

# PLATMIN LIMITED

## MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS FOR THE YEAR ENDED FEBRUARY 28, 2009



May 27, 2009  
Restated and Re-filed July 10, 2009

### CAUTIONARY NOTE REGARDING FORWARD-LOOKING STATEMENTS

This Management's Discussion and Analysis of Financial Condition and Results of Operations ("MD&A") for the three and twelve month periods ended February 28, 2009 contains "forward-looking information" which may include, but is not limited to, statements with respect to the future financial and operating performance of Platmin Limited (the "Company" or "Platmin"), its subsidiaries and affiliated companies, and its mineral projects, the future price of platinum or other Platinum Group Elements ("PGEs"), the future price of other base metals, the future exchange rates, the estimation of mineral resources and reserves, the realization of mineral resource estimates or their conversion into reserves, costs and future costs of production, capital and exploration expenditures, costs and timing of the development of new deposits, costs and timing of the development of new mines, costs and timing of future exploration, requirements for additional capital, government regulation of mining operations and exploration operations, timing and receipt of approvals, licenses, and conversions under South African mineral legislation, environmental risks, title disputes or claims, limitations of insurance coverage and the timing and possible outcome of pending litigation and regulatory matters. Often, but not always, forward-looking statements can be identified by the use of words such as "plans", "expects", "is expected", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates", or "believes" or variations (including negative variations) of such words and phrases, or state that certain actions, events or results "may", "could", "would", "might" or "will" be taken, occur or be achieved.

Forward-looking statements in this MD&A include, among others, the operation of open cast mining; forecast average annualized production rate of 250,000 ounces of 3PGE+Au metals at the Pilanesberg Platinum Mine ("Pilanesberg Mine"); average operating margins of 46% over the life of mine with the expected cash costs in the lowest-quartile for the industry; completion of plant construction at the Pilanesberg Mine; achieving the ramp-up to steady state production at the Pilanesberg Mine in September 2009; the declaration of a 4PGE+Au mineral resource at the Pilanesberg Mine and 5PGE+Au at the Mphahlele Project; and the timing and completion of definitive feasibility work at the Mphahlele and Grootboom Projects.

Such forward-looking statements are based on a number of material factors and assumptions, including, that contracted parties provide goods and/or services on the agreed timeframes, that equipment necessary for construction and development is available as scheduled and does not incur unforeseen break downs, that no labour shortages or delays are incurred, that plant and equipment functions as specified, and that no unusual geological or technical problems occur.

Forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of Platmin and/or its subsidiaries and/or its affiliated companies to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements. Such factors include, among others, general business, economic, competitive, political and social uncertainties; the actual results of current exploration activities; conclusions of economic evaluations and studies; fluctuations in the value of the United States dollar relative to the Canadian dollar or South African rand; changes in project parameters as plans continue to be refined; future prices of platinum or other PGEs; possible variations of ore grade or recovery rates; failure of plant, equipment or processes to operate as anticipated; accidents, labour disputes and other risks of the mining industry; political instability, insurrection or war; the effect of HIV/AIDS on labour force availability and turnover; delays in obtaining governmental approvals or financing or in the completion of development or construction activities, as well as those factors communicated in the section entitled "Risk Factors" of Platmin's current annual information form ("AIF") which can be viewed at [www.sedar.com](http://www.sedar.com). Although Platmin has attempted to identify important factors that could cause actual actions, events or results to differ materially from those described in forward-looking statements, there may be other factors that cause actions, events or results to differ from those anticipated, estimated or intended. Forward-looking statements contained herein are made as of the date of this MD&A and Platmin disclaims any obligation to update any forward-looking statements, whether as a result of new information, future events or results or otherwise. There can be no assurance that forward-looking statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements due to the inherent uncertainty therein.

# Platmin Limited

(A development stage company)

## (Restated) Management's Discussion and Analysis for the year ended February 28, 2009

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### 1. Introduction

The Management's Discussion and Analysis of Financial Condition and Results of Operations ("MD&A") is provided to enable the reader to assess and understand the financial condition and results of operations for the three and twelve month periods ended February 28, 2009, in comparison to corresponding periods. Information in this MD&A must be read in conjunction with the audited consolidated financial statements of Platmin for the year ended February 28, 2009 and the notes thereto (collectively, the "annual financial statements").

The MD&A should also be read in conjunction with the company's Annual Information Form ("AIF") and the technical reports prepared by qualified persons in accordance with NI 43-101 on file with the Canadian provincial securities regulatory authorities. These documents can be found at [www.sedar.com](http://www.sedar.com) and at [www.platmin.com](http://www.platmin.com).

All dollar amounts in this MD&A are expressed in United States dollars ("US\$"), unless otherwise specified. When used, C\$ refers to Canadian dollars. References to quarters are to financial quarters and not to calendar quarters, unless otherwise specified. The annual financial statements have been prepared in accordance with Canadian generally accepted accounting principles ("Canadian GAAP").

### 2. Overview

Platmin Limited (the "Company" or "Platmin") is continued under the laws of British Columbia, Canada and its Common Shares are listed on the Toronto Stock Exchange ("TSX") and the Alternative Investment Market ("AIM") of the London Stock Exchange. The Company trades under the symbol "PPN" on both exchanges.

Platmin is a mineral exploration, development and operating company engaged in the exploration for, and development of, Platinum Group Element ("PGE") deposits in South Africa. The Company has developed the Pilanesberg Project into the Pilanesberg Mine ("PPM") and is exploring for PGEs on its other three key projects: Mphahlele, Grootboom and Loskop. Platmin's goal is to become a significant producer of PGEs through the development and operation of several mines on its key projects. Management's main priority is the completion of the construction phase and bringing the Pilanesberg Mine into full production on time and within budget. Exploration, resource delineation and feasibility study work on the other key projects continue at a reduced level of activity.

### 3. Overall Performance

The Company recorded a net profit for the quarter ended February 28, 2009 of US\$16.73 million, or US\$0.10 per share, compared with a net loss of US\$3.72 million or US\$0.04 per share, for the quarter ended February 29, 2008. The Company recorded a net loss for the twelve months ended February 28, 2009 of US\$11.02 million, or US\$0.07 per share, compared with a net loss of US\$9.08 million, or US\$0.09 per share, for the twelve months ended February 29, 2008. The increase in loss was principally the result of an increase in management and consulting fees and interest, offset by a foreign exchange gain due to the volatility in the exchange rate of the South African rand (ZAR) against the United States dollar (US\$) in the last quarter of fiscal 2009.

The Company follows the practice of capitalizing all costs related to the acquisition, exploration and development of mineral exploration properties until such time as the mineral properties are put into commercial production, sold, or become impaired. Commercial production is considered to be attained when the overall level of production, both in terms of mining and plant operations, reaches the planned level of output and performance in accordance with the original engineering studies. Upon commencement of commercial production these capitalized costs will be amortized prospectively over

## Platmin Limited

(A development stage company)

### (Restated) Management's Discussion and Analysis for the year ended February 28, 2009

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the life of the mine. In the year ended February 28, 2009, the Company's deferred exploration expense increased to US\$34.06 million from US\$27.13 million as at the financial year ended February 29, 2008.

