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Shareholder information

Shareholders' diary

Annual general meeting	Wednesday, 23 October 2013
Final dividend declared August 2013	23 September 2013 (Paid)
Interim report release	February 2014
Interim dividend if declared February 2013	March 2014
Financial year-end	30 June 2014
Financial results release	28 August August 2014
Integrated report release	September 2014

Dividend payments 2013

The following dates are applicable to dividend payments for the 2013 financial year:

	Interim dividend	Final dividend
Declared	Thursday, 14 February 2013	Thursday, 29 August 2013
Last date to trade	Friday, 1 March 2013	Friday, 13 September 2013
Trade ex-dividend	Monday, 4 March 2013	Monday, 16 September 2013
Record date	Friday, 8 March 2013	Friday, 20 September 2013
Paid	Monday, 11 March 2013	Monday, 23 September 2013
Amount	35 cents per share	60 cents per share

Analysis of shareholdings

	Number of shareholders	%	Number of shares (000s)	%
1 – 1 000	37 807	85.2	7 036 420	1.1
1 001 – 10 000	5 092	11.5	14 201 362	2.2
10 001 – 100 000	1 046	2.4	35 802 335	5.7
100 001 – 1 000 000	326	0.7	93 733 071	14.8
Over 1 000 000	81	0.2	481 441 088	76.2
	44 352	100.0	632 214 276	100.0

Analysis of shareholdings

	Number of shareholders	%	Number of shares (000s)	%
Other companies	1 420	3.2	112 016 942	17.7
Trust funds and investment companies	8 268	18.6	123 827 323	19.6
Insurance companies	133	0.3	28 879 584	4.6
Pension funds	537	1.2	136 265 507	21.5
Individuals	33 743	76.1	14 631 756	2.3
Banks	251	0.6	216 593 164	34.3
	44 352	100.0	632 214 276	100.0

The names of shareholders who beneficially hold 5% or more of the Company are set out on page 127 of the directors' report

Notice to shareholders

Notice is hereby given as at the record date of 20 September 2013 that the fifty-seventh annual general meeting of shareholders of the Company will be held at the Company's head office in the boardroom, 2nd Floor, 2 Fricker Road, Illovo, Johannesburg on 23 October 2013 at 11:00 for the following purposes:

Ordinary business of annual general meeting

The purpose of the annual general meeting is for the following business to be transacted and to consider, and, if deemed fit, pass, the following ordinary resolutions with or without modification (in order to be adopted these resolutions require the support of a majority of votes cast by shareholders present or represented by proxy at the annual general meeting):

1. Presentation of annual financial statements

To present the annual financial statements of the Company and the Group for the year ended 30 June 2013 including the reports of the directors, the audit committee and the external auditors.

The annual financial statements are available on the Company's website, www.implats.co.za, or a printed copy can be obtained from the transfer secretaries.

2. Social, ethics and transformation committee report

To present the report of the social, ethics and transformation committee to the shareholders as required by the Companies Act. The report appears on pages 110 and 111 of the integrated annual report.

3. External auditors

Resolved that PricewaterhouseCoopers Inc. be and are hereby reappointed as independent auditor of the Company from the conclusion of this annual general meeting until the conclusion of the next annual general meeting of the Company.

4. Audit committee

Resolved that each of the following independent non-executive directors, who are eligible and offer themselves for re-election, be and are hereby re-elected as members of the Implats audit committee:

- 4.1 Mr HC Cameron – chairman*
- 4.2 Ms AA Maule
- 4.3 Mr TV Mokgatla**
- 4.4 Ms B Ngonyama

Brief biographies of these independent directors appear on pages 20 to 22 of the integrated annual report.

Each of the appointments numbered 4.1 to 4.4 constitute separate ordinary resolutions and will be considered by separate votes.

* Subject to the passing of resolution number 6.1 and 6.7

** Subject to the passing of resolution number 6.6

Notice to shareholders continued

5. Remuneration policy

Resolved that the Company's remuneration policy for the 2013 financial year, appearing on pages 112 to 121 of the integrated annual report, be and is hereby endorsed by a non-binding advisory vote.

In terms of the King Code of Governance for South Africa 2009, an advisory vote should be obtained from shareholders on the Company's remuneration policy. This vote enables shareholders to express their views on the remuneration policies adopted and on their implementation, but will not be binding on the Company.

