

Condensed interim consolidated financial
statements of

Eastern Platinum Limited

For the three and nine months ended
September 30, 2022 (Unaudited)

Eastern Platinum Limited

For the three and nine months ended September 30, 2022

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Notice of No Auditor Review of Condensed Interim Consolidated Financial Statements

The accompanying unaudited condensed interim consolidated financial statements of the Company have been prepared by and are the responsibility of the Company's management. The Company's independent auditor has not performed a review of these financial statements in accordance with the standards established by the Canadian Institute of Professional Chartered Accountants for a review of interim financial statements by an entity's auditor.

Eastern Platinum Limited

Condensed interim consolidated statement of income

(Unaudited - expressed in thousands of U.S. dollars, except for per share amounts)

	Note	Three months ended		Nine months ended	
		September 30		September 30	
		2022	2021	2022	2021
Revenue	11	\$ 17,215	\$ 15,927	\$ 55,110	\$ 52,592
Production costs		(11,064)	(12,322)	(37,745)	(40,673)
Production costs - depreciation		(1,728)	(1,712)	(5,385)	(5,276)
Mine operating income		4,423	1,893	11,980	6,643
Expenses					
General and administrative		915	602	3,472	2,175
Site services		1,281	1,030	3,745	3,621
Care and maintenance		630	647	2,130	2,254
Operating income (loss)		1,597	(386)	2,633	(1,407)
Other income (expense)					
Gain on disposal of property, plant and equipment		23	48	314	745
Interest income		109	94	355	274
Other income		363	785	1,298	2,382
Finance costs		(1,490)	(1,317)	(3,641)	(4,149)
Settlement gain		-	-	-	3,258
Foreign exchange loss		(4,670)	(2,328)	(2,911)	(1,298)
Loss before income taxes		(4,068)	(3,104)	(1,952)	(195)
Income tax recovery (expense)		3	(13)	2,251	(60)
Net income (loss) for the period		(4,065)	(3,117)	299	(255)
Net income (loss) attributable to					
Non-controlling interest	3	(1)	(610)	145	(1,023)
Equity shareholders of the Company		(4,064)	(2,507)	154	768
Net income (loss) for the period		\$ (4,065)	\$ (3,117)	\$ 299	\$ (255)
Earnings (loss) per share					
Basic and diluted		\$ (0.03)	\$ (0.02)	\$ 0.00	\$ 0.01
Weighted average number of common shares outstanding ('000s)					
Basic		137,821	137,723	137,821	134,614
Diluted		137,821	137,723	137,821	137,066

The accompanying notes are an integral part of these unaudited condensed interim consolidated financial statements.

"George Dorin"

George Dorin, Director

"Lisa Ng"

Lisa Ng, Director

Eastern Platinum Limited

Condensed interim consolidated statement of comprehensive income (loss)

(Unaudited - expressed in thousands of U.S. dollars)

	Note	Three months ended		Nine months ended	
		September 30		September 30	
		2022	2021	2022	2021
Net income (loss) for the period		\$ (4,065)	\$ (3,117)	\$ 299	\$ (255)
Other comprehensive income (loss) items that may subsequently be reclassified to profit or loss					
- Exchange differences on translating foreign operations		2,501	(8,187)	247	(4,697)
- Exchange differences on translating non-controlling interest		97	2,660	617	1,466
Comprehensive income (loss) for the period		(1,467)	(8,644)	1,163	(3,486)
Comprehensive income (loss) attributable to					
Equity shareholders of the Company		(1,563)	(10,694)	401	(3,929)
Non-controlling interest	3	96	2,050	762	443
Comprehensive income (loss) for the period		\$ (1,467)	\$ (8,644)	\$ 1,163	\$ (3,486)

The accompanying notes are an integral part of these unaudited condensed interim consolidated financial statements.

Eastern Platinum Limited

Condensed interim consolidated statements of financial position

(Unaudited - expressed in thousands of U.S. dollars)

	Note	As at September 30 2022	As at December 31 2021
Assets			
Current assets			
Cash and cash equivalents		\$ 1,182	2,203
Short-term investments		—	3,944
Trade and other receivables		30,848	21,355
Inventories		1,512	1,792
Assets held for sale	4	—	1,739
Total current assets		33,542	31,033
Non-current assets			
Restricted cash		84	91
Inventories		571	940
Property, plant and equipment	4	117,704	124,226
Other assets		5,941	6,493
Total assets		\$ 157,842	162,783
Liabilities			
Current liabilities			
Trade and other payables		\$ 11,327	10,078
Deferred revenue	5	4,648	4,424
Lease liabilities		1,619	1,448
Contracts payable	5	49,474	-
Liabilities associated with assets held for sale	4	-	487
Total current liabilities		67,068	16,437
Non-current liabilities			
Deferred revenue		4,525	7,382
Contracts payable	5	—	49,914
Lease liabilities		792	2,216
Provision for environmental rehabilitation		2,970	3,114
Deferred tax liabilities		945	3,367
Total liabilities		76,300	82,430
Equity			
Issued capital	9	1,240,890	1,240,890
Contributed surplus		1,070	1,175
Accumulated other comprehensive loss		(310,495)	(310,742)
Deficit		(849,000)	(808,846)
Total equity attributable to Equity shareholders of the Company		82,467	122,477
Non-controlling interest	3	(925)	(42,124)
		81,542	80,353
Total liabilities and equity		\$ 157,842	162,783

Nature of operations and going concern (Note 1)

Contingencies (Note 13)

Eastern Platinum Limited

Condensed interim consolidated statement of changes in equity
(Unaudited - expressed in thousands of U.S. dollars)

	Issued capital	Contributed surplus	Accumulated other comprehensive income (loss)	Deficit	Total equity attributed to equity shareholders of the company	Non-controlling interest	Equity
Balance, December 31, 2020	\$ 1,231,563	\$ 1,290	\$(299,258)	(808,015)	125,580	\$(44,250)	\$ 81,330
Net income (loss)	-	-	-	768	768	(1,023)	(255)
Other comprehensive income (loss)	-	-	(4,697)	-	(4,697)	1,466	(3,231)
Total comprehensive income (loss)	-	-	(4,697)	768	(3,929)	443	(3,486)
Rights offering for 36,841,741 common shares	9,307	-	-	-	9,307	-	9,307
Rights offering share issuance cost	(62)	-	-	-	(62)	-	(62)
Warrants exercised for 40,000 common shares	12	(4)	-	-	8	-	8
Stock options exercised for 300,000 common shares	70	(20)	-	-	50	-	50
Share-based compensation	-	228	-	-	228	-	228
Transfer equity reserve relating to expired options	-	(319)	-	319	-	-	-
Balance, September 30, 2021	\$ 1,240,890	\$ 1,175	\$(303,955)	\$(806,928)	\$ 131,182	\$(43,807)	\$ 87,375
Balance, December 31, 2021	\$ 1,240,890	\$ 1,175	\$(310,742)	\$(808,846)	\$ 122,477	\$(42,124)	\$ 80,353
Net income	-	-	-	155	155	145	300
Other comprehensive income	-	-	247	-	247	617	864
Total comprehensive income	-	-	247	153	402	762	1,164
Adjust deficit relating to change in minority interest	-	-	-	(231)	(231)	-	(231)
Transfer equity reserve related to expired options	-	(361)	-	361	-	-	-
Share-based compensation	-	256	-	-	256	-	256
Transfer deficit relating to change in minority interest (Note 3)	-	-	-	(40,437)	(40,437)	40,437	-
Balance, September 30, 2022	\$ 1,240,890	\$ 1,070	\$(310,495)	\$(848,998)	\$ 82,467	\$(925)	\$ 81,542

The accompanying notes are an integral part of these unaudited condensed interim consolidated financial statements.