The Company has developed the Pilanesberg Project into the Pilanesberg Mine ("PPM"), which constitutes an open-cast mining operation and a metallurgical processing and concentrator plant ("processing plant"), which will produce a PGE concentrate for sale to a custom smelting and refining operation. Construction of the processing plant commenced in October 2007 and the construction contract is scheduled to be closed in the second quarter of fiscal 2010. The processing plant was designed based on two separate processing circuits to crush, mill and float the ore from the UG2 and Merensky Reefs as two separate streams. In addition, the Merensky reef circuit includes a Dense Media Separation ("DMS") circuit to upgrade low grade ore. Commissioning of the processing plant takes place in two stages with the commissioning of the UG2 circuit commencing in December 2008 and the Merensky circuit commencing in May 2009. Full commissioning of the processing plant is expected to be completed by the third quarter fiscal 2010.

The overall design of the processing plant was based on processing in excess of 5 million tonnes per annum of reef ore and producing 250,000 ounces of 3PGE+Au, on an annualized basis. The operation of the processing plant has been sub-contracted to Minopex (Pty) Ltd ("Minopex"), a division of Dowding Reynard and Associates Engineering (Pty) Ltd ("DRA Engineering"). Processing of material through the UG2 circuit in March 2009, signalled the commencement of the plant operation to produce a metal in concentrate ready for smelting, refining and sale under the Sale and Treatment of Concentrate Agreement ("Concentrate Agreement") to Northam Platinum Limited ("Northam").

Mining operations are contracted on an outsourced basis to MCC Contracts (Pty) Ltd ("MCC") and are overseen by PPM staff. The removal of overburden and waste rock material commenced in March 2008, Reef mining commenced in December 2008 and is in the ramp up phase to reach steady state extraction rates of over 400,000 total tonnes per month or over 5 million total tonnes per annum of reef ore during the second quarter of fiscal 2010. A Reverse Circulation (RC) grade control drilling program at a drill spacing of 10m has commenced on the initial mining blocks of the Tuschenkomst pit and will maintain an advanced drilling program of a minimum of three months ahead of reef mining. Stock-piling of PGE bearing ore ahead of the processing plant, commenced in December 2008 in preparation for the commencement of milling operations in March 2009.

PPM entered into an agreement with engineering firm DRA Engineering to implement the overall design and construction phase of the project, including the processing plant. The total estimated capital expenditure value determined during the Bankable Feasibility Study ("BFS") of the project was ZAR1.67 billion which equated to US\$231.94 million at an estimated exchange rate of ZAR7.20 at the time of the BFS. In the year ended February 28, 2009, total expenditure on the project amounted to US\$220.87 million (ZAR1.69 billion) compared to US\$23.97 million (ZAR158.61 million) at the end of the previous financial year. For the year ended February 28, 2009 the total revised project was US\$270.42 million (ZAR2.70 billion) which is higher than the original amounts per the BFS due to changes in scope, cost increases that were experienced in general terms by the global mining industry over the past two years and variance in foreign exchange rates. The overall plant construction project was ahead of schedule at 95% complete at February 28, 2009.

The remaining expenditure on the project at the year ended February 28, 2009 was approximately US\$60.80 million (ZAR607.20 million) and was funded predominantly from approximately US\$175 million in cash raised from the sale of Common Shares to the Pallinghurst Investment Consortium in December 2008 and February 2009. Additional funding would be raised through a new long term project debt finance facility and if required, the raising of additional cash from the sale of new equity.

## Platmin Limited

(A development stage company)

### (Restated) Management's Discussion and Analysis for the year ended February 28, 2009

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In light of the current depressed prices for PGE's, the Company, in a press statement on December 9, 2008, announced that the Mphahlele and Grootboom projects have been placed on a reduced work program until conditions improve sufficiently to allow the development of these projects. Platmin will commit sufficient expenditure to these projects to ensure that the new order Prospecting and Mining Rights are preserved. These expenditures will be funded from existing cash on hand and where necessary, additional funding will be raised to fund future exploration and development expenditure.

Significant developments in the three months ended February 28, 2009 were as follows:

- The Company entered into an investors and subscription agreement to issue, by way of private placement, a total of 258,416,038 common shares of Platmin, in two tranches, for gross proceeds of US\$125 million and ZAR 500 million (US\$50 million) respectively, resulting in the raising of approximately US\$175 million in new equity. The Company completed the first tranche of this transaction and issued a total of 184,886,627 Common Shares to the Pallinghurst Investment Consortium for C\$0.85 (or ZAR 6.80) per share. The gross proceeds raised equal US\$125 million and were received on December 19, 2008;
- In the second tranche of this transaction, Platmin issued 73,529,411 Common Shares to the Pallinghurst Investor Consortium on February 19, 2009 at a per share purchase price of ZAR 6.80 (C\$0.85 based on the exchange rate on December 8, 2008) for a total purchase consideration of ZAR 500 million (US\$50 million);
- On December 19, 2008, following the completion of the first tranche of the investors and subscription agreement, Messrs Brian Gilbertson and Arne Frandsen were appointed to the board of directors. Mr Rupert Pardoe resigned as Non-Executive Chairman and Mr Keith Liddell, previously Executive Deputy Chairman, was appointed as Non-Executive Chairman and Mr Kwape Mmela, previously Director, was appointed as Non-Executive Deputy Chairman;
- In December 2008, following the removal of approximately 15 million tonnes of over-burden waste material, reef mining commenced. By the end of February 28, 2009, a total of 305,500 tonnes of ore had been delivered to the run of mine stockpile ahead of the processing plant. Ramp-up to steady state production of approximately 400,000 total tonnes per month or over 5 million total tonnes per annum of reef ore, is anticipated by the second quarter fiscal 2010; and
- The bridge loan facility that was due to be repaid on February 28, 2009 was extended, under the terms of an amendment agreement with The Standard Bank of South Africa Limited ("Standard Bank"), until May 31, 2009 or such earlier date by which time it is converted into a long-term project debt finance facility. Under the extension, Platmin has provided cash collateral of up to ZAR387.8 million (US\$38.84 million) as security against this loan.

Important events which occurred subsequent to February 28, 2009 include:

- On March 23, 2009, the UG2 circuit of the processing plant, commenced operation and produced the first metal in concentrates for further processing under the Concentrate Agreement with

## Platmin Limited

(A development stage company)

### (Restated) Management's Discussion and Analysis for the year ended February 28, 2009



Northam. The commencement of processing follows only 18 months after the commencement of construction of the processing plant in October 2007;

- On April 1, 2009, the Company completed the change of corporate domicile from Ontario to British Columbia, Canada;
- On April 1, 2009, Messrs Ron Little and Jay Kellerman tendered their resignation from the board of directors and on April 7, 2009, Mr. John Calvert was appointed to the board of directors.
- On April 30, 2009, the Company submitted an application to the applicable Canadian securities regulators for the early adoption of International Financial Reporting Standards ("IFRS") for the financial year ended February 28, 2010.
- On May 15, 2009, the Company announced that it has engaged GMP Securities Europe LLP ("GMP") to conduct a brokered private placement of common shares of Platmin, to raise, on a best efforts agency basis, between C\$45 million and C\$55 million, with an option of a further C\$15 million at the volition of the Company. If successful, the proceeds of the private placement will be used for debt restructuring and for working capital purposes. Completion of the proposed private placement is subject to the approval of the TSX and all other necessary regulatory approvals, as well as customary closing conditions. As at May 21, 2009, placees have been arranged to purchase 75,015,552 new common shares for a consideration of £39,008,087.

#### 4. Selected Annual Financial Information

The table below sets forth selected financial data relating to the company's financial years ended February 28, 2009; February 29, 2008 and February 28, 2007 in US\$'000 unless stated differently. The financial data is derived from the Company's annual audited consolidated financial statements, which are prepared in accordance with Canadian GAAP. The Company had no operating revenue in any of such financial years, and did not declare a dividend in any of such financial years.

