

## **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: NHM007	Bond ISIN: ZAG000158593
Bond code: NHM009	Bond ISIN: ZAG000158866
Bond code: NHM011	Bond ISIN: ZAG000159237
Bond code: NHM012	Bond ISIN: ZAG000160136
Bond code: NHM014	Bond ISIN: ZAG000163650
Bond code: NHM015	Bond ISIN: ZAG000164922
Bond code: NHM016	Bond ISIN: ZAG000167750
Bond code: NHM018	Bond ISIN: ZAG000168097
Bond code: NHM019	Bond ISIN: ZAG000168105
Bond code: NHM020	Bond ISIN: ZAG000172594

("Northam")

## **NORTHAM PLATINUM HOLDINGS LIMITED**

Incorporated in the Republic of South Africa

(Registration number 2020/905346/06)

Share code: NPH ISIN: ZAE000298253

("Northam Holdings")

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### **UPDATE REGARDING THE COMPOSITE TRANSACTION – IMPLEMENTATION OF THE ZAMBEZI SCHEME, PURSUANT TO WHICH (I) NORTHAM ACQUIRES ALL THE ZAMBEZI PREFERENCE SHARES NOT ALREADY HELD AND (II) THE REPURCHASE BECOMES WHOLLY UNCONDITIONAL**

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Unless otherwise defined herein, capitalised words and terms contained in this announcement shall bear the same meanings ascribed thereto in the combined circular to shareholders of Northam ("**Shareholders**") accompanied by the prospectus in respect of Northam Holdings, dated Monday, 31 May 2021 (collectively, the "**Scheme Documents**").

#### **1. INTRODUCTION**

Shareholders are referred to the Scheme Documents as well as the combined announcements published by Northam and Northam Holdings on SENS on Tuesday, 23 March 2021, Monday, 31 May 2021, Monday, 21 June 2021, Wednesday, 30 June 2021, Tuesday, 6 July 2021, Tuesday, 20 July 2021 and Thursday, 5 August 2021 as well as the announcement published by Northam on Friday, 11 June 2021 pertaining to the Composite Transaction.

#### **2. IMPLEMENTATION OF THE ZAMBEZI SCHEME AND THE REPURCHASE BECOMES WHOLLY UNCONDITIONAL**

Northam is pleased to advise that, pursuant to the implementation of the Zambezi Scheme today, Northam now holds all of the Zambezi Preference Shares in issue.

Furthermore, Shareholders are advised that following the implementation of the Zambezi Scheme, all of the Transaction Conditions have now been fulfilled or waived. Accordingly, the Repurchase has become wholly unconditional and the Transaction will be implemented in accordance with the salient dates and times set out in the announcement published by Northam and Northam Holdings on SENS on Thursday, 5 August 2021.

#### **3. THE INDEPENDENT BOARD AND NORTHAM BOARD RESPONSIBILITY STATEMENT**

The Independent Board and Northam Board (to the extent that the information relates to Northam) collectively and individually accept responsibility for the information contained in this announcement and certify that, to the best of their knowledge and belief, the information contained in this announcement relating to Northam is true and this announcement does not omit anything that is likely to affect the importance of such information.

#### **4. NORTHAM HOLDINGS BOARD RESPONSIBILITY STATEMENT**

The Northam Holdings Board (to the extent that the information relates to Northam Holdings) accepts responsibility for the information contained in this announcement and certifies that, to the best of its knowledge and belief, the information contained in this announcement relating to Northam Holdings is true and this announcement does not omit anything that is likely to affect the importance of such information.

Johannesburg  
23 August 2021

**Corporate advisor to Northam and Northam Holdings**

One Capital Advisory Proprietary Limited

**Equity Sponsor, Debt Sponsor and Transaction Sponsor to Northam and Equity Sponsor and Transaction Sponsor to Northam Holdings**

One Capital Sponsor Services Proprietary Limited

**Attorneys to Northam and Northam Holdings**

Webber Wentzel

**Independent Sponsor to Northam and Northam Holdings**

Deloitte & Touche Sponsor Services Proprietary Limited

*Foreign Shareholders are referred to the disclaimer in the Announcement which applies to this announcement.*