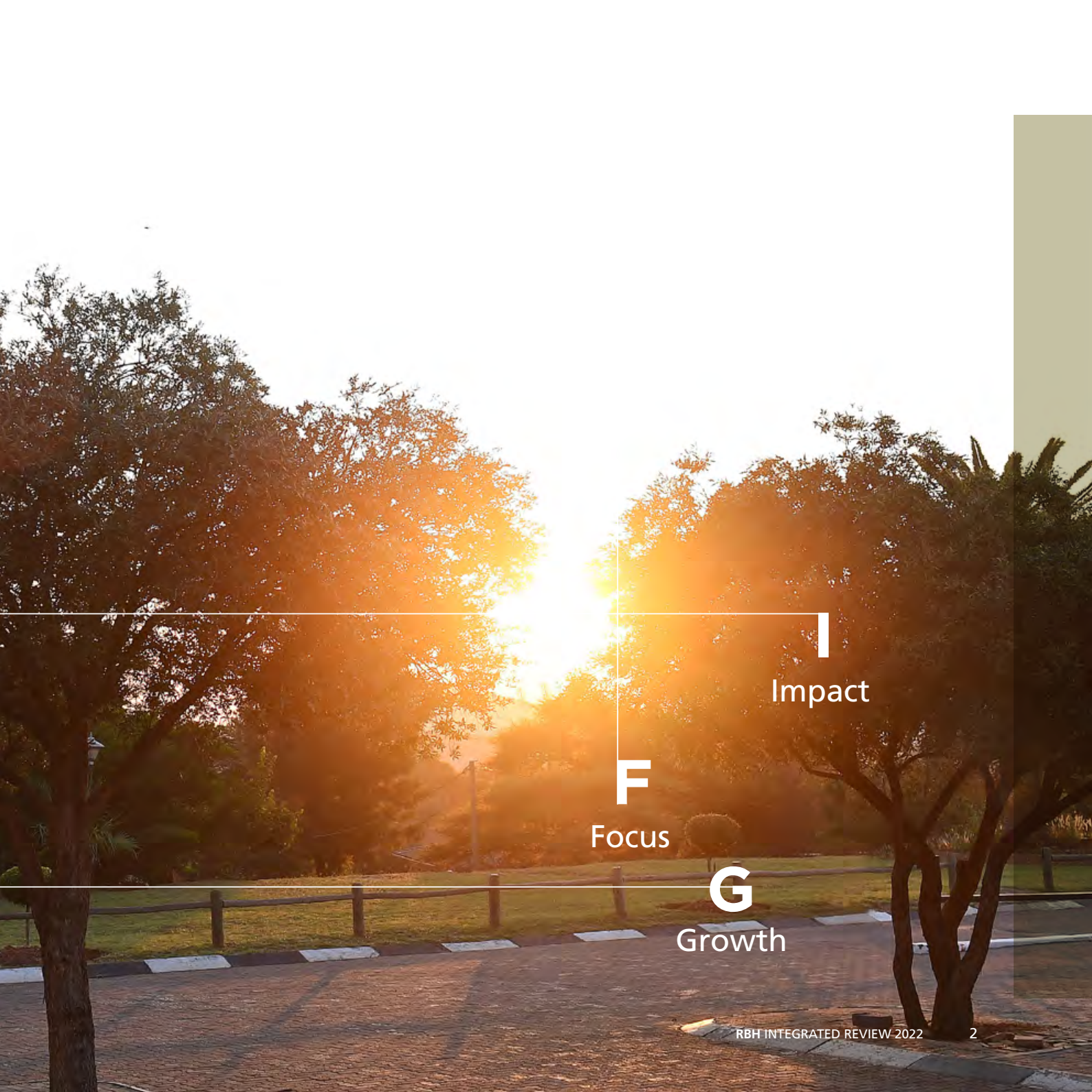




integrated review 2022

**driving
excellence
for a
sustainable
future**



F
Focus

I
Impact

G
Growth

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Our approach to reporting

We are pleased to present the Royal Bafokeng Holdings (RBH) integrated review for the year 1 January to 31 December 2022. This review provides a concise and balanced report to our stakeholders and demonstrates our approach to value creation and preservation in the short, medium and longterm.

RBH is the investment arm of the Royal Bafokeng Nation (RBN). Transparency and accountability regarding our performance and contribution to the RBN is essential. This review presents an overview of our performance in the reporting period and an outlook on our prospects in the context of our operating environment. We voluntarily produce and publish our integrated review to provide a comprehensive account of our use of and impact on capitals, value drivers and risk considerations.

The review is informed by the theme of 'Driving excellence for a sustainable future' in line with our quest for excellence and continuous improvement. It is structured into five main sections: leadership reviews, insight into how we create value, our portfolio performance, and social impact report. Our approach to governance is detailed in the final section of this report.

Target audience and materiality

The integrated review has been prepared for stakeholders with an interest in RBH's performance and future prospects. These include our shareholder, the Royal Bafokeng Nation Development Trust (RBNDT); the Royal Bafokeng Nation (RBN) Supreme Council and Morafe (the RBN community), our employees, our investee companies, providers of capital as well as Government and regulatory authorities. We apply the principle of materiality in assessing information to be included in our integrated review. Consequently, this review focuses on those issues we have identified as being most material to our ability to create value and deliver on our mandate to protect and grow the financial capital of the RBN, whilst meaningfully contributing towards meeting the socio-economic needs of the RBN, the community we are mandated to serve.

During 2022, we enhanced our materiality determination process by adopting a double materiality approach to identify and prioritise material matters. By adopting this approach, we acknowledge that we must manage, and take responsibility for, the actual and potential adverse impacts our decisions could have on people, society and the environment.

Material matters are therefore prioritised based on their potential to impact our ability to create value over the short, medium and longterm, as well as their impact on society, communities and the environment. This includes both qualitative and quantitative matters that affect our various stakeholders in their assessment of the value we add. Material matters and the process followed to determine these matters are outlined on [page 47](#).

As an unlisted company, we are under no obligation to produce an integrated review, and as such have some latitude in what we disclose. We reserve the right to withhold proprietary information that is intrinsically tied to our strategy and competitive advantage. We do however adhere to IR reporting standards and best practice. Material matters are assessed on an ongoing basis to ensure our strategic objectives remain relevant in a dynamic and evolving operating environment.

**WE ENHANCED
OUR MATERIALITY
DETERMINATION PROCESS
BY ADOPTING A DOUBLE
MATERIALITY APPROACH TO
IDENTIFY AND PRIORITISE
MATERIAL MATTERS**

Reporting scope and boundary

Our integrated review is produced and published annually. It provides material information relating to our strategic objectives and business model, operating context, risks and opportunities, stakeholder interests, performance and governance mechanisms.

Throughout this report, we refer to the RBNDT (our shareholder), the RBN and our investee companies in as far as they relate to our strategic value drivers and mandate. These entities are, however, not included in the metrics that pertain to our activities as an investment holding company. Information relating to the environmental, social and governance (ESG) affairs of subsidiaries and associates, over which RBH does not exercise operational control, are not detailed in this review. Unless otherwise stated, all ESG disclosures relate only to RBH's activities. Refer to [page 70](#) to read more on our investment strategy.