Eastern Platinum Limited

Condensed interim consolidated financial statements of cash flows
(Unaudited - expressed in thousands of U.S. dollars)

	Nine months ended	
	September 30	
	2022	2021
Operating activities		
Loss before income taxes	\$ (1,952)	\$ (195)
Adjustments to net loss for non-cash items		
Depreciation and amortization	5,493	5,400
Stock based compensation	256	228
Gain on disposal of property, plant and equipment	(314)	(745)
Interest income	(363)	(274)
Finance costs	3,641	4,149
Foreign exchange loss	2,914	1,298
Net changes in non-cash working capital items		
Trade and other receivables	(12,838)	(10,061)
Inventories	426	392
Trade and other payables	1,866	3,189
Deferred revenue	(3,302)	(3,111)
Cash provided from (used by) operations	(4,173)	270
Adjustments to net loss for cash items		
Taxes paid	(57)	(95)
Net operating cash flows	(4,230)	175
Financing activities		
Shares issued, net of issuance cost	-	9,303
Contracts payable - credit facility	1,176	-
Finance costs paid	(11)	(25)
Lease payments	(1,284)	(1,266)
Net financing cash flows	(119)	8,012
Investing activities		
Purchases of short-term investments	(30)	(5,174)
Interest income received	363	269
Redemption of short-term investments	3,913	1,190
Decrease of other assets	(194)	(201)
Property, plant and equipment additions	(2,773)	(5,230)
Disposal of property, plant and equipment	2,032	1,654
Net investing cash flows	3,311	(7,492)
Effect of exchange rate changes on cash and cash equivalents	17	98
Increase (decrease) in cash and cash equivalents	(1,021)	793
Cash and cash equivalents, beginning of period	2,203	1,772
Cash and cash equivalents, end of period	\$ 1,182	\$ 2,565

The accompanying notes are an integral part of these unaudited condensed interim consolidated financial statements.

Eastern Platinum Limited

Notes to the condensed interim consolidated financial statements

For the three and nine months ended September 30, 2022

(Unaudited - expressed in thousands of U.S. dollars, except for per share amounts)

1. Nature of operations and going concern

Eastern Platinum Limited ("Eastplats" or the "Company") was incorporated in Canada with limited liability under the legislation of the Province of British Columbia. The Company's shares are listed on the Toronto Stock Exchange (primary listing) and the Johannesburg Stock Exchange (secondary listing). The head office and principal address of the Company is located at 1080 - 1188 West Georgia Street, Vancouver, British Columbia, Canada.

The Company is a platinum group metal ("PGM") and chrome producing company engaged in re-mining and processing of tailings at the Crocodile River Mine ("CRM") and the exploration and development of other PGM and chrome properties located in various provinces in South Africa.

The Company's presentation currency is U.S. dollars. All monetary amounts presented in these condensed interim consolidated financial statements are in thousands of U.S. dollars ("\$"), thousands of Canadian dollars ("Cdn\$") or thousands of South African Rand ("ZAR"), except for per share amounts or otherwise indicated. The Company has re-presented certain prior year figures to reflect current period presentation in these condensed interim consolidated financial statements. Accordingly, on the condensed interim consolidated statement of cash flows, Finance costs paid of (\$11) has been included in Financing activities, while Interest income received of \$363 has been included in Investing activities.

These consolidated financial statements, including comparatives, have been prepared on the basis of accounting principles applicable to a going concern, which assumes the Company will continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of operations.

The Company and its subsidiary, Barplats Mines (Pty) Limited ("Barplats") entered into an agreement (the "Framework agreement") with Union Goal Offshore Solution Limited ("Union Goal") on March 1, 2018 and subsequently various transactional agreements including equipment and chrome plant agreement, loan agreement, escrow agreement and offtake agreement were signed on August 31, 2018 under the Framework Agreement (collectively referred to as the "2018 Retreatment Project Agreements"). On March 10, 2021, the Company, Barplats and Union Goal executed updated Retreatment Project Agreements (the "2021 Updated Retreatment Project Agreements") (see Note 5). All of these agreements are collectively referred to as the Union Goal Contracts and provide for construction, re-mining and processing of the tailings resource, and the subsequent offtake of chrome concentrate from the Barplats Zandfontein UG2 tailings facility ("Retreatment Project"). Operations from re-mining the tailings material have produced chrome concentrate since December 2018 and have produced PGM concentrates in December 2020. Since August 2013, the Company's other existing projects have been either in care and maintenance or on hold. Additional funding will be required in the future to commence underground production at CRM, and to develop the Kennedy's Vale ("KV"), Spitzkop PGM ("Spitzkop") and Mareesburg PGM ("Mareesburg") projects (together the "Eastern Limb Projects") and to bring them into production. For more information, refer to Financial risk management - liquidity risk (Note 10(c)(v)).

As the Company continues to operate the Retreatment Project, there remains material uncertainty that the Company will be able to achieve sufficient cash inflows to meet its expected obligations in the next 12 months and there can be no assurance that additional funding will be available to the Company when needed, or, if available, that this funding will be on acceptable terms. In the period, the Company reclassified its Contract payable as a current liability. This was based on the Company's best estimate of the timing of the payment due and is the main reason for the decrease in the Company's working capital. Based on agreed terms in the Framework Agreement with Union Goal, the actual payment amount and the timing of the payment have yet to be determined and are subject to good faith negotiations. These factors and uncertainties do raise significant doubt about the Company's ability to continue as a going concern. These consolidated financial statements do not give effect to adjustments to the carrying value and classification of assets and liabilities and related expense that would be necessary should the Company be unable to continue as a going concern and such adjustments may be material.

Eastern Platinum Limited

Notes to the condensed interim consolidated financial statements

For the three and nine months ended September 30, 2022

(Unaudited - expressed in thousands of U.S. dollars, except for per share amounts)

2. Basis of preparation

These unaudited condensed interim consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS"), as applicable to interim financial reports including International Accounting Standard ("IAS") 34 Interim Financial Reporting.

The preparation of these unaudited condensed interim consolidated financial statements is based on accounting principles and methods consistent with those used in the preparation of the audited consolidated financial statements as at December 31, 2021. The accompanying unaudited condensed interim consolidated financial statements should be read in conjunction with the Company's audited consolidated financial statements for the year ended December 31, 2021. The Company's interim results are not necessarily indicative of its results for a full year.

These condensed interim consolidated financial statements were approved and authorized for issuance by the board of directors on November 10, 2022.

(a) *Judgments and estimates*

The preparation of financial statements requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, and revenue and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and further periods if the review affects both current and future periods.

Significant judgements and estimates are involved in projecting the future cash flows including levels of production and the global impact of the novel coronavirus ("COVID-19").

