

**Mantengu Mining Limited**  
**Reviewed Condensed Consolidated Interim Financial Statements**  
**for the 6 months ended 31 August 2023**

# Mantengu Mining Limited

(Registration number 1987/004821/06)

Reviewed Condensed Consolidated Interim Financial Statements for 6 months ended 31 August 2023

## General Information

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<b>Country of incorporation and domicile</b>	South Africa
<b>Nature of business and principal activities</b>	Mantengu is a resource investment company which is focused on unlocking new value in the mining, mining services and energy sectors. Mantengu intends to be a "Next Generation" conglomerate because it's funding, empowerment and business models transcend the typical extractive models by creating and introducing new growth into financially unchartered parts of South Africa.
<b>Directors</b>	MJ Miller M Naidoo A Collins VS Madlela J Tshikundamalema
<b>Registered office</b>	5 Saint Michael's Lane Bryanston 2021
<b>Business address</b>	5 Saint Michael's Lane Bryanston 2021
<b>Postal address</b>	PostNet Suite 446 Private Bag X21 Bryanston 2021
<b>Bankers</b>	Standard Bank Nedbank
<b>Auditor</b>	HLB CMA South Africa Inc. Registered Auditors
<b>Secretary</b>	Neil Esterhuysen & Associates Incorporated
<b>Company registration number</b>	1987/004821/06
<b>Preparer</b>	These reviewed condensed consolidated interim financial statements were compiled under the supervision of the Chief Financial Officer, M Naidoo.
<b>Issued</b>	29 November 2023
<b>ISIN</b>	ZAE000320347
<b>Share code</b>	MTU

# Mantengu Mining Limited

(Registration number 1987/004821/06)

Reviewed Condensed Consolidated Interim Financial Statements for 6 months ended 31 August 2023

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# Mantengu Mining Limited

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## Directors' Responsibilities and Approval

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The directors are responsible for the maintenance of adequate accounting records and the preparation and integrity of the reviewed condensed consolidated interim financial statements and related information. It is the directors' responsibility to ensure that the reviewed condensed consolidated interim financial statements fairly present the state of affairs of the group as at the end of the interim period and the results of its operations and cash flows for the period then ended, in conformity with IAS 34 – Interim Financial Reporting.

The reviewed condensed consolidated interim financial statements have been prepared in accordance with IAS 34 – Interim Financial Reporting and in the manner required by the South African Companies Act and are based upon appropriate accounting policies consistently applied and supported by reasonable and prudent judgements and estimates.

The directors acknowledge that they are ultimately responsible for the system of internal financial control established by the group and place considerable importance on maintaining a strong control environment. To enable the directors to meet these responsibilities, the board sets standards for internal control aimed at reducing the risk of error or loss in a cost-effective manner. The standards include the proper delegation of responsibilities within a clearly defined framework, effective accounting procedures and adequate segregation of duties to ensure an acceptable level of risk. These controls are designed to provide reasonable, but not absolute, assurance as to the reliability of the interim consolidated financial statements, and to adequately safeguard, verify and maintain accountability of assets, and to prevent and detect misstatement and loss. These controls are monitored throughout the group and all employees are required to maintain the highest ethical standards in ensuring the group's business is conducted in a manner that in all reasonable circumstances is above reproach. The focus of risk management in the group is on identifying, assessing, managing and monitoring all known forms of risk across the group. While operating risk cannot be fully eliminated, the group endeavours to minimise operating risk by ensuring that appropriate infrastructure, controls and ethical behaviour are applied and managed within predetermined procedures and constraints. In discharging their responsibilities, the directors rely on information supplied by management. Nothing has come to the attention of the directors to indicate that any material breakdown in the functioning of these controls, procedures and systems has occurred during the 6 months under review.

The directors are of the opinion, based on the information and explanations given by management, that the system of internal control provides reasonable assurance that the financial records may be relied on for the preparation of the reviewed condensed consolidated interim financial statements. However, any system of internal financial control can provide only reasonable, and not absolute, assurance against material misstatement or loss.

The directors have reviewed the group's cash flow forecast for the period to 29 February 2024 and, in light of this review and the current financial position, they are satisfied that the group has or had access to adequate resources to continue in operational existence for the foreseeable future.

The reviewed condensed consolidated financial statements have been prepared on the going concern basis, since the directors have every reason to believe that the group has adequate resources in place to continue in operation for the foreseeable future.

The reviewed condensed consolidated interim financial statements which appear on pages 8 to 21 were approved by the board of directors on 29 November 2023 and signed on their behalf.



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**MJ Miller**  
Director



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**M Naidoo**  
Director

# Mantengu Mining Limited

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## Directors' Report

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The directors have pleasure in submitting their report on the reviewed condensed consolidated interim financial statements of Mantengu Mining Limited ("Mantengu") for the 6 months ended 31 August 2023.

### 1. Nature of business

The activities of the Group are undertaken through the Company and its principal subsidiaries. Mantengu is a resource investment company which is focused on unlocking new value in the mining, mining services and energy sectors. Mantengu intends to be a "Next Generation" conglomerate because its funding, empowerment and business models transcend the typical extractive models by creating and introducing new growth into financially unchartered parts of South Africa.

Langpan is a mining company that owns the chrome processing plant and its 100% held subsidiary, Memor Mining Proprietary Limited ("Memor"). The mining rights are registered in Memor and are in relation to the chrome and platinum mining and associated beneficiation operations on the Langpan 371KQ farm in Limpopo Province.

### 2. Review of financial results and activities

The Group's business and operations, and the results thereof, are clearly reflected in the attached condensed consolidated financial statements for the 6 months ended 31 August 2023.