Reporting principles

Our integrated reporting process, as well as the contents of this integrated review, is guided by the Integrated Reporting (<IR>) Framework of the International Integrated Reporting Council (IIRC), the King IV™ Code on Corporate Governance (King IV Code) and the Companies Act, No. 71 of 2008 (Companies Act). Our Annual Financial Statements (AFS) follow the International Financial Reporting Standards (IFRS) and are externally assured by PwC. A detailed register of our application of King IV governance principles is available on [page 116](#) of this review. We embrace the United Nations Sustainable Development Goals (SDG), which encourages companies and individuals to take the necessary action to achieve the SDGs by 2030. We have detailed our priority SDGs on [page 45](#).

Report enhancements

We aim to continually improve our reporting and disclosures to stakeholders. Enhancements made to our 2022 integrated review include:

- Application of the double materiality determination approach
- Increased quantitative disclosures with regard to performance and strategic objectives

Process disclosure and assurance

Our integrated review writing process began with the identification and prioritisation of material matters to be included in this report. A benchmarking exercise, stakeholder and risk review, in which the executive management team was actively engaged, formed a key input. The content gathering for these disclosures included engagements with and submissions from business units, as well as drawing from board and board committee submissions.

Information included in this report is sourced from interviews with the executive management team, and internal and external sources of trusted information. This includes reports and presentations relating to strategy, business plans and board documents used for decision-making purposes. Our integrated review and AFS are prepared in parallel to ensure information and data are aligned and consistent.

An independent audit of our AFS was performed by external auditors. An unqualified audit opinion has been expressed in accordance with International Standards on Auditing (ISA). Board-based Black Economic Empowerment (B-BBEE) Scorecard information relating to our social performance was verified independently by mPowerRatings.

Forward-looking statements

This report contains forward-looking statements that relate to the future plans, objectives, goals, operations and performance of RBH. These are neither guarantees nor predictions of future performance. By their nature, forward-looking statements involve risk and uncertainty as these relate to future events and circumstances that may be beyond the control of RBH or may cause the actual results to differ substantially from those implied or expressed in the forward-looking statements. Factors that could cause actual results to differ materially from those in the forward-looking statements include, but are not limited to, changing conditions in the operating environment or regulatory developments.



Approval

The board of RBH acknowledges its responsibility to ensure the integrity and completeness of this integrated review. The Social and Ethics Committee, in its capacity to provide oversight of the integrated review on behalf of the board, has applied its collective mind and reviewed the content of this report. The board is satisfied that this integrated review was prepared in accordance with all relevant frameworks and standards, addresses all material issues and presents a fair and balanced account of the performance of RBH in the period under review. The board of directors approved the 2022 Integrated Review on 27 June 2023.



37 HIGH STREET

rbh

royal bafokeng holdings

About RBH

We are a 100% Black community-owned investment company entrusted with a unique mandate of protecting and growing the wealth of the Royal Bafokeng Nation. Our heritage is firmly rooted in the proud history of the Bafokeng people who, through visionary leadership, pragmatism and the ability to make things happen, have remained resilient in the face of challenges to secure the long-term prosperity of Morafe.

In the 17 years since our establishment, we have focused on our core mandate: to build a balance sheet that would support the socio-economic development needs of the community in the present while preserving wealth and safeguarding the interests of future generations. We have provided a predictable and sustainable dividend to our sole shareholder, the RBNDT, and invested R7.8 billion since 2016 towards the socio-economic benefit of the RBN and those who live on Bafokeng land.

We have also contributed to the broader South African society through our tax contributions and social investments. While we accept that there are many more socio-economic needs to be addressed, we are proud of the incremental progress that we are making to contribute positively to the various socio-economic challenges that our shareholder, the RBN community and the broader country have to deal with.

In keeping with the lessons learnt from several generations of Bafokeng leaders, we have a deep understanding that investing for the long term and building resilience are key tenets to meaningful and sustainable empowerment. RBH is a long-term investor with a legacy of acquiring significant stakes in high-growth, defensive sectors and high-quality companies with established track records. We actively manage a diverse portfolio with a net asset value of R46 billion (as at December 2022). The portfolio consists of listed and unlisted assets in a range of geographies and sectors, including telecoms, pharmaceuticals, infrastructure, property, financial services, resources and industrials.

Through prudent management of our investment portfolio, we apply a long term outlook to ensure that we provide stable dividend income to the RBNDT as we continue to build our portfolio. The RBNDT is responsible for the commercial interests and assets of the Nation and invests the returns towards local infrastructure and social development initiatives. This is done through RBN entities, to provide socio-economic transformation for the Nation as well as those who live in the RBN.

Our mission

To protect and grow the RBN's financial assets in order to provide predictable income and capital growth for the inter-generational benefit of Morafe.

Our value drivers

We operate ethically and execute with integrity.

We embrace and drive positive change.

Trust (Tshepo) and Respect (Tlhompo) are central to our relationships.

Our mandate

RBH has a dual mandate:

To safeguard the long-term financial independence of the RBN.

To generate sufficient income for our shareholder, to meet the social and infrastructural needs of the RBN.

Our values

Our HARTCORE values are informed by our commitment to the wellbeing of the RBN. They underpin our organisational culture and approach to stakeholder engagement.

Honesty

Be open, truthful and ethical in all our actions and interactions, and act with integrity.

Accountability

Accept responsibility, follow through to the end, remain answerable at all times and stand by our word.

Respect

Respect for self, RBH and others in our engagements, and remain open to diverse perspectives. We recognise our individual and collective humanness by embracing the principles of 'Botho': I am because we are. We treat one another in an equitable manner without favouritism or discrimination.

Responsiveness

Engage with all stakeholders in a timely and effective manner.

Transparency

Be open with information, where possible, and be clear about our intentions.

Commitment

Be committed to the RBH purpose and vision: be mindful that we serve a greater purpose and exercise stewardship to the unique mandate that we have been entrusted with – the upliftment and sustainability of the Royal Bafokeng Nation is the cornerstone of what we do.

Our investment portfolio

The RBH investment strategy is shaped by the RBN vision “to remain a relevant and innovative traditional African community in a changing world”.

We have built a diversified, growth-orientated investment portfolio for the RBN, and aim to protect and grow our capital base over time. This will enable us to continue delivering the yield necessary for the RBNDT to meet its inter-generational community development objectives.

Sector
Mining
Mining, oil and gas services
Telecommunications
Financial services
Infrastructure
Property
Pharmaceutical
Other

Investee company

Royal Bafokeng Platinum
Northam Platinum

MOGS
KEG (Kenyan LPG Terminal)

YeboYethu
Liquid Intelligent Technologies

FirstRand
OUTsurance
Discovery
Momentum
Royal Investment Managers
Transaction Capital
Ethos Mid Market

ISQ Global Infrastructure Fund III
Distributed Power Africa
Stanlib Infrastructure Fund
Adams Solar PV Project Two
Electra Capital
Gouda Wind Energy Facility
Sishen Solar Facility
Hall Core Water
Dipalopalo
EnviroServ

RMB Holdings
Growthpoint GSAH
Zenprop UK
NEPI Rockcastle
Big Yellow

Dis-Chem

JC Decaux Sub-Saharan Africa
Eldo
InfraSalience

2022 Value-creation highlights

Financial performance

PERCENTAGE	2022	2021
DEBT REDUCTION	32%	33%

TRANSACTIONS CONCLUDED IN 2022*:

