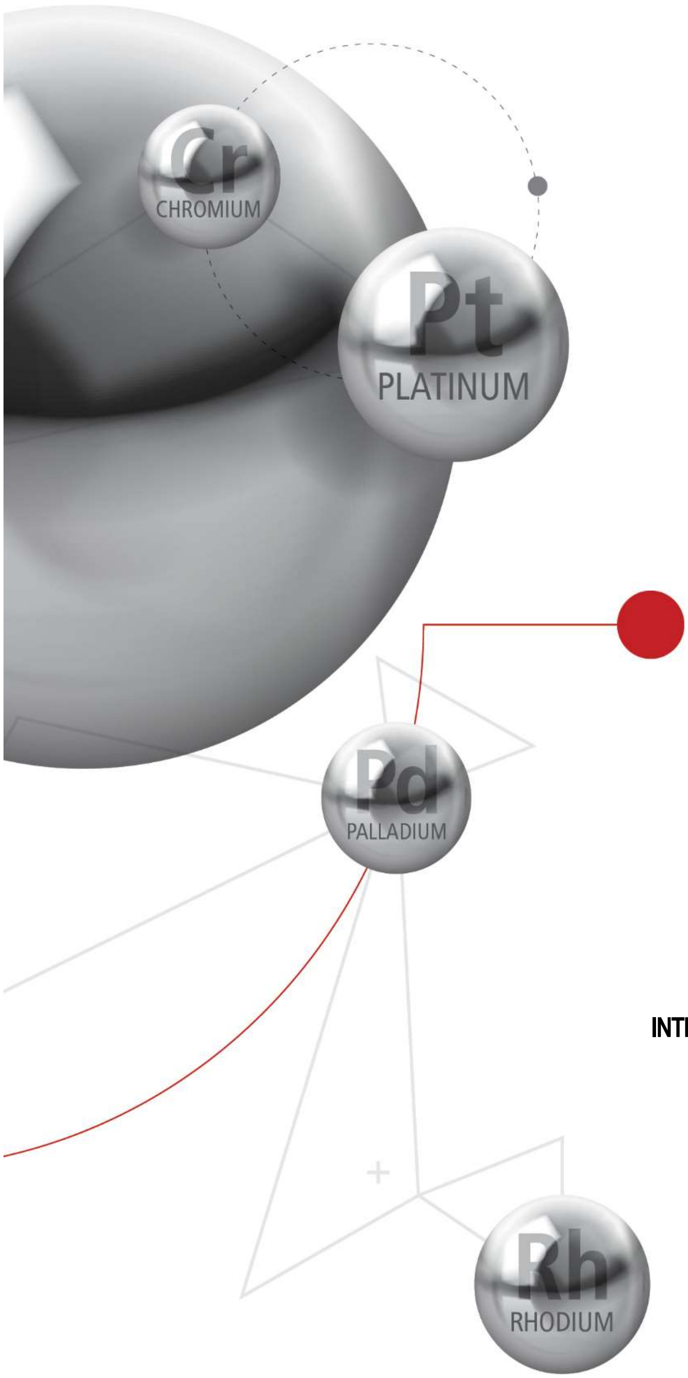
tharisa



INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
31 MARCH 2023

enriching lives through innovating the resources company of the future

INTERIM MANAGEMENT REPORT

for the period ended 31 March 2023

(Incorporated in the Republic of Cyprus with limited liability)
(Registration number HE223412)
JSE share code: THA
LSE share code: THS
A2X share code: THA
ISIN: CY0103562118
LEI: 213800WW4YWMVVZIJM90
('Tharisa' or the 'Company')

MANAGEMENT REPORT FOR THE SIX MONTHS ENDED 31 MARCH 2023

Key Highlights

- **Safety:**
  - Lost Time Injury Frequency Rate ('LTIFR') of 0.27 per 200 000-man hours worked
- **Operations:**
  - Chrome production up 1.4% at 787.9 kt (2022: 776.7 kt) at an average metallurgical grade chrome price of US$247/t (2022: US$175/t), up 41.1%
  - PGM production decreased by 16.1% at 77.0 koz (2022: 91.8 koz) at an average PGM basket price of US$2 216/oz (2022: US$2 592/oz), down 14.5%
- **Corporate actions:**
  - Successfully concluded a US$130 million debt facility with Société Générale and Absa Bank Limited; undrawn as at 31 March 2023
  - US$5 million additional subscription received in the Karo Mining Holdings Bond increasing total proceeds to US$36.8 million
- **Financials:**
  - Revenue increased 0.4% to US$335.3 million (2022: US$334.0 million)
  - EBITDA decreased by 27.0% to US$81.2 million (2022: US$111.3 million) at an EBITDA margin of 24.2% (2022: 33.3%)
  - Profit before tax of US$72.4 million (2022: US$124.3 million)
  - Headline earnings up 25.4% to US$52.8 million (2022: US$42.1 million)
  - Headline earnings per share of US 17.6 cents (2022: US 15.5 cents), an increase of 13.5%
  - Net cash flows from operating activities nearly doubled to US$97.1 million (2022: US$49.1 million)
  - Interim dividend of US 3 cents per share
  - Net cash position of US$112.7 million

Phoevos Pouroulis, CEO of Tharisa, commented:

"Mining has never been more relevant than it is today. The commodities that the mining industry produces are vital in the energy transition that we as a global community are undergoing. Thus, our investment in our assets, our strong production profile, our ability to get our product to market and the time and investment in research and development are vital to create a sustainable business in the long term. Despite the headwinds we experienced in the half-year, we nevertheless managed a healthy EBITDA margin, which ensures we can build on this sustainability and be part of the energy transition so vitally needed. While having a direct effect on our PGM production, Tharisa managed to successfully increase its chrome production, feeding a market which reached multi-year pricing highs during the period. Our unique model of co-producing high quality chrome and PGM products has allowed Tharisa to deliver strong returns to our stakeholders despite not only dealing with unprecedented rainfall, but also the impact of electricity curtailments and logistics issues in South Africa, in particular. Tharisa's intention to become a multi-mine and multi-jurisdiction company is a strategy which de-risks the business, and the progress being made at Karo in Zimbabwe underpins Tharisa's path to becoming one of the top ten producers of platinum, globally.

We are uniquely positioned to weather the elements given the make up of our operation, as a mechanised, open pit operation requiring low power and utilising a highly skilled workforce. This formula will ensure we remain competitive and a relevant player for decades to come."

Safety

Safety is a core value and Tharisa continues to strive for zero harm at its operations. A LTIFR of 0.27 per 200 000-man hours worked was recorded.

tharisa plc

The Key Numbers

	Unit	**Six months ended 31 March 2023**	Six months ended 31 March 2022	Change %
Reef mined	kt	**2 109.5**	2 833.6	(25.6)
Stripping ratio	m^3 waste: m^3 reef	**11.5**	11.9	(3.4)
ROM ore purchased	kt	**297.7**	69.8	326.5
Reef milled	kt	**2 797.4**	2 794.3	0.1
PGM flotation feed	kt	**2 154.9**	2 115.0	1.9
PGM rougher feed grade	g/t	**1.66**	1.74	(4.6)
PGM recovery	%	**67.0**	77.4	(13.4)
PGM ounces produced	5PGE+Au koz	**77.0**	91.8	(16.1)
Average PGM basket price	US$/oz	**2 216**	2 592	(14.5)
Average PGM basket price	ZAR/oz	**39 094**	39 721	(1.6)
Cr_2O_3 ROM grade	%	**17.7**	17.6	0.6
Chrome recovery	%	**66.2**	66.7	(0.7)
Chrome yield	%	**28.2**	27.8	1.4
Chrome concentrates produced (excluding third party)	kt	**787.9**	776.7	1.4
Metallurgical grade	kt	**712.5**	600.3	18.7
Specialty grades	kt	**75.4**	176.4	(57.3)
Third-party chrome production	kt	**86.8**	102.6	(15.4)
Chrome concentrates sold (including third-party)	kt	**881.5**	816.4	8.0
Metallurgical grade chrome concentrate contract price	US$/t CIF China	**247**	175	41.1
Metallurgical grade chrome concentrate contract price	ZAR/t CIF China	**4 387**	2 670	64.3
Average exchange rate	US$:ZAR	**17.7**	15.3	15.7
Group revenue	US$ million	**335.3**	334.0	0.4
Gross profit	US$ million	**93.6**	122.6	(23.7)
Net profit	US$ million	**54.7**	113.4	(51.8)
EBITDA	US$ million	**81.2**	111.3	(27.0)
Headline earnings	US$ million	**52.8**	42.1	25.4
Headline earnings per share	US cents	**17.6**	15.5	13.5
Earnings per share	US cents	**17.4**	32.7	(46.8)
Declared interim dividend per share	US cents	**3.0**	3.0	-
Gross profit margin	%	**27.9**	36.7	(24.0)
EBITDA margin	%	**24.2**	33.3	(27.3)
Net cash flows from operating activities	US$ million	**97.1**	49.1	97.8
Net cash	US$ million	**112.7**	26.9	319.0
Capital expenditure	US$ million	**49.3**	51.1	(3.5)

Market Review

The commodities produced by Tharisa underwent differing price dynamics, but incidentally both were driven by macro sentiment with chrome shining as economic growth and demand continued to accelerate in our main market for chrome, namely China, while the PGM basket was affected from the economic effects of a slowing demand in the vehicle (ICE) market, while destocking by major buyers put pressure on some commodity basket components. Both PGMs and chrome were underpinned by supply issues, which have and will continue to have an impact on the already tight fundaments, and with a lack of new projects, any additional production may be considered replacement production in this already tight supply demand scenario. Thus projections for pricing dynamics in the second half of our financial year place us in a relatively strong position.

Chrome was the standout performer for the period, with prices rising 41.1% to average at US$247/t (31 March 2022: US$175/t), while the weakening exchange rate meant that when measured in Rand/tonne terms the price increased by 64.3% for the period under review. It was the same exchange rate weakening that ensured that while in US dollar terms the PGM basket price saw a decrease of 14.5% from US$2 592/oz to US$2 216/oz, in South African rand terms the price decreased only 1.6%.

Chrome prices continue to trade at multi year highs -record spot prices when measured in ZAR/t terms - as demand remained extremely buoyant, driven in part by the reduction of output from secondary chrome producers. Inland logistical challenges for the industry and port complexities, means the supply chain remains under pressure. Our logistics team continues to access available modalities to deliver product on time to customers.

Stockpiles in China continue to hover at historically low levels, and we maintain that the operational challenges some competing industry players have cited publicly and highlighted in our previous commentaries will remain an issue for a significant time to come, emphasising our view on continued strong pricing and ongoing tight supply-demand fundamentals.

While the PGM prices retreated, the fundamentals for the commodity remain fundamentally strong, with Tharisa uniquely positioned to manage the industry input challenges given our low use of electricity, open pit nature of the operations, flexibility of the processing plants and multiple revenue streams extracted from the run of mine material.

As a direct result of these challenges platinum output is predicted by some analysts to be below 4 Moz in calendar year 2023, impacting the supply chain, particular if tighter emission controls, as envisioned by the European Union as a trendsetter, are implemented, meaning supply chains will need to accelerate stocking in order to meet the emission reduction deadlines. Furthermore, the macro environment is seeing an improvement in auto catalytic demand due to more vehicle sales, lower recycling and the aforementioned primary supply pressures.

Tharisa remains a major player in the global chrome industry, supplying approximately 10% to 12% of China's annual demand for the metal.

Tharisa also remains a significant player in the specialty chrome market, with about a quarter of its annual chrome output being delivered into these markets. The prices of these products (chemical and foundry chrome) have attracted and continue to attract a premium over metallurgical grade chrome ore.

Operational Review

Mining in the period under review was impacted by unprecedented rainfall, which had a material effect on the ability to mine the right ore mix from the multi-seam open pit. While stockpile and strategic Run of Mine ('ROM') ore purchases supplemented milling throughput the input mix into the processing circuit meant that PGM recoveries and thus PGM output was affected. Nevertheless, chrome output was up on the comparable period and mining volumes started to recover towards the end of the period. The main issue as a result of the adverse weather was a limitation on the ability to strip sufficient waste to access the optimal blend of reef horizons, with the Company appointing an outside contractor as of 1 May 2023 for a period of two years to assist in the waste stripping thereby stripping ahead of the life of mine stripping ratio of 9.8 m^3: m^3, with the aim not only to catch up the waste removal but develop ahead of the mine plan, all in a time when the strip ratio in the pit itself remained ahead of the life of mine requirements.

Reef mined was down 25.6% at 2 109.5 kt (31 March 2022: 2 833.6 kt) with the above-mentioned strip ratio sitting at 11.5 m^3: m^3 (31 March 2022: 11.9 m^3: m^3), while, as a result of ore stockpile and the ROM purchases of some 298 kt for the six months, reef milled was flat at 2 797.4 kt (31 March 2022: 2 794.3 kt). The blended ore in the period had less of an effect on the chrome output of 787.9 kt (31 March 2022: 776.7 kt) with a ROM grade of 17.7% (31 March 2022: 17.6%) and chrome recovery 66.2% (31 March 2022: 66.7%). PGM production was down from the strong comparable period at 77.0 koz (31 March 2022: 91.8 koz) as grade 1.66 g/t (31 March 2022: 1.74 g/t) and importantly recoveries at 67.0% (31 March 2022: 77.4%) hampered a better operating performance as a direct result of the non-ideal ore feed into the PGM circuits.

Karo Mining Holdings ('Karo')

With commencement of construction officially recognised on 7 December 2022, this project will not only double the PGM output of Tharisa but places it well on track with is stated strategy of becoming a multi-mine multi-jurisdiction resources company. With the challenges of the traditional South African PGM industry all too evident – South Africa hosts some 80% of the world's PGM resources - Zimbabwe as the host of the second largest PGM inventory is attracting greater attention with all three major producers operating successfully and profitably in Zimbabwe.

The Mining Lease area for the Karo Platinum Project covers an area of 23 903 ha (approximately 239 km²) and is located within the Great Dyke in the Mashonaland West District of Zimbabwe, approximately 80 km southwest of Harare and 35 km southeast of Chegutu.

With earth moving and earthworks proceeding to plan, major civil contracts were also awarded in the period and power transmission contracts concluded. Long lead items are being procured according to the construction schedule. Significantly Karo, staffed with some 150 employees, will commence with a trial mining pit in the third quarter to further understand the drilling, blasting, grade control and processing. Construction remains on track for first ore in mill in July 2024.

Karo controls an indirect 85% of the shareholding of Karo Platinum with the Republic of Zimbabwe holding the remaining 15% on a free funded carry basis.

Conclusion

The unique properties of the Tharisa operation were evident in the resilience of both production and cash generating ability as both macro-economic issues and infrastructure challenges tested the mine's capabilities to the limit. It is testament to the team that it was able to weather the storm and ensure that the foundation of our business was able to ensure our Vision 2025 growth strategy remains well intact.

Karo is turning out to be a world class development project in line with our forecasts and the commodities we produce will be vital in the decarbonisation of the global economy. Our unique business model of complete integration from pit to port to customer and our commodities mix once again showed its mettle and our flexible approach to financing growth is evident in our practical use of our balance sheet.

Not visible is the work the Tharisa team has done on adding further value to the products we mine and to ensure we meet our internal decarbonisation goals, as we made great strides in not only pushing forward with our renewable energy drives at the mine but developing our internal energy storage business using our commodities, while the proposed plans to downstream beneficiate our PGM products are further gathering momentum.

We have a busy but equally rewarding six months ahead as Karo gathers momentum and we update the market in our other initiatives, which are all part of our motto of creating the resources company of the future.

FINANCIAL REVIEW

Persistent inflationary pressures placed significant strain on global economies and equity markets in the period under review.. Attempts from the US Fed, other global central banks as well as the South African Reserve Bank to stabilise trailing inflation involved consecutive interest rate increases over the period, driving up production costs and pressurising profit margins, and although there are signs of global inflation abating, interest rate cuts are only expected to commence during the latter part of the 2023 calendar year.

With its primary mining operations in South Africa, Tharisa as an exporter, and a South African Rand ('ZAR') based cost centre benefited from the weakening in the South African currency as a result of not only the global economic headwinds experienced but also due to the continuation of the country's electricity crisis, supply issues due to ongoing logistical challenges experienced by Transnet causing significant bottlenecks and infrastructural investment challenges. During the interim period, the currency traded within a midpoint upper and lower range of ZAR16.96 and ZAR18.36 to the US$.

