong Chrome Mine tailings.

28. EVENTS AFTER THE REPORTING PERIOD *(continued)*

28.4 Madagascar

In Madagascar Jubilee entered into a farm-in agreement (August 2012) with iron-ore focused Indian Pacific Resources Limited (IPR), in terms of which IPR has the exclusive right to earn in to commodities on the Company's Ambodilafa concession, other than platinum group elements, metals traded on the London Metal Exchange and chrome.

IPR to year-end has earned in 51% (81% post-balance sheet) of the concession, with no exploration funding required from Jubilee.

28.3 Ferroalloy Smelting Contract

Jubilee secured a further ferroalloy-smelting contract for ferrosilicon on the back of the successful upgrade of the Middelburg smelter complex. The new contract commenced production on 5 August 2013.

Shareholder analysis

as at 30 June 2013

Register date:	30 June 2013
Issued share capital:	354,339,529

Shareholder spread	Number of shareholders	%	Number of shares	%
1 – 5 000 shares	2,229		3,964,498	1.12
5 001 – 10 000 shares	596		4,729,505	1.33
10 001 – 50 000 shares	698		16,297,352	4.60
50 001 – 100 000 shares	142		10,582,358	2.99
100 001 – 1 000 000 shares	144		41,887,660	11.82
1 000 001 shares and over	50		276,878,156	78.14
	3,859		354,339,529	100.00

Distribution of shareholders	Number of shareholders	%	Number of shares	%
Private shareholders	3,257	84.40	58,615,839	16.54
Deceased accounts	2	0.05	9,897	0.00
Nominee companies	542	14.05	286,018,724	80.72
Limited companies	43	1.11	5,420,612	1.53
Bank and bank nominees	10	0.26	638,891	0.18
Other institutions	5	0.13	3,635,566	1.03
	3,859	100.00	354,339,529	100.00

Public/Non-public shareholders	Number of shareholders	Number of shares	%
Non-public shareholders			
Directors and associates of the Company holdings	3	4,310,245	1.22
Public shareholders	3,856	350,029,284	98.78
	3,859	354,339,529	100.00

Notice of annual general meeting

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION
This Notice of General Meeting and Explanatory Memorandum should be read in their entirety. If shareholders are in doubt as to how they should vote, they should seek advice from their accountant, solicitor or other professional adviser prior to voting.

If you sell or have sold or otherwise transferred all your shares you should send this document together with the accompanying documents at once to the purchaser or transferee or to the stockbroker, bank or other agent through whom the sale or transfer was effected, for onward transmission to the purchaser or transferee. If you sell or have sold only part of your holding of shares, you should retain this document.

JUBILEE PLATINUM PLC (the "Company")
(Incorporated in England and Wales, registered number 04459850)
NOTICE OF ANNUAL GENERAL MEETING
AND EXPLANATORY MEMORANDUM

Date of Meeting:	Friday, 29 November 2013
Time of Meeting:	11:00 am (UK time)
Place of Meeting:	finnCap Limited 60 New Broad Street London EC2M 1JJ

Notice is hereby given that the Annual General Meeting of Jubilee Platinum PLC will be held on Friday, 29 November 2013, at finnCap Limited, 60 New Broad Street, London, EC2M 1JJ at 11:00 am (UK time), to propose the Resolutions set out below in order to consider and, if thought fit, pass Resolutions 1 to 14 as Ordinary Resolutions and Resolutions 1 to 3 as Special Resolutions:

AGENDA

1. Appointment of Chairman of the Meeting

2. Confirmation of the Notice and Quorum

Ordinary business

3. Ordinary resolution number 1
To consider and, if thought fit, to pass, with or without amendment, the following resolution as an ordinary resolution:

That the Company moves its primary listing from the JSE Limited to the Alternative Investment Market of the London Stock Exchange pursuant to which it will retain a secondary listing on the Alternative Exchange of the JSE Limited.

Note:
The above ordinary resolution is subject to the passing of an ordinary resolution attaining 50% plus 1 majority of votes cast in favour of such resolution by Jubilee shareholders in general meeting, excluding any controlling shareholder, its associates and any party acting in concert.

4. Ordinary resolution number 2
To consider and, if thought fit, to pass, with or without amendment, the following resolution as an ordinary resolution:

To receive, consider and adopt the Directors' report and financial statements of the Group and Company for the year ended 30 June 2013, together with the report of the auditors thereon.

5. Ordinary resolution number 3
To consider and, if thought fit, to pass, with or without amendment, the following resolution as an ordinary resolution:

To re-elect as a Director, Leon Coetzer, who is retiring in accordance with Article 121 of the Company's Articles of Association and who being eligible is offering himself for re-election.

6. Ordinary resolution number 4
To consider and, if thought fit, to pass, with or without amendment, the following resolution as an ordinary resolution:

To re-elect as a Director, Andrew Sarosi, who is retiring in accordance with Article 121 of the Company's Articles of Association and who being eligible is offering himself for re-election.

7. Ordinary resolution number 5

To consider and, if thought fit, to pass, with or without amendment, the following resolution as an ordinary resolution:

To confirm the appointment of Saffery Champness, Lion House, Red Lion Street, London, WC1R 4GB United Kingdom, as auditors of the Company and to authorise the Directors to determine their remuneration.