The Company's primary operation is in South Africa. The Government of South Africa lifted the National State of Disaster in response to the COVID-19 pandemic on April 4, 2022. The Company's South African operation continues with precautions and follows the health guidelines of the Government of South Africa. The effects of COVID-19 are evolving and changing and the impact of a temporary shutdown of any operations or other related issues cannot be reasonably estimated at this time, but could potentially have material adverse effects on the Company's business, operations, liquidity and cash flows.

As discussed in Note 5, the Company signed the 2021 Updated Retreatment Project Agreements on March 10, 2021. The assessment of the accounting effect of the 2021 Updated Retreatment Project Agreements requires significant judgement.

Significant judgement is required to assess the value of the Company's trade receivables and the related contract payable to Union Goal. At September 30, 2022, the Company calculated an expected credit loss ("ECL") related to the outstanding trade receivable balance owed by Union Goal to the Company. The trade receivable balance is fully guaranteed by way of the 2021 Updated Retreatment Project Agreements with any outstanding receivable balance applied against the debt owed to Union Goal. The ECL is estimated based on the expected timing of the debt settlement discounted to the current period.

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Notes to the condensed interim consolidated financial statements

For the three and nine months ended September 30, 2022

(Unaudited - expressed in thousands of U.S. dollars, except for per share amounts)

The value of the ECL is reviewed quarterly. Below are the key assumptions used to calculate the ECL. The value of the initial ECL was recorded at March 31, 2022; it is recorded in Rand and revalued quarterly. There was no change to the Rand value in Q3 2022:

Discount rate	11%
Estimated payment date	June 30, 2023
Expected credit loss, September 30, 2022	\$911
Expected credit loss, March 31, 2022	\$1,076

The Company has been actively communicating with Union Goal regarding its outstanding trade receivable balance. The effects of this increasing balance are evolving and may impact the viability of the Retreatment Project and may have material adverse effects on the Company's business, operations, liquidity and cash flows. Management is in the process of considering and evaluating its rights under the various agreements with Union Goal.

Other areas of significant judgement and estimates made by management for the three and nine months ended September 30, 2022 in the application of IFRS that have a significant effect on the consolidated financial statements and estimates with a significant risk of material adjustment in the current and following fiscal years are discussed in Notes 4(u) and 4(v) of the Company's audited consolidated financial statements for the year ended December 31, 2021.

3. Subsidiaries and associates

During the second quarter of 2022, the Company determined that the previous shareholders of Gubevu Consortium Investment Holding (Pty) Ltd, ("Gubevu"), of which the Company owned 49.99%, had relinquished their holdings. As such, the Company now holds 100% of Gubevu and has adjusted the carrying value of its non-controlling interest accordingly. This also eliminates the non-controlling interest in each of the subsidiaries, previously jointly held by Gubevu and the Company.

Eastern Platinum Limited

Notes to the condensed interim consolidated financial statements
For the three and nine months ended September 30, 2022
(Unaudited - expressed in thousands of U.S. dollars, except for per share amounts)

(a) Subsidiaries

Details of the Company's subsidiaries are as follows:

Name of subsidiary	Principal activity	Place of incorporation and operation	Proportion of ownership interest and voting power held	
			September 30, 2022	December 31, 2021
Eastplats International Incorporated	Holding company	Barbados	100%	100%
Eastern Platinum Holdings Limited	Holding company	BVI (i)	100%	100%
Eastplats Holdings Limited	Holding company	BVI (i)	100%	100%
Eastplats Acquisition Co. Ltd.	Holding company	BVI (i)	100%	100%
Barplats Investments (Pty) Ltd.	Holding company	South Africa	100%(ii)	87.49%
Barplats Mines (Pty) Ltd.	Mining	South Africa	100%(ii)	87.49%
Brilliant Bravo Science and Technology Pty Ltd.	Mining	South Africa	90.00%(ii)	78.74%
EPL Pellets (Pty) Limited	Holding company	South Africa	100%	100%
Gubevu Consortium Investment Holding (Pty) Ltd	Holding company	South Africa	100%(ii)	49.99%
Lion's Head Platinum (Pty) Ltd.	Holding company	South Africa	100%(ii)	74%
Mareesburg Joint Venture	Mining	South Africa	100%(ii)	87%
Rhodium Reefs (Pty) Ltd.	Mining	South Africa	100%(ii)	87.49%
Royal Anthem Investments 134 (Pty) Ltd.	Holding company	South Africa	100%	100%
SA New Land Communication Technology Pty Ltd.	Mining	South Africa	90.00%(ii)	78.74%
SA Tian Jin Bo Yi Communications Technology Pty Ltd.	Mining	South Africa	90.00%(ii)	78.74%
SA Victiria International Technology Pty Ltd.	Mining	South Africa	90.00%(ii)	78.74%
Spitzkop Joint Venture	Mining	South Africa	97.71%	93.37%
Spitzkop Platinum (Pty) Ltd.	Mining	South Africa	95.41%	86.74%

(i) British Virgin Islands ("BVI")

(ii) Updated based on change in ownership of Gubevu

(b) Associates

Details of the Company's associates are as follows:

Name of associate	Principal activity	Place of incorporation and operation	September 30, 2022	December 31, 2021
Afrimineral Holdings (Pty) Ltd.	Holding company	South Africa	82.35%	49.00%

Eastern Platinum Limited

Notes to the condensed interim consolidated financial statements

For the three and nine months ended September 30, 2022

(Unaudited - expressed in thousands of U.S. dollars, except for per share amounts)

4. Property, plant and equipment

	Right-of-use assets \$	Plant and equipment \$	Mineral properties previously depleted \$	Mineral properties not being depleted \$	Properties and land \$	Total \$
Cost						
Balance as at December 31, 2020	4,606	379,237	69,178	282,515	12,906	748,442
Additions	707	5,979	—	28	—	6,714
Environmental provision change in estimate	—	(28)	—	(18)	—	(46)
Disposals	—	(876)	—	—	(172)	(1,048)
Foreign exchange movement	(392)	(31,093)	(5,608)	(22,905)	(1,037)	(61,035)
Balance as at December 31, 2021	4,921	353,219	63,570	259,620	11,697	693,027
Additions	—	2,830	—	116	—	2,946
Disposals	—	(589)	—	—	(74)	(663)
Foreign exchange movement	(454)	(39,378)	(7,103)	(19,837)	(1,297)	(68,069)
Balance as at September 30, 2022	4,467	316,082	56,467	239,899	10,326	627,241
Accumulated depreciation and impairment						
Balance as at December 31, 2020	350	298,937	56,685	253,749	2,142	611,863
Depreciation	1,378	5,667	—	—	44	7,089
Depreciation of disposed assets	—	—	—	—	(51)	(51)
Foreign exchange movement	(119)	(24,719)	(4,516)	(20,572)	(174)	(50,100)
Balance as at December 31, 2021	1,609	279,885	52,169	233,177	1,961	568,801
Depreciation	2,475	3,038	—	—	64	5,577
Depreciation of disposed assets	—	(581)	—	—	(32)	(613)
Foreign exchange movement	(455)	(31,776)	(5,720)	(26,056)	(221)	(64,228)
Balance as at September 30, 2022	3,629	250,566	46,449	207,121	1,772	509,537
Carrying amounts						
At December 31, 2020	4,256	80,300	12,493	28,766	10,764	136,579
At December 31, 2021	3,312	73,334	11,401	26,443	9,736	124,226
At September 30, 2022	838	65,516	10,018	32,778	8,554	117,704