Segmental analysis

The basis of the allocation of shared costs is 55% for the PGM segment (31 March 2022: 80%) and 45% for the chrome segment (31 March 2022: 20%). The allocation is reviewed bi-annually.

tharisa plc

PGM segment

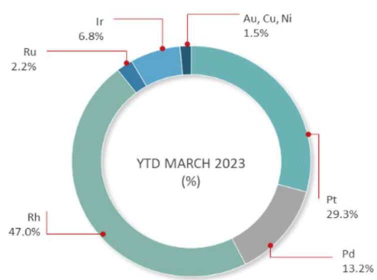
The segmental information relating to the PGM segment is set out below.

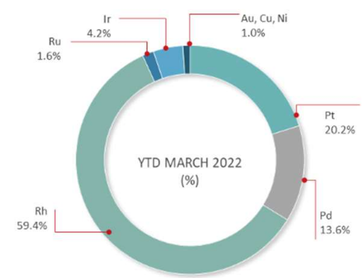
	Unit	**Six months ended 31 March 2023**	Six months ended 31 March 2022	Change %
PGM production	6E koz	**77.0**	91.8	(16.1)
PGM sales	6E koz	**76.8**	86.5	(11.2)
PGM basket price	US$/oz	**2 216**	2 592	(14.5)
PGM revenue	US$'000	**122 080**	194 979	(37.4)
PGM cost of sales	US$'000	**(88 365)**	(108 132)	(18.3)
PGM selling expenditure	US$'000	**(314)**	(387)	(18.9)
PGM gross profit	US$'000	**33 401**	86 460	(61.4)
Gross profit margin	%	**27.4**	44.3	(36.1)

PGM revenue decreased by 37.4% to US$122.0 million (31 March 2022: US195.0 million) as a result of the 14.5% decline in PGM basket prices from US$2 592/oz during the 2022 financial interim period to US$2 216/oz coupled with a decrease in PGM sales of 11.2%.

The revision in the shared cost allocation resulted in a decrease of 31.3% in shared costs contributing to the cost of sales per unit decrease by 29.5% to US$1 590/oz (31 March 2022: US$2 255/oz) notwithstanding the inflationary pressures.

A breakdown of the PGM revenue is depicted in the figures below:





During the interim period, rhodium traded at an average price of US$10 812/oz (31 March 2022: US$15 189/oz), a decrease of 28.9%. A decrease of 29.4% was observed in palladium prices which dropped to US$1 563/oz (31 March 2022: US$2 215/oz) whilst platinum prices dropped marginally by 0.7% to US$1 004/oz (31 March 2022: US$1 011/oz).

tharisa
plc

Chrome Segment

The segmental information relating to the chrome segment is set out below:

	Unit	**Six months ended 31 March 2023**	Six months ended 31 March 2022	Change %
Chrome production	kt	**787.9**	776.7	1.4
Metallurgical grade	kt	**712.5**	600.2	18.7
Specialty grade	kt	**75.4**	176.5	(57.3)
Chrome sales	kt	**789.4**	719.3	9.7
Metallurgical grade contracted selling price (CIF basis)	US$/t	**247**	175	41.1
Chrome revenue	US$'000	**188 239**	120 062	56.8
Chrome cost of sales	US$'000	**(70 168)**	(33 012)	112.5
Chrome selling expenditure	US$'000	**(59 832)**	(52 144)	14.7
Chrome gross profit	US$'000	**58 239**	34 906	66.9
Gross profit margin	%	**30.9**	29.1	6.2

Chrome revenue for the period increased by 56.8% to US$188.2 million on the strength of higher chrome prices coupled with an increase in sales volumes of 9.7% to 789.4 kt (31 March 2022: 719.3 kt) despite the 57.3% decrease in production volumes of speciality grade chrome to 75.4 kt (31 March 2022: 176.5 kt). The 9.7% increase in sales volumes of metallurgical grade chrome softened the erosion to revenue from the decrease in specialty grade chrome sales volumes. The revision of the shared cost allocation to 45% (31 March 2022: 20%) and the cost of purchased ROM ore contributed to the higher cost of sales per tonne in addition to inflationary cost increases that drove up input costs during the period.

Average sea freight costs decreased by 37.5% to US$23.5/t (31 March 2022: US$37.6/t) as a result of the easing of shipping bottlenecks caused by the impact of COVID-19 lockdown restrictions that have now been alleviated.

COSTS

Unit Cost Analysis

The following analysis computes the cash costs (i.e., excluding non-cash flow items such as depreciation) on a per cube and per Run of Mine ('ROM') tonne mined for mining costs and further analyses the major cost categories on a per tonne milled basis. Costs relating to deferred stripping of US$8.7 million (31 March 2022: US$4.8 million) which are capitalised, were excluded from the per tonne milled analysis.

	Unit	**Six months ended 31 March 2023**	Six months ended 31 March 2022	Change %
Cubes mined	Mm^3	**7.3**	10.3	(29.2)
Cost per cube mined*	US$/$m^3$	**10.4**	8.5	22.4
Reef mined	kt	**2 109.5**	2 833.6	(25.6)
Cost per reef tonne*	US$/t	**36.0**	31.0	16.4
Tonnes milled	kt	**2 797.4**	2 794.3	0.1
On mine cash cost#	US$/t	**48.2**	46.1	4.6
Consolidated cash cost#	US$/t	**53.4**	50.4	5.9

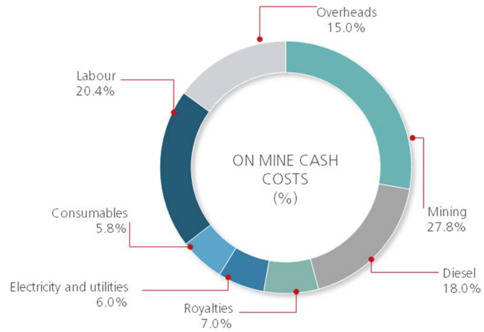
**excluding the cost of purchased run of mine ore. #exclusive of capitalised deferred stripping and selling expenses.*

Mining costs per cube mined increased significantly by 22.4% to US$10.4/$m^3$ (31 March 2022: US$8.5/$m^3$) as a result of inflationary costs increases further exacerbated by a significant reduction in mining output by 29.2% with fixed costs on a per unit basis being absorbed by the lower production volumes. With the waste stripping ratio being above the life of mine stripping ratio, US$8.7 million was capitalised to mining assets (31 March 2022: US$4.8 million). The increase in the on mine cash cost of 4.6% resulted from higher unit costs per reef tonne mined, increases in key production inputs due to inflationary pressures as well as the cost of ROM ore purchases. The cost pressures were partially offset by the weakening of the ZAR which weakened 15.7% over the period.

tharisa
plc

On mine cost

The on mine cost split for the period ending 31 March 2023 is depicted below.



All in Cost

On a by-product basis, the all-in sustaining cost per platinum ounce was US$288/oz whilst the all-in sustaining cost per metallurgical grade chrome per tonne was US$120/t.

Summary of results

Revenue for the period increased marginally by 0.4% to US$335.3 million (31 March 2022: US$334.0 million) as a result of increases in chrome sales prices and sales volumes realised despite the decline in PGM prices and sales volumes.

Other operating expenses amounted to US$27.9 million (31 March 2022: US$24.8 million), an increase of 12.5%.

The largest cost component of other operating expenses was employee related expenses which contributed 49.5% to the total other operating expenses amounting to US$13.8 million (31 March 2022: US$13.8 million).

EBITDA amounted to US$81.2 million (31 March 2022: US$111.3 million), a 27.0% decrease.

Finance costs of US$3.7 million (31 March 2022: US$2.3 million) relate primarily to the asset equipment finance facilities utilisation and draw down of US$40 million of the bridge loan facility.

Changes in fair value of financial liabilities relating to the option to acquire an 11% shareholding in Karo Platinum by Generation Minerals, credited US$9.1 million to the profit before tax.

The Group generated a profit before tax of US$72.4 million (31 March 2022: US$124.3 million).

The taxation charge for the period totalled US$17.7 million (31 March 2022: US$22.7 million) with an effective tax rate of 24.4%. (31 March 2022: 18.2%). Total cash taxes paid amounted to US$11.5 million.

Taking into account the foreign currency translation reserve of US$3.2 million, total comprehensive income totalled US$57.9 million (31 March 2022: US$112.6 million); a decrease of 48.6%.

Basic earnings per share for the period amounted to US 17.4 cents.

The return on invested capital, calculated as the net operating profit after tax divided by the average invested capital (comprising total assets less cash and non-interest-bearing short-term liabilities), for the period under review decreased to 13.9% (31 March 2022: 23.1%).

Funding

Total interest-bearing debt to equity for the Group was 13.9% (31 March 2022: 12.1%). Of the total interest-bearing debt, US$76.0 million was US$ denominated whilst US$17.0 million was ZAR denominated.

Cash and cash equivalents as at 31 March 2023 amounted to US$205.7 million (31 March 2022: US$101.5 million) resulting in a net debt to equity ratio of -16.9% (31 March 2022: -4.4%).

Net debt to EBITDA for the interim period was -1.4 times (31 March 2022: -0.2 times).

Capital expenditure and commitments

Of the total capital expenditure for the interim period of US$49.3 million, approximately US$18.4 million pertained to additions to the mining fleet and US$27.4 million related to other mining assets, of which Karo totalled US$18.3 million.

Group capital commitments total US$114.3 million.

Cash flows

Cash flows generated from operations before accounting for working capital adjustments for the period amounted to US$86.0 million (2022: US$121.2 million).

Working capital adjustments for the period include the following:

- An increase in inventories of US$14.1 million;
- An increase in trade and other receivables of US$13.7 million; and
- A decrease in trade and other payables of US$5.3 million.

Additions to property, plant, and equipment for the period totalled US$49.3 million.

After taking into account, inter alia, debt and interest repayments, there was a net increase in cash and cash equivalents for the period of US$61.4 million.

Cash and cash equivalents on hand totalled US$205.7 million.

Net current assets amounted to US$234.8 million.

Karo Mining Holdings

Karo Mining Holdings concluded a bond listing on the Victoria Falls Stock Exchange ('VFEX') raising an amount of US$32.0 million (includes US$10.0 million subscribed to by Arxo Finance Limited, a subsidiary of Tharisa plc) with a tenor of three years at a semi-annual coupon of 9.5%, on 16 December 2022. The bond was the first of its kind to be listed on the VFEX. Subsequent to the listing, the bond was granted prescribed asset status by IPEC, and a 'tap' issue raised a further US$5.0 million.

Dividend

An interim dividend of US 3.0 cents per ordinary share has been declared. The interim dividend will be paid on Wednesday, 21 June 2023 and will be paid from income reserves.

Shareholders on the principal Cyprus register will be paid in United States Dollar (US$), shareholders whose shares are held through Central Securities Depositary Participants (CSDPs) and brokers and are traded on the JSE will be paid in South African Rand (ZAR) and holders of Depositary Interests traded on the LSE will be paid in Sterling (GBP). The currency equivalents of the dividend, based on the weighted average of the South African Reserve Bank's daily rate at approximately 10:30 (UTC+2) on 18 May 2023, being the currency conversion date, are as follows:

	Exchange rate	Dividend per share in payment currency
South Africa – JSE	ZAR19.45320 / US$	58.35960 South African cents per share
United Kingdom - LSE	GBP0.80463 / US$	2.41390 pence per share

The timetable for the dividend declaration is as follows:

Currency conversion date:	Thursday, 18 May 2023
Declaration date and currency conversion dates announced:	Friday, 19 May 2023
Last day to trade cum-dividend rights on the JSE:	Tuesday, 6 June 2023
Last day to trade cum-dividend rights on the LSE:	Wednesday, 7 June 2023
Shares will trade ex-dividend rights on the JSE:	Wednesday, 7 June 2023
Shares will trade ex-dividend rights on the LSE:	Thursday, 8 June 2023
Record date for payment on both JSE and LSE:	Friday, 9 June 2023
Dividend payment date:	Wednesday, 21 June 2023

No dematerialisation or rematerialisation of shares within Strate will be permitted between Tuesday, 6 June 2023 and Friday, 9 June 2023, both days inclusive. No transfers between registers will be permitted between Thursday, 18 May 2023 and Friday, 9 June 2023, both days inclusive.

Tax implications of the dividend

Shareholders and Depositary Interest holders should note that information provided should not be regarded as tax advice.

Shareholders are advised that the dividend declared will be paid out of income reserves and may therefore be subject to dividend withholding tax depending on the tax residency of the shareholder.

South African tax residents

South African shareholders are advised that the dividend constitutes a foreign dividend. For individual South African tax resident shareholders, dividend withholding tax of 20% will be applied to the gross dividend of 58.35960 South African cents per share. Therefore, the net dividend of 46.68768 South African cents per share will be paid after 11.67192 South African cents in terms of dividend withholding tax has been applied. Shareholders who are South African tax resident companies are exempt from dividend tax and will receive the dividend of 58.35960 South African cents per share. This does not constitute legal or tax advice and is based on taxation law and practice in South Africa. Shareholders should consult their brokers, financial and/or tax advisors with regard to how they will be impacted by the payment of the dividend.

UK tax residents

UK tax residents are advised that the dividend constitutes a foreign dividend and that they should consult their brokers, financial and/or tax advisors with regard to how they will be impacted by the payment of the dividend.

Cyprus tax residents

Individual Cyprus tax residents are advised that the dividend constitutes a local dividend and that they should consult their brokers, financial and/or tax advisors with regard to how they will be impacted by the payment of the dividend.

Additional information required by the JSE Listing Requirements

Tharisa has a total of 302 596 743 ordinary shares in issue on Friday, 19 May 2023, of which 299 746 365 carry voting rights and are eligible to receive dividends.

Definitions to non-IFRS financial information

EBITDA represents the sum of: results from operating activities, depreciation and impairments and write offs of property, plant and equipment as stated in the consolidated statement of cash flows and certain changes in fair value of financial assets and liabilities as stated in the consolidated statement of profit or loss.

Return on invested capital: calculated on a twelve month rolling basis being the net operating profit after tax divided by the average invested capital (comprising total assets less cash and non-interest bearing short term liabilities).

Net cash position: cash less total borrowings.

Net debt to EBITDA: net cash position divided by EBITDA.

Net debt to equity: net cash position divided by total equity.

Interest bearing debt to equity: total borrowings divided by total equity.

Principal risks and uncertainties

The following tables summarise the material risks identified by management in consultation with stakeholders and with reference to the Group's business model and strategy.

Risk	Impact	Mitigation
Health and safety		
The safety and health of our people is our core value Operating in a safe manner is a key performance indicator for all executives and managers at Thresa and its subsidiaries.	Harm to people, the environment and assets Potential Section 54 and Section 55 instructions from the DMRE in terms of the South African Mine Health and Safety Act and the impact on production.	Strive for a zero-harm working environment. Further, implement a culture where safety risks will not be tolerated. Comprehensive training on mandatory code of practices and standard operating procedures. Continuous training and adherence to global best practices. Transparent and open relationships with the DMRE inspectorate and other regulatory bodies. Key performance indicator ("KPI") in Group cash bonus scheme to incentivise safe behaviour. Ensuring alignment and standardisation across all jurisdictions and operations. Tharisa has put in place measures that at a minimum comply with government regulations and adhere to best practices.
Political uncertainty		
South Africa – the burgeoning unemployment, increasing government debt and negligible GDP growth has led to a negative response to political certainty. Negative business confidence. Zimbabwe – limited international sanctions still exist and may affect the economy's stability. Hyperinflation and monetary policy uncertainty. Negative business confidence and political uncertainty. Lack of currency liquidity. Instability in Eastern Europe.	Unattractive investment destination(s) for investors. Political and civil unrest adversely impacting mining production. Closing (temporary or permanent) of end-user markets. Imposition of sanctions on countries buying our products.	The South African government has indicated commitment and intent to ensuring South Africa remains politically stable and that the economy is advanced. Pledges by global concerns to invest in the country will improve business confidence, unlock investment flows and increase GDP growth. Continuous drive by the Government of Zimbabwe to create an investor-friendly environment. Establishment and awarding of SEZ in Zimbabwe to assist capital flows and investment. Tharisa has a wide range of offtakers who value the quality products Tharisa produces. The Company continuously strives to create new markets for its products.
Regulatory compliance		
Tharisa Minerals' right to mine is dependent on strict adherence to various legal and legislative requirements such as: The MPRDA and/or Mining Charter and/or the Group's Social and Labour Plan. The Group is required to comply with a range of health and safety laws and regulations in connection with its mining, processing, manufacturing and logistics activities. Any perceived non-compliance with the regulations could lead to a temporary shutdown of all or a portion of the Group's mining activities. The Mines and Minerals Act of Zimbabwe and mining regulations promulgated under such Act.	Cost of compliance to changes in the Mining Charter. Non-compliance resulting in potential legal sanctions including fines, penalties and risks to the right to mine through forfeiture or cancellation. Access to forms of capital is hindered.	Ensure compliance with current MPRDA. Ensure compliance with the terms of the Mining Charter. Ensure compliance with the Group's Social and Labour Plan. Proactive engagement with regulatory authorities and industry organisations. Ensure communication and awareness with investors are maintained. Ensure compliance with all relevant Zimbabwean legislation including the Mines and Minerals Act, Mining regulations promulgated under section 403 of the Mines and Minerals Act, the Labour Act, Exchange Control regulations and other laws and enactments governing investments. Routine audits are carried out by regulatory/competent authorities in line with the relevant legislative prescripts to ensure compliance. Regular internal inspections are conducted by the SHE department to ensure compliance with regulatory requirements.