8. Ordinary resolution number 6

To consider and, if thought fit, to pass, with or without amendment, the following resolution as an ordinary resolution:

That the Directors be generally and unconditionally authorised, pursuant to and in accordance with section 551 of the Companies Act 2006 of the United Kingdom (‘the Act’), in substitution for all previous powers granted to them thereunder, (but without prejudice to the continuing power of the directors):

(i) to allot shares in the Company or grant rights, warrants or options to subscribe for, or convert any relevant security into shares in the Company (together “Relevant Securities”) pursuant to an offer or agreement made by the Company before the date that this resolution is passed; and

(ii) to exercise all the powers of the Company to allot and make offers to allot relevant securities up to an aggregate nominal amount £1,284,216 (representing approximately 33% of the total issued share capital of the Company, as at the last practicable date prior to the publication of the Notice of meeting);

such authority shall, unless previously renewed, extended, revoked or varied by the Company in general meeting, expire on the conclusion of the next Annual General Meeting of the Company or 31 December 2014 (whichever is earlier) provided that the Company may, at any time before such expiry, make an offer or enter into an agreement which would or might require relevant securities to be allotted after such expiry and the directors may allot relevant securities pursuant to any such offer or agreement; as if the authority conferred hereby had not expired.

9. Ordinary resolution number 7

To consider and, if thought fit, to pass, with or without amendment, the following resolution as an ordinary resolution:

That, the Jubilee Platinum Director and Employee 2013/2014 Share Plan (the “Share Plan”) attached to this Notice as Annexure B and initialed by the Chairman for the purpose of identification only, be and are hereby approved and adopted by the Company subject to such amendments as the Directors of the Company shall consider necessary, appropriate or expedient;

Voting exclusion: The Company will disregard any votes cast on this Resolution by a Director of the Company (except one who is ineligible to participate in any employee incentive scheme in relation to the Company) and any associate of those persons. However, the Company will not disregard a vote if:

(a) it is cast by a person as proxy for a person who is entitled to vote in accordance with the directions on the proxy form; or

(b) it is cast by the Chairman of the Meeting as a proxy for a person who is entitled to vote in accordance with the directions on the proxy form to vote as the proxy decides.

10. Ordinary resolution number 8

To consider and, if thought fit, to pass, with or without amendment, the following resolution as an ordinary resolution:

That the Directors be generally and unconditionally authorised, in addition to the authority sought in Resolution 7 above pursuant to and in accordance with section 551 of the Companies Act 2006 of the United Kingdom (“the Act”), to exercise all the powers of the Company to allot and make offers to allot relevant securities up to an aggregate nominal amount £385,265 (representing approximately 10% of the Company’s issued share capital) in the circumstances set out in Ordinary resolutions 9 to 13 and subject to the passing of Ordinary Resolution 7 and Special Resolution 3, such authority shall, unless previously renewed, extended, revoked or varied by the Company in general meeting, expire on the conclusion of the next Annual General Meeting of the Company or 31 December 2014 provided that the Company may, at any time before such expiry, make an offer or enter into an agreement with the individuals identified in Resolution 9 to 13 below, which would or might require relevant securities to be allotted after such expiry and the Directors may allot relevant securities pursuant to any such offer or agreement; as if the authority conferred hereby had not expired.

11. Ordinary resolution number 9

That the Directors be and are hereby authorised to issue up to 4,041,493 shares to Mr Leon Coetzer or his nominee, on the terms summarised in the Explanatory Memorandum, attached at the end of this Notice as Annexure A, pursuant to, and in accordance with the terms of the Share Plan.

Voting exclusion: The Company will disregard any votes cast on this resolution by a Director of the Company (except one who is ineligible to participate in any employee incentive scheme in relation to the Company) and any associate of those persons. However, the Company will not disregard a vote if:

(a) it is cast by a person as proxy for a person who is entitled to vote in accordance with the directions on the proxy form; or

(b) it is cast by the Chairman of the Meeting as a proxy for a person who is entitled to vote in accordance with the directions on the form of proxy to vote as the proxy decides.

12. Ordinary resolution number 10

To consider and, if thought fit, to pass, with or without amendment, the following resolution as an ordinary resolution:

That the Directors be and are hereby authorised to issue up to 1,052,470 Shares to Mr Andrew Sarosi or his nominee, on the terms summarised in the Explanatory Memorandum, attached at the end of this Notice as Annexure A, pursuant to, and in accordance with the terms of the Share Plan.

Voting exclusion: The Company will disregard any votes cast on this resolution by a Director of the Company (except one who is ineligible to participate in any employee incentive scheme in relation to the Company) and any associate of those persons. However, the Company will not disregard a vote if:

(a) it is cast by a person as proxy for a person who is entitled to vote in accordance with the directions on the proxy form; or

(b) it is cast by the Chairman of the Meeting as a proxy for a person who is entitled to vote in accordance with the directions on the proxy form to vote as the proxy decides.

13. Ordinary resolution number 11

To consider and, if thought fit, to pass, with or without amendment, the following resolution as an ordinary resolution:

That the Directors be and are hereby authorised to issue up to 253,165 Shares to Mr Colin Bird or his nominee, on the terms summarised in the Explanatory Memorandum, attached at the end of this notice as Annexure A, pursuant to, and in accordance with the terms of the proposed Share Plan.

Voting exclusion: The Company will disregard any votes cast on this resolution by a Director of the Company (except one who is ineligible to participate in any employee incentive scheme in relation to the Company) and any associate of those persons. However, the Company will not disregard a vote if:

(a) it is cast by a person as proxy for a person who is entitled to vote in accordance with the directions on the proxy form; or

(b) it is cast by the Chairman of the Meeting as a proxy for a person who is entitled to vote in accordance with the directions on the form of proxy to vote as the proxy decides.