	Year ended		
	Feb '09 US\$'000	Feb '08 US\$'000	Feb '07 US\$'000
<b>Loss and deficit summary</b>			
Loss for the year	(11,018)	(9,080)	(7,038)
Net loss per common share (US\$)	0.07	0.09	0.09
Weighted average number of shares	163,931,727	96,535,488	77,719,629

Expenditure relates to the administration costs required to manage the exploration and development activities of the Company and foreign exchange losses on shareholder loan accounts.

	Year ended		
	Feb '09 US\$'000	Feb '08 US\$'000	Feb '07 US\$'000
<b>Balance Sheet</b>			
Current assets	146,071	111,173	57,446

## Platmin Limited

(A development stage company)

### (Restated) Management's Discussion and Analysis for the year ended February 28, 2009



Other assets	48,854	35,427	27,230
Pilanesberg Plant	214,705	24,425	785
<b>TOTAL ASSETS</b>	<b>409,630</b>	<b>171,025</b>	<b>85,461</b>
Current liabilities	62,326	3,161	3,376
Long-term liabilities	14,136	2,849	1,152
Shareholder's equity	333,168	165,015	80,933
<b>TOTAL LIABILITIES AND SHAREHOLDER'S EQUITY</b>	<b>409,630</b>	<b>171,025</b>	<b>85,461</b>

#### **Results of Operations**

##### *Quarter ended February 28, 2009 compared to the quarter ended February 29, 2008*

There was no operating revenue in either quarter as the Company had no revenue generating operations or mineral production in the quarter ended February 29, 2008 and although mining operations commenced in the quarter ended February 28, 2009; no concentrate has been produced by the end of the quarter.

Interest income of US\$0.783 million was recorded in the quarter ended February 28, 2009 compared to US\$1.081 million in the quarter ended February 29, 2008.

The Company recorded a net profit for the quarter ended February 28, 2009 of US\$16.726 million, or US\$0.10 per share, compared with a net loss of US\$3.716 million, or US\$0.04 per share, for the quarter ended February 29, 2008.

Administrative expenses, which include management, professional and consulting fees, salary costs related to the vesting of share options, office rentals, interest and finance costs, amongst other costs, totalled US\$13.866 million for the quarter ended February 28, 2009 compared to the corresponding prior year quarter amount of US\$3.285 million. The major expense item was an increase in management and consulting fees due to the increase in workforce at the Pilanesberg Mine as the construction and development of the mine was in a ramp up phase, and equity raising fees incurred on the private placement of Common Shares.

A total of US\$1.230 million of deferred exploration expenditures was capitalized in the quarter ended February 28, 2009 compared with US\$0.564 million in the quarter ended February 29, 2008.

##### *Year ended February 28, 2009 compared to the year ended February 29, 2008*

There was no operating revenue in either year as the Company had no revenue generating operations or mineral production in the year ended February 29, 2008 and although mining operations commenced in the year ended February 28, 2009; no concentrate had been sold during this financial year.

Interest income of US\$3.816 million was recorded in the year ended February 28, 2009 compared to US\$3.143 million in the year ended February 29, 2008.

The Company recorded a net loss for the year ended February 28, 2009 of US\$11.018 million, or US\$0.07 per share, compared with a net loss of US\$9.080 million, or US\$0.09 per share, for the year ended February 29, 2008.

## Platmin Limited

(A development stage company)

### (Restated) Management's Discussion and Analysis for the year ended February 28, 2009



Administrative expenses, which include management, professional and consulting fees, office rentals, interest and finance costs, amongst other costs, totalled US\$19.383 million for the year ended February 28, 2009 compared to the corresponding prior year amount of US\$12.301 million. The two major expense items were foreign exchange losses on shareholders loans, which were offset in part by a foreign exchange gain on the translation of the historical cost of the PPM plant, and an increase in management, professional and consulting fees. The foreign exchange loss on the shareholder's loan was due to the volatility of the South African rand against the US dollar which devalued by 23% based on the average exchange rate for the year and by 33% based on the spot exchange rate at year end. The foreign exchange gain totalled US\$8.703 million in the twelve months ended February 28, 2009 compared with a foreign exchange loss of US\$0.377 million in the corresponding prior year period ended February 29, 2008. The foreign exchange gain is due to the volatility in the exchange rate of the South African rand (ZAR) against the United States dollar (US\$) especially in the last quarter of fiscal 2009. The increase in management, professional and consulting fees is due to the increase in the workforce at the PPM as the construction and development of the mine and processing plant was in a ramp up phase. The management and consulting fees totalled US\$17.304 million in the twelve months ended February 28, 2009 compared with US\$9.044 million in the corresponding prior year period ended February 29, 2008.

A total of US\$6.930 million of deferred exploration expenditures was capitalized in the year ended February 28, 2009 compared to US\$5.629 million in the year ended February 29, 2008.

#### 5. Summary of Quarterly Results

	Quarter ended							
	Feb '09	Nov '08	Aug '08	May '08	Feb '08	Nov '07	Aug '07	May '07
(Profit) / Loss for the period (US\$ '000)	(16.726)	19.401	4.783	3.560	3.716	1.020	1.888	2.971
Net (earnings) / loss per common share (US\$)	(0.10)	0.17	0.04	0.03	0.04	0.01	0.02	0.03

#### 6. Liquidity and Capital Resources

The Company has cash and cash equivalents of US\$88.883 million at February 28, 2009, as compared with \$88.188 million at February 29, 2008. The unchanged position is primarily due to the equity raising in terms of the investors and subscription agreement entered into in December 2008 with the Pallinghurst Investor Consortium for US\$175 million, which was offset by expenditure of US\$172.085 million on the construction of the mine and US\$3.000 million on other expenditure during the period.

The Company finances its exploration, development and construction activities by raising capital from equity markets, and through contributions by joint venture partners and by raising debt funding. Funding requirements for the Company's projects have historically been satisfied through the advance of shareholders' loans, by Platmin and Boynton Investments (Pty) Ltd ("Boynton") or subscription for shares (rights issues to shareholders). The shareholders' agreements or joint venture agreements of Platmin's subsidiaries also generally make provision for the board of directors of each relevant company to seek finance on behalf of each company, although this has not been utilized to date. The completion of construction and commencement of production from PPM, and any future exploration and development projects, will require that the Company raise additional funds. The Company's principal subsidiary, Boynton, operates in South Africa and as a result is subject to the South African

## Platmin Limited

(A development stage company)

### (Restated) Management's Discussion and Analysis for the year ended February 28, 2009

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Reserve Bank ("SARB") exchange control regulations. Shareholder loans from Platmin to Boynton, amounted to US\$233.202 million at February 28, 2009. Any repayment of foreign currency loans by a South African company to an offshore company, are subject to prior approval by the SARB.

#### ***Bridging finance facility***

A bridge loan facility of US\$35 million (ZAR 350 million) was concluded with Standard Bank in May 2008. The term of the bridge loan facility was initially for the period of four months to August 2008 and has subsequently been extended through two further extensions, to 31 May 2009. By November 30, 2008, US\$35 million (ZAR 350 million) was drawn on the facility and the facility incurred interest at the Johannesburg Interbank Lending Rate ("JIBAR") plus 3.0%. The bridge loan facility has been used to fund a portion of the costs associated with the development and construction of PPM. The bridge loan facility was due to be repaid on February 28, 2009 and under the terms of an amendment agreement with Standard Bank, the bridge loan facility was extended until May 31, 2009 or such earlier date by which time it is converted into a long-term loan facility. Under the extension, Platmin has provided cash collateral to Standard Bank of ZAR387.8 million (US\$38.84 million) as security against the loan, and upon which the Company earns interest at JIBAR plus 0.1%. The loan bears interest at JIBAR plus 0.5% and the net finance cost on the loan is 0.4%. At the financial year ended February 28, 2009 the balance including capital and accrued interest was US\$38.752 million.