R500_M FOLLOW ON INVESTMENT INTO TRANSACTION CAPITAL

R286_M INVESTMENT INTO ENVIROSERV

R1.5_{BN} INVESTMENT INTO KEG (KENYAN LPG TERMINAL)

\$35_M ALLOCATION TOWARDS GLOBAL EQUITY STRATEGY

R150_M INVESTMENT INTO LOCAL MARKET NEUTRAL FUND

6%
OF PAYROLL INVESTED IN LEARNING AND DEVELOPMENT

* Unbundling of RMI into OUTsurance, Discovery and Momentum

R46 BILLION
NET ASSET VALUE
2021: R46 billion

R849* MILLION
Dividend paid to shareholder
2021: R747* million

* Includes special dividends

R7.8 BILLION
Total dividend paid to shareholder since 2006
2021: R7.0 billion

R175 MILLION
Special dividend declared towards RBN water infrastructure
2021: R175 million

Social performance

R82.7M

ENTERPRISE AND SUPPLIER
DEVELOPMENT & SOCIAL-
ECONOMIC DEVELOPMENT

2021: R52.9m

133

SMMES SUPPORTED
THROUGH ESD
PROGRAMME

2021: 0

3

CANDIDATES PARTICIPATING
IN CHARTERED
ACCOUNTANCY TRAINING
PROGRAMME

2021: 3

Skills development:

2022 EXPENDITURE

RBH BURSARY
FUND*

R2.9 MILLION

RBH LEARNERSHIP
PROGRAMMES

R4.9 MILLION

TRAINING AND
DEVELOPMENT

R0.8 MILLION

CLASS OF
PROGRAMME

R0.4 MILLION

TOTAL

R9.1 MILLION

* An additional R1.6 million was invested in bursaries for IT-related qualifications in partnership with Liquid Intelligent Technologies

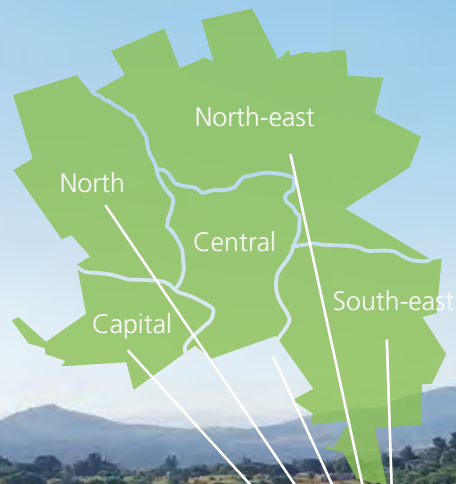
About the Royal Bafokeng Nation

The RBN first settled in the Rustenburg Valley in 1450

Over the next 100 years, the Bafokeng would go on to successfully defend their land and ancestral rights against a succession of aggressors. The Nation was also involved in protracted legal battles with mining houses in the early years of South Africa's democracy. The outcome of the legal battles was the beginning of a new era and set the Nation on a path towards sustainable revenue generation and inter-generational wealth creation.

Today, the RBN is a traditionally governed Setswana-speaking community that strives to be socially, economically and environmentally sustainable, and to remain true to its African heritage and traditions.

RBN owns over 1 200 square kilometres of land in the Rustenburg Valley, which is home to approximately 128 000 people.



5 Regions



29 Villages
128 000 people

The RBN's value-creation story

The journey towards the establishment and success of RBN began when young Bafokeng men made the long and arduous journey to work on the Kimberley diamond mines to earn money to buy assets, not just for themselves but for the benefit of the community and future generations. Since then, the Bafokeng have accumulated resources and assets through ingenious methods, including purchasing land through missionaries and bartering cattle for land.

Communal ownership of resources and assets lies at the heart of the community and is the bedrock of its prosperity. The traditional governance ethos of the Bafokeng people underpins the inter-generational outlook that has stood the test of time. This serves as the moral compass of our business and has influenced our commitment to a performance-driven culture, strong leadership and excellence in all we do.

It is the tenacity and forward-thinking of generations of Bafokeng that enables us to be here today.

2005 RBH timeline

- Acquisition of 10.1% in Zurich Financial Services (ZICSA)
- RBH formed through merger of Royal Bafokeng Resources and Royal Bafokeng Finance, *KGOSI* Leruo Molotlegi appointed as founding Chairman
- Acquired 100% of Fraser Alexander, 26% of joint venture Metuba Engineering and Construction, a 51% equity interest in Hard Rock Mining and a 25.1% stake in Pasco Risk Management
- Structured CSI and transformation strategies introduced
- First annual review/ integrated report produced
- Acquired 12.5% stake in Metair Investments
- Acquired 25.1% stake in M-Tech
- Acquired Mining, Oil and Gas Services Proprietary Limited (MOGS)
- Acquired 30% holding in Praxima Payroll System
- Acquired 26% stake in MB Technologies
- BEE transaction with Implats completed - RBH becomes largest shareholder in Implats (13.4%)
- Acquired 65% interest in South African Coal Mining Holdings (SACMH)
- Acquired 30% stake in Zaptronix
- Acquired 25.01% stake in DHL

- RBPlat is formed, takes over management of Bafokeng Rasimone Platinum Mine (BRPM) joint venture (JV) and lists on the JSE (RBH's interest in the listed entity is 52.8%)
- Acquired 10.5% shareholding in Atterbury Investment Holdings
- RBH internship "class of programme" is formed
- Increased shareholding in ZICSA to 25.1%
- Increased equity in MOGS from 50.1% to 100%
- The transfer of economic and management control of the BRPM from Anglo Platinum to RBH
- Acquired a 1.97% stake in Vodacom SA, the first investment in the telecommunications sector
- Increased its shareholding in the BRPM JV to 67%
- Acquired 15% interest in Eris (formerly Rand Merchant Bank Properties)

→ 2011 – 2016

- Other
- Pharmaceutical
- Property
- Mining services
- Industrials
- Infrastructure
- Telecoms
- Financial services
- Mining
- A Acquired
- D Disposed of

2011

A

- Acquired initial 5% stake in RMB Holdings (RMBH) and RMB Insurance (RMIH) followed by an additional 10%, increasing its investment in RMBH and RMIH to 15%, respectively
- Disposed of Senwes and SACMH

D

2012

D

D

- Appointed an independent board chairman
- Appointed first Black female CEO
- Disposed of Eris Properties and ZICSA
- Mining exposure reduced to approximately half the portfolio due to outperformance of non-mining assets, especially the financial services assets

2013

A

A

D

- Increased its stake in Attacq Limited to 15%
- Attacq listed on the JSE
- Increased its shareholding in M-Tech to 50.1%
- Disposed of MB Technologies Astrapak and Pasco Risk Holdings Investments

2016

D

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- Reduced stake in Implats to 6.3%
- Acquired a 1.87% stake in Big Yellow Group Plc
- Fraser Alexander and M-Tech transferred to MOGS as part of internal reorganisation
- Acquired 50% interest in Royal Investment Managers
- Increased its investment in NEPI
- RBH and Liquid Telecom acquired 30% stake in Neotel
- Reduced shareholding in MOGS to 51% and concluded strategic partnership with Public Investment Corporation (PIC), which now owns 49% shareholding in MOGS
- Made significant progress in the reduction of our debt