14. Ordinary resolution 12

To consider and, if thought fit, to pass, with or without amendment, the following resolution as an ordinary resolution:

That the Directors be and are hereby authorised to issue up to 119,810 Shares to Dr Mathews Phosa or his nominee, on the terms summarised in the Explanatory Memorandum, attached at the end of this notice as Annexure A, pursuant to, and in accordance with the terms of the Share Plan.

Voting exclusion: The Company will disregard any votes cast on this resolution by a Director of the Company (except one who is ineligible to participate in any employee incentive scheme in relation to the Company) and any associate of those persons. However, the Company will not disregard a vote if:

(a) it is cast by a person as proxy for a person who is entitled to vote in accordance with the directions on the proxy form; or

(b) it is cast by the Chairman of the Meeting as a proxy for a person who is entitled to vote in accordance with the directions on the proxy form to vote as the proxy decides.

15. Ordinary resolution 13

To consider and, if thought fit, to pass, with or without amendment, the following resolution as an ordinary resolution:

That the Directors be and are hereby authorised to issue up to 91,646 Shares to Mr Christopher Molefe or his nominee, on the terms summarised in the Explanatory Memorandum, attached at the end of this notice as Annexure A, pursuant to, and in accordance with the terms of the Share Plan.

Voting exclusion: The Company will disregard any votes cast on this resolution by a Director of the Company (except one who is ineligible to participate in any employee incentive scheme in relation to the Company) and any associate of those persons. However, the Company will not disregard a vote if:

(a) it is cast by a person as proxy for a person who is entitled to vote in accordance with the directions on the proxy form; or

(b) it is cast by the Chairman of the Meeting as a proxy for a person who is entitled to vote in accordance with the directions on the proxy form to vote as the proxy decides.

16. Ordinary resolution 14

To consider and, if thought fit, to pass, with or without amendment, the following resolution as an ordinary resolution:

That, subject to and in accordance with the Companies Act 2006 of the United Kingdom, as in force or as amended and re-enacted from time to time:

(a) the Company may supply documents or information to members, or persons nominated by members, by making them available on a website; and

(b) a person in relation to whom the following conditions are met is taken to have agreed that the Company may supply documents or information in that manner:

(i) the person has been asked individually by the Company to agree that the Company may supply documents or information generally, or the documents or information in question, by means of a website; and

(ii) the Company has not received a response within the period of 28 days beginning with the date on which the Company's request was sent.

Special business

17. Special resolution number 1

To consider and, if thought fit, to pass, with or without amendment, the following resolution as a special resolution:

That, subject to and conditional on the passing of resolution 6 above, the Directors of the Company be and are hereby generally and unconditionally empowered, pursuant to section 570 of the Companies Act 2006, to allot equity securities (as defined by section 560 of the Companies Act 2006) for cash, either pursuant to the authority conferred by resolution 6 above or by way of a sale of treasury shares, as if section 561(1) of the Companies Act 2006 did not apply to any such allotment, provided that this power shall be limited to:

(a) the allotment of equity securities pursuant to an offer or issue by way of rights, open offer or other pre-emptive offer:

  (i) to the holders of ordinary shares and any other person entitled to participate therein in proportion (as nearly as may be practicable) to their respective holdings; and

  (ii) to the holders of other equity securities as required by the rights of those securities or as the Directors of the Company otherwise consider necessary, but subject to such exclusions or other arrangements as the Directors of the Company may deem necessary or expedient in relation to treasury shares, fractional entitlements, record dates, legal or practical problems in or under the laws of any territory or the requirements of any regulatory body or stock exchange; and

(b) the allotment (otherwise than pursuant to paragraph 17(a) above) of equity securities for cash up to an aggregate nominal amount of £770,530 (representing approximately 20% of the Company's issued capital as at the last practicable date prior to the publication of the Notice of meeting);

Such power shall expire on 31 December 2014 or, if earlier, the conclusion of the Company's next Annual General Meeting (unless renewed, varied or revoked by the Company prior to or on such date), save that the Company may, before such expiry make offers or agreements which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offer or agreement, notwithstanding that the power conferred by this resolution has expired.

18. Special resolution number 2

To consider and, if thought fit, to pass, with or without amendment, the following resolution as a special resolution:

This resolution seeks Shareholder approval to authorise the Company to, at its discretion, issue of Shares to Directors *in lieu* of directors' remuneration over the period to 31 December 2014.

Shares issued *in lieu* of directors' remuneration will be issued on a quarterly basis for services that have been provided to the Company during the previous quarter (payment in arrears).

If Shareholder approval is not obtained, directors' remuneration will be paid in cash for that period.

The Shares will be issued at a deemed price of 4,74 pence, being the volume weighted average price for Shares traded on the LSE for the month of October 2013, being the month preceding the date of the remuneration sacrifice proposal.