6. Directorate

Resolved that each of the following persons, who retire from office at this meeting and who offer themselves for re-election, be and are hereby re-elected as a director of the Company:

- 6.1 Mr HC Cameron
- 6.2 Mr PW Davey
- 6.3 Dr MSV Gantsho
- 6.4 Ms A Kekana
- 6.5 Mr AS Macfarlane
- 6.6 Mr TV Mokgatlha
- 6.7 Mr BT Nagle

Brief biographies of these directors appear on pages 20 to 22 of the integrated annual report.

Each of the appointments numbered 6.1 to 6.8 constitute separate ordinary resolutions and will be considered by separate votes.

The nominations and governance committee, assisted by PricewaterhouseCoopers, as an external service provider, and the company secretary, evaluated the performance of the retiring directors and the board unanimously recommends their re-election.

Special business of the annual general meeting

To consider, and if deemed fit, pass the following special resolutions with or without modification (in order to be adopted these resolutions require the support of a majority of at least 75% of votes cast by shareholders present or represented by proxy at the meeting):

1. Acquisition of Company's shares by Company or subsidiary

Resolved that the Company and/or a subsidiary of the Company be and is hereby authorised to repurchase or purchase, as the case may be, ordinary shares issued by the Company on such terms and conditions and in such amounts as the directors of the Company may decide, but subject always to the provisions of section 48 of the Companies Act, 2008 (the Act), JSE Limited (JSE) Listings Requirements (JSE Listings Requirements) and the following limitations:

- That this authority shall be valid until the Company's next annual general meeting provided that it shall not extend beyond 15 months from the date of this annual general meeting
- That any such repurchase be effected through the order book operated by the JSE trading system and done without any prior understanding or agreement between the Company and the counterparty
- That authorisation thereto is given by the Company's memorandum of incorporation
- That a paid announcement giving such details as may be required in terms of the JSE Listings Requirements be published when the Company or its subsidiaries have repurchased in aggregate three percent (3%) of the initial number of shares in issue, as at the time that the general authority was granted, and for each three percent (3%) in aggregate of the initial number of shares which are acquired thereafter
- That a general repurchase may not in the aggregate in any one financial year exceed five percent (5%) of the number of shares in the Company's issued share capital at the time this authority is given, provided that a subsidiary of the Company may not hold at any one time more than 5% of the number of issued shares of the Company
- That no repurchase will be effected during a prohibited period (as defined by the JSE Listings Requirements) unless a repurchase programme is in place, where dates and quantities of shares to be traded during the prohibited period are fixed and full details of the programme have been disclosed in an announcement over SENS prior to the commencement of the prohibited period
- That at any one point in time, the Company may appoint only one agent to effect repurchases on the Company's behalf
- That, in determining the price at which shares may be repurchased in terms of this authority, the maximum premium permitted is ten percent (10%) above the weighted average traded price of the shares as determined over the five days prior to the date of repurchase ('the maximum price')
- Prior to entering the market to proceed with the repurchase, the board of directors (board), by resolution authorising the repurchase, has applied the solvency and liquidity test as set out in section 4 of the Act and reasonably concluded that the Company will satisfy the solvency and liquidity test immediately after completing the proposed repurchase.

Notice to shareholders continued

The board as at the date of this notice has stated its intention to examine methods of returning capital to shareholders in terms of the general authority granted at the last annual general meeting. The board believes it to be in the best interests of Implats that shareholders pass a special resolution granting the Company and/or its subsidiaries a further general authority to acquire Implats shares. Such general authority will provide Implats and its subsidiaries with the flexibility, subject to the requirements of the Act and the JSE Listings Requirements, to purchase shares should it be in the interest of Implats and/or its subsidiaries at any time while the general authority subsists.

After considering the effect of such maximum repurchase:

- The Company and the Group will be able, in the ordinary course of business, to pay its debts for a period of 12 months after the date of the notice of the annual general meeting
- The assets of the Company and the Group will be in excess of the liabilities of the Company and the Group for a period of 12 months after the date of the notice of the annual general meeting. For this purpose, the assets and liabilities should be recognised and measured in accordance with the accounting policies used in the latest audited Group annual financial statements
- The share capital and reserves of the Company and the Group will be adequate for ordinary business purposes for a period of 12 months after the date of the notice of the annual general meeting
- The working capital of the Company and the Group will be adequate for ordinary business purposes for a period of 12 months after the date of the notice of the annual general meeting
- A resolution being passed by the board that it has authorised the repurchase, that the Company and the Group have passed the solvency and liquidity test and that since the test was performed there have been no material changes to the financial position of the Group.