Eastern Platinum Limited

Notes to the condensed interim consolidated financial statements
 For the three and nine months ended September 30, 2022
 (Unaudited - expressed in thousands of U.S. dollars, except for per share amounts)

The following is property, plant and equipment categorized by project:

	Crocodile River	Mareesburg	Kennedy's Vale	Spitzkop	Other plant and equipment	Total
	\$	\$	\$	\$	\$	\$
Cost						
Balance as at December 31, 2020	383,217	16,971	284,146	63,867	241	748,442
Additions	6,652	27	27	—	8	6,714
Environmental provision change in estimate	18	(18)	(46)	—	—	(46)
Disposals	(77)	—	(971)	—	—	(1,048)
Foreign exchange movement	(31,550)	(1,376)	(22,932)	(5,178)	1	(61,035)
Balance as at December 31, 2021	358,260	15,604	260,224	58,689	250	693,027
Additions	2,725	65	—	51	105	2,946
Disposals	(656)	—	—	—	(7)	(663)
Foreign exchange movement	(40,444)	696	(29,077)	782	(26)	(68,069)
Balance as at September 30, 2022	319,885	16,365	231,147	59,522	322	627,241
Accumulated depreciation and impairment						
Balance as at December 31, 2020	271,153	7,205	273,398	59,921	186	611,863
Depreciation	6,997	—	57	—	35	7,089
Depreciation of disposed assets	(34)	—	(17)	—	—	(51)
Foreign exchange movement	(22,489)	(584)	(22,169)	(4,858)	—	(50,100)
Balance as at December 31, 2021	255,627	6,621	251,269	55,063	221	568,801
Depreciation	5,518	—	37	—	22	5,577
Depreciation of disposed assets	(607)	—	—	—	(6)	(613)
Foreign exchange movement	(29,232)	(745)	(28,082)	(6,152)	(17)	(64,228)
Balance as at September 30, 2022	231,306	5,876	223,224	48,911	220	509,537
Carrying amounts						
At December 31, 2020	112,064	9,766	10,748	3,946	55	136,579
At December 31, 2021	102,633	8,983	8,955	3,626	29	124,226
At September 30, 2022	88,579	10,489	7,923	10,611	102	117,704

Eastern Platinum Limited

Notes to the condensed interim consolidated financial statements

For the three and nine months ended September 30, 2022

(Unaudited - expressed in thousands of U.S. dollars, except for per share amounts)

(a) *Assets held for sale*

On October 24, 2019, the Company and its subsidiary Barplats entered into a sales agreement (the "Sales Agreement") with Eland Platinum (Pty) Limited ("Eland"). The Sales Agreement provides for the sale of the mining rights, immovable property, infrastructure and equipment of the Maroelabult resource property (collectively referred to as the "Maroelabult Assets") located near Brits in South Africa. The consideration to be received is ZAR20,000 (approximately \$1,355), the assumption of the rehabilitation obligation and immediate assumption of the care and maintenance costs (the "Purchase Price") subject to representations and warranties by both parties. The Purchase Price is payable and enforceable on closing the transaction following the transfer of legal title and the completion of the various legal and regulatory obligations required in South Africa.

At December 31, 2021, the carrying value of the Maroelabult Assets of \$1,739 (ZAR27,768) had been presented as assets held for sale and the related rehabilitation obligation in the amount of \$487 (ZAR7,768) had been presented as liabilities associated with the assets held for sale. The asset sale was completed on March 9, 2022 with the Company receiving \$1,378 (ZAR20,000) per the Sales Agreement.

(b) *Impairment of property, plant and equipment*

(i) *Three and nine months ended September 30, 2022*

The Company assesses the carrying values of its mineral properties for indication of impairment at each quarter end. Based on its assessment, the Company concluded there were no impairments as at September 30, 2022.

(ii) *Year ended December 31, 2021*

As at December 31, 2021, management assessed for possible indicators of impairment. At December 31, 2021, the Company's market capitalization continued to be significantly lower than the carrying value of its net assets. In light of this, the Company updated its internal model for its flagship assets, the CRM underground and its chrome and PGM operations from remining and processing the CRM tailings. The model continues to show the recoverable amount of these assets above their net book value. No impairment was therefore required.

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5. Union Goal Contracts

The continuity of the Union Goal Contracts is presented below:

	September 30, 2022 \$	December 2021 \$
Deferred revenue		
Balance, beginning of year	11,806	11,999
Additions		
Adjustments of contracts payable (a)	4,426	4,821
Discounting effect from Credit Facility	101	-
	4,527	4,821
Recognized as revenue	(3,755)	(4,156)
Foreign exchange	(3,405)	(858)
Balance, end of period	9,173	11,806
Deferred revenue - current	4,648	4,424
Deferred revenue - non-current	4,525	7,382
Contracts payable - Chrome Circuit equipment payable		
Carrying value, beginning of year	43,574	43,686
Changes during the year		
Adjustments of contracts payable (a)	(4,211)	(4,167)
Face value of additions	-	47
Discounting effect	-	-
Net present value adjustments	(4,211)	(4,120)
Accretion	3,737	4,008
Carrying value, end of period	43,100	43,574
Contracts payable - Credit Facility		
Carrying value, beginning of year	6,340	6,890
Changes during the year		
Adjustments of contracts payable(a)	(215)	(654)
Face value of additions (b)	1,176	-
Discounting effect	(101)	-
Net present value adjustments	860	(654)
Accretion	533	643
Foreign exchange	(1,359)	(539)
Carrying value, end of period	6,374	6,340
Contracts payable, carrying value - total	49,474	49,914

(a) The 2021 Updated Retreatment Project Agreements were signed on March 10, 2021 and include the following:

- (i) The 2021 Revised and Restated Framework Agreement;
- (ii) The 2021 Revised and Restated Offtake Agreement;
- (iii) The 2021 Revised and Restated Eastplats Loan Agreement; and
- (iv) The 2021 Revised and Restated Barplats Equipment and Chrome Plant Agreement.

Significant changes included in the 2021 Updated Retreatment Project Agreements are, among other things:

- (i) An upward adjustment of the overhead per tonnage charge rate and recognition of the total capital recovery of the project required by Barplats;
- (ii) Incorporation of the optimization equipment purchase on the same updated terms as the original equipment;

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- (iii) Removal of the entire interest charge on Chrome Circuit equipment payable and Credit Facility from day one to the due date;
- (iv) Adjustment of the contractual due date to 210 days after the date of issuing the plant commissioning certificate on the optimization equipment;
- (v) Cancellation of \$2 million escrow fund that Union Goal was required to deposit according to the 2018 Escrow Agreement; and
- (vi) Increase of the Credit Facility from ZAR50,000 to ZAR130,000.