### 3. Dividends

No dividends were declared or paid to shareholders during the 6 months ended 31 August 2023 (2022: nil).

### 4. Directorate

The directors in office at the date of this report are as follows:

Directors	Office	Designation	Changes
MJ Miller	Chief Executive Officer	Executive	Appointed 2 March 2023
M Naidoo	Chief Financial Officer	Executive	Appointed 2 March 2023
A Collins	Chairman	Non-executive	
VS Madlela	Other	Lead Independent Non-executive	
J Tshikundamalema	Other	Non-executive	

### 5. Directors' interests in shares

	Beneficial		Number of shares 2023	Shareholding
	Direct	Indirect		
MJ Miller	-	22 169 548	22 169 548	13.53 %
M Naidoo	220 000	-	220 000	0.13 %
A Collins	-	16 713 702	16 713 702	10.20 %
J Tshikundamalema	-	999 625	999 625	0.61 %
	<b>220 000</b>	<b>39 882 875</b>	<b>40 102 875</b>	<b>24.47 %</b>

The Directors interests in shares are reflected as at the date of approval of these interim financial statements.

# Mantengu Mining Limited

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Reviewed Condensed Consolidated Interim Financial Statements for 6 months ended 31 August 2023

## Directors' Report

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### 6. Secretary

The company secretary is Neil Esterhuysen & Associates Incorporated.

**Postal address:** PO Box 814  
Irene  
0062

**Business address:** Units 23 & 24, Norma Jean Square  
244 Jean Ave  
Centurion  
0157

### 7. Auditors

HLB CMA South Africa Inc. were reappointed as auditors for the Group and its subsidiaries for the year ending 29 February 2024.

### 8. Events after the reporting period

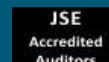
On 15 September 2023, the group's 100% held subsidiary Langpan Mining Co (Pty) Ltd ("Langpan") entered into an amendment to the Chrome Marketing Contract with RWE Supply and Trading GMBH ("RWE") where Langpan drew down \$1 160 000 of a prepayment facility to expedite the completion of the build of the MG Chrome processing plant. Langpan committed to increasing its delivery obligations to RWE by 30 000 metric tonnes to a total of 270 000 metric tonnes because of this amendment. Langpan executed a special and general notarial bond to the value of \$6 million over its assets to secure its indebtedness to RWE.

On 25 October 2023, the group concluded a share subscription facility agreement with GEM Global Yield LLC SCS ("the Investor") and GEM Yield Bahamas Limited ("GYBL") for R500 million. In terms of the Agreement, the Investor will make available to Mantengu a share subscription facility of up to a maximum of R500 million ("the Facility") pursuant to which Mantengu will (i) be entitled to draw down from the Facility against the issuance of the Investor of ordinary shares in Mantengu ("Ordinary Shares") ("Consideration Shares"); (ii) issue warrants to the Investor ("Warrants") to subscribe for up to 20 million Ordinary Shares ("Warrant Shares"); (iii) pay GYBL a commitment fee in an amount of R10 million, which fee will be payable in cash or Ordinary Shares ("Commitment Fee Shares"), or a combination of both; and (iv) issue a promissory note in favour of GYBL in relation to such commitment fee ("Promissory Note") ("Proposed Transaction"). For the avoidance of doubt, the Facility is not a debt facility as there are no repayment obligations on Mantengu. Rather, it is a commitment by the Investor to subscribe for equity in Mantengu of up to a maximum value of R500 million against the delivery of subscription notices by Mantengu to the Investor, and the issue of Consideration Shares to the Investor by Mantengu during the "Commitment Period", being the period of three years from the Signature Date, such that Mantengu controls the timing and amount of any draw down under the Facility. The proceeds of the subscription monies from the issue of the Consideration Shares and the Warrants will be used by Mantengu primarily for working capital and capital expenditure purposes.

### 9. Going concern

The financial position of the group, its cash flows, liquidity position and borrowing facilities are set out in the group's reviewed condensed consolidated interim financial statements for the six months ended 31 August 2023. The Board has considered the group's cash flow forecast for the period to the end of 29 February 2024 under the wider macroeconomic environment and the group's operations. The Board is satisfied that the group's forecasts and projections, indicate that the group has sufficient resources and access to resources to continue to operate as a going concern. The group has access to multiple funding lines and recently concluded a share subscription facility agreement with GEM Global Yield LLC SCS and GEM Yield Bahamas Limited for R500 million, as announced on SENS on 26 October 2023. Accordingly, the Board believes that it is appropriate to prepare the results on a going concern basis.

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## Independent Auditor's review report on interim financial statements

### To the shareholders of Mantengu Mining Limited

We have reviewed the condensed consolidated financial statements of Mantengu Mining Limited, contained in the accompanying interim report, which comprise the condensed consolidated statement of financial position as at 31 August 2023 and the condensed consolidated statement of other comprehensive income, changes in equity and cash flows for the six month period then ended, and selected explanatory notes.

### Directors' Responsibility for the Annual Financial Statements

The directors are responsible for the preparation and presentation of these interim financial statements in accordance with the International Financial Reporting Standard, (IAS) 34 Interim Financial Reporting, the SAICA Financial Reporting Guides, as issued by the Accounting Practices Committee and Financial Pronouncements as issued by the Financial Reporting Standards Council and the requirements of the Companies Act of South Africa, and for such internal control as the directors determine is necessary to enable the preparation of interim financial statements that are free from material misstatement, whether due to fraud or error.

### Auditor's Responsibility

Our responsibility is to express a conclusion on these interim financial statements. We conducted our review in accordance with the International Standard on Review Engagements (ISRE) 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity. ISRE 2410 requires us to conclude whether anything has come to our attention that causes us to believe that the interim financial statements are not prepared in all material respects in accordance with the applicable financial reporting framework. This Standard also requires us to comply with relevant ethical requirements.