The reason for and the effect of this special resolution number 1 is to grant the Company's directors a general authority, up to and including the date of the following annual general meeting of the Company, to approve the Company's purchase of shares in itself, or to permit a subsidiary of the Company to purchase shares in the Company.

For purposes of considering the special resolution and in compliance with paragraph 11.26 of the JSE Listings Requirements, the information listed below has been disclosed in the indicated pages of the accompanying integrated annual report:

- *Directors and management – refer pages 20 to 25*
- *Major shareholders – refer page 127*
- *Directors' interest in securities – refer page 130*
- *Share capital of the Company – refer page 126*
- *The directors, whose names are set out on pages 20 and 23, collectively and individually accept full responsibility for the accuracy of the information contained in this special resolution and certify that to the best of their knowledge and belief there are no other facts, the omission of which would make any statement false or misleading, and that they have made all reasonable enquiries in this regard*
- *Litigation – there are no legal or arbitration proceedings (including any such proceedings that are pending or threatened of which the Company is aware) which may have or have had a material effect on the Group's financial position in the previous 12 months*
- *Material change – at the date of completing this notice, there have been no material changes in the financial or trading position of the Company and its subsidiaries that have occurred since 30 June 2013.*

2. Financial assistance

Resolved that the directors be and are hereby authorised in terms of, and subject to, the provisions of sections 44 and/or 45 of the Act to cause the Company to provide any direct and/or indirect financial assistance for a period of two years commencing on the date of this special resolution to:

- Any of its present or future subsidiaries and/or any other Company or corporation which is or becomes related or inter-related to the Company for any purpose or in connection with any matter, including, but not limited to, the subscription of any option, or any securities issued or to be issued by the Company or a related or inter-related company or for the purchase of any securities of the Company or related or inter-related company
- Any of its present or future directors or prescribed officers (or any person related to any of them or to any company or corporation related or inter-related to any of them), or to any other person who is a participant in any of the Company's or Group's share or other employee incentive schemes, for the purpose of, or in connection with, the subscription of any option, or any securities, issued or to be issued by the Company or related or inter-related company, or for the purchase of any securities of the Company or a related or inter-related company, where such financial assistance is provided in terms of any such scheme that does not satisfy the requirements of section 97 of the Act
- Provided that the board is satisfied that immediately after providing the financial assistance, the Company will satisfy the solvency and liquidity test, that the terms under which the financial assistance is proposed to be given, are fair and reasonable to the Company and that the conditions or restrictions in respect of the granting of the financial assistance which may be set out in the Company's memorandum of incorporation have been satisfied.

The reason for and effect of this special resolution number 2 is to authorise the board to cause the Company to provide financial assistance to any entity which is related or inter-related to the Company and to its present or future directors or prescribed officers (or any person related to any of them or to any company or corporation related or inter-related to any of them), or to any other person who is a participant in any of the Company's or Group's share or other employee incentive schemes, for the purposes of, or in connection with, the subscription of any option, or any securities, issued or to be issued by the Company or related or inter-related company, or for the purchase of any securities of the Company or related or inter-related company.

Notice to shareholders continued

Salient dates of the annual general meeting

The record date of the annual general meeting for shareholders to participate in and vote at the annual general meeting is Friday, 18 October 2013. Accordingly, the last day to trade in order to participate in, and vote at the annual general meeting is Friday, 11 October 2013.

Persons intending to attend or participate in the annual general meeting will be required to present reasonably satisfactory identification.

By order of the board

Avanthi Parboosing

Company secretary

Registered office

2 Fricker Road
Illovo
Johannesburg
2196

26 September 2013

Note

A shareholder entitled to attend and vote is entitled to appoint one or more proxies to attend and speak and vote in his stead. A proxy need not be a shareholder.

A form of proxy, for use by certificated registered shareholders on the South African and United Kingdom registers and dematerialised 'own name' registered holders, accompanies this document.

Form of proxy

Impala Platinum Holdings Limited

(Incorporated in the Republic of South Africa)
 (Registration number: 1957/001979/06)
 (Share code: IMP) (ISIN: ZAE000083648)
 ("Implats" or "the Company")

FOR USE BY:

- CERTIFICATED REGISTERED SHAREHOLDERS on the South African and United Kingdom register
- DEMATERIALIZED "OWN NAME" REGISTERED HOLDERS

This form of proxy is not for use by shareholders who have already dematerialised their Implats shares through a CSDP other than 'own name' dematerialised shareholders.