19. Special resolution number 3

To consider and, if thought fit, to pass, with or without amendment, the following resolution as an ordinary resolution:

That the Directors be and are hereby authorised and empowered pursuant to Section 571 of the Companies Act 2006 (as amended) (the "Act") (in substitution for all powers previously granted thereunder) to allot equity securities (as defined in Section 560 of the Act) for cash pursuant to the Section 551(1) authority referred to in Resolution 6 of this Notice as if Section 561(1) of the Act did not apply to any such allotment, such power to be limited to the allotment of equity securities pursuant to the exercise and operation of the Jubilee Platinum Director and Employee Share Plan 2013/2014 (the "Share Plan") in relation to the issue and allotment of ordinary shares in the circumstances set out in Ordinary Resolutions 9 to 13 above (inclusive) provided that such power shall expire on 31 December 2014 but that the Company may, at any time before such expiry, make an offer or enter into an agreement with the individuals identified in Resolutions 9 to 13 above (inclusive) which would or might require relevant securities to be allotted after such expiry and the Directors may allot relevant securities pursuant to any such offer or agreement; as if the authority conferred hereby had not expired.

By order of the Board

Capita Company Secretarial Services Limited

Secretary

Registered office

4th Floor
2 Cromwell Place
London
SW7 2JE

7 November 2013

Form of proxy

Shareholders may vote by proxy by returning this form of proxy duly completed to Capita Registrars, PXS, The Registry, 34 Beckenham Road, Beckenham, Kent BR3 4TU, to arrive no later than 11:00 am (UK time) on Wednesday, 27 November 2013. Before completing this form of proxy ("form"), please see the explanatory notes overleaf and also refer to the Notice of Annual General Meeting and its accompanying notes.

I/We want the following person (called a 'proxy') to vote on my/our behalf. (The proxy need not be a member of the Company.)

(Please place a mark in one box only to indicate your choice.)

The chairman of the Annual General Meeting ☐ (Please leave this box blank if you are selecting someone other than the chairman.)

OR
The following person:

(Please leave this box blank if you have selected the chairman.) Do **not** insert your own name(s).

Number of shares appointed over

to attend, speak and vote on my/our behalf at the Annual General Meeting of Jubilee Platinum plc to be held on 29 November 2013 at 11:00 and at any adjournment of such meeting. I/We would like my/our proxy to vote on the resolutions proposed at this meeting as indicated on this form. Unless otherwise instructed, the proxy may vote as he sees fit or abstain in relation to any business of this meeting.

Signature (In the case of joint shareholders any one joint holder may sign)

Date

Name

Address

		For	Against	Abstain
ORDINARY RESOLUTIONS				
1.	To move the Company's primary listing from the JSE Limited to the Alternative Investment Market of the London Stock Exchange			
2.	To receive, consider and adopt the Directors' report and financial statements of the Group and Company for the year ended 30 June 2013 together with the report of the auditors			
3.	Re-election of Mr Leon Coetzer as a Director of the Company			
4.	Re-election of Mr Andrew Sarosi as a Director of the Company			
5.	To confirm the appointment of Saffery Champness as auditors of the Company and to authorise the Directors to determine their remuneration			
6.	To authorise the Directors to allot and issue shares pursuant to section 551 of the Companies Act 2006 of the UK			
7.	Approval of the Jubilee Director and Employee 2013/2014 Share Plan			
8.	To authorise the Directors to allot and make offers to allot relevant securities for cash pursuant to section 551 of the Company Act 2006			
9.	Approval of Issue of Shares to Mr Leon Coetzer			
10.	Approval of Issue of Shares to Mr Andrew Sarosi			
11.	Approval of Issue of Shares to Mr Colin Bird			
12.	Approval of Issue of Shares to Dr Mathews Phosa			
13.	Approval of Issue of Shares to Mr Chris Molefe			
14.	To approve, in accordance with the Companies Act 2006, that the Company may supply information to members or persons by making it available on a website			
SPECIAL RESOLUTIONS				
1.	To authorise the Directors to allot and make offers to allot relevant securities for cash pursuant to sections 570 and 571 of the Company Act 2006 of the UK			
2.	To authorise the Company to issue Shares to Directors in lieu of remuneration			
3.	To authorise the Directors to allot equity securities referred to in ordinary resolution 7 to 13			

Notes to the form of proxy

Notes:

