Company Registration No: 11143400

Kropz plc

Annual Report and Accounts for the year ended 31 March 2025

Contents **Page**

Highlights

Key developments during the financial year ended 31 March 2025

Elandsfontein

- The Elandsfontein mine is still in its trial production phase and further challenges can be expected as it progresses towards full production.
- Elandsfontein started the 2025 calendar year off positively with a record production month of 33,000 tonnes for January. This brings total production to 309,959 (15 month 31 March 2024: 324,695) tonnes and sales to 316,861 ((15 month 31 March 2024: 343,366) tonnes for the year ended 31 March 2025. In January 2025, the first shipment was also made to the European market, further diversifying the customer base.
- Elandsfontein, achieved a lower average sales price compared to the prevailing market price. As a new entrant in the market, in order to gain market share Elandsfontein was required to offer discounted pricing to market participants. Furthermore, Elandsfontein produced lower grade phosphate product as part of its ramp-up operations, which also impacted the sales price. Elandsfontein is aiming to achieve better prices going forward in the market as both quality and market reputation improves.
- Sales volumes are below expectations due to the lack of available stock on hand. Production has been negatively impacted by continued ore variability and lower than expected production yields.
- As announced on 20 June 2024, the significant write-down in declared Ore Reserves from 2018 to 2022 was partially reversed in the 2023 Ore Reserve estimate, largely due to the additional infill drilling which was completed in 2023.

Hinda

- The Company is still in the process of identifying potential funding solutions for the development of Hinda.
- Engagement is ongoing with local government regarding project development and progress.
- The Company is busy optimising the project development plan to both reduce the upfront capex requirement and improve expected investment returns. The Company is engaging with possible suppliers and third parties to investigate possible efficiencies.
- A reduced-sized project is also being assessed to propose a fit-for-purpose low capex project to prove the concept of producing phosphate concentrate in the Congo and exporting it.

Corporate

- Kropz Elandsfontein (Pty) Ltd (“Kropz Elandsfontein”) and ARC Fund ("ARC") agreed to a ZAR 170 million (approximately US$ 9 million) of bridge loan facility (the “Loan") to meet immediate cash requirements at Kropz Elandsfontein. The full loan was drawn down at 31 March 2025.
- As announced on 11 July 2024, Kropz Elandsfontein and ARC Fund agreed to a further ZAR 140 million (approximately US$ 8 million) loan facility (the “Loan”) to meet immediate cash requirements at Kropz Elandsfontein. The full loan was drawn down at 31 March 2025.

Key developments post the financial period end

Corporate

- On 21 May 2025, Kropz announced that a legal stay with THE and Meridian in respect of a ongoing litigation and on 22 July 2025, Kropz announced that the stay has subsequently been extended to 31 December 2025.
- As announced on 21 May 2025, Kropz Elandsfontein and ARC Fund agreed to a further ZAR 130 million (approximately US$ 6.7 million) loan facility (the “Loan”) to fund cash requirements at Kropz Elandsfontein. The full loan was drawn down at 30 May 2025.
- As announced on 14 July 2025, Kropz Elandsfontein and ARC Fund agreed to a further ZAR 200 million (approximately US$ 11.4 million) loan facility (the “Loan”) to fund cash requirements at Kropz Elandsfontein. ZAR 170 million was drawn at the date of this report.

Highlights (continued)

Elandsfontein

- Elandsfontein achieved production of 129,536 tonnes of phosphate concentrate and sales of 101,856 tonnes of phosphate concentrate from April 2025 to August 2025.
- While Elandsfontein remains in ramp up it has undertaken a number of projects to address some of the challenges encountered which have yielded positive results, improving recovery and grade.
- One of these projects is the centrifuge. Primarily installed to de-bottleneck throughput capacity and to provide relief in the Tailings handling circuit. It has unlocked an addition revenue stream, being Nanophos is:
    - Elandsfontein has identified an additional value within the ore body through the production of “Nanophos,” a sub 38-micron phosphate product that has historically been underutilised.
    - Nanophos was previously considered a waste stream.
    - The first sales of nanophos of 2,000 tonnes have been recognised subsequently to the year end.
- Management expects there to be more than sufficient demand for Elandsfontein’s Rock Phosphate forecast production to the end of 2026.

Hinda

- The reduced sized project continues to be assessed to propose a fit-for-purpose low capex project to prove the concept of producing phosphate concentrate in the Congo and exporting it. The update of the project feasibility is ongoing. Cominco has engaged with two engineering firms and local contractors.
- The Company continues to invest in and prioritise ongoing community projects.

Interim Chair's Statement

Dear shareholder,

The management team continues achieve increased production efficiency at Elandsfontein, although production is not yet at name plate. Further increases in production volumes and efficiency are essential to achieving our strategic objectives, and the management team is working hard to achieve this. Thanks to our major shareholder, African Rainbow Capital ("ARC"), for the additional funding that has been provided to fund the plant improvements to date.

On 03 September 2024, we announced a restructuring of the Group's financing arrangements (the "Restructuring"), including a simplification of the Group's structure and an equity fund raising, that has been successfully concluded.

The Board extends its appreciation to the executive team, management, operational teams, contractors, auditors and advisers for all their continuous dedication and unwavering commitment, efforts and assistance during the period. We also wish to thank our major shareholder for their ongoing commitment and continued support.

Non-executive Interim Chair
25 September 2025

Strategic Report for the year ended 31 March 2025

Market overview

Global phosphate rock demand has shown growth compared to prior years. Demand early in 2024 was particularly strong in Asia, driven by Chinese import increases already rebounding from the 2022 drop. Global demand is expected to exceed its previous high in 2021 by 2025, as the slower recovery in Brazil and Europe is offset by large import increases for China.

While prices remain historically elevated, seaborne supply is set to expand over the medium term due to:

- Better export availability and increased rock production in China.
- Egypt, Algeria and Tunisia are working on mine expansions.
- Syrian rock coming out of sanctions is expected to grow from 700kt/annum in the last few years to pre-sanction levels of up to 3000kt/annum.
- Mines in Canada and Australia are developed to feed EV battery needs for rock. Overflow from here will enter the seaborne market.

Further price pressure is related to Office Chérifien des Phosphates ("OCP") changing their pricing policy (which was based on downstream phosphate product prices) to now compete with low price producers. Their target is to reclaim market share lost due to their previous policy. Jordan is competing with OCP to be top exporter of phosphate rock and is following a similar strategy. This is squeezing non-integrated smaller producers to keep prices low.

Elandsfontein rock concentrate continues to be in demand due to its low cadmium, low calcium and P_2O_5 ratio as well as advantageous freight rates to Asia, Australia, Brazil and New Zealand.

Significant changes in the state of affairs

Share issues

The issued share capital at 31 March 2025 comprised of 1,567,591,241 ordinary shares (2024: 923,718,223). During the year the Company issued 643,873,018 new Ordinary Shares to increase its issued share capital to 1,567,591,241 Ordinary Shares through a fundraising and restructuring exercise. This has been more fully described in Note 33 - Restructuring and Fundraising.

Projects

Elandsfontein overview

Elandsfontein hosts the second largest phosphate deposit in South Africa, after Foskor's operation at Phalaborwa. Elandsfontein has been developed with the capacity to produce circa one million tonnes per annum ("Mtpa") of phosphate rock concentrate from a shallow mineral resource which is expected to be sold on both local and international markets. The Company owns 69.68% (31 March 2024: 74%) of the issued share capital of Kropz Elandsfontein, the company which owns the Elandsfontein project.

Elandsfontein's geographic location and proximity to logistics infrastructure are advantageous and allow for easy access to both local and international markets.

Prior to the current financial year, in excess of US$ 150 million was spent at Elandsfontein on project capital expenditure to construct the original and optimisation phases of the processing plant and infrastructure, initial mining and capitalised working capital. Following a suspended commissioning process in 2017, Kropz Elandsfontein conducted further geological drilling and a metallurgical test programme to define a robust process circuit, to cater for the increased variability of ore present within the Elandsfontein resource. As a result of encountering competent banks of hard material in the pit, further drilling was conducted in the prior financial period and consequently a revised mineral resource estimate was produced as further discussed below.

Strategic Report for the year ended 31 March 2025 (continued)

Activity for the year ended 31 March 2025

Continued trial sales revenues (US$37 million) have been recognised by Kropz Elandsfontein during the year ended 31 March 2025.

The mine remains in its trial production phase and the Company continues to encounter some challenges during its progression to full production.

As the Group is still ramping up to steady-state production, a gross loss has been recognised in the year of US$ 9.5 million. The loss was largely due to Elandsfontein having to discount its sales prices as a new market entrant and to consider lower grades being achieved as part of the ramp-up process, coupled with higher production costs per tonne. With Elandsfontein operating below planned production levels operational cost per tonne remains elevated.

The production ramp-up has been delayed due to the need to re-engineer components of the fines flotation circuit based on actual particle size distribution (PSD) observed in the orebody. Mining and processing have also been affected by early, unpredicted ore variability which led to implementation of more complex mining processes and challenged limited operator experience in these changing conditions. Kropz Elandsfontein is assessing the hard bank and other challenging ore variants identified with high phosphate content within the ore body, to select the appropriate method of mining and processing to extract phosphate. This includes the need to assess the current Milling and Crushing unit.

In order to address the fine flotation challenges and the PSD shift observed in the ore body, the mine has partnered with a flotation equipment supplier and installed a new flotation cell (“Turbocell”) with specific performance guarantees. The Turbocell has been installed post the financial year end and is currently in the performance test phase awaiting final sign off.

Production throughput is also being limited by the excessive amount of slimes (ultra fine) material encountered in the ore deposit. Kropz Elandsfontein has invested in new equipment (“centrifuge unit”) to improve its ability to handle the high quantities of slimes material which is yielding positive results. The supplier of the centrifuge unit is however addressing reliability challenges with the unit to prevent production interruptions.

Although the centrifuge unit described above, was primarily installed to de-bottleneck throughput capacity and to provide relief in the Tailings handling circuit it has unlocked an additional revenue stream, this being Nanophos.

Kropz Elandsfontein has identified an additional value opportunity within the ore body through the production of “Nanophos,” a sub 38-micron phosphate product that has historically been underutilised. Various additional projects are being investigated to explore even more opportunities that had not previously taken into consideration .

Nanophos has to date been considered a waste stream; however, with minimal processing cost it can also be granulated and positioned as a more attractive marketable product together with the ungranulated product that is currently being sold. This provides additional higher sales value per tonne and continues to grow a previously disregarded fraction of the ore body and broaden the Company’s product offering. The first 2,000 tonnes have been sold post the year end.

A particular challenging ore variant called “Pink Ore” found within the ore deposit, is receiving major ongoing focus. The “Pink Ore” wash plant project was launched during the financial year and was successfully commissioned and aims to address some of the challenges that “Pink Ore” presents to the processing of the ore through the existing plant. Initial results show that the wash plant has had positive results and improved production yield.

Management is intently focused on addressing the various challenges.

Strategic Report for the year ended 31 March 2025 (continued)

Mining and geology

The significant write-down in declared Ore Reserves from 2018 to 2022 has been partially reversed in the 2023 Ore Reserve estimate, largely due to the additional infill drilling which was completed in 2023. Through in pit grade control it is indicating that further reversal in the Ore Reserve estimate is expected. An update resource estimate is expected to be published during the final quarter of 2025.

It is expected that the future drilling campaigns will continue to improve the Mineral Resource estimates from Inferred to Measured or Indicated categories and will enable improved conversion of the Mineral Resources to Reserves.

While both the declared Reserve tonnes and grade have increased, the grade and tonnage estimate of the Resource has decreased. This aligns to the improved confidence in the grade estimation of the deposit and reflects the declining grade of the deposit over its life.

Based on the mining conditions, on-site learnings and revised geological interpretations, it was considered prudent that the mineral resource be reclassified in the 2023 Ore Reserve estimate.

The updated (2023) Elandsfontein resource is defined below, on a total (gross) and net attributable basis.

ELANDSFONTEIN RESOURCE STATEMENT AS OF 30 SEPTEMBER 2023								
CLASS	**TONNES (Mt)**	**P_2O_5 (%)**	**SiO_2 (%)**	**Al_2O_3 (%)**	**MgO (%)**	**Fe_2O_3 (%)**	**CaO (%)**	**CON-TAINED P_2O_5 (Mt)**
Measured	19.96	10.25	63.86	1.22	0.15	0.79	14.68	2.05
Indicated	12.78	7.68	64.30	1.30	0.15	0.88	11.30	0.98
Total Measured & Indicated	**32.74**	**9.24**	**64.03**	**1.25**	**0.15**	**0.83**	**13.36**	**3.03**
Inferred	41.49	6.30	66.26	1.39	0.15	0.86	9.52	2.61
Total Resources	**74.23**	**7.60**	**65.28**	**1.33**	**0.15**	**0.85**	**11.21**	**5.64**
NETT ATTRIBUTABLE (74% TO THE COMPANY)								
Measured	14.77	10.25	63.86	1.22	0.15	0.79	14.68	1.51
Indicated	9.45	7.68	64.30	1.30	0.15	0.88	11.30	0.73
Total Measured & Indicated	**24.23**	**9.24**	**64.03**	**1.25**	**0.15**	**0.83**	**13.36**	**2.24**
Inferred	30.70	6.30	66.26	1.39	0.15	0.86	9.52	1.93
Total Resources	**54.93**	**7.60**	**65.28**	**1.33**	**0.15**	**0.85**	**11.21**	**4.17**
Note: All numbers are reported to two decimals places. Rounding may cause minor discrepancies to the numbers reported in this table.								

The 2023 Mineral Resource Estimate (MRE) for Elandsfontein reflects significant changes compared to 2022 and was notably affected by the completed infill and exploration drilling. The total Measured and Indicated resources have increased by approximately 72%, rising from 19.02 Mt in 2022 to 32.74 Mt in 2023, despite a slight decrease in the P_2O_5 grade from 9.54% to 9.24%. Conversely, the total Inferred resources have decreased substantially from 87.56 Mt in 2022 to 41.49 Mt in 2023, accompanied by a decline in the P_2O_5 grade from 7.68% to 6.30%. This reduction in Inferred resources and the simultaneous increase in Measured and Indicated resources indicate improved confidence in the resource estimates due to the successful infill drilling program. These changes highlight the enhanced accuracy in predicting the spatial distribution and grade of the ore body, leading to a more reliable reserve estimate and better strategic planning for future mining operations.

Strategic Report for the year ended 31 March 2025 (continued)

DIFFERENCE 2023 VS 2022 RESOURCE DECLARATION								
CLASS	**TONNES (Mt)**	**P_2O_5 (%)**	**SiO_2 (%)**	**Al_2O_3 (%)**	**MgO (%)**	**Fe_2O_3 (%)**	**CaO (%)**	**CON-TAINED P_2O_5 (Mt)**
Total Measured and Indicated 2023	32.74	9.24	64.03	1.25	0.15	0.83	13.36	3.03
Total Measured and Indicated 2022	19.02	9.54	70.45	1.15	0.14	0.88	13.64	1.81
Difference Measured and Indicated	**13.72**	**-0.30**	**-6.42**	**0.10**	**0.01**	**-0.05**	**-0.28**	**1.22**
Inferred 2023	41.49	6.30	66.26	1.39	0.15	0.86	9.52	2.61
Inferred 2022	87.56	7.68	73.92	1.20	0.16	1.03	11.15	6.72
Difference Inferred	**-46.07**	**-1.38**	**-7.66**	**0.19**	**-0.01**	**-0.17**	**-1.63**	**-4.11**
Note: All numbers are reported to two decimal places. Rounding may cause minor discrepancies to the numbers reported in this table.								

The 2023 reserve statement for Elandsfontein reflects significant improvements compared to the 2022 estimates, driven by changes in the resource base and a better understanding of the modifying factors to be applied.

The combined total of proven and probable reserves has risen from 17.42 Mt at a P_2O_5 grade of 9.19% in 2022 to 26.63 Mt at a grade of 9.38% in 2023.

ELANDSFONTEIN RESERVE STATEMENT AS AT 30 SEPTEMBER 2023			
CLASSIFICATION	**TONNES (Mt)**	**P_2O_5 (%)**	**CONTAINED P_2O_5 (Mt)**
Proven	16.56	10.25	1.70
Probable	10.07	8.01	0.81
Total Reserve	**26.63**	**18.26**	**2.50**
NETT ATTRIBUTABLE (74% TO THE COMPANY)			
Proven	12.26	10.25	1.26
Probable	7.45	8.01	0.60
Total Reserve	**19.70**	**9.38**	**1.85**

There is a 9 Mt difference between the 2022 and 2023 estimates, as shown in the table below. These changes are largely attributable to the successful completion of infill and exploration drilling, which significantly improved the total declared Measured and Indicated Mineral Resources.

Strategic Report for the year ended 31 March 2025 (continued)

DIFFERENCE 2023 VS 2022 RESERVE DECLARATION			
RESOURCE CLASSIFICATION	**TONNES (Mt)**	**P_2O_5 (%)**	**CONTAINED P_2O_5 (Mt)**
Total Proven 2023	16.56	10.25	1.70
Total Proven 2022	7.31	10.71	0.78
Total Probable 2023	10.07	8.01	0.81
Total Probable 2022	10.11	8.09	0.82
Total Proven and Probable 2023	26.63	9.38	2.50
Total Proven and Probable 2022	17.42	9.19	1.60
Difference Proven and Probable	**9.21**	**0.19**	**0.9**
Note: All numbers are reported to two decimal places. Rounding may cause minor discrepancies to the numbers reported in this table			

Plant and processing
Plant stability was difficult to achieve due to the influence of varying quantities of ultra fine material contained in the ore and poor flotation conditioning. As highlighted earlier in the report positive strides have been made to improve plant stability.

Following May 2024 electricity load shedding has stopped and resulted in increased stability in power supply. The current outlook is positive and in the near future could possibly be the end of load shedding.

Safety, health, environment and community

As at 31 March 2025, the Lost Time Injury Frequency Rate (“LTIFR”), per 200,000-man hours, was nil (compared to nil in March 2024), with zero LTIs incurred for the reporting period. Commitment and focus from each business partner contributed to the achievement of this significant milestone.

No major environmental incidents were reported during the period. The external quarterly Environmental Control Officer (“ECO”) and Water Use License (“WUL”) audits were conducted with no major non-conformances. The Department of Forestry, Fisheries and the Environment, issued the permanent Atmospheric Emissions License (“AEL”).

The annual closure costing was updated, and financial provision submitted and accepted by the Department of Mineral Petroleum and Resources (“DMPR”).

Social and Labour plan (“SLP”) and Corporate social responsibility (“CSR”)

The second generation (2022-2026) Social and Labour Plan (“SLP”) continues to be executed with a major focus on Human Resources Development (“HRD”) and Local Economic Development projects (“LED”), aligned with the 2018 South African Mining Charter.

The following strategic focus areas have been identified:

- Education, skills development and training;
- Community, Health and Well-being;
- Local economic development (“LED”);
- Employment Equity and local recruitment;
- Procurement, Broad-Based Black Economic Empowerment B(“BBEE and IDP alignment; and
- Stakeholder Engagement and Governance”)

Strategic Report for the year ended 31 March 2025 (continued)

Through collaboration, and inputs from various stakeholders, the execution of the LED projects continued during the period. The Saldanha Bay Municipality ("SBM") confirmed alignment with their Infrastructure Development Plan ("IDP") and has endorsement of the various SLP projects.

SLP LED Projects

Educational support (Education and skills development)

Kropz Elandsfontein extended the teacher support to New Vredenburg High, which is a new school in dire need of additional teacher support. The school within the education district was established in 2021 due to the high influx of learners in the region compared to limited schools in the region.

We rendered environmental education support to learners and teachers at the annual environmental camp of the West Coast National Park with sponsorship and facilitation of the Kids in Park programme. The aim is to raise awareness on the importance of environmental harmonisation between various industries for a sustainable future. A key focus of sharing our Sustainable Development Goals (SDGs) with learners highlighted the importance of Responsible Consumption amongst our other SDGs.

Further educational support was provided through the annual regional West Coast Eskom Expo for Young Scientists. Our involvement included both sponsorship and the contribution of human capital, with representatives serving on committees, assisting in implementation, and participating in judging and convening at district and regional science fairs.

Hopefield Thusong community centre upgrade (Skills development and infrastructure upgrades)

The infrastructure upgrade of the community centre included the addition of two new rooms, a kitchen and bathroom facilities. An e-Learning centre has been established in one of the new rooms. It has been equipped with 12 computer cubicles and laptops have been acquired. The launch of the E-learning centre took place on 15 July 2024, providing a much-needed facility to the community of Hopefield.

Since the e-Learning Centre launch, the centre has provided various services to community stakeholders. The main service offerings are through partnerships with our key business partners and the formation of external partnerships. The e-Learning Centre offers digital integration programmes such as digital literacy, cyber security and coding courses through a partnership of NEMISA and UWC Western Cape CoLAB. The Centre provides vital services for the underserved community of Hopefield and learners who have free access to internet facilities to do research for school projects.

Youth Connect is in its 2nd year. This programme targets Youths aged 15-25 with essential skills such as effective communication, critical thinking, digital and financial literacy, collaboration techniques and entrepreneurship insights etc.

Human resource development

Bursaries
As per our commitment in the SLP, Kropz awarded three undergraduate and two postgraduate bursaries.

Internships
The centre also provided 2 internship opportunities to local youths, upskilling them through mentorship and enhancing their employability skills.

Ad-Hoc CSR Projects

Through engagements with various stakeholders, Kropz Elandsfontein supported the following initiatives and organizations:

Strategic Report for the year ended 31 March 2025 (continued)

1) Cancer Awareness Support Initiatives with local NPO to create awareness and demonstrate support for cancer survivors
2) Mandela day celebration
3) Back to school learners support, providing learners with vouchers to ease the financial pressure of back to school essentials

Stakeholder Engagement

Kropz Elandsfontein continues to engage with and maintain stakeholders engagements. The second annual Open Day held was a huge success with more stakeholder participation. The Kropz newsletter is one of the communication channels to keep the community and other stakeholders informed of the business progress as well as various initiatives and projects. Social media platforms such as LinkedIn and Facebook are other platforms used to communicate with diverse stakeholders.

Kropz Impact Stories are insights from employees, business partners and direct beneficiaries who share the impact Kropz has had on employees, business partners, the community and the environment. These impact stories are available on YouTube at @KropzElandsfontein.

Post reporting period events

Transport and logistics

As announced on 23 November 2021, Transnet provided Kropz Elandsfontein with a draft port access agreement to support the long-term export of Elandsfontein's phosphate rock through the port of Saldanha. Final contract negotiations are still underway and the agreement has not yet been signed. An interim agreement, with tariffs and a forecast of export quantities, is in place while the agreement is being finalised.

Sales

Elandsfontein achieved production of 129,536 tonnes of phosphate concentrate and sales of 101,856 tonnes of phosphate concentrate from April 2025 to August 2025. These exports occurred through the port of Saldanha.

Hinda

The Hinda project, currently 100% owned by Cominco S.A., is believed to be one of the world’s largest undeveloped phosphate reserves. Ownership is expected to be diluted to 90% through the participation of the Republic of Congo (“RoC”) government. Hinda consists of a sedimentary hosted phosphate deposit located approximately 40 km northeast of the city of Pointe-Noire. The project is fully permitted.

Prior to acquisition by Kropz, more than US$ 40 million was spent on project development, including drilling, metallurgical test work and feasibility studies. Since its acquisition by Kropz, a further US$ 15 million has been spent.

Activity for the year ended 31 March 2025

Kropz has been reviewing the Hinda Updated Feasibility Study (“Updated FS”) and the financial model as prepared by Hatch.

Highlights of the Updated FS

- The phased approach studied will initially deliver 1 Mtpa of phosphate rock concentrate through the existing Port of Pointe-Noire (“Phase 1”), expanding to 2 Mtpa through a new port facility at Pointe Indienne (“Phase 2”);

Strategic Report for the year ended 31 March 2025 (continued)

- The phased approach is intended to reduce up-front execution capital requirements by making use of existing port facilities, thus limiting the first phase to 1 Mtpa of phosphate rock concentrate;
- The Hinda Updated FS demonstrates low technical and mining risk and attractive project economics;
- The mineral resource is unchanged from the 2018 Competent Persons Report, with 201 million tonnes of measured mineral resource at 11.6% P_2O_5 and 381 million tonnes of indicated mineral resource at 9.8% P_2O_5;
- The Hinda Updated FS delivers a minimum 28-year life of mine ("LOM"), extracting 31 million tonnes of ore in Phase 1 and 214 million tonnes of ore in Phase 2;
- Estimated Phase 1 capital cost is US$ 355 million. Phase 2 capital cost is US$ 310 million (in real 2021 terms), with a nominal, peak funding requirement of US$ 392 million, as the first phase cash flows support the subsequent Phase 2 expansion capital expenditure;
- Phase 1 operating costs on a free-on-board ("FOB") basis are US$ 63 per tonne of phosphate rock concentrate, and Phase 2 operating costs are US$ 70 per tonne of phosphate rock concentrate, inclusive of mining royalties;
- Using a December 2021 price forecast received from CRU on a FOB Pointe-Noire basis, the real LOM earnings before interest and taxation margin is US$ 65 per tonne of phosphate rock concentrate;
- There is an estimated three-year execution schedule; and

The Hinda Updated FS included detailed engineering of the open pit mine, associated mine dewatering and surface water management, the beneficiation plant and all associated infrastructure, tailings storage facilities and water storage dam, a gas fired power plant and gas supply pipeline, a 30 kV overhead line ("OHL") to support construction and early works, mine access roads, an accommodation camp and port infrastructure. Costs and schedules associated with procurement, construction management and commissioning are also included.

Hatch delivered a robust execution strategy, which provides high confidence in achieving execution success. The beneficiation plant employs standard and proven technologies, and the design is based on extensive laboratory and pilot-scale test work completed between 2013 and 2016.

Further Opportunities

A mine plan was run scheduling the immediate commencement of Phase 2 production, i.e. 2 Mtpa of phosphate rock concentrate to be exported through a new port facility. This opportunity led to a conservative increase in ungeared NPV (at 11.1% discount rate) to US$ 543 million with an IRR of 21%. The estimated capital cost for the immediate commencement of Phase 2 is US$ 618 million, based on the study work completed. If this option is studied further, it should be possible to further optimise both capital and operating costs. Collaboration with other market players to share in costs of infrastructure such as port, power and roads is also an opportunity under consideration.

Further opportunities also exist to enter into a long-term power purchase agreement with one of several companies already established in-country. The capital cost of the gas fired power plant would therefore be removed from the estimate, although this would be offset by an increase in power costs.

A number of other capital cost optimisation initiatives have been identified for investigation ahead of detailed design which should further improve project economics.

Environmental Social Impact Assessment ("ESIA")

The project has an approved environmental compliance certificate issued in April 2020, valid for 25 years. As a result of the modifications to the project in the Hinda Updated FS, the ESIA has been updated to comply with local regulations. The RoC Ministry of Environment has approved the updated ESIA and the project has a valid environmental compliance certificate.

Strategic Report for the year ended 31 March 2025 (continued)

Mining Investment Agreement ("MIA")

The MIA, which sets out the legal and fiscal framework under which Cominco S.A. would invest and operate within the RoC was signed by all parties on 10 July 2018 and ratified by the RoC Government on 27 December 2021.

Déclaration d'Utilité Publique ("DUP")

The Ministry of Land Affairs and Public Domain is responsible for managing land tenure and legal land rights in RoC. The main declaration of public utility (DUP) process for the Hinda Project has covered an area of 30 km^2. Public consultations were organized by Cominco and Cabinet Management et Etudes Environnementales SARL("CM2E"). A land commission has evaluated the land usage requirements of the Hinda Project and liaises with legal property owners and traditional land users to determine, based on the legislation, a baseline for land use to be used for compensation and relocation. Land surveys were carried out from the end of November 2020 until mid-January 2021, followed by an optimisation session in line with the updated FS. Cominco has not received the final report. The MIA states that expropriation costs and compensations are to be borne by the government of the RoC and that Cominco can prefinance some or all the costs.

A letter was sent in October 2023 to the Minister of Land Affairs and Public Domain to request the extension of the validity period, followed by a letter dated 21 August 2024 to the State Minister of mining industries and geology reminding of this (as requested).

A letter dated 30 August 2024 was sent to the State Minister of mining industries and geology to request that the State starts the compensation on an initial footprint of 123 ha covering the plant site, the base camp, the construction laydown area and the village of PK Mbili that will be relocated.

Mineral resources

The Hinda resource is defined below, on a total (gross) and net attributable basis. No additional drilling was conducted in the year ended 31 March 2025.

Mineral Resource Statement, as declared by SRK on 31 August 2018

Class	Quantity (Mt)	Grade (%P_2O_5)	Grade (%Al_2O_3)	Grade (%MgO)	Grade (%Fe_2O_3)	Grade (%CaO)	Grade (%SiO_2)	Contained P_2O_5 (Mt)
Gross								
Measured	200.5	11.6	3.7	3.8	1.4	21.8	42.7	23.3
Indicated	380.9	9.8	5.0	3.3	1.8	17.6	48.5	37.3
Inferred	94.4	7.5	4.8	3.6	1.7	15.8	52.2	7.1
Total	**675.8**	**10.0**	**4.6**	**3.5**	**1.7**	**18.6**	**47.3**	**67.7**
Net Attributable (90% attributable to the Company)								
Measured	180.5	11.6	3.7	3.8	1.4	21.8	42.7	20.9
Indicated	342.8	9.8	5.0	3.3	1.8	17.6	48.5	33.6
Inferred	85.0	7.5	4.8	3.6	1.7	15.8	52.2	6.4
Total	**608.3**	**10.0**	**4.6**	**3.5**	**1.7**	**18.6**	**47.3**	**60.9**

Safety, health and environment

No environmental or safety incidents were reported during the period.

Strategic Report for the year ended 31 March 2025 (continued)

Sustainability

In line with the MIA and its commitments, Cominco S.A. continued its interactions with the local communities associated with the Hinda project. On-going projects include the usage of project site manpower, the funding of teachers at local schools, educational support for vulnerable children, specific projects for women, water boreholes and food security projects through the establishment of orchards, vegetable gardens and small-scale agriculture projects.

Post reporting period events

Prior to commencing Phase 1, a reduced sized test project is currently being assessed to propose a fit-for-purpose low capex project to prove the concept of producing phosphate concentrate in the Congo and exporting it. The project will focus on the mining and processing of the section of the resource which does not require flotation.

Strategy

The Company's long-term strategy is to build a portfolio of high-quality phosphate mines and to be a major player within the sub-Saharan African plant nutrient sector. Its priority is to bring Elandsfontein to steady-state production and profitability whereafter the development of Hinda will be prioritised.

Business model

The Company's business model is to source high-quality resources and to bring them into production to contribute to the Company's strategic competitiveness and profitability.

Once production has commenced at Elandsfontein and Hinda, the Company may consider acquiring additional assets and/or adding downstream beneficiation opportunities, where the Board believes shareholder value could be increased.

Objectives and outlook for the year ahead

Objectives

Kropz

Kropz's overriding objective is to deliver strong shareholder and stakeholder returns over the long term.

Elandsfontein

The primary focus of the year ahead will be to further increase the ramp-up of operations to achieve steady state while optimising process recoveries and mining costs.

Hinda

Further to the completion of the Hinda Updated FS in December 2021, management is working to secure funding to commence with project development in accordance with the MIA.

Outlook

The Company is confident in the inherent value contained within each of its core assets. Global phosphate rock demand and pricing is robust, and the work being carried out will provide Kropz with direction for the next phase of its development, subject to short-term challenges being managed. The year ahead should provide the Company with a solid foundation for its future development and moving towards steady state operations.

Strategic Report for the year ended 31 March 2025 (continued)

Financial review for the year ended 31 March 2025

Summary of key financial indicators for the period:

- Cash and cash equivalents of US$ 3 million (2024: US$ 1 million);
- Various debt raises as set out in "Highlights" on page 1;
- Trade and other payables of US$ 12 million (2024: US$ 10 million);
- Shareholder loans and derivative liability, of US$ 64 million (2024: US$ 94 million); and
- Property, plant, equipment and development and exploration assets, of US$ 133 million (2024: US$ 129 million).

Key performance indicators

The Company is a mining and development entity whose assets comprise a mine and plant in the ramp-up phase in South Africa and an exploration asset in the RoC. The key performance indicators for the Company will be achieving steady state production and the advancement of the Hinda project.

Principal risks and uncertainties

The Company and its subsidiaries ("the Group") are subject to various risks relating to political, economic, legal, social, industry, business and financial conditions. The following risk factors, which are not presented in any order of priority, do not purport to be a complete list or explanation of all the risks involved in the Company's or the Group's activities.

Access to financing

The ramp up at Elandsfontein, the capital expenditure plans of the Group and the further development and exploration of mineral properties in which the Group holds interests or which the Group may acquire, may depend upon the Group's ability to obtain additional financing through joint ventures, debt financing, equity financing or other means. No assurance can be given that the Group will be successful in obtaining any additional financing that may be required as and when needed on acceptable terms or at all, which could prevent the Group from further development and exploration or additional acquisitions.

Failure to obtain additional financing on a commercial and timely basis may cause the Group to postpone its capital expenditure plans, forfeit its rights in properties or reduce or terminate operations. Reduced liquidity or difficulty in obtaining future financing could have a material adverse effect on the Group's business, financial condition, results of operations and prospects.

The Group's Projects may require greater investment than currently expected or suffer delays or interruptions, which could cause cost overruns. Any such delays, interruption or cost overruns in implementing the Group's planned capital investments could result in the Group failing to complete the Projects and a reduction in future production volumes, which could have a material adverse effect on the Group's business, financial condition, results of operations and prospects. In addition, the Projects may not prove to be commercially viable upon completion.

The Group's ability to obtain future financing will depend in part on its ability to achieve positive cash flows from its current operations within time and budget, an extended commissioning ramp-up period will have an adverse impact on the business and financial performance of the Group. Refer to note 2a to the Group financial statements which explains that the Group is reliant on revenue from production ramp up and whilst having successfully completed a Restructuring and Fundraising it may still require additional financing, and a material uncertainty exists that may cast significant doubt on the Group's ability to continue as a going concern.

Strategic Report for the year ended 31 March 2025 (continued)

Dependence on maintenance of good relationships with regulatory and governmental departments

The Group relies on the maintenance of good relationships with regulatory and governmental departments in South Africa and the RoC. Failure to maintain these relationships may adversely impact the Group's performance. Continual engagements with regulatory and governmental departments are maintained and compliancy is upheld and monitored by the Group.

Ramp-up of Elandsfontein

The Elandsfontein project may require further funding to achieve steady state operations. Any delays in securing of additional funding will have an adverse impact on the business and financial performance of the operation. There can be no guarantee that implementation of the recently completed modifications identified by the Company and its technical consultants will result in a successful long-term operation of the mine. Failure to achieve ramp-up of the Elandsfontein project, or a significant delay in the completion of ramp-up, could result in a material adverse impact on the business, and the financial performance and position of the Group. Management is intently focused on addressing any challenges and adjustments that might be required, as is evident by the installation of the Turbocell order to address the fine flotation challenges and the PSD shift observed in the ore body and the "Pink Ore" Wash plant project to address some of the challenges that "Pink Ore" presents.

Access to infrastructure

Mining, processing, development and exploration activities depend, to a significant degree, on adequate infrastructure. In the course of developing Hinda, the Group may need to construct and support the construction of infrastructure, which includes permanent water supplies, tailings storage facilities, power, logistics services and access roads.