A review of interim financial statements in accordance with ISRE 2410 is a limited assurance engagement. We perform procedures, primarily consisting of making inquiries of management and others within the entity, as appropriate, and applying analytical procedures, and evaluate the evidence obtained.

The procedures performed in a review are substantially less than and differ in nature from those performed in an audit conducted in accordance with International Standards on Auditing. Accordingly, we do not express an audit opinion on these interim financial statements.

### Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying condensed consolidated financial statements of Mantengu Mining Limited for the six months ended 31 August 2023 are not prepared, in all material respects in accordance with the International Financial Reporting Standard, (IAS) 34 Interim Financial Reporting, the SAICA Financial Reporting Guides as issued by the Accounting Practices Committee and Financial Pronouncements as issued by Financial Reporting Standards Council and the requirements of the Companies Act of South Africa.



**CorporateINTL** Audit & Assurance Services Firm of the Year 2019 and 2023

IRBA Practice no.: 912476  
SAICA Practice no.:30701993

## **Other Reports Required by the Companies Act of South Africa**

The condensed consolidated interim financial statements include the Directors' Report as required by the Companies Act of South Africa. The directors are responsible for the Directors' Report. Our conclusion on the condensed consolidated interim financial statements does not cover the Directors' Report and we do not express any form of assurance conclusion thereon.

In connection with our independent review of the condensed consolidated interim financial statements, we have read the Directors' Report and, in doing so, considered whether the Directors' Report is materially inconsistent with the condensed consolidated interim financial statements or our knowledge obtained in the independent review, or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of the Directors' Report, we will report that fact. We have nothing to report in this regard.

**HLB CMA South Africa Incorporated**  
**Chartered Accountants (SA)**

  
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**Jeandre du Toit**  
**Director**  
**Registered Auditor**  
**29 November 2023**





# Mantengu Mining Limited

(Registration number 1987/004821/06)

Reviewed Condensed Consolidated Interim Financial Statements for 6 months ended 31 August 2023

## Condensed Consolidated Statement of Financial Position as at 31 August 2023

	Notes	Reviewed 31 Aug 2023 (R'000)	Restated Reviewed 31 Aug 2022 (R'000)	Restated Audited 28 Feb 2023 (R'000)
<b>Assets</b>				
<b>Non-Current Assets</b>				
Property, plant and equipment	4	240 365	147 533	202 171
Right-of-use assets		7 672	-	8 083
Goodwill	5	39 195	39 195	39 195
Environmental rehabilitation funds		-	1 158	854
		<b>287 232</b>	<b>187 886</b>	<b>250 303</b>
<b>Current Assets</b>				
Inventories	6	17 399	-	-
Trade and other receivables		7 937	2 196	9 258
Prepayments		4 904	-	4 899
Cash and cash equivalents		85	56	17 976
		<b>30 325</b>	<b>2 252</b>	<b>32 133</b>
<b>Total Assets</b>		<b>317 557</b>	<b>190 138</b>	<b>282 436</b>
<b>Equity and Liabilities</b>				
<b>Equity</b>				
Share capital		99 970	79 008	99 189
Accumulated loss		(36 506)	(13 040)	(20 473)
		<b>63 464</b>	<b>65 968</b>	<b>78 716</b>
<b>Liabilities</b>				
<b>Non-Current Liabilities</b>				
Other financial liabilities	7	96 390	26 340	77 368
Lease liabilities		7 868	-	8 053
Deferred taxation	10	17 788	35 087	29 891
		<b>122 046</b>	<b>61 427</b>	<b>115 312</b>
<b>Current Liabilities</b>				
Trade and other payables		48 217	26 376	17 600
Other financial liabilities	7	83 007	35 513	69 254
Lease liabilities		50	-	41
Current taxation		625	854	1 513
Bank overdraft		148	-	-
		<b>132 047</b>	<b>62 743</b>	<b>88 408</b>
<b>Total Liabilities</b>		<b>254 093</b>	<b>124 170</b>	<b>203 720</b>
<b>Total Equity and Liabilities</b>		<b>317 557</b>	<b>190 138</b>	<b>282 436</b>

# Mantengu Mining Limited

(Registration number 1987/004821/06)

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## Condensed Statement of Profit or Loss and Other Comprehensive Income

	Notes	Reviewed 6-months ended 31 Aug 2023 (R'000)	Restated Reviewed 6-months ended 31 Aug 2022 (R'000)	Audited 12 months ended 28 Feb 2023 (R'000)
Revenue	9	13 087	330	4 492
Cost of sales		(11 617)	(315)	(5 503)
<b>Gross profit (loss)</b>		<b>1 470</b>	<b>15</b>	<b>(1 011)</b>
Other income		2 257	2 558	5 617
Administrative expenses		(6 781)	(3 363)	(9 395)
Depreciation		(2 357)	(50)	(243)
Directors' remuneration		(2 774)	(2 103)	(3 478)
Employee benefits		(1 119)	(465)	(240)
Other operating expenses		(6 096)	(1 602)	(7 041)
<b>Operating loss</b>		<b>(15 400)</b>	<b>(5 010)</b>	<b>(15 791)</b>
Finance costs	8	(12 736)	(2 423)	(6 311)
<b>Loss before taxation</b>		<b>(28 136)</b>	<b>(7 433)</b>	<b>(22 102)</b>
Taxation		12 103	-	5 196
<b>Total comprehensive loss for the period</b>		<b>(16 033)</b>	<b>(7 433)</b>	<b>(16 906)</b>
Other comprehensive income		-	-	-
<b>Total comprehensive loss for the period</b>		<b>(16 033)</b>	<b>(7 433)</b>	<b>(16 906)</b>
<b>Earnings per share</b>	11			
Basic (loss) per share (cents)		(10)	(5)	(12)
Diluted basic (loss) per share (cents)		(10)	(5)	(12)