In relation to the original bridge loan facility, the Company has issued 300,000 warrants at \$6.95 per common share, exercisable from September 15, 2008 until expiry of the warrants on May 14, 2011. The Company has classified this facility as held to maturity, and the fair value of the warrants of US\$0.846 million has been treated as cost of the loan transaction. In the year ended February 28, 2009, the fair value of these warrants has been fully amortized to net income using the effective interest method, over the original loan term of 6 months.

#### ***Project Debt Finance funding***

In August 2008, Standard Bank and Standard Chartered Bank Plc had been appointed as mandated lead arrangers to arrange and underwrite a long term project debt finance facility of up to US\$200 million. The US\$200 million project debt finance was intended to be used for the further development of PPM. However, as both the credit and PGE commodity prices deteriorated in the third quarter of fiscal 2009, it became clear that such a facility could not be obtained on the terms envisaged. Discussions continue in terms of arranging project debt finance for a lesser amount under this mandate which may include converting the current bridge loan facility to a long term project debt finance facility.

#### ***New equity raising***

The Company was approached with an alternative to a debt facility. As a result, the Company has entered into an investors and subscription agreement with, among others, Ivy Lane Capital Limited, being the Pallinghurst Investor Consortium's investment vehicle ("Pallinghurst") and the Bakgatla-Ba-Kgafela Tribe ("Bakgatla") and Bakgatla Pallinghurst JV (Proprietary) Limited ("BPJV"), a company jointly owned by Pallinghurst and Bakgatla as to 49.9% and 50.1% respectively, to issue, by way of private placement, a total of 258,416,038 common shares of Platmin, in two tranches, for gross proceeds of US\$125 million and ZAR 500 million (US\$50 million) respectively, resulting in the raising of approximately US\$175 million in new equity.

The transaction includes both the private placement and an exchange of shares of Platmin's operating subsidiary Boynton for newly issued Common Shares of Platmin such that Platmin's effective indirect shareholding in Boynton of 72.4% will increase to a 100% indirect shareholding in Boynton.

**Platmin Limited**

(A development stage company)

**(Restated) Management's Discussion and Analysis for the year ended February 28, 2009**

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The Company completed the first tranche of this transaction and issued a total of 184,886,627 common shares for C\$0.85 (or ZAR 6.80) per share to the Pallinghurst Investor Consortium. The gross proceeds raised equal US\$125 million and were received on December 19, 2008.

During the second tranche of this transaction, Platmin issued 73,529,411 Common Shares to the Pallinghurst Investor Consortium on February 19, 2009 at a per share purchase price of ZAR 6.80 (C\$0.85 based on the exchange rate on December 8, 2008) for a total purchase consideration of ZAR 500 million.

As at February 28, 2009, the Company had 370,002,800 Common Shares in issue compared to 111,537,048 Common Shares as at February 28, 2008.

## Platmin Limited

(A development stage company)

### (Restated) Management's Discussion and Analysis for the year ended February 28, 2009

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#### 7. Results of Operations by Project

In the year ended February 28, 2009, the Company spent US\$6.930 million on exploration expenditures and US\$159.752 million on development expenditures. Of the amount spent on exploration, 14% was spent on the Pilanesberg Project, 55% was spent on the Mphahlele Project, 27% was spent on the Grootboom Project and 4% spent on other projects. All development expenditures were spent on PPM. A summary of the expenditures by project along with proposed programs is set forth below.

##### 7.1 Pilanesberg Mine

The total development expenditures for the quarter ended February 28, 2009 was US\$83.658 million and US\$202.694 million for the year ended. Total expenditure to date is US\$226.659 million.

The total exploration expenditure for the quarter ended February 28, 2009 was US\$0.149 million and US\$0.974 for the year to date. Total exploration expenditures since inception on this project is US\$17.541 million.

The Company has developed the Pilanesberg Project into the PPM, which constitutes an open-cast mining operation and a processing plant, which will produce a PGE concentrate for sale to a custom smelting and refining operation. Construction of the processing plant commenced in October 2007 and the construction contract is scheduled to be closed in the second quarter of fiscal 2010. The processing plant was designed based on two separate processing circuits to crush, mill and float the ore from the UG2 and Merensky Reefs as two separate streams. In addition, the Merensky reef circuit includes a DMS circuit to upgrade low grade ore. Commissioning of the processing plant will take place in two stages with the commissioning of the UG2 circuit commencing in December 2008 and the Merensky circuit commencing in June 2009. Full commissioning of the processing plant is expected to be completed by the third quarter fiscal 2010.

The overall design of the processing plant was based on processing in excess of 5 million tonnes per annum of reef ore and producing 250 000 ounces of 3PGE+Au on an annualized basis. The operation of the processing plant has been sub-contracted to Minopex, a division of DRA Engineering. Processing of material through the UG2 circuit in March 2009, signalled the commencement of the plant operation to produce a metal in concentrate ready for smelting, refining and sale under the Concentrate Agreement to Northam.

Mining operations are contracted on an outsourced basis to MCC and are overseen by PPM staff. The mining operation comprises accessing the two commonly exploited 'PGE-bearing' Merensky and UG2 reef horizons in one open-cast mining operation due to the close proximity of these reefs to one another in this part of the Bushveld Igneous Complex. Other 'economically viable' reefs, commonly known as the 'Pseudo' reefs, are also present between the two aforementioned reef horizons and these will be extracted along with the Merensky reef as an overall 'Silicate Package'. The Silicate Package will be processed in a 'Merensky' metallurgical concentrator plant and the UG2 Chromitite Layer will be processed in a separate 'UG2' metallurgical concentrator plant. Both concentrates produced will then be combined and forwarded to Northam's smelter in South Africa, for further processing into final metals under the current Concentrate Agreement.

The removal of overburden and waste rock material commenced in March 2008. Reef mining commenced in December 2008 and is in the ramp up phase to reach steady state extraction rates of over 400,000 total tonnes per month or over 5 million total tonnes per annum of reef ore during the second quarter of fiscal 2010. An RC grade control drilling program at a drill spacing of 10m has commenced on the initial mining blocks of the Tuschenkomst pit and will maintain an advanced drilling program of a minimum of three months ahead of reef mining. Mine planning continues to take place at

## Platmin Limited

(A development stage company)

### (Restated) Management's Discussion and Analysis for the year ended February 28, 2009

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PPM, by AB Global Mining Consultants, to continuously update the mine scheduling on a short and long-term basis.

Stock-piling of PGE bearing ore ahead of the processing plant, commenced in December 2008 in preparation for the commencement of milling operations in March 2009.

PPM entered into an agreement with engineering firm DRA Engineering to implement the overall design and construction phase of the project, including the processing plant. The total estimated capital expenditure value determined during the BFS of the project was ZAR1.67 billion which equated to US\$231.94 million at an estimated exchange rate of ZAR7.20 = US\$1.00 at the time of the BFS. In the year ended February 28, 2009, total expenditure on the project amounted to US\$220.867 million (ZAR1.698 billion) compared to US\$23,965 million (ZAR158.607 million) at the end of the previous financial year ended February 29, 2008. For the year ended February 28, 2009 the total revised project was US\$270.42 million (ZAR2.70 billion) which is higher than the original amounts per the BFS due to changes in scope, cost increases that were experienced by the global mining industry in general and variance in foreign exchange rates. The overall plant construction project was ahead of schedule at 95% complete at February 28, 2009.