Reliable roads, power sources and water supply are important determinants, which affect capital and operating costs. Unusual or infrequent weather phenomena, sabotage, government or other interference in the maintenance or provision of such infrastructure could materially adversely affect the Group's operations, financial condition and results of operations. Any such issues arising in respect of the supporting infrastructure or on the Group's sites could materially adversely affect the Group's results of operations or financial condition.

Furthermore, any failure or unavailability of the Group's operational infrastructure (for example, through equipment failure, disruption to its transportation arrangements or reduced port capacity) could materially adversely affect the production output from its mines or development of a mine or project.

Limited or reduced port capacity at the Port of Saldanha, as well as the associated cost increase for procuring alternative logistics could have an adverse impact on the business and financial performance of the Group. There are alternatives to the Port of Saldanha that have been identified, however at increased operating cost.

Operational targets

The financial performance of the Group is subject to its ability to achieve a target concentrate specification and production efficiency at its Elandsfontein project, according to its pre-determined budget. Failure to do this may result in failure to achieve operational targets with a consequent material adverse impact on the business, operations and financial performance of the Group. Improved concentrate grades and improved production recover been achieved over recent months.

Excessive overburden stripping, non-economical mining of ore, ore losses and the dilution of feed grade to the processing facility could all have an adverse impact on the processing operations. Furthermore, high variability in the daily feed grades could also have an adverse impact on operations and financial performance of the Group.

Strategic Report for the year ended 31 March 2025 (continued)

Any further unscheduled interruptions in the Group's operations due to mechanical, electrical or other failures or industrial relations related issues or problems or issues with the supply of goods or services could have a serious impact on the financial performance of those operations. Furthermore, any interruption or disruption in the supply chain of key production chemicals sourced from international suppliers could materially adversely affect the production output from the mine.

New entrant risk

Kropz Elandsfontein is a new entrant in the global phosphate rock market, selling its products into a globally competitive and established market.

There can be no guarantee that the sales estimates set by Kropz Elandsfontein will be achieved until a successful track record has been achieved. Not achieving appropriate selling prices for its commercial grade products, would have a material adverse effect on the business, operations and financial performance of the Group.

Mining and mineral processing risks

The business of mining and mineral processing involves a number of risks and hazards, including industrial accidents, labour disputes, community conflicts, activist campaigns, unusual or unexpected geological conditions, geotechnical risks, ore variability, equipment failure, changes in the regulatory environment, environmental hazards, ground water and weather and other natural phenomena such as earthquakes and floods. The Group may experience material mine or plant shutdowns or periods of reduced production as a result of any of the above factors. Such occurrences could result in material damage to, or the destruction of, mineral properties or production facilities, human exposure to pollution, personal injury or death, environmental and natural resource damage, delays in mining, monetary losses and possible legal liability, and may result in actual production differing, potentially materially, from estimates of production, whether expressly or by implication. There can be no assurance that the realisation of operating risks and the costs associated with them will not materially adversely affect the results of operations or financial conditions of the Group.

Geotechnical, ore variability, geological and hydrogeological risks could have a material adverse impact on the safety, business and financial performance of the Group's operation.

Failure to successfully dewater the mining area and maintain water levels in the mining area at the Elandsfontein project could have a material adverse impact on the operational performance, financial performance and financial condition of the Group. This is being addressed by increased drainage and has yielded good results.

Enforcement of contractual rights in the RoC

The legal system in the RoC is based on the French civil law system (the Civil Code of the former French Equatorial Africa), which has enacted the Uniform Act to harmonise business law in Africa in order to guarantee legal and judicial security for investors and companies in its member states, as well as a Uniform Act on Arbitration Law, allowing recourse to a standard arbitration mechanism for the settlement of contractual disputes arising from civil or commercial contracts concluded in the RoC as an alternative to RoC courts for legal proceedings relating to contracts.

Under Congolese law, parties may enter into private contracts in the language of their choice, however, a French translation is always required for them to be used before any constituted authority in the RoC. In addition, enforcement of contracts concluded outside of Congo before a RoC court, administrations and other constituted authorities, requires their prior registration with the Office for Registration and Stamp Duties and, in the absence of a specific exemption, payment of the applicable registration fees and stamp duties.

Certain contracts concluded in the RoC (such as leases) must also be presented for registration with the Office for Registration and Stamp Duties, due to their nature and listing in the General Tax Code, Volume 2. Moreover,

Strategic Report for the year ended 31 March 2025 (continued)

certain contracts (such as commercial leases) must also be notarised or authenticated by a notary if concluded as private deeds, prior being registered as described above.

If any of these processes are not strictly followed, the RoC courts and administrations may disregard the concerned contract and, as regards the requirement to register certain contracts with the Office for Registration and Stamp Duties, the tax administration may apply fines of 100% of the amount of registration fees due. Further, the tax administration tends to disregard any payment convention exemption for the purpose of applying these fines.

If any of the Group's contracts are deemed unenforceable, this could have a material adverse effect on the operations and financial results of the Group.

Commodity pricing

The future profitability and viability of the Group's operations will be dependent upon the market price of phosphate rock to be sold by the Group. Mineral prices fluctuate widely and are affected by numerous factors beyond the control of the Company. The level of interest rates, the rate of inflation, the world supply of mineral commodities, the global level of demand from consumers and the stability of exchange rates can all cause significant fluctuations in prices. Such external economic factors are in turn influenced by changes in international investment patterns, monetary systems and political developments. Commodity prices have fluctuated widely in recent years, and future price declines could cause commercial production to be impracticable, thereby having a material adverse effect on the Company's business, financial condition and results of operations. A significant or sustained downturn in commodity prices would adversely affect the Group's available cash and liquidity and could have a material adverse effect on the business, results of operations and financial condition of the Group in the longer term.

In addition to adversely affecting the Group's reserve estimates and its financial condition, declining commodity prices can impact operations by requiring a reassessment of the feasibility of a particular project. Such a reassessment may be the result of a management decision or may be required under financing arrangements related to a particular project. Even if the Elandsfontein project and the Hinda project are ultimately determined to be economically viable, the need to conduct such a reassessment may cause substantial delays or may interrupt operations until the reassessment can be completed.

Environmental regulation and environmental compliance

Mining operations have inherent risks and liabilities associated with damage to the environment and the disposal of waste products occurring as a result of mineral exploration and production. Environmental and safety legislation and regulation (e.g. in relation to reclamation, disposal of waste products, pollution and protection of the environment, protection of wildlife and otherwise relating to environmental protection) is frequently changing and is generally becoming more restrictive with a heightened degree of responsibility for companies and their directors and employees and more stringent enforcement of existing laws and regulations. Future changes could impose significant costs and burdens on the Group (the extent of which cannot be predicted) both in terms of compliance and potential penalties, liabilities and remediation.

Breach of any environmental obligations could result in penalties and civil liabilities and/or suspension of operations, any of which could adversely affect the Group. Further, approval may be required for any material plant modifications or additional land clearing and for ground disturbing activities. Delays in obtaining such approvals could result in the delay to anticipated exploration programmes or mining activities.

There may also be unforeseen environmental liabilities resulting from mining activities, which may be costly to remedy. If the Group is unable to fully remedy an environmental problem, it may be required to stop or suspend operations or enter into interim compliance measures pending completion of the required remedy. The potential exposure may be significant and could have a material adverse effect on the Group. The Group has not purchased insurance for environmental risks (including potential liability for pollution or other hazards as a result

Strategic Report for the year ended 31 March 2025 (continued)

of the disposal of waste products occurring from exploration and production) as it is not generally available at a price which the Group regards as reasonable.

In South Africa, the Regulations Pertaining to the Financial Provision for Prospecting, Exploration, Mining or Production Operations 2015 (R1147 of 20 Nov 2015) provides that the holder of a mining right must provide for rehabilitation and remediation costs, with particular reference to when the mine is decommissioned at the end of mining, or production operations. It is expected that mining operations at Elandsfontein will cease in 2035. The under-provision of such a rehabilitation liability could result in future liabilities being payable, which could have a material adverse impact on the financial condition of the Group.

Government regulation and political risk

The Group's operating activities are subject to laws and regulations governing expropriation of property, health and worker safety, employment standards, waste disposal, protection of the environment, mine development, land and water use, prospecting, mineral production, exports, taxes, labour standards, occupational health standards, toxic wastes, the protection of endangered and protected species and other matters. While the Directors believe that the Group is in compliance with all material current laws and regulations affecting its activities, future changes in applicable laws, regulations, agreements or changes in their enforcement or regulatory interpretation could result in changes in legal requirements or in the terms of existing permits and agreements applicable to the Group or its properties, which could have a material adverse impact on the Group's current operations or planned development projects. Where required, obtaining necessary permits and licences can be a complex, time-consuming process and the Group cannot assure whether any necessary permits will be obtainable on acceptable terms, in a timely manner or at all.

The costs and delays associated with obtaining necessary permits and complying with these permits and applicable laws and regulations could stop or materially delay or restrict the Group from proceeding with any future exploration or development of its properties. Any failure to comply with applicable laws and regulations or permits, even if inadvertent, could result in interruption or closure of exploration, development or mining operations or material fines, penalties or other liabilities.

The Group has operations located in South Africa and the RoC and the Group's activities may be affected in varying degrees by political instability and governmental regulations. Any changes in regulations or shifts in political attitudes in South Africa and the RoC are beyond the control of the Group and may adversely affect its operations.

Adverse sovereign action

The Group is exposed to the risk of adverse sovereign action by the governments of South Africa and RoC. The mining industry is important to the economies of these countries and thus can be expected to be a focus of continuing attention and debate. In similar circumstances in other developing countries, mining companies have faced the risks of expropriation and/or renationalisation, breach or abrogation of project agreements, application to such companies of laws and regulations from which they were intended to be exempt, denials of required permits and approvals, increases in royalty rates and taxes that were intended to be stable, application of exchange or capital controls, and other risks.

Environmental, social and governance ("ESG") and climate change

As the focus on ESG increases, there are increasing environmental, social and governance risks that may affect the Group's ability to raise capital; obtain permits; work with communities, regulators and Non-Governmental Organisations ("NGOs") and/or protect its assets from impairments.

At Kropz, we acknowledge that our business activities affect the society and environment around us, and that we have an opportunity and an implicit duty to ensure this impact is positive. We also believe that efficient and sustainable operations are a necessity for long-term value creation.

Strategic Report for the year ended 31 March 2025 (continued)

We are committed to taking responsibility when conducting our business by integrating ESG factors into our investment decisions and operational processes. Given the stage of development of Kropz, social initiatives have been limited to those outlined above at Elandsfontein.

Climate change could potentially affect the demand for fertilisers by impacting global agricultural activity. This in turn could affect the demand for fertiliser feed materials and could cause events such as prolonged droughts that could reduce the availability of water at the different project sites.

As the Kropz operations develop, more initiatives will be undertaken on the ESG front and progress on these will be reported on.

Governance

The Board considers sound governance as a critical component of the Group's success and the highest priority. The Company has an effective and engaged Board, with a strong non-executive presence from diverse backgrounds, and well-functioning governance committees. Through the Group's compensation policies and variable components of employee remuneration, the Remuneration and Nomination Committee ("Remuneration Committee") of the Board seeks to ensure that the Company's values are reinforced in employee behaviour and that effective risk management is promoted.

More information on our corporate governance can be found in the Corporate Governance Report on pages 40 to 51.

Directors' section 172 statement

The following disclosure describes how the Directors have had regard to the matters set out in section 172 and forms the Directors' statement required under section 414CZA of The Companies Act 2006. This reporting requirement is made in accordance with the corporate governance requirements identified in The Companies (Miscellaneous Reporting) Regulations 2018, which apply to company reporting on financial years starting on or after 1 January 2019.

The matters set out in section 172(1) (a) to (f) are that a Director must act in the way they consider, in good faith, would be most likely to promote the success of the Company for the benefit of its members as a whole, and in doing so have regard (amongst other matters) to:

a. the likely consequences of any decision in the long term;
b. the interests of the Company's employees;
c. the need to foster the Company's business relationships with suppliers, customers and others;
d. the impact of the Company's operations on the community and the environment;
e. the desirability of the Company maintaining a reputation for high standards of business conduct; and
f. the need to act fairly between members of the Company.

The analysis is divided into two sections, the first to address stakeholder engagement, which provides information on stakeholders, issues and methods of engagement. The second section addresses principal decisions made by the Board and focuses on how the regard for stakeholders influenced decision-making.

Section 1: Stakeholder mapping and engagement activities within the reporting period

The Company continuously interacts with a variety of stakeholders important to its success, such as equity investors, joint venture partners, debt providers, employees, government bodies, local community and vendor partners. The Company works within the limitations of what can be disclosed to the various stakeholders with regards to maintaining confidentiality of market and/or commercially sensitive information.

Who are the key stakeholder groups	**Why** is it important to engage this group of stakeholders	**How** did Kropz engage with the stakeholder group	**What** resulted from the engagement

Strategic Report for the year ended 31 March 2025 (continued)

Equity investors and equity partners All substantial shareholders that own more than 3% of the Company's shares are listed on page 35 of the Directors' Report. The Company owns 69% of Kropz Elandsfontein, the owner of the Elandsfontein project in South Africa. 30% is owned by ARC. The Company owns 67% of Elandsfontein Land Holdings (Pty) Ltd ("ELH"), the owner of the Elandsfontein mining property in South Africa. 33% is owned by ARC. Kropz Elandsfontein may require further funding to complete the ramp up at Elandsfontein. Cominco Resources requires further funding to develop Hinda. As such, existing equity investors and potential investment partners are important stakeholders.	Access to capital is of vital importance to the long-term success of the business to enable the development of Hinda. Equity partner involvement is vital to the success of the development of these projects, without which the Company cannot create value for its shareholders by producing phosphate rock concentrate and therefore a return on the investment. Through selected engagement activities, the Company strives to obtain investor buy-in into its strategic objectives detailed on page 10 and the execution thereof. The Company seeks to promote an investor base that is interested in a long-term holding in the Company and will support the Company in achieving its strategic objectives. During the course of the year ended 31 March 2025, the percentage of shares held in public hands remained the same and the overall daily volume of shares traded decreased.	The key mechanisms of engagement included: **Substantial shareholders** • ARC has appointed a Director to the Board of Kropz; and • The other existing substantial shareholders have regular meetings and interactions with the Chair and/or CEO. **Investment and equity partners** • ARC have representatives on the Kropz Elandsfontein and ELH Boards of Directors in terms of the respective shareholder's agreements; and • Regular Board meetings are held. **Prospective and existing investors** • The AGM and Annual and Interim Reports; • Investor roadshows and presentations; • One on one investor meetings with the Chair and/or CEO; • Access to the Company's broker and advisers; • Regular news and project updates; and • Social media accounts e.g. X @Kropzplc; • Site visits for potential cornerstone investors.	The Company engaged with investors on topics of strategy, governance, project updates and performance. Please see "Dialogue with shareholders" section of the Directors' report on page 35. The CEO presented at a number of investor roadshows, conferences and one on one meetings. In terms of the ZAR 1,75 Billion Equity Facilities, ARC will potentially be able to acquire a total further 6.73% interest in the Company, eventually taking its 90.07% interest at March 2025, to 96.81%. At the Company's AGM held on 27 September 2024, save for the shareholder vote on resolution 4, all resolutions were duly passed. At the Company's general meeting held on 4 November 2024 the resolution to receive and adopt the annual report and accounts for the financial year ended 31 March 2024 was duly passed.
Funding providers Kropz Elandsfontein had a US$30 million, fully utilised, debt facility with BNP that commenced in September 2016 (Fully Settled).	Access to funding is of vital importance to the long-term success of the business to be able to complete the Elandsfontein project. The debt facility was utilised in the construction of Elandsfontein. Various contractual conditions of the debt finance require regular updates on ongoing progress. Ongoing support from potential new debt providers is required to achieve the construction of Hinda.	• One on one meetings with the CEO and/or COO; • Regular reporting on project progress; • Ad hoc discussions with management, as required; and • Tripartite discussions between Kropz Elandsfontein, ARC and management to ensure there are no compliance matters outstanding in relation to the facility.	The BNP facility has been fully settled.
Employees	The majority of its employees going forward will be based in South Africa	**General employees** • The Company maintains an open line of	**Employees** The Board met with management to discuss the

Strategic Report for the year ended 31 March 2025 (continued)

The Company has 18 South African, 1 UK and 5 RoC employees. The Company has 4 directors. One of the Directors is a UK resident, 1 American and 2 are South African resident Directors. The CEO during the year under review was South Africa-based.	and the Directors consider workforce issues holistically for the Group as a whole. The Company's long-term success is predicated on the commitment of its workforce to its vision and the demonstration of its values on a daily basis. The Board have identified that reliance on key personnel is a known risk.	communication between its employees, senior management and the Board. • The CEO reports regularly to the Board; • Key members of the executive team are invited to some of the audit and risk committee meetings; • There is a formalised employee induction into the Company's corporate governance policies and procedures; and • There is an HR function in the UK. **South African employees** • There is an HR function in South Africa; • Senior management regularly visit the operations in South Africa and engage with its employees through one on one and staff meetings, employee events, project updates, etc; and • Staff safety committees continue to operate. **Congo employees** • Senior management regularly visit the operations in RoC and engage with its employees through one on one and staff meetings, employee events, project updates, etc.	long-term remuneration strategy. Advisors were appointed to do the independent party review to examine non-executive Director and executive team remuneration in 2018 at the time of the AIM IPO. Board reporting has been optimised to include sections on engagement with employees. **South African and Congo employees** The team has been trained in aspects of corporate policies and procedures to engender positive corporate culture aligned with the Company code of conduct. Meetings were held with staff to provide project updates and ongoing business objectives.
Governmental bodies The Company is impacted by national, regional and local governmental organisations in South Africa and the RoC.	Regular engagement with organs of state at national, regional and local levels is required to keep stakeholders informed and supportive of project developments.	The Company provides general corporate presentations regarding the Elandsfontein project development as part of ongoing stakeholder engagement with the South African government, Western Cape provincial government and local municipal government. The Company maintained its good relations with the respective government bodies and frequently communicated progress. The Company engages with the relevant departments of the RoC government in order to progress the development of Hinda.	Meetings have been held with various representatives of the national, regional and local government bodies, to discuss ongoing compliance and other regulatory matters relating to mining. The Company has received its South African requisite environmental and land use permits. In addition, the Company has received the required permits to develop Hinda, subject to securing funding for these activities.

Strategic Report for the year ended 31 March 2025 (continued)

Community The local communities adjacent to Elandsfontein in South Africa and Hinda in the RoC.	The Company engages with the local community to obtain acceptance for future development plans. Community engagement will inform better understanding and decision making. The local community in Hopefield and the greater Saldanha Bay municipal area provides employees for Elandsfontein and its contractors for operations. Similarly, the communities surrounding Hinda will provide employees to the project and contractors during construction and operation. The Company will have a social and economic impact on the local communities. The Company is committed to ensuring sustainable growth, minimising adverse impacts. The Company will engage these stakeholders as is appropriate.	• The Company has community liaison officers in South Africa and RoC; • The Company has identified all key stakeholders within the local community in the reporting period; • Elandsfontein management has open dialogue with the local government and community leaders regarding the project development; • Similarly, Hinda management are actively engaging with local government and communities directly impacted by the Hinda project; and • The Company has existing Corporate Social Responsibility policies and management structure at corporate level. The Company will expand on these policies and structures at a local project level as the Company moves into production.	The Company has ongoing engagements with the local community as part of its sustainability initiatives. Stakeholder identification has enabled the Company to ensure that representatives of all stakeholder groups may participate in the community engagement programme.
Suppliers During the Elandsfontein operations phase, the Company has been using key suppliers under commercial contracts for the operations of mine, plant, road and port logistic operators and laboratory service providers, all of whom are reputable and established service providers. The Company also relies on a number of supply and maintenance contracts to ensure ongoing operations. At a community level, the Company has also partnered with a number of SMME companies.	Kropz's contractors and suppliers are fundamental to ensuring that the Company can meet the ramp-up and steady state operating objectives. Using quality suppliers ensures that as a business, the high performance targets can be met.	• Management continues to work closely with appointed contractors, consultants and suppliers to manage and optimise deliverables; and • One on one meetings between management and suppliers; • Vendor site visits and facility audits to ensure supplier is able to meet requirements; and • Contact with procurement department and accounts payable.	See page 10 of the strategic report for an update on the potential transport and logistics uncertainties facing the Group. Smaller local vendors were engaged at a broader level to better align with company objectives.

Section 2: Principal decisions by the Board

Principal decisions are defined as both those that have long-term strategic impact and are material to the Group, but also those that are significant to key stakeholder groups. In making the following principal decisions, the

Strategic Report for the year ended 31 March 2025 (continued)

Board considered the outcome from its stakeholder engagement, the need to maintain a reputation for high standards of business conduct and the need to act fairly between the members of the Company.

During the financial year ending 31 March 2025

Bridge loan facilities of ZAR 170 million entered into on 27 March 2024

A second drawdown of ZAR 73 million of the bridge loan facility was made on 2 April 2024 and the third and final draw down of ZAR 37 million was made on 22 April 2024. The loan was fully drawn. The bridge loan (capital and interest) was settled as part of the group restructuring.

Bridge loan facilities of ZAR 140 million entered into on 4 July 2024

The first draw down on the Loan for an amount of ZAR 80 million was made on 4 July 2024. The second draw down on the Loan for an amount of ZAR 60 million was made on 22 August 2024. The loan was fully drawn. The bridge loan (capital and interest) was settled as part of the group restructuring.

Convertible loan facility for ZAR 821 million from ARC, entered into on 17 October 2024

To settle the remaining balance of the unconverted ARC bridge loans and ARC term loans as part of the restructuring, Kropz issued a convertible loan note ("CLN") amounting to ZAR 821,250,125.

The terms of the CLN are:

- The loan will be repayable after 5 years or such later date as confirmed by ARC in writing;
- The interest rate will be the South African prime rate plus 6% (six percent);
- The loan will be convertible to additional Kropz shares at the prevailing 30-day volume weighted average price (VWAP) of 1.46 pence as at 23 August 2024 Conversion to equity is at the lender's absolute discretion.

Post 31 March 2025

Bridge loan facilities of ZAR 130 million entered into on 25 April 2025

The first draw down on the Loan for an amount of ZAR 50 million was made on 25 April 2025. The second draw down on the Loan for an amount of ZAR 30 million was made on 9 May 2025 and the final draw down of ZAR 50 million was made on 30 May 2025.

Bridge loan facilities of ZAR 200 million entered into on 14 July 2025

The first draw down on the Loan for an amount of ZAR 60 million was made on 15 July 2025, The second draw down on the Loan for an amount of ZAR 30 million was made on 13 August 2025 and a third draw down of ZAR 80 million was made on 27 August 2025. ZAR 30 million remains available to draw down on the Loan.

Please refer to the Material Subsequent Events in Note 34.

This Strategic Report was approved by the Board of Directors.

Louis Loubser
Chief Executive Officer
25 September 2025

Directors' Report for the year ended 31 March 2025

The Board of Directors ("Board") present their seventh Annual Report for Kropz plc ("the Company") and the Kropz plc Group ("Group") for the year ended 31 March 2025.

Directors

The names of Directors of the Company in office at any time during or since the end of the 31 March 2025 financial year are:

Lord Robin Renwick of Clifton	Non-executive Chairman (deceased 4 November 2024)
Linda Janice Beal	Non-executive Interim Chair (appointed Non-executive Director 26 November 2018, appointed Interim Chair 6 November 2024),
Louis Ronald Loubser	Chief Executive Officer
Gerrit Jacobus Duminy	Non-executive Director
Michael Albert Daigle	Non-executive Director
Michael John Nunn	Non-executive Director (stepped down 27 September 2024)

Company secretary

Fusion Corporate Secretarial Services (Pty) Ltd.

Cautionary statement

The review of the business and its future development in the Strategic Report has been prepared solely to provide additional information to shareholders to assess the Group's strategies and the potential for these strategies to succeed. It should not be relied on by any other party for any other purpose. The review contains forward-looking statements which are made by the Directors in good faith based on information available to them up to the time of the approval of the reports and should be treated with caution due to the inherent uncertainties associated with such statements.

Principal activities and significant changes in nature of activities

Kropz is an emerging plant nutrient producer and developer with a phosphate mine and plant in the ramp-up phase in South Africa and an exploration asset in the RoC.

Business review and future developments

Details of the business activities and future developments can be found in the Strategic Report on pages 4 to 11.

Operating Results

The Group (loss)/profit after tax of the Company for the year ended 31 March 2025 amounted to US$ (7.92) million (2024: US$ 0.34 million).

Dividends paid or recommended

In respect of the year ended 31 March 2025 no dividends were paid or declared, and the Directors do not recommend the payment of a dividend (2024: no dividends paid or declared).

Directors' Report for the year ended 31 March 2025 (continued)

Capital structure

Details of the Company's share capital, together with movements therein are set out in Note 11 to the Consolidated Financial Statements. The Company has one class of ordinary share which carries no right to fixed income.

Streamlined Energy and Carbon Reporting ("SECR")

The new SECR framework, which came into force in April 2019 requires qualifying UK companies to report on their energy usage and provide information on the energy efficient action taken during the reporting period.

Kropz is exempt from these disclosures as it did not consume more than 40,000 kWh in the UK during the reporting period.

Significant changes in state of affairs

Please refer to the Strategic Report.

Significant events subsequent to reporting date

Details of the Group's significant events subsequent to the reporting date are included in the Strategic Report and Note 34 to the Consolidated Financial Statements.

Financial risks

The Group's operations expose it to different financial risks including foreign exchange risk, credit risk, liquidity risk and interest rate risk. Details of the principal financial risks are set out in Note 30.

The Group has various outstanding convertible equity facilities with ARC as set out in Note 13 of the Annual Financial Statements.

The Group has a risk management programme in place which seeks to manage the impact of these risks on the performance of the Group, and it is the Group's policy to manage these risks in a non-speculative manner.

Refer to Note 2a to the Group financial statements which explains that the Group is reliant on revenue from production during Elandsfontein's ramp-up phase and on management's ability to secure additional funding in order to meet its obligations as they become due. A material uncertainty therefore exists that may cast significant doubt on the Group's ability to continue as a going concern.

Political contributions and charitable donations

During the year the Company did not make any political contributions or charitable donations (31 March 2024 – none).

Annual general meeting ("AGM")

The 2024 AGM for the shareholders of the Company was held on 27 September 2024 for the purpose of considering and, if thought fit, passing five ordinary resolutions and two special resolutions as set out in the Notice of AGM that was sent to all shareholders on 4 September 2024.

Shareholders had an opportunity at the AGM to meet the directors in attendance, to receive an update on the development of the business and to ask questions of the Board. The Group proposed a separate resolution for each substantially different item of business, giving shareholders the opportunity to vote on each issue.

Directors’ Report for the year ended 31 March 2025 (continued)

External auditors

During the year the board approved the re-appointment of PKF Littlejohn LLP as the auditor of the Company and Group for the financial year ended 31 March 2025.

Employment policies

The Company is committed to promoting policies which ensure that high calibre employees are attracted, retained and motivated, to ensure the ongoing success for the business. Employees and those who seek to work within the Group are treated equally regardless of gender, age, marital status, creed, colour, race or ethnic origin.

Health and safety

The Group continues to maintain a high standard of workplace safety. In order to execute this, there is a health, safety and environmental team in Kropz Elandsfontein to review the health and safety policies and risks of Kropz Elandsfontein and make recommendations to the Kropz Elandsfontein board. In addition, the Group also developed and maintained an internal management system and also provides training and support to employees and sets demanding standards for workplace safety.

Payment to suppliers

The Group’s policy is to agree terms and conditions with suppliers in advance; payment is then sought to be made in accordance with the agreement provided the supplier has met the terms and conditions. Under normal operating conditions, suppliers are generally paid within 30 to 60 days of receipt of invoice.

Future developments

The Group will continue its mineral exploration activities with the objective of finding further mineralised resources, particularly the development of the Hinda project. The Group may also consider the acquisition of further prospective exploration interests and the development or acquisition of downstream beneficiation.

Environmental issues

The Group operates within the resources sector and conducts business activities with respect for the environment while continuing to meet the expectations of government stakeholders, shareholders, employees and suppliers. In respect of the period under review, other than as set out in the Strategic Report, the Directors are not aware of any particular or significant environmental issues which have been raised in relation to the Group’s operations. The Group holds a mining licence in South Africa and an exploitation licence in the RoC. The Group’s operations are subject to environmental legislation in these jurisdictions in relation to its exploration, mining activities and project development activities and remains committed to these requirements.

The Company pursues the development of quality rock phosphate exploration, mining and processing in support of the global fertiliser industry’s contribution to food security, worldwide. The Board believes it is part of the Group’s corporate responsibility to ensure its current and future operations are conducted in a responsible manner and in compliance with local and international environmental regulations and that integrating ESG matters into its operations is an important element to being a responsible corporate citizen.

Directors' Report for the year ended 31 March 2025 (continued)

Information on Directors

Lord Renwick of Clifton Non-executive Chairman (appointed 26 November 2018 until 4 November 2024)	The late Lord Renwick of Clifton was a former diplomat and served as British Ambassador to South Africa and the United States. He served subsequently as Deputy Chairman of the merchant bank Robert Fleming, then for fifteen years as Vice Chairman of J.P. Morgan Europe. He served on many boards including BHP Billiton, Fluor Corporation, SABMiller, British Airways and Harmony Gold. He was Chairman of the Advisory Board of Stonehage Fleming and Senior Adviser to Richemont and Appian Capital. Lord Renwick of Clifton sadly passed on 4 November 2024.
Interest in Ordinary Shares and Options	300,000 fully paid Ordinary Shares
Linda Beal Non-executive interim Chair (appointed Non-executive 26 November 2018, appointed Chair 6 November 2024)	Linda Beal is a Chartered Accountant and was a partner at PwC for sixteen years. She provided tax advice to natural resources clients on many transactions including IPOs, mergers and group restructurings. She was partner at Grant Thornton for two years to June 2016 where she led the global energy and natural resources group. Linda is currently non-executive director at Orca Energy Group Inc and Jadestone Energy Plc. Linda Beal was appointed as the interim chair on 6 November 2024.
Interest in Ordinary Shares and Options	None
Louis Loubser Chief executive officer (appointed 16 January 2023)	Louis Loubser is a B Comm graduate with an MBA cum laude, both from Stellenbosch University. He also holds a certificate in international quarry management from the University of Derby in the UK. From 2018 to 2022 Louis was chief executive at the Mooiplaats Colliery. Previously Louis led the due diligence and acquisition of Glen Douglas Mine, SA Block and Clinker and Infrasors Holdings for Afrimat Limited, where he was head of business development, prior to being appointed Managing Director of Infrasors, a position he held from 2013 to 2018.
Interest in Ordinary Shares and Options	None
Michael (Mike) Daigle Non-executive Director (appointed 26 November 2018)	Mike Daigle is a chemical engineer by qualification and has 40 years of experience in the phosphate fertilizer industry. He worked at the Mosaic Company from 2004 until 2016 where he served as a senior Director responsible for Research and Development, Production Planning and Business Development in the Phosphates Group, and was also in charge of Mosaic's Joint Venture in Saudi Arabia. Mike also served as VP Operations for IMC Phosphates and worked for Cargill Fertilizer and Occidental Chemical. He is now a consultant to the Phosphate Industry, where he provides expertise in phosphate mining, fertilizer production, business development, as well as mergers and acquisitions.
Interest in Ordinary Shares and Options	None
Gerrit Duminy Non-executive Director	Gerrit Duminy is a qualified Chartered Accountant (SA) and a CFA Charter holder with years of experience in corporate finance and deals. He is

Directors' Report for the year ended 31 March 2025 (continued)

(appointed 16 September 2022)	currently employed as a deal executive at African Rainbow Capital. As part of his responsibilities, he serves as a director on several of the ARC Fund's portfolio company boards where he actively tries to unlock growth and synergistic value. As a deal manager, Gerrit has oversight responsibility for the valuations of the R20bn investment portfolio. He is also responsible for the identification, analysis and execution of new investment opportunities. As one of seven deals executives at ARC, Gerrit has portfolio and investment management responsibilities for a portion of the investment portfolio.
Interest in Ordinary Shares and Options	None
Michael (Mike) Nunn Non-executive Director (appointed 26 November 2018 until 27 September 2024)	Mike Nunn is a South African mining entrepreneur and investor. Mike has founded and developed various businesses, primarily in and related to the mining industry in Africa. Mike is widely recognised as being the pioneer of the global tanzanite industry and was the founder of TanzaniteOne. Subsequent to his involvement in tanzanite, Mike established Amari in 2005, where he developed multiple mining businesses in various sub-Saharan African countries. These businesses included diamonds, gold, nickel, platinum, coal, manganese and mining engineering services. Mike established Kropz Elandsfontein with the objective of developing a world class fertilizer business with a sub-Saharan African focus. Mike has more than 25 years of mining experience. Michael Nunn stepped down from the Board on 27 September 2024.
Interest in Ordinary Shares and Options	54,933,474 fully paid Ordinary Shares

Directors' service contracts

The CEO is employed on an ongoing basis, which may be terminated by either party giving six months' notice.

Non-executive Directors were appointed for an initial term of one year in 2018. During 2019 the terms were amended, and the non-executive appointments were extended, until terminated by either party on three months' notice. Gerrit Duminy was appointed on 16 September 2022.

Indemnifying Directors' and officers' liability insurance

The Company has agreed to indemnify the Directors of the Company, against all liabilities to another person that may arise from their position as Directors of the Company and the Group, except where the liability arises out of conduct involving a lack of good faith.

Appropriate insurance cover is maintained by the Company in respect of its Directors and officers. During the financial year the Company agreed to pay an annual insurance premium of US$ 82,080 (2024: US$ 98,613) in respect of Directors' and officers' liability and legal expenses insurance contracts, for Directors, officers and employees of the Company.

The insurance premium relates to cover for:

- Costs and expenses incurred by the relevant officers in defending proceedings, whether civil or criminal and whatever the outcome; and
- Liabilities that may arise from their position, with the exception of conduct involving a wilful breach of duty.

Directors' Report for the year ended 31 March 2025 (continued)

Share dealing code

The Company has adopted a share dealing code for Directors and applicable employees (within the meaning given in the AIM Rules for Companies) in order to ensure compliance with Rule 21 of the AIM Rules for Companies and the provisions of the Market Abuse Regulations ("MAR") relating to dealings in the Company's securities. The Board considers that the share dealing code is appropriate for a company whose shares are admitted to trading on AIM.

Remuneration report

This remuneration report sets out information about the remuneration of Kropz's key management personnel for the year ended 31 March 2025. The term 'key management personnel' ("KMP") refers to those persons having authority and responsibility for planning, directing and controlling the activities of the Group, directly or indirectly, including any Director (whether executive or otherwise) of the Group. The prescribed details for each person covered by this report are detailed below under the following headings:

- KMP of the Company and Group;
- Remuneration policy;
- Key terms of employment contracts and remuneration of KMP;
- Non-executive Director arrangements;
- KMP remuneration; and
- Share-based payments ("SBP") granted as compensation to KMPs.

The report of the Remuneration Committee is on pages 55 to 56.