For use at the annual general meeting of the Company to be held on Wednesday, 23 October 2013 at 11:00 (the annual general meeting)

I/We _____
 of _____ appoint (see note 3)
 1. _____ or failing him/her
 2. _____ or failing him/her
 3. the chairman of the annual general meeting

as my/our proxy to act for me/us at the annual general meeting of the Company which will be held in the boardroom, 2nd Floor, 2 Fricker Road, Illovo, Johannesburg, at 11:00 on Wednesday, 23 October 2013, and at each adjournment or postponement thereof, and to vote for and/or against the resolutions and/or abstain from voting in respect of the shares in the issued capital of the Company registered in my/our name/s (see note 4).

Resolutions	Number of ordinary shares		
	For	Against	Abstain
Ordinary resolutions			
Ordinary resolution number 1 – Appointment of external auditors			
Ordinary resolution number 2 – Appointment of members of audit committee			
HC Cameron – Chairman			
AA Maule			
TV Mokgatlha			
B Ngonyama			
Ordinary resolution number 3 – Endorsement of the Company's remuneration policy			
Ordinary resolution number 4 – Re-election of directors			
HC Cameron			
PW Davey			
MSV Gantsho			
A Kekana			
AS Macfarlane			
TV Mokgatlha			
BT Nagle			
Special resolutions			
Special resolution number 1 – Acquisition of Company shares by Company or subsidiary			
Special resolution number 2 – Financial assistance			

Insert in the relevant space above the number of shares held.

Signed at _____ on _____ 2013

Signature of shareholder(s) _____

Assisted by (where applicable) _____

Each ordinary shareholder is entitled to appoint one or more proxies (who need not be a shareholder/s of the Company) to attend, speak and vote in place of that shareholder at the annual general meeting.

Notes to the form of proxy

1. A shareholder on the Implats share register who has dematerialised his/her/its ordinary shares through Strate, other than that whose shareholding is recorded in his/her/its 'own name' in the sub-register maintained by his/her/its CSDP, and who wishes to attend the meeting in person, will need to request his/her/its CSDP or broker to provide him/her/it with the necessary authority to do so in terms of the custody agreement entered into between the dematerialised shareholder and his/her/its CSDP or broker.
2. A shareholder (including certificated shareholders and dematerialised shareholders who hold his/her/its shares with 'own name' registration) entitled to attend and vote at the meeting may appoint one or more proxies to attend, participate and vote in his/her/its stead.
3. A shareholder may insert the name of a proxy or the names of two alternative proxies of the shareholder's choice in the space provided, with or without deleting 'the chairman of the annual general meeting'. Any such deletion must be initialled by the shareholder. The person present at the meeting whose name appears first on the form of proxy and has not been deleted will be entitled to act as proxy to the exclusion of those whose names follow.
4. A shareholder's instructions to the proxy must be indicated by the insertion of the relevant number of votes exercisable by that shareholder in the appropriate space provided. Failure to comply with the above will be deemed to authorise the proxy to vote or to abstain from voting at the annual general meeting as he deems fit in respect of the entire shareholder's votes exercisable thereat. A shareholder or his proxy is not obliged to use all the votes exercisable by the shareholder or by his proxy, but the total of the votes cast and in respect whereof abstention is recorded may not exceed the total of the votes exercisable by the shareholder or his proxy.
5. Any alteration or correction to this form of proxy must be initialled by the signatory/ies.
6. Documentary evidence establishing the authority of a person signing this form of proxy in a representative capacity must be attached to this form of proxy unless previously recorded by the transfer secretaries of the Company or waived by the chairman of the annual general meeting.
7. The completion and lodging of this form of proxy will not preclude the relevant shareholder from attending the annual general meeting and speaking and voting in person thereat to the exclusion of any proxy appointed in terms hereof, should such shareholder wish to do so.
8. Forms of proxy must be lodged with or posted to the Company's transfer secretaries to be received not later than 24 hours (excluding Saturdays, Sundays and public holidays) before the time of the meeting.
9. This form of proxy expires after the conclusion of the meeting stated herein except at an adjournment of that meeting or at a poll demanded at such meeting.