The 2021 Updated Retreatment Project Agreements is an adjustment and refinement of the 2018 Retreatment Project Agreements based on two-years of operational history. The effect on contracts payable is considered an accounting estimate change and is recognized prospectively. The present value of the Chrome Circuit equipment payable and the Credit Facility is adjusted based on the revised future payments discounted by the estimated market rate of 9%. The difference of \$4,821 between the revised present value of the Chrome Circuit equipment payable and the Credit Facility, and their carry values was credited to deferred revenue in line with the treatment of the 2018 Retreatment Project Agreements, and will be recognized as revenue based on the material re-mined from the tailings and made available on a per ton basis to the chrome plant over the remaining operations of the Retreatment Project.

- (b) In March 2022, the Company received an additional \$1,176 (ZAR17,054) from Union Goal to further fund the chrome optimization program. The present value of the funds received was calculated at \$1,075 with the difference credited to deferred revenue.

6. Commitments

The Company has committed to capital expenditures in South Africa of approximately \$197 (ZAR 3,543) as at September 30, 2022, all of which are expected to be incurred during the next 12 months.

7. Related party transactions

Related party transactions have been measured at the exchange amount of consideration agreed between the related parties. Related party transactions not disclosed elsewhere in these condensed interim consolidated financial statements are listed below:

(a) Trading transactions

The Company's related parties consist of private companies owned by current executive officers and directors. The Company incurred the following fees and expenses in the normal course of operations:

	Three months ended September 30		Nine months ended September 30	
	2022	2021	2022	2021
	\$	\$	\$	\$
Director fees	61	40	141	121
Management fees (i)	204	63	329	279
Share-based payments	75	97	75	126
	340	200	545	526

- (i) The Company had a consulting agreement with Oriental Fortune Consulting Services Limited ("Oriental Fortune") which is controlled by the Company's former Vice President ("VP"). The Company agreed to pay \$21 per month to Oriental Fortune for management consulting services rendered. The consulting agreement was terminated on August 16, 2022. During the three and nine months ended September 30, 2022, Oriental Fortune received a bonus

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payment of \$41 and \$41 (three and nine months ended September 30, 2021 - \$Nil and \$88), respectively.

(b) Compensation of key management personnel

The Company's key management includes the Chief Executive Officer ("CEO"), Chief Financial Officer (the "CFO"), VP, and the Chief Operating Officer (the "COO"). The total compensation to key management for the three and nine months ended September 30, 2022 were:

	Three months ended September 30		Nine months ended September 30	
	2022	2021	2022	2021
	\$	\$	\$	\$
Remuneration	221	232	717	1,036
Payments to former management	425	-	425	-
Share-based payments	68	99	68	136
	714	331	1,210	1,172

Key management personnel were not paid post-employment benefits or other long-term benefits during the three and nine months ended September 30, 2022 and 2021.

8. Segmented Information

(a) *Operating segments* – The Company's operations are primarily directed towards the mining, exploration and development of platinum group metals and chrome in South Africa. The Company has three reportable segments – CRM, Eastern Limb and Corporate. Eastern Limb consists of Kennedy's Vale, Spitzkop and Maresburg projects. Barbados, British Virgin Islands ("BVI") and Canada, collectively represents the Corporate segment.

(b) *Geographic segments* – The Company's operations by geographic areas for the three and nine months ended September 30, 2022 and 2021, and assets by geographic areas as at September 30, 2022 and December 31, 2021, are as follows:

	Three months ended September 30, 2022				
	CRM	Eastern Limb	Total South Africa	Corporate	Total
	\$	\$	\$	\$	
Property, plant and equipment additions	835	57	892	5	897
Cost of property, plant and equipment disposals	(11)	—	(11)	(7)	(18)
Revenue	17,215	—	17,215	—	17,215
Production costs	(11,064)	—	(11,064)	—	(11,064)
Production costs – depreciation	(1,723)	—	(1,723)	(5)	(1,728)
(Loss) before income taxes	(2,457)	(155)	(2,612)	(1,456)	(4,068)
Income tax recovery (expense)	(1)	4	3	—	3
Net (loss)	(2,458)	(151)	(2,609)	(1,456)	(4,065)

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Nine months ended September 30, 2022					
	CRM	Eastern Limb	Total South Africa	Corporate	Total
	\$	\$	\$	\$	\$
Property, plant and equipment additions	2,725	116	2,841	105	2,946
Cost of property, plant and equipment disposals	(655)	—	(655)	(7)	(662)
Revenue	55,110	—	55,110	—	55,110
Production costs	(37,745)	—	(37,745)	—	(37,745)
Production costs – depreciation	(5,370)	—	(5,370)	(15)	(5,385)
Income (loss) before income taxes	1,329	(363)	966	(2,918)	(1,952)
Income tax recovery (expense)	(1)	12	11	2,240	2,251
Net income (loss)	1,328	(351)	977	(678)	299

Three months ended September 30, 2021					
	CRM	Eastern Limb	Total South Africa	Corporate	Total
	\$	\$	\$	\$	\$
Property, plant and equipment additions	1,463	—	1,463	3	1,466
Cost of property, plant and equipment disposals	(33)	—	(33)	—	(33)
Revenue	15,927	—	15,927	—	15,927
Production costs	(12,322)	—	(12,322)	—	(12,322)
Production costs – depreciation	(1,706)	—	(1,706)	(6)	(1,712)
(Loss) before income taxes	(2,622)	(88)	(2,710)	(394)	(3,104)
Income tax recovery (expense)	—	(1)	(1)	(12)	(13)
Net loss	(2,622)	(89)	(2,711)	(406)	(3,117)

Nine months ended September 30, 2021					
	CRM	Eastern Limb	Total South Africa	Corporate	Total
	\$	\$	\$	\$	\$
Property, plant and equipment additions	5,186	36	5,222	8	5,230
Cost of property, plant and equipment disposals	(59)	(876)	(935)	—	(935)
Revenue	52,592	—	52,592	—	52,592
Production costs	(40,673)	—	(40,673)	—	(40,673)
Production costs – depreciation	(5,259)	—	(5,259)	(17)	(5,276)
Income (loss) before income taxes	(3,520)	1,681	(1,839)	1,644	(195)
Income tax recovery (expense)	—	(24)	(24)	(36)	(60)
Net income (loss)	(3,520)	1,657	(1,863)	1,608	(255)

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September 30, 2022					
	CRM	Eastern Limb	Total South Africa	Corporate	Total
	\$	\$	\$	\$	\$
Total assets	127,287	29,157	156,444	1,398	157,842
Total liabilities	35,986	32,343	68,329	7,971	76,300

December 31, 2021					
	CRM	Eastern Limb	Total South Africa	Corporate	Total
	\$	\$	\$	\$	\$
Total assets	135,685	21,753	157,438	5,345	162,783
Total liabilities	69,982	1,929	71,911	10,519	82,430

(c) Revenue

The Company's revenues are all currently earned at the CRM in South Africa.

	Three months ended September 30		Nine months ended September 30	
	2022	2021	2022	2021
	%	%	%	%
Chrome	78%	96%	83%	93%
PGM	22%	4%	17%	7%
Total	100%	100%	100%	100%

9. Share capital

(a) Authorized

- Unlimited number of preferred redeemable, voting, non-participating shares without nominal or par value; and
- Unlimited number of common shares with no par value.

(b) Issued and outstanding

As at September 30, 2022, the Company had 137,820,773 common shares issued and outstanding (December 31, 2021 – 137,820,773).