KMP of the Company and the Group

This report details the nature and amount of remuneration for the key management personnel of the Group. The KMP during the period were:

Executive Directors

Louis Loubser	Chief Executive Officer (appointed 16 January 2023)

Non-executive Directors

Lord Robin Renwick of Clifton	Non-executive Chairman (appointed 26 November 2018, deceased 4 November 2024)
Linda Beal	Non-executive interim Chair (appointed non-executive 26 November 2018, appointed interim Chair 6 November 2024)
Mike Daigle	Non-executive Director (appointed 26 November 2018)
Mike Nunn	Non-executive Director (appointed 26 November 2018, until 27 September 2024)
Gerrit Duminy	Non-executive Director (appointed 16 September 2022)

Executives of the Company, Kropz Elandsfontein and Cominco Resources Limited

Mark Maynard	Chief Operating Officer (appointed 31 December 2022)
Patrick Stevenaert	Managing Director – Cominco Resources (appointed 10 March 2017)

Directors’ Report for the year ended 31 March 2025 (continued)

Remuneration policy

The remuneration policy of the Company has been designed to align Director and executive objectives with shareholder and business objectives by providing a fixed remuneration component and offering specific long-term incentives based on key performance areas affecting the Group’s financial results. In formulating the policy, the Board takes into account any feedback it receives from investors whether in general meetings, via Executive Management or the Company’s NOMAD. The Remuneration Committee makes recommendations to the Board in relation to the composition of the Board, the appointment of the CEO and succession planning, and remuneration for Directors and senior executives. The Board endeavours with its remuneration policy to attract and retain high calibre executives and Directors to run and manage the Group within the constraints of the financial position of the Group.

The remuneration policy, setting the terms and conditions for the executive Directors and other senior executives, was developed by the Board. When agreeing the components of a remuneration package for the appointment of Directors, our remuneration policy is designed to strike a balance between fixed and variable components, aligning executive interests with the Company’s performance and long-term shareholder value. All executives receive a base salary. The Board reviews executive packages annually by reference to the Group’s performance, executive performance and comparable information from industry sectors and other listed companies in similar industries.

The Board may exercise discretion in relation to approving incentives, bonuses and options. The policy is designed to attract and retain high calibre executives and reward them for performance that results in long-term growth in shareholder wealth. Executives may also be entitled to participate in the employee share and option arrangements.

The Board policy is to remunerate non-executive Directors at market rates for comparable companies for time, commitment and responsibilities. The non-executive Directors have letters of appointment, setting out the terms and conditions of their appointment and their expected time commitment, and they are also subject to re-election by rotation by shareholders at least once every three years. The Board determines payments to the non-executive Directors and reviews their remuneration annually, based on market practice, duties and accountability. Independent external advice is sought when required. Fees for non-executive Directors are not linked to the performance of the Group. However, to align Directors’ interests with shareholder interests, the Directors are encouraged to hold shares in the Company. The Board adopted the Kropz executive long term incentive plan aiming to create a stronger link between employee performance and reward and increasing shareholder value by enabling the participants of the plan to have a greater involvement with, and share in the future growth and profitability of, the Company.

Transactions with Directors and conflicts of interest

The Company has effective procedures in place to monitor and deal with transactions with Directors and any conflicts of interest. A Register of Conflicts is maintained, and the Company’s Articles of Association sets out all matters that the Company requires approval for in relation to transactions with Directors. In particular:

- A Director who is in any way, directly or indirectly interested in a proposed or existing contract, transaction or arrangement with the Company must, forthwith, declare the nature and extent of that interest to the other Directors unless it cannot reasonably be regarded as likely to give rise to a conflict of interest.

- Subject to the provisions of the Articles of Association, if a Directors’ meeting, or part of a Directors’ meeting, is concerned with an actual or proposed transaction or arrangement with the Company in which a Director is interested, that Director is not to be counted as participating in that meeting, or part of a meeting, for quorum or voting purposes.

- The Directors have the power to authorise any matter which would or might otherwise constitute or give rise to a breach of the duty of a Director under Section 175 of the Companies Act 2006 to avoid

Directors' Report for the year ended 31 March 2025 (continued)

a situation in which he has, or can have, a direct or indirect interest that conflicts, or possibly may conflict, with the interests of the Company; save that such authorisation of the Directors shall be effective only if the required quorum at the meeting at which the matter is considered is met without counting the interested Director and the matter was agreed to without such Director voting or would have been agreed to if their vote had not been counted.

The members may, by special resolution, direct the Directors to take, or refrain from taking, specified action. No such special resolution invalidates anything which the Directors have done before the passing of the resolution.

Under the Company's Articles of Association, the Board has the authority to approve any conflicts or potential conflicts of interest that are declared by individual Directors; conditions may be attached to such approvals and Directors will generally not be entitled to participate in discussions or vote on matters in which they have or may have a conflict of interest.

Key terms of employment contracts and remuneration of KMP

Key terms of employment contracts for the financial year ending 31 March 2025:

Name	Base remuneration	Base remuneration US$ *	Term of agreement	Notice period
Louis Loubser (CEO)	ZAR 3,436,680 and GBP 92,526	306,498	No fixed term	6 months
Mark Maynard (COO)	ZAR 3,475,720	190,636	No fixed term	3 months
Patrick Stevenaert (Managing Director of Cominco Resources)	EUR 146,666	157,391	No fixed term	1 month

* Converted to US$ at the 31 March 2025 GBP exchange rate of 0.784, ZAR exchange rate of 18.232 and EUR exchange rate of 0.932.

Key terms of employment contracts for the financial period ending 31 March 2024:

Name	Base remuneration	Base remuneration US$ *	Term of agreement	Notice period
Louis Loubser (CEO) (i)	ZAR 4,067,742 and GBP 109,200	355,717	No fixed term	6 months
Mark Maynard (COO) (ii)	ZAR 4,151,582	223,945	No fixed term	3 months
Patrick Stevenaert (Managing Director of Cominco Resources)	EUR 176,378	190,874	No fixed term	1 month

* Converted to US$ at the 31 March 2024 GBP exchange rate of 0.801, ZAR exchange rate of 18.538 and EUR exchange rate of 0.924.

(i) Louis Loubser was appointed as Chief Executive Officer on 16 January 2023.
(ii) Mark Maynard was appointed the Chief Operating Officer of Kropz Elandsfontein with effect from 1 January 2023.

Non-executive Director arrangements

Non-executive Directors receive a Board fee and fees for chairing Board committees (see table below). They do not receive performance-based pay or retirement allowances but do receive additional fees for chairing Board committees.

Fees are reviewed annually by the Board taking into account comparable roles and market data provided by the Board's independent remuneration adviser. The current base annual fees were set with effect from

Directors' Report for the year ended 31 March 2025 (continued)

26 November 2018 and remained unchanged (other than as noted below) during the 31 March 2024 and 31 March 2025 financial periods:

	Base fees per annum GBP	Base fees per annum US$*
Chair(i)	45,000	57,390
Non-executive Directors	30,000	38,260
Non-executive Director (Mike Daigle) (ii)	48,000	61,217
Additional Fees:		
Audit, Sustainability and Risk Committee – chairperson (Linda Beal)	5,000	6,377
Audit, Sustainability and Risk Committee – member	-	-
Remuneration and Nomination Committee – chairperson (Mike Daigle)	-	-
Remuneration and Nomination Committee – member	-	-

* Converted to US$ at the 31 March 2025 exchange rate of 0.784.

(i) The Chair fee increased from GBP 40,000 to GBP 45,000 effective November 2024.
(ii) Mike Daigle's fee increased to GBP 48,000 from 1 January 2021.

All non-executive Directors enter into a letter of appointment with the Company. The letter summarises the Board's policies and terms, including remuneration, relevant to the office of Director. Directors with special responsibilities are disclosed within the various committee reports in the Corporate Governance Report.

KMP remuneration

The remuneration for each Director and KMP of the Group during the year ended 31 March 2025 was as follows:

	Short-term benefits			
Name	**Remuneration (i) US$***	**Bonus US$***	**Options US$***	**Total US$***
Executive Directors				
Louis Loubser	321,181	-	-	**321,181**
	321,181	**-**	**-**	**321,181**
Non-executive Directors				
Lord Robin Renwick	29,758	-	-	**29,758**
Linda Beal (ii)	54,600	-	-	**54,600**
Mike Daigle	61,217	-	-	**61,217**
Gerrit Duminy (iii)	-	-	-	**-**
Mike Nunn (iii)	-	-	-	**-**
	145,575	**-**	**-**	**145,575**
Total Directors' remuneration	**466,756**	**-**	**-**	**466,756**
Executives				
Mark Maynard	190,636	17,464	-	**208,100**
Patrick Stevenaert	157,391	-	-	**157,391**
	348,027	**17,464**	**-**	**365,491**

* Converted to US$ at the 31 March 2025 GBP exchange rate of 0.784, ZAR exchange rate of ZAR 18.232 and EUR exchange rate of 0.932.

(i) Includes UK NIC, UK payroll tax and pension.
(ii) Linda Beal was appointed as interim Chair on 6 November 2024.
(iii) Gerrit Duminy and Mike Nunn receive no Director fees. Mike Nunn stepped down from the board on 27 September 2024.

Directors' Report for the year ended 31 March 2025 (continued)

The remuneration for each Director and KMP of the Group during the 15 month period ended 31 March 2024 was as follows:

Name	Short-term benefits			Total US$*
	Remuneration (iv) US$*	Bonus US$*	Options US$*	
Executive Directors				
Louis Loubser (v)	372,567	-	-	**372,567**
	372,567	**-**	**-**	**372,567**
Non-executive Directors				
Lord Robin Renwick	62,406	-	-	**62,406**
Linda Beal	60,653	-	-	**60,653**
Mike Daigle	74,887	-	-	**74,887**
Gerrit Duminy (vi)	-	-	-	**-**
Mike Nunn (vi)	-	-	-	**-**
	197,946	**-**	**-**	**197,946**
Total Directors' remuneration	**570,513**	**-**	**-**	**570,513**
Executives				
Mark Maynard	223,945	38,603	28,852	291,400
Patrick Stevenaert	190,874	-	21,697	**212,571**
	414,819	**38,603**	**50,549**	**503,971**

Converted to US$ at the 31 March 2024 GBP exchange rate of 0.801, ZAR exchange rate of ZAR 18.538 and EUR exchange rate of 0.924.

(iv) Includes UK NIC, UK payroll tax and pension.
(v) Louis Loubser was appointed as Chief Executive Officer on 16 January 2023.
(vi) Gerrit Duminy and Mike Nunn receive no Director fees.

Share-Based Payments granted as compensation to KMP

Long-Term Incentive Plan

Kropz operates an ownership-based scheme for executives and senior employees of the Group. In accordance with the provisions of the plan, executives and senior employees may be granted options to purchase parcels of ordinary shares at an exercise price determined by the Board based on a recommendation by the Remuneration Committee.

The following plan has been adopted by the Company:

- An executive long-term incentive plan (the "LTIP Awards") – a performance and service-related plan pursuant to which conditional share awards, nominal-cost options and market value options can be granted (together, the "Incentive Plans").

The incentive plan was used to recruit, retain and incentivise key executives and employees. The LTIP Awards have been used to grant awards following Admission and was the main incentive plan used to grant awards following Admission.

Each LTIP Award converts into one ordinary share of Kropz upon exercise. No amounts are paid or payable by the recipient on receipt of the option, aside from when the option is exercised, in which event a nominal amount per ordinary share is payable by the recipient. The options carry neither rights to dividends nor voting rights. Options may be exercised from time to time as stipulated in the award conditions prior to their expiry.

Directors' Report for the year ended 31 March 2025 (continued)

Each employee performance right will be converted into one ordinary share of Kropz upon vesting conditions being met. No amounts are paid or payable by the recipient on receipt of the performance rights. The performance rights carry neither rights to dividends nor voting rights.

The options granted expire as determined by the Board based on a recommendation by the Remuneration Committee, or immediately following the resignation of the executive or senior employee, whichever is the earlier.

Summary information for options as SBP arrangements in existence at 31 March 2025

LTIP Awards

A total of 6,700,000 LTIP Awards were issued to a Director and senior management in August 2020 which were fully exercised in January 2022.

In July 2021, 7,800,000 LTIP Awards were awarded to a Director and senior management. Of this total, 4,800,000 lapsed in December 2022, 900,000 lapsed in March 2024 and the remaining 2,100,000 lapsed during the year ended 31 March 2025. No further LTIP Awards were made in the year ended 31 March 2025. Accordingly, no Awards remained outstanding as at 31 March 2025.

These LTIP Awards would have vested on or before 31 December 2024, subject to the terms of the LTIP Plan Rules, including financial and non-financial performance conditions. These performance conditions were aligned to implementing the Company's strategic plans, including appropriate weightings on the successful commissioning and ramp-up of the Elandsfontein project, completion of the development plan, fund raising and construction of the Hinda project.

Participants of the LTIP Awards needed to remain employed by Kropz in order to exercise awards.

The Remuneration Committee determined that the performance conditions were not met and therefore these LTIP Awards were forfeited.

LTIP Awards were valued using a Monte Carlo simulation model and were expensed over the respective vesting periods, being 17 months for LTIP Awards. The remaining 2,100,000 LTIP Awards lapsed during the year and accordingly the share options expense was reversed.

Shareholdings (ordinary shares)

The numbers of ordinary shares in the Company held during the 31 March 2025 financial year by KMP, including shares held by entities they control, are set out below.

Name	Balance – 1 April 2024	Received as remuneration	Options exercised	Other	Balance – 31 March 2025
Mike Nunn (i)	54,933,474	-	-	-	-
Lord Robin Renwick (ii)	300,000	-	-	-	-
Patrick Stevenaert	1,000,000	-	-	-	1,000,000
Mark Maynard	1,000,000				1,000,000

(i) Mike Nunn's beneficial interest in Ordinary Shares is held through Kropz International. Mike Nunn stepped down from the Board on 27 September 2024.

(ii) Lord Renwick of Clifton passed away and left the board on 4 November 2024.

Directors' Report for the year ended 31 March 2025 (continued)

The numbers of ordinary shares in the Company held during the 31 March 2024 financial period by KMP, including shares held by entities they control, are set out below.

Name	Balance – 1 January 2023	Received as remuneration	Options exercised	Other	Balance – 31 March 2024
Mike Nunn (i)	54,933,474	-	-	-	54,933,474
Lord Robin Renwick	300,000	-	-	-	300,000
Mark Summers (iii)	2,764,889	-	-	-	-
Patrick Stevenaert	1,000,000	-	-	-	1,000,000
Mark Maynard	1,000,000				1,000,000

(iii) Mark Summers resigned from his role as Chief Executive Office on 16 January 2023.

Other than as indicated above, no other KMP held any ordinary shares in the Company during the financial year.

Other transactions with KMP during the year ended 31 March 2025

No KMP has entered into a material contract (apart from employment contracts) with the Company and the Group. No amount of remuneration is outstanding at 31 March 2025.

There were no other transactions with KMP and related parties.

Substantial shareholdings

The Directors are aware of the following substantial interests or holdings in 3% or more of the Company's ordinary shares as at 31 March 2025.

Major Shareholder	No of Shares	Percentage of Issued Share Capital *
ARC	1,411,969,230	90.07%
Kropz International	54,933,474	3.5%

* Issued share capital – 1,567,591,241 ordinary shares at 31 March 2025

Statement of disclosure of information to auditors

As at the date of this report the serving Directors confirm that:

- So far as each Director is aware, there is no relevant audit information of which the Company's auditors are unaware; and
- They have taken all the steps that they ought to have taken as Directors in order to make themselves aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

Dialogue with Shareholders

All investors

The Board attaches great importance to providing shareholders with clear and transparent information on the Group's activities, strategy and financial position. General communication with shareholders is co-ordinated

Directors' Report for the year ended 31 March 2025 (continued)

by the Chair and/or CEO. In addition, the independent Directors provide a further avenue for engagement with investors.

The Company publishes on its website the following information, which the Board believes plays an important part in presenting all shareholders with an assessment of the Group's position and prospects:

- Updated investor presentations;
- The Company's most up to date technical reports on each of its projects;
- All annual and interim financial statements going back to the Company's original inception in 2018;
- All Company press releases issued under the RNS service going back to the IPO on AIM in 2018;
- Details on the proxy voting results of all resolutions put to a vote at the most recent AGM; and
- Contact details including a dedicated email address info@kropz.com through which investors can contact the Company.

The Company will hold its 2025 AGM at WeWork, Ground Floor, 26 Hatton Garden, London EC1N 8BR on 29 September 2025 at 1:00 p.m.

Institutional investors

In general, the Board maintains a regular dialogue with its major institutional investors, providing them with such information on the Company's progress as is permitted within the guidelines of the AIM rules, MAR and requirements of the relevant legislation. The Company typically holds meetings with institutional investors and other large shareholders following the release of interim and year-end financial results.

The Company has had increased contact with both current and prospective institutional shareholders as part of the fund-raising initiatives during the Restructuring and Fundraising initiatives during the year.

Private investors

The Company acknowledges that the majority of its private investors hold their shares via nominee shareholders and may not be able to fully exploit their shareholder rights effectively. Accordingly, the Company is committed to engaging with all shareholders and not just institutional shareholders.

As the Company is too small to have a dedicated investor relations department, the CEO is responsible for reviewing all communications received from shareholders and determining the most appropriate response. The CEO works in conjunction with the Company's PR advisers to facilitate engagement with its shareholders.

Board review

The Board as a whole is kept informed of the views and concerns of major shareholders by briefings from the CEO, Chair and the Company's broker. Any significant investment reports from analysts are also circulated to the Board.

Going concern

During the year ended 31 March 2025, the Group incurred a loss after tax of US$ 7.9 million (15 months ended 31 March 2024: profit of US$ 0.3 million) and experienced net cash outflows from operating activities. Cash and cash equivalents totalled US$ 3.0 million as at 31 March 2025 (31 March 2024: US$ 1.0 million).

Elandsfontein is currently the Group's only operating asset and source of revenue. As Elandsfontein is still ramping up its operations and has yet to achieve break-even production levels, an operating loss is also expected in the year following the date of these accounts. Although the Elandsfontein production levels are expected to increase over the next 12 months, there remains a risk that these improvements could be delayed or not result in sufficient increases in production levels to achieve break even. As such, the Group may

Directors' Report for the year ended 31 March 2025 (continued)

consequently be dependent on future fundraisings to meet any production costs, overheads, future development and exploration requirements that cannot be met from existing cash resources and sales revenue.

The Group announced on 3 September 2024, the restructuring of its debt obligations ("Restructuring") and a fundraising. As a result of the Restructuring, Kropz Elandsfontein and Kropz Elandsfontein Land Holdings (Pty) Ltd (the "Elandsfontein Subsidiaries") extinguished their debt obligations to ARC through a combination of new issuances of equity and convertible debt instruments. Kropz has a convertible debt of £95.2 million (including accumulated interest) outstanding with ARC, being the aggregate of a new CLN issued as part of the restructuring and existing equity facilities (the "Existing Equity Facilities"). Additionally, Kropz completed a capital raise of £8.9 million from ARC and other shareholders before expenses through the issue of new ordinary shares at an issue price of 1.387 pence per new ordinary share in the capital of the Company (the "Fundraising"). The issue price represented a discount of approximately 5 per cent. to the 30-day volume weighted average share price per existing ordinary share to 23 August 2024. In aggregate 643,873,018 new ordinary shares were allotted and issued pursuant to the Fundraising. Both the Restructuring and Fundraising were concluded during the year ended 31 March 2025.

Operational cash flows

No impairment reversal or impairment has been recognised as at 31 March 2025. With no indicators of an impairment or impairment reversal being identified for the current financial period under review.

The going concern assessment was performed using the Group's 18-month cash flow forecast. The Group's going concern assessment and forecast cash flows are largely driven by Elandsfontein, as the Group's only operating asset. Elandsfontein's forecast cashflows are based on its latest mine plan.

Elandsfontein's forecast cashflows were estimated using market-based commodity prices, exchange rate assumptions, estimated quantities of recoverable minerals, production levels, operating costs and capital requirements over an 18-month period. The going concern assessment only considered Elandsfontein's resources defined as "measured" and "indicated" per the MRE. The resource classified as "inferred" was not considered part of the mine plan for purposes of the going concern assessment. However, it is expected that as mining and drilling activities progress, progressively more of the total resource will be reclassified from inferred to measured and indicated. In the current year of assessment, the measured and indicated portions increased.

The 18-month forecast follows the fundraising as described in note 33.

The critical estimates in the forecast cashflows expected to be generated can be summarised as follows:
- Phosphate rock prices and grade;
- Phosphate recoveries;
- Operating costs;
- Foreign exchange rates; and

The going concern assessment and forecast cashflows are highly sensitive to these estimates.

Phosphate rock prices and grade: Forecast phosphate rock prices are based on management's estimates of quality of production and selling price and are derived from forward price curves and long-term views of global supply and demand in a changing environment, particularly with respect to climate risk, building on past experience of the industry and consistent with external sources.

In total Elandsfontein managed to achieve trial production sales totalling US$ 37.2 million during the year end (fifteen months ended 31 March 2024: US$ 40.1 million). Since 31 March 2025 and to the date of the financial statements, an additional US$ 12 million sales has been recognised.

Directors' Report for the year ended 31 March 2025 (continued)

Kropz is and remains a new entrant to the phosphate market and has to date sold its shipments at a discount to prevailing market prices. The discount was taken into account in the going concern testing models. The discount is, however, expected to unwind as Elandsfontein builds its reputation, establishes itself in the global market and improves its production quality and stability. As modifications are planned and efficiency improvements are implemented at Elandsfontein, Elandsfontein should see a gradual improvement in both grade and quality, some of which have already materialised.

Phosphate recoveries: Estimated production volumes are based on detailed LOM plans of the measured and indicated resource as defined in the MRE and take into account development plans for the mine agreed upon by management as part of the long-term planning process. Production volumes are dependent on a number of variables, such as: the recoverable quantities; the production profile; the cost of the development of the infrastructure necessary to extract the reserves; the production costs; the contractual duration of mining rights; and the selling price of the commodities extracted.

Estimated production volumes are subject to significant uncertainty given the ongoing ramp-up. The production ramp-up has been delayed largely by the need to re-engineer parts of the fine flotation circuit proposed by the vendor. Mining and processing have also been affected by early unpredicted ore variability and lack of operator experience. The Company is in the process of analysing the hard bank and pink ore material to identify the appropriate method of mining and processing to improve production yield. Production throughput is also being limited by the nature of slimes material and, the Company has invested in new equipment to seek to overcome this and aims to increase production throughput.

Reserves and resources: The LOM plan includes only the measured and indicated resources as defined in the MRE which represents only around 9 years of forecast production. There was an increase in the measured and indicated resources in the MRE issued in March 2024 (an increase of 72%) compared to the MRE issued in December 2022. The Directors believe that the inferred resources in the MRE are capable of being accessed giving a mine life of around 12 years, but this has not been taken into account in the cashflows.

Exchange rates: Foreign exchange rates are estimated with reference to external market forecasts. The assumed long-term US dollar/ZAR exchange rate are based on a consensus for the period to year 2028. Future years' exchange rates were estimated using the prevailing inflation and interest rate differential between USD and ZAR.

Operating cost: Operating costs are estimated with reference to contractual and actual current costs adjusted for inflation. Key operating cost estimates are mine and plant operating costs and transportation and port costs. The forecast mine and plant costs were based on the contracted rates with the current mine and plant operators. Production cost per tonne currently is higher than sales per tonne as full production has not been reached to date, leading to a gross loss per tonne. The forecast assumes that as production volumes increase the average cost per tonne of phosphate will decrease with economies of scale and further efficiency gains.

Mine and plant operating costs: The forecast mine and plant costs were based on the contracted rates with the current mine and plant operators.

Port costs: The Group has a draft port access agreement with Transnet for Saldanha port but this has not yet been signed. The Group has paid guest port charges (the higher rates were used in the forecast) for Saldanha for the shipments to date.

Funding

The Group is dependent on future fundraisings to meet production costs, overheads, future development and exploration requirements from existing cash resources and sales revenue alone.

The ARC Fund, on various occasions in the past, provided funding to support the Group's operations. Subsequent to the period end, Kropz Elandsfontein and ARC Fund agreed to a further ZAR 330 million (approximately US$ 18.1 million) bridge loan facilities ("New Loans").

Directors' Report for the year ended 31 March 2025 (continued)

The BNP debt facility has been fully settled by 31 March 2025.

Management has successfully raised money in the past from its supportive major shareholder, but there is no guarantee that any additional funds that might be required will be available if needed in the future. Management have also obtained confirmation from the ARC fund that they do not intend to recall their loans within 12 months from the signing of the financial statements.

Going concern basis
Based on the Group's current available reserves, recent operational performance, forecast production and sales coupled with Management's track record to successfully raise additional funds as and when required, to meet its working capital and capital expenditure requirements and the ARC Fund stating that the loans due will not be recalled within 12 months from the signing of the financial statements, the Board have concluded that they have a reasonable expectation that the Group will continue in operational existence for the foreseeable future and at least for a period of 18 months from the date of approval of these financial statements.

For these reasons, the annual financial statements have been prepared on the going concern basis, which contemplates the continuity of normal business activities and the realisation of assets and discharge of liabilities in the normal course of business.

As there can be no guarantee that any additional funding that might be required can be raised in the necessary timeframe, a material uncertainty exists that may cast significant doubt on the Group's ability to continue as a going concern and therefore it may be unable to realise its assets and discharge its liabilities in the normal course of business.

The annual financial statements do not include adjustments relating to the recoverability and classification of recorded asset amounts or to the amounts and classification of liabilities that might be necessary should the Group not continue as a going concern. The auditors make reference to going concern by way of a material uncertainty within their audit report.

Subsequent events

Disclosures in relation to events after 31 March 2025 are shown in Note 34 to the Consolidated Financial Statements.

This Directors Report was approved by the Board of Directors.

Louis Loubser
Chief Executive Officer
25 September 2025

Corporate Governance Report

The Company is registered in England and Wales and listed on the AIM market of the London Stock Exchange.

The Board is committed to the principles of good corporate governance and to maintaining high standards and best practice of corporate governance.

In accordance with the London Stock Exchange AIM Rules for Companies ('AIM Rules'), the Board have chosen to apply the Quoted Companies Alliance's ('QCA') Corporate Governance Code 2018 (the 'QCA Code') on the basis that it is the most appropriate governance code for the Group, having regard to its size and structure.

In November 2023 the QCA published a revised QCA Corporate Governance Code 2023 ('QCA Code 2023'). The QCA Code 2023 applies to financial years starting on or after 1 April 2024. From this date, a 12-month transition window is in place. This allows companies flexibility to familiarise themselves with the new Code, build capacity, and gradually meet its enhanced expectations. During the year ended 31 March 2025, the Company has begun the transition to the QCA Code 2023 with full adoption being implemented from 1 April 2025.

The Chair is responsible for leading the Board to ensure that Kropz has in place the strategy, people, structure and culture to deliver value to shareholders and other stakeholders of the Group over the medium to long term. The Board is conscious that the corporate governance environment is constantly evolving and the charters and policies under which it operates its business are monitored and amended as required.

The Code sets out ten principles and we have outlined below the Group's application of the Code.

The Board considers that the Company has complied, from 1 April 2024 to 31 March 2025, with all the provisions of the Code except as follows:

- The Remuneration Committee comprises the Chairman as the chairperson (lead by the late Lord Robin Renwick of Clifton until 4 November 2024, now lead by Mike Daigle, appointed 6 November 2024) of the committee, one independent non-executive Director and one non-executive Director. The Chair is considered suitable to fulfil this position considering the size of the Board and the Company and his prior experience;
- Gerrit Duminy, a non-independent non-executive Director is on the Audit, Sustainability and Risk Committee in view of his financial experience and experience on other company audit committees; and
- The Board is continuously reviewed on their performance, however no formal assessment of the Board performance has been carried to date. However, the Board will consider such an evaluation in 2026.

The following provides an explanation as to why the Company has departed from certain guidelines.

Establish a strategy and business model to promote long-term value for shareholders

The Board has set out the vision for Kropz for the medium to long term. The Board is responsible for formulating, reviewing and approving the Group's strategy, budgets and corporate actions. The Company holds Board meetings at least three times each financial year and at other times as and when required.

Detailed disclosure on the Company's business model and strategy is disclosed on the Company's website and in the Strategic Report on page 10.

Seek to understand and meet shareholder needs and expectations

Kropz has a Board with experience in understanding the needs and expectations of its shareholder base. It supplements this with professional advisers including public relations, nominated adviser and brokers who provide advice and recommendations in various areas of its communications with shareholders. Kropz engages with its shareholders through its website which has been designed as a hub to provide information to shareholders and provides regular updates to the market via the Regulatory News Service. The Company does not currently have a dedicated investor relations role. The CEO and COO are responsible for this function currently. The Board feels that this is appropriate given the size and stage of development of the Company.

Corporate Governance Report (continued)

Take into account wider stakeholder and social responsibilities and their implications for long-term success

Key resources and relationships on which the business relies are its customers, workforce, suppliers, shareholders, local community and elements of the regulatory framework.

Employees are encouraged to raise any concerns they may have with relevant management. Grievance mechanisms are in place for employees.

Feedback from potential customers is at present informal. The Company will contact customers on an ad hoc basis once sales commence and provide verbal feedback where necessary to senior management.

Engagement with the local community is carried out at site, by means of monthly meetings with the established Community Forums. Grievance mechanisms are in place for the community, with Company contact details displayed at site access points.

Feedback from regulators is provided via the regular framework of reporting and inspections that are carried out.

Stakeholder identification and engagement is set out in the Section 172 statement contained in the Strategic Report on page 19.

Embed effective risk management, considering both opportunities and threats, throughout the organisation

Kropz recognises that risk is inherent in all of its business activities. Its risks can have a financial, operational or reputational impact. A summary of the key risks is set out in the Strategic Report on pages 14 to 19. The Company's system of risk identification, supported by established governance controls, ensures it effectively responds to such risks, whilst acting ethically and with integrity for the benefit of all its stakeholders.

The Company's key internal controls procedures are:

- Prioritised risk register - risks are evaluated to establish root causes, financial and non-financial impacts and likelihood of occurrence. Consideration of risk impact and likelihood is taken into account to determine which of the risks should be considered as a principal risk. The effectiveness and adequacy of mitigating controls are assessed. If additional controls are required, these are identified and implemented with responsibilities assigned. The Company's management is responsible for monitoring the progress of actions to mitigate key risks. Key risks are reported to the Audit, Sustainability and Risk Committee and at least once a year to the full Board;
- Preparation of annual cash flow projections for approval by the Board and ongoing review of expenditure and cash flows;
- Establishment of appropriate cash flow management and treasury policies for the management of liquidity, currency and credit risk on financial assets and liabilities;
- Regular management meetings to review operating and financial activities; and
- Recruitment of appropriately qualified and experienced staff to key financial and operational management positions.

Maintain the Board as a well-functioning, balanced team led by the Chair

The Board currently comprises one executive Director, Louis Loubser, and three non-executive Directors, including the Interim Chair. The Interim Chair, Linda Beal and non-executive director Mike Daigle are considered to be independent. The remaining non-executive Director, Gerrit Duminy, is not considered to be independent. Gerrit Duminy is the Board representative of Kropz Elandsfontein's Broad Based Black Economic Empowerment ("BBBEE") partner and the Company's largest shareholder, ARC.

Corporate Governance Report (continued)

Since AIM Admission in November 2018, the Company has had the following appropriately constituted committees, each with formally delegated duties and responsibilities set out in respective written terms of reference:

- Remuneration and Nomination Committee (“Remuneration Committee”); and
- Audit, Sustainability and Risk Committee (“Audit Committee”).

The late Lord Robin Renwick of Clifton was the Chairman of the Company and was also Chairman of the Remuneration Committee. Mike Daigle was appointed as the Chairman of the Remuneration Committee in November 2024. Mike Daigle is an independent non-executive Director, who is suitable to fulfil this position considering the size of the Board and the Company and his prior experience. Mike Daigle is supported by one other independent non-executive Director, Linda Beal, as well as Gerrit Duminy who is not considered independent but is on the committee due to his previous experience and the fact that he is aligned with shareholders’ interests by virtue of his representative holdings in the Company.

Linda Beal is the Chair of the Audit Committee, an independent non-executive Director with extensive financial experience, supported by Mike Daigle, an independent non-executive Director and Gerrit Duminy, a non-independent non-executive Director. Mike Daigle’s experience in the phosphate fertilizer industry and Gerrit’s financial experience and representation on a number of other listed company audit committees deem them suitably qualified to serve on the Audit Committee.

The Board is responsible for the overall leadership and effective management of the Company, setting the Company’s values and standards and ensuring maintenance of a sound system of internal control and risk management. The Board is also responsible for approving Company policy and its strategic aims and objectives as well as approving the annual operating and capital expenditure budgets. The Board supports the concept of an effective Board leading and controlling the Company and believes the Company has a well-established culture of strong corporate governance and internal controls that are appropriate and proportional, reflecting the Company’s culture, size, complexity and risk.

All Directors bring a wide range of skills and international experience to the Board. The non-executive Directors hold meetings without the executive Director present. The Chair is primarily responsible for the working of the Board of the Company. The CEO is primarily responsible for the running of the business and implementation of the Board strategy and policy. The CEO is assisted in the managing of the business on a day-to-day basis by the group financial manager and other management.

The Board has a schedule of regular meetings where it approves major decisions and utilises its expertise to advise and influence the business. The Board will meet on other occasions as and when the business demands. During the financial period under review the Board met on six occasions.

The Board and its committees are supplied with appropriate and timely information, including detailed financial information, in order to discharge its duties. All Directors have access to the advice and services of the company secretary, who is responsible for ensuring that Board procedures are followed and that applicable rules and regulations are complied with. Independent professional advice is also available to Directors in appropriate circumstances.

A detailed agenda is established for each scheduled meeting and appropriate documentation is provided to Directors in advance of the meeting. Regular Board meetings provide an agenda that includes reports from the CEO, reports on the performance of the business and current trading, and specific proposals where the approval of the Board is sought. Areas discussed include, amongst others, matters relating to the AIM listing, placing and funding arrangements, the South African Mining Charter and mining legislation, RoC Mining Convention and the strategic direction of the Company. Minutes of the meetings from committees of the Board are circulated to all members of the Board, unless a conflict of interest arises, to enable all Directors to have oversight of those matters delegated to committees.

Corporate Governance Report (continued)

In accordance with the Company's Articles of Association, each Director must retire in any three-year period, so that over a three-year period all Directors will have retired from the Board and been subject to shareholder re-election. All Directors have access to the advice and services of the company secretary and other independent professional advisers as required. Non-executive Directors have access to key members of staff and are entitled to attend management meetings in order to familiarise themselves with all aspects of the Company. It is the responsibility of the Chair and the company secretary to ensure that Board members receive sufficient and timely information regarding corporate and business issues to enable them to discharge their duties.

Board and committee meetings attendance

During the year under review, two Audit Committee meetings and one Remuneration Committee meeting were held.

During the year there were six Board meetings by the Directors of the Company.

Attendance of Directors and committee members at Board and committee meetings held during the year is set out in the table below.

	Board meetings	Audit Committee meetings	Remuneration Committee meetings
Lord Robin Renwick of Clifton(i)	3/3	1/1	0/0
Linda Beal	6/6	2/2	-
Louis Loubser	6/6	-	1/1
Mike Daigle(ii)	6/6	2/2	1/1
Mike Nunn	0/0	-	0/1
Gerrit Duminy	6/6	2/2	1/1

(i) Lord Renwick of Clifton passed away and left the board on 4 November 2024.
(ii) Mike Daigle was appointed as committee member In November 2024.

Division of responsibilities

The division of responsibilities between the non-executive Chair and the CEO is clearly defined in writing. However, they work closely together to ensure effective decision making and the successful delivery of the Group's strategy.

The CEO

The CEO is responsible for the running of the Group's business for the delivery of the strategy for the Group, leading the management team and implementing specific decisions made by the Board to help meet shareholder expectations. He also takes the lead in strategic development, by formulating the vision and strategy for the Group.