2015

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D

- Acquired an investment of R500 million in NEPI
- Acquired 30% interest in JC Decaux SSA
- Entered into a joint venture with Zenprop UK
- Acquired infrastructure and energy assets – Adams and Electra (30% interest in each)
- Completed the disposal of our shareholding in Merafe Resources and reduced shareholding in Attacq
- Implats' corporate action dilutes RBH's stake to 11.3%

2014

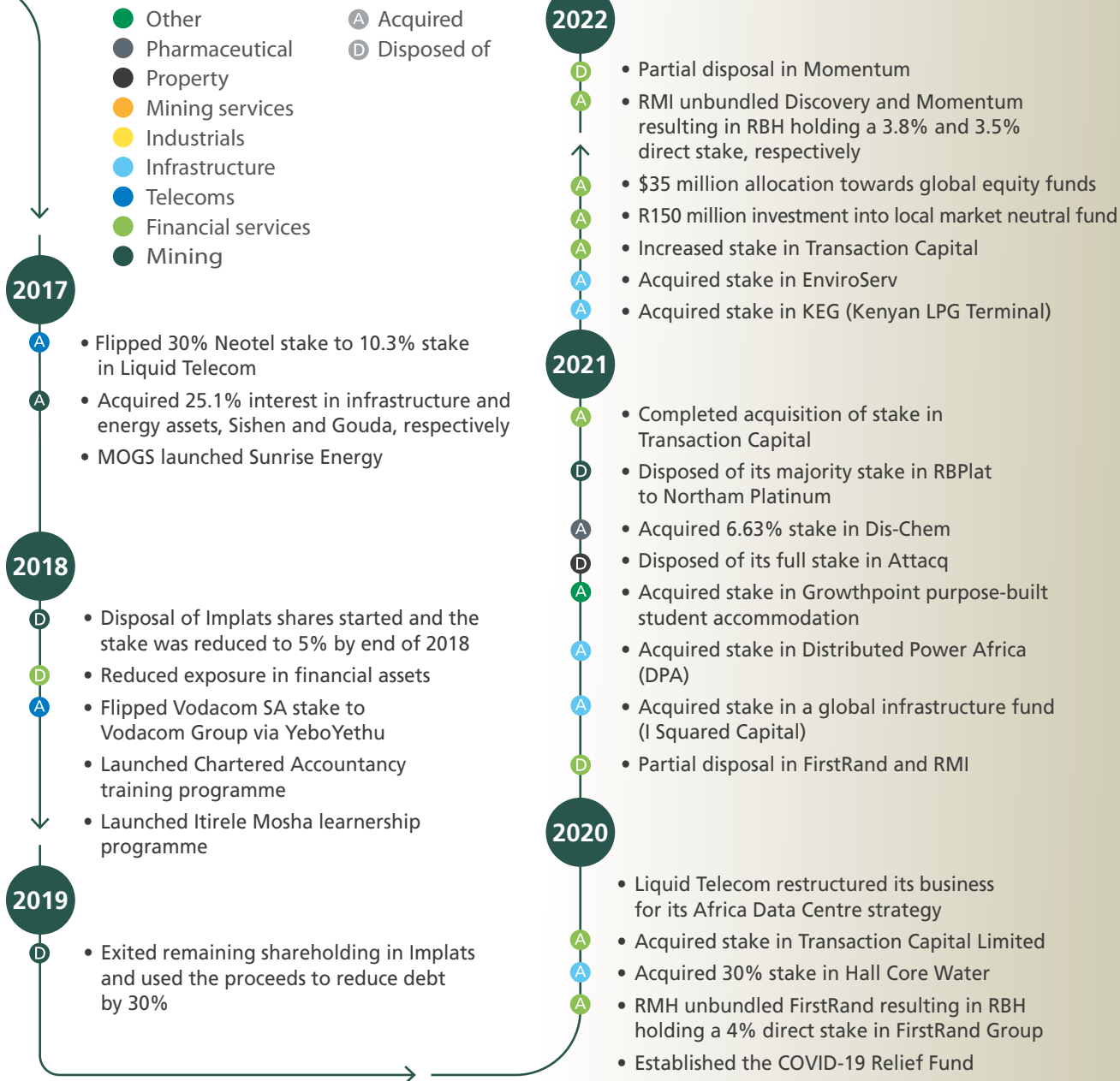
A

A

D

- Acquired 16.7% interest in STANLIB infrastructure fund created to focus on renewable energy projects
- Acquired 27.71% interest in Dipalopalo which entered a public private partnership (PPP) agreement to provide the Department of Statistics South Africa with head office accommodation
- Disposed a portion of Metair shares

→ 2017 – 2022





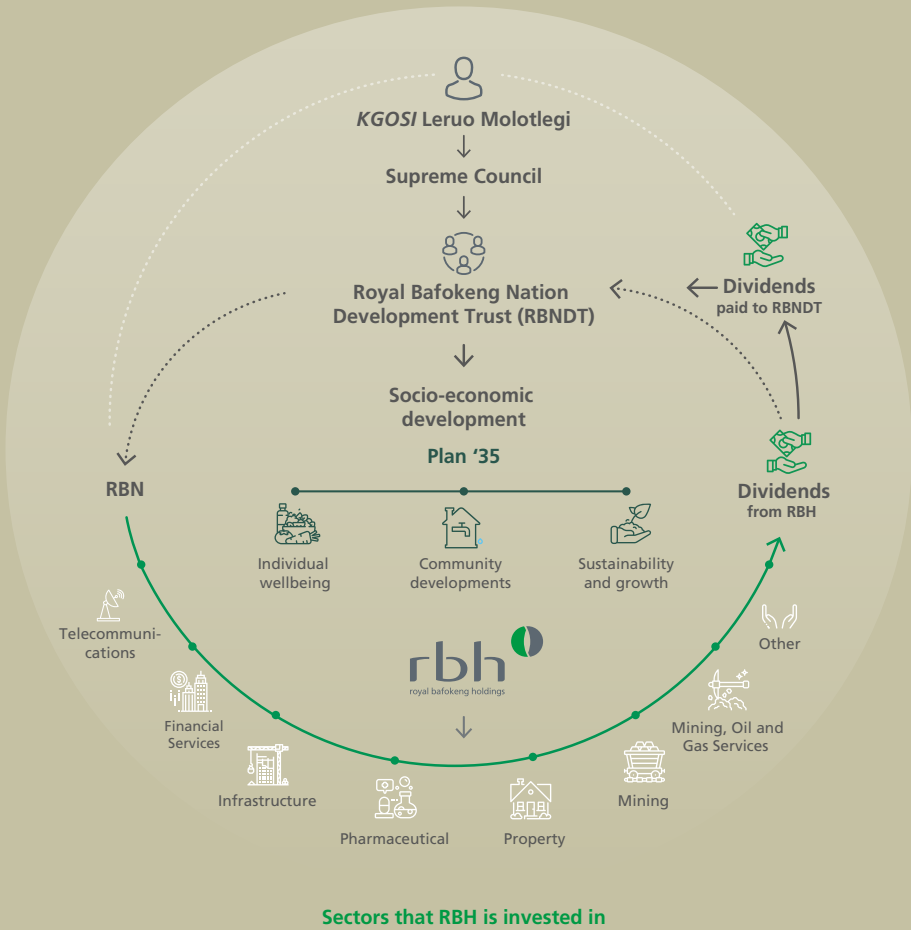
Our place in the RBN

RBH exists for the sole purpose of being a responsible steward of the RBN's financial resources by preserving and growing the wealth of the Bafokeng people and delivering a predictable and sustainable dividend that enables the RBNDT to support socio-economic development for the benefit of Morafe and those who live on RBN land.