The Pilanesberg Mine has secured a commitment from the State Utility Energy Provider, ESKOM, for the supply of 37 megavolt amperes (MVA) of new power supply by mid 2009, as required for the full operation of the processing plant. The first phase of the implementation plan was completed by ESKOM in March 2009, with the installation of 14MVA of new power supply for the operation of the UG2 circuit of the plant. Installation of the remaining 23MVA of installed power is scheduled for completion by June 2009 and is required to bring the Merensky Reef circuit into full operation. During the construction phase of PPM, ESKOM provided a temporary power supply of 1.5MVA, sufficient to run the facilities for that phase of the project. A complete 10MVA standby diesel generator power plant is in the process of being constructed at PPM, at a cost of US\$14.457 million (ZAR144.350 million) to provide sufficient power to run the UG2 section of the processing plant on an ongoing basis in the event that ESKOM is unable to provide constant power to the mine over an extended period of time. The installation is expected to be completed by the second quarter of fiscal 2010.

The remaining expenditure on the project at the year ended February 28, 2009 was US\$60.8 million (ZAR607.2 million) and will be funded predominantly from approximately US\$175 million in cash raised from the sale of Common Shares to the Pallinghurst Investment Consortium in December 2008 and February 2009. Additional funding would be raised through a new long term project debt finance facility and if required, the raising of additional cash from the sale of new equity.

Platmin also plans to conduct further exploration in the vicinity of the Pilanesberg Project with the view to increasing the mineral resources in the Pilanesberg area.

## **7.2 Mphahlele Project**

In the quarter ended February 28, 2009, a total of US\$0.369 million was spent on the Mphahlele project and US\$3.832 million for the year to date, bringing the cumulative amount of expenditure on the project by the Company to US\$10.307 million, other than acquisition costs.

During the last period the Company continued with the Definitive Feasibility Study (DFS) on the Mphahlele project.

The Company released an updated NI 43-101 compliant mineral resource estimate during October 2008 showing a total indicated resource of 49.5 million tonnes at 4.01g/t 5PGE+Au for 7.81Moz (4.24Moz attributable to Platmin) along with a total inferred resources of 71.9 million tonnes at 4.34g/t 5PGE+Au for 10.03Moz (5.45Moz attributable to Platmin). The revised Indicated Mineral Resource of the October Resource Estimate provides the asset base for the DFS being finalized by SRK Consulting Engineers and the mining contractor Murray and Roberts Cementation.

### **Work Program**

In light of the fact that management have decided to focus all cash resources and management on bringing the Pilanesberg Mine into full production, this project has been put on a reduced work program for the short term, the limited primary expenditure at Mphahlele during the 2010 fiscal year is expected to be on activities related to the DFS including metallurgical test work, and revision of resource models to include mining dilution (various scenarios), mining design, geotechnical investigations and the environmental impact assessment/management program.

The Social and Labour Plan, which is a program approved by the Department of Minerals and Energy in South Africa ("DME") covering the social and economic development plan for the communities affected by the operations, was completed during August 2008 and was submitted in September 2008 to the DME, as required for the approval of the mining right.

## **7.3 Grootboom Project**

In the quarter ended February 28, 2009, the Company spent US\$0.4 million on Grootboom and Annex Grootboom (upon which Platmin has an option to acquire the PGE rights on completion of a DFS), bringing the expenditure on the project to date to US\$4.826 million. The total expenditure for the year ended February 28, 2009 was US\$1.855 million.

Boynton has completed a transaction that was previously entered into, whereby an option was granted to acquire the mining rights in respect of the Annex Grootboom property adjacent to the Grootboom Project, and Scheiding nearby the Mphahlele Project, upon completion of a BFS.

The project advanced to the DFS stage during the quarter under review which is expected to be complete in the third quarter of fiscal 2010.

### **Work Program**

In light of the fact that management have decided to focus all cash resources and management on bringing the Pilanesberg Mine into full production, this project has been put on a reduced work program for the short term, the limited primary expenditure at Grootboom during the 2010 fiscal year is expected to be on activities related to the DFS including metallurgical test work, and revision of resource models to include mining dilution (various scenarios), mining design, geotechnical investigations and the environmental impact assessment/management program.

## Platmin Limited

(A development stage company)

### (Restated) Management's Discussion and Analysis for the year ended February 28, 2009



#### 7.4 Loskop Project

Lonmin Plc is the operator of the Loskop Project and funds all exploration expenditures on the project (except for a portion of Rietfontein as mentioned below), as part of their option to acquire 50% in the joint venture. Limited expenditure has been incurred by Platmin as a result of this.

A total of approximately US\$11,710 was spent by Platmin on the Loskop Project during the quarter ended February 28, 2009 and US\$0.152 million for the year. Total exploration expenditures since inception on this project is US\$0.706 million.

#### Work Program

Lonmin Plc announced in a press release on November 18, 2008 that their management has decided, given their focus on cash management and the current state of the worldwide credit markets, to put a number of their projects, including Loskop on a reduced work program, for the short term. We anticipate that this is likely to affect the fiscal 2010 work program at Loskop.

Although work has continued during the year in order to assist in increasing our understanding of the Loskop mineralization, the mineral resources were not revised during the year.

#### 8. Contractual Obligations

The Company's contractual obligations are as follows:

Contractual Obligations US\$'000	Payments due by period as at February 28, 2009				
	Total	< 1 year	1-3 years	4-5 years	After 5 years
Operating lease	415	124	291	-	-
Employee entitlements	179	179	-	-	-
Asset Retirement Obligation <sup>(1)</sup>	17,527	-	-	-	17,527
Mining and Processing costs <sup>(2)</sup>	448,173	101,929	173,122	173,122	-
Committed Capital Cost	123,880	62,100	19,210	13,810	28,760
Total Contractual Obligations	590,174	164,332	192,623	186,932	46,287

(1) This amount represents the gross asset retirement obligation while the amount disclosed in note 18 of the consolidated financial statements represents the discounted value.

(2) Committed mining expenses include the remaining value of the agreement with engineering firm DRA Engineering to implement the design and construction phase of the Pilanesberg Mine, the contracts with Minopex for managing the plant operations and maintenance of the Merensky and UG2 metallurgical concentrator plants, and MCC for carrying out of the opencast mining operations, as well as the commitment to purchase a 10MW diesel standby generator in order to allow for any future power shortages or disruptions to supply by the state power utility Eskom.

#### 9. Off-Balance Sheet Arrangements

The Company has not entered into any off-balance sheet transactions.

## Platmin Limited

(A development stage company)

### (Restated) Management's Discussion and Analysis for the year ended February 28, 2009

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#### 10. *Related Party Transactions*

During the 2007 fiscal year, the Company had provided a bridging finance facility to Moepi Platinum (Pty) Ltd (previously known as Moepi Capital (Pty) Ltd) to assist the BEE party in acquiring an interest in Boynton and in the process, to consolidate the BEE interest in the Company. This loan of US\$15 million, including capitalized interest, was repaid in full on October 31, 2008.

#### 11. *Proposed Transactions*

The Company continues to evaluate opportunities in the market with a view to expand the current business. At the current time there are no reportable proposed transactions.