1. A member entitled to attend and vote at the meeting is also entitled to appoint a proxy to attend and vote on a poll instead of him. A proxy may demand, or join in demanding, a poll. A proxy need not be a member of the Company.
2. Completion and return of the form of proxy will not preclude shareholders from attending or voting at the meeting, if they so wish. If you have appointed a proxy and attend the meeting in person, your proxy appointment will automatically be terminated.
3. To be effective, the form of proxy must be received at the office of Capita Company Secretarial Services, 34 Beckenham Road, Beckenham, Kent, BR3 4TU, or by Computershare Investor Services Pty Limited at their registered office at Ground Floor, 70 Marshall Street, Johannesburg, 2001 or PO Box 61051, Marshalltown, 2107, not later than 11:00 am (UK time) on Wednesday, 27 November 2013, or if the meeting is adjourned not later than 11:00 am (UK time) on the day 48 hours prior to the adjourned meeting, together, if appropriate, with the power of attorney or other authority (if any) under which it is signed or a notarial certified copy of such power or, where the proxy form has been signed by an officer on behalf of a corporation, a notarial certified copy of the authority under which it is signed.
4. In the case of a joint holding, a proxy need only be signed by one joint holder. If more than one such joint holder lodges a proxy only that of the holder first on the register of members will be counted. Any alternations made to this proxy should be initialled.
5. To change your proxy instructions simply submit a new proxy appointment using the methods set out above. Note that the cut-off time for receipt of proxy appointments (see above) also applies in relation to amended instructions; any amended proxy appointment received after the relevant cut-off time will be disregarded.
6. Where you have appointed a proxy using the hard copy proxy form and would like to change the instructions using another hard copy proxy form, please contact Capita Company Secretarial Services, 34 Beckenham Road, Beckenham, Kent, BR3 4TU, or Computershare Investor Services Pty Limited.
7. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.
8. In order to revoke a proxy instruction you will need to inform the Registrar by sending a signed hard copy notice clearly stating your intention to revoke your proxy appointment as above. In the case of a member that is a company, the revocation notice must be executed under its common seal or signed on its behalf by an officer of the Company or an attorney for the Company. Any power of attorney or any other authority under which the revocation notice is signed (or a duly certified copy of such power or authority) must be included with the revocation notice.
9. The revocation notice must be received by Capita Company Secretarial Services, 34 Beckenham Road, Beckenham, Kent, BR3 4TU, or Computershare Investor Services Pty Limited no later than 11.00 am (UK time) on 27 November 2013. If you attempt to revoke your proxy appointment but the revocation is received after the time specified then, subject to the paragraph directly below, your proxy appointment will remain valid.
10. In the case of a corporation this proxy must be given under its common seal or be signed on its behalf by an attorney or officer duly authorised.
11. Any power of attorney or any other authority under which this proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.
12. Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, the time by which a person must be entered on the register of members in order to have the right to attend and vote at the Annual General Meeting is 6:00 pm (UK time) on 27 November 2013, (being not more than 48 hours prior to the time fixed for the Meeting) or, if the Meeting is adjourned, such time being not more than 48 hours prior to the time fixed for the adjourned meeting. Changes to entries on the register of members after that time will be disregarded in determining the right of any person to attend or vote at the Meeting.
13. If you are a dematerialised Shareholder and are not an own name dematerialised Shareholder then you must instruct your Central Securities Depository Participant ("CSDP") or broker as to how you wish to cast your vote at the Annual General Meeting in order for them to vote in accordance with your instructions. If you wish to attend the Annual General Meeting in person, please request your CSDP or broker to issue the necessary letter of representation to you. This must be done in terms of the agreement entered into between the dematerialised Shareholder (who is not an own name dematerialised Shareholder) and the CSDP or broker.
14. As at 18:00 on Thursday, 7 November 2013, the Company's issued share capital comprised 385,264,813 ordinary shares of 1 pence each. Each ordinary share carries the right to one vote at a general meeting of the Company and, therefore, the total number of voting rights in the Company as at 18:00 on Thursday 7 November 2013 was 385,264,813.
15. A statement or summary of transactions of directors (and their family interests) in the share capital of the Company and copies of their service contracts will be available for inspection at the Company's registered office during normal business hours (Saturdays and public holidays excepted) from the date of this notice until the conclusion of the AGM and will also be available for inspection at the place of the AGM for at least 15 minutes prior to and during the meeting.

Annexure A

JUBILEE PLATINUM LIMITED PLC

EXPLANATORY MEMORANDUM

This Explanatory Memorandum has been prepared for the information of Shareholders in connection with the business to be conducted at the Annual General Meeting of the Company to be held at finnCap Limited, 60 New Broad Street, London, EC2M 1JJ, at 11:00 am (UK time) on Friday, 29 November 2013.

This Explanatory Memorandum should be read in conjunction with, and forms part of, the accompanying Notice of Annual General Meeting (the "Notice"). A glossary of terms is included at the end of this Explanatory Memorandum.

Full details of the Resolutions to be considered at the Meeting are set out below.

1. Ordinary resolution number Resolution 7 – Approval of Share Plan and adoption of the Rules

1.1. Background

The Company is seeking to establish the Share Plan to:

(a) ensure the Company has appropriate incentives to continue to attract and retain the services of directors and employees of a high calibre; and

(b) allow the Company to offer Shares to Directors and employees in lieu of part of their salary or Directors' fees, as a mechanism to conserve cash resources during the present difficult operating environment.

The Share Plan allows the Board to invite eligible employees to apply for shares from time to time. The salient features of the Share Plan are set out in Annexure B to this Explanatory Memorandum.

As at the date of the Notice, no Shares have been issued under the Share Plan.

In brief, the Board proposes, and is seeking authority from shareholders:

(c) To pay to Mr Coetzer 20% of his salary and all applicable bonuses that he may receive over the next 12 months commencing from 1 October 2013 by way of the issue of Shares instead of cash, under the Share Plan (see Ordinary Resolutions 8 and 9 and Special Resolution 3);

(d) To pay to Mr Sarosi 20% of his salary and applicable bonuses that he may receive over the next 12 months commencing from 1 October 2013 by way of the issue of Shares instead of cash, under the Share Plan (see Ordinary Resolutions 8 and 10 and Special Resolution 3); and

(e) To pay to each of the Non-Executive Directors of the Company up to a minimum of 15% of their Directors' fees by way of the issue of Shares instead of cash, under the Share Plan (see Ordinary Resolutions 8 and 11,12 to 13 (inclusive) and Special Resolution 3).

The Board of the Company believes that the implementation of the Share Plan along with the proposed reduction in the cash component of Mr Coetzer and Mr Sarosi's salaries and the proposed amendments to Non-Executive Directors' fees demonstrate an acknowledgement of the difficult operating conditions and need for restraint and also demonstrate a further alignment of:

(f) the Company and its key executives;

(g) a reduction in cash outflows at a time when corporate costs are being restructured; and

(h) the long term objectives of the Company and its shareholders.