RBH was established in 2006, through the merger of Royal Bafokeng Finance and Royal Bafokeng Resources. The merger was driven by a need to diversify the RBN's asset base, position the portfolio for sustainable growth and create inter-generational wealth for Bafokeng. The RBN, through the RBNDT, is the sole shareholder of RBH.

In addition to the dividend paid to the Nation, we contribute Corporate Social Investment (CSI) spend to the RBN, targeting initiatives that support the Nation's Plan '35 (page 22). Social investments made in the 2022 period are detailed in the Social and Relationship Capital section of this review on page 83.

Structure of the Nation





Kgotha Kgothe

The RBN is a traditionally governed Setswana-speaking community. There are approximately 128 000 people living on RBN land spread across 29 villages in the Rustenburg valley, located in the North West province of South Africa.

Kgotha-Kgothe is a gathering of the entire community that occurs twice a year. It is the highest decision-making body and allows the community to communicate with their leaders and actively participate in decision-making processes. Kgotha-Kgothe provides the RBN an opportunity to review the performance of all its entities, including RBH, and consider social delivery matters.



Supreme Council

The Supreme Council is the joint sitting of the Council of Dikgosana and the Traditional Council, and the second-highest governing body of the RBN, after Kgotha-Kgothe. The Supreme Council is responsible for establishing and monitoring policies as well as setting Social spending priorities. Each year, a State of the Nation Address, or RBN Review, is delivered by *KGOSI* (the RBN king) to mark the opening of the Supreme Council.



RBN DT

The RBN DT was established in 2004 and is the sole shareholder of RBH. It is responsible for the commercial imperatives of the Nation. The RBN DT determines affordability limits and communicates these formally to the Supreme Council, which in turn allocates these across key focus areas through RBN entities. The Trust has 13 trustees including *KGOSI* and the CEO of the RBN DT.

Several governance structures and social entities are in place to ensure the will of the RBN people is carried out. These include the administrative arm of the Nation, Royal Bafokeng Administration (RBA), as well as social delivery entities, such as Royal Bafokeng Enterprise Development (RBED), which focuses on enterprise development; Royal Bafokeng Institute (RBI) focusing on education and Royal Bafokeng Sports (RBS) which focuses on sports.

RBN **Plan** **'35**

Plan '35 is the RBN's developmental road map and strategic framework that guides the implementation of the RBN's vision to be "a relevant and innovative traditional African community in a changing world".

The goals and aspirations of Plan '35 are achieved through a structured set of initiatives centred on three pillars:



Individual development

Better standard of living for all individuals by improving individual quality of life and social wellbeing.

- Educated individuals
- Healthy individuals
- Individuals with dignity



Community development

Collaboratively building an inclusive traditional community to be proud of.

- A safe, healthy and appealing environment
- A valued identity and traditional heritage
- Good governance and leadership



Sustainability and growth

Respecting our resources as treasured assets and achieving inclusive growth and employment into the long term.

- Stewardship of our resources through RBH economic opportunity

Plan '35 is geared towards growing the local economy as well as empowering individuals and the broader community with the skills they need to be self-reliant and make a meaningful contribution to the economy. It provides a long-term perspective to the social and economic investments that drive economic growth and participation in the Nation. The plan is aimed at contributing to a nation of healthy individuals who live with dignity, are proud of their identity and traditional heritage, and exercise responsible stewardship of their resources. Plan '35 will not only benefit RBN, but also those living on Bafokeng land and the South African society more broadly.



SINCE **2006**

RBH HAS CONTRIBUTED R7.8 BILLION TO THE RBN DT THROUGH DIVIDENDS. THIS SPEND HAS GONE TOWARDS SOCIAL INITIATIVES SUCH AS THE CONSTRUCTION OF SCHOOLS, ROADS, HEALTH FACILITIES AND THE PROVISION OF VARIOUS OTHER SOCIAL SERVICES.

RBH contributes to the imperatives of Plan '35 by aligning our corporate social investments with the Nation's developmental road map. We partner with the RBN DT and the various social entities of the RBN. In addition, we work closely with a broad range of stakeholders including our investee companies, civil society and others in the private sector. This allows us to leverage our existing relationships in a mutually beneficial manner, extend and deepen our reach and, ultimately, achieve more meaningful results.





Leadership Reviews

We purpose to deliver on our mandate of protecting and growing the financial capital of the RBN and supporting our shareholder to contribute to the imperatives of Plan'35 as part of our good corporate citizenship.

Message from our Shareholder

On behalf of the RBNĐT, we are pleased to share our review of events that unfolded in 2022 from an RBH perspective, a year in which we continued to collaborate focused on driving excellence for a sustainable future.

As we reflect on our operating environment, we recognise the challenges faced by communities and businesses alike. The ongoing impacts of the COVID-19 pandemic continue to be felt by us all. We are also cognisant of rapidly rising inflation, the war in Ukraine and the accelerating climate crisis, all of which threaten the sustainable future of humanity. In South Africa, we face additional challenges such as escalated load shedding and the increased costs of living, which is adding to household financial stress.

However, it is not all bad news. The fourth industrial revolution (4IR) is relentlessly transforming the way we live, work and interact, bringing with it new prospects for growth and development. It is our responsibility to leverage these advancements to ensure that the RBN continues to thrive for generations to come.



Strengthening strategic alignment between RBH and the RBNĐT

The ever-changing global and domestic environment continues to make it imperative for RBH to reimagine its future to consistently support RBN's vision. For this reason, RBH reviews and aligns its strategy with the RBNĐT on an annual basis.

In 2013, RBH and RBNĐT developed a Shareholder Compact, which contained an Investment Policy Statement (IPS) and a Strategic Asset Allocation (SAA) to guide investment decisions. This compact was put in place to facilitate efficient implementation of RBH's investment mandate and maintain a productive relationship with its shareholder. However, considering the changes that have occurred in the past 10 years, the board of RBH and its executive management revisited the governance and investment documents during 2022, which were considered by RBNĐT at our annual strategic meeting in the first quarter of 2023 and have since been adopted.

The initial review indicates the robustness of the SAA; that RBH is on the right trajectory, albeit with some adjustments to be made. The most material of these is an increase in our weighting on offshore investments.

Additionally, we are pleased that RBH's Net Asset Value (NAV) increased from R30 billion to R46 billion from the end of 2013 to 2022. The asset portfolio experienced greater diversification and the debt in the portfolio decreased from R9 billion to R2 billion during the same period. This positions RBH well to continue to grow the portfolio in real terms and deliver the dividend required by the Royal Bafokeng Nation.

Through strategic alignment with the RBN and prudent investments, it is clear that RBH has remained focused on achieving sustainable growth to meet the needs of Morafe now and into the future.

RBH social performance review

Inspired by our commitment to the well-being of Bafokeng, the RBN embarked on a Plan '35 reprioritisation and alignment process in 2019. This process aims to deliver Plan '35 achievement areas in the most efficient and sustainable manner, thus enabling the RBN structures to be fit-for-purpose and do more with less.