The CEO reports to each Board meeting on all material matters affecting the Group's performance. Given the structure of the Board and the fact that the Chair and CEO roles are fulfilled by two separate individuals, the Board believes that no individual or small group of individuals can disproportionately influence the Board's decision making.

The Chair

The Chair leads the Board, ensuring constructive communications between the Board members and that all Directors are able to play a full part in the activities of the Company. He/she is responsible for setting Board

Corporate Governance Report (continued)

agendas and ensuring that Board meetings are effective and that all Directors receive accurate, timely and clear information.

The Chair officiates effective communication with shareholders and ensures that the Board understands the views of major investors and is available to provide advice and support to members of the executive team.

Non-executive Directors

There are currently three non-executive Directors (including the Chair), of which two are independent non-executive Directors. The role of the non-executive Directors is to understand the Group in its entirety and constructively challenge strategy and management performance, set executive remuneration levels and ensure an appropriate succession planning strategy is in place. They must also ensure they are satisfied with the accuracy of financial information and that thorough risk management processes are in place. The non-executive Directors also assist the Board with issues such as governance, internal control, remuneration and risk management. No non-executive Directors are participants in any share option plans of the Company.

Effectiveness

Composition of the Board

The Board consists of the Non-Executive Chair, the CEO, one non-executive Director and one independent non-executive director. The names, skills and short profiles of each member of the Board, are set out on pages 27 to 28. Each year the Board considers the independence of each non-executive Director in accordance with the Code.

The Board considers Linda Beal and Mike Daigle to be independent as they are not involved in any executive capacity, have no other or material business relationships with the Company, have no material investment in the Company nor are associated with any such investor and have no close family or other business relationships with the Company or any of its Directors or senior executives.

Non-executive Directors were appointed for an initial term of one year in 2018. During 2019 the terms were amended and the non-executive appointments were extended, until terminated by either party on three months' notice. Gerrit Duminy was appointed on 14 September 2022.

To ensure that they clearly understand the requirements of their role, the Company has a letter of appointment in place with each non-executive Director. Employment contracts are entered into with the executive Director and senior executives so that they can clearly understand the requirements of the role and what is expected of them.

Commitment

Each Director commits sufficient time to fulfil their duties and obligations to the Board and the Company. They attend Board meetings and join ad hoc Board calls and offer availability for consultation when needed. The contractual arrangements between the Directors and the Company specify the minimum time commitments which are considered sufficient for the proper discharge of their duties. However, all Board members appreciate the need to commit additional time in exceptional circumstances.

Non-executive Directors are required to disclose prior appointments and other significant commitments to the Board and are required to inform the Board of any changes to their additional commitments. Details of the non-executive directors' external appointments can be found on pages 27 to 28.

Before accepting new appointments, non-executive Directors are required to obtain approval from the Chair and the Chair requires the approval of the whole Board. It is essential that no appointment causes a conflict of interest or impacts on the non-executive Director's commitment and time spent with the Group in their existing appointment.

Corporate Governance Report (continued)

Details of executive Director service contracts and of the Chair's and the non-executive Directors' appointment letters are given on pages 31 to 33. Copies of service contracts and appointment letters are available for inspection at the Company's registered office during normal business hours.

Development

All newly appointed Directors are provided with an induction programme which is tailored to their existing skills and experience, legal update on Directors' duties and one on ones with members of the senior management team. The Board is informed of any material changes to governance, laws and regulations affecting the Group's business.

Information and support

All Directors have access to the advice and services of the company secretary and each Director and each Board committee member may take independent professional advice at the Company's expense, subject to prior notification to the other non-executive Directors and the company secretary.

The appointment and removal of the company secretary is a matter for the Board as a whole. The company secretary is accountable directly to the Board through the Chair.

Ensure that between them the Directors have the necessary up-to-date experience, skills and capabilities

The Board has been assembled to allow each Director to contribute the necessary mix of experience, skills and personal qualities to deliver the strategy of the Company for the benefit of the shareholders over the medium to long term. Full details of the Board members and their experience and skills are set out on pages 27 to 28.

Together the Board provide relevant mining and fertilizer sector skills, the skills associated with running large public companies, African experience and technical and financial qualifications to assist the Company in achieving its stated aims. The Board comprises UK, US and South African Directors and has one female Director.

The Directors keep their skillsets up to date as required through the range of roles they perform with other companies and consideration of technical and industry updates by external advisers. The Directors receive regular briefing papers on the operational and financial performance of the Company from the executives and senior management.

Evaluate Board performance based on clear and relevant objectives, seeking continuous improvement

Appointments to the Board

The Company has a Remuneration Committee, the composition of which is set out on page 49.

The Remuneration Committee is responsible for maintaining a Board of Directors that has an appropriate mix of skills, experience and knowledge to be an effective decision-making body, ensuring that the Board is comprised of Directors who contribute to the successful management of the Company and discharge their duties having regard to the law and the highest standards of corporate governance, considering and recommending Board candidates for election or re-election and reviewing succession planning.

The Remuneration Committee undertakes a detailed selection process as per the recruitment and diversity policy to appoint or re-appoint a Director to the Board. Included in this process are appropriate reference checks which include but are not limited to character reference and bankruptcy to ensure that the Board remains appropriate for that of an AIM quoted company.

Corporate Governance Report (continued)

Evaluation of senior executives

The Board recognises the importance of reviewing the effectiveness of its performances, as well as that of its committees and the individual directors.

Arrangements put in place by the Board to monitor the performance of the Group's executives include:

- A review by the Board of the Group's financial performance;
- Annual performance appraisal meetings incorporating analysis of key performance indicators with each individual to ensure that the level of reward is aligned with respective responsibilities and individual contributions made to the success of the Group;
- An analysis of the Group's prospects and projects; and
- A review of feedback obtained from third parties, including advisors (where applicable).

Informal evaluations of the CEO and other senior executives' individual performance and overall business measures are undertaken progressively and periodically throughout the financial period.

Whilst the Board is aware that the Code recommends that the Board and its committees are evaluated on a yearly basis a formal review has not been undertaken during the year ended 31 March 2025. However, the Board will consider such an evaluation in 2026.

Promote a corporate culture that is based on ethical values and behaviours

The Board seeks to embody and promote a corporate culture that is based on sound ethical values and behaviours, something we see as being a cornerstone to a strong risk management programme.

The Board aims to lead by example and do what is in the best interests of the Company. The Group's employees are bound by a Code of Conduct, which sets forth the standards expected by the Company.

The Board believes that our commitment to good corporate governance has allowed for a corporate culture throughout the organisation.

The Board of Directors recognises that a healthy corporate culture is essential to enable it to meet its strategic objectives.

Code of conduct

The Board acknowledges the need for continued maintenance of the highest standard of corporate governance practice and ethical conduct by all Directors and employees of the Group.

The Board has approved a code of conduct for Directors, officers, employees and contractors, which describes the standards of ethical behaviour that are required to be maintained. The code of conduct was approved prior to the Company's listing on the AIM market. The Group promotes the open communication of unethical behaviour within the organisation.

Compliance with the code of conduct assists the Company in effectively managing its operating risks and meeting its legal and compliance obligations as well as enhancing the Group's corporate reputation.

The code of conduct describes the Group's requirements on matters such as confidentiality, conflicts of interest, use of Group information, sound employment practices, compliance with laws and regulations and the protection and safeguarding of the Group's assets.

An employee who breaches the code of conduct may face disciplinary action. If an employee suspects that a breach of the code of conduct has occurred or will occur, he or she must report that breach to the CEO, via

Corporate Governance Report (continued)

the Company's confidential "Whistle Blowing" process. No employee will be disadvantaged or prejudiced if he or she reports in good faith a suspected breach. All reports will be investigated, acted upon and kept confidential.

Anti-bribery and anti-corruption

The Company has adopted an anti-corruption and bribery policy which applies to the Board and employees of the Company and the Group. It generally sets out their responsibilities in observing and upholding a zero-tolerance position on bribery and corruption in all the jurisdictions in which the Group operates. It also provides guidance to those working for the Group on how to recognise and deal with bribery and corruption issues and the potential consequences of failing to adhere to this guidance. The Company expects all employees, suppliers, contractors and consultants to conduct their day-to-day business activities in a fair, honest and ethical manner, be aware of and refer to this policy in all of their business activities worldwide and to conduct business on the Company's behalf in compliance with it. Management at all levels are responsible for ensuring that those reporting to them, internally and externally, are made aware of and understand this policy.

The Group's anti-bribery and anti-corruption policy is set out in the code of conduct and has been aligned to meet UK and South African laws governing anti-bribery and anti-corruption. The Group takes a zero-tolerance approach to acts of bribery and corruption by any Directors, officers, employees and contractors. The Group will not offer, give or receive bribes, or accept improper payments to obtain new business, retain existing business or secure any advantage and will not permit others to do so on its behalf.

Maintain governance structures and processes that are fit for purpose and support good decision making by the Board

The Board as a whole is collectively responsible for promoting the success of the Company by directing and supervising the Company's affairs. The role of the Board is as follows:

- To provide direction and entrepreneurial leadership of the Company within a framework of prudent and effective controls which enable risks to be appropriately assessed and managed;
- To set the Company's strategic aims, ensure that the necessary financial and human resources are in place for the Company to meet its objectives and review management performance;
- To demonstrate ethical leadership, setting the Company's value and standards and ensuring that its obligations to its shareholders and others are well understood;
- To create a performance culture that drives value creation without exposing the Company to excessive risk or value destruction;
- To be accountable, and make well-informed and high-quality decisions based on a clear understanding of the Company's broader goals and specific objectives;
- To create the right framework for helping Directors meet their statutory duties under the Companies Act 2006, and/or any other relevant statutory and regulatory regimes; and
- To promote its governance arrangements and embrace the evaluation of their effectiveness.

Internal controls

In applying the principle that the Board should maintain a sound system of internal control to safeguard shareholders' investment and the Group's assets, the Directors recognise that they have overall responsibility for ensuring that Kropz maintains systems to provide them with reasonable assurance regarding effective and efficient operations, internal control and compliance with laws and regulations and for reviewing the effectiveness of that system. However, there are inherent limitations in any system of control and accordingly even the most effective system can provide only reasonable and not absolute assurance against material mis-statement or loss, and that the system is designed to manage rather than eliminate the risk of failure to achieve the business objectives.

Corporate Governance Report (continued)

The key features of the internal control system are described below:

Control environment

The Company is committed to high standards of business conduct and seeks to maintain these standards across all of its operations. There are also policies in place for the reporting and resolution of suspected fraudulent activities. The Company has an appropriate organisational structure for planning, executing, controlling and monitoring business operations in order to achieve its objectives.

Risk management and internal control

The Board has carried out a robust assessment of the principal risks facing the Group. Details of these risks are set out on pages 14 to 19. The Board has reviewed the Company's risk management and internal control systems during the period and consider them to be effective. Management is responsible for the identification and evaluation of key risks applicable to their areas of business. These risks are assessed on a continual basis and may be associated with a variety of internal and external sources, including infringement of intellectual property, sales channels, investment risk, staff retention, disruption in information systems, natural catastrophe and regulatory requirements.

Group businesses will participate in periodic operational/strategic reviews and annual plans. The Board actively monitors performance against plan. Forecasts and operational results are consolidated and presented to the Board on a regular basis. Through these mechanisms, performance is continually monitored, risks identified in a timely manner, their financial implications assessed, control procedures re-evaluated and corrective actions agreed and implemented.

Main control procedures

The Company has implemented control procedures designed to ensure complete and accurate accounting for financial transactions and to limit the exposure to loss of assets and fraud. Measures taken include segregation of duties and reviews by management.

There are clear and consistent procedures in place for monitoring the system of internal financial controls. The Board considers the internal control system to be adequate for the Group.

Financial and business reporting

It is the responsibility of the Directors to ensure that the financial accounts are prepared and submitted. Having assessed the current Annual Report, along with the accounts, the Directors confirm that, taken as a whole, they are fair, balanced and understandable. The Directors also confirm that these documents provide the necessary information in order for shareholders to assess the Group's performance, business model and strategy.

The going concern statement provided by the directors is on pages 36 to 39 of the Directors Report. The independent auditor's report is set out on pages 58 to 67.

The CEO provides, at the end of each six-monthly period, a formal statement to the Board confirming that the Group's financial reports present a true and fair view, in all material respects, and that the Group's financial condition and operational results have been prepared in accordance with the relevant accounting standards.

The statement also confirms the integrity of the Group's financial statements and that it is founded on a sound system of risk management and internal compliance and controls which implements the policies approved by the Board, and that the Group's risk management and internal compliance and control systems, to the extent they relate to financial reporting, are operating efficiently and effectively in all material respects.

Corporate Governance Report (continued)

Board committees

The Company has established an Audit Committee and a Remuneration Committee with formally delegated duties and responsibilities. The minutes of all committees are circulated for review and consideration by all relevant Directors, supplemented by oral reports from the respective committee chairs at Board meetings.

Audit Committee

The Company has an Audit Committee comprised of Linda Beal, as the chairperson, together with Mike Daigle and Gerrit Duminy. The Audit Committee report is set out on pages 52 to 54.

Remuneration Committee

The Company has a Remuneration Committee, comprised of Mike Daigle, as the chairperson, together with Gerrit Duminy and Linda Beal. The Remuneration Committee report is set out on pages 55 to 56.

Communicate how the Company is governed and is performing by maintaining a dialogue with Shareholders and other relevant stakeholders

Dialogue with shareholders

The Group places considerable importance on effective communications with shareholders.

The Group’s communication strategy requires communication with shareholders and other stakeholders in an open, regular and timely manner so that the market has sufficient information to make informed investment decisions on the operations and results of the Group. The strategy provides for the use of systems that ensure a regular and timely release of information about the Group is provided to shareholders.

The Group also posts all reports, stock exchange announcements and media releases and copies of significant business presentations on the Company’s website.

The Company’s largest shareholder, ARC, are represented on the Board.

Constructive use of the AGM

The Board encourages full participation of shareholders at the AGM to ensure a high level of accountability and understanding of the Group’s strategy and goals. As it was not possible to publish the 2025 Accounts prior to issuing the Notice of Annual General Meeting, a separate general meeting will be held in the fourth quarter of 2025, at which the 2025 Accounts will be received and adopted. Notice of this meeting will be sent to shareholders in due course.

The Company has provided information in the notice of AGM that is presented in a clear, concise and effective manner. Shareholders will still be provided with the opportunity to submit questions in relation to each resolution before they are put to the vote and discussion is encouraged by the Board. Shareholders will be able to submit those questions in writing via email, in accordance with the instructions contained in the Notice of AGM and (once circulated) the Notice of GM. The Board will publish a summary of any questions received which are of common interest, together with a written response on the Company’s website as soon as practicable after the conclusion of the AGM and GM (as applicable).

Other governance matters

Diversity policy

The Group is committed to an inclusive workplace that embraces and promotes diversity, while respecting international, sovereign, United Kingdom, South African and RoC laws.

Corporate Governance Report (continued)

It is the responsibility of all Directors, officers, employees and contractors to comply with the Group's diversity policy and report violations or suspected violations in accordance with this diversity policy.

The Group recognises the value of a diverse work force and believes that diversity supports all employees reaching their full potential, improves business decisions, business results, increases stakeholder satisfaction and promotes realisation of the Group's vision.

Diversity may result from a range of factors including but not limited to gender, age, ethnicity and cultural backgrounds. The Company believes these differences between people add to the collective skills and experience of the Group and ensure it benefits by selecting from all available talent.

Group and individual expectations

The Group recognises Group and individual expectations, to:

- Ensure diversity is incorporated into the behaviours and practices of the Group;
- Facilitate equal employment opportunities based on job requirements only using recruitment and selection processes which ensure we select from a diverse pool;
- Engage professional search and recruitment firms when needed to enhance our selection pool;
- Help to build a safe work environment by acting with care and respect at all times, ensuring there is no discrimination, harassment, bullying, victimisation, vilification or exploitation of individuals or groups;
- Develop flexible work practices to meet the differing needs of our employees and potential employees;
- Attract and retain a skilled and diverse workforce as an employer of choice;
- Enhance customer service and market reputation through a workforce that respects and reflects the diversity of our stakeholders and communities that we operate in;
- Make a contribution to the economic, social and educational well-being of all of the communities it serves;
- Meet the relevant requirements of domestic and international legislation appropriate to the Group's operations;
- Create an inclusive workplace culture; and
- Establish measurable diversity objectives and monitor and report on the achievement of those objectives annually.

Dealings with Company securities

The Group's Securities Dealing Policy is binding on all Directors, officers and employees who are in possession of "inside information". All such persons are prohibited from trading in the Company's securities if they are in possession of 'inside information'. Subject to this condition and trading prohibitions applying to certain periods, trading is permissible provided the relevant individual has received the appropriate prescribed clearance. The Board considers that the share dealing code is in compliance with the MAR and AIM requirements and continues to meet the requirements of the Board.

Interests of other stakeholders

The Group's objective is to leverage into resource projects to provide a solid base in the future from which the Group can build its resource business and create wealth for shareholders. The Group's operations are subject to various environmental laws and regulations under the relevant government's legislation. Full compliance with these laws and regulations is regarded as a minimum standard for the Group to achieve.

Market disclosure

The Company is subject to parallel obligations under the AIM rules and the MAR, in relation to the disclosure and control of price sensitive information. The Company has obligations under corporate and securities laws and stock exchange rules to keep the market fully informed of information which may have a material effect

Corporate Governance Report (continued)

on the price or value of the Group's securities and to correct any material misrepresentation, mistake or misinformation in the market.

The Group takes continuous disclosure seriously and requires that all of its Directors, officers, employees and contractors observe and adhere to the Group's procedures and policies governing compliance with all laws pertaining to continuous disclosure, tipping and insider trading.

The Company has a formal Disclosure Policy (the "Disclosure Policy") addressing its continuous disclosure obligations and arrangements. The objectives of the Disclosure Policy are to ensure that:

- The communications of the Group with the public are timely, factual and accurate and broadly disseminated in accordance with all applicable legal and regulatory requirements;
- Non-publicly disclosed information remains confidential; and
- Trading of the Group's securities by Directors, officers and employees of the Company and its subsidiaries remains in compliance with applicable securities laws.

The Disclosure Policy also provides advice to all Directors, officers, employees and contractors of the Group of their responsibilities regarding their obligation to preserve the confidentiality of undisclosed material information while ensuring compliance with laws respecting timely, factual, complete and accurate continuous disclosure, price sensitive or material information, tipping and insider trading.

The Disclosure Policy further covers disclosures in documents filed with the securities regulators and stock exchanges and written statements made in the Group's annual and interim reports, news releases, letters to shareholders, presentations by senior management and information contained on Kropz's website and other electronic communications. It extends to oral statements made in meetings and telephone conversations with analysts and investors, interviews with the media as well as speeches, press conferences and conference calls.

If there is misuse of price sensitive or material information not yet disclosed to the market by trading or breach in confidentiality, extremely serious penalties may apply to the individual or individuals involved.

Shareholder information

The Company's website contains a separate section titled "Investors" which contains key documents for its investors. The website also provides:

- Information about the Company and Group;
- An overview of the Group's current projects;
- Copies of its Annual Reports;
- Investor presentations; and
- Copies of its announcements to the London Stock Exchange.

The Company's share registry is maintained electronically by Computershare Investor Services. Their contact details are disclosed in the corporate directory of the Annual Report on pages 134 to 135 The market price of the AIM traded ordinary shares at 31 March 2025 was 0.7 pence. The highest and lowest price during the financial period was 2.75 pence and 0.625 pence per ordinary share respectively.

Linda Beal
Non-Executive Interim Chair
25 September 2025

Report of the Audit, Sustainability and Risk Committee

The Audit, Sustainability and Risk Committee ("Audit Committee") comprises three members, two of whom are independent non-executive Directors including the Company and Committee Chair, Linda Beal, who is considered by the Board to have recent and relevant financial experience and Mike Daigle. Gerrit Duminy is not considered independent. The Audit Committee meets formally at least twice a year, or otherwise as required, and meets with the Company's external auditors at least twice a year.

The Audit Committee assists the Board in discharging its responsibilities with regard to financial reporting, including reviewing the Group's annual and half year financial statements, accounting policies, key judgements and estimates taken, internal and external audit and controls, reviewing and monitoring the scope of the annual audit and the extent of the non-audit work undertaken by external auditors and advising on the appointment of external auditors.

In addition, the Audit Committee is responsible for ensuring the integrity of the financial information reported to shareholders and internal control systems and ensuring effective risk management and financial control frameworks have been implemented. The Audit Committee also ensures that appropriate procedures, resources and controls are in place to comply with the AIM Rules for Companies and the MAR, monitors compliance thereof and seeks to ensure that the Company and its nominated adviser are in contact on a regular basis.

The Group is considering to conduct an international benchmarking exercise to confirm its commitment to ESG and sustainability, and to assist in the identification of further ESG objectives. The Audit Committee will be responsible for ensuring that ESG improvement projects are prioritised and that the Company maintains its reputation as a responsible phosphate producer.

The Audit Committee has written terms of reference and provides a mechanism through which the Board can maintain the integrity of the financial statements of Kropz and any formal announcements relating to Kropz's financial performance and to make recommendations to the Board in relation to the appointment of the external auditor, their remuneration both for audit and non-audit work, the nature, scope and results of the audit and the cost effectiveness and the independence and objectivity of the auditors. A recommendation regarding the auditors is put to shareholders for their approval in general meetings.

Kropz has established procedures for the running of the Audit Committee. This includes overview of the identification, categorisation and prioritisation of critical risks within the business and allocation of responsibility to its executives and senior managers. The Audit Committee is committed to maintain a risk management framework that seeks to:

- Avoid the likelihood of unacceptable outcomes and costly surprises;
- Provide greater openness and transparency in decision making and ongoing management processes;
- Provide for a better understanding of issues associated with the Group's activities;
- Comprise an effective reporting framework for meeting corporate governance requirements; and
- Allow an appropriate assessment of innovative processes to identify risks before they occur and allow informed judgement.

The Audit Committee is also responsible for approving, reviewing and monitoring the Company's risk management policy. The objectives of this risk management policy are to:

- Provide a structured risk management framework that will provide senior management and the Board with comfort that the risks confronting the organisation are identified and managed effectively;
- Create an integrated risk management process owned and managed by the Group's personnel that is both continuous and effective;

Report of the Audit, Sustainability and Risk Committee (continued)

- Ensure that the management of risk is integrated into the development of strategic and business plans, and the achievement of the Group’s vision and values; and
- Ensure that the Board is regularly updated with reports by the committee.

Management is responsible for efficient and effective risk management across the activities of the Group. This includes ensuring the implementation of policies and procedures that address risk identification and control, training and reporting. The CEO is responsible for ensuring the process for managing risks is integrated within business planning and management activities.

The Board reviews the effectiveness of the implementation of the risk management system and internal control system annually. When reviewing risk management policies and the internal control system the Board takes into account the Company’s legal obligations and also considers the reasonable expectations of the Company’s stakeholders, including shareholders, employees, customers, suppliers, creditors, consumers, government authorities and the community. The principal areas of risk for the Company are detailed on pages 14 to 19.

In order to ensure the independence and objectivity of the external auditor (PKF Littlejohn LLP and its associated firms), the Audit Committee has a policy in place since AIM Admission in November 2018, regarding the provision of non-audit services by its external auditor to ensure that such services do not impair the independence or objectivity of the external auditor. Any non-audit services provided must be pre-approved by the chairperson of the Audit Committee.

The Audit Committee met on two occasions during the year under review and twice since the year end.

On 26 September 2024, the Audit Committee reviewed the 2024 Annual Report including consideration of the financial statements, key accounting judgements and estimates, going concern (including material uncertainty), impairment assessment of the exploration and evaluation assets, property, plant, equipment and mine development costs, the fair value of the derivative liability of the convertible with ARC. The Audit Committee received and considered memoranda from management regarding these matters and also took into account the views of the external auditor. The Audit Committee reviewed the underlying assumptions, key risks and the cashflow for considering going concern and agreed with management that the going concern basis is the appropriate basis for preparation of the 2024 Annual Report, but it is considered appropriate to recognise that there is a material uncertainty. The Audit Committee concurred that an impairment reversal charge was necessary for the mine property, plant, equipment and inventory assets at 31 March 2024 based on the 2023 Reserves Report and reviewed the underlying assumptions and calculation of the impairment reversal of US$ 19 million. The Audit Committee reviewed the fair value calculation for the derivative liability of the convertible with ARC prepared by a third-party adviser and the underlying assumptions and sensitivities. The Audit Committee met with PKF Littlejohn LLP to discuss the findings of the 2024 annual audit and to review the appropriateness of the Group’s key accounting policies and judgements, to review the auditor’s report to the Audit Committee and to review the 31 March 2024 financial statements prior to Board approval.

On 10 December 2024, the Audit Committee reviewed the interim financial statements for the six months ended 30 September 2024 including consideration of the financial statements and going concern (including material uncertainty), impairment assessment of the exploration and evaluation assets, property, plant, equipment and mine development costs, other key judgements and estimates, value proposition and business model. The Audit Committee concluded that there was no indicator of impairment for the Elandsfontein project assets at 30 September 2024. It was also concluded that the going concern basis was the appropriate basis for preparation of the 30 September 2024 interim financial statements, but it was considered appropriate to recognise that there is a material uncertainty.

On 6 May 2025, the Audit Committee met with PKF Littlejohn LLP and discussed and reviewed the planning of the 2025 annual audit. At this meeting, the Audit Committee reviewed the risk register and certain policies and procedures presented by management. The Audit Committee also reviewed the internal controls and policies.

Report of the Audit, Sustainability and Risk Committee (continued)

On 17 September 2025, the Audit Committee reviewed the 2025 Annual Report including consideration of the financial statements and key accounting judgements and estimates including going concern (including material uncertainty), impairment assessment of the exploration and evaluation assets, property, plant, equipment and mine development costs, the fair value of the derivative liability of the convertible with ARC. The Audit Committee received and considered memoranda from management regarding these matters, and also took into account the views of the external auditor. The Audit Committee reviewed the underlying assumptions, key risks and the cashflow for considering going concern and agreed with management that the going concern basis is the appropriate basis for preparation of the 2025 Annual Report, but it is considered appropriate to recognise that there is a material uncertainty. The Audit Committee concurred that no impairment reversal or additional impairment will be recognised on the mine property, plant, equipment and inventory assets at 31 March 2025 based on the review of the underlying assumptions and calculation of the impairment assessment. The Audit Committee reviewed the fair value calculation for the derivative liability of the convertible with ARC prepared by a third party adviser and the underlying assumptions and sensitivities. The Audit Committee met with PKF Littlejohn LLP to discuss the findings of the 2025 annual audit and to review the appropriateness of the Group's key accounting policies and judgements, to review the auditor's report to the Audit Committee and to review the 31 March 2025 annual financial statements prior to Board approval.

The Audit Committee assesses the quality of the external audit annually and considers the performance of the auditor and its associates taking into account the Audit Committee's own assessment, feedback from senior finance personnel and views from the auditor and its associates on their performance as detailed in a report of their audit findings at the period end, which they took the Audit Committee through at the meeting in September 2025. Based on this review, the Audit Committee was satisfied with the effectiveness of the audit for the year ended 31 March 2025.

Linda Beal
Audit Committee Chair
25 September 2025

Report of the Remuneration and Nomination Committee

The Remuneration and Nomination Committee ("Remuneration Committee") comprises three members, two of whom are independent non-executive Directors. The Remuneration Committee comprises of the committee Chair, Mike Daigle, Linda Beal and Gerrit Duminy. Gerrit Duminy is not considered to be independent.

The Remuneration Committee is required to meet annually and at such other times as required. Its objectives are to:

- Maintain a board of Directors that has an appropriate mix of skills, experience and knowledge to be an effective decision making body;
- Ensure that the Board is comprised of Directors who contribute to the successful management of the Company and discharge their duties having regard to the law and the highest standards of corporate governance;
- Align the interests of executives and senior management with those of shareholders through the use of performance-related rewards and share options in the Company;
- Reward executives and senior managers according to both individual and Group performance;
- Establish an appropriate balance between fixed and variable elements of total remuneration, with the performance-related element forming a potentially significant proportion of the total remuneration package;
- Review and recommend an appropriate remuneration policy, the objective of which shall be to attract, retain and motivate executive Directors of the quality required to successfully run the Company, without paying more than is necessary having regard to market comparables; and
- Adhere to the principle that no Director or senior executive shall be involved in any decisions as to their own remuneration.

In addition, the Remuneration Committee is responsible for considering and recommending Board candidates for election or re-election, reviewing succession planning, determining the terms of employment and total remuneration of the executive Directors and Chairman and considering the Group's incentive schemes.

The remuneration package comprises the following elements:

- Basic salary – normally reviewed annually and set to reflect market conditions, personal performance and benchmarks in comparable companies;
- Annual performance-related bonus – executives, managers and employees receive annual bonuses related to specific KPIs or overall Group performance. The non-executive Directors do not participate in the performance-related bonus scheme;
- Benefits – benefits include life assurance and private medical contributions. The non-executive Directors do not receive these benefits; and
- Share options – share option grants are reviewed regularly. The non-executive Directors do not receive these benefits.

Full details of each Director's remuneration package and their interests in shares and share options can be found in the Directors' Report. There are no elements of remuneration, other than basic earnings, which are treated as being pensionable.

Report of the Remuneration and Nomination Committee (continued)

The Remuneration Committee met on 8 November 2024 to consider executive remuneration increases for the period ended 30 June 2025 and succession with the passing of the late Lord Robin Renwick of Clifton.

Mike Daigle
Remuneration Committee Chairman
25 September 2025

Statement of Directors' Responsibilities in Respect of The Annual Report and Financial Statements

The Directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare financial statements for each financial period. Under that law the Directors have elected to prepare the consolidated financial statements in accordance with UK adopted international accounting standards. The Directors have elected to prepare the company financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Group and Company and of the profit or loss of the Group and Company for that period. The Directors are also required to prepare financial statements in accordance with the rules of the London Stock Exchange for companies trading securities on AIM.

In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether the Group financial statements have been prepared in accordance with UK adopted international accounting standards, subject to any material departures disclosed and explained in the financial statements;
- state with regard to the parent company financial statements, whether applicable UK accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Group and Company will continue in business.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Group and Company's transactions and disclose with reasonable accuracy at any time the financial position of the Group and Company and enable them to ensure that the financial statements comply with the requirements of the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Website publication

The Directors are responsible for ensuring the Annual Report and the financial statements are made available on a website. Financial statements are published on the Company's website in accordance with legislation in the United Kingdom governing the preparation and dissemination of financial statements, which may vary from legislation in other jurisdictions. The maintenance and integrity of the Company's website is the responsibility of the Directors. The Directors' responsibility also extends to the ongoing integrity of the financial statements contained therein.

This responsibility statement and the Directors' Report were approved by the Board of Directors on 22 September 2025 and signed on its behalf by:

Non-Executive Interim Chair
Linda Beal
25 September 2025

Chief Executive Officer
Louis Loubser
25 September 2025

Independent Auditor's Report to the Members of Kropz plc

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF KROPZ PLC

Opinion

We have audited the financial statements of Kropz plc (the 'parent company') and its subsidiaries (the 'group') for the year ended 31 March 2025 which comprise the Consolidated Statement of Comprehensive Income, the Consolidated and Parent Company Statements of Financial Position, the Consolidated and Parent Company Statements of Changes in Equity, the Consolidated Statement of Cash Flows and notes to the financial statements, including significant accounting policies. The financial reporting framework that has been applied in the preparation of the group financial statements is applicable law and UK-adopted international accounting standards. The financial reporting framework that has been applied in the preparation of the parent company financial statements is applicable law and United Kingdom Accounting Standards, FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland)

In our opinion:

- the financial statements give a true and fair view of the state of the group's and of the parent company's affairs as at 31 March 2025 and of the group's loss for the year then ended;
- the group financial statements have been properly prepared in accordance with UK-adopted international accounting standards;
- the parent company financial statements have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- the financial statements have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the group and parent company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard as applied to listed entities, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material uncertainty related to going concern

We draw attention to note 2(a) in the financial statements, which indicates that the group will require additional funding in the coming twelve months to meet their ongoing cash requirements. Production remains in the ramp up phase and operations are not yet cash generative. Whilst the directors anticipate that operations will become profitable and that if required funding could be obtained through a number of sources, there is no guarantee that profitability will be achieved or that sources of funding will be obtained within the timeframe required. As stated in note 2(a), these events or conditions, along with the other matters as set forth in note 2(a), indicate that a material uncertainty exists that may cast significant doubt on the group's and company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate. Our evaluation of the directors' assessment of the company's ability to continue to adopt the going concern basis of accounting included:

- A review of the Group's forecast financial information which covers a period of at least 12 months from when the financial statements are authorised for issue;

Independent Auditor's Report to the Members of Kropz plc (continued)

- Confirming the accuracy of the forecast models and assessing their consistency with approved budgets and mineral reserves and resources;
- Performing a sensitivity analysis on the forecasts;
- Reviewing compliance with the terms/covenants of the debt facilities for any factors which may trigger acceleration of the loan repayment; and
- Obtaining the post year-end management accounts and bank statements for review.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Our application of materiality

The scope of our audit was influenced by our application of materiality. The quantitative and qualitative thresholds for materiality determine the scope of our audit and the nature, timing and extent of our audit procedures. We determined the materiality for the financial statements to be:

Entity	Materiality	Performance Materiality	Triviality threshold
Group ('000)	$1,461 (2024: $1,293)	$876 (2024: $776)	$73 (2024: $64)
Parent company ('000)	$ 986 (2024: $900)	$591 (2024: $540)	$49 (2024: $45)

The benchmark for the group materiality was selected at 1% of the group's gross assets (2024:1% of gross assets). Using our professional judgement, we have determined this to be the principal benchmark within the financial statements as the group is mainly at the trial production and exploration stage and has a strong balance sheet. Gross assets are therefore considered to be the key performance indicator for users of the financial statements.

The parent company's materiality was assessed based on 2% of net assets (2024: 2% of Gross assets). Net assets were selected as a benchmark as they are considered key for users of the financial statements given the potential overstatement of the investments held in the subsidiaries as well as the ARC fund loan and associated derivative liability. The metric was changed from the prior year given the restructure that occurred in the year.

We also determine a level of performance materiality which we use to assess the extent of testing needed to reduce to an appropriately low level the probability that the aggregate of uncorrected and undetected misstatements exceed overall materiality. We use the performance materiality in determining the scope of our audit and the nature and extent of our testing of account balances, classes of transactions and disclosures. The performance materiality was set at 60% (2024: 60%) of overall materiality for the financial statements as a whole, for both the group and parent company. A benchmark of 60% was applied to provide sufficient coverage of significant and residual risks identified.

Independent Auditor's Report to the Members of Kropz plc (continued)

We have agreed with those charged with governance that we would report any individual audit difference in excess of (group: £73,600; parent: £49,300) as well as differences below this threshold that, in our review, warranted reporting on qualitative grounds.

Our approach to the audit

Our audit is risk based and is designed to focus our efforts on the areas at greatest risk of material misstatement, aspects subject to significant management judgement as well as complexity, risk and size.

In designing our audit, we determined materiality, as above, and assessed the risk of material misstatement in the financial statements. We tailored the scope of our audit to ensure that sufficient procedures were performed to enable us to express an opinion on the financial statements as a whole, taking into consideration the structure and complexity of the group. We also looked at areas involving significant accounting estimates and judgement and considered future events that are inherently uncertain. The areas of estimate and judgement included:

- Carrying value of Elandsfontein property, plant, and equipment and mine development assets;
- Carrying value of Cominco exploration assets;
- Carrying value of investments in subsidiaries and intercompany balances (parent company);
- Valuation of shareholder loans and derivative liability;
- Valuation of inventories; and
- Valuation of decommissioning provisions.