Risk	Impact	Mitigation
Production/location concentration		
Tharisa currently owns and operates one primary producing asset located in South Africa The Group has made investments into Zimbabwean development projects; however, it is still exposed to the potential political risk and instability within the country of its primary operation.	Exposure to potential macroeconomic, social and socio-political risks and instability. Sovereign rating downgrades of the country of operation can limit the Group's ability to raise financing and increase the cost thereof. Exposure to only two main commodities.	Third-party operations, such as the operations of Sibanye Stillwater's K3 UG2 chrome plant, provide additional revenue from an alternate operation Diversification into higher-grade chrome products. Development of the Karo Platinum Project in Zimbabwe will provide geographic diversification Considering investment opportunities to diversify commodities as they arise. Development of new offtake agreements for the Company's PGM concentrates. In-house development of downstream beneficiated products to create a broader market for our products.
Global commodity prices, currency volatility and other economic factors		
The Group's revenues, profitability and future growth rate depend on the prices of PGMs and chrome. The state of the world's economies impacts demand and market prices for PGMs and chrome. Volatility in the ZAR:US$ exchange rate affects the Group's profitability. Inflationary impact.	Downward pressure on PGMs and/ or chrome prices may negatively affect the Group's profitability and cash flows. The Group's reporting currency is US dollar. The Group's dominant current operations are based in South Africa, with a ZAR cost base, while the majority of the revenue stream is in US dollar, exposing the Group to the volatility and movement in the currencies. Risk of competitor product dumping and undercutting market prices in respect of the chrome market. Impact on input and operating costs and thus margins.	Monitor costs closely to ensure that the Group remains in the lowest cost quartile. Stringent cost control. Improved operating efficiencies and production driving down unit costs. Service providers appointed to manage the Group foreign exchange and PGM hedging strategy. Production of higher-value-add specialty grade chrome concentrates comprising ~10% of Group chrome concentrate production. Focus on operating performance to maintain unit costs. Sourcing of multiple suppliers for best pricing. Cost control measures implemented when appropriate.
Financing and liquidity		
The Group's activities expose it to various financial risks including market, commodity prices, credit, foreign exchange and interest rate risks. Static share price trading. Non-compliance to ESG standards and requirements may affect capital raising abilities. Debt funding for Karo Platinum. "Grey listing" of South Africa by the Financial Action Task Force.	Significant changes in the financial assumptions made by the Group could impact its ability to continue operating and jeopardise its ability to raise financing in the future. Adverse impact on the ability to raise capital for growth and acquisitions. Stalling of the Karo Project due to the Company's inability to raise the required debt capital. Potential increase in regulatory compliance and cost of funding.	Positioned as a low-cost producer of both PGM and chrome concentrates. Production of higher value-add specialty grade chrome concentrates Leveraging third-party operations. Diversified customers and markets. Undrawn banking facilities. Trade finance facilities assist with working capital requirements. Secondary listing on the LSE and an additional listing on A2X in South Africa provide additional trading platforms and increased liquidity. Marketing and roadshow efforts have significantly enhanced the Group's profile, investor awareness, and investor spread. Compliance and assurance of ESG standards. Multiple debt structures and funding options are being considered to ensure funding is brought on board. Slowing of the project to ensure funding timelines are met. Engagement with lenders to ensure all parties are fully compliant to ensure better transaction flows. Investigate international funding for non-grey listed operations.

tharisa
plc

Risk	Impact	Mitigation
Market/customer concentration		
The bulk of Tharisa's chrome production is exported to China. This gives the Group significant exposure to a single geographic market.	Customer base largely located in China, with accompanying exposure to Chinese markets.	No reliance on a dominant customer within that market. Tharisa has strategically diversified its production by increasing specialty grade chrome concentrates, which make up approximately 25% of Tharisa's total chrome production. Chemical and foundry grade chrome concentrates sold into diversified global markets. Diversified commodities with PGM concentrate sold to leading precious metal refiners on an offtake basis. PGM offtake diversification. Beneficiation strategy.
Environment		
Tharisa is obliged in terms of its undertaking to stakeholders, including the government, providers of capital and the community, to monitor, minimise and mitigate our impact on the physical environment and not to infringe on the rights to a safe and healthy environment. Non- compliance with this undertaking may infringe on the terms of the mining licence and the ability to continue mining.	Harm to the environment. Increased costs of remediation and rehabilitation due to legislative changes. Potential legal sanctions including mine stoppage and class action suits. Poor image of mining companies.	Conduct all mining and processing operations in an environmentally responsible manner. Compliance with applicable national and local laws and regulations. Monitor compliance against EMPR, licences and Equator Principles. Compliance with provision for rehabilitation and mine closure. Ongoing environmental impact monitoring, management and evaluation. Ongoing internal and external compliance audits/ inspections. Update/ amendment of licences, permits and authorisations. Community engagements through SLP and local forums. Ongoing engagements with competent authorities to source advice on new or amended regulations.
Climate change		
The Group is exposed to risks arising from climate change. The risks can be divided into physical risks, arising from the impact of climate change on operations, and reputational risks (arising from Tharisa being perceived as not contributing to addressing climate risk in a timely and meaningful way by providers of capital).	Rising temperature levels can affect the availability of natural elements required by the mine, such as access to water. Rising temperatures can affect the physical wellbeing of the workforce. The availability of capital will reflect how well companies seek to decarbonise their operations and supply chains. Introduction of carbon taxes to encourage companies to improve their carbon footprints.	Disclosure and reporting on annual CO_2 emissions. Expand and implement a roadmap to reduce operational CO_2 emissions with a targeted reduction of 30% set by 2030 and a drive to become net carbon neutral by 2050. Engaging with our supply chain on their commitment to decarbonisation Closer cooperation with suppliers and ensuring the latest technology is implemented to reduce CO_2 emissions. Introduction and implementation of energy and water- efficient ways of product processing. Construction of new water storage facilities to cater to projected water shortages. Active participation in the water management forums in the catchment area. Electricity generation from renewable sources wherever possible. Replacement of diesel fuel as an energy source, where possible, within the fleet at the end of asset life.
Local stakeholders		
Tharisa Minerals' neighbours are impacted by its operations in terms of dust, noise, water usage and security. The stakeholders' perceptions, including different sections of the community and various levels of government, are varied and multi-layered. Negative and inaccurate media coverage can influence perception. Community relocation program.	Local stakeholder discontent has the potential to disrupt operations. Safety and health of the community. Complaints to regulatory authorities and risk of intervention. Potential for adverse litigation. Poor image of mining companies Lack of support in equity markets and amongst stakeholders, ultimately leading to a cost of capital impact. Inability to continue expanding the mine in line with operational requirements.	Ongoing environmental impact monitoring. Property purchase agreements being concluded with local landowners. Partner with government and local municipality to develop identified land within the municipal spatial development area to which the community may be relocated. Ongoing discussions with the DMRE and other government bodies. Positive engagements with the local community with a focus on sustainable community projects. Focus on recruiting from local communities if there is a skills match. Regular and repetitive communication and emphasis on key messages utilising all available media channels. Immediate corrective actions and corrections on factual inaccuracies or misconceptions. Continue with the best in practice community relocation program.

Risk	Impact	Mitigation
Access to resources and infrastructure		
Tharisa's mining, processing, manufacturing logistics and marketing operations rely on sustainable access to water, electricity as well as road, rail and port infrastructure.	Production interruptions Failure to meet delivery and customer commitments and contracts	Two independent processing plants provide flexibility in times of electricity and water curtailments. Multi-modal transport optionality via bulk or containers, road and/or rail Integrated agreement for rail transportation and port facilities concluded with Transnet and Maputo Port Authorities. Improved water supply through close collaboration with the custodian of the water resource. Agricultural water rights from Buffelspoort as a result of the additional properties that were purchased. Mine water reticulation system and construction of new water storage facilities. Salt and water balancing have improved water quality. Supply of potable water from Samancor Mine (Randwater line). Drilling and licensing of new boreholes to ensure water supply volumes remain positive. The increased depth of the mine pit provides more ingression of water which is dewatered for surface use. Open-pit diesel-powered mining fleet reduces reliance on electricity. Generators installed at the processing plants to mitigate electrical supply curtailments. Development of solar energy for further independence from grid power.
Labour		
The consistent, assured availability of appropriately skilled human resources at economical rates is essential to the sustainability of Tharisa's operations. Similarly important is the efficiency and discipline of the Group's workforce.	Labour disruptions in South Africa remain a risk, particularly with the current political climate, which may contribute to heightened labour and community unrest. Potential damage to property. Loss of production.	Monthly liaison with shop stewards and regular contact with regional leadership. Ongoing training programmes. Adequate insurance cover in the event of damage to property arising from unrest. All levels of employees are incentivised through bonus and incentive schemes leading to improved productivity and employee retention. Tharisa has completed nearly three years of a four-year wage agreement without disruptions, providing certainty for both parties.
Management of resources and reserves		
Management and planning of the extraction of the multiple MG layers of the reef are critical to the business model. Tharisa's success depends on extracting the maximum value per tonne of the reef while avoiding pit dilution and undue sterilisation of the resource.	Sub-optimal quantity and quality of reef results in poor processing plant recoveries, impacting production and financial performance. Sterilisation of resources reduces the life of mine and inhibits mining flexibility. Loss of production in the event of low ROM stockpiles ahead of the plants.	Owner mining model enables in-house management and control of all mining activities, focusing on correct mining practices with optimal quality and quantity of ROM. Investment in the latest technology and machinery for optimal mining practices. In-house mining skills. Strategic purchase of ROM ore. Accuracy and execution of mine plan. Mining employees managed on KPIs.
Unscheduled breakdowns		
The Group's performance relies on the consistent mining and production of PGM and chrome concentrates from the Tharisa Mine.	Any unscheduled breakdown leading to a prolonged reduction in mining and/or production may have a material impact on the Group's financial performance and results of operations. Loss of production as a result of low ROM stockpiles ahead of the plants.	Optimisation of the existing mining fleet. Developed engineering and geological skills that are integral to in-house mining. Preventative maintenance programme for the fleet and plant. Long lead item spares in stock. Ensure adequate ROM stockpiles (target two months) while supplementing times of low ROM with purchases of ROM from third parties. Continuous investment throughout the cycle ensures unscheduled breakdowns are kept to a minimum.

Risk	Impact	Mitigation
Cyber security		
The Group's performance may be materially and adversely impacted by a cyber-attack on its IT system.	The processing plants at the mine are controlled by a supervisory control and data acquisition operating system and a cyber-attack could potentially subject the Group to a ransomware demand and/or cause a shutdown of the processing operations until a backup system is operational, or a work-around solution is obtained.	The Group has carried out an audit of its potential exposure to a cyber-attack in respect of all its IT and has implemented mitigating measures which limit its exposure to internal and third-party access. The Group has implemented and continuously ensures globally accepted best-in-class software and protocols to filter malicious and criminal content, as well as the latest antivirus and security programmes Insurance against cyber-attack including backup and restoration assistance. Internal backups and scheduled backup tests for integrity and continuity Investment in people and systems.

tharisa
plc

INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

The directors of Tharisa plc ('the Company' or 'the Group') are responsible for the maintenance of adequate accounting records and the preparation of the interim condensed consolidated financial statements and related information in a manner that fairly presents the state of affairs of the Company. These interim condensed consolidated financial statements are prepared in accordance and containing the information required by IAS 34 Interim Financial Reporting, the Listings Requirements of the JSE Limited, the framework concepts and the measurements and recognition requirements of International Financial Reporting Standards ('IFRS') and incorporate full disclosure in line with the accounting policies of the Group, which are supported by prudent judgement.

The directors are also responsible for the maintenance of effective systems of internal control, which are based on established organisational structures and procedures. These systems are designed to provide reasonable assurance as to the reliability of the financial statements, and to prevent and detect material misstatement and loss.

The preparation of these condensed results was supervised by the Chief Finance Officer, Michael Jones, a Chartered Accountant (SA).

The directors, whose names are stated below, hereby confirm that:

- The interim condensed consolidated financial statements, fairly present in all material respects the financial position, financial performance and cash flows of Tharisa plc and subsidiaries and of Tharisa plc company in terms of IFRS;

- To the best of our knowledge and belief, no facts have been omitted or untrue statements made that would make the interim condensed consolidated financial statements false or misleading;

- Internal financial controls have been put in place to ensure that material information relating to Tharisa plc and its consolidated subsidiaries have been provided to effectively prepare the interim condensed consolidated financial statements Tharisa plc;

- The internal financial controls are adequate and effective and can be relied upon in compiling the annual financial statements, having fulfilled our role and function as executive directors with primary responsibility for implementation and execution of controls;

- Where we are not satisfied, we have disclosed to the audit committee and the auditors any deficiencies in design and operational effectiveness of the internal financial controls, and have *remediated the deficiencies / taken steps to remedy the deficiencies"; and

- We are not aware of any fraud involving directors.

The interim condensed consolidated financial statements have been prepared on a going concern basis, as the directors believe that the Group will continue to be in operation in the foreseeable future. The interim consolidated financial statements have been approved by the board of directors and are signed on their behalf by:

Phoevos Pouroulis
Chief Executive Officer

Michael Jones
Chief Finance Officer

Cyprus
18 May 2023

Building a better working world

Ernst & Young Cyprus Ltd
Jean Nouvel Tower
6 Stasinou Avenue
P.O. Box 21656
1511 Nicosia, Cyprus

Tel: +357 2220 9999
Fax: +357 2220 9998
ey.com

INDEPENDENT AUDITOR'S REVIEW REPORT ON INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

TO THE SHAREHOLDERS OF THARISA PLC

Introduction

We have reviewed the interim condensed consolidated financial statements of Tharisa plc ('the Company'), and its subsidiaries (collectively referred to as 'the Group') on pages 18 to 48 contained in the accompanying interim report, which comprises the interim condensed consolidated statement of financial position as at 31 March 2023 and the interim condensed consolidated statements of profit or loss and other comprehensive income, changes in equity and cash flows for the six-month period then ended and selected explanatory notes. Management is responsible for the preparation and presentation of these interim condensed consolidated financial statements in accordance with International Accounting Standard IAS 34 *Interim Financial Reporting*. Our responsibility is to express a conclusion on these interim condensed consolidated financial statements based on our review.

Scope of Review

We conducted our review in accordance with International Standard on Review Engagements 2410, 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity'. A review of interim financial information consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying interim condensed consolidated financial statements do not present fairly, in all material respects, the financial position of the Group as at 31 March 2023, and its financial performance and its cash flows for the six-month period then ended in accordance with International Accounting Standard 34 *Interim Financial Reporting*.