The main challenges faced by the RBN, and South Africa as a whole, include low household income levels due to high unemployment, struggling local businesses and frequent disruptions to basic services such as electricity and water supply. To address these challenges, we identified and prioritised four critical initiatives to be delivered in collaboration with our stakeholders, particularly those who share our vision and aspirations for the collective development of the region. These four key projects are water delivery, enterprise and supplier development, an artisanal training programme and a renewable energy venture.

Investing in water infrastructure

RBH demonstrated its commitment to the RBN water project by making a significant contribution through a special dividend of R350 million paid in two tranches of R175 million in 2021 and a further R175 million in 2022 to assist the RBN with implementing an integrated water solution. The solution will deliver quality and reliable water to Morafe on a sustainable basis. However, the project faced some delays due to an extensive community consultation process and technical geological challenges. Despite these challenges, the RBN team has made significant progress towards the solution, as evidenced by the completion of the installation of three boreholes at Lemenong (Phase 1) with a combined pumping capacity of 1.6 mega litres a day. This water is then pumped into the Saron reservoir which in turn services 13 out of 29 Bafokeng villages. In order to solve for the intensified power shortages experienced, generators were installed with a plan to move to solar-generated power in the medium to long term.

The main contractor was appointed in August 2022 and a project is currently underway to connect the tested boreholes to reservoirs and deliver water to the most affected areas. The project provides opportunities for local small, medium and micro enterprises (SMMEs), including skills transfer to four engineering graduates from the community. Local labour will be used for building and construction and in line with RBN's policy, at least 30% of the project value should be subcontracted to the community. The project will be implemented in phases and is expected to be completed by the end of 2024, with all RBN villages connected to underground water sources.

Stimulating local economic development

RBH's commitment to supporting RBN's small and medium -sized enterprises (SMMEs) through the enterprise and supplier development (ESD) fund has been a major highlight in efforts to drive local economic development. The ESD fund is aimed at providing skills, finance and market access to RBN SMMEs, ensuring their growth and sustainability. Our ESD endeavours culminated in the launch of the Kgolo Enterprise and Supplier Development programme in February 2023. We would like to extend our congratulations to the RBN employees and entities who worked tirelessly to launch the programme and to the entrepreneurs who have taken on this challenge and are working hard to grow the local economy.

RBH's contribution to this project has been instrumental in its success, and we hope that other businesses and social partners will join us in growing the ESD fund, allowing us to tackle even bigger challenges in the region together.

Contributing to energy security and environmental protection

The Renewable Energy Project is a major step forward for the RBN and its surrounding communities towards achieving energy security and lower energy costs. With a focus on decarbonisation and long-term environmental sustainability, RBH played a key role in concluding the conceptualisation phase of this project in 2022.

As part of the project's feasibility studies, RBH has been actively engaging with key stakeholders to gauge interest in the clean power that the project intends to generate.

Three potential sites have been identified for the project. The feasibility study will determine the most suitable location in terms of its physical characteristics, as well as a comprehensive assessment of the project's environmental impact to ensure that the initiative meets the highest possible standards. We are confident that RBH's involvement will help to ensure the success of the project for the benefit of the RBN.

Providing our youth with the skills they need to participate in the mainstream economy

The Artisan Training Project is aimed at reducing youth unemployment and improving employability prospects in the RBN region. The project is focused on establishing a Trade School to support the growth of skilled professionals. With the design phase of the project concluded in 2022, a feasibility study is currently underway. We recognise the value of partnerships and we are currently engaging with other economic and developmental players in the region to realise the mutually beneficial goals of the Artisan Training Project.

An increased focus on ESG

In 2022, RBH demonstrated a heightened focus on responsible investing and ESG considerations in its underlying investments. The business received quarterly reports and presentations from the investment team, which informed its investment analysis process and provided a greater awareness of social and environmental issues at board level.

The RBNDT board was instrumental in this increased focus on ESG. During our quarterly meetings with RBH, the Investment Committee consistently posed questions around social and environmental issues, which in turn prompted the board of RBH to adopt a dual focus when making investment decisions. While the primary goal of RBH remains to grow the portfolio and generate dividends, it has become increasingly important for the company to consider ESG issues and ensure that the businesses it invests in are also conscious of these considerations.

Acknowledgements

Despite a challenging operating environment, RBH remained steadfast in delivering strong results. Overall, the year under review was a positive one, and RBNDT is well-positioned to continue delivering value to the RBN in the years ahead.

I would like to extend my gratitude and appreciation to *KGOSI* for his leadership, guidance and unwavering support. A special thank you goes out to the Supreme Council, the RBNDT board of trustees and employees, my RBN colleagues and social delivery entities who have shown exceptional dedication and hard work, as well as the RBH board in ensuring that RBH stays true to its commitment to safeguard the wealth and wellbeing of the RBN.

I must also acknowledge the CEO, executive management team and staff of RBH for their collaboration, commitment and transparency, which has helped the company to remain resilient in these challenging times. We also look forward to continued engagements with strategic partners in collaborating towards the development of a regional solution to the macro socio-economic issues that collectively confront our region.

Obakeng Phetwe

CEO Royal Bafokeng Nation Development Trust

Chairperson's Review

RBH delivered a strong performance in 2022 on the back of an evolving and volatile operating environment that was impacted by the ongoing ripple effects of the COVID-19 pandemic, the continued increase in inflation exacerbated by the impact of Russia's invasion of Ukraine, the tightening of monetary policy, which further impaired the recovery of the global economy, disruptions caused by escalated load shedding and pervasive socio-economic challenges. Although market conditions were unfavourable, the portfolio NAV remained resilient at R46 billion. This reflects the disciplined strategy of our diversified investment portfolio that has been built over time and a continued growth trajectory that has enabled us to preserve value for our shareholder and pay an additional special dividend of R175 million to follow through on our commitment to support high-impact community development projects in the RBN.



We maintained a strong liquidity position in 2022, which enabled us to further pay down debt and de-risk our balance sheet to future-proof our portfolio in the face of a volatile operating environment. Our performance in 2022 was also characterised by key highlights that include heightening our geographic diversification through offshore transactions with the acquisition of KEG Holdings, completing the acquisition of EnviroServ to bolster our positioning in the industrial and municipal waste management sector, disposing of our interest in Momentum Metropolitan as part of reducing our concentration risk in the insurance sector, as well as holding a direct interest in Discovery, Momentum and OUTsurance as a result of the unbundling of RMI's investments.

RBH has responded to economic challenges and global uncertainty by adopting a responsible approach to business. This includes focusing on long-term sustainability and making positive contributions to society. To achieve this, RBH has reimagined its future and aligned its Strategic Asset Allocation (SAA) with the evolving business environment and strategic goals. The SAA review yielded positive results, confirming that RBH's strategy is on track. The updated SAA positions the company well for the future and its pursuit of sustainability.

Reflecting on our diversification journey

In the 17 years since our establishment, RBH has anchored into the proud Bafokeng legacy of visionary leadership and collective purpose to deliver on our unique mandate of growing and preserving inter-generational wealth for Morafe.

THIS IS IN KEEPING WITH OUR OPERATING PRINCIPLE OF DRIVING CONTINUOUS IMPROVEMENT AND EMBEDDING EXCELLENCE IN EVERYTHING WE DO, WHICH IS CRITICAL TO OUR SUCCESS AS ONE OF THE LARGEST COMMUNITY-OWNED INVESTMENT COMPANIES

Reflecting on our journey over the past decade, it is crucial to acknowledge that platinum played a vital role in creating value for the Bafokeng people. Building upon our mining sector investments, we have successfully diversified our investment portfolio beyond platinum, laying a strong foundation for long-term wealth generation for our community.