We also addressed the risk of management override of internal controls, including evaluating whether there was evidence of management bias that represented a risk of material misstatements due to fraud.

We assessed there to be three material components being the parent company, Kropz Elandsfontein (Pty) Ltd, which is operating the Elandsfontein phosphate mine in South Africa, and Cominco Resources Limited, which holds the Hinda pre-development phosphate project in Republic of Congo.

The parent company and Cominco Resources Limited were subject to a full scope audit by the group audit team. A full scope audit for group reporting purposes was performed by PKF Constantia, a network member firm in Cape Town, South Africa on Kropz Elandsfontein (Pty) Ltd. The financial information of the remaining non-significant components were subject to specific procedures or analytical review procedures by the group audit team.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period and include the most significant assessed risks of material misstatement (whether or not due to fraud) we identified, including those which had the greatest effect on: the overall audit strategy, the allocation of resources in the audit; and directing the efforts of the engagement team. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. In addition to the matter described in the Material uncertainty related to going concern section we have determined the matters described below to be the key audit matters to be communicated in our report.

Independent Auditor's Report to the Members of Kropz plc (continued)

Key Audit Matter	How our scope addressed this matter
Carrying value of Elandsfontein property, plant, equipment and mine development assets (note 4)	
The group's total property, plant, equipment and mine development assets as at 31 March 2025 were US$89m (2024: US$85m) in respect of the Elandsfontein mine in South Africa. This asset is the most material balance on the group's statement of financial position and key to value generation for the Group. **The mine remains in the ramp up stage and is incurring operating losses and therefore there is the risk that the value of the mine is impaired.** **Significant estimates and judgements are required in determining model inputs used in estimating the future cash flows and value in use for the impairment assessment. These key inputs include but are not limited to commodity prices, production quantities and grades, operating costs, capital costs, discount rates, life of mine and resources and reserves estimates.** **Given the financial significance of the Elandsfontein project and the significant judgement and estimation required in determining the value in use of the assets, this is considered to be a key audit matter.**	Our work in this area included the following procedures: • Considering the impairment indicators per IAS 36 and challenging management's responses thereon; • Reviewing management's discounted cashflow model and verifying arithmetical accuracy and data integrity of the model; • Assessing the appropriateness of the methods, data and key assumptions used in preparing the cashflow model and challenging management on these. Key inputs include commodity price, production levels, operating costs, capital costs, discount rates and reserves and resource estimates by reference to external data; • Performing sensitivity analysis to assess the impact of changes to key inputs on the cashflow model; • Engaging with internal valuations specialists to independently assess the discount rate applied; and • Reviewing the adequacy of financial statement disclosures against the requirements of the UK-adopted international accounting standards.
Carrying value of Cominco exploration assets (Note 5 and accounting policy (u))	
The group's exploration and evaluation assets as at 31 March 2025 totalled US$44m	Our work in this area included the following procedures;

Independent Auditor’s Report to the Members of Kropz plc (continued)

(2024: US$ 43m) and are material to the financial statements. **The projects are at an early stage of development and the intangible assets are subject to annual impairment reviews. Management is required to assess whether there are indicators of impairment under IFRS 6. Indicators of impairment include:** **a. the period for which the entity has the right to explore in the specific area has expired during the period or will expire in the near future, and is not expected to be renewed.** **b. substantive expenditure on further exploration for and evaluation of mineral resources in the specific area is neither budgeted nor planned.** **c. exploration for and evaluation of mineral resources in the specific area have not led to the discovery of commercially viable quantities of mineral resources and the entity has decided to discontinue such activities in the specific area.** **d. sufficient data exist to indicate that, although a development in the specific area is likely to proceed , the carrying amount of the exploration asset in unlikely to be recovered in full from successful development or by sale.** **Given the significant degree of judgement involved in assessing the early stage exploration assets for impairment indicators and the material nature of the balance , this is considered a significant risk area and a key audit matter.**	• Confirming the entity's title to licenses by obtaining a signed copy of the legal rights to explore (including any renewals of such rights) and ascertaining the validity of the documentation provided; • Summarising the terms and conditions attached to the legal rights to explore (including any renewals of such rights) (e.g., minimum spend requirements or closure and rehabilitation provisions) and ascertain whether these have been complied with and whether the disclosures required in respect of these terms and conditions (if any) are appropriate; • Reviewing management’s indicators of impairment assessment and performing an independent assessment to ascertain whether indicators of impairment exist under IFRS 6. This included challenging estimates and assumptions made by management; • Obtaining and reviewing the latest Competent Person’s Report, as well as any other relevant technical reports, and considering the impact of any key findings on the indicators of impairment review; • Evaluated the continued relevance of the Net present Value (NPV) that was calculated in the Competent Persons report prepared in 2021 in light of the current conditions in 2025, to determine if reliance on the recoverable amount can still be placed; and • Ensuring disclosures made in the financial statements in relation to critical accounting estimates and judgments are adequate and in line with our understanding of the group and its activities.
Carrying value of investments in subsidiaries and intercompany balances (parent company) – (Note 3)	
The investment in subsidiaries is a significant balance amounting to US$136.8m (2024:US$40.2m) at the year end. At the end	Our work in this area included the following procedures:

Independent Auditor's Report to the Members of Kropz plc (continued)

of each year the Directors carry out an impairment review of the Company's investment in subsidiaries. **During the current financial year, Kropz undertook a restructuring exercise regarding loan arrangements between the Company, its subsidiaries (the "Group") and the ARC Fund. This restructuring was implemented to enhance the financial position of Elandsfontein and other subsidiaries, and to ensure alignment with the revised requirements of South Africa's Mining Charter.** **There is a risk that the investment in subsidiaries may not be fairly valued, particularly given the performance of the underlying subsidiaries. Additionally, the changes arising from the debt restructuring during the year may not have been accurately accounted for.** **This has been identified as a key audit matter due to the significant judgements and estimates involved in the valuation of these investments and the quantum of the balance.**	• Agreeing investment holdings to supporting documentation to support ownership; • Reviewing the debt restructuring calculations and supporting documentation to confirm that the movement during the year relating to investments has been accurately valued and is consistent with the terms of the debt restructuring agreement; • Comparing the carrying amounts of investments and intercompany balances with subsidiary financial statements, taking into account economic models to assess whether any impairment is necessary; • Where there is an indicator of impairment, obtaining and assessing the impairment model for reasonableness, including discussions with management and assessing the key inputs used in the impairment model and challenging the data, key assumptions and methodologies applied; • Considering information obtained during the audit to assess whether any other indicators of impairment exist; and • Reviewing financial statement disclosures with respect to impairment assumptions, to ensure such disclosures are appropriate.
Valuation of shareholder loans and derivative liability (Note 13 and accounting policy note (u))	
Kropz Plc entered into a convertible loan arrangements with ARC fund, the Company's major shareholder, in order to support the business until the mine becomes cash generative and self-supporting. **Given the complex nature of the accounting treatment for convertible loans and the judgement and estimates required therein there is the risk that the valuation is incorrect and as a result we consider this to be a key audit matter.**	Our work in this area included the following procedures: • Reviewing the underlying agreement to obtain a detailed understanding of the terms and conditions to assess the accounting treatment applied by management against the requirements of UK-adopted IAS together with the appropriateness of any critical judgements in terms of the selected accounting treatment;

Independent Auditor’s Report to the Members of Kropz plc (continued)

	• Obtaining direct confirmation from ARC (shareholder) to verify the accuracy and valuation of the original loan amounts; • Vouching the receipt of funds to supporting bank statements, agree drawdown notices and conversion notices; • Performing procedures to evaluate the competence, independence, and capabilities of management’s expert involved in determining the value of the conversion feature arising from the loans; • Engaged our valuation team as specialist to assess the appropriateness of the inputs and data used by management’s expert in valuing the conversion feature component of the loans. • Assessing management's conclusions regarding the existence of a derivative and, as applicable, the appropriateness of the valuation methodology and assumptions; and • Reviewing the disclosures in the financial statements to ensure that the disclosure is clear, transparent and consistent with the relevant accounting standards.

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor’s report thereon. The directors are responsible for the other information contained within the annual report. Our opinion on the group and parent company financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Independent Auditor’s Report to the Members of Kropz plc (continued)

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the strategic report and the directors’ report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors’ report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the group and the parent company and their environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or the directors’ report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors’ remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of directors

As explained more fully in the directors’ responsibilities statement, the directors are responsible for the preparation of the group and parent company financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the group and parent company financial statements, the directors are responsible for assessing the group and the parent company’s ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the group or the parent company or to cease operations, or have no realistic alternative but to do so.

Auditor’s responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor’s report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

Independent Auditor’s Report to the Members of Kropz plc (continued)

- We obtained an understanding of the group and parent company and the sector and jurisdiction in which they operate to identify laws and regulations that could reasonably be expected to have a direct effect on the financial statements. We obtained our understanding in this regard through discussions with management, industry research and application of cumulative audit knowledge.

- We determined the principal laws and regulations relevant to the group and parent company in this regard to be those arising from Companies Act 2006, UK-adopted IAS, FRS 102, AIM listing rules, Market Abuse Regulations, Quoted Companies Alliance Corporate Governance Code, UK, South African, Republic of Congo tax laws, Mining Investment Agreement and the Ministry of Land Tenure and Public Domain.

- We designed our audit procedures to ensure the audit team considered whether there were any indications of non-compliance by the group and parent company with those laws and regulations. These procedures included, but were not limited to:

  - enquiries of management regarding any known or suspected instances of non-compliance;

  - review of board minutes for any indications of regulatory concerns;

  - Review of the Regulatory News services (RNS) announcements;

  - review of legal and professional fees ledger accounts to identify any unusual or significant transactions; and

  - Discussions with component auditors regarding any non-compliance noted relating to overseas subsidiaries.

- We also identified the risks of material misstatement of the financial statements due to fraud. We considered, in addition to the non-rebuttable presumption of a risk of fraud arising from management override of controls, the potential for management bias in relation to the significant estimates around the valuation of PPE, valuation of exploration and evaluation assets and the decommissioning and rehabilitation provisions, and we addressed this by challenging the assumptions and judgements made by management when auditing the significant estimates, as referred to within the Key Audit Matters section above.

- As in all of our audits, we addressed the risk of fraud arising from management override of controls by performing audit procedures which included but were not limited to: the testing of journals; reviewing accounting estimates for evidence of bias; and evaluating the business rationale of any significant transactions that are unusual or outside the normal course of business.

- Compliance with laws and regulations at the subsidiary level was ensured through enquiry of management, communication with the component auditor and reviewing correspondence for any instances of non – compliance.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council’s website at: www.frc.org.uk/auditorsresponsibilities.This description forms part of our auditor’s report.

Independent Auditor's Report to the Members of Kropz plc (continued)

Use of our report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone, other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Joseph Archer (Senior Statutory Auditor)
For and on behalf of PKF Littlejohn LLP
Statutory Auditor
26 September 2025

15 Westferry Circus
Canary Wharf
London E14 4HD

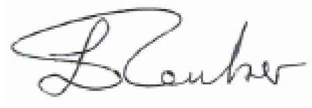
Consolidated Statement of Financial Position
As at 31 March 2025

	Notes	31 March 2025 US$'000	31 March 2024 US$'000
Non-current assets			
Property, plant, equipment and mine development	4	**89,382**	85,411
Exploration assets	5	**43,589**	43,172
Other financial assets	7	**1,937**	1,527
Inventories	8	**1,957**	955
		136,865	**131,065**
Current assets			
Inventories	8	**4,139**	5,775
Trade and other receivables	9	**1,665**	6,913
Cash and cash equivalents	10	**2,989**	968
		8,793	**13,656**
TOTAL ASSETS		**145,658**	144,721
Current liabilities			
Trade and other payables	16	**11,655**	9,516
Shareholder loans and derivative liability	13	**64,028**	94,434
Other financial liabilities	14	**471**	11,722
Current taxation	25	**31**	650
		76,185	**116,322**
Non-current liabilities			
Provisions	15	**1,324**	1,375
		1,324	**1,375**
TOTAL LIABILITIES		**77,509**	**117,697**
NET ASSETS		**68,149**	**27,024**

Consolidated Statement of Financial Position
As at 31 March 2025 (continued)

	Notes	31 March 2025 US$'000	31 March 2024 US$'000
Shareholders' equity			
Share capital	11	**2,053**	1,212
Share premium	11 / 12	**204,890**	194,063
Merger reserve	11 / 12	**(20,517)**	(20,523)
Foreign exchange translation reserve	12	**(14,380)**	(12,132)
Share-based payment reserve	12	**-**	295
Accumulated losses		**(99,469)**	(108,577)
Total equity attributable to the owners of the Company		**72,577**	**54,338**
Non-controlling interests	32	**(4,428)**	(27,314)
		68,149	**27,024**

The notes on pages 73 to 124 form an integral part of these Consolidated Financial Statements. The Financial Statements on pages 58 to 124 were approved and authorised for issue by the Board of Directors and signed on its behalf by:



Louis Loubser
Chief Executive Officer
25 September 2025

Consolidated Statement of Comprehensive Income
For the year ended 31 March 2025

	Notes	For the year ended 31 March 2025 US$'000	For the period ended 31 March 2024 US$'000
Revenue	18	**37,211**	40,087
Cost of sales	19	**(46,753)**	(47,148)
Gross loss		**(9,542)**	(7,061)
Other income		**36**	43
Selling and distribution expenses	21	**(5,202)**	(5,309)
Operating expenses	21	**(5,166)**	(5,336)
Operating loss		**(19,874)**	(17,663)
Finance income	20	**261**	265
Finance expense	23	**(16,153)**	(21,866)
Fair value gain from derivative liability	29	**27,277**	20,601
Impairment reversal /(losses)	24	**-**	19,033
(Loss)/Profit before taxation		**(8,489)**	370
Taxation	25	**571**	(27)
(Loss)/Profit after taxation		**(7,918)**	**343**
(Loss)/Profit attributable to:			
Owners of the Company		**(9,645)**	8,866
Non-controlling interests		**1,727**	(8,523)
		(7,918)	**343**
(Loss)/Profit for the year/period		**(7,918)**	**343**
Other comprehensive income:			
Items that may be subsequently reclassified to profit or loss			
- Exchange differences on translating foreign operations		**(3,700)**	(345)
Total comprehensive loss		**(11,618)**	**(2)**
Attributable to:			
Owners of the Company		**(11,893)**	7,929
Non-controlling interests		**275**	(7,931)
		(11,618)	**(2)**
(Loss)/Earnings per share attributable to owners of the Company:			
Basic and diluted (US cents)	26	**(0.92)**	**0.96**

Consolidated Statement of Changes in Equity
For the year ended 31 March 2025

	Share capital US$'000	Share premium US$'000	Merger reserve US$'000	Foreign currency translation reserve US$'000	Share-based payment reserve US$'000	Retained earnings US$'000	Total US$'000	Non-controlling interest US$'000	Total equity US$'000
Balance at 1 January 2023	**1,212**	**194,063**	**(20,523)**	**(11,195)**	**271**	**(116,972)**	**46,856**	**(19,854)**	**27,002**
Total comprehensive loss for the period	-	-	-	(937)	-	8,866	7,929	(7,931)	(2)
Issue of shares	-	-	-	-	-	-	-	-	-
Share based payment credit	-	-	-	-	70	-	70	-	70
Share options forfeited	-	-	-	-	(46)	-	(46)	-	(46)
Investment in non-redeemable preference shares of Kropz Elandsfontein	-	-	-	-	-	(471)	(471)	471	-
Transactions with owners	**-**	**-**	**-**	**-**	**24**	**(471)**	**(447)**	**471**	**24**
Balance at 31 March 2024	**1,212**	**194,063**	**(20,523)**	**(12,132)**	**295**	**(108,577)**	**54,338**	**(27,314)**	**27,024**
Total comprehensive loss for the year	-	-	-	(2,248)	-	(9,645)	(11,893)	275	(11,618)
Issue of shares	841	10,827	-	-	-	-	11,668	-	11,668
Restructure	-	-	-	-	-	18,762	18,762	22,611	41,373
Deregistration of subsidiaries			6	-	-	(9)	(3)	-	(3)
Share based payment credit	-	-	-	-	31	-	31	-	31
Share options forfeited	-	-	-	-	(326)	-	(326)	-	(326)
Transactions with owners	**841**	**10,827**	6	--	**(295)**	**18,753**	**30,132**	**22,611**	**52,743**
Balance at 31 March 2025	**2,053**	**204,890**	**(20,517)**	**(14,380)**	**-**	**(99,469)**	**72,577**	**(4,428)**	**68,149**

Consolidated Statement of Cash Flows
For the Year ended 31 March 2025

	Notes	For the year ended 31 March 2025 US$'000	For the period ended 31 March 2024 US$'000
Cash flows from operating activities			
(Loss)/ Profit before taxation		**(8,489)**	370
Adjustments for:			
Depreciation of property, plant and equipment	4	**790**	921
Impairment (reversal) / losses	24	**-**	(19,034)
Share-based payment (credit) / expense	22	**(60)**	6
Finance income	20	**(261)**	(265)
Finance costs		**18,884**	18,489
Fair value gain on derivative liability	29	**(27,277)**	(20,601)
Debt modification present value adjustment	23	**(105)**	(257)
Foreign currency exchange differences		**(10,643)**	2,302
Fair value loss / (gain) on game animals	4	**49**	(74)
Operating cash flows before working capital changes		**(27,112)**	**(18,143)**
Decrease / (increase) in trade and other receivables	27	**5,557**	(5,191)
Decrease / (increase) in inventories	27	**846**	(3,431)
Increase in trade and other payables	27	**1,816**	3,811
Income tax paid		**(37)**	-
Net cash flows used in operating activities		**(18,930)**	**(22,954)**
Purchase of property, plant and equipment		**(3,058)**	(6,006)
Proceeds of property, plant and equipment		**-**	8
Exploration and evaluation expenditure		**(352)**	(628)
Other financial asset	27	**(369)**	(766)
Finance income received	20	**261**	265
Net cash flows used in investing activities		**(3,518)**	**(7,127)**
Cash flows from financing activities			
Finance costs paid		**(385)**	(2,727)
Shareholder loan received		**12,730**	46,614
Other financial liabilities	27	**(11,284)**	(14,970)
Issue of ordinary share capital	27	**23,232**	-
Net cash flows from financing activities		**24,293**	**28,917**
Net increase / (decrease) in cash and cash equivalents		**1,845**	(1,164)
Cash and cash equivalents at beginning of the year		**968**	2,120
Foreign currency exchange gains on cash		**176**	12
Cash and cash equivalents at end of the year / period		**2,989**	**968**

Notes to the Consolidated Financial Statements for the Year ended 31 March 2025

(1) General information

Kropz is an emerging plant nutrient producer and developer with an advanced stage phosphate mining project in South Africa and an exploration phosphate project in the Republic of Congo (“RoC”). The principal activity of the Company is that of a holding company for the Group, as well as performing all administrative, corporate finance, strategic and governance functions of the Group.

The Company was incorporated on 10 January 2018 and is a public limited company, with its ordinary shares admitted to the AIM Market of the London Stock Exchange on 30 November 2018 trading under the symbol, “KRPZ”. The Company is domiciled in England and incorporated and registered in England and Wales. The address of its registered office is 35 Verulam Road, Hitchin, SG5 1QE. The registered number of the Company is 11143400.

The Company changed its accounting reference date from 31 December to 31 March in the prior period. Accordingly, the comparative amounts cover the 15 months from 1 January 2023 to 31 March 2024. These financial statements cover the 12 months from 1 April 2024 to 31 March 2025.

(2) Summary of significant accounting policies

The principal accounting policies applied in the preparation of these Consolidated Financial Statements are set out below. These policies have been consistently applied unless otherwise stated.

(a) Basis of preparation

The Consolidated Financial Statements of the Company have been prepared in prepared in accordance with UK adopted international accounting standards and the Companies Act 2006 applicable to companies reporting under IFRS. The Consolidated Financial Statements have been prepared under the historical cost convention, as modified for any financial assets, financial liabilities and game animals which are stated at fair value through profit or loss. The Consolidated Financial Statements are presented in United States Dollars, the presentation currency of the Company and figures have been rounded to the nearest thousand.

Going concern

During the year ended 31 March 2025, the Group incurred a loss after tax of US$ 7.9 million (15 months ended 31 March 2024: profit of US$ 0.3 million) and experienced net cash outflows from operating activities. Cash and cash equivalents totalled US$ 3.0 million as at 31 March 2025 (31 March 2024: US$ 1.0 million).

Elandsfontein is currently the Group’s only operating asset and source of revenue. As Elandsfontein is still ramping up its operations and has yet to achieve break-even production levels, an operating loss is also expected in the year following the date of these accounts. Although the Elandsfontein production levels are expected to increase over the next 12 months, there remains a risk that these improvements could be delayed or not result in sufficient increases in production levels to achieve break even. As such. the Group is may consequently be dependent on future fundraisings to meet any production costs, overheads, future development and exploration requirements that cannot be met from existing cash resources and sales revenue.

The Group announced on 3 September 2024, a restructuring of its debt obligations (“Restructuring”) and a fundraising. As a result of the Restructuring, Kropz Elandsfontein (Pty) Ltd and Kropz Elandsfontein Land Holdings (Pty) Ltd (the “Elandsfontein Subsidiaries”) extinguished their debt obligations to ARC through a combination of new issuances of equity and

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

convertible debt instruments. Kropz has a convertible debt of £95.2 million (including accumulated interest) outstanding with ARC, being the aggregate of a new Convertible Loan Note (“CLN”) issued as part of the restructuring and existing equity facilities (the “Existing Equity Facilities”). Additionally, Kropz completed a capital raise of £8.9 million from ARC and other shareholders before expenses through the issue of new ordinary shares at an issue price of 1.387 pence per new ordinary share in the capital of the Company (the “Fundraising”). The issue price represented a discount of approximately 5 per cent. to the 30-day volume weighted average share price per existing ordinary share to 23 August 2024. In aggregate 643,873,018 new ordinary shares were allotted and issued pursuant to the Fundraising. Both the Restructuring and Fundraising were concluded during the year ended 31 March 2025.

Operational cash flows

No impairment reversal or impairment has been recognised as at 31 March 2025. With no indicators of an impairment or impairment reversal being identified for the current financial period under review

The going concern assessment was performed using the Group’s 18-month cash flow forecast. The Group’s going concern assessment and forecast cash flows are largely driven by Elandsfontein, as the Group’s only operating asset. Elandsfontein’s forecast cashflows are based on its latest mine plan.

Elandsfontein's forecast cashflows were estimated using market-based commodity prices, exchange rate assumptions, estimated quantities of recoverable minerals, production levels, operating costs and capital requirements over an 18-month period. The going concern assessment only considered Elandsfontein’s resources defined as “measured” and “indicated” per the MRE. The resource classified as “inferred” was not considered part of the mine plan for purposes of the going concern assessment. However, it is expected that as mining and drilling activities progress, progressively more of the total resource will be reclassified from inferred to measured and indicated. In the current year of assessment, the measured and indicated portions increased.

The 18-month forecast follows the fundraising as described in note 33.

The critical estimates in the forecast cashflows expected to be generated can be summarised as follows:

- Phosphate rock prices and grade;
- Phosphate recoveries;
- Operating costs;
- Foreign exchange rates; and

The going concern assessment and forecast cashflows are highly sensitive to these estimates.

Phosphate rock prices and grade: Forecast phosphate rock prices are based on management’s estimates of quality of production and selling price and are derived from forward price curves and long-term views of global supply and demand in a changing environment, particularly with respect to climate risk, building on past experience of the industry and consistent with external sources.

In total Elandsfontein managed to achieve trial production sales totalling US$ 37.2 million during the year end (fifteen months ended 31 March 2024: US 40.1 million). Since 31 March 2025 and to the date of the financial statements, an additional US$ 12 million sales as been recognised.

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

Kropz is and remains a new entrant to the phosphate market and has to date sold its shipments at a discount to prevailing market prices. The discount was taken into account in the going concern testing models. The discount is, however, expected to unwind as Elandsfontein builds its reputation, establishes itself in the global market and improves its production quality and stability. As modifications are planned and efficiency improvements are implemented at Elandsfontein, Elandsfontein should see a gradual improvement in both grade and quality, some of which have already materialised.

Phosphate recoveries: Estimated production volumes are based on detailed LOM plans of the measured and indicated resource as defined in the MRE and take into account development plans for the mine agreed upon by management as part of the long-term planning process. Production volumes are dependent on a number of variables, such as the recoverable quantities; the production profile; the cost of the development of the infrastructure necessary to extract the reserves; the production costs; the contractual duration of mining rights; and the selling price of the commodities extracted.

Estimated production volumes are subject to significant uncertainty given the ongoing ramp-up. The production ramp-up has been delayed largely by the need to re-engineer parts of the fine flotation circuit proposed by the vendor. Mining and processing have also been affected by early unpredicted ore variability and lack of operator experience. The Company is in the process of assessing the hard bank and pink ore material to identify the appropriate method of mining and processing to improve production yield. Production throughput is also being limited by the nature of slimes material and, the Company has invested in new equipment to seek to overcome this and aims to increase production throughput.

Reserves and resources: The LOM plan includes only the measured and indicated resources as defined in the MRE which represents only around 9 years of forecast production. There was a increase in the measured and indicated resources in the MRE issued in March 2024 (an increase of 72%) compared to the MRE issued in December 2022. The Directors believe that the inferred resources in the MRE are capable of being accessed giving a mine life of around 12 years, but this has not been taken into account in the cashflows.

Exchange rates: Foreign exchange rates are estimated with reference to external market forecasts. The assumed long-term US dollar/ZAR exchange rate are based on a consensus for the period to year 2028. Future years' exchange rates were estimated using the prevailing inflation and interest rate differential between USD and ZAR.

Operating cost: Operating costs are estimated with reference to contractual and actual current costs adjusted for inflation. Key operating cost estimates are mine and plant operating costs and transportation and port costs. The forecast mine and plant costs were based on the contracted rates with the current mine and plant operators. Production cost per tonne currently is higher than sales price per tonne as full production has not been reached to date, leading to a gross loss per tonne. The forecast assumes that as production volumes increase the average production cost per tonne of phosphate will decrease with economies of scale and further efficiency gains.

Mine and plant operating costs: The forecast mine and plant costs were based on the contracted rates with the current mine and plant operators.

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

Port costs: The Group has a draft port access agreement with Transnet for Saldanha port but this has not yet been signed. The Group has paid guest port charges (the higher rates were used in the forecast) for Saldanha for the shipments to date.

Funding

The Group is dependent on future fundraisings to meet production costs, overheads, future development and exploration requirements from existing cash resources and sales revenue alone.

The ARC Fund, on various occasions in the past, provided funding to support the Group's operations. Subsequent to the period ending, Kropz, Kropz Elandsfontein and ARC Fund agreed to a further ZAR 330 million (approximately US$ 18.1 million) bridge loan facilities ("New Loans").

The BNP debt facility has been fully settled by 31 March 2025.

Management has successfully raised money in the past from its supportive major shareholder, but there is no guarantee that any additional funds that might be required will be available if needed in the future. Management have also obtained confirmation from the ARC fund that they do not intend to recall their loans within 12 months from the signing of the financial statements.

Going concern basis

Based on the Group's current available reserves, recent operational performance, forecast production and sales coupled with Management's track record to successfully raise additional funds as and when required, to meet its working capital and capital expenditure requirements and the ARC Fund stating that the loans due will not be recalled within 12 months from the signing of the financial statements, the Board have concluded that they have a reasonable expectation that the Group will continue in operational existence for the foreseeable future and at least for a period of 18 months from the date of approval of these financial statements.

For these reasons, the annual financial statements have been prepared on the going concern basis, which contemplates the continuity of normal business activities and the realisation of assets and discharge of liabilities in the normal course of business.

As there can be no guarantee that any additional funding that might be required can be raised in the necessary timeframe, a material uncertainty exists that may cast significant doubt on the Group's ability to continue as a going concern and therefore it may be unable to realise its assets and discharge its liabilities in the normal course of business.

The annual financial statements do not include adjustments relating to the recoverability and classification of recorded asset amounts or to the amounts and classification of liabilities that might be necessary should the Group not continue as a going concern. The auditor's reference to going concern by way of a material uncertainty within their audit report.

Functional and presentational currencies

The Consolidated Financial Statements are presented in US Dollars.

The functional currency of Kropz plc is Pounds Sterling and its presentation currency is US Dollars, due to the fact that US Dollars is the recognised reporting currency for most listed mining resource companies on AIM.

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

The functional currency of Kropz SA and its subsidiaries (as shown below) is South African Rand, being the currency in which the majority of the companies' transactions are denominated.

The functional currencies of Cominco Resources and its subsidiaries are Euros, Pounds Sterling and Central African Francs being the currency in which the majority of the companies' transactions are denominated. Its presentation currency is US Dollars.

In preparing the financial statements of the individual entities, transactions in currencies other than the entity's functional currency are recorded at the rate of exchange prevailing on the date of the transaction.

At the end of each financial period, monetary items denominated in foreign currencies are retranslated at the rates prevailing as of the end of the financial period. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing on the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences arising on the settlement of monetary items, and on retranslation of monetary items are included in profit or loss for the period. Exchange differences arising on the retranslation of non-monetary items carried at fair value are included in profit or loss for the period except for differences arising on the retranslation of non-monetary items in respect of which gains and losses are recognised directly in equity. For such non-monetary items, any exchange component of that gain or loss is also recognised directly in equity.

In order to satisfy the requirements of IAS 21 with respect to presentation currency, the consolidated financial statements have been translated into US Dollars using the procedures outlined below:

- Assets and liabilities where the functional currency is other than US Dollars were translated into US Dollars at the relevant closing rates of exchange;
- Non-US Dollar trading results were translated into US Dollars at the relevant average rates of exchange;
- Differences arising from the retranslation of the opening net assets and the results for the period have been taken to the foreign currency translation reserve;
- Share capital has been translated at the historical rates prevailing at the dates of transactions; and
- Exchange differences arising on the net investment in subsidiaries are recognised in other comprehensive income.

Changes in accounting policies

(i) New standards, interpretations and amendments adopted from 1 April 2024

The following amendments are effective for the period beginning 1 January 2024:

	Effect annual periods beginning before or after

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

Classification of Liabilities as Current or Non-current - Amendments to IAS 1	1st January 2024
Non-current Liabilities with Covenants – Amendments to IAS 1	1st January 2024
Lease Liability in a Sale and Leaseback - Amendments to IFRS 16	1st January 2024
Supplier Finance Arrangements - Amendments to IAS 7 and IFRS 7	1st January 2024

The Group has considered the above new standards and amendments and has concluded that they are either not relevant to the Group or they do not have a significant impact on the Group's consolidated financial statements.

(ii) New standards, interpretations and amendments not yet effective

At the date of authorisation of these consolidated Group financial statements, the following standards and interpretations, which have not been applied in these financial statements, were in issue but not yet effective. Management is currently assessing the impact of these new standards on the Group.

	Effect annual periods beginning before or after
Lack of Exchangeability (Amendments to IAS 21)	1st January 2025
Amendments to the Measurement and Classification of Financial Instruments (Amendments to IFRS 9 Financial Instruments and IFRS 7)	1st January 2026
Contracts Referencing Nature-Dependent Electricity (Amendments to IFRS 9 and IFRS 7)	1st January 2026
IFRS 18 Presentation and Disclosure in Financial Statements	1st January 2027
IFRS 19 Subsidiaries without Public Accountability: Disclosures	1st January 2027

(b) Basis of consolidation

The Consolidated Financial Statements comprise the financial statements of the Company and its subsidiaries listed in Note 3.

A subsidiary is defined as an entity over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Specifically, the Group controls an investee if, and only if, the Group has all of the following:

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

a) Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee);
b) Exposure, or rights, to variable returns from its involvement with the investee; and
c) The ability to use its power over the investee to affect its returns.

Generally, there is a presumption that a majority of voting rights results in control. When the Group has less than a majority of the voting, or similar, rights of an investee, it considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangements with the other vote holders of the investee;
- Rights arising from other contractual arrangements; and
- The Group's voting rights and potential voting rights.

Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

Intra-group transactions, balances and unrealised gains on transactions are eliminated; unrealised losses are also eliminated unless cost cannot be recovered. Where necessary, adjustments are made to the financial statements of subsidiaries to ensure consistency of accounting policies with those of the Group.

The total comprehensive income of non-wholly owned subsidiaries is attributed to owners of the parent and to the non-controlling interests in proportion to their relative ownership interests.

Accounting for asset acquisition within a corporate structure
Acquisitions of mineral assets through acquisition of non-operational corporate structures that do not represent a business, and therefore do not meet the definition of a business combination, are accounted for as the acquisition of an asset and recognised at the fair value of the consideration.

Non-controlling interests
The Group initially recognised any non-controlling interest in the acquiree at the non-controlling interest's proportionate share of the acquiree's net assets. The total comprehensive income of non-wholly owned subsidiaries is attributed to owners of the parent and to the non-controlling interests in proportion to their relative ownership interests. The benefit accruing to the non-controlling interests arising from their proportionate share of the portion of the non-redeemable and non-participating preference share investment by Kropz plc into Kropz Elandsfontein is attributed to the non-controlling interests in proportion to their relative ownership interests.

Merger relief
The issue of shares by the Company is accounted for at the fair value of the consideration received. Any excess over the nominal value of the shares issued is credited to the share premium account other than in a business combination where the consideration for shares in another company includes the issue of shares, and on completion of the transaction, the Company has secured at least a 90% equity holding in the other company. In such circumstances the credit is applied to the merger relief reserve. In the case of the Company's acquisition of Cominco Resources, where shares were acquired on a share for share basis, then merger relief has been applied to those shares issued in exchange for shares in Cominco Resources.

(c) Property, plant, equipment and mine development

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

Property, plant, equipment and mine development includes buildings and infrastructure, machinery, plant and equipment, site preparation and development and essential spare parts that are held to minimise delays arising from plant breakdowns, that are expected to be used during more than one period.

Assets that are in the process of being constructed are measured at cost less accumulated impairment and are not depreciated. All other classes of property, plant and equipment are stated at historical cost less accumulated depreciation and accumulated impairment. Land is depreciated over the life of the mine.

Historical cost includes expenditure that is directly attributable to the acquisition of the items, including:

- The estimated costs of decommissioning the assets and site rehabilitation costs to the extent that they related to the asset;
- Capitalised borrowing costs;
- Capitalised pre-production expenditure; and
- Topsoil and overburden stripping costs.

The cost of items of property, plant and equipment are capitalised into its various components where the useful life of the components differs from the main item of property, plant and equipment to which the component can be logically assigned. Expenditure incurred to replace a significant component of property, plant and equipment is capitalised and any remaining carrying value of the component replaced is written off as an expense in the income statement.

Direct costs incurred on major projects during the period of development or construction are capitalised. Subsequent expenditure on property, plant and equipment is capitalised only when the expenditure enhances the value or output of the asset beyond original expectations, it is probable that future economic benefits associated with the item will flow to the entity and the cost of the item can be measured reliably. Costs incurred on repairing and maintaining assets are recognised in the income statement in the period in which they are incurred.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss.