Stavros Pantzaris
Certified Public Accountant and Registered Auditor

For and behalf of

Ernst & Young Cyprus Limited
Certified Public Accountant and Registered Auditor

Nicosia
18 May 2023

tharisa plc

INTERIM CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

for the period ended 31 March 2023

	Notes	**Period ended 31 March 2023 Reviewed US$'000**	Period ended 31 March 2022 Reviewed US$'000	Year ended 30 Sept 2022 Audited US$'000
Revenue	6	**335 276**	334 029	685 996
Cost of sales	7	**(241 715)**	(211 401)	(440 336)
Gross profit		**93 561**	122 628	245 660
Other income		**1 308**	394	720
Net foreign exchange (loss)/gain		**(3 476)**	(8 848)	2 049
Other operating expenses	8	**(27 908)**	(24 800)	(63 880)
Results from operating activities		**63 485**	89 374	184 549
Finance income		**2 001**	460	1 376
Finance costs		**(3 699)**	(2 323)	(4 758)
Changes in fair value of financial assets at fair value through profit or loss	20	**1 448**	(4 814)	(5 627)
Changes in fair value of financial liabilities at fair value through profit or loss	20	**9 134**	(1 769)	1 521
Gain on acquisition of subsidiary		**-**	48 597	48 391
Share of loss of investment accounted for using the equity method		**-**	(5 229)	(5 229)
Profit before tax		**72 369**	124 296	220 223
Tax	9	**(17 694)**	(22 670)	(53 067)
Profit for the period/year		**54 675**	101 626	167 156
Other comprehensive income				
Items that may be classified subsequently to profit or loss:				
Foreign currency translation differences for foreign operations, net of tax		**3 232**	10 978	(69 749)
Other comprehensive income/(loss), net of tax		**3 232**	10 978	(69 749)
Total comprehensive income for the period/year		**57 907**	112 604	97 407
Profit for the period/year attributable to:				
Owners of the company		**52 025**	88 897	153 881
Non-controlling interest		**2 650**	12 729	13 275
		54 675	101 626	167 156
Total comprehensive income for the period/year attributable to:				
Owners of the company		**55 257**	98 644	87 942
Non-controlling interest		**2 650**	13 960	9 465
		57 907	112 604	97 407
Earnings per share				
Basic earnings per share (US cents)	10	**17.4**	32.7	53.8
Diluted earnings per share (US cents)	10	**17.3**	32.1	53.8

The notes on pages 24 to 48 are an integral part of these interim condensed consolidated financial statements.

tharisa
plc

INTERIM CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION
as at 31 March 2023

	Notes	**31 March 2023 Reviewed US$'000**	31 March 2022 Reviewed US$'000	30 September 2022 Audited US$'000
Assets				
Non-current assets				
Property, plant and equipment	11	**607 568**	625 831	569 580
Intangible assets		**952**	2 978	940
Financial and other assets	12	**6 213**	7 271	6 019
Deferred tax assets		**1 635**	1 533	1 174
Total non-current assets		**616 368**	637 613	577 713
Current assets				
Inventories	13	**61 052**	73 861	73 240
Trade and other receivables	14	**132 351**	183 702	149 669
Contract assets		**2 893**	1 578	2 078
Financial and other assets	12	**1 104**	512	19
Current taxation		**4 867**	3 849	7 302
Cash and cash equivalents	15	**205 721**	101 462	143 300
Total current assets		**407 988**	364 964	375 608
Total assets		**1 024 356**	1 002 577	953 321
Equity and liabilities				
Share capital and premium	16	**345 974**	310 258	345 897
Other reserve		**47 245**	47 245	47 245
Foreign currency translation reserve		**(189 287)**	(82 101)	(192 519)
Retained earnings		**399 241**	266 076	358 403
Equity attributable to owners of the Company		**603 173**	541 478	559 026
Non-controlling interests		**64 005**	75 377	61 355
Total equity		**667 178**	616 855	620 381
Non-current liabilities				
Provisions		**13 154**	20 359	12 376
Borrowings	17	**44 580**	24 311	23 048
Other financial liabilities	18	**7 597**	17 879	16 779
Deferred tax liabilities		**118 630**	124 077	112 341
Total non-current liabilities		**183 961**	186 626	164 544
Current liabilities				
Borrowings	17	**48 402**	50 231	39 836
Other financial liabilities	18	**237**	1 591	526
Current taxation		**1 167**	540	2 056
Trade and other payables	19	**120 518**	145 156	123 900
Contract liabilities		**2 893**	1 578	2 078
Total current liabilities		**173 217**	199 096	168 396
Total liabilities		**357 178**	385 722	332 940
Total equity and liabilities		**1 024 356**	1 002 577	953 321

The interim condensed consolidated financial statements were authorised for issue by the Board of Directors on 18 May 2023.

Phoevos Pouroulis
Director

Michael Jones
Director

The notes on pages 24 to 48 are an integral part of these interim condensed consolidated financial statements.

tharisa plc

INTERIM CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

for the period ended 31 March 2023

	Notes	Attributable to owners of the Company							
		Share capital US$'000	Share premium US$'000	Other reserve US$'000	Foreign currency translation reserve US$'000	Retained earnings US$'000	Total US$'000	Non-controlling interest US$'000	Total equity US$'000
Balance at 1 October 2022 (Audited)		300	345 597	47 245	(192 519)	358 403	559 026	61 355	620 381
Total comprehensive income for the period									
Profit for the period		-	-	-	-	52 025	52 025	2 650	54 675
Other comprehensive income:									
Foreign currency translation differences		-	-	-	3 232	-	3 232	-	3 232
Total comprehensive income for the period		-	-	-	3 232	52 025	55 257	2 650	57 907
Transactions with owners of the Company									
Contributions by and distributions to owners									
Dividends paid	25	-	-	-	-	(11 996)	(11 996)	-	(11 996)
Issue of ordinary shares*	16	-	77	-	-	-	77	-	77
Equity-settled share-based payments		-	-	-	-	809	809	-	809
Contributions by and distributions to owners of the Company		-	77	-	-	(11 187)	(11 110)	-	(11 110)
Total transactions with owners of the Company		-	77	-	-	(11 187)	(11 110)	-	(11 110)
Balance at 31 March 2023 (Reviewed)		300	345 674	47 245	(189 287)	399 241	603 173	64 005	667 178

* The value of the ordinary shares issued is less than US$1 000.

The notes on pages 24 to 48 are an integral part of these interim condensed consolidated financial statements.

tharisa plc

INTERIM CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

for the period ended 31 March 2023

	Notes	Share capital US$'000	Share premium US$'000	Other reserve US$'000	Foreign currency translation reserve US$'000	Retained earnings US$'000	Total US$'000	Non-controlling interest US$'000	Total equity US$'000
		Attributable to owners of the Company							
Balance at 1 October 2021 (Audited)		271	289 547	47 245	(91 848)	199 217	444 432	6 842	451 274
Total comprehensive income for the period									
Profit for the period		-	-	-	-	88 897	88 897	12 729	101 626
Other comprehensive income:									
Foreign currency translation differences		-	-	-	9 747	-	9 747	1 231	10 978
Total comprehensive income for the period		-	-	-	9 747	88 897	98 644	13 960	112 604
Transactions with owners of the Company									
Contributions by and distributions to owners									
Dividends paid	25	-	-	-	-	(14 118)	(14 118)	(169)	(14 287)
Issue of ordinary shares	16	11	20 429	-	-	-	20 440	-	20 440
Acquisition of non-controlling interest		-	-	-	-	(8 471)	(8 471)	(11 437)	(19 908)
Acquired through business combination		-	-	-	-	-	-	66 181	66 181
Equity-settled share-based payments		-	-	-	-	551	551	-	551
Contributions by and distributions to owners of the Company		11	20 429	-	-	(22 038)	(1 598)	54 575	52 977
Total transactions with owners of the Company		11	20 429	-	-	(22 038)	(1 598)	54 575	52 977
Balance at 31 March 2022 (Reviewed)		282	309 976	47 245	(82 101)	266 076	541 478	75 377	616 855

The notes on pages 24 to 48 are an integral part of these interim condensed consolidated financial statements.

INTERIM CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

for the period ended 31 March 2023

		Attributable to owners of the Company							
	Notes	Share capital US$'000	Share premium US$'000	Other reserve US$'000	Foreign currency translation reserve US$'000	Retained earnings US$'000	Total US$'000	Non-controlling interest US$'000	Total equity US$'000
Balance at 1 October 2021 (Audited)		271	289 547	47 245	(91 848)	199 217	444 432	6 842	451 274
Total comprehensive income for the year									
Profit for the year		-	-	-	-	153 881	153 881	13 275	167 156
Other comprehensive income:									
Foreign currency translation differences		-	-	-	(65 939)	-	(65 939)	(3 810)	(69 749)
Total comprehensive income for the year		-	-	-	(65 939)	153 881	87 942	9 465	97 407
Transactions with owners of the Company									
Contributions by and distributions to owners									
Dividends paid	25	-	-	-	-	(23 106)	(23 106)	(164)	(23 270)
Issue of ordinary shares	16	29	56 050	-	-	-	56 079	-	56 079
Acquisition of non-controlling interest – Tharisa Minerals (Pty) Ltd		-	-	-	(34 732)	25 578	(9 154)	(16 473)	(25 627)
Increase in shareholding of subsidiaries – Karo Mining Holdings plc		-	-	-	-	4 509	4 509	(4 509)	-
Acquired through business combination		-	-	-	-	-	-	66 181	66 181
Shares issued by subsidiary to non-controlling shareholders		-	-	-	-	-	-	13	13
Equity-settled share-based payments		-	-	-	-	(1 676)	(1 676)	-	(1 676)
Contributions by and distributions to owners of the Company		29	56 050	-	(34 732)	5 305	26 652	45 048	71 700
Total transactions with owners of the Company		29	56 050	-	(34 732)	5 305	26 652	45 048	71 700
Balance at 30 September 2022 (Audited)		300	345 597	47 245	(192 519)	358 403	559 026	61 355	620 381

Companies which do not distribute 70% of their profits after tax, as defined by the relevant tax law, within two years after the end of the relevant tax year, will be deemed to have distributed as dividends 70% of these profits. Special contribution for defence at 17% and General Health System contribution at 1.7%-2.65% for deemed distributions after 1 March 2019 will be payable on such deemed dividends to the extent that the ultimate shareholders are both Cyprus tax resident and Cyprus domiciled. The amount of the deemed distribution is reduced by any actual dividends paid out of the profits of the relevant year at any time. This special contribution for defence is payable by the Company for the account of the shareholders.

The notes on pages 24 to 48 are an integral part of these interim condensed consolidated financial statements.

tharisa
plc

INTERIM CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

for the period ended 31 March 2023

	Notes	**Period ended 31 March 2023 Reviewed US$'000**	Period ended 31 March 2022 Reviewed US$'000	Year ended 30 September 2022 Audited US$'000
Cash flows from operating activities				
Profit for the period/year		**54 675**	101 626	167 156
Adjustments for:				
Depreciation of property, plant and equipment	11	**18 140**	18 449	38 796
Loss on disposal of property, plant and equipment		**-**	-	1 482
Share of loss of investment accounted for using the equity method		**-**	5 229	5 229
Impairment of goodwill		**-**	-	1 852
Net realisable value (write down reversal)/write down of inventory	13	**(928)**	613	3 562
Impairment of property, plant and equipment		**-**	-	8 366
Write off of property, plant and equipment	11	**1 076**	2 876	1 328
Expected credit loss allowance	14	**(144)**	9	47
Equity-settled share-based payments		**899**	1 029	1 709
Changes in fair value of financial assets at fair value through profit or loss	20	**(1 448)**	4 814	5 627
Changes in fair value of financial liabilities at fair value through profit or loss	20	**(9 134)**	1 769	(1 521)
Gain on acquisition of subsidiary		**-**	(48 597)	(48 391)
Net foreign exchange loss/(gain)		**3 476**	8 848	(2 049)
Interest income		**(2 001)**	(460)	(1 376)
Interest expense		**3 699**	2 323	4 758
Tax		**17 694**	22 670	53 067
		86 004	121 198	239 642
Changes in:				
Inventories		**14 112**	(14 162)	(28 172)
Trade and other receivables and contract assets		**13 711**	(45 241)	(30 126)
Trade and other payables and contract liabilities		**(5 256)**	3 805	41 128
Provisions		**-**	(1 093)	(7 599)
Cash generated from operations		**108 571**	64 507	214 873
Income tax paid		**(11 506)**	(15 410)	(41 197)
Net cash flows from operating activities		**97 065**	49 097	173 676
Cash flows from investing activities				
Interest received		**1 972**	317	1 327
Additions to property, plant and equipment	11	**(49 301)**	(51 096)	(105 014)
Cash inflow from business combination		**-**	4 984	4 984
Proceeds from disposal of property, plant and equipment		**-**	-	1 727
Additions to investments accounted for using the equity method		**-**	(4 965)	(4 965)
Additions to other assets*	12	**(115)**	(222)	(427)
Refunds from other assets*	12	**-**	-	743
Net cash flows used in investing activities		**(47 444)**	(50 982)	(101 625)
Cash flows from financing activities				
Net (repayment of)/ proceeds from bank credit facilities	17	**(23 799)**	32 442	22 026
Advances received	17	**71 053**	11 534	20 942
Repayment of borrowings	17	**(19 609)**	(7 182)	(14 406)
Principal lease payments	17	**(1 239)**	(2 113)	(3 793)
Dividends	25	**(11 996)**	(14 287)	(23 270)
Interest paid		**(2 593)**	(1 612)	(4 017)
Net cash flows from/(used in) financing activities		**11 817**	18 782	(2 518)
Net increase in cash and cash equivalents		**61 438**	16 897	69 533
Cash and cash equivalents at the beginning of the period/year		**143 300**	83 436	83 436
Effect of exchange rate fluctuations on cash held		**983**	1 129	(9 669)
Cash and cash equivalents at the end of the period/ year	15	**205 721**	101 462	143 300

* The cash inflows from refunds of other assets and cash outflows from additions to other assets have previously been reported on a net basis. These have been reclassified and disaggregated to be reported separately. The reclassification had no impact on any reported totals, earnings per share or on any amounts presented in the statement of financial position.

The notes on pages 24 to 48 are an integral part of these interim condensed consolidated financial statements.

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

for the period ended 31 March 2023

1. REPORTING ENTITY

Tharisa plc ('the Company') is a company domiciled in Cyprus. These interim condensed consolidated financial statements of the Company for the period ended 31 March 2023 comprise the Company and its subsidiaries (together referred to as 'the Group'). The Group is primarily involved in platinum group metals ('PGM') and chrome mining, processing, trading and the associated logistics. The Company is listed on the main board of the JSE Limited and has a secondary standard listing on the main board of the London Stock Exchange and a secondary listing on the A2X Exchange in South Africa.

2. INDEPENDENT AUDITOR'S REVIEW

Ernst & Young Cyprus Limited, the independent auditor, has conducted a review in accordance with International Standards on Review Engagements 2410, Review of Interim Financial Information Performed by the Independent Auditor, and their unmodified review report is available on page 17.

3. BASIS OF PREPARATION

Statement of compliance

These interim condensed consolidated financial statements have been prepared in accordance with the Listings Requirements of the JSE Limited, the framework concepts and the measurement and recognition requirements of International Financial Reporting Standards ('IFRS'), the International Accounting Standard 34 Interim Financial Reporting, the SAICA Financial Reporting Guides issued by the Accounting Practices Committee and the Financial Reporting Pronouncements of the Financial Reporting Standards Council. Selected explanatory notes are included to explain events and transactions that are significant to obtain an understanding of the changes in the financial position and performance of the Group since the last consolidated financial statements as at and for the year ended 30 September 2022. These interim condensed consolidated financial statements do not include all the information required for full consolidated financial statements prepared in accordance with IFRS. The interim condensed consolidated financial statements should be read in conjunction with the consolidated financial statements for the year ended 30 September 2022, which have been prepared in accordance with IFRS.

These condensed consolidated financial statements were approved by the Board of Directors on 18 May 2023.

Basis of measurement

The interim condensed consolidated financial statements are prepared on the historical cost basis except as otherwise stated in the accounting policies set out in the consolidated financial statements for the year ended 30 September 2022.

Functional and presentation currency

The interim condensed consolidated financial statements are presented in United States Dollars ('US$') which is the Company's functional currency and presentation currency. Amounts are rounded to the nearest thousand.

The following US$: ZAR exchange rates were used in preparing the interim condensed consolidated financial statements:

- Closing rate: ZAR17.74 (31 March 2022: ZAR14.62 and 30 September 2022: ZAR18.07)
- Average rate: ZAR17.69 (31 March 2022: ZAR15.33 and 30 September 2022: ZAR15.82)

Going concern

These interim condensed consolidated financial statements have been prepared on a going concern basis.

Use of estimates and judgements

Preparing the interim condensed consolidated financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expenses. Actual results may differ from these estimates.

In preparing these interim condensed consolidated financial statements, significant judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those applied to the consolidated financial statements as at and for the year ended 30 September 2022.

4. SIGNIFICANT ACCOUNTING POLICIES

The accounting policies adopted in the preparation of the interim condensed consolidated financial statements are consistent with those applied in the preparation of the Group's consolidated financial statements for the year ended 30 September 2022.