#### 12. *Black Economic Empowerment ("BEE")*

Platmin has achieved the minimum 26% BEE ownership interest (required by April 30, 2014 onward) for its operating subsidiary in South Africa, Boynton, through the ownership of shares by Moepi Platinum (Proprietary) Limited, Moepi Uranium (Proprietary) Limited and Sengani Family Mining and Exploration (Proprietary) Limited (collectively, the "Moepi Group"). The Moepi Group collectively holds approximately 27.61% of the issued and outstanding shares of Platmin's operating subsidiary Boynton. Bakgatla and Pallinghurst hold a controlling interest in Moepi Group.

Pursuant to the investors and subscription agreement described above, the Moepi Group will, by March 31, 2010, and subject to certain conditions exchange its 27.61% interest in Boynton for common shares of Platmin ("The Moepi Exchange"). The maximum number of shares to be issued is capped at 27.61% of the then issued and outstanding Platmin shares, which would be approximately 141,100,000 common shares. The Moepi Exchange is conditional upon, among other things, the approval of the TSX, of the SARB and the DME, which approvals are expected to take up to one year to obtain.

Platmin has funded a total of US\$9.405 million on behalf of its BEE partners for exploration activities, by way of loan account to date. All such amounts remain on inter-company loan accounts.

#### 13. *Environmental Matters*

The Company conducts exploration on its key projects and prospects subject to mineral exploration permit applications made to and issued by the DME. For each exploration program, a plan of rehabilitation is included with the application and where required the appropriate bond or funds are lodged with the relevant agent of the DME in respect of the rehabilitation work which may have to be carried out when the exploration program is completed and no further work is planned on the property. All such environmental plans or bonds are in the normal course of the business.

In respect of the Pilanesberg Mine, the DME required a rehabilitation guarantee of US\$7.027 million before approving the application for a Mining Right. This guarantee has been provided by Guardrisk Insurance Company Limited ("Guardrisk") on an insurance basis, with an amount of US\$0.901 million (ZAR 9 million) paid over into a separate bank account and ceded in favour of Guardrisk as collateral against the issuance of this guarantee. Ongoing contributions are made whereby the balance of the liability is funded over the remaining life of mine.

In respect of the Mphahlele Project, the DME required a rehabilitation guarantee of US\$1.663 million (ZAR16.609 million) before the issuing of the Mining Right. This guarantee has been provided by Guardrisk on an insurance basis, with an amount of US\$1.002 million (ZAR10 million) paid over into a separate bank account and ceded in favour of Guardrisk as collateral against the issuance of this guarantee. Ongoing contributions are made whereby the balance of the liability is funded over the remaining life of the prospecting permit.

## Platmin Limited

(A development stage company)

### (Restated) Management's Discussion and Analysis for the year ended February 28, 2009



Environmental guarantees are released by the DME on completion of the obligations in terms of the rehabilitation plans contained within either the application for the prospecting permits, or the mining right.

#### 14. Mineral and Petroleum Resources Royalty Act, 2008 (Act no. 28 of 2008)

The South African government has enacted the Mineral and Petroleum Resources Royalty Act (the "Royalty Act"), which imposes a royalty payable to the South African government by businesses based upon financial profits made through the transfer of mineral resources.

The legislation was passed on November 17, 2008 and was due to come into operation on May 1, 2009. During his budget speech in February 2009, the South African Minister of Finance deferred the implementation of the Royalty Act to March 1, 2010. The legislation resulting from the Royalty Act will levy a royalty for the benefit of the National Revenue Fund of the government of the Republic of South Africa based on a percentage calculated on a formula, up to a maximum of 5% on gross sales of refined mineral resources or 7% on gross sales of unrefined mineral resources.

#### 15. Critical Accounting Estimates

The Company's significant accounting principles and methods of application are disclosed in the notes of the Company's consolidated financial statements for the year ended February 28, 2009. The following is a discussion of the critical accounting policies and estimates which management believes are important for an understanding of the Company's financial results.

"Stock Based Compensation": The Company recognizes compensation expense when stock options are granted. The fair value of options granted has been estimated at the date of grant using the Black Scholes option pricing model with the following weighted average assumptions:

Date issued	Risk free interest rate	Expected dividend yield	Expected volatility	Expected option life
September 18, 2006	3.88%	Nil	100%	3.5 years
June 1, 2007	4.50%	Nil	66%	3 years
August 28, 2007	4.50%	Nil	66%	3 years
November 7, 2007	4.24%	Nil	65%	3 years
January 14, 2008	3.50%	Nil	54%	3 years
January 21, 2008	3.42%	Nil	52%	3 years
April 25, 2008	2.92%	Nil	62%	3 years
June 23, 2008	3.35%	Nil	62%	3 years
June 30, 2008	3.35%	Nil	57%	3 years
September 23, 2008	3.03%	Nil	64%	3 years
September 30, 2008	3.03%	Nil	73%	3 years

For purposes of disclosure, the estimated fair value of the options is expensed over the options' vesting periods. The full impact of the expense relating to all stock options granted to employees has been included in the consolidated statement of operations, deficit and comprehensive loss, for the years ended February 28, 2009 and February 29, 2008.

"Asset Retirement Obligations": Future costs to retire an asset including dismantling, remediation and ongoing treatment and monitoring of the site are recognised and recorded as a liability at fair value. The liability is accreted over time through periodic charges to earnings. The fair value of the costs is capitalised as part of the assets' carrying value and amortized over the assets' useful lives.

## Platmin Limited

(A development stage company)

### (Restated) Management's Discussion and Analysis for the year ended February 28, 2009

---



"Exploration and development costs": The costs relating to the acquisition, exploration and development of mineral properties, less recoveries, are capitalized by property until the commencement of commercial production. If commercially profitable ore reserves are developed, capitalized costs of the related project are reclassified as mining assets and amortized on a unit of production method. If it is determined that capitalized acquisition, exploration and development costs are not recoverable over the estimated life of the property, or the project is sold or abandoned, the project is written down to its net realizable value.

The recoverability of amounts recorded for exploration and development costs is dependent upon the discovery of economically recoverable reserves, the ability of the Company to obtain the necessary financing to complete the exploration and development, and future profitable production or proceeds from the disposition thereof. The amounts shown as exploration and development costs do not necessarily represent present or future values.

On January 1, 2008, the Company adopted three new accounting standards that were issued by the Canadian Institute of Chartered Accountants (CICA):

- Handbook Section 1535, Capital Disclosures;
- Handbook Section 3862, Financial Instruments — Disclosure; and
- Handbook Section 3863 Financial Instruments — Presentation.

#### *Capital Disclosures*

Section 1535 specifies the disclosure of: (i) an entity's objectives, policies and processes for managing capital; (ii) quantitative data about what the entity regards as capital; (iii) whether the entity has complied with any capital requirements; and (iv) if it has not complied, the consequences of such non-compliance.

#### *Financial Instruments Disclosure and Presentation*

The new Sections 3862 and 3863 replace Handbook Section 3861, "Financial Instruments — Disclosure and Presentation," revising and enhancing its disclosure requirements, and carrying forward unchanged its presentation requirements. These new sections place increased emphasis on disclosures about the nature and extent of risks arising from financial instruments and how the entity manages those risks.

The impact of these new standards on the Company's disclosure in the consolidated financial statements can be seen in note 4 of the consolidated financial statements.