Depreciation

All items of property, plant and equipment are depreciated on either a straight-line method or unit of production method at cost less estimated residual values over their useful lives as follows:

Item	Depreciation method	Average useful life
Buildings and infrastructure		
Buildings	Units of production	Life of mine*
Roads	Straight-line	15 years
Electrical sub-station	Straight-line	15 years
Machinery, Plant and Equipment		
Fixed plant and equipment	Units of production	Life of mine*
Water treatment plant	Units of production	Life of mine*
Critical spare parts	Straight-line	2-15 years
Furniture and fittings	Straight-line	6 years

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

Motor vehicles	Straight-line	5 years
Computer equipment	Straight-line	3 years
Mineral exploration site preparation	Units of production	Life of mine*
Stripping activity	Units of production	Life of mine*

* Depreciation of mining assets is computed principally by the units-of-production method over life-of-identified ore based on estimated quantities of economically recoverable proved and probable reserves, which can be recovered in future from known mineral deposits.

Useful lives and residual values

The asset's useful lives and residual values are reviewed and adjusted if appropriate, at each reporting date.

Stripping activity asset

The costs of stripping activity which provides a benefit in the form of improved access to ore is capitalised as a non-current asset until ore is exposed where the following criteria are met:

- it is probable that future economic benefit in the form of improved access to the ore body will flow to the entity;
- the component of the ore body for which access has been improved can be identified; and
- the cost of the stripping activity can be reliably measured.

The stripping activity is initially measured at cost and subsequently carried at cost less depreciation and impairment losses.

(d) Mineral exploration and evaluation costs

All costs incurred prior to obtaining the legal right to undertake exploration and evaluation activities on a project are written off as incurred. Following the granting of a prospecting right, general administration and overhead costs directly attributable to exploration and evaluation activities are expensed and all other costs are capitalised and recorded at cost on initial recognition.

The following expenditures are included in the initial and subsequent measurement of the exploration and evaluation assets:

- Acquisition of rights to explore;
- Topographical, geological, geochemical or geographical studies;
- Exploratory drilling;
- Trenching;
- Sampling;
- Activities in relation to the evaluation of both the technical feasibility and the commercial viability of extracting minerals;
- Exploration staff related costs; and
- Equipment and infrastructure.

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

Exploration and evaluation costs that have been capitalised are classified as either tangible or intangible according to the nature of the assets acquired and this classification is consistently applied.

If commercial reserves are developed, the related deferred exploration and evaluation costs are then reclassified as development and production assets within property, plant and equipment.

All capitalised exploration and evaluation expenditure is monitored for indications of impairment in accordance with IFRS 6. One or more of the following facts and circumstances indicate that an entity should test exploration and evaluation assets for impairment:

- The period for which the entity has the right to explore in the specific area has expired during the period or will expire in the near future and is not expected to be renewed
- Substantive expenditure on further exploration for and evaluation of mineral resources in the specific area is neither budgeted nor planned.
- Exploration for and evaluation of mineral resources in the specific area have not led to the discovery of commercially viable quantities of mineral resources and the entity has decided to discontinue such activities in the specific area; or
- Sufficient data exist to indicate that, although a development in the specific area is likely to proceed, the carrying amount of the exploration and evaluation asset is unlikely to be recovered in full from successful development or by sale.

(e) Leases

All leases are accounted for by recognising a right-of-use asset and a lease liability except for:

- Leases of low value assets; and
- Leases with a duration of 12 months or less.

Identifying Leases

The Group accounts for a contract, or a portion of a contract, as a lease when it conveys the right to use an asset for a period of time in exchange for consideration. Leases are those contracts that satisfy the following criteria:

(a) There is an identified asset;
(b) The Group obtains substantially all the economic benefits from use of the asset; and
(c) The Group has the right to direct use of the asset.

The Group considers whether the supplier has substantive substitution rights. If the supplier does have those rights, the contract is not identified as giving rise to a lease.

In determining whether the Group obtains substantially all the economic benefits from use of the asset, the Group considers only the economic benefits that arise from use of the asset, not those incidental to legal ownership or other potential benefits.

In determining whether the Group has the right to direct use of the asset, the Group considers whether it directs how and for what purpose the asset is used throughout the period of use. If there are no significant decisions to be made because they are pre-determined due to the nature of the asset, the Group considers whether it was involved in the design of the asset in a way that predetermines how and for what purpose the asset will be used throughout the period of use. If

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

the contract or portion of a contract does not satisfy these criteria, the Group applies other applicable IFRSs rather than IFRS 16.

Lease liabilities are measured at the present value of the contractual payments due to the lessor over the lease term, with the discount rate determined by reference to the rate inherent in the lease unless (as is typically the case) this is not readily determinable, in which case the Group's incremental borrowing rate on commencement of the lease is used.

The discount rate is the rate implicit in the lease, if readily determinable. If not, the Company's incremental borrowing rate is used which the Company has assessed to be 8.15%, being an average SOFR plus 3%, being an appropriate level of risk to the risk-free rate of borrowing.

Variable lease payments are only included in the measurement of the lease liability if they depend on an index or rate. In such cases, the initial measurement of the lease liability assumes the variable element will remain unchanged throughout the lease term. Other variable lease payments are expensed in the period to which they relate.

On initial recognition, the carrying value of the lease liability also includes:

- amounts expected to be payable under any residual value guarantee;
- the exercise price of any purchase option granted in favour of the Group if it is reasonably certain to assess that option; and
- any penalties payable for terminating the lease, if the term of the lease has been estimated on the basis of termination option being exercised.

Right of use assets are initially measured at the amount of the lease liability, reduced for any lease incentives received, and increased for:

- lease payments made at or before commencement of the lease;
- initial direct costs incurred; and
- the amount of any provision recognised where the Group is contractually required to dismantle, remove or restore the leased asset (typically leasehold dilapidations).

Subsequent to initial measurement lease liabilities increase as a result of interest charged at a constant rate on the balance outstanding and are reduced for lease payments made. Right-of-use assets are amortised on a straight-line basis over the remaining term of the lease or over the remaining economic life of the asset if, rarely, this is judged to be shorter than the lease term.

When the Group revises its estimate of the term of any lease (because, for example, it re-assesses the probability of a lessee extension or termination option being exercised), it adjusts the carrying amount of the lease liability to reflect the payments to make over the revised term, which are discounted at the same discount rate that applied on lease commencement. The carrying value of lease liabilities is similarly revised when the variable element of future lease payments dependent on a rate or index is revised. In both cases an equivalent adjustment is made to the carrying value of the right-of-use asset, with the revised carrying amount being amortised over the remaining (revised) lease term.

(f) Game animals

Game animals are wild animals that occur on the farm properties owned by the Group. The animals are owned by Elandsfontein Land Holdings and held within the approximately 5,000 hectares of farmland owned by Elandsfontein Land Holdings. The property is appropriately

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

fenced with game specific fencing. These animals are managed in terms of a game management plan and excess animals are either sold as live animals or harvested as and when required based on estimated stocking levels and vegetation conditions. Law in South Africa specifies that wild animals are the property of the owner of the land that they occupy.

Game animals are measured at their fair value less estimated point-of-sale costs, fair value being determined upon the age and size of the animals and relevant market prices. Market price is determined on the basis that the animal is either to be sold to be slaughtered or realised through sale to customers at fair market value.

Fair market value of game animals is determined by using average live game animal selling prices achieved at live game animal auctions during the relevant period and published from time to time on game animal auctioneering websites.

(g) Financial instruments

Classification and measurement

The Group classifies its financial instruments into the following categories:

- Financial assets measured at amortised cost;
- Financial assets measured at fair value through profit and loss;
- Financial liabilities measured at amortised cost; and
- Derivative financial instruments accounted for at fair value through profit and loss.

Classification of financial assets depends on the business model for managing the financial assets and the contractual terms of the cash flows. Management determines the classification of financial assets at initial recognition. Generally, the Group does not acquire financial assets for the purpose of selling in the short term. The Group's business model is primarily that of "hold to collect" (where assets are held in order to collect contractual cash flows).

Financial assets held at amortised cost

This classification applies to debt instruments which are held under a hold to collect business model and which have cash flows that meet the "solely payments of principal and interest" ("SPPI") criteria.

At initial recognition, trade and other receivables that do not have a significant financing component are recognised at their transaction price. Other financial assets are initially recognised at fair value plus related transaction costs. They are subsequently measured at amortised cost using the effective interest method. Any gain or loss on de-recognition or modification of a financial asset held at amortised cost is recognised in the income statement.

Financial assets and liabilities held at fair value through profit or loss

Financial assets and liabilities at fair value through profit or loss are carried in the statement of financial position at fair value with net changes in fair value recognised in the statement of profit or loss. Assets and liabilities in this category are classified as current if they are expected to be settled within twelve months, otherwise they are classified as non-current.

Call options in the Company's own equity are recorded at fair value and change in fair value recorded through income statement.

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

Undrawn facilities with a conversion option, for which the terms give rise to a derivative, are revalued for changes in the share price prior to draw down with a resulting loss for revaluation booked to Profit and Loss and the remaining receivable extinguished through equity based on the relative draw down percentage of undrawn facilities at each reporting period.

Impairment of financial assets

A forward-looking expected credit loss ("ECL") review is required for debt instruments measured at amortised cost or held at fair value through other comprehensive income, financial guarantees not measured at fair value through profit or loss and other receivables that give rise to an unconditional right to consideration.

As permitted by IFRS 9, the Group applies the "simplified approach" to trade receivables, contract assets and lease receivables and the "general approach" to all other financial assets. The general approach incorporates a review for any significant increase in counterparty credit risk since inception. The ECL reviews include assumptions about the risk of default and expected loss rates.

Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and demand deposits, and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value. These are classified as financial assets at amortised cost.

Trade and other payables

Trade and other payables are classified as financial liabilities at amortised cost.

Interest bearing borrowings

Borrowings are recognised initially at fair value, net of transaction costs incurred. Borrowings are subsequently carried at amortised cost; any difference between the proceeds (net of transaction costs) and the redemption value is recognised in the income statement over the period of the borrowings using the effective interest method.

Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a pre-payment for liquidity services and amortised over the period of the facility to which it relates.

Modification of debt instruments

When the contractual terms of a financial liability are substantially modified, it is accounted for as an extinguishment of the original debt instrument and the recognition of a new financial liability. The new debt instrument is recorded at fair value and any difference from the carrying amount of the extinguished liability, including any non-cash consideration transferred, is recorded in profit or loss. Any costs or fees incurred are generally included in profit or loss, too.

If a modification to the terms of a financial liability is not substantial, then the amortised cost of the liability is recalculated as the present value of the estimated future contractual cash flows,

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

discounted at the original effective interest rate. The resulting gains or losses are recognised in profit or loss. Any costs or fees incurred adjust the carrying amount of the modified financial liability and are amortised over its term. The periodic re-estimation of cash flows to reflect movements in market rates of interest will change the effective interest rate of a floating-rate financial liability.

To determine whether a modification of terms is substantial, the Company performs a quantitative assessment. If the difference in the present values of the cash flows is less than 10 percent, then the Company performs a qualitative assessment to identify substantial differences in terms that by their nature are not captured by the quantitative assessment. Performing a qualitative assessment may require a high degree of judgement based on the facts and circumstances.

(h) Taxation

Current tax assets and liabilities

Current tax for current and prior periods is, to the extent unpaid, recognised as a liability. If the amount already paid in respect of current and prior periods exceeds the amount due for those periods, the excess is recognised as an asset.

Deferred tax assets and liabilities

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

A deferred tax liability is recognised for all taxable temporary differences, except to the extent that the deferred tax liability arises from the initial recognition of an asset or liability in a transaction which at the time of the transaction, affects neither accounting profit nor taxable profit and differences relating to investments in subsidiaries to the extent they are controlled and probably will not reverse in the foreseeable future.

A deferred tax asset is recognised for all deductible temporary differences to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilised. A deferred tax asset is not recognised when it arises from the initial recognition of an asset or liability in a transaction at the time of the transaction, affects neither accounting profit nor taxable profit.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current income tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Tax expense

Tax expense is recognised in the same component of total comprehensive income (i.e. continuing operations, discontinued operations, or other comprehensive income) or equity as the transaction or other event that resulted in the tax expense.

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

(i) Impairment of non-financial assets

The Group assesses at each reporting date whether there is any indication that an asset may be impaired. If any such indication exists, the Group estimates the recoverable amount of the asset.

If there is any indication that an asset may be impaired, the recoverable amount is estimated for the individual asset. If it is not possible to estimate the recoverable amount of the individual asset, the recoverable amount of the cash-generating unit to which the asset belongs is determined.

The recoverable amount of an asset or a cash-generating unit (‘CGU’) is the higher of its fair value less costs to of disposal (‘FVLCD’) and its value in use (‘VIU’).

If the recoverable amount of an asset is less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. That reduction is an impairment loss.

An impairment loss, of assets carried at cost less any accumulated depreciation or amortisation, is recognised immediately in profit or loss.

The increased carrying amount of an asset other than goodwill attributable to a reversal of an impairment loss does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior periods.

A reversal of an impairment loss of assets carried at cost less accumulated depreciation or amortisation other than goodwill is recognised immediately in profit or loss. Any reversal of an impairment loss of a revalued asset is treated as a revaluation increase.

(j) Inventories

Inventories are measured at the lower of cost and net realisable value.

Plant spares and consumables stores are capitalised to the balance sheet and expensed to the income statement as they are utilised.

Spares and consumables are valued at the lower of cost and net realisable value. Cost is determined using the weighted average method.

Obsolete, redundant and slow-moving items of spares and consumables are identified on a regular basis and written down to their net realisable value.

Inventories are included in current assets, unless the inventory will not be used within 12 months after the end of the reporting period.

(k) Provisions and contingencies

Environmental rehabilitation

The provision for environmental rehabilitation is recognised as and when an obligation to incur rehabilitation and mine closure costs arises from environmental disturbance caused by the development or ongoing production of a mining property. Estimated long-term environmental rehabilitation provisions are measured based on the Group’s environmental policy taking into account current technological, environmental and regulatory requirements. Any subsequent changes to the carrying amount of the provision resulting from changes to the assumptions as to

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

the timing of the rehabilitation applied in estimating the obligation are recognised in property, plant and equipment.

The provisions are based on the net present value of the estimated cost of restoring the environmental disturbance that has occurred up to the reporting date, using the risk-free rate and the risk adjusted cash flows that reflect current market assessments and the risks specific to the provisions. Increases due to the additional environmental disturbances are capitalised and amortised over the remaining life of the mine.

Decommissioning provision

The estimated present value of costs relating to the future decommissioning of plant or other site preparation work, taking into account current environmental and regulatory requirements, is capitalised as part of property, plant and equipment, to the extent that it relates to the construction of an asset, and the related provisions are raised in the statement of financial position, as soon as the obligation to incur such costs arises.

These estimates are reviewed at least annually and changes in the measurement of the provision that result from the subsequent changes in the timing of costs and the risk-free rate, are added to, or deducted from, the cost of the related asset in the current period. Other changes are charged to profit or loss. If a decrease in the liability exceeds the carrying amount of the asset, the excess is recognised immediately in the income statement. If the asset value is increased and there is an indication that the revised carrying value is not recoverable, an impairment test is performed in accordance with the accounting policy on impairment of non-financial assets above.

(l) Share capital and equity

Ordinary shares are classified as equity and are recorded at the proceeds received net of issue costs.

(m) Convertible debt

The proceeds received on issue of the Group's convertible debt which fail the fixed-for-fixed criterion under IFRS are allocated into their liability and derivative liability components. The derivative liability is measured at fair value with subsequent changes recognised in profit or loss The debt component is accounted for as a financial liability measured at amortised cost until extinguished on conversion or maturity of the debt.

(n) Borrowing costs

Interest on borrowings directly related to the financing of qualifying capital projects under development is added to the capitalised cost of those projects during the development phase, until such time as the assets are substantially ready for their intended use or sale which, in the case of mining properties, is when they are capable of commercial production. Where funds have been borrowed specifically to finance the project, the amount capitalised represents the actual borrowing costs incurred. Where the funds used to finance a project forming part of general borrowings, the amount capitalised is calculated using a weighted average of rates applicable to relevant general borrowings of the Group during the period.

Qualifying assets are assets that necessarily take a substantial period of time (more than 12 months) to get ready for their intended use or sale. Borrowing costs are added to the cost of these assets, until the assets are substantially ready for their intended use or sale.

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

Capitalisation is suspended during extended periods in which active development is interrupted.

Capitalisation ceases when substantially all the activities necessary to prepare the qualifying asset for its intended use or sale are complete.

All other borrowing costs are recognised in the income statement in the period in which they are incurred.

(o) Employee benefits

The cost of short-term employee benefits, such as leave pay and sick leave, bonuses, and non-monetary benefits such as medical care, are recognised in the period in which the service is rendered and are not discounted.

(p) Intangible assets

All intangible assets are stated at cost less accumulated amortisation and any accumulated impairment losses.

(q) Finance income

Interest income is recognised as other income on an accrual basis based on the effective yield on the investment.

(r) Share-based payment arrangements

Share-based payments relate to transactions where the Group receives services from employees or service providers in exchange for the grant of equity instruments to the counterparty.

Equity-settled share-based payments to employees are measured at the fair value of the equity instruments at the grant date. Equity-settled share-based payments to non-employees are measured at the fair value of services received, or if this cannot be measured, at the fair value of the equity instruments granted at the date that the Group obtains the goods or counterparty renders the service.

The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the Group's estimate of equity instruments that will eventually vest, with a corresponding increase in equity.

Where there are no vesting conditions, the expense and equity reserve arising from share-based payment transactions is recognised in full immediately on grant.

At the end of each reporting period, the Group revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in profit or loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to other reserves.

Details regarding the determination of the fair value of equity-settled share-based transactions are set out in the Directors' Report and Note 11 to the Consolidated Financial Statements.

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

(s) Revenue from contracts with customers

IFRS 15 establishes a comprehensive framework for determining whether, how much and when income is recognised. Under IFRS 15, income is recognised at an amount that reflects the consideration to which an entity expects to be entitled for transferring goods or services to a customer. Income is measured based on the consideration specified in a contract with a customer and excludes amounts collected on behalf of third parties. The Group recognises income when it transfers control over a product or services to a customer.

Revenue comprises the fair value of the consideration received or receivable from the sale of products or services rendered in the ordinary course of the Group's activities. Revenue is recognised when it is probable that the economic benefits associated with a transaction will flow to the Group and the amount of income, and associated costs incurred or to be incurred can be measured reliably.

The Group recognises revenue from the following major sources:

Phosphate income

Revenue from contracts with customers is recognised when control of the goods or services is transferred to the customer at an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods.

Rock phosphate sales are generally physically delivered to customers in the period in which it is produced, with the sales price based on contractual agreement. The price applied will be the prevailing rate at the point of revenue recognition. The agreed price is adjusted if the grade, tonnage or moisture content of the rock phosphate differs from that guaranteed by the Group.

As the transfer of risks and rewards is at a point in time under IFRS 15, the key judgements in reaching this conclusion are that the control of all goods and services (transferred to the customer under a sales contract) is satisfied at the point in time when loading at port is complete and there are no materially distinct performance obligations.

Most export sales are free on-board origin (FOB) whereby the buyer assumes all risk once the Group has loaded the product on board the vessel.

All the Group's sales are wholesale.

Payment of the transaction price is typically made on presentation of Bills of Lading and the issue of Certificates of Quality and Quantity issued by an independent surveyor. At this point in time, the Group's performance obligations are complete, and revenues are recognised in full immediately, i.e. when control of the goods or services underlying the particular performance obligation is transferred to the customer. The full consideration is allocated to the performance obligation per the contract which is the sale of the phosphate concentrate.

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

The Group has concluded that it is the principal in its revenue contracts because it typically controls the goods or services before transferring them to the customer.

A receivable is recognised by the Group when the goods are shipped to the customer as this represents the point in time at which the right to consideration becomes unconditional, as only the passage of time is required before payment is due.

(t) Cost of sales

When inventories are sold, the carrying amount of those inventories is recognised as an expense in the period in which the related revenue is recognised. The amount of any write-down of inventories to net realisable value and all losses of inventories are recognised as an expense in the period the write-down or loss occurs. The amount of any reversal of any write-down of inventories, arising from an increase in net realisable value, is recognised as a reduction in the amount of inventories recognised as an expense in the period in which the reversal occurs.

(u) Critical accounting estimates and judgements

The preparation of financial statements in conformity with IFRS requires management, from time to time, to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, income and expenses. These estimates and associated assumptions are based on experience and various other factors that are believed to be reasonable under the circumstances. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

The critical judgements made by management in applying accounting policies, apart from those involving estimations, that have the most significant effect on the amounts recognised in the financial statements, are outlined as follows:

(i) Exploration and evaluation assets (Note 5)

The application of the Group's accounting policy for exploration and evaluation assets requires judgement in determining whether it is likely that costs incurred will be recovered through successful development or sale of the asset under review when assessing impairment. Estimates and assumptions made may change if new information becomes available. If, after expenditures are capitalised, information becomes available suggesting that the recovery of expenditures is unlikely, the amount capitalised is written off in the net profit or loss in the period when the new information becomes available. In situations where indicators of impairment are present for the Group's exploration and evaluation assets, estimates of recoverable amount must be determined as the higher of the estimated VIU or the estimated FVLCD.

(ii) Functional currency

The Group transacts in multiple currencies. The assessment of the functional currency of each entity within the consolidated Group involves the use of judgement in determining the primary economic environment each entity operates in. The Group first considers the currency that mainly influences sales prices for goods and services, and the currency that mainly influences labour, material and other costs of providing goods or services. In determining functional currency, the Group also considers the currency from which funds from financing activities are generated, and the currency in which receipts from operating activities are usually retained. See Note 30 for sensitivity analysis of foreign exchange risk.

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

(iii) Decommissioning and rehabilitation provisions (Note 15)

Quantifying the future costs of these obligations is complex and requires various estimates and judgements to be made, as well as interpretations of and decisions regarding regulatory requirements, particularly with respect to the degree of rehabilitation required, with reference to the sensitivity of the environmental area surrounding the sites. Consequently, the guidelines issued for quantifying the future rehabilitation cost of a site, as issued by the South African Department of Mineral Resources, have been used to estimate future rehabilitation costs. The Group appointed Braaf Environmental Practitioners to conduct an independent specialist update of the decommissioning and rehabilitation provision.

(iv) Other financial assets

The Group has given guarantees to a number of third parties as described in Note 7 and lodged funds as security.

The amounts are recoverable subject to satisfactory performance of certain conditions which requires judgement as to the likelihood of the return of such guarantees. At the balance sheet date the Directors make judgements on the amounts expected to be returned and consider that all amounts are recoverable.

(v) Taxation

Judgement is required in determining the provision for income taxes due to the complexity of legislation. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business.

The Group recognises the net future tax benefit related to deferred income tax assets to the extent that it is probable that the deductible temporary differences will reverse in the foreseeable future. Assessing the recoverability of deferred income tax assets requires the Group to make significant estimates related to expectations of future taxable income. Estimates of future taxable income are based on forecast cash flows from operations and the application of existing tax laws in each jurisdiction. To the extent that future cash flows and taxable income differ significantly from estimates, the ability of the Group to realise the net deferred tax assets recorded at the end of the reporting period could be impacted.

Management’s judgement is that due to the mine not being at steady state production it is premature to recognise a deferred tax asset for the accumulated tax losses.

(vi) Fair value of financial instruments

The judgements and estimates made by the Group in determining the fair values of the financial instruments are described in Note 13 and 30 to the Consolidated Financial Statements.

(vii) Impairment indicator assessment

The Group reviews and tests the carrying value of assets when events or changes in circumstances ("impairment indicators”) suggest that the carrying amount may not be recoverable. At 31 March 2025, no impairment indicators was identified and no impairment reversal or impairment was recorded (refer to Note 24). As part of the impairment indicator assessment, management evaluated the life of mine plan and the prior year discounted cash flow

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

model. These calculations require the use of estimates and assumptions. The key estimates made include discount rates, being the Group's weighted average cost of capital, future prices of phosphate rock, mine production levels and foreign currency exchange rates.

(v) Key sources of estimation uncertainty

Property, plant and equipment

The depreciable amount of property, plant and equipment is allocated on a systematic basis over its useful life. In determining the depreciable amount management makes certain assumptions with regard to the residual value of assets based on the expected estimated amount that the Group would currently obtain from disposal of the asset, after deducting the estimated cost of disposal, if the asset were already of the age and in the condition expected at the end of its useful life. If an asset is expected to be abandoned the residual value is estimated at zero.

In determining the useful lives of property, plant and equipment that is depreciated, management considers the expected usage of assets, expected physical wear and tear, legal or similar limits of assets such as mineral rights as well as obsolescence.

This estimate is further impacted by management's best estimation of proved and probable phosphate ore reserves and the expected future life of each of the mines within the Group. The forecast production could be different from the actual phosphate mined. This would generally result from significant changes in the factors or assumptions used in estimating phosphate reserves. These factors include:

- changes in proved and probable ore reserves;
- differences between achieved ore prices and assumptions;
- adverse movements in foreign exchange;
- unforeseen operational issues at mine sites; and
- changes in capital, operating, mining, processing, reclamation and logistics costs, discount rates and foreign exchange rates.

Any change in management's estimate of the useful lives and residual values of assets would impact the depreciation charge. Any change in management's estimate of the total expected future life of each of the mines would impact the depreciation charge as well as the estimated rehabilitation and decommissioning provisions.

In determining the FVLCD for purposes of the impairment consideration, the value is most sensitive to the following assumptions:

- Phosphate rock prices;
- Phosphate recoveries;
- Foreign exchange rates;
- Operating costs;

Refer to Note 24 for further details.

Life of mine

Life of mine is defined as the remaining years of production, based on proposed production rates and ore reserves and will be assessed as soon as additional exploration drilling has been performed and further reserves proven based on additional test results.

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

Fair value of derivative instruments

Information about the specific techniques, assumptions and inputs is disclosed in Note 13 and 30 to the Consolidated Financial Statements. The key estimates associated with the fair value of the derivative liability include volatility and the assumptions regarding conversion timing.

(3) Subsidiaries of the Group

The subsidiaries of the Group, all of which are private companies limited by shares, as at 31 March 2025, are as follows:

Company	Country of Registration or Incorporation	Registered Office	Principal Activity	Percentage of ordinary shares held by Company
Kropz SA (Pty) Limited	South Africa	1st Floor 43 Plein Street Stellenbosch, 7600	Intermediate holding company	100%
Elandsfontein Land Holdings (Pty) Ltd	South Africa	1st Floor 43 Plein Street Stellenbosch, 7600	Property owner	66.63% *
Kropz Elandsfontein (Pty) Ltd	South Africa	1st Floor 43 Plein Street Stellenbosch, 7600	Phosphate exploration and mining	69.68% **
Cominco Resources Limited	BVI	Woodbourne Hall, PO Box 3162, Road Town, Tortola, British Virgin Islands	Intermediate holding company	100%
Cominco S.A.	RoC	Woodbourne Hall, PO Box 3162, Road Town, Tortola, British Virgin Islands	Development	100% ***
Cominco Resources (UK) Ltd	England and Wales	35 Verulam Road Hitchin SG5 1QE	Service company	100% ***

* 39.86% held indirectly
** 0.25% held indirectly
*** held indirectly

The accounting reference date of each of the subsidiaries is coterminous with that of the Company except of Cominco SA Being 31 December as regulated in the RoC.

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

(4) Tangible assets – Property, plant, equipment and mine development

	31 Mar 2025 Cost US$'000	31 Mar 2025 Accumulated Depreciation and Impairment US$'000	31 Mar 2025 Carrying value US$'000	31 Mar 2024 Cost US$'000	31 Mar 2024 Accumulated Depreciation and Impairment US$'000	31 Mar 2024 Carrying value US$'000
Buildings and infrastructure						
Land	1,315	(615)	700	1,278	(615)	663
Buildings	9,731	(4,115)	5,616	9,379	(3,949)	5,430
Capitalised road costs	7,050	(5,526)	1,524	6,853	(4,906)	1,947
Capitalised electrical sub-station costs	3,059	(2,358)	701	2,973	(2,090)	883
Machinery, plant and equipment						
Critical spare parts	1,874	(782)	1,092	1,824	(755)	1,069
Plant and machinery	91,337	(37,514)	53,823	86,837	(36,243)	50,594
Water treatment plant	3,540	(1,265)	2,275	2,941	(1,222)	1,719
Furniture and fittings	54	(44)	10	51	(40)	11
Geological equipment	73	(61)	12	71	(52)	19
Office equipment	134	(128)	6	130	(125)	5
Other fixed assets	1	(1)	-	1	(1)	-
Motor vehicles	255	(140)	115	252	(93)	159
Computer equipment	138	(130)	8	138	(121)	17
Mine development	18,307	(7,406)	10,901	17,762	(7,148)	10,614
Stripping activity costs	21,194	(8,790)	12,404	20,536	(8,492)	12,044
Game animals	195	-	195	237	-	237
Total	**158,257**	**(68,875)**	**89,382**	**151,263**	**(65,852)**	**85,411**

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

Reconciliation of property, plant, equipment and mine development – Year ended 31 March 2025

	Opening Balance US$'000	Additions US$'000	Disposals US$'000	Fair value gain/ (loss) US$'000	Impair-ment* US$'000	Depreciation charge US$'000	Foreign exchange loss US$'000	Closing balance US$'000
Buildings and infrastructure								
Land	663	-	-	-	-	-	37	700
Buildings	5,430	84	-	-	-	(32)	134	5,616
Capitalised road costs	1,947	-	-	-	-	(473)	50	1,524
Capitalised electrical sub-station costs	883	-	-	-	-	(205)	23	701
Machinery, plant and equipment								
Critical spare parts	1,069	-	(3)	-	-	-	26	1,092
Plant and machinery	50,594	2,042	(7)	-	-	(11)	1,205	53,823
Water treatment plant	1,719	517			-	-	39	2,275
Furniture and fittings	11	2	-	-	-	(3)	-	10
Geological equipment	19	-	-	-	-	(7)	-	12
Office equipment	5	3	-	-	-	(2)	-	6
Other fixed assets	-	-	-	-	-	-	-	-
Motor vehicles	159	-	-	-	-	(44)	-	115
Computer equipment	17	4	-	-	-	(13)	-	8
Mine development	10,614	38	-	-	-	-	249	10,901
Stripping activity costs	12,044	71	-	-	-	-	289	12,404
Game animals	237	-	-	(49)	-	-	7	195
Total	85,411	2,761	(10)	(49)	-	(790)	2,059	89,382

* Refer to Note 24.

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

Reconciliation of property, plant, equipment and mine development – Year ended 31 March 2024

	Opening Balance US$'000	Additions US$'000	Disposals US$'000	Fair value gain/ (loss) US$'000	Impair-ment* US$'000	Depreciation charge US$'000	Foreign exchange loss US$'000	Closing balance US$'000
Buildings and infrastructure								
Land	623	-	-	-	337	-	(297)	663
Buildings	4,243	516	-	(1)	1,109	(37)	(400)	5,430
Capitalised road costs	1,891	-	-	-	800	(582)	(162)	1,947
Capitalised electrical sub-station costs	852	-	-	-	356	(252)	(73)	883
Machinery, plant and equipment								
Critical spare parts	784	218	-	-	138	-	(71)	1,069
Plant and machinery	41,575	1,186	-	(42)	11,768	(202)	(3,691)	50,594
Water treatment plant	1,025	853			(60)	-	(99)	1,719
Furniture and fittings	15	-	-	-	-	(4)	-	11
Geological equipment	31	-	-	-	-	(9)	(3)	19
Office equipment	2	129	-	(27)	-	(99)	-	5
Other fixed assets	-	-	-	-	-	-	-	-
Motor vehicles	-	127	-	56	-	(24)	-	159
Computer equipment	34	70	(2)	-	-	(81)	(4)	17
Mine development	7,936	1,812	-	-	1,570	-	(704)	10,614
Stripping activity costs	9,772	474	-	-	2,665	-	(867)	12,044
Game animals	182	-	-	74	-	-	(19)	237
Total	68,965	5,385	(2)	60	18,683	(1,290)	(6,390)	85,411

Game animals
Game animal assets are carried at fair value. The different levels are defined as follows:

- Level 1: Quoted unadjusted prices in active markets for identical assets or liabilities that the Group can access as measurement date.
- Level 2: Inputs other than quoted prices included in level 1 that are observable for the asset or liability either directly or indirectly.
- Level 3: Unobservable inputs for the asset or liability.

Levels of fair value measurements – Level 3.

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

Kropz Elandsfontein had a fully drawn down project financing facility with BNP Paribas for US$ 30 million (see Note 14), the facility has been fully repaid during the 31 March 2025 financial year. BNP had an extensive security package over all the assets of Kropz Elandsfontein and Elandsfontein Land Holdings (Pty) Ltd ("Elandsfontein Land Holdings") as well as the share investments in those respective companies owned by Kropz SA (Pty) Ltd ("Kropz SA").

(5) Intangible assets - Exploration and evaluation costs

	31 March 2025 Cost US$'000	31 March 2025 Impairment US$'000	31 March 2025 Carrying value US$'000	31 March 2024 Cost US$'000	31 March 2024 Impairment US$'000	31 March 2024 Carrying value US$'000
Capitalised costs	**43,589**	**-**	**43,589**	43,172	**-**	**43,172**

The costs of mineral resources acquired and associated exploration and evaluation costs are not subject to amortisation until they are included in the life-of-the-mine plan and production has commenced.

Where assets are dedicated to a mine, the useful lives are subject to the lesser of the asset category's useful life and the life of the mine, unless those assets are readily transferable to another productive mine. In accordance with the requirements of IFRS 6, the Directors assessed whether there were any indicators of impairment. No indicators were identified.

Reconciliation of exploration assets

	Opening Balance US$'000	Additions US$'000	Disposals US$'000	Foreign exchange gain US$'000	Closing balance US$'000
Year ended 31 March 2025					
Capitalised exploration costs	**43,172**	**298**	**-**	**119**	**43,589**

	Opening Balance US$'000	Additions US$'000	Disposals US$'000	Foreign exchange gain US$'000	Closing balance US$'000
Period ended 31 March 2024					
Capitalised exploration costs	42,415	393	-	364	**43,172**

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

(6) Right-of-use assets

	Year ended 31 March 2025 US$'000	Period ended 31 March 2024 US$'000
Cost		
Brought forward	**57**	**103**
Right-of-use asset derecognised	**-**	**(42)**
Foreign exchange differences	**1**	**(4)**
As at 31 March	**58**	**57**
Amortisation		
Brought forward	**57**	**103**
Charge for the period	**-**	**-**
Right-of-use asset derecognised	**-**	**(42)**
Foreign exchange differences	**1**	**(4)**
As at 31 March	**(58)**	**(57)**
Net book value	**-**	**-**

(7) Other financial assets

	31 March 2025 US$'000	31 March 2024 US$'000
Eskom guarantee (1)	**-**	279
Eskom guarantee (2)	**-**	283
Eskom guarantee (3)	**273**	243
Centriq insurance DMR guarantee	**812**	455
Margin Account	**274**	267
Call deposit	**578**	-
Total	**1,937**	**1,527**

(1) Eskom guarantee
Guarantee issued to Eskom Holdings SOC Limited in the amount of ZAR 5,235,712 in respect of “supply agreement (early termination) guarantee”.

(2) Eskom guarantee
Guarantee issued to Eskom Holdings SOC Limited in the amount of ZAR 5,305,333 in respect of an “electricity accounts guarantee”.

(3) Eskom guarantee
Guarantee issued to Eskom Holdings SOC Limited in the amount of ZAR4,458,954 in respect of an "electricity accounts guarantee".

Centriq insurance DMR guarantee
Guarantee in favour of Department of Mineral Resources of ZAR 71.7 million in respect of a "financial guarantee for the rehabilitation of land disturbed by prospecting/mining" under an insurance policy. An additional annual premium is due on 1 November 2025.