4. SIGNIFICANT ACCOUNTING POLICIES (continued)

Standards and interpretations adopted in the current year
The Group has adopted the following revised standards, amendments and interpretations which became effective for the year ending 30 September 2023:

- *Annual Improvements to IFRS Standards 2018-2020*
- *Onerous Contracts – Costs of Fulfilling a Contract – Amendments to IAS 37*
- *Reference to the Conceptual Framework – Amendments to IFRS 3*

The adoption of these standards, amendments and interpretations had no material impact on the results for the period ended 31 March 2023.

Standards and interpretations issued but not yet effective
The new standards, interpretations and amendments to standards listed below are not effective and have not been early adopted but will be adopted once they become effective. The Group notes the new standards, amendments and interpretations which have been issued but not yet effective and does not plan to early adopt these. There are no other standards that are not yet effective and that would be expected to have a material impact on the Group in the current or future reporting periods.

- *Classification of Liabilities as Current or Non-current - Amendments to IAS 1*
- *Lease Liability in a Sale and Leaseback – Amendments to IFRS 16*
- *Deferred Tax related to Assets and Liabilities arising from a Single Transaction – Amendments to IAS 12*
- *Definition of Accounting Estimate – Amendments to IAS 8*
- *Disclosure of Accounting Policies – Amendments to IAS 1 and IFRS Practice Statement 2*

5. OPERATING SEGMENTS

For management purposes, the chief operating decision maker of the Group, being the executive directors of the Company and the executive directors of the subsidiaries, reports its results per segment. The Group currently has the following four segments:

- PGM segment
- Chrome segment
- Agency and trading segment
- Manufacturing segment

The operating results of each segment are monitored separately by the chief operating decision maker in order to assist them in making decisions regarding resource allocation as well as enabling them to evaluate performance. Segment performance is evaluated on a PGM ounce production and sales basis and a chrome concentrate tonnes production and sales basis. The agency and trading segment performance is evaluated on third-party chrome concentrate tonnes production and sales basis. Third-party logistics, third-party trading and third party chrome operations are evaluated individually but aggregated together as the agency and trading segment. For the manufacturing segment, performance is evaluated on sales and gross profit basis.

The Group's administrative costs, financing (including finance income and finance costs) and income taxes are managed on a group basis and are not allocated to a segment.

Due to the intrinsic nature of the Group's PGM and chrome concentrate production processes, assets are reported on a consolidated basis and cannot necessarily be allocated to a specific segment. Consequently, assets are not disclosed per segment in the following segmental analysis. Refer to the interim condensed consolidated statement of profit or loss for a reconciliation between the Group's segmental gross profit and the Group's net profit after tax.

Period ended 31 March 2023 (Reviewed)	PGM US$'000	Chrome US$'000	Agency and trading US$'000	Manufacturing US$'000	Total US$'000
Revenue	122 080	188 239	23 168	1 789	335 276
Cost of sales					
Manufacturing costs	(88 365)	(70 168)	(13 965)	(1 680)	(174 178)
Selling costs	(314)	(42 584)	(5 902)	-	(48 800)
Freight services	-	(17 248)	(1 489)	-	(18 737)
	(88 679)	(130 000)	(21 356)	(1 680)	(241 715)
Gross profit	33 401	58 239	1 812	109	93 561

5. OPERATING SEGMENTS (continued)

Period ended 31 March 2022 (Reviewed)	PGM US$'000	Chrome US$'000	Agency and trading US$'000	Manufacturing US$'000	Total US$'000
Revenue	194 979	120 062	17 675	1 313	334 029
Cost of sales					
Manufacturing costs	(108 132)	(33 012)	(10 859)	(1 245)	(153 248)
Selling costs	(387)	(29 603)	(1 861)	-	(31 851)
Freight services	-	(22 541)	(3 761)	-	(26 302)
	(108 519)	(85 156)	(16 481)	(1 245)	(211 401)
Gross profit	86 460	34 906	1 194	68	122 628
Year ended 30 September 2022 (Audited)					
Revenue	346 781	295 178	40 526	3 511	685 996
Cost of sales					
Manufacturing costs	(193 362)	(90 799)	(21 190)	(3 229)	(308 580)
Selling costs	(785)	(69 490)	(9 238)	-	(79 513)
Freight services	-	(45 475)	(6 768)	-	(52 243)
	(194 147)	(205 764)	(37 196)	(3 229)	(440 336)
Gross profit	152 634	89 414	3 330	282	245 660

The shared costs relating to the production of PGM and chrome concentrates are allocated to the relevant operating segments based on the relative sales value per product on an ex-works basis. During the period 31 March 2023, the relative sales value of chrome concentrates increased compared to the relative sales value of PGM concentrate and consequently the allocation basis of shared costs was revised to 55.0% for PGM concentrate and 45.0% for chrome concentrates. The allocation basis of shared costs was 80.0% (PGM concentrates) and 20.0% (chrome concentrate) for the period and year ended 31 March 2022 and 70.0% (PGM concentrate) and 30.0% (chrome concentrates) for the year ended 30 September 2022.

Cost of sales includes a charge for the write off of property, plant and equipment totalling US$1.1 million (period ended 31 March 2022: US$2.9 million and year ended 30 September 2022: US$1.3 million) which mainly relates to mining equipment. The write off has been allocated to the PGM and chrome segments in accordance with the allocation basis of shared costs as described in the preceding paragraph.

Geographical information

The following table sets out information about the geographical location of:

(i) the Group's revenue from external customers and
(ii) the Group's property, plant and equipment and intangible assets ('specified non-current assets').

The geographical location analysis of revenue from external customers is based on the country of establishment of each customer. The geographical location of the specified non-current assets is based on the physical location of the asset in the case of property, plant and equipment and intellectual property and the location of the operation to which they are allocated in the case of goodwill.

(i) Revenue from external customers

Period ended 31 March 2023 (Reviewed)	**PGM US$'000**	**Chrome US$'000**	**Agency and trading US$'000**	**Manufacturing US$'000**	**Total US$'000**
South Africa	**122 080**	**16 949**	**587**	**1 654**	**141 270**
China	**-**	**77 741**	**22 576**	**-**	**100 317**
Singapore	**-**	**73 793**	**-**	**-**	**73 793**
Hong Kong	**-**	**17 071**	**-**	**-**	**17 071**
Australia	**-**	**2 563**	**-**	**-**	**2 563**
Other countries	**-**	**122**	**5**	**135**	**262**
	122 080	**188 239**	**23 168**	**1 789**	**335 276**

tharisa
plc

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

for the period ended 31 March 2023

5. OPERATING SEGMENTS (continued)

(i) Revenue from external customers (continued)

Period ended 31 March 2022 (Reviewed)	PGM US$'000	Chrome US$'000	Agency and trading US$'000	Manufacturing US$'000	Total US$'000
South Africa	194 979	22 847	2 226	1 249	221 301
China	-	36 906	9 096	-	46 002
Singapore	-	38 618	-	-	38 618
Hong Kong	-	16 717	1 433	-	18 150
Australia	-	1 548	-	-	1 548
Japan	-	3 426	4 782	-	8 208
Other countries	-	-	138	64	202
	194 979	120 062	17 675	1 313	334 029
Year ended 30 September 2022 (Audited)					
South Africa	346 781	47 276	4 040	2 703	400 800
China	-	96 388	24 554	-	120 942
Singapore	-	79 779	5 485	-	85 264
Hong Kong	-	59 536	1 433	-	60 969
Australia	-	3 358	-	-	3 358
Japan	-	8 748	4 846	-	13 594
Other countries	-	93	168	808	1 069
	346 781	295 178	40 526	3 511	685 996

Revenue represents the sales value of goods supplied to customers, net of value-added tax. The following table summarises sales to customers with whom transactions have individually exceeded 5.0% of the Group's revenues.

	Period ended 31 March 2023 Reviewed		Period ended 31 March 2022 Reviewed		Year ended 30 September 2022 Audited	
	Segment	**US$'000**	Segment	US$'000	Segment	US$'000
Customer 1	**PGM and Agency and trading**	**72 521**	PGM	167 047	PGM	262 073
Customer 2	**Chrome**	**59 667**	Chrome	34 415	PGM and Agency and trading	84 449
Customer 3	**PGM**	**31 642**	PGM and Agency and trading	28 105	Chrome	53 721
Customer 4	**Chrome and Agency and trading**	**18 339**	Chrome and Agency and trading	24 027	Chrome and Agency and trading	49 160
Customer 5	**PGM**	**17 972**	Chrome and Agency and trading	23 420	Chrome and Agency and trading	37 487
Customer 6	**Chrome and Agency and trading**	**17 263**	-	-	-	-

(ii) Specified non-current assets	**31 March 2023 Reviewed US$'000**	31 March 2022 Reviewed US$'000	30 September 2022 Audited US$'000
South Africa	**372 212**	409 557	350 008
Zimbabwe	**235 967**	218 892	220 152
Cyprus	**341**	360	360
	608 520	628 809	570 520

Non-current assets includes property, plant and equipment and intangible assets.

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

for the period ended 31 March 2023

6. REVENUE

Period ended 31 March 2023 (Reviewed)	**PGM US$'000**	**Chrome US$'000**	**Agency and trading US$'000**	**Manufacturing US$'000**	**Total US$'000**
Revenue recognised at a point in time					
Variable revenue based on initial results	**136 129**	**155 381**	**20 931**	**-**	**312 441**
Quality and quantity adjustments	**(2 450)**	**(1 339)**	**155**	**-**	**(3 634)**
Revenue based on fixed selling prices	**-**	**16 949**	**593**	**1 789**	**19 331**
Revenue recognised over time					
Freight services	**-**	**17 248**	**1 489**	**-**	**18 737**
Revenue from contracts with customers	**133 679**	**188 239**	**23 168**	**1 789**	**346 875**
Fair value adjustments	**(11 599)**	**-**	**-**	**-**	**(11 599)**
Total revenue	**122 080**	**188 239**	**23 168**	**1 789**	**335 276**
Period ended 31 March 2022 (Reviewed)					
Revenue recognised at a point in time					
Variable revenue based on initial results	185 163	75 174	11 789	-	272 126
Quality and quantity adjustments	(13 776)	(501)	8	-	(14 269)
Revenue based on fixed selling prices	-	22 847	2 117	1 313	26 277
Revenue recognised over time					
Freight services	-	22 542	3 761	-	26 303
Revenue from contracts with customers	171 387	120 062	17 675	1 313	310 437
Fair value adjustments	23 592	-	-	-	23 592
Total revenue	194 979	120 062	17 675	1 313	334 029
Year ended 30 September 2022 (Audited)					
Revenue recognised at a point in time					
Variable revenue based on initial results	360 082	204 178	29 856	-	594 116
Quality and quantity adjustments	(27 573)	(1 751)	(24)	-	(29 348)
Revenue based on fixed selling prices	-	47 276	3 926	3 511	54 713
Revenue recognised over time					
Freight services	-	45 475	6 768	-	52 243
Revenue from contracts with customers	332 509	295 178	40 526	3 511	671 724
Fair value adjustments	14 272	-	-	-	14 272
Total revenue	346 781	295 178	40 526	3 511	685 996

During the period ended 31 March 2023, revenue from freight services of US$2.1 million (period ended 31 March 2022 and year ended 30 September 2022: US$2.4 million) was recognised which was classified as a contract liability at 30 September 2022 (31 March 2022 and 30 September 2022: 30 September 2021).

tharisa plc

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
for the period ended 31 March 2023

7. COST OF SALES

Period ended 31 March 2023 (Reviewed)	Mining US$'000	Processing* US$'000	Manufacturing* US$'000	Total US$'000
Drill and blast	**14 832**	**-**	**-**	**14 832**
Load and haul	**17 712**	**-**	**-**	**17 712**
Diesel	**8 474**	**786**	**-**	**9 260**
Maintenance	**20 266**	**1 181**	**-**	**21 447**
Salaries and wages	**7 099**	**6 957**	**618**	**14 674**
Provident fund contributions	**1 358**	**1 236**	**88**	**2 682**
Bonuses	**294**	**456**	**-**	**750**
Depreciation	**12 543**	**4 338**	**62**	**16 943**
Cost of commodities	**17 383**	**7 609**	**-**	**24 992**
Write off of property, plant and equipment	**1 076**	**-**	**-**	**1 076**
Utilities	**312**	**6 682**	**35**	**7 029**
Materials and consumables	**-**	**13 712**	**1 070**	**14 782**
Overheads	**372**	**601**	**68**	**1 041**
Contractor and equipment hire	**1 646**	**2 344**	**-**	**3 990**
	103 367	**45 902**	**1 941**	**151 210**
State royalties				**8 319**
Change in inventories – finished products and ore stockpile				**14 649**
Selling costs				**48 800**
Freight services				**18 737**
Cost of sales				**241 715**

Period ended 31 March 2022 (Reviewed)	Mining US$'000	Processing* US$'000	Manufacturing* US$'000	Total US$'000
Drill and blast	16 065	-	-	16 065
Load and haul	14 657	-	-	14 657
Diesel	16 825	-	-	16 825
Maintenance	16 383	-	-	16 383
Salaries and wages	16 966	8 657	395	26 018
Provident fund contributions	930	605	68	1 603
Mining contractor	1 061	-	-	1 061
Depreciation	9 922	7 577	47	17 546
Cost of commodities	10 016	-	-	10 016
Write off of property, plant and equipment	2 876	-	-	2 876
Utilities	-	7 168	15	7 183
Materials and consumables	-	16 052	677	16 729
Overheads	-	3 491	82	3 573
Contractor and equipment hire	-	883	-	883
	105 701	44 433	1 284	151 418
State royalties				14 691
Change in inventories – finished products and ore stockpile				(12 862)
Selling costs				31 851
Freight services				26 303
Cost of sales				211 401

* The manufacturing cost of sales for the period ended 31 March 2022 was disclosed as part of processing costs of sales. For improved disclosure and to be consistent with disclosure for the period and year ended 31 March 2023 and 30 September 2022, the manufacturing cost of sales were disaggregated. The disaggregation of the disclosure had no impact on the net profit after tax and earnings per share for the period ended 31 March 2022.

7. COST OF SALES (continued)

Year ended 30 September 2022 (Audited)	Mining US$'000	Processing US$'000	Manufacturing US$'000	Total US$'000
Drill and blast	26 842	-	-	26 842
Load and haul	25 379	-	-	25 379
Diesel	36 707	-	-	36 707
Maintenance	29 964	-	-	29 964
Salaries and wages	29 172	16 376	1 277	46 825
Provident fund contributions	3 738	2 109	118	5 965
Mining contractor	2 210	-	-	2 210
Depreciation	21 303	15 186	104	36 593
Cost of commodities	20 270	-	-	20 270
Write off of property, plant and equipment	1 313	-	-	1 313
Utilities	-	16 408	50	16 458
Materials and consumables	-	19 927	2 073	22 000
Overheads	-	6 528	235	6 763
Contractor and equipment hire	-	14 840	-	14 840
	196 898	91 374	3 857	292 129
State royalties				31 082
Change in inventories – finished products and ore stockpile				(14 631)
Selling costs				79 513
Freight services				52 243
Cost of sales				440 336

8. OTHER OPERATING EXPENSES

		Period ended 31 March2023 Reviewed US$'000	Period ended 31 March2022 Reviewed US$'000	Year ended 30 September 2022 Audited US$'000
Directors and staff costs	Non-Executive Directors	**319**	322	642
	Employees - salaries	**10 056**	9 626	19 215
	Employees - bonuses	**1 159**	1 497	2 889
	Employees - provident fund and other contributions	**1 359**	1 297	2 226
		12 893	12 742	24 972
Audit – external audit services		**296**	189	808
Bank charges and related fees		**350**	384	774
Consulting and business development cost		**2 661**	977	1 798
Consumables and repairs and maintenance		**762**	-	2 138
Corporate and social investment		**333**	86	247
Depreciation		**1 197**	903	2 203
Equity-settled share-based payment expense		**899**	1 029	1 709
Internal audit		**-**	21	20
Expected credit loss allowance		**-**	9	47
Listing fees and investor relations		**238**	321	735
Impairment of goodwill		**-**	-	1 852
Impairment of property, plant and equipment		**-**	-	8 366
Write offs of property, plant and equipment		**-**	-	15
Loss on disposal of property, plant and equipment		**-**	-	1 482
Health and safety		**1 285**	1 368	2 572
Insurance		**1 600**	1 556	3 318
Legal and professional		**235**	390	1 653
Office administration, rent and utilities		**1 130**	1 352	1 747
Research and development		**285**	381	692
Security		**780**	479	1 036
Telecommunications and IT related		**2 306**	2 236	4 471
Training		**220**	105	499
Travelling and accommodation		**230**	77	333
Sundry		**208**	195	393
		27 908	24 800	63 880

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

for the period ended 31 March 2023

9. TAX

Corporate income tax for the period/year	**Period ended 31 March 2023 Reviewed US$'000**	Period ended 31 March 2022 Reviewed US$'000	Year ended 30 September 2022 Audited US$'000
Cyprus	**1 964**	1 163	4 121
South Africa	**10 907**	17 230	36 474
	12 871	18 393	40 595
Special contribution for defence in Cyprus*	**-**	1	1
Deferred tax: originating and reversal of temporary differences	**4 348**	4 143	9 899
Dividend withholding tax	**475**	133	2 572
Tax charge	**17 694**	22 670	53 067
Reconciliation between tax charge and accounting profit at applicable tax rates:			
Profit before tax	**72 369**	124 296	220 223
Notional tax on profit before tax, calculated at the Cypriot income tax rate of 12.5% (31 March 2022 and 30 September 2022: 12.5%)	**9 046**	15 537	27 528
Tax effects of:			
Different tax rates from the standard Cypriot income tax rate	**8 566**	11 879	27 722
Impact of change in South African tax rate – deferred tax	**-**	(1 387)	(1 486)
Tax exempt income			
Gain on business combination	**-**	(6 075)	(6 049)
Fair value adjustments	**(1 208)**	-	-
Interest received	**(12)**	(29)	(50)
Currency gains	**(174)**	(234)	(55)
Other	**(3)**	(4)	-
Non-deductible expenses			
Share of loss of equity-accounted investments	**-**	654	654
Fair value adjustments	**-**	734	734
Investment related expenses	**142**	400	1 014
Interest paid	**79**	13	30
Currency losses	**48**	76	27
Capital expenses	**227**	145	147
Impairment of goodwill	**-**	-	232
Impairment of property, plant and equipment	**-**	-	539
Special contribution for defence in Cyprus*	**-**	1	1
Dividend withholding tax: accrued preference dividends	**380**	131	444
Dividend withholding tax: current year dividends	**-**	133	184
Deferred tax - unremitted distributable reserves of foreign subsidiaries	**578**	625	1 252
Prior year (over)/under provision of current income tax	**(11)**	104	102
Deferred tax not raised/(raised): assessed losses	**36**	(37)	89
Recognition of deemed interest income for tax purposes	**-**	4	8
Tax charge	**17 694**	22 670	53 067

* Amount is less than US$1 000.