In January 2009, the Emerging Issues Committee of the CICA issued EIC-173, "Credit Risk and the Fair Value of Financial Assets and Financial Liabilities", which applies to interim and annual financial statements for periods ending on or after January 20, 2009. The Company has evaluated the new section and determined that adoption of these new requirements will have no impact on the Company's financial statements.

On March 27, 2009, the Emerging Issues Committee of the CICA approved an abstract EIC-174, "Mining Exploration Costs", which provides guidance on capitalization of exploration costs related to mining properties in particular and on impairment of long-lived assets in general. The Company has applied this new abstract for the year ended February 28, 2009 and there was no significant impact on the financial statements as a result of applying this abstract.

## Platmin Limited

(A development stage company)

### (Restated) Management's Discussion and Analysis for the year ended February 28, 2009

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#### *International Financial Reporting Standards ("IFRS")*

##### *Transition to International Financial Reporting Standards from Canadian GAAP*

The Canadian Accounting Standards Board ("AcSB") confirmed in February 2008 that IFRS will replace Canadian GAAP for publicly accountable enterprises for financial periods beginning on and after January 1, 2011, with the option available to early adopt IFRS from periods beginning on or after January 1, 2009 upon receipt of approval from the Canadian Securities regulatory authorities.

On July 9, 2009, the Company received an exemption order (the "exemption order") from the applicable Canadian Securities Administrators under National Instrument 52-107, *Acceptable Accounting Principles, Auditing Standards and Reporting Currency* ("NI 52-107") to early adopt IFRS for financial periods starting on or after March 1, 2009. Under the exemption order, the Company is required to re-file its MD&A for the financial year ending February 28, 2009, disclosing the information contained in this section "International Financial Reporting Standards ("IFRS").

The Company's transition date for converting to IFRS is March 1, 2008 and comparative periods for fiscal 2009 will be restated under IFRS. The following discussion provides further information about the Company's IFRS conversion activities.

##### *Management of IFRS Conversion Project*

The Company has completed the process of transitioning from Canadian GAAP to IFRS. The Company has allocated internal resources and engaged expert consultants, monitored by the Audit Committee to manage the transition from Canadian GAAP to IFRS. The Board of Directors are regularly updated with the progress of the conversion project through communication and meetings.

The Company has evaluated its overall readiness to transition from Canadian GAAP to IFRS, including the readiness of its staff, Board of Directors, Audit Committee and auditors.

The IFRS conversion project consisted of three primary phases, as follows:

- Impact assessment analysis to isolate key areas that will be impacted by the transition to IFRS;
- Evaluation of specific changes required to existing accounting policies, information systems and business processes, together with an analysis of policy alternatives allowed under IFRS and development of draft IFRS financial statements; and
- Implementation and review to execute changes to information systems and business processes, completion of formal authorization processes to approve recommended accounting policy changes. This will culminate in the collection of financial information necessary to prepare IFRS-compliant financial statements, including embedding IFRS principles in business processes, and Audit Committee review and approval of the IFRS financial statements.

At the date of preparing this restated MD&A, the Company has met the key objectives of the project plan. The Company's analysis of IFRS and comparison with currently applied Canadian GAAP has identified a number of differences which are discussed under the heading "Impact on adoption of IFRS on financial reporting" below.

##### *First-time adoption of IFRS*

IFRS 1, *First-time Adoption of International Financial Reporting Standards* ("IFRS 1") sets forth guidance for the initial adoption of IFRS. Commencing with the interim period ended May 31, 2009 the Company will restate its comparative 2009 financial statements for annual and interim periods to be in accordance with IFRS. In addition, the Company will reconcile equity and net earnings from the previously reported fiscal 2009 Canadian GAAP amounts to the restated 2009 IFRS amounts.

## Platmin Limited

(A development stage company)

### (Restated) Management's Discussion and Analysis for the year ended February 28, 2009

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IFRS 1 generally requires that first-time adopters retrospectively apply all IFRS standards and interpretations in effect at March 31, 2009. IFRS 1 also provides for certain optional exemptions and certain mandatory exceptions to this general principle.

The Group elected to apply the following IFRS 1 optional exemptions:

- Apply the requirements of IFRS 2, *Share-based Payment*, only to share options granted after November 7, 2002 that have not vested before the transition date of March 1, 2008;
- Apply the requirements of IFRS 3, *Business Combinations*, prospectively from the transition date of March 1, 2008 and as a result has not restated business combinations that took place prior to the March 1, 2008 transition date;
- The cumulative translation differences for all foreign operations are deemed to be zero at the transition date of March 1, 2008;
- Borrowing costs will be capitalised for assets for which the commencement date for capitalization is after January 1, 2009.

Changes to estimates previously made are not permitted. The estimates previously made by the Company under Canadian GAAP will not be revised for application of IFRS except where necessary to reflect any changes resulting from differences in accounting policies.

#### *Impact on adoption of IFRS on financial reporting*

The conversion to IFRS will result in differences in recognition, measurement, and disclosure of balances and transactions in the financial statements. For the Company, the accounting policies and financial statement accounts identified as being significantly affected by the adoption of IFRS are discussed below:

#### i. Basis of consolidation

The company has adopted IAS 27 (R) *Consolidated and Separate Financial Statements (Revised)* in accordance with the transitional provisions of IFRS 1.

As a result, for the year ended February 28, 2009, shareholders equity will remain unchanged however, US\$16,617,981 reflecting the minority shareholders' interest in the company's results will be debited to non-controlling shareholder's interest in order to comply with the disclosure requirements in IAS27 (R).

#### ii. Functional currency and foreign operations

IFRS requires that the functional currency of each entity in the consolidated Group be determined separately in accordance with the indicators as per IAS 21 and should be measured using the currency of the primary economic environment in which the entity operates ("the functional currency"). The group's functional currency is the South African rand ("ZAR"). The consolidated financial statements are presented in United States dollars ("USD") which is the group's presentation currency.

Under IFRS, the results and financial position of all the group entities (none of which has the currency of a hyper-inflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- assets and liabilities for each balance sheet presented are translated at the closing rate at the date of that balance sheet;

## Platmin Limited

(A development stage company)

### (Restated) Management's Discussion and Analysis for the year ended February 28, 2009

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- income and expenses for each income statement are translated at average exchange rates (unless this average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the rate on the dates of the transactions); and
- all resulting exchange differences are recognized as a separate component of equity.

As a result of the application of the translation rules contained in IAS 21, for the year ending February 28, 2009, non-monetary assets, which include property, plant and equipment, mineral rights, exploration and evaluation assets and mineral properties, as well as inventory, will decrease by US\$41,023,552 with a corresponding adjustment to the foreign currency translation reserve.

#### iii. Impairment of assets

Under Canadian GAAP, for assets other than financial assets, a write-down to estimated fair value is recognized if the estimated undiscounted future cash flows from an asset or group of assets are less than their carrying value.

IAS 36, *Impairment of Assets*, requires a write-down to be recognized if the recoverable amount, determined as the higher of the estimated fair value less costs to sell or value in use (uses discounted cash-flows) is less than carrying value.

The Company performed impairment assessments as of the transition date to determine whether an impairment charge would be recognized under IFRS on the transition date and has concluded that there is no impairment charge under IFRS as of the transition date and February 28, 2009.

#### iv. Share-based payment transactions (IFRS 2)

The fair value of share options under the employee share incentive schemes and other equity instruments granted to Group employees is recognised as an employee expense with a corresponding increase in equity. The fair value is measured at grant date and expensed over the period during which the employee becomes unconditionally entitled to the equity instruments. The total amount to be expensed is determined by reference to the fair value of the options granted, excluding the impact of any non-market service and performance vesting conditions. Non-market vesting conditions are included in assumptions about the number of options that are expected to vest.