With the initiatives detailed above, as well as other corporate cost saving initiatives, Jubilee's cash corporate costs could be reduced by as much as 50%.

1.2 Shareholder approval

Resolution 7 seeks shareholder approval for the Company to establish the Share Plan and adopt the Rules and gives Directors the power to make such amendments to it as they shall deem necessary.

Resolutions 8 to 13 seek authority for the Dirctors to issue shares, for cash, under the Share Plan to Mr Coetzer, Mr Sarosi and the Non-Executive Directors as set out below.

2. Resolution 9 – Approval of Issue of Shares to Mr Coetzer under the Share Plan

2.1 Background

The Board has agreed with Mr Coetzer that, subject to Shareholder approval, Mr Coetzer would receive:

(a) 20% of his salary; and

(b) 100% of any applicable bonuses,

through the issue of shares under the Share Plan, over the 12 months commencing on 1 October 2013 instead of through the payment of cash. The reduction in the cash component of Mr Coetzer's Salary is one of the initiatives introduced by the Company to conserve cash resources during the present difficult operating environment. In addition, Mr Coetzer has, for the fourth consecutive year, asked not to be considered for a salary increase in 2014.

2.2. Proposed Share issue

Resolution 9 seeks Shareholder approval for the issue to Mr Coetzer of up to 4,041,493 Shares under the Share Plan over the period 1 October 2013 to 30 October 2014, comprising:

(a) 1,074,255 Shares *in lieu* of 20% of Mr Coetzer's annual salary over the 12 months from 31 October 2013 to September 2014;

(b) 281,600 Shares *in lieu* of Mr Coetzer's salary sacrifice from 1 August 2013 to 30 September 2013; and

(c) up to 2,685,638 further Shares *in lieu* of any cash bonus that may be payable over the 12 months from 1 October 2013 to 30 September 2014.

Shares issued under the Share Plan will be issued at the Conversion Price, on a quarterly basis, for services that have been provided to the Company during the previous quarter (payment in arrears), as follows:

Date	**Shares issued**
1 October 2013	–
30 November 2013	271,171*
1 January 2014	271,171
1 April 2014	271,171
1 July 2014	271,171
1 October 2014	271,171
Total	1,355,855

* *Mr Coetzer has not been paid 40% of his annual salary since 1 August 2013. Therefore, if Resolutions 7 and 9 are all approved, on the business day following the AGM, Mr Coetzer will be issued the shares he would have been entitled to for the period from 1 August to 2013 to 30 September 2013. If shareholders do not pass all of Resolutions number 7, 8 and 9, Mr Coetzer will be paid the annual salary he would have otherwise been paid under his employment contract in cash for that period.*

If the Remuneration Committee of the Company resolves to award an incentive bonus to Mr Coetzer during the 12-month period from 1 October 2013 to 30 September 2014, then such bonus will be settled by the issue of shares under the Share Plan.

Therefore, for the purposes of any incentive bonus, Mr Coetzer's total annual salary is deemed to be 4,041,493 shares as illustrated in the table below.

Year	**Shares issued in lieu of remuneration**	**Shares issued for 50% bonus**	**Total**
2013/2014	1,355,855	2,685,638	4,041,493

3. Resolution 10 – Approval of Issue of Shares to Mr Sarosi under the Share Plan

3.1. Background

The Board has agreed with Mr Sarosi that, subject to shareholder approval, Mr Sarosi would receive:

(a) 20% of his salary; and

(b) 100% of any applicable bonuses,

through the issue of shares under the Share Plan, over the 12 months commencing on 1 October 2013 instead of through the payment of cash. The reduction in the cash component of Mr Sarosi's salary is one of the initiatives introduced by the Company to conserve cash resources during the present difficult operating environment. In addition, Mr Sarosi has, for the fourth consecutive year, asked not to be considered for a salary increase in 2014.

3.2. Proposed share issue

Resolution 10 seeks Shareholder approval for the issue of up to 1,052,470 shares under the Share Plan over the period 1 October 2013 to 30 October 2014, comprising:

(a) 278,481 shares *in lieu* of 20% of Mr Sarosi's annual salary over the 12 months from 31 October 2013 to September 2014;

(b) 77,786 shares *in lieu* of Mr Sarosi's salary sacrifice from 1 August 2013 to 30 September 2013; and

(c) up to 696,203 further shares *in lieu* of any cash bonus that may be payable over the 12 months from 1 October 2013 to 30 September 2014.

Shares issued under the Share Plan will be issued at the conversion price, on a quarterly basis, for services that have been provided to the Company during the previous quarter (payment in arrears), as follows:

Date	Shares issued
1 October 2013	–
30 November 2013	71,255*
1 January 2014	71,253
1 April 2014	71,253
1 July 2014	71,253
1 October 2014	71,253
Total	356,265

* *Mr Sarosi has not been paid 6% of his annual salary since 1 August 2013. Therefore, if Resolutions 7, 8, and 10 are all approved, on the business day following the AGM Mr Sarosi will be issued the shares he would have been entitled to for the period from 1 August to 2013 to 30 September 2013. If shareholders do not pass all of Resolutions 7, 8, and 10, Mr Sarosi will be paid the annual salary he would have otherwise been paid under his employment contract in cash for that period.*

If the Remuneration Committee of the Company resolves to award an incentive bonus to Mr Sarosi during the 12-month period from 1 October 2013 to 30 September 2014, then such bonus will be settled by the issue of shares under the Share Plan.