# Mantengu Mining Limited

(Registration number 1987/004821/06)

Reviewed Condensed Consolidated Interim Financial Statements for 6 months ended 31 August 2023

## Condensed Statement of Changes in Equity

	Share capital (R'000)	Accumulated loss (R'000)	Total equity (R'000)
<b>Group</b>			
<b>Balance at 1 March 2022</b>	<b>50 320</b>	<b>(3 567)</b>	<b>46 753</b>
Loss for the period	-	(9 473)	(9 473)
Issue of shares	28 688	-	28 688
<b>Total comprehensive loss for the period</b>	<b>-</b>	<b>(9 473)</b>	<b>(9 473)</b>
<b>Balance at 31 August 2022</b>	<b>79 008</b>	<b>(13 040)</b>	<b>65 968</b>
Loss for the period	-	(7 433)	(7 433)
Acquisition of Langpan	5 181	-	5 181
Rights issue	15 000	-	15 000
<b>Balance at 28 February 2023</b>	<b>99 189</b>	<b>(20 473)</b>	<b>78 716</b>
Loss for the period	-	(16 033)	(16 033)
<b>Total comprehensive loss for the period</b>	<b>-</b>	<b>(16 033)</b>	<b>(16 033)</b>
Issue of shares	780	-	780
<b>Balance at 31 August 2023</b>	<b>99 970</b>	<b>(36 506)</b>	<b>63 464</b>

# Mantengu Mining Limited

(Registration number 1987/004821/06)

Reviewed Condensed Consolidated Interim Financial Statements for 6 months ended 31 August 2023

## Condensed Statement of Cash Flows

	Reviewed 6-months ended 31 Aug 2023 (R'000)	Reviewed 6-months ended 31 Aug 2022 (R'000)	Audited 12 months ended 28 Feb 2023 (R'000)
<b>Net cash from operating activities</b>	<b>(5 475)</b>	<b>(4 735)</b>	<b>(29 820)</b>
<b>Net cash from investing activities</b>	<b>(31 916)</b>	<b>(31)</b>	<b>(21 869)</b>
<b>Net cash from financing activities</b>	<b>19 352</b>	<b>4 792</b>	<b>69 472</b>
<b>Total cash movement for the period</b>	<b>(18 039)</b>	<b>26</b>	<b>17 783</b>
Cash and cash equivalents at the beginning of the year	17 976	-	192
Cash and cash equivalents acquired on reverse acquisition	-	-	1
Business combination	-	30	-
<b>Total cash at end of the period</b>	<b>(63)</b>	<b>56</b>	<b>17 976</b>

# Mantengu Mining Limited

(Registration number 1987/004821/06)

Reviewed Condensed Consolidated Interim Financial Statements for 6 months ended 31 August 2023

## Notes to the Condensed Consolidated Financial Statements

### 1. Basis of preparation

The reviewed condensed consolidated interim financial statements are prepared in accordance with the requirements of the JSE Limited Listings Requirements and the requirements of the Companies Act of South Africa. The Listings Requirements require condensed financial statements to be prepared in accordance with the framework concepts and all the measurement and recognition requirements of International Financial Reporting Standards (IFRS) and Financial Pronouncements as issued by Financial Reporting Standards Council and the SAICA Financial Reporting Guides as issued by the Accounting Practices Committee and as a minimum contain the information required by IAS 34 Interim Financial Reporting.

The preparation of the Mantengu Mining Limited Group reviewed condensed consolidated interim financial statements for the six months ended 31 August 2023 was supervised by the Chief Financial Officer, Mr M Naidoo CA(SA).

### 2. Accounting policies

The accounting policies applied in the preparation of these reviewed condensed consolidated interim financial statements are in terms of IFRS and are consistent with those applied in the annual financial statements for the year ended 28 February 2023.

### 3. Overview of financial performance

The group was still in the pre-production phase for a significant portion of the first half of the calendar year. The Langpan LG Chrome Processing Plant was commissioned at the end of May 2023 and production began. Production has been slowly ramping up to steady state levels since commissioning. At 31 August 2023, revenue consisted of the sale of 4 757 metric tonnes of chrome concentrate. Subsequent to the half year end and to the date of approval of these interim financial statements, Langpan has dispatched 8 132 metric tonnes of chrome concentrate evidencing the significant ramp up of production.

Operating expenditure was negatively impacted by significantly higher energy costs and continued inflationary pressures stemming from high interest rates in the macroeconomic environment.

### 4. Property, plant and equipment

Group	31 Aug 2023			31 Aug 2022		
	Cost	Accumulated depreciation	Carrying value	Cost	Accumulated depreciation	Carrying value
	R'000	R'000	R'000	R'000	R'000	R'000
Motor vehicles	1 024	(259)	765	334	-	334
Computer equipment	237	(62)	174	11	-	11
Furniture & fittings	64	(3)	61	-	-	-
Plant & equipment	43 542	(1 257)	42 285	-	-	-
Work in progress	67 684	-	67 684	17 236	-	17 236
Mineral reserves	129 952	(556)	129 396	129 952	-	129 952
<b>Total</b>	<b>242 503</b>	<b>(2 137)</b>	<b>240 365</b>	<b>147 533</b>	<b>-</b>	<b>147 533</b>