As a unique community-owned investment company in Africa, RBH is committed to delivering wealth to its ultimate owners and stakeholders, while recognising our responsibilities to a wider range of stakeholders. We maintain a symbiotic and transparent relationship with the RBN, through the RBN DT as our shareholder, and aligning our strategies with the Nation's development objectives.

In 2013, RBH underwent a transformative period, refocusing its strategy and repositioning the investment portfolio to align with the shareholder's mandate of diversification. This led to the establishment of a Shareholder Compact, strengthening the relationship and trust with the shareholder. In 2015, we achieved a significant milestone by reinstating a predictable and sustainable dividend during a challenging commodity price downturn. We have exceeded expectations by providing additional special dividends in recent years.

Responsible stewards

As responsible stewards of a nation's endowment, RBH is committed to sustainable economic development for our priority stakeholders. Long-term investing and resilience-building are core principles that drive our meaningful and sustainable empowerment efforts. We prioritise social development projects to address youth unemployment through skills development, support small- and medium-sized enterprises (SMEs) through ESD, ensure reliable and safe water supply, and provide secure and affordable energy.

In 2022, we focused on fulfilling commitments made during the platinum transaction in 2021. This included completing the design phase of an artisan training program to enhance employability and reduce youth unemployment in the RBN region and beyond. We also launched an ESD fund, benefiting more than 100 RBN SMEs to provide business development skills, finance, and market access. Through a special dividend of R350 million paid over two years, we are supporting the RBN in implementing a sustainable water solution for Morafe. Additionally, we concluded the pre-feasibility phase of a renewable energy project and engaged stakeholders to gauge interest in the clean power it aims to generate.

Our ability to deliver value relies on strong relationships with key stakeholders and addressing their material interests. We have been intentional in responding to our shareholder's expectations, fostering trust and confidence over time. The independent shareholder survey conducted in 2022 showed a high satisfaction rating, indicating RBNDT Trustees' satisfaction with RBH's performance. Moving forward, RBH will continue to create shared value for all stakeholders as we chart our path ahead.

Governance

During my 11-year tenure as the first independent Chairperson, RBH has successfully built a dedicated and skilled team that shares the vision of the RBN and has charted a clear roadmap for our diversification journey. With a strengthened board composition, we implemented King IV principles and instilled an ethical leadership culture.

Under the board's stewardship, RBH's portfolio has grown by 55% over the past decade. Despite facing significant challenges in the 2015 economic climate, particularly affecting the platinum group metals (PGM) sector and causing underperformance in our platinum holdings, we managed to navigate the situation. This resulted in a 22.8% decrease in our NAV during that period. In 2016, we strategically addressed concentration and managed risk by reducing debt and increasing exposure to non-cyclical assets, particularly infrastructure and energy investments. Notably, our acquisition of a stake in Neotel in partnership with Liquid Telecom in 2017 furthered our diversification efforts in the African continent.

The management of risk is one of my key responsibilities as chairman and it is certainly a key focus for the RBH board. This includes not only the risks to which we are exposed but also the opportunities these risks may present. As such, the RBH board is very aware of its responsibility in terms of risk management and the annual risk workshops held with management have enabled us to assess the global and South African risk context, establish RBH's risk appetite and risk tolerance and closely monitor where necessary action may need to be taken to protect RBH.

“In the 17 years since
our establishment,

RBH has anchored into the proud Bafokeng legacy of visionary leadership and collective purpose to deliver on our unique mandate of growing and preserving inter-generational wealth for Morafe. This is in keeping with our operating principle of driving continuous improvement and embedding excellence in everything we do, which is critical to our success as one of the largest community-owned investment companies.”

Our approach to governance is informed by our commitment to protect the legacy of the RBN through sustainable inter-generational wealth creation rooted in traditional values of trust, respect and collaboration. We have consistently upheld the highest standards of good governance and ethical leadership for our business, our shareholder and investee companies. This saw us maintain focus on our regulatory universe in the reporting period, ensuring full regulatory and statutory compliance across all aspects of our business. This is an outcome of our effective decision-making, consideration of risks and opportunities as well as our ability to exercise duty of care to ensure a diversified, growth-oriented and socially conscious performance. This will stand RBH in good stead as it navigates its next chapter of shaping a sustainable future in support of the RBN's Plan '35.

Future focus

Following an internal board assessment that was completed in the reporting period, the board reflected on its own performance to assess whether the board remains fit-for-purpose and aligned with the needs and strategic imperatives of the business. From this, the board resolved to initiate a process of recruiting additional members as part of its succession plan.

THIS WILL PAVE THE WAY FOR A NEW ERA OF LEADERSHIP, COMPLEMENTED BY A FRESH BLEND OF SKILLS AND EXPERIENCE OF NEW BOARD MEMBERS TO SUPPORT THE BUSINESS, GOING FORWARD.

Appreciation

As my tenure as RBH Board Chair draws to a close, I am proud of the legacy we have created and I have confidence in RBH's continued success. I want to express my deep appreciation to *KGOSI* for his visionary leadership and unwavering counsel throughout my tenure as RBH Chairperson, becoming the first Black female to hold such a position in the history of the business. Under *KGOSI's* guidance, RBH has grown into a mission-driven company that delivers returns. I am fully aware of the immense responsibility *KGOSI* entrusted to me when *KGOSI* stepped down as RBH Chairperson to focus on the role as the leader of the RBN. It has been an honour to contribute to building the wealth of the RBN.

I am grateful for the confidence that we have earned from the Supreme Council and RBNDT Trustees who have trusted us to be conscientious stewards of RBN's resources and accelerate the urgency of asset diversification. This would not have been possible without the commitment and diligence of the RBH board who have travelled this journey with me in the last decade to whom I am grateful. I therefore extend my deep appreciation to the RBH board for its collective wisdom and exemplary dedication in ensuring that RBH remains true to its purpose. I also want to express my sincere gratitude to Tshidi Nyama for her unwavering commitment as the longest-serving member of the RBH board and the outgoing SEC Chairperson. Mme Nyama's tenure and contributions will be remembered and appreciated as we move forward in shaping a sustainable future.

Finally, I am humbled by the opportunity to have served such a progressive community of the Royal Bafokeng Nation and I am confident in the knowledge that RBH and the RBN will not only continue to thrive but will also make a definitive mark in shaping a sustainable future that we can all be proud of.

Monhla Hlahla

Chairperson

**MY APPRECIATION IS
ALSO EXTENDED TO
ALBERTINAH KEKANA
FOR HER LEADERSHIP PAR
EXCELLENCE OVER THE LAST
DECADE AS THE RBH CEO AS
WELL AS THE MANAGEMENT
TEAM AND EMPLOYEES OF
RBH FOR THEIR HARD WORK
AND EMBODIMENT OF THE
RBN VALUES UNDER THE
EXCEPTIONAL LEADERSHIP
OF MME KEKANA.**

CEO's Review

2022 was a year of deep reflection for RBH. Following the significant value unlocked by the Northam Platinum transaction in 2021, we spent time thinking about what the next 10 years of RBH should look like. Specifically, how we can make the business more resilient and continue to create sustainable value that positively impacts the well-being of current and future generations of Bafokeng. We are reinvigorated in our commitment to being responsible stewards of the wealth of the RBN.