9. TAX (continued)

Reconciliation between tax charge and accounting profit at applicable tax rates:	**Period ended 31 March 2023 Reviewed**	Period ended 31 March 2022 Reviewed	Year ended 30 September 2022 Audited
Profit before tax	**72 369**	124 296	220 223
Notional tax on profit before tax, calculated at the current South African income tax rate of 27.0% (31 March 2022 and 30 September 2022: 28.0%)	**19 540**	34 803	61 662
Tax effects of:			
Different tax rates from the standard South African income tax rate	**(3 414)**	(1 500)	(3 716)
Impact of change in South African tax rate – deferred tax	**-**	(3 107)	(3 333)
Tax exempt income			
Gain on business combination	**-**	(13 607)	(13 550)
Fair value adjustments	**(1 277)**	-	-
Interest received	**(13)**	(65)	(113)
Currency gains	**(376)**	(523)	(127)
Other	**(5)**	(9)	-
Non-deductible expenses			
Share of loss of equity-accounted investments	**-**	1 464	1 464
Fair value adjustments	**-**	1 643	1 644
Investment related expenses	**376**	897	2 271
Interest paid	**156**	28	70
Currency losses	**104**	171	98
Capital expenses	**468**	325	322
Impairment of goodwill	**-**	-	519
Impairment of property, plant and equipment	**-**	-	1 208
Special contribution for defence in Cyprus*	**-**	1	2
Dividend withholding tax: accrued preference dividends	**820**	293	995
Dividend withholding tax: current year dividends	**-**	297	411
Deferred tax - unremitted distributable reserves of foreign subsidiaries	**1 249**	1 399	2 804
Prior year (over)/under provision of current income tax	**(13)**	234	229
Deferred tax not raised/(raised): assessed losses	**79**	(82)	199
Recognition of deemed interest income for tax purposes	**-**	8	8
Tax charge	**17 694**	22 670	53 067

* Amount is less than US$1 000.

Tax is recognised on management's best estimate of the weighted average annual income tax rate expected for the full financial period/year applied to the pre-tax income of the period/year. In terms of the Double Taxation Agreement between Cyprus and South Africa, dividend withholding tax at a rate of 5.0% (period ended 31 March 2022 and year ended 30 September 2022: 5.0%) is charged on dividends declared. The Group's consolidated effective tax rate for the period ended 31 March 2023 was 24.4% (period ended 31 March 2022: 18.2% year ended 30 September 2022: 24.0%).

Other than Cyprus and South Africa, no provision for tax in other jurisdictions was made as these entities either sustained losses for taxation purposes or did not earn any assessable profits. At 31 March 2023, the Group had unutilised tax losses of US$1.8 million (31 March 2022: US$0.9 million and 30 September 2022: US$1.5 million) available for offset against future taxable income. No deferred tax asset has been raised as it is doubtful whether future taxable profits will exist for offset against these tax losses. The tax losses don't expire provided that the entity remains operational.

10. EARNINGS PER SHARE

The calculation of basic and diluted earnings per share and headline and diluted headline earnings per share has been based on the profit attributable to the ordinary shareholders of the Company and the weighted average number of ordinary shares outstanding. Treasury shares are excluded from the weighted average number of ordinary shares outstanding. Vested, but unexercised Share Appreciation Rights ('SARS') issued to employees at award prices lower than the current share price and allocated unvested conditional awards ('LTIP'), granted to employees at no cost, in terms of the first measurement period of the 2021 LTIP Award, result in a potential dilutive impact on the weighted average number of issued ordinary shares and have been included in the calculation of dilutive weighted average number of issued ordinary shares. The average market value of the Company's shares for the purposes of calculating the potential dilutive effect of SARS was based on quoted market prices for the year during which the options were outstanding.

	Period ended 31 March 2023 Reviewed US$'000	Period ended 31 March 2022 Reviewed US$'000	Year ended 30 September 2022 Audited US$'000
Basic and diluted earnings per share			
Profit for the year attributable to ordinary shareholders (US$'000)	**52 025**	88 897	153 881
Weighted average number of issued ordinary shares for basic earnings and headline earnings per share ('000)	**299 754**	272 262	285 776
Dilutive impact of SARS ('000)	**223**	1 276	125
Dilutive impact of LTIP ('000)	**1 134**	-	-
Dilutive impact of acquisition of the non-controlling shares in Tharisa Minerals Proprietary Limited	**-**	3 209	-
Weighted average number of ordinary shares for diluted basic earnings and diluted headline earnings per share ('000)	**301 111**	276 747	285 901
Earnings per share			
Basic (US cents)	**17.4**	32.7	53.8
Diluted (US cents)	**17.3**	32.1	53.8
Headline and diluted headline earnings per share			
Headline earnings for the year attributable to ordinary shareholders (US$'000)	**52 810**	42 091	117 393
Headline earnings per share			
Basic (US cents)	**17.6**	15.5	41.1
Diluted (US cents)	**17.5**	15.2	41.1

Reconciliation of profit to headline earnings

	31 March 2023 (Reviewed)				Period ended 31 March 2022 Reviewed	Year ended 30 September 2022 Audited
	Gross US$'000	**Tax US$'000**	**Non-controlling interest US$'000**	**Net US$'000**	US$'000	US$'000
Profit attributable to ordinary shareholders				**52 025**	88 897	153 881
Adjustments:						
Gain on acquisition: fair value re-measurement of existing 28.38% shareholding	**-**	**-**	**-**	**-**	(33 503)	(33 503)
Gain on acquisition: purchase of shares at a discount	**-**	**-**	**-**	**-**	(15 094)	(14 888)
Write off of property, plant and equipment	**1 076**	**(291)**	**-**	**785**	1 791	652
Impairment of property, plant and equipment	**-**	**-**	**-**	**-**	-	8 332
Impairment of goodwill	**-**	**-**	**-**	**-**	-	1 852
Loss on disposal of property, plant and equipment	**-**	**-**	**-**	**-**	-	1 067
Headline earnings				**52 810**	42 091	117 393

tharisa plc

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

for the period ended 31 March 2023

11. PROPERTY, PLANT AND EQUIPMENT

	31 March 2023 (Reviewed)								
	Freehold land and buildings US$'000	Mining assets and infrastructure US$'000	Mining fleet US$'000	Right-of-use asset: mining fleet US$'000	Mineral rights US$'000	Other assets US$'000	Total US$'000	31 March 2022 Reviewed Total US$'000	30 September 2022 Audited Total US$'000
Cost									
Opening balance	23 200	387 329	111 271	6 456	201 750	10 251	740 257	542 131	542 131
Additions	875	27 441	18 398	-	-	2 587	49 301	51 096	105 014
Lease agreements entered into	-	-	-	-	-	30	30	60	222
Business combination	-	-	-	-	-	-	-	203 510	203 510
Disposals	-	-	-	-	-	-	-	-	(6 300)
Re-measurement	-	-	-	1 323	-	-	1 323	28	8
Write offs	-	(3 040)	(4 128)	-	-	(310)	(7 478)	(8 578)	(5 513)
Transfers	(34)	(55)	-	-	-	89	-	(4 817)	-
Exchange differences on translation	423	6 768	2 059	123	-	172	9 545	17 201	(98 815)
Closing balance	24 464	418 443	127 600	7 902	201 750	12 819	792 978	800 631	740 257
Accumulated depreciation									
Opening balance	(1 353)	(110 490)	(47 815)	(4 210)	-	(6 809)	(170 677)	(161 670)	(161 670)
Depreciation charge for the period/year	(223)	(7 802)	(8 565)	(500)	-	(1 050)	(18 140)	(18 449)	(38 796)
Business combination	-	-	-	-	-	-	-	(101)	(101)
Disposals	-	-	-	-	-	-	-	-	3 091
Write offs	-	3 830	2 286	-	-	286	6 402	5 702	4 185
Impairment	-	-	-	-	-	-	-	-	(8 366)
Transfers	-	(29)	-	-	-	29	-	4 817	-
Exchange differences on translation	(27)	(1 889)	(884)	(78)	-	(117)	(2 995)	(5 099)	(30 980)
Closing balance	(1 603)	(116 380)	(54 978)	(4 788)	-	(7 661)	(185 410)	(174 800)	(170 677)

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

for the period ended 31 March 2023

11. PROPERTY, PLANT AND EQUIPMENT (continued)

	31 March 2023 Reviewed US$'000	31 March 2022 Reviewed US$'000	30 September 2022 Audited US$'000
Net book value			
Freehold land and buildings	**22 861**	21 961	21 847
Mining assets and infrastructure	**302 063**	322 997	276 839
Mining fleet	**72 622**	71 186	63 456
Right-of-use mining fleet	**3 114**	3 972	2 246
Mineral right	**201 750**	201 750	201 750
Other assets	**5 158**	3 965	3 442
	607 568	625 831	569 580

Included in additions to mining assets and infrastructure are additions to the deferred stripping asset of US$8.6 million (31 March 2022: US$4.9 million and 30 September 2022: US$15.1 million).

The estimated economically recoverable proved and probable mineral reserve of Tharisa Minerals Proprietary Limited was reassessed during the period ended 31 March 2023 which gave rise to a change in accounting estimate. The remaining reserve that management had previously assessed was 113.6 Mt (at 1 October 2021). During October 2022, the remaining reserve was assessed to be 107.2 Mt.

As a result, the expected useful life of the plant and deferred stripping asset, included in mining assets and infrastructure, decreased by 0.9 Mt of throughput. The impact of the change on the actual depreciation expense, included in cost of sales, is an increased depreciation charge of US$0.1 million. The change in estimate was recognised prospectively.

Included in mining assets and infrastructure are projects under construction of US$45.2 million (31 March 2022: US$141.8 million and 30 September 2022: US$28.7 million).

Other assets comprise of motor vehicles, computer equipment and software, office equipment and furniture, community and site office improvements and building right-of-use assets.

Capital commitments

At 31 March 2023, the Group's capital commitments for contracts to purchase property, plant and equipment amounted to US$114.3 million (31 March 2022: US$43.8 million and 30 September 2022: US$32.0 million).

Securities

At 31 March 2023, 31 March 2022 and 30 September 2022, the majority of the Group's mining fleet was pledged as security against the asset backed loan facilities (refer to note 17).

Write offs

During the period ended 31 March 2023, the Group scrapped individual assets totalling US$1.1 million (31 March 2022: US$2.9 million and 30 September 2022: US$1.3 million). The write offs mainly relate to yellow fleet equipment identified as no longer fit for use and premature component failures.

The mining component pre-mature failures are identified through the measurement of the hours depreciated for each component in relation to the expected useful live. A write off is recognised for each component that did not reach its expected useful life. Further to this, mining fleet is also written off on confirmation as obsolete by management.

tharisa plc

12. FINANCIAL AND OTHER ASSETS

Non-current assets	*Fair value hierarchy*	**31 March 2023 Reviewed US$'000**	31 March 2022 Reviewed US$'000	30 September 2022 Audited US$'000
Financial assets				
Investments in money markets, current accounts, cash funds and income funds	Level 2	**6 213**	7 271	6 019
Current assets				
Financial assets				
Forward exchange contracts	Level 2	**1 062**	496	-
Investments in equity instruments	Level 1	**42**	16	19
		1 104	512	19

13. INVENTORIES

	31 March 2023 Reviewed US$'000	31 March 2022 Reviewed US$'000	30 September 2022 Audited US$'000
Finished products	**28 436**	24 141	31 778
Ore stockpile	**5 080**	22 069	19 939
Consumables	**26 608**	28 264	25 085
	60 124	74 474	76 802
Reversal of impairment and net realisable write downs/(impairment and net realisable value write downs)	**928**	(613)	(3 562)
Total carrying amount	**61 052**	73 861	73 240

Inventories are stated at the lower of cost or net realisable value. Low-grade chrome concentrates to the value of US$1.3 million (31 March 2022: US$1.9 million; 30 September 2022: US$1.6 million) are carried at the realisable value after a net realisable value write down of US$0.1 million (31 March 2022: US$0.1 million and 30 September 2022: US$0.7 million). The net realisable value write down was allocated to the chrome segment.

Certain PGM finished products, which previously were provided for in full, were reprocessed to an acceptable saleable condition. This resulted in a reversal of a write down previously recognised. The reversal amounts to US$1.1 million at 31 March 2023 (31 March 2022: write down of US$0.5 million and 30 September 2022: write down of US$2.0 million). The provision and the net realisable value write down were allocated to the PGM segment.

In addition, certain consumables and spares were provided for as their operational use became doubtful. A provision of US$0.1 million (31 March 2022: no provision and 30 September 2022: US$0.9 million) was raised and was allocated 55.0% and 45.0% to the PGM and chrome operating segments respectively (31 March 2022: no provision and 30 September 2022: US$0.9 million allocated 70.0% and 30.0% to the PGM and chrome operating segments respectively).

14. TRADE AND OTHER RECEIVABLES

	31 March 2023 Reviewed US$'000	31 March 2022 Reviewed US$'000	30 September 2022 Audited US$'000
Trade receivables	**57 412**	41 406	28 041
PGM receivables and PGM discounting receivable	**58 197**	117 841	103 634
Total trade receivables	**115 609**	159 247	131 675
Other receivables – related parties (refer to note 21)	**153**	26	57
Deposits, prepayments and other receivables	**5 655**	8 187	4 342
Accrued income	**3 350**	5 538	4 660
Value added tax receivable (VAT)	**7 584**	10 704	8 935
	132 351	183 702	149 669

The fair value of trade and other receivables measured at amortised cost approximate the carrying amount due to the short-term maturity. The fair value of the PGM receivables and PGM discounting receivable was determined on ruling quoted market prices and exchange rates. At 30 September 2022, PGM receivables of US$26.9 million was included in trade receivables. Since the fair value of the PGM receivables is determined by quoted market prices and exchange rates and it represents a Level 2 financial instrument in terms of the fair value hierarchy, the amount has been reclassified to PGM receivables and PGM discounting receivable at 31 March 2023. The reclassification had no impact on any reported totals, earnings per share or on any amounts presented in the statement of financial position.

During the period ended 31 March 2023, the limited recourse disclosed receivables discounting agreement in respect of the PGM discounting receivable was wound down and settled in full. The PGM receivable represents receivables arising from the delivery of PGM concentrates to off-take parties valued at the closing exchange rate and closing market prices.