#### Reconciliation of property, plant and equipment - 31 Aug 2023

	Opening balance	Additions	Transfers	Depreciation	Total
	R'000	R'000	R'000	R'000	R'000
Motor vehicles	290	565	-	(90)	765
Computer equipment	214	-	-	(40)	174
Furniture & fittings	-	64	-	(3)	61
Plant & equipment	54 480	6 627	(17 566)	(1 256)	42 285
Work in progress	17 235	32 883	17 566	-	67 684
Mineral reserves	129 952	-	-	(556)	129 396
	<b>202 171</b>	<b>40 139</b>	<b>-</b>	<b>(1 945)</b>	<b>240 365</b>

# Mantengu Mining Limited

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## Notes to the Condensed Consolidated Financial Statements

### 4. Property, plant and equipment (continued)

#### Reconciliation of property, plant and equipment - 28 Feb 2023

	Opening balance	Additions	Transfers	Depreciation	Total
	R'000	R'000	R'000	R'000	R'000
Motor vehicles	334	-	-	(44)	290
Computer equipment	11	214	-	(11)	214
Plant & equipment	17 236	54 479	(17 235)	-	54 480
Work in progress	-	-	17 235	-	17 235
Mineral reserve	129 952	-	-	-	129 952
	<b>147 533</b>	<b>54 693</b>	<b>-</b>	<b>(55)</b>	<b>202 171</b>

#### Langpan capex build

During the 2023 financial year, Langpan undertook a major project to refurbish the old LG processing plant as well as commission the build of two new separate pieces of plant, namely a JIG processing plant and an MG chrome processing plant. At 31 August 2023, Langpan had spent R40.1 million on the build and refurbishments. We anticipate incurring a further R20 million to complete the build of the two new pieces of plant and expect these to be in production later this calendar year.

R37.2 million of the capex spend was funded as part of a loan agreement with the Industrial Development Corporation of South Africa Limited (IDC) and as such, legal title to these assets remains with the IDC until paid off by Langpan. The duration of the loan agreement is for a period of 5 years and commenced late in calendar 2022.

#### Fair value of mineral reserve

On 27 July 2022, Mantengu acquired 100 per cent of the issued share capital of Langpan, obtaining control. Langpan mines and processes chrome ore to produce chrome concentrate, with Platinum Group Metals ("PGMs") as a by-product. A Competent Persons Report (CPR) was performed by Bara Consulting (Pty) Ltd in accordance with (1) The South African Code for the Reporting of Exploration Results, Mineral Resources and Mineral Reserves (SAMREC Code) 2016 Edition and (2) The South African Code for the Reporting of Mineral Asset Valuation (SAMVAL Code) 2016 Edition. The total Mineral Reserve indicated in the CPR are 2.17 million tonnes and the value indicated was R851 million.

The Group was unable to record the Mineral Reserve at the fair value of R851 million on acquisition. This is because the Mineral Reserve had to be recorded at the pre-combination value of R129 952 071 in accordance with IFRS 3, paragraph B22(a) because of the Langpan acquisition being classified as a reverse takeover in accordance with IFRS 3, paragraph B19. The Group does not consider the value of the Mineral Reserve recorded in the statement of financial position of R129 396 032 to be indicative of the value of the 2.17 million tonnes of ore at Langpan. The fair value is R851 million.

The Mineral Reserve is amortised on a units of production basis over the useful life of the mine. In accordance with the JSE Listings Requirements and the required disclosure for mineral companies, we confirm that there has been no material changes to Mineral Reserves and Mineral Resources.

# Mantengu Mining Limited

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Reviewed Condensed Consolidated Interim Financial Statements for 6 months ended 31 August 2023

## Notes to the Condensed Consolidated Financial Statements

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### 5. Goodwill

	31 Aug 2023 R'000	31 Aug 2022 R'000	28 Feb 2023 R'000
Goodwill	39 195	39 195	39 195

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### 6. Inventories

	31 Aug 2023 R'000	31 Aug 2022 R'000	28 Feb 2023 R'000
Raw materials	6 545	-	-
Work in progress	5 908	-	-
Finished goods	4 946	-	-
	<b>17 399</b>	-	-

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# Mantengu Mining Limited

(Registration number 1987/004821/06)

Reviewed Condensed Consolidated Interim Financial Statements for 6 months ended 31 August 2023

## Notes to the Condensed Consolidated Financial Statements

### 7. Other financial liabilities

	31 Aug 2023 R'000	31 Aug 2022 R'000	28 Feb 2023 R'000
<b>Held at amortised cost</b>			
Trade finance	27 343	5 702	-
The Gamsy Family Trust	9 716	16 077	9 171
Gillian Gamsy	725	652	686
Growth Equities Proprietary Limited	2 228	4 169	2 103
POCOT Trust	528	2 448	498
Opsisolve Investments Proprietary Limited	211	578	200
KAG Trust	106	241	100
Douglas Welsh	100	473	94
JS Geyer	84	219	79
Parkview Trust	84	219	79

#### These loans are unsecured and bear interest at the prime rate or above prime.

Palugen Proprietary Limited	318	318	318
United Minerals and Energy Proprietary Limited	-	15	15
Scott Gaskell	91	91	91
Meteorient Proprietary Limited	14 000	14 000	14 000
Disruption Capital Company Proprietary Limited	1 773	1 246	1 246
Kianalily Proprietary Limited	-	1 540	165
Piet Human	1 571	1 571	1 571
Simeka Holdings Proprietary Limited	9 820	9 820	9 820
Liability relating to Memor Acquisition	2 100	2 100	2 100

#### These loans are unsecured and bear no interest or above prime.

RWE Supply	66 071	-	64 435
The Group entered into a contract with RWE to deliver 240 000 metric tonnes of chrome concentrate over a period of 2 years. The amount bears interest at the secured overnight financing rate plus 5% and is repayable over the duration of 2 years beginning 1 July 2023.			
IDC loan	42 228	-	39 513
The loan with the IDC is secured by the assets that formed part of the agreement. Legal title to these assets remains with the IDC until paid off by Langpan. The loan bears interest at prime plus 2.8%. The loan is repayable in monthly instalments over the 5-year period which commenced late in calendar 2022.			
Nedbank vehicle loan	300	374	338
This relates to an instalment sale agreement over a period of 5 years. The loan bears interest at 12.85%.			