In January 2021, the Company issued 36,841,741 common shares at a price of Cdn\$0.32 per share for rights exercised on the Toronto Stock Exchange (the "TSX") and ZAR3.77136 per share for rights exercised on the Johannesburg Stock Exchange (the "JSE"). The Company received total gross proceeds of \$9,307 in connection with the rights offering.

In February 2021, 40,000 warrants were exercised at a price of Cdn\$0.24 per share for total proceeds of \$8.

In July 2021, 300,000 stock options were exercised at a price of Cdn\$0.21 per share for total proceeds of \$50.

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During the three and nine months ended September 30, 2022, and the three months ended September 30, 2021, common share equivalents (including stock options and warrants) are not included in the computation of net income (loss) per share as such inclusion would be anti-dilutive. During the nine months ended September 30, 2021, 3,770,000 stock options and 5,960,000 share purchase warrants are dilutive if exercised and would increase the EPS denominator by 2,452,054 common shares.

(c) Warrants

As at September 30, 2022, the Company had 5,960,000 warrants (December 31, 2021 – 5,960,000) outstanding and each warrant entitles its holder to acquire one common share of the Company at an exercise price of Cdn\$0.24. On June 3, 2022, the Company extended the expiry date of the 5,960,000 outstanding warrants by one year to June 26, 2023. All other terms remained unchanged.

(d) Stock options

The Company has an incentive plan (the "2016 Plan"), approved by the Company's shareholders at its special meeting held on October 12, 2016, under which options to purchase common shares may be granted to its directors, officers, employees and others at the discretion of the Board of Directors. The 2016 Plan was renewed for three years and approved by the Company's shareholders at its annual general meeting held on June 13, 2019; it was again renewed for three years at its latest annual general meeting held on June 21, 2022.

During the three months ended September 30, 2022, the Company granted 1,950,000 stock options to its directors and officers to acquire common shares of the Company at an exercise price of Cdn\$0.23 per share expiring in five years from the date of grant. These stock options vested 90 days from the grant date. In the same period, 3,250,000 stock options expired including 200,000 stock options issued in the period.

During the three months ended September 30, 2021, the Company granted 1,420,000 stock options to its directors and officers to acquire common shares of the Company at an exercise price of Cdn\$0.34 per share expiring in five years from the date of grant. These stock options vested 90 days from the grant date.

The fair value of the options granted in 2022 and 2021 were estimated using the Black-Scholes option pricing model with the following assumptions:

	2022	2021
Fair value (Cdn\$)	0.21	0.34
Risk-free interest rate	3.02%	0.25%
Dividend yield	0%	0%
Expected volatility	55.53%	59.24%
Expected life of options (years)	5	5

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The following table summarizes information concerning outstanding and exercisable options as at September 30, 2022:

Number of options Outstanding	Number of options exercisable	Exercise price Cdn\$	Remaining contractual Life (years)	Expiry date
200,000	200,000	0.32	0.11	November 9, 2022
150,000	150,000	0.33	0.19	December 7, 2022
100,000	100,000	0.39	0.57	April 26, 2023
450,000	450,000	0.21	1.70	June 13, 2024
50,000	50,000	0.24	2.58	April 29, 2025
570,000	570,000	0.37	3.05	October 16, 2025
770,000	770,000	0.34	3.73	June 23, 2026
1,670,000	1,670,000	0.23	4.77	July 6, 2027
80,000	—	0.23	4.84	August 1, 2027
4,040,000	3,960,000		3.46	

10. Financial instruments

(a) Categories of financial instruments

	September 30, 2022	December 31, 2021
	\$	\$
Financial assets		
FVTPL		
Trade receivables for PGM sales	5,853	2,155
Amortized cost		
Cash and cash equivalents	1,182	2,203
Restricted cash	84	91
Trade and other receivables (excluding taxes receivable)	24,792	18,450
Short-term investments (i)	-	3,944
Other assets(ii)	5,941	6,493
	37,852	33,336
Financial liabilities		
Amortized cost		
Trade and other payables	11,327	10,078
Lease liabilities	2,411	3,664
Contracts payable	49,474	49,914
	63,212	63,656

(i) Short-term investments are mainly short duration GIC and money market funds.

(ii) Other assets are mainly longer duration GIC investments and are measured at amortized cost.

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(b) Fair value of financial instruments

(i) Fair value estimation of financial instruments

The fair values of cash and cash equivalents, restricted cash, trade and other receivables, short-term investments, other assets, trade and other payables approximate their carrying values due to the short-term to maturities of these financial instruments.

Contracts payable and lease liabilities required assessing the appropriate market interest rates on the liabilities. Financial liabilities are initially recognized at fair value and subsequently measured at amortized cost. The Union Goal contracts payable did not contain any derivatives that required bifurcation and measured at fair value through profit and loss.

(ii) Fair value measurements recognized in the statement of financial position

Financial instruments that are measured subsequent to initial recognition at fair value are grouped into a hierarchy based on the degree to which the fair value is observable. Level 1 fair value measurements are derived from unadjusted, quoted prices in active markets for identical assets or liabilities. Level 2 fair value measurements are derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability directly or indirectly. Level 3 fair value measurements are derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data.

There were no transfers between levels during the three and nine months ended September 30, 2022.

(c) Financial risk management

The Company's financial instruments are exposed to certain financial risks, including currency risk, interest rate risk, price risk, credit risk and liquidity risk. The Company's exposure to these risks and its methods of managing the risks remain consistent.

(i) Currency risk

The Company reports its financial statements in U.S dollars. The functional currency of head office and its BVI and Barbados intermediate holding companies is Canadian dollars and the functional currency of all South African subsidiaries is South African Rand. The Company is exposed to foreign exchange risk when the Company undertakes transactions and holds assets and liabilities in currencies other than its functional currencies.

The Company has not entered into any derivative financial instruments to manage exposures to currency fluctuations. The Company's exposure to currency risk affecting net income is summarized as below:

	September 30	December 31
	2022	2021
	\$	\$
Financial assets		
Denominated in USD at South African subsidiaries	5,853	2,155
Denominated in USD at Canadian head office	-	1
Denominated in Rand at Canadian head office	21	-
Total	5,874	2,156
Financial liabilities		
Contracts payable denominated in Rand at Canadian head office	6,374	6,340
Contracts payable denominated in USD at South African subsidiaries	43,100	43,574
Total	49,474	49,914

As at September 30, 2022, with other variables unchanged, a 10% strengthening (weakening) of the Canadian dollar against the South African Rand would have increased (decreased) net income by

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approximately \$577; with other variables unchanged, a 10% strengthening (weakening) of the South African Rand against the U.S dollar would have increased (decreased) net income by approximately \$3,386.

(ii) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Subsequent to period end, on November 10, 2022, the Company announced it had signed a finance facility agreement with Investec Bank Limited ("Investec") providing a secured credit facility of up to \$6.1 million (ZAR 110 million) with an interest rate set at the Johannesburg Interbank Average Rate ("JIBAR") + margin agreed between the Company and Investec. The Company has not drawn any funds from this facility to date; it has no other material interest bearing contracts and is not subject to significant interest rate risk.