Transfer secretaries

Computershare Investor Services Proprietary Limited

70 Marshall Street
Johannesburg
2001

United Kingdom transfer secretaries

Computershare Investor Services plc

The Pavillions
Bridgwater Road
Bristol
BS13 8AE

PO Box 62053
Marshalltown
2107

Glossary of terms and acronyms

A, B, C, D or E levels	Paterson job grading levels
ABET	Adult Basic Education and Training
Aids	Acquired immune deficiency syndrome
AMCU	The Association of Mineworkers and Construction Union
ART	Antiretroviral therapy, provided for the treatment of HIV and Aids (excluding State and private medical aid)
BEE	Black economic empowerment
CO₂	Carbon dioxide
dB	Decibels. Unit of measurement for sound
DMR	Department of Mineral Resources, South Africa
EIA	Environmental Impact Assessment
EMP	Environmental Management Programme
ESOP	Employee Share Ownership Programme
Executive director	Is employed by the Company and is involved in the day-to-day running of the organisation
FIFR	A rate expressed per million man-hours of any Impala employee, contractor or contractor employee or visitor who is involved in an incident whilst performing his duties at work and who sustains terminal injuries shall constitute a fatal accident. Any road-related fatal incident where the Company is in full control of the vehicle, the driver and conditions related to the road injury of an employee shall constitute a fatal incident. A fatal injury may occur when an employee is incapacitated for a period of time prior to expiration, thus requiring a revision of injury status from LTI to a fatality
GJ	Gigajoules. Unit of measure for energy
GRI	Global Reporting Initiative
HDSA	Historically disadvantaged South African
HIV	Human immuno-deficiency virus
HSE	Health, Safety and Environment
IBT	Impala Bafokeng Trust, socio-economic development vehicle jointly funded by Implats and RBH
Impala Platinum	Impala Platinum Limited, comprising the Rustenburg operations and the Refineries in Springs
Implats	Impala Platinum Holdings Limited
Independent directors	Directors who apart from receiving directors' remuneration do not have any other material pecuniary relationship or transactions with the Company, its management or its subsidiaries, which in the judgement of the board may affect their independence
IRS	Impala Refining Services
ISO	International Organisation for Standardisation
LED	Local Economic Development
Local community	Communities that are directly impacted on by our mining operations and are on or near the mine lease area

Glossary of terms and acronyms continued

Lost-time	A work-related injury resulting in the employee being unable to attend work at his/her place of work, performing his/her assigned duties, on the next calendar day (whether a scheduled work day or not) after the day of the injury. If the appointed medical professional advises that the injured person is unable to attend work on the next calendar day after the injury, regardless of the injured person's next roster shift, a lost-time injury is deemed to have occurred
LTIFR	Number of lost-time injuries expressed as a rate per million man-hours worked
Marula	Marula Platinum (Pty) Limited
Materiality and material issues	Issues of materiality are those aspects that may have a significant impact on the organisation's reputation and may carry a financial and/or legal cost. These aspects are identified internally through the risk process and externally through ad hoc or routine engagements with a range of stakeholders
Mimosa	Mimosa Platinum (Private) Limited
Mining Charter	Broad-based Socio-Economic Empowerment Charter for the South African Mining Industry
MPRDA	Mineral and Petroleum Resources Development Act, 28 of 2002, which came into effect in South Africa on 11 May 2004
Medical treatment cases (MTCs)	A Medical Treatment Case is defined as a one-time treatment and subsequent observation of minor injuries by an appointed medical professional. Such minor injuries may include treatment by the application of bandages, antiseptic, ointment, irrigation of the eye to remove non-embedded foreign objects or the removal of foreign objects from the wound. MTCs never involve a loss of one or more calendar days after the injury, regardless of the injured person's next rostered shift or where the injured is unable to perform one or more of their routine functions normally connected with their work due to a restriction applied by an appointed medical professional
MW	Megawatt, a measure of electric power
NIHL	Noise-induced hearing loss
Non-executive director	A director who is not involved in the day-to-day running of the organisation but is a nominee director of a material shareholder
NOx	Oxides of nitrogen
NUM	National Union of Mineworkers, South Africa
PGI	Platinum Guild International
PGE	Platinum group elements
PGMs	Platinum group metals being the metals derived from PGE
Platinum Rules	Set of key safety rules
RBH	Royal Bafokeng Holdings
RBN	Royal Bafokeng Nation