Therefore, for the purposes of any incentive bonus, Mr Sarosi's total annual salary is deemed to be 1,052,469 shares as illustrated in the table below.

Year	Shares issued in lieu of remuneration	Shares issued for 50% bonus	Total
2013/2014	356,267	696,203	1,052,470

4. Ordinary resolutions 11,12 and 13 – Approval of Issue of Shares to Non-Executive Directors under the Share Plan

4.1. Background

To assist in the preservation of the Company's cash resources, the Non-Executive Directors have agreed to receive up to a minimum of 15% of their director's fees in shares *in lieu* of cash, subject to regulatory and shareholder approval, over the 12 months from 1 October 2013 to 30 September 2014.

4.2. Proposed share issues to Non-Executive Directors

Resolutions and 11 to 13 seek shareholder approval to issue shares to the Non-Executive Directors under the Share Plan, *in lieu* of payment of a minimum of 15% of the Directors' fees that will accrue to each of them over the 12 months from 1 October 2013 to 30 September 2014. The shares will be issued on a quarterly basis for services that have been provided to the Company during the previous quarter (payment in arrears). The number of Shares each Non-Executive Director is to receive is to be calculated by reference to the Conversion Price and by dividing the sacrifice percentage of the Directors' fees accruing to each Non-Executive Director for the preceding calendar quarter by the conversion price.

The director's fees to which the Non-Executive Directors are entitled, to are set out in the table below.

Director	Number of shares
Mr C Bird	253,165
Dr M Phosa	119,810
Mr C Molefe	91,646
Total	464,620

The Directors' fees payable are inclusive of any fees payable to the Non-Executive Directors due to their membership of any committees of the Company (i.e. the Company's audit committee, nomination committee and remuneration committee), as the membership and remuneration of these committees fluctuates.

5. Ordinary resolution number 13

Electronic Communications

In accordance with the Disclosure and Transparency Rules this resolution must now be passed to allow the Company to use these electronic forms of communication. Your Board is proposing that they should be given authority to supply documents and make information to members available on a website.

Before the Company can communicate with a member by means of website communication, the relevant member must be asked individually to agree that the Company may send or supply documents or information to him by means of a website. The Company must either have received a positive response or have received no response within the period of 28 days beginning with the date on which the request was sent. Shareholders can complete the form at the back of this Notice and return to the Company at the address indicated on the form. The Company will notify the member (either in writing, or by other permitted means) when a relevant document or information is placed on the website and a member can always request a hard copy version of the document or information.

GLOSSARY OF TERMS USED IN THE NOTICE OF THE ANNUAL GENERAL MEETING

In the Notice of Annual General Meeting and Annexure A and B the following words and expressions have the following meanings:

"AIM"	means the AIM Market of the London Stock Exchange.
"£"	means Pound Sterling, the lawful currency of the United Kingdom.
"Board"	means the board of Directors.
"Companies Act"	means the Companies Act 2006 of the United Kingdom (as amended) from time to time.
"Company" or "Jubilee"	means Jubilee Platinum Limited PLC. (Company number 04459850)
"Conversion Price"	means the 30-day volume weighted average share price of Jubilee for the 30 business days ending 31 October 2013 being the date that the Board approved the Director and Employee Share Plan.
"Share Plan"	means the Jubilee Platinum 2013/2014 Director and Employee Share Plan which allows the Board to invite eligible employees to apply for shares from time to time.
"Directors"	means the directors of the Company from time to time.
"Eligible Employee"	means a person who is in the full-time or part-time employment of, or is a Director of, or is a consultant to, the Company.
"Relevant Securities"	means rights, warrants or options to subscribe for, or convert any Relevant Security into shares in the Company.
"Explanatory Memorandum"	means this explanatory memorandum attached to the Notice as Annexure A.
"AltX"	means the Alternative Exchange of the JSE Limited.
"Meeting" or "Annual General Meeting"	means the annual general meeting of shareholders or any adjournment thereof, convened by the Notice.
"Non-Executive Director"	mean a non-executive director of the Company.
"Notice" or "Notice of Annual General Meeting"	means the notice of annual general meeting which accompanies this Explanatory Memorandum.
"Ordinary resolution"	means a resolution that is required by the Companies Act to be passed by a majority of not less than 50% of the votes cast by members entitled to vote on the resolution.
"Plan" or "Directors Share Plan"	means the Share Plan.
"Plan Share"	means Shares issued pursuant to the Plan.
"Resolution"	means any one of the resolutions set out in the Notice of Annual General Meeting.
"Related Entity"	means any company or associate in which the Company has an interest and shall also include the holding company of the Company and any subsidiary or affiliated company of the Company.
"Share"	means an ordinary share of £0.01 each in the share capital of the Company.
"Shareholder"	means a registered holder of Shares.
"special resolution"	means a resolution that is required by the Companies Act to be passed by a majority of not less than 75% of the votes cast by members entitled to vote on the resolution.