(iii) Commodity price risk

The Company's PGM concentrate sales are exposed to commodity price risk with respect to fluctuations in the prices of platinum group metals going forward. Prior to January 1, 2021, the Company did not have material PGM concentrate sales. Chrome concentrate sales are structured based on the tonnage processed referenced to the long-term chrome concentrate commodity price according to the Union Goal contract. As management is in the process of considering and evaluating its rights under the various agreements with Union Goal, the Company may be exposed to commodity price risk with respect to fluctuations in the prices of chrome going forward.

(iv) Credit and concentration risk

Credit risk is the risk of an unexpected loss if a customer or third party to a financial instrument fails to meet its contractual obligations. The Company's credit risk is primarily attributable to cash and cash equivalents, trade and other receivables and other assets. The carrying value of these assets included in the consolidated statement of financial position represents the maximum credit exposure.

There is both a credit risk and concentration risk associated with the collection of revenue from Union Goal. This risk is mitigated due to the contract structure and the significant outstanding contracts payable due to Union Goal (Note 5). As at September 30, 2022, the Company is owed approximately \$24 million from Union Goal in trade receivable from processing and dispatching chrome concentrate. Management is in the process of evaluating and communicating with Union Goal to determine an agreeable outcome. A default on the receivable or lack of payment from Union Goal could have a significant impact not only on the instrument credit risk adjustments recorded to date but on the Company's liquidity as a whole. Further delays in payment may require the Company to re-evaluate the fair value of the contract payable, re-evaluate the value of the contracts to the parties, and could lead to a renegotiation/change of the Union Goal Contracts, including target completion dates for the optimization program.

(v) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company has a planning and budgeting process in place to help determine the funds required to support the Company's normal operating requirements on an ongoing basis and its expansionary plans. The Company ensures that there are sufficient funds to meet its short-term business requirements, taking into account its anticipated cash flows from operations and its holdings of cash and cash equivalents.

The Company's policy is to invest its excess cash in highly liquid, fully guaranteed, bank-sponsored instruments.

The Company started generating revenue from its Retreatment Project in December 2018, and at consistent expected levels since May 1, 2019. The Retreatment Project is dependent on its operating cash inflows from Union Goal, its sole offtaker of chrome concentrate, in order to fund its current

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operating activities and eventually fulfil all obligations under the Union Goal Contracts. Despite the Retreatment Project and the forecasted PGM production cash flows, CRM underground remains in care and maintenance and all other properties and projects are on hold. The Company also generated some income from interest on investments and other income from the sale of non-core properties; although not expected to be significant, some of this income will be recurring for 2022 and future years. The Company also holds a secured credit facility which can provide financing of up to \$6.1 million (ZAR 110 million). There remains material uncertainty that the Company will be able to achieve sufficient cash flows to cover the Company's expected obligations for the next 12 months. Additional funding will also be required in the future to commence underground production at CRM, and to develop and bring the Eastern Limb Projects into commercial production.

In the normal course of business, the Company enters into contracts that give rise to commitments for future minimum payments. The following table summarizes the Company's significant commitments (undiscounted) and corresponding maturities as at September 30, 2022. Included below is the Contract payable to Union Goal of \$52,047 which was based on the value of the original equipment received; however, the final amount owing and timing of payment are subject to negotiation as part of the Framework Agreement, including the Company's ability to offset trade receivables owing to it against the payable amount. The Company currently does not have expected payments of obligations and commitments beyond 5 years.

	<1 year	1 - 5 years	Total
	\$	\$	\$
Trade and other payables	11,327	—	11,327
Contracts payable	52,047	—	52,047
Lease liabilities	1,619	1,006	2,625
	<u>64,993</u>	<u>1,006</u>	<u>65,999</u>

11. Revenue contracts with customers

During the three and nine months ended September 30, 2022, 78% (\$13,510) and 83% (\$45,469) of the Company's revenue, respectively, was in relation to the processing of chrome concentrates and was generated under the Union Goal agreements (Note 5). The remaining 22% (\$3,705) and 17% (\$9,641) of the Company's revenue was from PGM concentrates sales and was generated under an offtake agreement with Impala Platinum Limited ("Impala"). In the prior period, 96% (\$15,268) and 93% (\$49,159) of the Company's revenue was in relation to the processing of chrome concentrate. The remaining 4% (\$659) and 7% (\$3,433) of the Company's revenue, respectively, was from PGM concentrates sales to Impala.

As at September 30, 2022, 80% of the trade receivable balance in the amount of \$24,162 (December 31, 2021 - 89%, \$17,077) was attributed to Union Goal (Note 10(c)(iv)).

12. Headline and diluted headline earnings (loss) per share

The Company's shares are also listed on the Johannesburg Stock Exchange which requires the Company to present headline and diluted headline earnings (loss) per share. Headline earnings (loss) per share is calculated by dividing headline earnings (loss) attributable to equity shareholders of the Company by the weighted average number of common shares issued and outstanding during the period. Diluted headline earnings (loss) per share is determined by adjusting the headline earnings (loss) attributable to equity shareholders of the Company and the weighted average number of common shares issued and outstanding during the period after taking all potential dilutive effects.

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The following table summarizes the adjustments to income (loss) attributable to equity shareholders of the Company for the purpose of calculating headline earnings (loss) attributable to the equity shareholders of the Company, and the headline earnings (loss) and diluted headline earnings (loss) per share.

	Three months ended		Nine months ended	
	September 30		September 30	
	2022	2021	2022	2021
	\$	\$	\$	\$
Income attributable to shareholders of the Company	(4,066)	(2,507)	152	768
Adjusted for:				
Gain (loss) on disposal of property, plant and equipment	(23)	(42)	(314)	(652)
Headline earnings attributable to shareholders of the Company	(4,089)	(2,549)	(162)	116
Headline earnings and diluted headline earnings per share	(0.03)	(0.02)	0.00	0.00

13. Contingencies

The Company is subject to claims and legal proceedings arising in the ordinary course of business activities, each of which is subject to various uncertainties, it is not possible to predict the outcome and the result of which may be resolved unfavorably to the Company. These include the following matters:

Petition by 2538520 Ontario Limited to File a Derivative Action against the Company

On November 6, 2018, the Company received a petition filed with the Supreme Court of British Columbia, by 2538520 Ontario Limited ("253"), a shareholder of the Company, seeking leave from the court to commence a derivative action on behalf of the Company against certain of its current and former directors in relation to the approval of the transactions between the Company and Union Goal. The Board of Directors of the Company formed a Special Committee to review the petition and make a recommendation on the appropriate action. Following its detailed review of this matter, the Special Committee of the Board of Directors recommended opposing this petition, and this recommendation was accepted by the Board of Directors. As such, the Company filed its opposition to the petition and was provided security for costs. In June 2019 the petition was heard by the court and was dismissed on August 27, 2019. On September 27, 2019, the petitioner filed an appeal of the judgment which was heard on June 1, 2020 and dismissed on November 16, 2020. In January 2021, 253 sought leave to appeal to the Supreme Court of Canada, which declined to hear the appeal. The Company sought recovery from 253 of the costs incurred in responding to 253's unsuccessful petition and appeal. The Company settled with 253 with respect to these costs which 253 paid in April 2022.