RIFR	Reportable or serious injury frequency rate A reportable injury is an injury which results in: (a) the death of the employee; (b) an injury, to any employee, likely to be fatal; (c) unconsciousness, incapacitation from heatstroke or heat exhaustion, oxygen deficiency, the inhalation of fumes or poisonous gas, or electric short or electric burning accidents of or by any employee and which is not reportable in terms of paragraph (d), or as required by the OHS Act where applicable; (d) an injury which either incapacitates the injured employee from performing that employee's normal occupation for a period totalling 14 days or more, or which causes the injured employee to suffer the loss of a joint, or a part of a joint, or sustain a permanent disability
Restricted Work Injuries (RWI)	A Restricted Work Injury is a work-related injury which results in the employee being able to return to his or her permanently assigned workplace, to perform his or her permanently assigned work on the next calendar day, but where the injured is unable to perform one or more of their routine functions normally connected with their work due to a restriction applied by an appointed medical professional
SIFR	Number of serious injuries expressed as a rate per million man-hours worked
SLP	Social and Labour Plan
SMMEs	Small, medium and micro enterprises
SO₂	Sulphur dioxide
TB	Pulmonary tuberculosis, which in South Africa is considered an occupational illness when it is associated with the presence of dust in the workplace
Traditional council leadership	Elected/appointed members of a community according to customs and practices. The tenure of these leaders differ among communities. The chief King/Kgoshi/Kgosi or inKhosi is the head of the Traditional council leadership and the Chairman of the council
VCT	Voluntary counselling and testing, in respect of HIV and Aids
WIM	Women in Mining, being all females including foreign nationals who are involved in core business activities of mining
4E	Platinum, palladium, rhodium and gold
6E	Platinum, palladium, rhodium, ruthenium, iridium and gold

Contact details and administration

Registered office

2 Fricker Road
Illovo, 2196
Private Bag X18
Northlands, 2116
Telephone: +27 (11) 731 9000
Telefax: +27 (11) 731 9254
Email: investor@implats.co.za
Registration number: 1957/001979/06
Share codes:
JSE: IMP
ADRs: IMPUJ
ISIN: ZAE000083648
Website: <http://www.implats.co.za>

Impala Platinum Limited and Impala Refining Services

Head office

2 Fricker Road
Illovo, 2196
Private Bag X18
Northlands, 2116
Telephone: +27 (11) 731 9000
Telefax: +27 (11) 731 9254

Impala Platinum (Rustenburg)

PO Box 5683
Rustenburg, 0300
Telephone: +27 (14) 569 0000
Telefax: +27 (14) 569 6548

Impala Platinum Refineries

PO Box 222
Springs, 1560
Telephone: +27 (11) 360 3111
Telefax: +27 (11) 360 3680

Marula Platinum

2 Fricker Road
Illovo, 2196
Private Bag X18
Northlands, 2116
Telephone: +27 (11) 731 9000
Telefax: +27 (11) 731 9254

Zimplats

Block B
Emerald Park
30 The Chase (West)
Emerald Hill
Harare, Zimbabwe
PO Box 6380
Harare
Zimbabwe
Telephone: +26 (34) 332 590/3
Fax: +26 (34) 332 496/7
Email: info@zimplats.com

Impala Platinum Japan Limited

Uchisaiwaicho Daibiru, room number 702
3-3 Uchisaiwaicho
1-Chome, Chiyoda-ku
Tokyo
Japan
Telephone: +81 (3) 3504 0712
Telefax: +81 (3) 3508 9199

Company secretary

Avanthi Parboosing
Email: avanthi.parboosing@implats.co.za

United Kingdom secretaries

St James's Corporate Services Limited
Suite 31, Second Floor
107 Cheapside
London
EC2V 6DN
United Kingdom
Telephone: +44 (020) 7796 8644
Telefax: +44 (020) 7796 8645
Email: phil.dexter@corpserv.co.uk

Public officer

François Naudé
Email: francois.naude@implats.co.za

Transfer secretaries

South Africa

Computershare Investor Services (Proprietary) Limited
70 Marshall Street
Johannesburg, 2001
PO Box 61051
Marshalltown, 2107
Telephone: +27 (11) 370 5000
Telefax: +27 (11) 688 5200

United Kingdom

Computershare Investor Services plc
The Pavilions
Bridgwater Road
Bristol
BS13 8AE

Auditors

PricewaterhouseCoopers Inc
2 Eglin Road
Sunninghill
Johannesburg
2157

Corporate relations

Johan Theron
Investor queries may be directed to:
Email: investor@implats.co.za