<b>179 397</b>	<b>61 853</b>	<b>146 622</b>
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#### Split between non-current and current portions

Current liabilities	83 007	35 513	69 254
Non-current liabilities	96 390	26 340	77 368
	<b>179 397</b>	<b>61 853</b>	<b>146 622</b>



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## Notes to the Condensed Consolidated Financial Statements

### 7. Other financial liabilities (continued)

As a condition to the acquisition of Memor by Langpan an agreement was reached with the creditors to quantify and freeze their claims and interest against Memor and allow Langpan to fully operate the asset with proceeds from any sale of chrome being dedicated towards settling the amounts owed to such creditors. The creditors of Memor party to the compromise agreement are Andru Proprietary Limited, Metorient Proprietary Limited, Piet Human and Simeka Holdings Proprietary Limited.

### 8. Finance costs

	31 Aug 2023 R'000	31 Aug 2022 R'000	28 Feb 2023 R'000
Vehicle loan	25	16	21
Lease liabilities	539	-	181
SARS interest	145	-	559
Other financial liabilities	10 697	2 403	5 252
Other interest	1 330	4	298
	<b>12 736</b>	<b>2 423</b>	<b>6 311</b>

### 9. Revenue

	31 Aug 2023 R'000	31 Aug 2022 R'000	28 Feb 2023 R'000
Sale of chrome concentrate	13 087	-	-
Other ad hoc	-	330	4 492
	<b>13 087</b>	<b>330</b>	<b>4 492</b>

At the end of May 2023, the Board announced the successful commissioning of the Langpan LG Chrome Processing Plant. First deliveries of chrome concentrate to RWE (Langpan's sole contracted off taker) commenced on 7 June 2023. The risks and rewards of ownership of the chrome concentrate pass to RWE upon collection at Langpan.

As at 31 August 2023, the sale of chrome concentrate consisted of 4 757 tonnes. Langpan is in the process of ramping up production to steady state levels. Production continues to increase monthly and subsequent to 31 August 2023, and to the date of these interim financial statements, Langpan has dispatched 8 132 tonnes of chrome concentrate.

### 10. Deferred taxation

Temporary differences at the end of the year attributable to the following items:

	31 Aug 2023 R'000	31 Aug 2022 R'000	28 Feb 2023 R'000
Prepayments	(1 319)	-	(1 309)
Income received in advance	5 530	-	5 393
Assessed loss	12 906	-	1 112
Right-of-use assets	(2 071)	-	-
Lease liability	2 138	-	-
Property, plant and equipment	(35)	-	-
Mineral reserves	(34 937)	(35 087)	(35 087)
	<b>(17 788)</b>	<b>(35 087)</b>	<b>(29 891)</b>

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## Notes to the Condensed Consolidated Financial Statements

### 11. Earnings and headline earnings per share

	Reviewed 31 Aug 2023	Reviewed 31 Aug 2022	Audited 28 Feb 2023
<b>Earnings</b>			
Net loss attributable to ordinary shareholders	(16 033 180)	(7 434 350)	(16 905 722)
<b>Number of shares</b>			
Number of shares in issue at beginning of period (6)	153 362 856 902	137 500 000 000	55 753 424 658
Numbers of shares issued for acquisition of Langan (2)	-	27 218 961 266	82 259 678 144
Number of shares cancelled	-	-	(196 500)
Number of shares issued - Rights issue (3)	-	-	3 452 054 864
	<b>153 362 856 902</b>	<b>164 718 961 266</b>	<b>141 464 961 166</b>
Adjusted for the effect of 1 000: 1 share consolidation	153 362 857	164 718 961	141 464 961
Number of share issued - Performance share awards	125 087	-	-
<b>Weighted average number of shares in issue (1)</b>	<b>153 487 944</b>	<b>164 718 961</b>	<b>141 464 961</b>
<b>Basic loss per share (cents)</b>	<b>(10)</b>	<b>(5)</b>	<b>(12)</b>
<b>Diluted basic loss per share cents (4)</b>	<b>(10)</b>	<b>(5)</b>	<b>(12)</b>
<b>Headline loss and diluted loss per share cents (4) (5)</b>	<b>(10)</b>	<b>(5)</b>	<b>(12)</b>

(1) On 31 March 2023, the Company consolidated its Authorised and Issued Share Capital on a 1 000 to 1 basis.

The weighted average number of shares have been adjusted retrospectively in accordance with International Accounting Standard 33 - Earnings per Share, paragraph 64.

(2) As the Langan acquisition occurred on 27 July 2022, the number of shares issued of 137 500 000 000 has been adjusted for being outstanding for the relevant number of days.

(3) As the Rights issue occurred on 12 December 2022, the number of shares issued of 15 000 000 302 has been adjusted for being outstanding for 79 of 365 days.

(4) There are no dilutive potential ordinary shares.

(5) There are no adjustments that arise out of the SAICA Headline Earnings Circular 1/2023.

(6) The number of shares outstanding at the beginning of the period have been adjusted in accordance with IFRS 3, paragraph B26 and B27.

