MATERIAL CHANGES SUBSEQUENT TO THE EFFECTIVE DATE OF THE CPR- A PREVIOUSLY APPROVED CPR
ENTITLED “INDEPENDENT COMPETENT PERSONS’ REPORT ON THE PLATINUM GROUP METALS ASSETS OF BAUBA PLATINUM LIMITED (BAUBA)” DATED 1ST MARCH 2014

Dear Sirs,

This letter serves to detail certain changes that have occurred with respect to Bauba Platinum Limited’s (Bauba Platinum) mineral assets since the effective date of 1 March 2014 of the CPR titled: “Independent Competent Persons’ Report on the Platinum Group Metals Assets of Bauba Platinum Limited (Bauba)” (the CPR), compiled by Venmyn Deloitte.

Bauba has made Venmyn Deloitte aware of the following change which occurred between the effective date of the CPR, 1 March 2014, and the date of this letter.

The Prospecting Right for Houtbosch 323 KT was originally granted to the Bapedi Nation on the 4 October 2006, amended as at 19 December 2007 and ceded to Bauba A Hlabirwa Mining Investments (Pty) Ltd (Bauba A Hlabirwa) on 9 April 2007. The addition of the farm Houtbosch 323 KT was approved on 12 August 2008. The notarial execution date has been set for 27 August 2014 to amend LP30/5/1/1/2330 PR.

On 30 September 2010, Rustenburg Platinum Mines Limited (the Applicants) launched a review application in the Northern Gauteng High Court against a decision of the Department of Mineral Resources (DMR) to grant the prospecting rights of a number of farms, including Houtbosch 323 KT, to Bauba A Hlabirwa. The Applicants claim that they held an unused old order right over the contested farm. No prospecting or mining was conducted immediately before the MPRDA came into effect. The prospecting rights over the farms where applied for under the Mineral and Petroleum Resources Development Act and awarded to Thulare Rhyne Thulare on behalf of the Bapedi Nation who ceded these prospecting rights to Bauba A Hlabirwa.

Subsequent to the lodging of the review application, Bauba A Hlabirwa applied for the renewal of the Prospecting Rights in 2011, which was granted on 18 July 2012 for a further three years. The Holder also approached the DMR to have the farm Houtbosch 323 KT notarially executed, which consent was granted and the application lodged.

The farm Houtbosch 323 KT is classified by Bauba as part of its Southern Cluster Project.
Southern Cluster Synopsis

The Southern Cluster is an early stage exploration project, situated in the BC in South Africa. The Southern Cluster is located in the North-Eastern limb of the BC, south of the Northern and Central Clusters. Houtbosch 323 KT will form a part of the Southern Cluster of Bauba Platinum's PGM assets as illustrated in Figure 1.

**Location**
The project is situated 9km southeast of the Central Cluster project in the Limpopo Province, approximately 23km northwest of Steelpoort and 245km southeast of Johannesburg. The Southern Cluster is located on the farms Grootvygenboom 204 KT, Genokakop 285 KT and Houtbosch 323 KT which cover an area of 4,626.55ha. A Prospecting Right has been granted, and execution of an amendment to include Houtbosch 323 KT is scheduled for the 27th August 2014 as detailed above. The Southern Cluster is bordered to the east by Nkwe Platinum.

**Ownership**
The Southern Cluster is 100% held by Hlabirwa in which Bauba has a 60% attributable share. The farm Houtbosch 323 KT covers an area of 1,712ha as summarised in Table 1.

**Geology**
The geology of the project is similar to the geology of the adjacent Central Cluster Project area north of the Southern Cluster. The limited historical drilling undertaken on the Southern Cluster Project area, intersected the Merensky Reef and UG2 chromitite layer in the Critical Zone at approximately 2,000m below surface over the portion of the project area to the west of the BC Eastern Limb. The Main Zone of the BC dominates the surface geology of the Southern Clusters properties and forms a thick overburden in the area. The Merensky layer is expected to be at least 1,050m to 2,150m below surface in the Southern Cluster and the parting between the Merensky and UG2 is expected to be between 350 and 365m. Of the three Clusters, mineralisation should be closest to surface under the Southern Cluster. The geology of the project is illustrated in Figure 2.

**Exploration**
The drilling programme undertaken on the Southern Cluster and the data has resulted in the definition of an Inferred Mineral Resource for Merensky Reef and the UG2. The Southern Cluster can be classified as an advanced exploration project. No drilling has taken place on Houtbosch 323 KT.

**Mining**
Due to the stage of development of the Southern Cluster, no investigations have been carried out on the mining of the deposit. However, considering the depth from surface of the reefs, any future mining is expected to be underground. The adjacent projects are illustrated in Figure 3.

**Processing**
No details are currently available on the envisaged processing route for this project due to its early stage of exploration.