Trade and other receivables of the Group are expected to be recoverable within one year from each reporting date. Trade receivables are unsecured, non-interest bearing and payment terms vary from 0 to 120 days (31 March 2022 and 30 September 2022: 0 to 120 days). During the period ended 31 March 2023, a customer, for which a credit loss allowance was previously recognised, settled the outstanding balance in full. Consequently, the relating expected credit loss allowance was reversed. The reversal amounted to US$0.1 million (period ended 31 March 2022: US$0.1 million and year ended 30 September 2022: US$0.1 million credit loss allowance respectively). The expected credit loss reversal/allowance relates to the chrome and manufacturing segments. No impairment of trade receivables was recognised during the periods and year ended 31 March 2023, 31 March 2022 and 30 September 2022 respectively.

The table below summarises the maturity of trade receivables:	**31 March 2023 Reviewed US$'000**	31 March 2022 Reviewed US$'000	30 September 2022 Audited US$'000
Current	**115 370**	159 069	130 916
Less than 90 days past due but not impaired	**79**	50	390
Greater than 90 days past due but not impaired	**160**	128	369
	115 609	159 247	131 675

At 31 March 2023, the Group had certain unresolved tax matters. Included in the VAT receivable is an amount of US$4.6 million (ZAR82.3 million) (31 March 2022: US$5.6 million (ZAR82.3 million) and 30 September 2022: US$4.6 million (ZAR82.3 million)) which relates to diesel rebates receivable from the South African Revenue Service ('SARS') in respect of the mining operations. SARS rejected diesel claims relating to the periods from September 2011 to April 2017 (US$3.0 million) and May 2017 to February 2018 (US$1.6 million) (refer to note 22).

15. CASH AND CASH EQUIVALENTS

	31 March 2023 Reviewed US$'000	31 March 2022 Reviewed US$'000	30 September 2022 Audited US$'000
Bank balances	**161 243**	71 112	106 873
Short-term bank deposits	**44 478**	30 350	36 427
	205 721	101 462	143 300

The amounts reflected approximate fair value. Cash at banks earns interest at floating rates based on daily bank deposit rates. Short-term deposits are generally call deposit accounts and earn interest at the respective short-term deposit rates.

An amount of US$2.1 million (31 March 2022: US$1.0 million and 30 September 2022: US$2.1 million) was provided as security for a bank guarantee issued in favour of a trade creditor of a subsidiary of the Group and US$0.3 million was provided as security against certain credit facilities of the Group at 31 March 2023, 31 March 2022 and 30 September 2022.

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

for the period ended 31 March 2023

16. SHARE CAPITAL AND RESERVES

Share capital	31 March 2023 Reviewed Number of Shares	US$'000	31 March 2022 Reviewed Number of Shares	US$'000	30 September 2022 Audited Number of Shares	US$'000
Authorised – ordinary shares of US$0.001 each	**10 000 million**	**10 000**	10 000 million	10 000	10 000 million	10 000
Authorised – convertible redeemable preference shares of US$1 each	**1 051**	**1**	1 051	1	1 051	1
Issued						
Ordinary shares						
Balance at the beginning of the period/year	**302 596 743**	**303**	275 000 000	275	275 000 000	275
Issued to non-controlling shareholders	**-**	**-**	10 695 187	11	27 596 743	28
Balance at the end of the period/year	**302 596 743**	**303**	285 695 187	286	302 596 743	303
Treasury shares						
Balance at the beginning of the period/year	**2 850 378**	**3**	3 715 621	4	3 715 621	4
Transferred as part of employee share award plans*	**(47 669)**	**-**	(380 689)	-	(865 243)	(1)
Balance at the end of the period/year	**2 802 709**	**3**	3 334 932	4	2 850 378	3
Issued and fully paid	**299 794 034**	**300**	282 360 255	282	299 746 365	300
Share premium						
Balance at the beginning of the period/year	**299 746 365**	**345 597**	271 284 379	289 547	271 284 379	289 547
Shares issued	**47 669**	**77**	11 075 876	20 429	28 461 986	56 050
Balance at the end of the period/year	**299 794 034**	**345 674**	282 360 255	309 976	299 746 365	345 597
Total share capital and premium		**345 974**		310 258		345 897

* The value of the ordinary shares issued is less than the reporting amount of US$1 000 and amounts to US$48 (period ended 31 March 2022: US$381 and year ended 30 September 2022: US$865).

Share capital

There were no allotments during the period ended 31 March 2023. During the period and year ended 31 March 2022 and 30 September 2022 respectively, 10 695 187 new ordinary shares were issued to Thari Resources (Proprietary) Limited and the Tharisa Community Trust, former non-controlling shareholders of Tharisa Minerals (Proprietary) Limited, as consideration for the acquisition of 26.0% of the issued share capital of Tharisa Minerals (Proprietary) Limited.

During the period ended 31 March 2023, 47 669 (period ended 31 March 2022: 380 689 and year ended 30 September 2022: 865 243) ordinary shares were transferred from treasury shares to satisfy the vesting/exercise of Conditional Awards and Appreciation Rights by the participants of the Tharisa Share Award Plan.

All shares rank equally with regard to the Company's residual assets. The holders of ordinary shares, other than treasury shares, are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company.

Share premium

The share premium represents the excess of the issue price of ordinary shares over their nominal value, to the extent that it is registered at the Registrar of Companies in Cyprus, less share issue costs. The share premium is not distributable for dividend purposes.

The increase in the share premium account relates to the issue and allotment of ordinary shares granted in terms of the Share Award Plan and the issue to the non-controlling shareholders as detailed above.

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

for the period ended 31 March 2023

17. BORROWINGS

	31 March 2023 Reviewed US$'000	31 March 2022 Reviewed US$'000	30 September 2022 Audited US$'000
Non-current			
Asset backed facilities	**21 796**	20 431	21 262
Lease liabilities	**1 489**	3 245	1 786
Property loans	**-**	635	-
Bond – listed on the Victoria Falls Stock Exchange	**21 295**	-	-
	44 580	24 311	23 048
Current			
Asset backed facilities	**14 780**	13 076	13 681
Lease liabilities	**2 433**	2 813	1 793
Property loans	**564**	48	553
Bond – listed on the Victoria Falls Stock Exchange	**568**	-	-
Bridge term loan	**30 057**	-	-
Bank credit facilities	**-**	34 294	23 809
	48 402	50 231	39 836
Lease payments due:			
Within one year	**2 497**	3 125	2 030
Two to five years	**1 662**	3 492	1 883
	4 159	6 617	3 913
Less future finance charges	**(237)**	(559)	(334)
Present value of minimum lease payments due	**3 922**	6 058	3 579
Present value of minimum lease payments due:			
Within one year	**2 433**	2 813	1 793
Two to five years	**1 489**	3 245	1 786
	3 922	6 058	3 579

The fair value of borrowings approximates its carrying amounts as the interest rates charged are mostly variable and considered to be market related. The Group is in the process of reforming the interest rate settings on other Libor-linked instruments.

At 31 March 2023, the Group has unutilised borrowing facilities available of US$44.5 million (31 March 2022: US$30.4 million and 30 September 2022: US$31.2 million).

Bond – listed on the Victoria Stock Exchange ('VFEX')

On 16 December 2022, a subsidiary of the Company, Karo Mining Holdings plc ('Karo Mining') raised external funds of US$21.3 million through the issuance of a listed bond on the VFEX in Zimbabwe. The bond has a 3-year maturity, has an annual interest rate of 9.5% and is measured at amortised cost using the effective interest rate. Interest payments will occur every 6-months. The Company has guaranteed the capital amount and interest payments relating to the bond issue. Subsequent to the reporting date, Karo Mining received an additional bond subscription of US$5.0 million.

The fair value of the bond will typically be determined at its closing market value on the VFEX. However, during the period ended 31 March 2023, no trading occurred resulting in no available market value of the bond. Consequently, at 31 March 2023 the bond's carrying value approximates its fair value.

Bridge term loan

Effective 21 October 2022, the Group concluded a bridge loan facility from Absa Bank Limited to a maximum of US$60 million. The facility bears interest at the SOFR plus 295 basis points increasing monthly by 25 basis points after the first six-months and is repayable in twelve equal monthly instalments. Certain rolling three-month commodity hedges for platinum and palladium are entered into to equal the capital amounts of the monthly repayments (refer to note 18).

Commodity off-take based financing

On 27 March 2023, the Group concluded a US$130 million, 42-month commodity off-take based facility with Société Générale and Absa Bank Limited. The Facility comprises a term loan of US$80 million and a revolving US$50 million facility, secured by commodity offtake agreements. Interest will accrue at the SOFR plus 360 basis point on the term loan and the SOFR plus 420 basis points on the revolving facility. The bridge term loan will terminate once this facility is drawn upon. At 31 March 2023, the conditions precedent to the facility were not yet fulfilled and consequently the facility was not yet available and was undrawn.

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

for the period ended 31 March 2023

17. BORROWINGS (continued)

	31 March 2023 (Reviewed)								
	Asset backed facilities US$'000	**Lease liabilities US$'000**	**Property loans US$'000**	**VFEX Bond US$'000**	**Bridge term loan US$'000**	**Bank credit facilities US$'000**	**Total US$'000**	31 March 2022 Reviewed US$'000	30 September 2022 Audited US$'000
Opening balance	**34 943**	**3 579**	**553**	**-**	**-**	**23 809**	**62 884**	36 850	36 850
Changes from financing cash flows									
Advances: bank credit facilities	**-**	**-**	**-**	**-**	**-**	**5 890**	**5 890**	113 553	209 904
Repayment: bank credit facilities	**-**	**-**	**-**	**-**	**-**	**(29 689)**	**(29 689)**	(81 111)	(187 878)
Movement in bank credit facilities	**-**	**-**	**-**		**-**	**(23 799)**	**(23 799)**	32 442	22 026
Advances received	**10 043**	**-**	**-**	**21 295**	**39 715**	**-**	**71 053**	11 534	20 942
Repayment of borrowings	**(9 700)**	**-**	**-**	**-**	**(9 909)**	**-**	**(19 609)**	(7 182)	(14 406)
Lease payments	**-**	**(1 239)**	**-**	**-**	**-**	**-**	**(1 239)**	(2 113)	(3 793)
Repayment of interest	**(1 241)**	**(168)**	**-**	**-**	**(878)**	**(48)**	**(2 335)**	(873)	(2 170)
Changes from financing cash flows	**(898)**	**(1 407)**		**21 295**	**28 928**	**(23 847)**	**24 071**	33 808	22 599
Foreign currency translation differences	**656**	**67**	**11**	**-**	**(75)**	**-**	**659**	1 231	(7 235)
Liability-related changes									
Lease agreements entered into	**-**	**74**	**-**	**-**	**-**	**-**	**74**	2 591	2 712
Re-measurement of lease liabilities	**-**	**1 323**	**-**	**-**	**-**	**-**	**1 323**	2	8
Interest expense	**1 343**	**160**	**-**	**568**	**947**	**38**	**3 056**	991	2 291
Revaluation of foreign denominated loan	**532**	**126**	**-**	**-**	**257**	**-**	**915**	(931)	5 659
Total liability-related changes	**1 875**	**1 683**	**-**	**568**	**1 204**	**38**	**5 368**	2 653	10 670
Closing balance	**36 576**	**3 922**	**564**	**21 863**	**30 057**	**-**	**92 982**	74 542	62 884
Non-current borrowings	**21 796**	**1 489**	**-**	**21 295**	**-**	**-**	**44 580**	24 311	23 048
Current borrowings	**14 780**	**2 433**	**564**	**568**	**30 057**	**-**	**48 402**	50 231	39 836
Total borrowings	**36 576**	**3 922**	**564**	**21 863**	**30 057**	**-**	**92 982**	74 542	62 884

18. OTHER FINANCIAL LIABILITIES

Non-current liabilities	*Fair value hierarchy*	**31 March 2023 Reviewed US$'000**	31 March 2022 Reviewed US$'000	30 September 2022 Audited US$'000
Option granted to NCI to call upon shares in Karo Platinum (Private) Limited	Level 3	**7 597**	**17 879**	16 779
Current liabilities				
PGM discount facility hedging derivative	Level 2	**-**	**1 591**	337
PGM commodity hedging derivative	Level 2	**237**	-	-
Forward exchange contracts	Level 2	**-**	**-**	189
		237	**1 591**	526

During the period ended 31 March 2023, the limited recourse disclosed receivables discounting agreement in respect of the PGM discounting receivable was wound down.

The PGM commodity hedging derivative comprises of short-dated (Asian) swap instruments on a 3-month rolling basis for platinum and palladium. The bridge term loan requires certain platinum and palladium hedges to be conducted to manage the currency risk. The hedge is structure to match the monthly capital repayment of the bridge term loan (refer to note 17).

.

19. TRADE AND OTHER PAYABLES

	31 March 2023 Reviewed US$'000	31 March 2022 Reviewed US$'000	30 September 2022 Audited US$'000
Trade payables	**38 869**	34 452	42 753
Accrued expenses	**22 688**	27 112	24 982
Leave pay accrual	**5 110**	5 388	4 932
Value added tax payable	**182**	2 143	89
Provision for mining royalty	**52 881**	46 310	50 444
Other payables – related parties (note 21)	**112**	29 556	113
Other payables	**676**	195	587
	120 518	145 156	123 900

The amounts above are unsecured, non-interest bearing and payable within one year from the reporting period. The amounts reflected above approximate fair value, due to the short-term thereof.

20. FINANCIAL RISK MANAGEMENT

Fair values

The Board of Directors considers that the fair values of significant financial assets and financial liabilities approximate their carrying values at each reporting date.

Financial instruments carried at fair value:

The following table presents the carrying values of financial instruments measured at fair value at the end of each reporting period across the three levels of the fair value hierarchy defined in IFRS 13, *Fair Value Measurement*, with the fair value of each financial instrument categorised in its entirety based on the lowest level of input that is significant to that fair value measurement.

Financial instrument	Fair value level	Fair value 31 March 2023 Reviewed US$'000	31 March 2022 Reviewed US$'000	30 September 2022 Audited US$'000	Valuation technique and key inputs
Financial assets measured at fair value					
Investments in money markets, current accounts, cash funds and income funds	Level 2	**6 213**	7 271	6 019	Quoted market price for similar instruments
Investments in equity instruments	Level 1	**42**	16	19	Quoted market price
Forward exchange contracts	Level 2	**1 062**	496	-	Quoted market closing exchange rates
Trade and other receivables measured at fair value					
PGM receivables and PGM discounting receivable (refer to note 14)	Level 2	**58 197**	117 841	103 634	Quoted market metal prices and exchange rate
Financial liabilities measured at fair value					
Option granted to NCI to call upon shares in Karo Platinum (Private) Limited	Level 3	**7 597**	17 879	16 779	Discounted cash flow valuation and a Monte Carlo Simulation model
PGM discount facility hedging derivative	Level 2	**-**	1 591	337	Quoted market metal prices and exchange rate
PGM commodity hedging derivative	Level 2	**237**	-	-	Quoted market metal prices
Forward exchange contracts	Level 2	**-**	-	189	Quoted market closing exchange rates

There have been no transfers between fair value hierarchy levels in the current period.

The levels are defined as follows:

Level 1: fair values measured using quoted prices (unadjusted) in active markets for identical financial instruments (highest level).

Level 2: fair values measured using quoted prices in active markets for similar financial instruments or using valuation methodologies in which all significant inputs are directly or indirectly based on observable market data.

Level 3: fair values measured using valuation methodologies in which any significant inputs are not based on observable market data.

20. FINANCIAL RISK MANAGEMENT (continued)

Fair value gains and losses recognised in the financial instruments during the year:

Changes in fair value of financial assets at fair value through profit or loss	31 March 2023 Reviewed US$'000	31 March 2022 Reviewed US$'000	30 September 2022 Audited US$'000
Investments in equity instruments	**23**	(2)	1
Investments in money markets, current accounts, cash funds and income funds	**168**	109	242
Forward exchange contracts	**1 257**	949	-
Right to acquire shares in Karo Platinum (Private) Limited	**-**	(5 870)	(5 870)
	1 448	(4 814)	(5 627)
Changes in fair value of financial liabilities at fair value through profit or loss			
PGM discount facility hedging derivative	**61**	(1 769)	174
Option granted to NCI to call upon shares in Karo Platinum (Private) Limited	**9 182**	-	1 100
PGM commodity hedging derivative	**(109)**		
Forward exchange contracts	**-**	-	247
	9 134	(1 769)	1 521

Level 3: Option granted to NCI to call upon shares in Karo Platinum (Private) Limited ('Karo Platinum')

The Republic of Zimbabwe has an option to increase its shareholding in Karo Platinum by 11.0% exercisable after 24 months from 30 March 2022, but before 36 months, payable in cash at the net present value of Karo Platinum as at 30 March 2022.

