

TECHNICAL COMMITTEE CHARTER

Effective Date: April, 2024

1. GENERAL SCOPE AND AUTHORITY

- (a) The technical committee (the “**Committee**”) is a committee of the board of directors (the “**Board**”) of the Company.
- (b) In this Charter, a reference to the “**Company**” means Sylvania Platinum Limited.
- (c) The primary role of the Committee is to support and advise the Board in reviewing technical matters, specifically relating to exploration, resource development, reserve estimation, feasibility studies, mining, review potential targets for acquisition including any environmental risks, as well as overseeing the Company’s performance in such areas.
- (d) In order to ensure the Committee is able to discharge its responsibilities efficiently and effectively, it is authorised by the Board to:
 - (i) investigate any activity within its terms of reference;
 - (ii) require all employees to co-operate with any relevant request made by the Committee; and
 - (iii) seek any information it considers necessary to fulfil its duties, which includes the right to obtain appropriate external advice at the Company’s expense.
- (e) The Committee will review and assess the adequacy of this Charter from time to time and recommend any changes to the Board for approval.

2. COMPOSITION

- (a) The Committee shall consist of not less than two members of the Board, at least one of whom shall be independent. Each member of the Committee should have a general familiarity with the mining industry. At least one member of the Committee should have an extensive background in the technical matters described above. Members of the Committee shall be selected by the Board. Any member of the Committee may be removed or replaced at any time by the Board and shall cease to be a member of the Committee upon ceasing to be a director of the Company.
- (b) Rotation of members, if required by the Committee, shall be limited to one per year. The decision as to which member to rotate, when appropriate, will be made by the Board.
- (c) The Board shall review Committee membership on an annual basis and at other times as the Board may deem appropriate.
- (d) The Committee shall have a Chair appointed by the Board, who may be the Chair of the Board. The Chair



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shall serve as a liaison between Committee members, the Board and executive management.

- (e) The Chair of the Committee shall be entitled to receive such remuneration for acting as Chair of the Committee as the Board may from time to time determine. The remuneration shall initially be set at US\$5,000 per annum.

3. MEETINGS

- (a) The Committee will meet as circumstances require for it to undertake its role effectively and at least twice a year.
- (b) Committee meetings may be held in person, over the telephone or as the Committee may otherwise deem fit. The time at which, and the place where meetings of the Committee shall be held, and the procedure in all respects of such meetings shall be determined by the Committee, unless otherwise provided by the Company's Constitution or by the Board. Where deemed appropriate by the Chairman of the Committee, meetings and subsequent approvals may be held or concluded by way of a circular written resolution.
- (c) No business may be transacted by the Committee except at a meeting at which a quorum of the Committee is present. Two Committee members shall constitute a quorum.
- (d) Minutes of the Committee meetings shall be maintained by the Chair and approved by the members.
- (e) The Committee may invite such other persons to attend its meetings, including members of executive or senior management and any third parties, as it deems necessary.

4. DUTIES AND RESPONSIBILITIES

In order to fulfil its responsibilities to the Board the Committee will:

- (a) Review exploration programmes before commencement of these and will review subsequent results.
- (b) Review the assumptions and methodology underpinning of the Company's mineral resource and mineral reserve estimates and satisfy itself that the judgement exercised was reasonable. Recommend Board approval of technical reports and annual mineral reserve and mineral resource estimates.
- (c) Review technical and operational matters on behalf of the Board, which may include reviewing:
 - (i) the annual budget and the life of mine plan for each operation;
 - (ii) significant technical risks, mitigation strategies and opportunities associated with the Company's operations and projects;
 - (iii) exploration, geological, mining, metallurgical and other technical issues of significant concern; and
 - (iv) technical merits associated with potential new projects or acquisitions.



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- (d) Make visits, as the Committee or individually, if necessary, to the Company's operations, project sites and potential acquisitions in order to become familiar with the operations and to review relevant objectives, procedures and performances with respect to technical and operational matters; and
- (e) Perform any other duties and activities that it or the Board considers appropriate.