

NORTHAM PLATINUM LIMITED
Incorporated in the Republic of South Africa
(Registration number 1977/003282/06)
Share code: NHM ISIN: ZAE000030912
Debt issuer code: NHMI

Bond code: NHM002	Bond ISIN: ZAG000129024
Bond code: NHM006	Bond ISIN: ZAG000158577
Bond code: NHM007	Bond ISIN: ZAG000158593
Bond code: NHM009	Bond ISIN: ZAG000158866
Bond code: NHM010	Bond ISIN: ZAG000159229
Bond code: NHM011	Bond ISIN: ZAG000159237
Bond code: NHM012	Bond ISIN: ZAG000160136
Bond code: NHM013	Bond ISIN: ZAG000162181
Bond code: NHM014	Bond ISIN: ZAG000163650
Bond code: NHM015	Bond ISIN: ZAG000164922
Bond code: NHM016	Bond ISIN: ZAG000167750

(“Northam” or the “group”)

**R2.166 BILLION RESTRUCTURING OF NORTHAM’S DOMESTIC MEDIUM TERM NOTE PROGRAMME,
INCLUDING NEW FUNDING**

Northam is pleased to announce that it has reached an agreement with certain holders of domestic medium term notes (“Notes”) (“Noteholders”) under Northam’s R10 billion Domestic Medium Term Note Programme (dated 3 August 2012, as amended and / or supplemented from time to time) (“Programme”), to extend the maturity dates of certain Notes with an aggregate nominal amount of c.R1.885 billion through the purchase and cancellation of such Notes and the simultaneous issue of new Notes with longer term maturities, for the same nominal amount and to the same Noteholders (“Note Switch”). Furthermore, certain Noteholders will invest additional capital and subscribe for additional new Notes with an aggregate nominal amount of c.R281 million (“New Funding”).

The Note Switch will preserve the group’s liquidity in the short to medium term by extending the maturity dates of certain Notes, whilst the New Funding will provide additional liquidity and further strengthen the group’s balance sheet over the short to medium term. The Note Switch will not increase the total nominal amount of Notes in issue under the Programme whilst the New Funding will increase the total nominal amount of Notes in issue under the Programme by c.R281 million, from R5.245 billion to c.R5.526 billion.

The Notes to be purchased and cancelled as part of the Note Switch were issued under bond code series NHM002, NHM006, NHM007, NHM009, NHM010, NM011, NHM012, NHM013 and NHM014 and mature in Northam’s financial years ending 30 June 2020, 2021 and 2022. The new Notes to be issued as part of the Note Switch and New Funding (collectively, the “New Notes”) will mature over a nine month (c.R495 million), three year (c.R671 million), four year (R450 million) and five year (R550 million) term from the date of issue. The nine month, three year, four year and five year New Notes will attract a floating rate coupon of 2.40%, 3.75%, 4.00% and 4.25% above the 3 month ZAR-JIBAR per annum, respectively. Interest on the New Notes will be payable quarterly.

Following implementation of the Note Switch, the remaining maturities under the Programme pertaining to the rest of the calendar year 2020 (“CY 20”) will reduce from R550 million to c.R20 million. Northam is pleased that the large reduction in CY 20 maturities significantly reduces capital outflow during the current national lockdown and related operational constraints as a result of the COVID-19 pandemic. Furthermore, Northam has attracted an additional c.R281 million of long-term funding during this period. The net effect for CY 20 is a c.R811 million increase in liquidity derived from the Note Switch and New Funding.

The following table summarises the impact of the Note Switch and New Funding on the maturity profile of Notes in issue, in respect of Northam’s financial years ending 30 June. Values represent the change in the nominal amount of maturities of Notes for each financial year.

Change in maturity value in each financial year	2020 R'm	2021 R'm	2022 R'm	2023 R'm	2024 R'm	2025 R'm	Total R'm
Note Switch: Notes purchased and cancelled	(35)	(c.795)	(c.1 055)	-	-	-	(c.1 885)
Note Switch: Notes issued	-	c.495	-	c.671	250	c.469	c.1 885
New Funding: Notes issued	-	-	-	-	200	c.81	c.281
Net change in the nominal amount of maturities	(35)	(c.300)	(c.1 055)	c.671	450	550	c.281

Northam shareholders are referred to the announcement published by Northam on SENS on 8 May 2020 pertaining to the listing of the NHM016 Note with a nominal amount of R550 million. c.R469 million of this amount pertains to the Note Switch and c.R81 million pertains to the New Funding. Accordingly, Notes with a nominal amount of c.R469 million will be purchased and cancelled by Northam on 11 May 2020, being the date of issue of the NHM016 Note.

Further information pertaining to the Note Switch will be announced as and when the Note Switch is implemented through the purchase of issued Notes and the issue of New Notes.

Paul Dunne, Northam’s Chief Executive Officer said “*Northam remains appreciative of the support and confidence it continues to receive from investors in the Programme. The R1.885 billion note switch will assist in preserving and strengthening Northam’s liquidity during the COVID-19 pandemic. Added to this is a R530 million reduction in maturities during calendar year 2020, coupled with an injection of R281 million of new capital, resulting in an R811 million increase in calendar year 2020 liquidity. This is a very positive outcome for Northam.*”

Johannesburg
11 May 2020

Corporate Advisor and JSE Sponsor to Northam
One Capital

Sole Arranger, Dealer and Debt Sponsor to Northam in respect of the Notes
One Capital

Attorneys to Northam
Cliffe Dekker Hofmeyr Inc.

Legal Advisors to Northam, the Arranger and the Dealer in respect of the Notes
Bowman Gilfillan Inc.