Annexure B

Salient features of the Jubilee Director Share Plan

1.	Eligible Employee	A person who is in the full-time or part-time employment of, or is a Director or Executive of the Company is eligible to participate in the Plan. In determining whether an eligible employee will participate in the Plan, the Board must consider the seniority and position of the employee, the length of their service, their employment record, their potential contribution to growth and profitability, the extent (if any) of their existing participation in the Plan, and any other matters which the Board considers relevant.
2.	Issue of Plan Shares	The Board may issue invitations to Eligible Employees inviting applications for Plan Shares. The invitation will specify the way in which the number of shares to be issued will be calculated, an acceptance period and any other terms and conditions attaching to the Plan Shares. Subject to any applicable dealing restrictions, the number of Plan Shares issued to Executives *in lieu* of salary is determined by the volume weighted average price for Shares traded on the AIM in the month preceding the date that the Executive agrees in writing to sacrifice his salary under the Plan. The number of Plan Shares issued to Non-Executive Directors in lieu of Directors' fees is determined by reference to the simple average of the Company's Share price traded on the AIM over the calendar quarter preceding the Shares being issued to the Non-Executive Director. The number of Plan Shares issued otherwise than in lieu of salary or directors fees will be based on the market value determined by reference to the Company's Share price averaged over a period specified by the Board and set out in the invitation.
3.	Rights of Plan Shares	Any Plan Shares issued under the Plan will rank equally with other Shares issued by the Company. Each Plan Share will entitle the holder to dividends declared after the date of allotment and to participate in issues of Shares made by the Company on the same basis as other Shareholders.
4.	Quotation	The Company will apply for each Plan Share to be admitted to trading on AIM and listed on AltX.
5.	Amendments	The Board may make amendments to the Plan as it sees fit. However, shareholder approval will be required to amend certain provisions to the advantage of participants. These provisions relate to eligibility, individual and plan limits, the rights attaching to Plan Shares and the amendment powers. The Board can, without shareholder approval, make minor amendments to benefit the administration of the plan, to take account of a change in legislation or to obtain or maintain favourable tax, exchange control or regulatory treatment. No amendments can be made which reduce the rights of Eligible Employees in respect of Plan Shares issued before the date of the amendment, except in the case of illegality, manifest error or possible adverse tax implications arising from changes to tax legislation.
6.	Limitation on number of Plan Shares	Commitments to issue Plan Shares, when aggregated with awards under all of the Company's other schemes, must not exceed 10% of the issued share capital (adjusted for share issuance and cancellation) in any rolling 10-year period.

Salient features of the Jubilee Director Share Plan *(continued)*

7.	Variation of capital	The number of Plan Shares which an Applicant has applied for, but remain unissued, are to be adjusted in the case of certain actions by the Company, on the basis that Participants in the Plan should be placed in the same net economic position as they would have been in, had such an action not taken place. These corporate actions include: (a) a consolidation of the Shares of the Company; (b) a sub-division of the Shares of the Company; (c) dividend payments; and (d) an issue of Shares for below market value. If the Company is unable to issue further Shares to the affected Participant in relation to the above corporate actions, the adjustment is to be made (at the Company's election) by way of: (a) a cash payment; or (b) by purchasing Shares on market on behalf of the Participant.
8.	Operation	The Plan and any Plan Shares issued under it are governed by, and are to be construed in accordance with, the laws of England and Wales.

7 November 2013

Dear Shareholder

Important information regarding communications with shareholders

New provisions came into force within the Companies Act 2006, regarding the way that a company is permitted to communicate with its shareholders.

The Act allows Jubilee to use its website to communicate with shareholders. This will help to make Jubilee a more environmentally friendly company, cutting production and distribution costs and reducing waste and pollution.

Annual reports, notices of shareholder meetings and other documents that are required to be sent to shareholders are published on our website www.jubileeplatinum.com. For those shareholders who consent, the website will be the way in which they access shareholder information.

You still have the right to request (at no charge) hard copy versions of shareholder information.

- If you wish to receive shareholder information by means of our website, you need to take no further action. You will be notified by post when shareholder information has been placed on the website.
- If you wish to receive shareholder information in hard copy form, you should complete and sign the reply slip at the foot of this letter and return it to FREEPOST RLYX-GZTU-KRRG, Shareholder Administration Support, 34 Beckenham Road, Beckenham, Kent BR3 9ZA.
- If you do not reply within 28 days from the date of despatch of this letter, you will be deemed to have consented to website publication of shareholder information and you will no longer receive hard copies in the post.

Whichever form of communication you choose, if you have access to the internet we would encourage you to look at the Company's website, www.jubileeplatinum.com as it provides a wide range of information which may be of interest to you; such as the latest share price, press releases and as well as the annual report and accounts.

I would also like to take this opportunity to inform you of the services that are available to shareholders via the Registrars website www.capitashareportal.com. These include access to your shareholding and the ability to amend your address online. If you require assistance while using the Registrar's website, please telephone Capita on 0871 664 0391 (calls cost 10p per minute plus network extras, lines are open 9am – 5.30pm Mon –Fri). If dialling from overseas please call +44 20 639 3367.

Yours sincerely

Capita Company Secretarial Services Limited
Company Secretary

Please detach and return to FREEPOST RLYX-GZTU-KRRG, Shareholder Administration Support, 34 Beckenham Road, Beckenham, Kent BR3 9ZA (No stamp is needed)

I wish to continue to receive hard copy shareholder information from Jubilee Platinum

Full Name of Shareholder(s) in block capitals	
Full Address of Shareholder(s) in block capitals	
Investor Code if known	
Signature	Date
Please note that if you do not detach and return this form by 5 December 2013 (28 days after the date at top of letter)you will be deemed to have consented to the receipt of shareholder information via our website	

www.jubileeplatinum.com

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