**Resources**
The Southern Cluster has estimated an Exploration Result. No Exploration Results or Mineral Resources have been declared for the farm Houtbosch 323 KT.

**Environmental and Social**
Bauba has an approved EMP, closure plan and financial provision, with associated compliance reporting conditions contained within the Prospecting License. Bauba is currently in the process of submitting an amended EMP, with an updated closure provision and associated rehabilitation plan. Surface water from a non-perennial stream is utilized by the diamond core drilling programme. Venmyn Deloitte is not aware of any directives issued by any competent authorities regarding environmental and social compliance. However, Venmyn Deloitte recommends that an assessment be conducted to ascertain whether an IWULA is required in terms of Section 21 of the NWA. The relevant EMP, closure plans and financial provisions will have to be updated once the Prospecting Right is executed to include Houtbosch 323 KT.

**Conclusions**
Recent drilling undertaken on the property shows a deep prospect with similar strategy to the Northern Cluster. The depth of the intersected reefs indicates a long term development prospect with deep mining strategy.
### Table 1: Mineral Asset Summary

<table>
<thead>
<tr>
<th>PROJECT</th>
<th>FARM NAME AND NUMBER</th>
<th>TOTAL LICENCE AREA (ha)</th>
<th>COMPANY HOLDING RIGHTS</th>
<th>DEVELOPMENT STATUS</th>
<th>LICENCE TYPE</th>
<th>PROSPECTING RIGHT No.</th>
<th>MINERAL</th>
<th>DATE ISSUED</th>
<th>DATE OF LAST RENEWAL</th>
<th>EXPIRY DATE</th>
<th>NOTES</th>
</tr>
</thead>
<tbody>
<tr>
<td>Northern Cluster</td>
<td>Schoonoord 462KS</td>
<td>22,221.49</td>
<td>Bauba A Hlabirwa Mining Investments (Pty) Ltd*</td>
<td>Advanced Exploration</td>
<td>Prospecting</td>
<td>LP30/5/1/1/2/330PR</td>
<td>Unspecified Minerals with emphasis on PGM, Vanadium ore, Titanium Ore, Chrome Ore, Iron Ore, and associated minerals and metals.</td>
<td>28 April 2010</td>
<td>18 July 2012</td>
<td>17 July 2015</td>
<td>Amendment/ Variation to include farms Switzerland, Genokakop, Grootvygenboom and Schoonoord on 28 April 2010.</td>
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<tr>
<td>TOTAL</td>
<td></td>
<td>92,486.35</td>
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<tr>
<td>Central Cluster</td>
<td>Magneetvlaakte 541KS</td>
<td>1,128.90</td>
<td>Bauba A Hlabirwa Mining Investments (Pty) Ltd</td>
<td>Exploration</td>
<td>Prospecting</td>
<td>LP30/5/1/1/2/390PRR</td>
<td></td>
<td>07 June 2006</td>
<td>18 July 2012</td>
<td>17 July 2015</td>
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<tr>
<td>TOTAL</td>
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<td>11,532.18</td>
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<tr>
<td>Southern Cluster</td>
<td>Grootvygenboom 204KT</td>
<td>16,170.35</td>
<td>Bauba A Hlabirwa Mining Investments (Pty) Ltd</td>
<td>Advanced Exploration</td>
<td>Prospecting</td>
<td>LP30/5/1/1/2/330PR</td>
<td></td>
<td>28 April 2010</td>
<td>18 July 2012</td>
<td>17 July 2015</td>
<td>Amended as above.</td>
</tr>
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<td></td>
<td>Houtbosch 323KT**</td>
<td>1,712.00</td>
<td>N/A</td>
<td></td>
<td></td>
<td>256/2006PR</td>
<td></td>
<td>3 July 2006</td>
<td>*</td>
<td>2 July 2011</td>
<td>-</td>
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<td>TOTAL</td>
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<td>30,981.48</td>
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</table>

* Approved but awaiting execution
It must be noted that Venmyn Deloitte is not qualified to provide extensive commentary on legal issues associated with Bauba’s right to the mineral properties. Bauba has provided certain information to Venmyn Deloitte which, to the best of Bauba’s knowledge and understanding, is complete, accurate and true and Bauba acknowledges that Venmyn Deloitte has relied on such information. No warranty or guarantee, be it express or implied, is made by Venmyn Deloitte or the author of this letter with respect to the completeness or accuracy of the legal aspects of this letter.

The CPR dated 1 March 2014 should therefore be read, taking cognisance of the subsequent events that are detailed above.

Yours Faithfully,

A.N. CLAY
Pr.Sci.Nat., MSAIMM, FAusIMM, ,
FGSSA, MAIMA, MSPE, IoD.
Competent Person/Valuator

Effective Date: 1 March 2014
Final Report Date: 15 August 2014