Further litigation by 2538520 Ontario Limited against the Company

On February 7, 2020, 253 and its CEO, Rong Kai Hong, (the "Plaintiffs") filed a further claim regarding various allegations, including that the Company was acting to oppress the Plaintiffs' rights among other claims. The Plaintiffs seek, among other relief, orders requiring a change to the Company share ownership, election of new Directors, several changes to senior management and damages of US\$50,000 (or such greater amount as may be proven at trial) from the Company, certain present and former Directors and Officers, and separately seven other listed defendants. On June 11, 2021, the Plaintiffs filed an amended claim in response to an imminent application from the Company and its directors and officers to dismiss the claim as an abuse of process. The Plaintiffs agreed to a consent dismissal of the claims against the non-executive directors and struck a substantial portion of the contents of their notice of civil claim. Claims against the Company, certain senior management as well as claims against certain other parties remain extant. An application with respect to service on other parties was heard in February 2022 and the Supreme Court of British Columbia determined on June 30, 2022 that those other parties have been properly served. Counsel for 253 and Hong demanded that certain parties deliver responses to the civil claim by no later than July 31, 2022, failing which 253 and Hong would seek default judgment. No responses have been

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filed as of the date of these financial statements; however, the Plaintiffs have not sought default judgment, instead applying for an order requiring that responses be filed. That application was adjourned and responses to civil claim by those certain parties remain outstanding.

Litigation by Xiaoling Ren against the Company

During December 2020, the Company received a petition filed with the Supreme Court of British Columbia, by Xiaoling Ren, a shareholder of the Company, seeking leave from the court to commence a derivative action on behalf of the Company against certain of its current and former directors. Ms. Ren is represented by the same law firm that filed a similar petition in November 2018 for 253, which was dismissed in 2019, the appeal denied by the British Columbia Court of Appeal in November 2020, and application for leave to appeal to the Supreme Court of Canada denied in May 2021.

The Company filed a response seeking a dismissal of the petition as an abuse of process. The petition has not been scheduled for hearing; however, Eastplats and Ren have agreed to try to set the petition down for hearing in November 2022. No provision is made in the consolidated financial statements as the Company assessed the allegations have no merit.

2016 BEE Buyout Transactions

On June 30, 2016, two days after concluding agreements for the sale of Crocodile River Mine (which agreements were subsequently terminated), the former management of the Company purportedly entered into a number of agreements (the "**2016 BEE Buyout Transactions**") with Ingwenya and Serina (collectively the "**Vendors**") to acquire or cancel all of the interests previously held by the Company's black economic empowerment partners (the "**BEE Partners**") in the Company's South African projects except for the 17.65% equity interest in Afriminer Holdings (Pty) Ltd. ("**Afriminer**") for a total of \$13,367. The Vendors represented to the Company and to its relevant subsidiaries that the Vendors are or will be the registered and beneficial owners of the respective equity interests in the Company's South African projects as at the closing date defined under the 2016 BEE Buyout Transactions. The 2016 BEE Buyout Transactions consist of the acquisition of (i) 44.12% equity interest in Gubevu for a total of \$8,955 and an 18% equity interest in Lion's Head Platinum (Pty) Ltd. ("**Lion's Head**") for \$1,099 from Ingwenya; and (ii) 8% interest in Lion's Head for \$502, a 5.89% equity interest in Gubevu for \$1,194 and a 33.35% equity interest in Afriminer for \$1,617 from Serina.

In 2017, the Company was advised on behalf of the BEE Partners that they no longer considered themselves as the Company's BEE Partners. However, the Company was not provided with all of the background details and documents concerning those arrangements and was unable to otherwise confirm or document that result. In 2020, the Company was provided with certain documents and records confirming that Serina, Ingwenya and the BEE Partners had purportedly agreed to nullify and reverse the transactions among them with the result that the BEE Partners' interests (save for the 17.65% equity interest in Afriminer) had reverted to Serina and Ingwenya, effective as of June 2017.

The Company notes that as a result of the foregoing, it had sufficient documentation and other representations to allow it to confirm and record that it no longer had BEE Partners as of June 2017 and any interest purportedly held by Serina and Ingwenya could be considered transferred. South African mining regulations require certain levels of black economic empowerment ("**BEE**") shareholdings from a party granted mining rights. The Company believes that it was and is in compliance with the applicable BEE requirements throughout the relevant time under the "once empowered, always empowered" principle under the applicable South African mining laws, as stated in September 2021 by the High Court (Gauteng Division, Pretoria) in South Africa as a result of a court challenge by the Minerals Council of South Africa. This judgment decided that this principle applied to the renewal of existing mining rights. Given the time that has passed since the judgement and due to statements made by certain officials, it is unlikely that this judgment will be appealed. However, there is a risk that the effect of this Court decision could be changed by legislative means in the future, and further direction in this regard is awaited from the Department of Mineral Resources and Energy ("**DMR**"). Failure to address any such alleged non-compliance may negatively impact the Company's operations and the value of its assets. No provision is made in the consolidated financial statements and the Company remains committed to working with the DMR to ensure ongoing compliance.

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Claim against Serina and Ingwenya

On June 7, 2018, the Company filed a claim in the Supreme Court of British Columbia against Serina and Ingwenya in relation to the payment of \$13,367. The Company filed an application for default judgment against Serina in the British Columbia Supreme Court in December 2018, and default judgment was granted in 2019. The Company has been unable to successfully contact either Serina or Ingwenya to date. The Company has been advised that recovery of the funds or judgement appears remote. No amount has been accrued on the Company's financial statements for this claim as it would be a contingent amount if successful.

Claims against former Directors and Officers

On October 7, 2020 the Company filed an amended notice of civil claim (original notice filed on June 7, 2018) in the Supreme Court of British Columbia against certain former officers and directors of the Company, which updated the specifics of the claim and added two defendants, which are companies related to former officers. The amended notice of civil claim alleges that the former officer and directors purported to enter into agreements with Serina and Ingwenya on behalf of the Company pursuant to which \$13,367 was transferred without consideration and without any apparent benefit to the Company and in doing so breached their duties as directors and officers of the Company. Eastplats sought damages from the former directors and officers on a number of legal grounds.

As a response to this claim, the former directors and officers filed a counterclaim denying liability and seeking indemnity. The Company filed its defence to oppose this counterclaim.

On June 21, 2021, the Company announced it had agreed with the defendants to settle and dismiss the outstanding lawsuits and to settle certain related disputes including the counterclaim. The settlements provided for an amount of \$3,258 (Cdn\$4,000) in cash to be paid to the Company. The terms of the settlements are confidential and no party to them has admitted any wrongdoing or liability. No further amounts can be claimed under the settlement.

Claim dispute regarding Spitzkop

The Company has received a notice from the DMR on October 25, 2018 of an appeal launched with the DMR with respect to the Company's mineral license issued in 2012 relating to the Spitzkop property. In addition, the claimant has launched an appeal against a water use license and a related review application in respect thereof in the High Court in South Africa. The Company, with the assistance of counsel, is addressing this matter and intends to defend this issue related to the issued mineral rights and water use license of Spitzkop. Further to this, the Company and the claimant are currently engaging to amicably resolve this matter and it does not expect that it will result in a cash outflow by the Company in the foreseeable future.