### 12. Related parties

#### Relationships

Shareholder with significant influence	Disruption Capital Limited Proprietary Limited The Gamsy Family Trust Alistair Collins Family Trust
Subsidiary	Langpan Mining Co Proprietary Limited
Subsidiary of Langpan Mining Company Proprietary Limited	Memor Mining Proprietary Limited

#### Related party balances

	31 Aug 2023 R'000	31 Aug 2022 R'000	28 Feb 2023 R'000
<b>Loan accounts - Owed to related parties</b>			
Michael Miller	(2 192)	(3 242)	(2 192)
Disruption Capital Company Proprietary Limited	(1 773)	(1 246)	(1 246)
Langpan Mining Company Proprietary Limited	(8 379)	-	(3 173)
The Gamsy Family Trust	(9 716)	(16 077)	(9 171)
Gillian Gamsy	(725)	(652)	(686)

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## Notes to the Condensed Consolidated Financial Statements

### 13. Restatement

The February 2023 numbers have been restated because the mineral reserve disclosed as a category of property, plant, and equipment of R94 865 012 was recorded net of deferred taxation. The mineral reserve should have been recorded at R129 952 071 with a corresponding deferred taxation liability of R35 087 059. The error arose in prior years on the purchase price allocation relative to Langpan's acquisition of Memor. Accordingly, both property, plant and equipment and deferred taxation have been restated in the statement of financial position.

The August 2022 interim numbers have been restated for the following:

- The mineral reserve was not disclosed as a category of property, plant, and equipment and rather as a separate line item on the statement of financial position together with the value of R94 865 012 being recorded net of deferred taxation. The mineral reserve should have been recorded at R129 952 071 as a category of property, plant, and equipment with a corresponding deferred taxation liability of R35 087 059. The error arose in prior years on the purchase price allocation relative to Langpan's acquisition of Memor. Accordingly, both property, plant and equipment and deferred taxation have been restated in the statement of financial position with no value being disclosed as a mineral reserve as a separate line item on the statement of financial position.
- Goodwill has been restated to R39.2 million from R37.3 million. The error arose from an incorrect purchase price allocation during Mantengu's acquisition of Langpan which was accounted for as a reverse takeover.
- Certain line items on the Statement of Profit or Loss and Other Comprehensive Income have been reallocated. The previous disclosure did not comply with IAS 34 Interim Financial Reporting.

Management have chosen not to present the statement of financial position for 3 years as sufficient information is presented in this note to enable the users of financial statements to make informed decisions.

Statement of Profit or Loss and Other Comprehensive Income	31 Aug 2022			28 Feb 2023		
	As previously presented	Restated	Difference	As previously presented	Restated	Difference
	R'000	R'000	R'000	R'000	R'000	R'000
Revenue	330	330	-	4 492	4 492	-
Cost of sales	315	315	-	5 503	5 503	-
Other income	2 558	2 558	-	5 617	5 617	-
Depreciation	-	50	(50)	243	243	-
Directors' remuneration	-	2 103	(2 103)	3 478	3 478	-
Employee benefits	-	465	(465)	240	240	-
Administrative expense	-	3 363	(3 363)	9 395	9 395	-
Other expenses	7 583	1 602	5 981	7 041	7 041	-
<b>Operating loss</b>	<b>(5 010)</b>	<b>(5 010)</b>	-	<b>(15 791)</b>	<b>(15 791)</b>	-
Finance costs	2 423	2 423	-	6 311	6 311	-
<b>Loss before taxation</b>	<b>(7 433)</b>	<b>(7 433)</b>	-	<b>(22 102)</b>	<b>(22 102)</b>	-
Taxation @ 27%	-	-	-	5 196	5 196	-
<b>Loss after taxation</b>	<b>(7 433)</b>	<b>(7 433)</b>	-	<b>(16 906)</b>	<b>(16 906)</b>	-

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## Notes to the Condensed Consolidated Financial Statements

### 13. Restatement (continued)

Statement of Financial Position	31 Aug 2022			28 Feb 2023		
	As previously presented R'000	Restated R'000	Difference R'000	As previously presented R'000	Restated R'000	Difference R'000
<b>Non-current assets</b>						
Property, plant and equipment	17 581	147 533	(129 952)	167 084	202 171	(35 087)
Right-of-use assets	-	-	-	8 083	8 083	-
Goodwill	37 285	39 195	(1 910)	39 195	39 195	-
Exploration for an evaluation of mineral resource	94 865	-	94 865	-	-	-
Deferred taxation	-	-	-	5 196	-	5 196
Environmental rehabilitation funds	1 158	1 158	-	854	854	-
	<b>150 889</b>	<b>187 886</b>	<b>(36 997)</b>	<b>220 412</b>	<b>250 303</b>	<b>(29 891)</b>
<b>Current assets</b>						
Cash and cash equivalents	56	56	-	17 976	17 976	-
Inventory	-	-	-	-	-	-
Prepayments	-	-	-	4 899	4 899	-
Trade and other receivables	2 196	2 196	-	9 258	9 258	-
	<b>2 252</b>	<b>2 252</b>	<b>-</b>	<b>32 133</b>	<b>32 133</b>	<b>-</b>
<b>Total assets</b>	<b>153 141</b>	<b>190 138</b>	<b>(36 997)</b>	<b>252 545</b>	<b>282 436</b>	<b>(29 891)</b>
<b>Equity and liabilities</b>						
<b>Capital and reserves</b>						
Share capital	82 316	79 008	3 308	99 189	99 189	-
Accumulated loss	(15 362)	(13 040)	(2 322)	(20 473)	(20 473)	-
	<b>66 954</b>	<b>65 968</b>	<b>986</b>	<b>78 716</b>	<b>78 716</b>	<b>-</b>
<b>Non-current liabilities</b>						
Other financial liabilities	26 340	26 340	-	77 368	77 368	-
Lease liability	-	-	-	8 053	8 053	-
Deferred taxation	-	35 087	(35 087)	-	29 891	(29 891)
	<b>26 340</b>	<b>61 427</b>	<b>(35 087)</b>	<b>85 421</b>	<b>115 312</b>	<b>(29 891)</b>
<b>Current liabilities</b>						
Other financial liabilities	-	-	-	-	-	-
Other financial liabilities	35 513	35 513	-	69 254	69 254	-
Lease liability	-	-	-	41	41	-
Trade and other payables	23 480	26 376	(2 896)	17 600	17 600	-
Current taxation	854	854	-	1 513	1 513	-
	<b>59 847</b>	<b>62 743</b>	<b>(2 896)</b>	<b>88 408</b>	<b>88 408</b>	<b>-</b>
<b>Total equity and liabilities</b>	<b>153 141</b>	<b>190 138</b>	<b>(36 997)</b>	<b>252 545</b>	<b>282 436</b>	<b>(29 891)</b>