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

Margin Account
Cash collateral balance held with a reputable financial institution of high credit standing.

Call Deposit
Call deposit balance held with a reputable financial institution of high credit standing. The call deposit serves as security for the Eskom supplier.

Fair value of other financial assets
The carrying value of other financial assets approximate their fair value.

(8) Inventories

	31 March 2025 US$'000	31 March 2024 US$'000
Non-current:		
Stockpile	**1,957**	955
Current:		
Concentrate*	**807**	1,003
Consumables	**3,332**	4,772
Total	**6,096**	**6,730**

* Phosphate rock produced by Kropz Elandsfontein.

Inventories classified as 'non-current assets' relate to the phosphate stockpiles. The Company is in process of analysing and testing the various ore types being stockpiled to identify and refine the appropriate method of mining and processing to drive efficiencies. The stockpile ore is unlikely to be processed within the next 12 months and has therefore been classified as non-current.

(9) Trade and other receivables

	31 March 2025 US$'000	31 March 2024 US$'000
Trade receivables	**57**	4,293
Prepayments and accrued income	**163**	170
Deposits	**46**	40
VAT	**760**	1,890
Other receivables	**489**	332
Forward exchange contract	**150**	188
Total	**1,665**	**6,913**

Credit quality of trade and other receivables
The credit quality of trade and other receivables are considered recoverable due to management's assessment of debtors' ability to repay the outstanding amount.

Credit risk
The maximum exposure to credit risk at the reporting date is the fair value of each class of receivable mentioned above.

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

Trade and other receivables past due but not impaired
None of the trade and other receivables were past due at the end of the reporting dates.

Trade and other receivables impaired
None of the trade and other receivables were considered impaired. Trade and other receivables have not been discounted as the impact of discounting is considered to be insignificant.

Fair value of trade and other receivables
The carrying value of trade and other receivables approximate their fair value.

Expected credit losses
There are no current receivable balances lifetime expected credit losses in the current period.

(10) Cash and cash equivalents

	31 March 2025 US$'000	31 March 2024 US$'000
Bank balances	**2,989**	968
Total	**2,989**	**968**

Credit quality of cash at bank and short-term deposits
The Group only deposits cash and cash equivalents with reputable banks with good credit ratings.

Fair value of cash at bank
Due to the short-term nature of cash and cash equivalents the carrying amount is deemed to approximate the fair value.

(11) Share capital

Each shareholder has the right to one vote per ordinary share in general meeting. Any distributable profit remaining after payment of distributions is available for distribution to the shareholders of the Company in equal amounts per share. Shares were issued as set out below:

	Number of shares	Share capital US$'000	Share premium US$'000	Merger reserve US$'000	Total US$'000
At 1 April 2024	**923,718,223**	**1,212**	**194,063**	**(20,523)**	**174,752**
Deregistration of subsidiaries				6	**6**
Shares issued in the year	643,873,018	841	10,827	-	**11,668**
As at 31 March 2025	**1,567,591,241**	**2,053**	**204,890**	**(20,517)**	**186,426**

Issue of share capital in the year ended 31 March 2025:

The Company issued 643,873,018 new Ordinary Shares bringing the Company's issued share capital to 1,567,591,241 Ordinary Shares.

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

Convertible loan facility

Please refer to Note 13.

Share based payment arrangements

Long-Term Incentive Plan

As more fully described in the Directors' Report, the Company operates an ownership-based scheme for executives and senior employees of the Group. In accordance with the provisions of the plans, executives and senior employees may be granted options to purchase parcels of ordinary shares at an exercise price determined by the Board based on a recommendation by the Remuneration Committee.

The following plan has been adopted by the Company:

- an executive long-term incentive plan (the "LTIP Awards") – a performance and service-related plan pursuant to which conditional share awards, nominal-cost options and market value options can be granted, (together, the ''Incentive Plans'').

An option-holder has no voting or dividend rights in the Company before the exercise of a share option.

LTIP Awards

A total of 6,700,000 LTIP Awards were issued to a Director and senior management in August 2020 which were fully exercised in January 2022.

In July 2021, 7,800,000 LTIP Awards were awarded to key members of the executive management team, including certain Persons Discharging Managerial Responsibilities ("PDMRs"). Of this total, 4,800,000 lapsed in December 2022, 900,000 lapsed in March 2024 and the remaining 2,100,000 lapsed during the year ended 31 March 2025. No further LTIP Awards were made in the year ended 31 March 2025. Accordingly, no Awards remained outstanding as at 31 March 2025.

These LTIP Awards would have vested on or before 31 December 2024, subject to the terms of the LTIP Plan Rules, including financial and non-financial performance conditions.

These performance conditions were aligned to implementing the Company's strategic plans, including appropriate weightings on the successful commissioning and ramp-up of the Elandsfontein project, completion of the development plan, fund raising and construction of the Hinda project.

Participants of the LTIP Awards needed to remain employed by Kropz in order to exercise awards.

The Remuneration Committee determined that the performance conditions have not been met and accordingly the remaining 2,100,000 LTIP Awards lapsed during the year.

LTIP Awards were valued using a Monte Carlo simulation model and are to be expensed over the respective vesting periods, being 17 months for LTIP Awards.

The value of the options was calculated by using the Black-Scholes model, using the following assumptions.

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

LTIP Award assumptions at issue date	
Share price	GBP 0.055
Exercise price	GBP 0.001
Expected volatility	30%
Expected dividends	0%
Risk-free interest rate	1.3%
Option life	7 years

(12) Reserves

Nature and purpose of reserves

Foreign exchange translation reserve

The foreign exchange translation reserve comprises all foreign currency differences arising from the translation of the assets, liabilities and equity of the entities included in these consolidated financial statements from their functional currencies to the presentational currency. A decrease in the reserve of US$ 2,248,000 (2024: US$ 937,000) was recorded due to changes in the foreign currencies used to translate assets, liabilities and equity at consolidation.

Share premium

The share premium account represents the amount received on the issue of ordinary shares by the Company, other than those recognised in the merger reserve described below, in excess of their nominal value and is non-distributable.

Merger reserve

The merger reserve represents the amount received on the issue of ordinary shares by the Company in excess of their nominal value on acquisition of subsidiaries where merger relief under section 612 of the Companies Act 2006 applies. The merger reserve consists of the merger relief on the issue of shares to acquire Kropz SA on 27 November 2018 and Cominco Resources on 30 November 2018. The merger reserve also includes differences between the book value of assets and liabilities acquired and the consideration for the business acquired under common control.

Share-based payment reserve

The share-based payment reserve arises from the requirement to value share options and warrants in existence at fair value (see Note 11).

(13) Shareholder loans and derivative liability

	31 March 2025 US$'000	**31 March 2024 US$'000**
Shareholder loans - ARC	**-**	18,826
Demand Loan Facility – ARC	**-**	41,745
Convertible debt - ARC	**38,754**	27,387
Derivative liability (refer to Note 29)	**25,274**	6,476
	64,028	**94,434**
Maturity		
Non-current	**-**	-
Current	**64,028**	94,434
	64,028	**94,434**

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

Shareholders loans - ARC
The loans were: (i) US$ denominated, but repayments were made in ZAR at the prevailing ZAR/US$ exchange rate; (ii) carried interest at monthly US LIBOR plus 3%; and (iii) were repayable by no later than 1 January 2035 or such earlier date as agreed between the parties to the shareholder agreements. The shareholder loans were settled as part of the group restructuring on 17 October 2024. This has been more fully described in Note 33 Restructuring and Fundraising.

Demand Loan facility - ARC Fund
The loans were unsecured, repayable on demand, and accrued interest at SA prime overdraft rate plus 6%, if not repaid within 6 months from first utilisation date the rate increased by 2%. The demand loan facility has been settled as part of the group restructuring on 17 October 2024. This has been more fully described in Note 33 Restructuring and Fundraising.

Convertible debt - ARC
On 20 October 2021, the Company entered into a new convertible equity facility of up to ZAR 200 million ("ZAR 200 Million Equity Facility") with ARC, the Company's major shareholder. Interest is payable at 14% nominal, compounded monthly. At any time during the term of the ZAR 200 Million Equity Facility, repayment of the ZAR 200 Million Equity Facility capital amount will, at the election of ARC, either be in the form of the conversion into ordinary shares of 0.1 pence each ("Ordinary Shares") in the Company and issued to ARC, at a conversion price of 4.5058 pence per Ordinary Share each, representing the 30-day Volume Weighted Average Price ("VWAP") on 21 September 2021, and at fixed exchange rate of GBP 1 = ZAR 20.24 ("Conversion"), or payable in cash by the Company at the end of the term of the ZAR 200 Million Equity Facility which is 16 October 2027. The Company made a drawdown of ZAR 90 million of the ZAR 200 Million Equity Facility on 26 October 2021 and a further ZAR 37 million on 9 December 2021. Two further draw downs were made in 2022, one on 25 March 2022 for ZAR 40 million and ZAR 33 million on 26 April 2022. The ZAR 200 Million Equity Facility is fully drawn at the date of this report.

As announced on 11 May 2022, the Company entered into a new conditional convertible equity facility of up to ZAR 177 million ("ZAR 177 Million Equity Facility") with ARC. Interest is payable at 14% nominal, compounded monthly. At any time during the term of the ZAR 177 Million Equity Facility, repayment of the ZAR 177 Million Equity Facility capital amount will, at the election of ARC, either be in the form of the conversion into Ordinary Shares in the Company and issued to ARC, at a conversion price of 9.256 pence per Ordinary Share each, representing the 30-day Volume Weighted Average Price ("VWAP") on 4 May 2022, and at fixed exchange rate of ZAR 1 = GBP 0.0504 ("Conversion"), or payable in cash by the Company at the end of the term of the ZAR 177 Million Equity Facility which is 16 October 2027. The first drawdown on the ZAR 177 Million Equity Facility occurred on 2 June 2022 for ZAR 103.5 million. The second drawdown on the ZAR 177 Million Equity Facility was made on 7 July 2022 for ZAR 60 million. On 9 August 2022, a final drawdown on the ZAR 177 Million Equity Facility was made for ZAR 13.5 million. The ZAR 177 Million Equity Facility is fully drawn at the date of this report.

As announced on 14 November 2022, the Company entered into a new conditional convertible equity facility of up to ZAR 550 million ("ZAR 550 Million Equity Facility") with ARC. Interest is payable at the South African prime overdraft interest rate plus 6%, nominal per annum and compounded monthly. At any time during the term of the ZAR 550 Million Equity Facility, repayment of the ZAR 550 Million Equity Facility capital amount will, at the election of ARC, either be in the form of the conversion into Ordinary Shares in the Company and issued to ARC, at a conversion price of 4.579 pence per Ordinary Share each, representing the 30-day Volume Weighted Average Price ("VWAP") on 21 October 2022 and at fixed exchange rate of ZAR 1 = GBP 0.048824 ("Conversion"), or payable in cash by the Company at the end of the term of the ZAR 550 Million Equity Facility which is 16 October 2027. The Company drew

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

down a further ZAR 107.5 million during the 15-month period and was fully drawn at the date of this report .

The Company entered into a new conditional convertible equity facility of up to ZAR 821 million ("ZAR 821 Million Equity Facility") with ARC on 17 October 2024. Interest is payable at the South African prime overdraft interest rate plus 6%, nominal per annum and compounded monthly. At any time during the term of the ZAR 821 Million Equity Facility, repayment of the ZAR 821 Million Equity Facility capital amount will, at the election of ARC, either be in the form of the conversion into Ordinary Shares in the Company and issued to ARC, at a conversion price of 1.46 pence per Ordinary Share each, representing the 30-day Volume Weighted Average Price ("VWAP") on 23 August 2024 and at fixed exchange rate of ZAR 1 = GBP 0.0427 ("Conversion"), or payable in cash by the Company at the end of the term of the ZAR 821 Million Equity Facility which is 16 October 2029. The Company accessed the full loan on 17 October 2024 and it has been fully drawn at the date of this report.

Derivative liability
It was determined that the conversion option embedded in the convertible debt equity facility be accounted for separately as a derivative liability. Although the amount to be settled is fixed in ZAR, when converted back to Kropz's functional currency will result in a variable amount of cash based on the exchange rate at the date of conversion. The value of the liability component and the derivative conversion component were determined at the date of draw down using a Monte Carlo simulation. The debt host liability was bifurcated based on the determined value of the option. Subsequently, the embedded derivative liability is adjusted to reflect fair value at each period end with changes in fair value recorded in profit and loss (refer to Note 29).

Fair value of shareholder loans
The carrying value of the loans approximates their fair value.

(14) Other financial liabilities

	31 March 2025 US$'000	31 March 2024 US$'000
BNP	**-**	11,262
Greenheart Foundation	**471**	460
Total	**471**	**11,722**
Maturity		
Non-current	**-**	-
Current	**471**	**11,722**
Total	**471**	**11,722**

BNP
A US$ 30,000,000 facility was made available by BNP Paribas to Kropz Elandsfontein in September 2016.

In May 2020, Kropz Elandsfontein and BNP Paribas agreed to amend and restate the term loan facility agreement entered into on or about 13 September 2016 (as amended from time to time). The BNP Paribas facility amendment agreement extends inter alia the final capital repayment date to Q3 2024, with eight equal capital repayments which commenced in Q4 2022 and an interest rate of 6.5% plus US LIBOR, up to project completion and 4.5% plus US LIBOR thereafter.

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

BNP Paribas had an extensive security package over all the assets of Kropz Elandsfontein and Elandsfontein Land Holdings as well as the share investments in those respective companies owned by Kropz SA.

The BNP loan has been fully repaid during the financial year.

Greenheart Foundation
A loan has been made to the Group by Greenheart Foundation which is interest-free and repayable on demand. Louis Loubser, a Director of Kropz plc, is a Director of Greenheart Foundation.

Fair value of other financial liabilities
The carrying value of the loans approximate their fair value.

(15) Provisions

Reconciliation of provisions – Year ended 31 March 2025

	Opening Balance US$'000	Additions/ Adjustments US$'000	Foreign exchange gains US$'000	Closing balance US$'000
Provision for dismantling costs	**275**	**(94)**	**8**	**189**
Provisions for rehabilitation	**1,100**	**3**	**32**	**1,135**
Total	**1,375**	**(91)**	**40**	**1,324**

Reconciliation of provisions – Period ended 31 March 2024

	Opening Balance US$'000	Additions/ Adjustments US$'000	Foreign exchange gain/(loss) US$'000	Closing balance US$'000
Provision for dismantling costs	973	(614)	(84)	275
Provisions for rehabilitation	1,724	(462)	(162)	1,100
Total	**2,697**	**(1,076)**	**(246)**	**1,375**

Dismantling and rehabilitation provisions
Prior to 2015, financial provisioning and rehabilitation were governed by the Mineral and Petroleum Resources Development Act, 2002 (Act No. 28 of 2002) ("MPRDA") and the National Environmental Management Act, 1998 (Act No. 107 of 1998) ("NEMA"). As such the previous financial provisioning was based on the quantum of the financial provision under regulations 53 and 54 of the MPRDA and the guideline document published by the Department of Mineral Resources (now "Department of Mineral Resources and Energy") (DMR 2005 Guideline Document for the Evaluation of the Quantum of Closure-Related Financial Provision Provided by a Mine) and assessed according to the guideline.

The Kropz Elandsfontein Mine was placed on Care and Maintenance Phase from August 2017 to September 2020 due to flaws in the design of the production process. This was followed by an Optimisation Phase from September 2020 to September 2021 which related to plant modifications to meet optimal operational requirements to allow the mine to go into production. At this time, Kropz Elandsfontein updated their EMPr to include the optimisation phase. As such the DMRE issued updated conditions, which stated that the holder of the EMPr must annually assess the environmental liabilities of the operation by using the master rates in line with the applicable Consumer Price Index ("CPI") at the time and address the shortfall on the financial provision submitted in terms of section 24P of NEMA.

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

To comply with the requirements, Kropz Elandsfontein commissioned Braaf Environmental Practitioners SA (Pty) Ltd to update the provision in 2021, which was done under the 2015 Regulations (GNR 1147) and approved by the DMRE.

Kropz Elandsfontein commissioned Braaf Environmental Practitioners SA (Pty) Ltd to update the provision the 2024 provision and was done in accordance to Section 41(3) of the MPRDA, the DMRE, as well as Regulations 53 and 54 promulgated in terms of the MPRDA, requires the holder of a prospecting right, mining right or mining permit to annually assess his or her environmental liability and increase his or her financial provision to the satisfaction of the Minister.

The expected timing of any outflows of these provisions will be on the closure of the respective mines. Estimates are based on costs that are reviewed regularly and adjusted as appropriate for new circumstances. Future cash flows are appropriately discounted. A discount rate of 16.90% (2024: 14.05%) was used.

(16) Trade and other payables

	31 March 2025 US$'000	31 March 2024 US$'000
Trade payables	**10,741**	9,149
Other payables	**151**	133
Accruals	**763**	234
Total	**11,655**	**9,516**

Fair value of trade and other payables
Trade and other payables are carried at amortised cost, with their carrying value approximating their fair value.

(17) Directors' remuneration, interests and transactions

The Directors of the Company and the two executives of Kropz Elandsfontein and Cominco Resources are considered to be the Key Management Personnel ("KMP") of the Group. Details of the Directors' remuneration, Key Management Personnel remuneration which totalled US$ 832,247 (2024: US$ 1,074,489) (including notional option cost and social security contributions) and Directors' interests in the share capital of the Company are disclosed in the Directors' Report on page 31. Amounts reflected relate to short-term employee benefits and were converted to US$ at the 31 March 2025 GBP exchange rate of 0.784 and ZAR exchange rate of ZAR 18.232.

The highest paid Director in the period received remuneration, excluding notional gains on share options, of US$ 321,181 (2024: US$ 372,567). Refer to page 31 to 33 for further details.

(18) Revenue

	Year ended 31 March 2025 US$'000	Period ended 31 March 2024 US$'000
Phosphate concentrate	**37,211**	40,087
Total	**37,211**	**40,087**

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

Timing of transfer of Goods

Delivery to port of departure	**37,211**	40,087
Total	**37,211**	**40,087**

All revenue from phosphate concentrate is trial revenue. Revenue from phosphate is recognised at a point in time when control transfers.

(19) Cost of sales

	Year ended 31 March 2025 US$'000	Period ended 31 March 2024 US$'000
Production costs	**23,967**	23,645
Fuel and diesel	**6,237**	6,470
Electricity	**5,562**	5,415
Consumables and spares	**10,137**	10,592
Wages and salaries	**850**	1,026
Total	**46,753**	**47,148**

(20) Finance income

	Year ended 31 March 2025 US$'000	Period ended 31 March 2024 US$'000
Interest income	**261**	265
Total	**261**	**265**

(21) Operating expenses

	Year ended 31 March 2025 US$'000	Period ended 31 March 2024 US$'000
Fair value loss / (gain) on game animals	**49**	(74)
Selling and distribution expenses	**5,202**	5,309
Depreciation of property, plant and machinery	**790**	912
Employee costs (excluding share option cost)	**658**	775
Share option (credit) / cost	**(60)**	6
Electricity and water – mine operations	**316**	434
Plant operating costs and recoveries	**355**	318
Professional and other services	**1,103**	1,275
Auditor's remuneration in respect of audit of the Group and parent	**158**	104
Auditor's remuneration in respect of audit of the Cominco Group	**54**	64
Component auditor's remuneration in respect of audit of South African controlled entities	**65**	79
Other expenses	**1,678**	1,443
Total	**10,368**	**10,645**

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

(22) Staff costs

	Year ended 31 March 2025 No.	Period ended 31 March 2024 No.
The average monthly number of employees was:		
Operations	**12**	12
Finance and administration	**11**	8
Management	**3**	3
	26	**23**

	Year ended 31 March 2025 US$'000	Period ended 31 March 2024 US$'000
Aggregate remuneration (including Directors):		
Wages and salaries (including bonuses)	**1,508**	1,708
Social security costs	**76**	88
Share-based payments (credit) / cost	**(60)**	6
Pension costs	**2**	5
	1,526	**1,807**

(23) Finance expense

	Year ended 31 March 2025 US$'000	Period ended 31 March 2024 US$'000
Shareholder loans	**18,193**	15,350
Foreign exchange (gains) / losses	**(2,626)**	3,634
Bank debt	**357**	2,705
BNP – debt modification present value adjustment amortisation	**(105)**	(257)
BNP amendment fee amortisation	**92**	226
Other	**242**	208
Total	**16,153**	**21,866**

(24) Impairment reversal

As a result of the recoverable amount analysis performed at the period end, the following impairment reversal was recognised:

	31 March 2025 US$'000	31 March 2024 US$'000
Mine property	**-**	**18,525**
Inventory	**-**	**508**
	-	**19,033**

No impairment or impairment reversal was recognised in relation to the Elandsfontein mine for the current financial period ended 31 March 2025 as no triggers for an impairment or impairment reversal were identified during current period and therefore no discounted cash flow forecast was performed.

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

In the prior financial period ending 31 March 2024, primarily due to the results from the updated MRE increasing in the measured and indicated resource in the 2024 report. The recoverable amount of the Elandsfontein mine was assessed based on management's estimate of FVLCD and was estimated based on discounted future cash flows expected to be generated from the continued use of the CGU using market-based commodity prices and exchange assumptions, estimated quantities of recoverable minerals, production levels, operating costs and capital requirements and latest life of mine (LOM) plans following the updated MRE. The impairment test only considered the section of the mineral resource classified as measured and indicated. The inferred resource classification was disregarded for impairment testing purposes.

Key assumptions
The determination of FVLCD is most sensitive to the following assumptions:
- Phosphate rock prices;
- Phosphate recoveries;
- Foreign exchange rates;
- Operating costs.

Phosphate rock prices: Forecast phosphate rock prices are based on management's estimates and were derived from forward price curves and long-term views of global supply and demand in a changing environment, particularly with respect to climate risk, building on past experience of the industry and consistent with external sources. These prices are reviewed semi-annually. Estimated long–term phosphate rock prices for the prior period that have been used to estimate future revenues, are as follows:

Assumptions	2025	2026	Long term (2027+)
Phosphate rock per tonne	\$130	\$145	\$150

Phosphate recoveries: The production volumes incorporated into the cash flow model were 5.4 million tonnes of phosphate rock. Estimated production volumes are based on detailed life-of-mine plans, of the measured and indicated resourced as defined in the MRE and take into account development plans for the mine agreed by management as part of the long-term planning process. Production volumes are dependent on a number of variables, such as: the recoverable quantities; the production profile; the cost of the development of the infrastructure necessary to extract the reserves; the production costs; the contractual duration of mining rights; and the selling price of the commodities extracted.

Exchange rates: Foreign exchange rates were estimated with reference to external market forecasts. The assumed long-term US dollar/ZAR exchange rate are based on a consensus for the period to year 2028. Future years' exchange rates were estimated using the prevailing inflation and interest rate differential between USD and ZAR.

Operating cost: Operating costs are estimated with reference to contractual and actual current cost and adjusted for inflation.

Discount rates: A discount rate of 16.90% (2024: 14.05%) was applied to the discounted cash flows used in the LOM plan. This discount rate is derived from the Group's post-tax weighted average cost of capital (WACC), with appropriate adjustments made to reflect the risks specific to the CGU and to determine the pre-tax rate. The WACC takes into account both debt and equity. The cost of equity was derived from the expected return on investment by the Group's investors. The cost of debt is based on the interest-bearing borrowings the Group is obliged to service and the expected cost of any incremental debt

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

Sensitivity analysis
The following table summarises the potential impact of changes in the key estimates and assumptions on the quantum of impairment (assessed independently of each other):

		Reversal of / (increase in) impairment US$ million
Impact if discount rate	Increased by 2%	**(7.6)**
	reduced by 2%	**8.5**
Impact if selling prices	increased by 10%	**43.5**
	reduced by 10%	**-43.5**
Impact if production tonnes	increased by 10%	**26.68**
	reduced by 10%	**(29.68)**
Impact if foreign exchange rates	increased by 10%	**6.2**
	reduced by 10%	**(6.5)**
Impact if operating costs:	increased by 10%	**(35.0)**
	reduced by 10%	**35.0**

(25) Taxation

Major components of tax charge	**Year ended 31 March 2025 US$'000**	**Period ended 31 March 2024 US$'000**
Deferred		
Originating and reversing temporary differences	**-**	**-**
Current tax		
Local income tax	**571**	**(27)**
Total	**571**	**(27)**

The tax credit charge arose predominantly due to the over provision in prior years.

Reconciliation of tax charge

	Year ended 31 March 2025 US$'000	**Period ended 31 March 2024 US$'000**
Profit/(Loss) before tax	**(8,490)**	**370**
Applicable UK tax rate	**25.0%**	23.8%
Tax at applicable tax rate	**(2,123)**	88
Adjustments for different tax rates in the Group	**2,918**	(1,798)

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

Non-taxable income / disallowable expenditure	**(7,205)**	(3,493)
Over provision in prior years	**(592)**	-
Losses carried forward not recognised	**6,431**	5,230
Tax charge	**(571)**	**27**

The movement in tax liabilities is summarised below:

	Year ended 31 March 2025 US$'000	Period ended 31 March 2024 US$'000
Balance brought forward	**650**	597
Current period (credit) / charge	**(571)**	27
Tax paid	**-**	-
Foreign exchange differences	**(110)**	26
Balance carried forward	**(31)**	**650**

The Group had losses for tax purposes of approximately US$ 112.3 million as at 31 March 2025 (2024: US$ 74.5million) which, subject to agreement with taxation authorities, are available to carry forward against future profits. They can be carried forward indefinitely.

A net deferred tax asset of approximately US$ 22.6million (2024: US$ 15.1 million), after set off of accelerated depreciation allowances in respect of fixed assets of US$ 40.1 million (2024: US$ 38.3 million), arises in respect of these losses. It has not been recognised as steady state production has not been reached. The deferred tax asset and deferred tax liability relate to income tax in the same jurisdiction and the law permits set off.

(26) Earnings per share

There were no dilutive potential ordinary shares during the period. Accordingly, diluted earnings per share is the same as basic earnings per share.

The calculations of basic and diluted loss per share have been based on the following profit/(loss) attributable to ordinary shareholders and weighted average number of ordinary shares outstanding:

	Year ended 31 March 2025 US$'000	Period ended 31 March 2024 US$'000
(Loss)/Profit attributable to ordinary shareholders	**(9,645)**	**8,866**
Weighted average number of ordinary shares used in basic loss per share	1,053,904,485	926,718,223
Share options and warrants	-	-
Weighted average number of ordinary shares used in diluted loss per share	1,053,904,485	926,718,223
Basic and diluted profit / (loss) per share (US$ cents)	**(0.92)**	**0.96**

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

(27) Notes to the statement of cash flows

Issue of shares

Year ended 31 March 2025

	Non-cash consideration US$'000	Cash consideration US$'000	Total US$'000
As at 31 March 2025	**149,969,674**	**23,232**	**149,992,906**

Period ended 31 March 2024

	Non-cash consideration US$'000	Cash consideration US$'000	Total US$'000
As at 31 March 2024	**-**	**-**	**-**

Net debt reconciliation

Year ended 31 March 2025

	Opening Balance US$'000	Accrued interest US$'000	Fair value movements US$'000	Cash movements US$'000	Non-Cash movements US$'000	Foreign exchange gain/(loss) US$'000	Closing balance US$'000
Other financial assets	**1,527**	**(38)**	**-**	**369**	**0**	**79**	**1,937**
Shareholder loan payable and derivative	**(94,434)**	**(18,193)**	**27,277**	**12,730**	**8,933**	**(341)**	**(64,028)**
Other financial liabilities	**(11,722)**	**-**	**-**	**11,284**	**15**	**(48)**	**(471)**
Total	**(104,629)**	**(18,231)**	**27,277**	**24,383**	**8,948**	**(310)**	**(62,562)**

Period ended 31 March 2024

	Opening Balance US$'000	Accrued interest US$'000	Fair value movements US$'000	Cash movements US$'000	Non-Cash movements US$'000	Foreign exchange gain/(loss) US$'000	Closing balance US$'000
Other financial assets	860	(11)	-	766	0	(88)	1,527
Shareholder loan payable and derivative	(55,102)	(15,351)	20,601	(46,614)	-	2,032	(94,434)
Other financial liabilities	(26,808)	-	-	14,970	31	85	(11,722)
Total	**(81,050)**	**(15,362)**	**20,601**	**(30,878)**	**31**	**2,029**	**(104,629)**

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

Reconciliation of working capital items:

Year ended 31 March 2025

	Opening Balance US$'000	Cash movements US$'000	Capital allocated US$'000	Foreign exchange gain/(loss) US$'000	Closing balance US$'000
Trade and other receivables	**6,913**	**(5,557)**	**-**	**309**	**1,665**
Inventories	**6,730**	**(846)**	**-**	**212**	**6,096**
Trade and other payables	**(9,516)**	**(1,816)**	**-**	**(323)**	**(11,655)**
Total	**4,127**	**(8,219)**	**-**	**198**	**(3,894)**

Period ended 31 March 2024

	Opening Balance US$'000	Cash movements US$'000	Capital allocated US$'000	Foreign exchange gain/(loss) US$'000	Closing balance US$'000
Trade and other receivables	1,857	5,191	-	(135)	6,913
Inventories	3,273	3,431	-	26	6,730
Trade and other payables	(7,284)	(3,811)	-	1,579	(9,516)
Total	**(2,154)**	**4,811**	**-**	**1,470**	**4,127**

(28) Related parties

Kropz plc and its subsidiaries

The following parties are related to Kropz plc:

Name	**Relationship**
Louis Loubser	Director
Mike Nunn	Director
Linda Beal	Director
Mike Daigle	Director
Lord Robin William Renwick	Director
Gerrit Jacobus Duminy	Director
Kropz SA (Pty) Ltd	Subsidiary
Elandsfontein Land Holdings (Pty) Ltd ("ELH")	Subsidiary
Kropz Elandsfontein (Pty) Ltd	Subsidiary
West Coast Fertilisers (Pty) Ltd	Subsidiary
Xsando (Pty) Ltd	Subsidiary
Cominco Resources Limited	Subsidiary
Cominco S.A.	Subsidiary
Cominco Resources (UK) Ltd	Subsidiary
Kropz International	Shareholder
The ARC Fund ("ARC")	Shareholder

Details of remuneration to KMP are contained in Note 17 to the Consolidated Financial Statements.

The following transactions were carried out with related parties:

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

Related party balances
Loan accounts – owed to related parties

	31 March 2025 US$'000	31 March 2024 US$'000
Shareholder loans - ARC	**-**	18,826
Demand Loan Facility – ARC	**-**	41,745
Convertible debt - ARC	**38,754**	27,387
Derivative liability (refer Note 13)	**25,274**	6,476
Greenheart Foundation (refer Note 14)	**471**	460
Total	**64,499**	**94,894**

Related party balances
Interest accrued to related parties

	Period ended 31 March 2025 US$'000	Year ended 31 March 2024 US$'000
ARC	**18,193**	15,528
Total	**18,193**	**15,528**

Convertible loan facilities

As described in Note 13, the Company made drawdowns totalling US$ 46.3 million (2024: US$ 43.6 million) under its convertible loan facilities from ARC.

The related party transactions were made on terms equivalent to those that prevail in arm's length transactions only when such terms can be substantiated.

(29) Categories of financial instrument

Financial assets and liabilities by category
The accounting policies for financial instruments have been applied to the line items below:

	31 March 2025 US$'000	31 March 2024 US$'000
Financial assets at amortised cost		
Trade and other receivables	**905**	5,023
Other financial assets	**1,937**	1,527
Cash and cash equivalents	**2,989**	968
Total	**5,831**	**7,518**
Financial liabilities at amortised cost		
Trade and other payables	**11,655**	9,515
Shareholder loans	**38,754**	87,958
Other financial liabilities	**471**	11,722
Total	**50,880**	**109,195**
Financial liabilities at fair value		

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

Derivative liability	**25,274**	**6,476**

Recognised fair value measurements
The net fair value and carrying amounts of financial assets and financial liabilities are disclosed in the Consolidated Statement of Financial Position and in the notes to the Consolidated Statement of Financial Position.

This note provides an update on the judgements and estimates made by the Group in determining the fair values of the financial instruments.

(i) Financial instruments Measured at Fair Value
The financial instruments recognised at fair value in the Statement of Financial Position have been analysed and classified using a fair value hierarchy reflecting the significance of the inputs used in making the measurements. At the reporting date, the Group had a convertible loan facility with ARC. The ZAR amount of the facility is convertible into ordinary shares of the parent entity (Note 13).

(ii) Fair value hierarchy
The fair value hierarchy consists of the following levels
- Quoted prices in active markets for identical assets and liabilities (Level 1);
- Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (as prices) or indirectly (derived from prices) (Level 2); and
- Inputs for the asset and liability that are not based on observable market data (unobservable inputs) (Level 3).

	Level 1 US$'000	**Level 2 US$'000**	**Level 3 US$'000**	**Total US$'000**
2025				
Derivative liability	**-**	**-**	**25,274**	**25,274**
2024				
Derivative liability	-	-	**6,476**	**6,476**

There were no transfers between levels for recurring fair value measurements during the period. The Group's policy is to recognise transfers into and transfers out of fair value hierarchy levels as at the end of the reporting period.

(iii) Reconciliation: Level 3 fair value measurement

	Year ended 31 March 2025 US$'000	**Period ended 31 March 2024 US$'000**
Derivative liability		
Opening balance	**(6,476)**	(23,037)
Fair value at initial recognition	**(45,652)**	(3,235)
Fair value gain/(loss) recognised in profit and loss	**27,277**	20,601
Foreign exchange	**(423)**	(805)
Closing balance	**25,274**	**(6,476)**

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

(iv) Valuation technique used to determine fair value
Derivative liability:
The fair value is calculated with reference to market rates using industry valuation techniques and appropriate models from a third-party provider. The Monte-Carlo model utilised includes a high level of complexity and the main inputs are share price volatility, risk margin, foreign exchange volatility and UK risk-free rate. A number of factors are considered in determining these inputs, including assessing historical experience but also considering future expectations. The determined fair value of the option is multiplied by the number of shares available for issue pursuant to the ZAR 200 Million Equity Facility, ZAR 177 Million Equity Facility and the ZAR 550 Million Equity Facility (refer to Note 13).

Valuation results (as at 31 March 2025)

Facility	Total loan amount (ZAR)	Value per share (p)	Number of Shares	Total Value (GBP)
ZAR200m facility	200,000,000	0.16	219,272,939	359,059
ZAR177m facility	177,000,000	0.07	96,378,567	64,772
ZAR550m facility	550,000,000	0.16	586,442,458	931,214
ZAR821m facility	821,250,125	0.76	2,401,875,366	18,182,926
Total			**3,303,969,330**	**19,537,971**

Sensitivity Valuation results (as at 31 March 2025) - Volatility

Facility	Base volatility assumption	Total Value (GBP) - Base assumption	Total Value (GBP) - 75% historical volatility
ZAR200m facility	87.36%	359,059	118,170
ZAR177m facility	87.36%	64,772	10,779
ZAR550m facility	87.36%	931,214	299,771
ZAR821m facility	87.36%	18,182,926	11,362,723
Total		**19,537,971**	**11,791,443**

Sensitivity Valuation results (as at 31 March 2025) - Risk Margin

Facility	Base risk margin assumption	Total Value (GBP) - 7% risk margin	Total Value (GBP) - 3% risk margin
ZAR200m facility	5%	359,801	358,284
ZAR177m facility	5%	64,913	64,624
ZAR550m facility	5%	933,175	929,179
ZAR821m facility	5%	18,267,501	18,093,167
Total		**19,625,390**	**19,445,254**

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

Sensitivity Valuation results (as at 31 March 2025) - FX volatility

Facility	Base FX volatility	Total Value (GBP) - 20% FX volatility	Total Value (GBP) - 10% FX volatility
ZAR200m facility	13.00%	364,708	357,464
ZAR177m facility	13.00%	66,462	64,346
ZAR550m facility	13.00%	945,972	927,122
ZAR821m facility	13.00%	18,147,385	18,201,557
Total		**19,524,576**	**18,550,489**

Sensitivity Valuation results (as at 31 March 2025) - UK risk-free rate

Facility	Base UK risk-free rate	Total Value (GBP) - UK rf + 2%	Total Value (GBP) - UK rf -2%
ZAR200m facility	4.58%	376,054	342,593
ZAR177m facility	4.58%	69,187	60,472
ZAR550m facility	4.58%	975,711	887,946
ZAR821m facility	4.58%	18,625,310	17,732,349
Total		**20,046,262**	**19,023,360**

(30) Financial risk management objectives

Capital risk management:
The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

The capital structure of the Group consists of shareholder and external debt, which includes loans and borrowings (excluding derivative financial liabilities) disclosed in Notes 13 and 14 and equity as disclosed in the Statement of Financial Position.