The option represents a financial instrument which is recognised at fair value through profit or loss. At 31 March 2023, the Group completed a valuation of Karo Platinum. In determining the fair value, the discounted cash flow valuation technique was used. The following significant inputs were used in determining the fair value:

		31 March 2023 Reviewed	31 March 2022 Reviewed	30 September 2022 Audited
Life of mine	years	**17**	17	17
Annual throughput	kt	**205**	205	205
6E PGM grade per tonne feed	g/t	**3.0**	3.0	3.0
Annual production (6E)	koz	**194**	194	194
PGM recovery	%	**78% first two years, thereafter 82%**	78% first two years, thereafter 82%	78% first two years, thereafter 82%
WACC	%	**10.4%**	12.9%	10.3%
Tax holiday	years	**First 5**	First 5	First 5
PGM basket price	US$/6E oz	**1 977**	2 425	2 140

The Monte-Carlo simulation was used in determining the fair value of Karo Platinum at the end of the 36-month period (31 March 2025). The following significant inputs were used:

		31 March 2023 Reviewed	31 March 2022 Reviewed	30 September 2022 Audited
Strike price		**US$71.8 million**	US$55.9 million	US$71.8 million
Valuation of 11.0% of Karo Platinum at	Discounted cash flow model	**US$59.9 million**	US$59.9 million	US$59.5 million
Volatility	Sector volatility (converted to monthly)	**4.2%**	4.2%	4.4%
Drift	Risk free rate (converted to monthly)	**1.4%**	1.4%	1.5%
Time step	Annual time intervals	**1.0**	1.0	1.0
Discount rate	Converted to monthly	**0.87%**	0.87%	0.83%
The fair value was determined at the end of the 36-month period. The fair value exceeded the strike price, which resulted in the recognition of a financial liability.				
Calculated fair value of the option		**US$7.6 million**	US$17.9 million	US$16.8 million

20. FINANCIAL RISK MANAGEMENT (continued)

A sensitivity analysis was performed on the fair value of the option at 31 March 2023.

Sensitivity	Option value (US$'million)	Increase/(decrease) in profit and loss and equity (US$'000)
Increase in discount rate – 5.0%	7.5	64
Decrease in discount rate – 5.0%	7.7	(64)
Increase in volatility – 10.0%	8.0	(417)
Decrease in volatility – 10.0%	7.2	396

21. RELATED PARTY TRANSACTIONS AND BALANCES

	31 March 2023 Reviewed US$'000	31 March 2022 Reviewed US$'000	30 September 2022 Audited US$'000
Trade and other receivables (note 14)			
Rocasize Proprietary Limited	**153**	11	31
The Leto Settlement	**-**	-	13
Salene Mining Proprietary Limited	**-**	15	13
	153	26	57
Trade and other payables (note 19)			
The Leto Settlement	**-**	29 445	-
Rocasize Proprietary Limited	**1**	1	-
Amounts due to Directors			
A Djakouris	**17**	17	18
J Salter	**22**	21	21
O Kamal	**13**	13	13
C Bell	**22**	22	23
R Davey	**19**	19	20
Z Hong	**9**	9	9
Lo Wai Man	**9**	9	9
Total other payables	**112**	29 556	113
Revenue			
Salene Manganese Proprietary Limited	**-**	1 068	1 035
Cost of sales			
Rocasize Proprietary Limited	**204**	151	541
Other income			
Rocasize Proprietary Limited	**38**	10	23
Consulting fees received			
Rocasize Proprietary Limited	**-**	3	8
Salene Manganese Proprietary Limited	**-**	-	45
Karo Mining Holdings plc	**-**	6	6
Karo Platinum (Private) Limited	**-**	191	188
Karo Power Generation (Private) Limited	**-**	7	7
Karo Zimbabwe Holdings (Private) Limited	**-**	29	28
Interest receivable			
Karo Mining Holdings Limited	**-**	112	112
Interest paid			
The Leto Settlement	**-**	13	13
Dividends paid			
The Tharisa Community Trust	**-**	169	164

21. RELATED PARTY TRANSACTIONS AND BALANCES (continued)

Compensation to key management:

Period ended 31 March 2023 (Reviewed)	**Salary and fees US$'000**	**Expense allowances US$'000**	**Share-based payments US$'000**	**Provident fund and risk benefits US$'000**	**Bonus US$'000**	**Total US$'000**
Non-Executive Directors	**319**	**-**	**-**	**-**	**-**	**319**
Executive Directors	**877**	**3**	**474**	**44**	**218**	**1 616**
Other key management	**848**	**9**	**126**	**93**	**201**	**1 277**
	2 044	**12**	**600**	**137**	**419**	**3 212**
Period ended 31 March 2022 (Reviewed)						
Non-Executive Directors	322	-	-	-	-	322
Executive Directors	856	4	-	38	107	1 005
Other key management	627	10	306	48	416	1 407
	1 805	14	306	86	523	2 734
Year ended 30 September 2022 (Audited)						
Non-Executive Directors	642	-	-	-	-	642
Executive Directors	1 712	8	828	76	319	2 943
Other key management	1 380	20	817	95	588	2 900
	3 734	28	1 645	171	907	6 485

Share-based awards to the Directors and to the key management for the year under review are as follows:

Period ended 31 March 2023 (Reviewed) Ordinary shares	**Opening balance**	**Resignation**	**Allocated**	**Vested**	**Forfeited**	**Total**
LTIP – executive directors	**2 271 572**	**-**	**2 178 203**	**-**	**-**	**4 449 775**
LTIP – key management	**1 642 207**	**-**	**1 668 223**	**-**	**-**	**3 310 430**
Period ended 31 March 2022 (Reviewed) Ordinary shares						
LTIP – executive directors	1 333 682	-	1 751 608	-	-	3 085 290
LTIP – key management	695 276	145 650	1 319 717	-	-	2 160 643
Year ended 30 September 2022 (Audited) Ordinary shares						
LTIP – executive directors	1 333 682	-	1 751 608	(611 816)	(201 902)	2 271 572
LTIP – key management	695 276	145 650	1 319 717	(388 628)	(129 808)	1 642 207

21. RELATED PARTY TRANSACTIONS AND BALANCES (continued)

No SARS were awarded during the periods ended 31 March 2023 and 31 March 2022 and during the financial year ended 30 September 2022.

Relationships between parties:

Thari Resources Proprietary Limited
A former shareholder of Tharisa Minerals Proprietary Limited.

The Tharisa Community Trust and Rocasize Proprietary Limited
The Tharisa Community Trust is a former shareholder of Tharisa Minerals Proprietary Limited and owns 100% of the issued ordinary share capital of Rocasize Proprietary Limited.

Salene Manganese Proprietary Limited and Salene Mining Proprietary Limited
A director of the Company is also a director of these companies.

The Leto Settlement
The beneficial shareholder of Medway Developments Limited, a material shareholder in the Company.

Karo Mining Holdings Limited, Karo Zimbabwe Holdings (Private) Limited, Karo Platinum (Private) Limited and Karo Power Generation (Private) Limited
The Company previously owned 26.8% of the issued share capital of Karo Mining Holdings Limited. During the period ended 31 March 2022, the Company acquired a controlling interest in Karo Mining Holdings Limited.

22. CONTINGENT LIABILITIES

Diesel rebates

At 31 March 2023, the Group had certain unresolved tax matters. Included in the VAT receivable, is an amount of US$4.6 million (ZAR82.3) million which relates to diesel rebates receivable from the South African Revenue Service (‘SARS’) in respect of the mining operations. SARS rejected diesel claims relating to the periods from September 2011 to April 2017 (US$3.0 million) and May 2017 to February 2018 (US$1.6 million). The Group is taking the necessary action to recover the amount due.

Transfer pricing

During the period ended 31 March 2023, the Group received a letter of audit findings from SARS for Tharisa Minerals Proprietary Limited’s (‘Tharisa Minerals’) 2018 and 2019 years of assessments, indicating SARS’ intention to adjust the margins charged by Tharisa Minerals on its cross border transactions. SARS contends that the taxable income of Tharisa Minerals for these years is understated which resulted in reduced income tax paid to SARS. SARS is seeking to impose additional income tax, penalties and a deemed dividend tax of US$13.9 million (ZAR246.0 million). The Group has objected against these findings, however, there is uncertainty on the outcome of the objection process which could lead to a possible outflow of resources. The Group has sought external legal counsel and does not believe that the findings by SARS will be successful. Accordingly, no estimate of the contingent amount payable has been made nor provided for.

22. CONTINGENT LIABILITIES (continued)

Mining royalty

The Group has objected and appealed to the assessments issued by SARS imposing an additional mining royalty in relation to the 2015 and 2017 years of assessment in an amount of US$5.8 million (ZAR102.3 million) (inclusive of penalties and interest). Due to the technical nature of the matter at hand, the matter underwent two separate unsuccessful Alternate Dispute Resolution processes and the matter is now set to be heard at the tax court. SARS increased the gross sales value of the PGM sales to the minimum specified condition (of 150 parts per million) as set out in the legislation by adjusting the average PGM grade on a linear basis. SARS did not take into account the increase in the associated costs to bring the concentrate to the minimum specified condition whether on a linear basis or otherwise. This is inconsistent with both past practice by SARS and industry applied norms. The Group objected and appealed against the assessment on the basis that it is not in terms of the applicable legislation and is currently engaged in the tax court process to have the matter resolved. The Group, together with its legal adviser, has re-assessed the basis on which it is liable for payment of the mining royalty challenging both the linear basis of grossing up the sales value and determining the incremental costs which would be incurred in bringing the concentrate to the minimum specified standard.

In the event that SARS would be successful, the Group estimates the incremental mining royalty for assessments for the period up to 31 March 2023 to be US$22.9 million (ZAR406.6 million) (31 March 2022: US$20.4 million (ZAR312.9 million) and 30 September 2022: US$20.0 million (ZAR361.9 million)), with the amount net of tax estimated to be US$16.7 million (ZAR296.8 million) (31 March 2022: US$12.4 million (ZAR180.6 million) and 30 September 2022: US$14.4 million (ZAR260.6 million)). If the Group is successful with a favourable outcome of calculating the mining royalty on the re-assessed basis, it would result in a refund of past royalty payments with a net inflow to the Group.

The principles being applied have not been tested by either SARS or the judiciary and there is therefore uncertainty on the possible outcome of the legal process which could lead to an outflow (royalty payable to SARS) or inflow (amount recovered by the Group from SARS). Accordingly, no estimate of the contingent amount receivable has been made. The matter has been scheduled to be heard by the Tax Court during August 2023.

Rehabilitation provision

The Group's mining and exploration activities are subject to extensive environmental laws and regulations. The Group has made, and expects to make in the future, expenditures to comply with such laws and regulations, but cannot predict the full amount of such future expenditures. Estimated future rehabilitation costs are based principally on legal and regulatory requirements. Tharisa Minerals Proprietary Limited's approved Environmental Management Programme ('EMPr') commits the company to completely backfill the pit voids to natural ground level and restore the pre-mining land potential, namely agricultural land with grazing and wilderness capabilities. The company has evaluated alternative mine closure strategies building on the establishment of a post-mining economy with socio-economic benefits. An amended application has been submitted to the Department of Mineral Resources and Energy ('DMRE') seeking its approval for a backfill of the pit voids concurrent with mining only, also called in-pit dumping, which results in a partial void and associated pit lake which is profiled and 'made safe' before rehabilitation of the surface with the residual waste rock stockpiles remaining on surface ('pit-lake option'). In conjunction with the submission of this application, the Company has also engaged with the relevant government departments to ensure their support for this submission. This application has been submitted supported by the necessary specialty studies. As there is uncertainty as to the successful outcome of the application, the company has applied a probability weighted factor in calculating the mine closure liability applying a 60% probability to the successful approval of the pit-lake option. In the alternative, the company has applied a 40% probability to an alternative 'make safe' option with the partial backfilling of the pit whereby the walls of the pit will be profiled at 24 degrees and, with the passage of time, result in a pit-lake forming in the void. The rehabilitation expense and provision has been accounted for on this basis. The company is confident of the successful outcome in its engagement with the DMRE. No adjustment for any effects on the company that may result from a complete backfill of the voids, if any, has been made in the financial statements. It is not possible to determine and measure any additional requirements that may be required as the amended EMPr is at an advanced stage through the various approval levels, hence no provision has been made for these potential additional requirements.

Other

As at 31 March 2023, there is no litigation (31 March 2022 and 30 September 2022: no litigation), current or pending, which is considered likely to have a material adverse effect on the Group. Refer to note 23 for guarantees.

23. CAPITAL COMMITMENTS AND GUARANTEES

	31 March 2023 Reviewed US$'000	31 March 2022 Reviewed US$'000	30 September 2022 Audited US$'000
Capital commitments			
Authorised and contracted	**52 228**	41 049	28 937
Authorised and not contracted	**62 040**	2 712	3 027
	114 268	43 761	31 964

The commitments are with respect to property, plant and equipment and are outstanding at the respective reporting period. All contracted amounts will be funded through existing funding mechanisms within the Group and cash generated from operations. Balances denominated in currencies other than the US$ were converted at the closing rates of exchange ruling at each respective reporting period.

Guarantees

The Company has issued various guarantees to financiers and major suppliers of the Group securing debt facilities and credit lines available to the Company's subsidiaries. During the period ended 31 March 2023, additional guarantees of US$4.6 million (ZAR81.4 million) were issued to the Department of Mineral Resources and Energy to satisfy the legal requirements with respect to environmental rehabilitation.

24. EVENTS AFTER THE REPORTING PERIOD

On 18 May 2023, the Board declared an interim dividend of US 3.0 cents per share.

The Board of Directors is not aware of any matter or circumstance arising since the end of the financial period that will impact these financial results.

25. DIVIDENDS

During the period ended 31 March 2023, the Company declared and paid a final dividend of US 4.0 cents per share in respect of the financial year ended 30 September 2022.

A subsidiary of the Company, Tharisa Minerals Proprietary Limited, declared and paid an ordinary dividend of US$2.8 million (year ended 30 September 2022: US$2.7 million) during the period ended 31 March 2022. Tharisa Minerals Proprietary Limited did not declare any ordinary dividends during the period ended 31 March 2023.

During the year ended 30 September 2022, the Company declared and paid a final dividend of US 5.0 cents per share in respect of the financial year ended 30 September 2021. In addition, an interim dividend of US 3.0 cents per share was declared and paid in respect of the financial year ended 30 September 2022.

JSE Sponsor
Investec Bank Limited
Connect with us on [LinkedIn] and [Twitter] to get further news and updates about our business.

Investor Relations Contacts:
Ilja Graulich (Head of Investor Relations and Communications)
+27 11 996 3500
+27 83 604 0820
igraulich@tharisa.com

Financial PR Contacts:
Bobby Morse / Oonagh Reidy
+44 207 466 5000
tharisa@buchanan.uk.com

Broker Contacts:
Peel Hunt LLP (UK Joint Broker)
Ross Allister / Georgia Langoulant
+44 207 7418 8900

BMO Capital Markets Limited (UK Joint Broker)
Thomas Rider / Nick Macann
+44 207 236 1010

Berenberg (UK Joint Broker)
Matthew Armitt / Jennifer Lee / Detlir Elezi
+44 203 207 7800

Nedbank Limited (acting through its Corporate and Investment Banking division) (RSA Broker)
Carlyle Whittaker
+27 11 294 0061

About Tharisa

Tharisa is an integrated resource group critical to the energy transition and decarbonisation of economies. It incorporates exploration, mining, processing and the beneficiation, marketing, sales, and logistics of PGMs and chrome concentrates, using innovation and technology as enablers. Its principal operating asset is the Tharisa Mine, located in the south-western limb of the Bushveld Complex, South Africa. The mechanised mine has an 18 year pit life and can extend operations underground by at least 40 years. Tharisa also owns Karo Mining Holdings a low-cost, open-pit PGM asset under construction and located on the Great Dyke in Zimbabwe. The Company is committed to reducing its carbon emissions by 30% by 2030 and the development of a roadmap is continuing to be net carbon neutral by 2050. Tharisa plc is listed on the Johannesburg Stock Exchange (JSE: THA) and the Main Board of the London Stock Exchange (LSE: THS).