# Mantengu Mining Limited

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Reviewed Condensed Consolidated Interim Financial Statements for 6 months ended 31 August 2023

## Notes to the Condensed Consolidated Financial Statements

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### 14. Directors' remuneration

For the period of 6 months - 31 Aug 2023 (R'000)

	Emoluments	Board fees	Shares	Total
<b>Executive</b>				
MJ Miller	690	-	-	690
M Naidoo	660	-	300	960
<b>Non-executive</b>				
A Collins	440	202	-	642
J Tshikundamalema	72	145	-	217
VS Madlela	120	145	-	265
	<b>1 982</b>	<b>492</b>	<b>300</b>	<b>2 774</b>

For the period of 6 months - 31 Aug 2022 (R'000)

	Emoluments	Board fees	Shares	Total
<b>Executive</b>				
TA Makgolane	495	-	-	495
MW Movundlela	909	-	-	909
<b>Non-executive</b>				
MJ Miller	146	223	-	369
J Tshikundamalema	19	115	-	134
VS Madlela	41	155	-	196
	<b>1 610</b>	<b>493</b>	<b>-</b>	<b>2 103</b>

### 15. Commitments

On 14 April 2022, the Group entered into a contract with RWE to deliver 240 000 metric tonnes of chrome over a period of 2 years, commencing in July 2023. During September 2023, the Group signed an amendment to this contract increasing its delivery obligation over the same period to 270 000 metric tonnes.

The only other commitment outstanding at the date of approval of these interim financial statements relates to approximately R20 million that is required to be incurred to complete the capitalisation of the Langpan mining and processing operation.

### 16. Contingencies

There are no contingencies as at 31 August 2023.

### 17. Going concern

The financial position of the group, its cash flows, liquidity position and borrowing facilities are set out in the group's reviewed condensed consolidated interim financial statements for the six months ended 31 August 2023. The Board has considered the group's cash flow forecast for the period to the end of 29 February 2024 under the wider macroeconomic environment and the group's operations. The Board is satisfied that the group's forecasts and projections, indicate that the group has sufficient resources and access to resources to continue to operate as a going concern. The group has access to multiple funding lines and recently concluded a share subscription facility agreement with GEM Global Yield LLC SCS and GEM Yield Bahamas Limited for R500 million, as announced on SENS on 26 October 2023. Accordingly, the Board believes that it is appropriate to prepare the results on a going concern basis.

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## Notes to the Condensed Consolidated Financial Statements

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### 18. Events after the reporting period

On 15 September 2023, the group's 100% held subsidiary Langpan Mining Co (Pty) Ltd ("Langpan") entered into an amendment to the Chrome Marketing Contract with RWE Supply and Trading GMBH ("RWE") where Langpan drew down \$1 160 000 of a prepayment facility to expedite the completion of the build of the MG Chrome processing plant. Langpan committed to increasing its delivery obligations to RWE by 30 000 metric tonnes to a total of 270 000 metric tonnes because of this amendment. Langpan executed a special and general notarial bond to the value of \$6 million over its assets to secure its indebtedness to RWE.

On 25 October 2023, the group concluded a share subscription facility agreement with GEM Global Yield LLC SCS ("the Investor") and GEM Yield Bahamas Limited ("GYBL") for R500 million. In terms of the Agreement, the Investor will make available to Mantengu a share subscription facility of up to a maximum of R500 million ("the Facility") pursuant to which Mantengu will (i) be entitled to draw down from the Facility against the issuance to the Investor of ordinary shares in Mantengu ("Ordinary Shares") ("Consideration Shares"); (ii) issue warrants to the Investor ("Warrants") to subscribe for up to 20 million Ordinary Shares ("Warrant Shares"); (iii) pay GYBL a commitment fee in an amount of R10 million, which fee will be payable in cash or Ordinary Shares ("Commitment Fee Shares"), or a combination of both; and (iv) issue a promissory note in favour of GYBL in relation to such commitment fee ("Promissory Note") ("Proposed Transaction"). For the avoidance of doubt, the Facility is not a debt facility as there are no repayment obligations on Mantengu. Rather, it is a commitment by the Investor to subscribe for equity in Mantengu of up to a maximum value of R500 million against the delivery of subscription notices by Mantengu to the Investor, and the issue of Consideration Shares to the Investor by Mantengu during the "Commitment Period", being the period of three years from the Signature Date, such that Mantengu controls the timing and amount of any draw down under the Facility. The proceeds of the subscription monies from the issue of the Consideration Shares and the Warrants will be used by Mantengu primarily for working capital and capital expenditure purposes.