Shareholder and external third-party loans from foreign entities to South African companies are subject to the foreign exchange controls as imposed by the South African Reserve Bank ("SARB"). All inward loans into South Africa require approval by the SARB and all loans in the current capital structure have been approved by the SARB and all entities in the Group are compliant with the SARB approvals relevant to the entity concerned and the approvals granted by the SARB.

Liquidity risk:
Prudent liquidity risk management implies maintaining sufficient cash and marketable securities, the availability of funding through an adequate amount of committed credit facilities and the ability to close out market positions. Due to the dynamic nature of the underlying businesses, Group treasury maintains flexibility in funding by maintaining availability under committed credit lines.

The Group's risk to liquidity is a result of obligations associated with financial liabilities of the Group and the availability of funds to meet those obligations. The Group manages liquidity risk through an ongoing review of future commitments and credit facilities.

The table below analyses the Group's financial liabilities into relevant maturity groupings based on the remaining period at the statement of financial position to the contractual maturity date. The amounts

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

	Less than one year US$'000	Between one and two years US$'000	Between two and five years US$'000	Over five years US$'000
At 31 March 2025				
Shareholder loans payable	**-**	**-**	**212,585**	**-**
Trade and other payables	**11,649**	**-**	**-**	**-**
Other financial liabilities	**471**	**-**	**-**	**-**
Total	**12,120**	**-**	**212,585**	**-**

	Less than one year US$'000	Between one and two years US$'000	Between two and five years US$'000	Over five years US$'000
At 31 March 2024				
Shareholder loans payable	106,052	-	97,630	-
Trade and other payables	9,515	-	-	-
Other financial liabilities	11,940	-	-	-
Total	**127,507**	**-**	**97,630**	**-**

Credit risk:
Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. The Group's financial assets include trade and other receivables, loans receivable, other financial assets and cash and cash equivalents.

Ongoing credit evaluation is performed on the financial conditions of the counterparties to the trade and other receivables, loans receivable and other financial assets. The Group only deposits cash with major banks with high quality credit standing and limits exposure to any one counterparty. No credit limits were exceeded during the reporting period, and management does not expect any losses from non-performance by these counterparties.

Interest rate risk:
As the Group has significant interest-bearing loans, the Group's income and operating cash flows are substantially dependent on changes in market interest rates. At 31 March 2025, if interest rates on the shareholder and BNP loans (denominated in US$) had been 1% higher/lower with all other variables held constant, post-tax profit and equity for the period would have been approximately US$ 950,000 (2024: US$ 0,000) higher/lower respectively.

Foreign currency risk:
Foreign currency risk is the risk that the fair value of future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Group's exposure to the risk of changes in foreign exchange rates relates primarily to the Group's financing activities (when financial liabilities and cash are denominated other than in a company's functional currency).

Most of the Group's transactions are carried out in South African Rand. Foreign currency risk is monitored closely on an ongoing basis to ensure that the net exposure is at an acceptable level.

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

The Group maintains a natural hedge whenever possible, by matching the cash inflows (revenue stream) and cash outflows used for purposes such as capital and operational expenditure in the respective currencies.

The Group's net exposure to foreign exchange risk was as follows:

	Functional currency		
As at 31 March 2025	**South African Rand US$'000**	**British Pound US$'000**	**Total US$'000**
Financial liabilities denominated in US$	**nil**	**-**	**nil**
Net foreign currency exposure	**nil**	**-**	**nil**

	Functional currency		
As at 31 March 2024	**South African Rand US$'000**	**British Pound US$'000**	**Total US$'000**
Financial liabilities denominated in US$	**(30,076)**	**-**	**(30,076)**
Net foreign currency exposure	**(30,076)**	**-**	**(30,076)**

Foreign currency sensitivity analysis:
The following tables demonstrate the sensitivity to a reasonably possible change in South African Rand and GBP exchange rates, with all other variables held constant.

The impact on the Group's profit before tax is due to changes in the fair value of monetary assets and liabilities. The Group's exposure to foreign currency changes for all other currencies is not material.

A 10% movement in the Rand and Pound against the US Dollar would increase/(decrease) net assets by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant.

	As at 31 March 2025 Increase/ (Decrease) US$'000	**As at 31 March 2024 Increase/ (Decrease) US$'000**
Effects on net assets Rand:		
- strengthened by 10%	**nil**	**(3,341)**
- weakened by 10%	**nil**	**3,341**
Effects on net assets GBP:		
- strengthened by 10%	**nil**	**(1,353)**
- weakened by 10%	**nil**	**1,353**

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

(31) Segment information

Operating segments
The Board of Directors consider that the Group has one operating segment, being that of phosphate mining and exploration. Accordingly, all revenues, operating results, assets and liabilities are allocated to this activity.

Geographical segments

The Group operates in two principal geographical areas – South Africa and the RoC.

The Group's revenues and non-current assets by location of assets are detailed below.

31 March 2025	**Revenues US$'000**	**Non-Current Assets US$'000**
South Africa	**37,211**	**93,061**
Republic of Congo	**-**	**43,804**
	37,211	**136,865**

31 March 2024	**Revenues US$'000**	**Non-Current Assets US$'000**
South Africa	**40,087**	**87,685**
Republic of Congo	**-**	**43,380**
	40,087	**131,065**

(32) Non-controlling interests

	31 March 2025 US$'000	**31 March 2024 US$'000**
As at beginning of year	**(27,314)**	**(19,854)**
Share of profit/(losses) for the period	**1,727**	**(8,523)**
Share of other comprehensive income	**(1,452)**	**592**
Kropz plc's investment in non-redeemable preference shares of Kropz Elandsfontein attributable to non-controlling interest	**-**	**471**
Restructure	**22,611**	**-**
As at end of the year	**(4,428)**	**(27,314)**

(33) Restructuring and fundraising

The Company has undertaken a fundraising to provide Kropz Elandsfontein (Pty) Ltd ("Kropz Elandsfontein") with additional funds to progress the ramp-up of operations at the Company's Elandsfontein phosphate project

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

in South Africa (“Elandsfontein Project”), to provide further funding to Cominco SA which owns the Hinda project in the Republic of the Congo (“Hinda Project”), to finance the remaining repayment of the BNP Facility, the partial repayment of accumulated accrued interest on the CLN by Kropz as well as working capital for the Company for general corporate purposes. The fundraising was conducted at an issue price of 1.387 pence per new ordinary share in the Company by way of a conditional subscription with ARC (the “Subscription”) and a retail offer (“REX Retail Offer”) via the REX platform (“REX Platform”) to raise in aggregate £8.9 million, before expenses (together, the “Fundraising”).

The REX Retail Offer provided minority shareholders in the Company with the opportunity to participate in the fundraising, on the same economic terms and at the same price as ARC.

ARC agreed to subscribe for a minimum of 515,098,414 new ordinary shares (the “Subscription Shares”) and agreed to underwrite, pursuant to an underwriting agreement entered into with the Company, an amount equal to the REX Retail Offer to ensure that the entire amount of the Fundraising would equate to approximately £8.9 million (before expenses). Retail investors subscribed in the REX Retail Offer for a total of 243,118 ordinary shares of 0.1 pence each in the capital of the Company (“Ordinary Shares”). ARC subsequently subscribed for 643,629,900 Subscription Shares. The Restructuring, the issue of the CLNs, the Subscription and the REX Retail Offer were conditional on shareholder approval of certain resolutions passed at a general meeting held on 20 September 2024.

As part of the restructuring exercise, intercompany debt and certain loans between the Company and its subsidiaries and the ARC Fund (“ARC”) were simplified and new convertible loan notes were issued (the “Convertible Loan Notes” or “CLNs”).

The Restructuring, the issue of the CLNs, and the Fundraising were also conditional on approval from the South African Reserve Bank (“Exchange Control Approval”) under the South African Exchange Control Regulations, 1961.

The resolutions were duly passed at the general meeting and 643,873,018 new Ordinary Shares in the capital of the Company were allotted and issued pursuant to the Fundraising, representing approximately 41 per cent. of the enlarged issued share capital of the Company immediately following completion of the Fundraising.

Details of the Restructuring

The restructuring sought to simplify the intra-group arrangements. In order to achieve this, the Company undertook the following steps:

- Cancelled all non-redeemable preference shares between Kropz and its subsidiary, Kropz Elandsfontein. Given the accumulated losses and debt burden in Kropz Elandsfontein, these had no value;
- Converted £29.1 million (US$ 37.89 million, ZAR 667.74 million) of debt held by ARC in Kropz Elandsfontein and other South African subsidiaries to equity;
- Converted all existing intercompany debt between Kropz Plc, Kropz Elandsfontein, Kropz SA and Elandsfontein Land Holdings to equity; and
- Settled £35.8 million (US$ 46.6 million, ZAR 821.25 million) of the debt from Kropz Elandsfontein and other South African subsidiaries to ARC through the issue of new CLNs by Kropz.

These steps eliminated debt accumulated within the subsidiaries and simplified the Group’s corporate structure. The Company commissioned an independent third party to produce an independent valuation of both Kropz Elandsfontein and Elandsfontein Land Holdings (Pty) Ltd (“Elandsfontein Land”) (together, the “Elandsfontein Subsidiaries”) for the purposes of the Restructuring (the “Independent Valuation”) to ensure

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

that the restructuring was implemented at arm's length using fair value estimates for the Elandsfontein Subsidiaries.

The Restructuring resulted in Kropz's direct and indirect holding moving to 69.68 per cent. in Kropz Elandsfontein and 66.63 per cent. in Elandsfontein Land respectively, with ARC having a direct holding in each of the South African subsidiaries, for compliance with the South African Black Economic Empowerment requirements. The Company's ownership of Hinda is not affected by the Restructuring and remains at 100 per cent (the Company's effective interest being 90 per cent., after taking into account the dilutionary interest of the government of the Republic of Congo).

The detailed steps of the above were as follows:

1. Cancellation of non-redeemable preference shares

   The Group cancelled all of the non-redeemable preference shares held by Kropz in Kropz Elandsfontein. These preference shares were valued at nil and were fully written down in the accounts of Kropz.

2. Debt for equity swap between Kropz and the Elandsfontein Subsidiaries

   The Elandsfontein Subsidiaries issued new shares to Kropz in proportion to the debt balances owed. The cumulative debt balance owed by the Elandsfontein Subsidiaries to Kropz was £29.61 million (US$ 38.55 million, ZAR 679.42 million).

   Kropz subscribed for new shares in Kropz Elandsfontein for a total of £28.92 million (US$ 37.65 million, ZAR 663.47 million) and in Elandsfontein Land for a total of £0.69 million (US$0.9 million ZAR 15.95 million) The subscriptions were done at a subscription price based on an Independent Valuation of each of the Elandsfontein Subsidiaries. The Elandsfontein Subsidiaries utilised the proceeds from the new share issue to repay the total debt balances owed to Kropz.

   The resultant balance of intercompany debt between Kropz and the Elandsfontein Subsidiaries is £ nil (US$ nil ZAR nil).

3. Debt for equity swap between *Kropz and Kropz SA*

   Kropz subscribed for shares in Kropz SA for £2.1 million (US$ 2.74 million, ZAR 48.23 million), the proceeds of which Kropz SA utilised to repay £2.1 million (US$ 2.74, million ZAR 48.23 million) of debt owed to Kropz. The resultant balance of intercompany debt between Kropz and Kropz SA is nil.

4. *Debt for equity swap between ARC and the Elandsfontein Subsidiaries*

   The Elandsfontein Subsidiaries issued new shares to ARC. The cumulative debt balance owed by the Elandsfontein Subsidiaries to ARC was £64.9 million (US$ 84.5 million, ZAR 1.5 billion). ARC subscribed for new shares in Kropz Elandsfontein for a total of £28.32 million (US$ 36.86 million, ZAR 649.63 million) and in Elandsfontein Land for a total of £0.79 million (US$ 1.03 million, ZAR 18.1 million). The subscriptions were done at a subscription price based on an Independent Valuation of each of the Elandsfontein Subsidiaries. The Elandsfontein Subsidiaries then utilised the proceeds from the new share issue to repay £29.1 million (US$ 37.89 million, ZAR 667.74 million) of the debt balance owed to ARC. The resultant balance of debt between ARC and the Elandsfontein Subsidiaries is £35.80 million (US$ 46.6 million, ZAR 821.3 million).

   Kropz also has approximately £57.79 million remaining (US$ 74.75 million, ZAR 1.37 billion) of existing convertible debt (the "Existing Equity Facilities") with ARC (including accumulated interest) at 31 March 2025, which were not settled as part of the restructuring arrangements. These facilities were amended to extend the repayment terms to being 3 years from the date of issue of the new CLN (17 October 2024).

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

5. *New Convertible Loan Note issue*

   To raise the capital required to settle the remaining balance of the unconverted bridge loans for the Restructuring, Kropz issued a CLN instrument to ARC for £35.80 million (US$ 46.6 million ZAR 821.3 million). The terms of the CLN are as follows:

   - the CLN is repayable after 5 years or such later date as confirmed by ARC in writing;
   - the interest rate is the South African prime rate plus 6% (six percent); and
   - the CLN is convertible, at the lender's discretion, to additional Kropz shares at the prevailing 30-day volume weighted average price (VWAP) of 1.46 pence

   Kropz utilised the proceeds of the CLN to subscribe for new ordinary shares in Kropz Elandsfontein. Kropz Elandsfontein in turn applied the proceeds from the share subscription to repay the outstanding portion of the bridge loans to ARC, being £35.80 million (US$ 46.6 million, ZAR 821.3 million), resulting in these being reduced to nil.

As a result of the Restructuring, the Elandsfontein Subsidiaries no longer had any debt obligations to ARC post the transaction date.

At 31 March 2025, Kropz has convertible debt of £95.18 million (including accumulated interest) outstanding with ARC, being the aggregate of the new CLN and the Existing Equity Facilities.

(34) Subsequent events

Loan Facilities

On 25 April 2025, Kropz Elandsfontein and ARC Fund ("ARC") agreed to a ZAR 130 million (approximately US$ 6.7 million) loan facility (the "Loan") to meet cash requirements at Kropz Elandsfontein. Interest is payable on the Loan at the South African prime overdraft interest rate plus 6%, nominal per annum and compounded monthly. The Loan is repayable on the earlier of a date as agreed between the Parties or on demand from ARC, on no less than 15 business days' notice. There is no fixed term. The loan had been fully drawn by 30 May 2025.

On 14 July 2025, Kropz Elandsfontein and ARC Fund ("ARC") agreed to a ZAR 200 million (approximately US$ 11.4 million) loan facility (the "Loan") to meet cash requirements at Kropz Elandsfontein. Interest is payable on the Loan at the South African prime overdraft interest rate plus 6%, nominal per annum and compounded monthly. The Loan is repayable on the earlier of a date as agreed between the Parties or on demand from ARC, on no less than 15 business days' notice. There is no fixed term. ZAR 30 million remain available for to draw down.

As announced on 26 February 2025, Teh Hong Eng Investments Holding Limited ("THE") and Meridian Investment Group PTE. Limited ("Meridian") have served Particulars of Claim in litigation in the English High Court to which Kropz and its subsidiary company, Cominco, are defendants. Kropz and Cominco have notified the court that they intend to fully defend the litigation. The litigation relates to an alleged breach of THE's right of first refusal to acquire Cominco shares at the time of Kropz's offer to Cominco's shareholders in November 2018 which resulted in the acquisition by Kropz of the entire issued and to be issued share capital of Cominco. A legal stay with THE and Meridian in respect of the litigation has been agreed and will expire on 31 December 2025.

As announced on 19 March 2025, a lawsuit has been lodged by the World Wildlife Fund South Africa ("WWF-SA") against South Africa's Ministry of Forestry, Fisheries and Environment ("DFFE") over its decision to

Notes to the Consolidated Financial Statements for the year ended 31 March 2025 (continued)

dismiss appeals against an environmental offset exemption granted to the Elandsfontein mine, which is owned by the Company. Kropz Elandsfontein intends to oppose the WWF-SA motion as the third Respondent and is taking legal advice regarding the matter.

(35) Ultimate controlling party

The Directors consider Ubuntu-Botho Commercial Enterprises Proprietary Limited to be the ultimate controlling party of the Company.

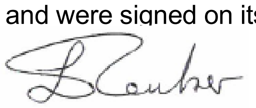
Company Statement of Financial Position
(Registered number: 11143400)
As at 31 March 2025

	Notes	31 March 2025 US$'000	31 March 2024 US$'000
Fixed assets			
Investment in subsidiaries	3	**136,788**	40,205
Amounts due from subsidiaries		**8,751**	7,906
		145,539	**48,111**
Current assets			
Debtors	4	**110**	153
Cash and bank balances		**617**	562
		727	**715**
Current liabilities			
Amounts falling due within one year	7	**(135)**	(196)
Shareholder loans and derivative liability	8	**(64,028)**	(33,863)
Current taxation		**-**	(623)
Group loan payable		**(158)**	-
		(64,321)	**(34,682)**
Net current liabilities		**(63,594)**	**(33,967)**
Non-current liabilities			
Shareholder loans and derivative liability	8	**-**	-
Net Assets		**81,945**	**14,144**
Capital and Reserves			
Share capital	5	**2,053**	1,212
Share premium account		**205,585**	194,757
Merger reserve		**14,878**	14,878
Foreign currency translation reserve		**(649)**	(1,380)
Share-based payment reserve		**-**	305
Retained losses		**(139,922)**	(195,628)
		81,945	**14,144**

The Company has elected to take the exemption under section 408 of the Companies Act 2006, to not present the Statement of Comprehensive Income. Capital and reserves include profit for the year of the parent company of US$ 55,705,000 (2024: US$ 6,638,000).

The notes on pages 128 to 132 form an integral part of these Financial Statements.

The Financial Statements on pages 126 to 132 were approved and authorised for issue by the Board of Directors and were signed on its behalf by:



Louis Loubser,
Chief Executive Officer
25 September 2025

Company Statement of Changes in Equity
For the year ended 31 March 2025

	Share capital	Share premium	Merger reserve	Foreign currency translation reserve	Share-based payment reserve	Retained losses	Total
	US$'000	US$'000	US$'000	US$'000	US$'000	US$'000	US$'000
At 1 January 2023	**1,212**	**194,757**	**14,878**	**58**	**281**	**(202,266)**	**8,920**
Loss for the period	-	-	-	-	-	6,638	**6,638**
Other comprehensive loss	-	-	-	(1,438)	-	-	**(1,438)**
Total comprehensive loss for the period	**-**	**-**	**-**	**(1,438)**	**-**	**6,638**	**5,200**
Issue of shares	-	-	-	-	-	-	-
Share options exercised	-	-	-	-	70	-	**70**
Share-based payment credit	-	-	-	-	(46)	-	**(46)**
Transactions with owners	**-**	**-**	**-**	**-**	**24**	**-**	**24**
At 31 March 2024	**1,212**	**194,757**	**14,878**	**(1,380)**	**305**	**(195,628)**	**14,144**
Profit for the year	-	-	-	-	-	55,705	**55,705**
Other comprehensive (loss)/income	-	-	-	731	-	-	**731**
Total comprehensive (loss)/income for the year	**-**	**-**	**-**	**731**	**-**	**55,705**	**56,436**
Issue of shares	841	10,827	-	-	-	-	**11,668**
Share-based payment credit	-	-	-	-	31	-	**31**
Share options forfeited	-	-	-	-	(336)	-	**(336)**
Transactions with owners	**841**	**10,827**	**-**	**-**	**(305)**	**-**	**11,363**
At 31 March 2025	**2,053**	**205,584**	**14,878**	**(649)**	**-**	**(139,923)**	**81,943**

Notes to the Company Financial Statements for the year ended 31 March 2025

1. General information

The Company was incorporated on 10 January 2018 and is a public limited company limited by shares, with its ordinary shares admitted to the AIM Market of the London Stock Exchange on 30 November 2018 trading under the symbol, "KRPZ". The Company is domiciled in England and incorporated and registered in England and Wales. The address of its registered office is 35 Verulam Road, Hitchin, SG5 1QE. The registered number of the Company is 11143400.

2. Summary of significant accounting policies

(a) Basis of preparation

The Company's Financial Statements have been prepared in accordance with applicable law and accounting standards in the United Kingdom and under the historical cost accounting rules (Generally Accepted Accounting Practice in the United Kingdom).

The Directors have assessed the Company's ability to continue in operational existence for the foreseeable future in accordance with the FRC guidance on the going concern basis of accounting and reporting on solvency and liquidity risks. It is considered appropriate to continue to prepare the Financial Statements on a going concern basis. Disclosures in relation to going concern are shown in Note 2 (a) to the Consolidated Financial Statements.

These financial statements have been prepared in accordance with applicable United Kingdom accounting standards, including Financial Reporting Standard 102 – "The Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland" ("FRS 102"), and with the Companies Act 2006. The financial statements have been prepared on the historical cost basis.

The Company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by FRS 102 "The Financial Reporting Standard applicable in the UK":

- the requirements of Section 7 Statement of Cash Flows
- the requirements of Section 11 Financial Instruments

Going concern

Cash and cash equivalents totalled US$ 0.6 million as at 31 March 2025 (2024: US$ 0.6 million). Apart from revenue generated at Kropz Elandsfontein, the Company has no other current source of operating revenue and the ramp up of Elandsfontein is still in progress. Therefore, the Company is dependent on future fund raisings to meet any production costs, overheads and future development and exploration requirements that cannot be met from existing cash resources and sales revenue. Also refer to the going concern note on page 72 to 76.

Notes to the Company Financial Statements for the year ended 31 March 2025 (continued)

Going concern basis

Based on the Company's current available reserves, recent operational performance, forecast production and sales at Kropz Elandsfontein coupled with Managements' track record to successfully raise additional funds as and when required, to meet its working capital and capital expenditure requirements, the Board have concluded that they have a reasonable expectation that the Company will continue in operational existence for the foreseeable future and at least for a period of 12 months from the date of approval of these financial statements.

For these reasons the financial statements have been prepared on the going concern basis, which contemplates continuity of normal business activities and the realisation of assets and discharge of liabilities in the normal course of business.

As there can be no guarantee that the required future funding can be raised in the necessary timeframe, a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern and therefore it may be unable to realise its assets and discharge its liabilities in the normal course of business.

The financial report does not include adjustments relating to the recoverability and classification of recorded asset amounts or to the amounts and classification of liabilities that might be necessary should the Company not continue as a going concern.

The auditors make reference to going concern by way of a material uncertainty.

(b) Interest revenue

Interest revenue is accrued on a time basis, by reference to the principal outstanding and the effective interest rate.

(c) Fixed asset investments

Fixed asset investments in Group undertakings are carried at cost less any provision for impairment.

(d) Foreign currencies

Transactions in foreign currencies are recorded using the rate of exchange ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated using the contracted rate or the rate of exchange ruling at the balance sheet date and the gains or losses on translation are included in the profit and loss account.

Exchange differences arising on the translation of the Company's results and net assets from its functional currency of GBP to the presentational currency of US$ are taken to the foreign currency translation reserve.

(e) Cash and cash equivalents

Cash and cash equivalents comprise cash in hand, bank balances, deposits with financial institutions and short-term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of change in value.

Notes to the Company Financial Statements for the year ended 31 March 2025 (continued)

(f) Share-based payment arrangements

The policy for the Company's share-based payment arrangements can be found in Note 2(r) of the Consolidated Financial Statements.

(g) Derivative assets / liabilities

Derivatives that are embedded in a host contract are accounted for separately as derivatives if they are not closely related to the host contract, unless the hybrid (combined) instrument is measured at fair value with changes in fair value recognised directly in the income statement.

Embedded derivatives are measured at fair value with changes in fair value recognised in profit or loss.

A derivative is a financial instrument that changes in value in response to an underlying price and creates the rights and obligations that usually have the effect of transferring between parties to the instrument one or more of the financial risks inherent in an underlying instrument. A key characteristic of derivatives is that they require little or no initial net investment and will be settled at a future date.

Separable embedded derivatives are measured at fair value with all changes in fair value recognised in the income statement.

3. Investment in subsidiaries

	31 March 2025 US$'000	31 March 2024 US$'000
Cost / recoverable amount		
At beginning of the year	**40,205**	**40,183**
Purchase of non-redeemable preference shares in Kropz Elandsfontein	**-**	**5,000**
Impairment of non-redeemable preference shares in Kropz Elandsfontein	**-**	**(7,214)**
Preference shares paid in excess	**-**	**2,214**
Preference dividends due from subsidiary – Kropz Elandsfontein	**-**	**14,619**
Impairment of preference dividends due from subsidiary – Kropz Elandsfontein	**-**	**(14,619)**
Cancellation of preference shares*	**-**	**-**
Share-based payment transaction with subsidiaries	**(119)**	**(21)**
Share-based payment impairment reversal	**68**	**-**
Additional shares acquired in Kropz SA	**2,737**	**-**
Additional shares acquired in Kropz Elandsfontein	**92,992**	**-**
Additional shares acquired in Elandsfontein Land Holdings	**905**	**-**
Functional currency translation adjustment	**-**	**43**
At end of year	**136,788**	**40,205**

Details of the Company's subsidiaries as at 31 March 2025 are set out in Note 3 to the Consolidated Financial Statements.

* As described in Note 33 to the Consolidated Financial Statements, the Group cancelled all of the non-redeemable preference shares which were already fully written down in the Company's accounts.

Notes to the Company Financial Statements for the year ended 31 March 2025 (continued)

4. Debtors

	31 March 2025 US$'000	31 March 2024 US$'000
VAT recoverable	**48**	**19**
Other debtors	**62**	**134**
	110	**153**

5. Share capital

Details of the Company's authorised, called-up and fully paid share capital are set out in Note 11 to the Consolidated Financial Statements.

The ordinary shares of the Company carry one vote per share and an equal right to any dividends declared.

6. Reserves

Foreign exchange translation reserve
The foreign exchange translation reserve comprises all foreign currency differences arising from the translation of the assets, liabilities and equity of the entities included in these financial statements from their functional currencies to the presentational currency.

Share premium
The share premium account represents the amount received on the issue of ordinary shares by the Company, other than those recognised in the merger reserve described below, in excess of their nominal value and is non-distributable.

Merger reserve
The merger reserve represents the amount received on the issue of ordinary shares by the Company in excess of their nominal value on acquisition of subsidiaries where merger relief under section 612 of the Companies Act 2006 applies. The merger reserve consists of the merger relief on the issue of shares to acquire Kropz SA on 27 November 2018 and Cominco Resources on 30 November 2018.

Share-based payment reserve
The share-based payment reserve arises from the requirement to value share options and warrants in existence at the period end at fair value (see Note 11 to the Consolidated Financial Statements).

7. Creditors: amounts falling due within one year

	31 March 2025 US$'000	31 March 2024 US$'000
Trade creditors	**11**	89
Other creditors and accruals	**124**	107
	135	**196**

Notes to the Company Financial Statements for the year ended 31 March 2025 (continued)

8. Shareholder loans and derivative liability

	31 March 2025 US$'000	31 March 2024 US$'000
Convertible debt - ARC	**38,754**	27,387
Derivative liability	**25,274**	6,476
	64,028	**33,863**
Maturity		
Current	**64,028**	**33,863**
	64,028	**33,863**

Convertible debt - ARC

On 20 October 2021, the Company entered into a new convertible equity facility of up to ZAR 200 million ("ZAR 200 Million Equity Facility") with ARC, the Company's major shareholder. Interest is payable at 14% nominal, compounded monthly. At any time during the term of the ZAR 200 Million Equity Facility, repayment of the ZAR 200 Million Equity Facility capital amount will, at the election of ARC, either be in the form of the conversion into ordinary shares of 0.1 pence each ("Ordinary Shares") in the Company and issued to ARC, at a conversion price of 4.5058 pence per Ordinary Share each, representing the 30-day Volume Weighted Average Price ("VWAP") on 21 September 2021, and at fixed exchange rate of GBP 1 = ZAR 20.24 ("Conversion"), or payable in cash by the Company at the end of the term of the ZAR 200 Million Equity Facility which is 16 October 2027. The Company made a drawdown of ZAR 90 million of the ZAR 200 Million Equity Facility on 26 October 2021 and a further ZAR 37 million on 9 December 2021. Two further draw downs were made in 2022, one on 25 March 2022 for ZAR 40 million and ZAR 33 million on 26 April 2022. The ZAR 200 Million Equity Facility is fully drawn at the date of this report.

As announced on 11 May 2022, the Company entered into a new conditional convertible equity facility of up to ZAR 177 million ("ZAR 177 Million Equity Facility") with ARC. Interest is payable at 14% nominal, compounded monthly. At any time during the term of the ZAR 177 Million Equity Facility, repayment of the ZAR 177 Million Equity Facility capital amount will, at the election of ARC, either be in the form of the conversion into Ordinary Shares in the Company and issued to ARC, at a conversion price of 9.256 pence per Ordinary Share each, representing the 30-day Volume Weighted Average Price ("VWAP") on 4 May 2022, and at fixed exchange rate of ZAR 1 = GBP 0.0504 ("Conversion"), or payable in cash by the Company at the end of the term of the ZAR 177 Million Equity Facility which is 16 October 2027. The first drawdown on the ZAR 177 Million Equity Facility occurred on 2 June 2022 for ZAR 103.5 million. The second drawdown on the ZAR 177 Million Equity Facility was made on 7 July 2022 for ZAR 60 million. On 9 August 2022, a final drawdown on the ZAR 177 Million Equity Facility was made for ZAR 13.5 million. The ZAR 177 Million Equity Facility is fully drawn at the date of this report.

As announced on 14 November 2022, the Company entered into a new conditional convertible equity facility of up to ZAR 550 million ("ZAR 550 Million Equity Facility") with ARC. Interest is payable at the South African prime overdraft interest rate plus 6%, nominal per annum and compounded monthly. At any time during the term of the ZAR 550 Million Equity Facility, repayment of the ZAR 550 Million Equity Facility capital amount will, at the election of ARC, either be in the form of the conversion into Ordinary Shares in the Company and issued to ARC, at a conversion price of 4.579 pence per Ordinary Share each, representing the 30-day Volume Weighted Average Price ("VWAP") on 21 October 2022 and at fixed exchange rate of ZAR 1 = GBP 0.048824 ("Conversion"), or payable in cash by the Company at the end of the term of the ZAR 550 Million Equity Facility which is 16 October 2027. The Company drew down a further ZAR 107.5 million during the 15-month period and is fully drawn as at 31 March 2024.

Notes to the Company Financial Statements for the year ended 31 March 2025 (continued)

The Company entered into a new conditional convertible equity facility of up to ZAR 821 million ("ZAR 821 Million Equity Facility") with ARC on 17 October 2024. Interest is payable at the South African prime overdraft interest rate plus 6%, nominal per annum and compounded monthly. At any time during the term of the ZAR 821 Million Equity Facility, repayment of the ZAR 821 Million Equity Facility capital amount will, at the election of ARC, either be in the form of the conversion into Ordinary Shares in the Company and issued to ARC, at a conversion price of 1.46 pence per Ordinary Share each, representing the 30-day Volume Weighted Average Price ("VWAP") on 23 August 2024 and at fixed exchange rate of ZAR 1 = GBP 0.0427 ("Conversion"), or payable in cash by the Company at the end of the term of the ZAR 821 Million Equity Facility which is 16 October 2029. The Company accessed the full loan on 17 October 2024. The loan has been fully drawn at the date of this report.

Convertible liability
It was determined that the conversion option embedded in the convertible debt equity facility be accounted for separately as a derivative liability. Although the amount to be settled is fixed in ZAR, when converted back to Kropz's functional currency, will result in a variable amount of cash based on the exchange rate at the date of conversion. The value of the liability component and the derivative conversion component were determined at the date of draw down using a Monte Carlo simulation. The debt host liability was bifurcated based on the determined value of the option. Subsequently, the embedded derivative liability is adjusted to reflect fair value at each period end with changes in fair value recorded in profit and loss (refer to Note 29 to the Consolidated Financial Statements).

9. Related party transactions

The only key management personnel of the Company are the Directors. Details of their remuneration are contained in Note 17 to the Consolidated Financial Statements.

The following transactions and balances with subsidiaries occurred in the year:

	31 March 2025 US$'000	31 March 2024 US$'000
Opening balance	7,906	7,211
Loans advanced	857	695
Loans repaid	(12)	(937)
Reversal/(Impairment) of loans to subsidiaries	-	937
	8,751	7,906

10. Subsequent events

Disclosures in relation to events after 31 March 2025 are shown in Note 34 to the Consolidated Financial Statements.

Company information

Current Directors
Linda Janice Beal, Independent Non-executive Chair
Louis Ronald Loubser, Chief Executive Officer
Gerrit Jacobus Duminy, Non-executive Director
Michael Daigle, Independent Non-executive Director

Company secretary
Fusion Corporate Secretarial Service (Pty) Ltd

Company number
11143400

Registered address
35 Verulam Road
Hitchin
SG5 1QE

Independent auditors
PKF Littlejohn LLP
15 Westferry Circus
Canary Wharf
London
E14 4HD

Nominated adviser
Grant Thornton UK LLP
8 Finsbury Circus
London, EC2M 7EA

Broker
H&P Advisory Limited
2 Park Street
Mayfair
London W1K 2HX

Legal advisers as to English Law
Haynes Boone
1 New Fetter Lane,
London EC4A 1AN

Legal advisers as to South African Law
Werksmans Attorneys
The Central, 96 Rivonia Road
Sandton 2196
Johannesburg
South Africa

Bowmans
22 Bree Street
Cape Town 8000
South Africa

Company information (continued)

Legal advisers as to the laws of Republic of Congo
PricewaterhouseCoopers Tax & Legal
88 Avenue du General de Gaulle
B.P. 1306
Pointe-Noire
Congo

Legal advisers as to the laws of the British Virgin Islands
Harney Westwood & Riegels LP
Craigmuir Chambers
PO Box 71,
Road Town
Tortola VG1110
British Virgin Islands

Registrars
Computershare Investor Services PLC
The Pavilions
Bridgwater Road
Bristol
BS13 8AE

Principal bankers
Barclays
One Churchill Place
London E14 5HP

BNP Paribas
11 Crescent Place
Melrose Arch
Johannesburg 2196
South Africa

Financial PR
Tavistock Communications Limited
1 Cornhill
London EC3V 3ND

Market consultant
CRU Consulting
Chancery House
53-64 Chancery Lane
London WC2A 1QS

Company's website: www.kropz.com