The fair value of the instruments granted is measured using the Black-Scholes option pricing formula, taking into account the terms and conditions upon which the instruments are granted. At each balance sheet date, the entity revises its estimates of the number of options that are expected to vest based on the non-marketing vesting conditions. It recognises the impact of the revision to original estimates, if any, in the income statement, with a corresponding adjustment to equity. The proceeds received net of any directly attributable transaction costs are credited to share capital (nominal value) and share premium when the options are exercised.

This accounting policy has been applied to all equity instruments granted after November 7, 2002 that has not yet vested at March 1, 2008.

As under IFRS 2, Canadian GAAP also requires the Company to measure stock-based compensation related to stock-options granted to employees at the fair value of the options on the date of grant and to recognize such expense over the vesting period of the option.

v. Decommissioning and rehabilitation provision

Under Canadian GAAP, asset retirement obligations are measured at fair value, incorporating market assumptions and discount rates based on the entity's credit-adjusted risk-free rate. Adjustments are made to asset retirement obligations for changes in the timing or amount of the cash flows and the unwinding of the discount. However, changes in discount rates alone do not result in a re-measurement of the provision. Changes in estimates that decrease the liability are discounted using the discount rate applied upon initial recognition of the liability while changes that increase the liability are discounted using the current discount rate.

IFRS requires decommissioning provisions to be measured based on management's best estimate of the expenditures that will be made and adjustments to the provision are made in each period for changes in the timing or amount of cash flow, changes in the discount rate, and the accretion of the liability to fair value (unwinding of the discount). Furthermore, the estimated future cash flows should be discounted using the current rates.

As a result, for the year ended February 28, 2009, the decommissioning provision will increase by US\$775,485 with an increase of US\$894,170 to the decommissioning asset. The remaining US\$118,685 represents the accretion of the liability which decreases retained earnings.

The impact on the consolidated balance sheet as at 28 February 2009 and the consolidated statement of operations for the year ended 28 February 2009 have been prepared using IFRS and are set out below. These reconciliations represent an official adoption of IFRS and provide the major differences identified to date based on management's knowledge and interpretation of the current IFRS standards and current facts, relative to the Company's historical financial statements. These reconciliations have also been reviewed by the Company's Auditors.

**Platmin Limited**

(A development stage company)

**(Restated) Management's Discussion and Analysis for the year ended February 28, 2009**

	February 28, 2009 \$'000	November 30, 2008 \$'000	March 1, 2008 \$'000
<b>Total assets per Canadian GAAP</b>	409,630	204,876	171,025
- Translation differences due to the different rules for translating non-monetary items	(41,023)	(12,812)	(3,975)
- Increase / (decrease) in property, plant and equipment due to the corresponding increase in the decommissioning and rehabilitation provision	894	(635)	-
<b>Total assets per IFRS</b>	369,501	191,429	167,050
<b>Total liabilities per Canadian GAAP</b>	76,462	64,449	6,010
- Increase / (decrease) to decommissioning and rehabilitation provision due to the difference in the discounting method	776	(641)	-
<b>Total liabilities per IFRS</b>	77,238	63,808	6,010
<b>Total shareholders' equity per Canadian GAAP</b>	333,168	140,427	165,015
- Foreign currency translation difference as a result of the translation of the opening balances from functional currency to reporting currency as at the date of transition.	-	-	(3,975)
- Re-allocation of non-controlling interest previously included in accumulated deficit:			
Non-controlling interest	(16,618)	(15,622)	82
Accumulated deficit	16,618	15,622	(82)
- Movement in foreign currency translation reserve due to differences upon translation accounted for in equity	(38,012)	(39,131)	-
- Foreign currency translation differences arising from the translation of transactions recorded in a different currency than the functional currency	(2,893)	26,325	-
<b>Total shareholders' equity per IFRS</b>	292,263	127,621	161,040

**Platmin Limited**

(A development stage company)

**(Restated) Management's Discussion and Analysis for the year ended February 28, 2009**

	<b>February 28,</b>
	<b>2009</b>
	<b>\$'000</b>
<b>Net loss per Canadian GAAP</b>	11,018
- Translation differences due to the different rules for translating certain expense items	(5,736)
- Profit from transaction with minorities, under IFRS accounted for in equity	4,549
<b>Net loss per IFRS</b>	9,831
<i>(Loss) / income attributable to owners of the parent</i>	6,869
<i>(Loss) / income attributable to non-controlling interest</i>	(16,700)
<b>Other Comprehensive income</b>	
- Exchange differences on translating foreign operations	(38,012)
<b>Comprehensive loss / (profit) per IFRS</b>	(28,181)
<i>(Loss) / income attributable to owners of the parent</i>	44,881
<i>(Loss) / income attributable to non-controlling interest</i>	(16,700)

*IFRS impact on our organization*

The conversion to IFRS will impact the way the Company presents its financial results. The first financial statements prepared using IFRS (i.e. the interim financial statements for the three months ended May 31, 2009) will be required to include numerous notes disclosing extensive transitional information and full disclosure of all new IFRS accounting policies.

The Company has obtained an understanding of IFRS from intensive training and preparation of reconciliations of historical Canadian GAAP financial statements to IFRS. Further, our finance personnel include employees who have prepared financial statements under IFRS previously.

The Company believes that the impact of the conversion on its accounting systems is minimal since it is still in the ramp-up phase to steady state production. Based on the analysis and differences identified to date, the Company believes its systems can accommodate the required changes. In addition, the Company's internal and disclosure control processes, as currently designed, will not need significant modifications as a result of the conversion to IFRS.

**16. Financial Instrument and Other Instruments**

The Company has the following financial instruments: cash and cash equivalents, other receivables, accounts payable, accrued liabilities and a bridge loan facility. These instruments are short-term financial instruments whose fair value approximates their carrying value given that their maturity period is short.

## **Platmin Limited**

(A development stage company)

### **(Restated) Management's Discussion and Analysis for the year ended February 28, 2009**

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#### **17. Outstanding Share Data**

As at February 28, 2009, the Company had 370,002,800 issued and outstanding common shares.

As at February 28, 2009, there were 2,745,466 outstanding options exercisable for common shares and a further 1,886,267 unvested share options, which, if exercised, would result in the issue of an additional 1,886,267 common shares. The total options outstanding at February 28, 2009, totalled 4,631,733 options.

As at May 27, 2009, the Company had 445,018,352 issued and outstanding common shares.

#### **18. Risks and Uncertainties**

The Company is in the business of exploration and development of mineral properties with the objective of commercial production of the properties directly or through third parties. There are numerous risks associated with this business and specific risks with regards to the South African mining environment.

Readers are urged to review the section titled "Risk Factors" appearing in Platmin's current AIF for the financial year ended February 28, 2009, which can be viewed at [www.sedar.com](http://www.sedar.com).

#### **19. Internal control over financial reporting**

Management has evaluated or caused to be evaluated, the effectiveness of the Company's disclosure controls and procedures and the internal control over financial reporting and concluded that the Company's disclosure and internal control over financial reporting was effective as of the end of the financial year ended February 28, 2009. Platmin has identified no material weakness in the design of its internal controls over financial reporting. There has been no change in Platmin's internal controls over financing reporting since its interim MD&A for the period ending November 30, 2008, that has materially affected, or is reasonably likely to materially affect, Platmin's internal controls over financial reporting.