Review of 2022

On the back of the historic transactions we completed in 2021, our focus during 2022 was on consolidating and safeguarding our portfolio. Our disciplined strategy enabled us to maintain a resilient portfolio and preserve value for our shareholder, ending the year with a NAV of R46 billion.

We maintained a strong liquidity position during 2022, which facilitated the paying down of our debt by 32%. The de-risking of our balance sheet through the paying down of debt sets us on a positive trajectory as we continue to navigate a volatile operating environment and future-proof our portfolio. We also paid an additional special dividend to our shareholder following the 2021 platinum transaction.



This allowed us to support several high-value and high-impact social investments for the benefit of Bafokeng and South Africans at large, as highlighted in the Social Impact section on [page 84](#).

Refining our Strategic Asset Allocation (SAA) framework

Asset allocation is an important part of creating and balancing our portfolio. In the 17 years since our establishment, RBH has been guided by a shareholder-approved SAA framework. The SAA reflects the goals of our shareholder and is referred to on an ongoing basis to ensure we achieve alignment with our shareholder's objective. During 2022, we undertook a review of the SAA to ensure it remains relevant in the dynamic and evolving context in which we operate, and consistent with the risk tolerance levels we have defined for the business. The revised SAA is geared towards ensuring our portfolio growth translates into sustainable value for our shareholder and delivers direct benefits for the community.

Portfolio performance

Our diversification strategy has remained steadfast over the years and resulted in exposure to high-growth assets. Our performance in 2022 reflects a continued growth trajectory following the significant unlocking of value in the 2021 period. During 2022, we heightened our geographic diversification through offshore transactions, including our acquisition of KEG in Kenya. We also increased our stake in Transaction Capital, from 3.38% to 5.08%. This increase in shareholding will strengthen our long-term strategic relationship with Transaction Capital.

In September 2022, we completed the acquisition of EnviroServ. As the first waste and water management platform investment for RBH, this is an opportunity to further diversify our portfolio and grow our exposure in the circular economy. We look forward to working with our partners as we strive to make a meaningful contribution and respond to the sustainable development agenda.

An additional highlight during the period was the unbundling of RMI. RBH now holds a direct interest in Discovery, Momentum Metropolitan and OUTsurance as a result of the restructuring of the asset and is pleased with the significant value we have realised from the investment.

Investing in an engaged and energised workforce

Our business thrives on the diverse perspectives of our employees which, in turn, drives engagement and innovation. We strive for exceptional performance which is reflective of our values and central to us delivering on our mandate. During 2022, following a period of disruptive social distancing because of the pandemic, we invested a considerable amount of time on employee engagement. Our aim is to develop the skills and competencies that will enable us to future-proof our business and remain successful into the future. To achieve this, we prioritised providing a flexible and productive work environment, fostering a performance-driven culture, and investing in learning and development. Further information on our Human Capital initiatives is provided on page 94.

Our stakeholders

During 2022, we proactively engaged with our stakeholders. The aim is to remain at pace with their needs and priorities as our portfolio grows and as we navigate a dynamic operating environment. As part of this effort, we conducted a shareholder survey to measure the level at which RBH is meeting the expectations of the RBNDDT and identifying areas for improvement. Details of this are included on [page 91](#).

We consider our investee companies an important stakeholder group. We had the opportunity to engage with our investee companies and deepen our partnerships with them during 2022. These engagements highlighted the need for more forums through which our investee companies can engage not only with us, but with one another. This will enable us to collectively identify opportunities for synergies and collaboration.

During the year we made significant investments in SED initiatives to support the growth and development of the RBN. We also maintained a Level 1 B-BBEE rating, which demonstrates our ongoing commitment to broad-based socio-economic development in line with the vision of the RBN and the broader development imperatives of South Africa.

Outlook

Looking ahead, we anticipate another challenging year. The fragile South African economy has placed further pressure on existing high unemployment levels and low levels of consumer and business sentiment. We continue to see disruptions in global supply chains, as well as ongoing levels of economic uncertainty, compounded by the impacts of the war in Ukraine. Despite this tough outlook, I am confident that RBH will continue to build on the resilience that underpins our history, aided by the diversity of our portfolio, the strength of our balance sheet and the quality of our leadership team and workforce.

Acknowledgements

My thanks to *KGOSI* for the decisive and forward-thinking leadership, and to the Supreme Council and the Board of Trustees for their wise counsel. I would also like to acknowledge the support and guidance from our shareholder in relation to the tail end of the platinum transaction, the review of our SAA and in the general management of our portfolio. To the board, executive management team and employees of RBH, I extend my deep appreciation for your unwavering commitment to the success of RBH. I look forward to our continued engagement as we work together to deliver on our mandate and positively address the myriad of challenges that confront us.

Albertinah Kekana

CEO

“Our diversification strategy has remained steadfast over the years and resulted in

exposure to highgrowth assets.

Our performance in 2022 reflects a continued growth trajectory following the significant unlocking of value in the 2021 period.”





How we create value

We invest in assets that
have potential capital growth
and steady cash flows.

Investment approach

While RBH exists to fund the development needs of the Bafokeng, our investment portfolio is not selected based on the social impact we might deliver. Instead, we have positioned ourselves as a robust commercial entity that seeks to be competitive through a diversified portfolio.

Our investment philosophy is guided by four pillars:



Protecting and growing the wealth of the RBN

We invest in assets that have potential capital growth and steady cash flows.



A diversified portfolio as risk mitigation

We invest in diverse sectors and geographies.



Driving value

We take significant equity stakes that allow us to be influential in our investee companies.



Realising value

We maximise our returns by exploring optimum exit strategies.

ESG approach

As a business whose mandate is to create inter-generational wealth, RBH plays an important role towards sustainable economic development for our priority stakeholders and South African society at large.

We continually strengthen our ESG approach through alignment with best practice and by making disclosures that meet the information needs of our stakeholders. Our methodology considers our business model, strategy and international best practices such as the Task Force on Climate-related Financial Disclosures (TCFD). During 2022, we updated our various key performance indicators (KPIs) to ensure they are consistent with the aspirations of our ESG journey and improve monitoring of progress towards objectives.

Ethical investing

We consider the following criteria when evaluating investment opportunities.

Evidence of:

- Effectiveness of risk identification process and management of system implementation
- Appropriate assessment of the environmental impact and mitigation or offset strategy
- Compliance with RBH's investment exclusion list

Acceptable levels of:

- Legal and regulatory compliance
- ESG awareness within the organisation
- Consideration of ESG principles in the business strategy and decision-making

Compliance with:

- Anti-corruption laws of the country
- Employment equity requirements
- King IV governance principles



United Nations Sustainable Development Goals

RBH embraces the UN SDGs and seeks to contribute to achieving the goals through our operations and business strategies. This has been guided by a review of the individual targets of each SDG and identifying the targets we contribute towards.

The six SDGs depicted are the most relevant to RBH's operations and remained the key focus for 2022.

SDG

Goal 1

No Poverty



Goal 4

Quality Education



Goal 5

Gender Equality



Goal 6

Clean Water and Sanitation



Goal 8

Decent Work and Economic Growth



Goal 9

Industry, Innovation and Infrastructure



Our focus area and impact

We contribute to the reduction of poverty through a consistent and predictable dividend that is paid to our shareholder annually. This money goes towards community investments including the construction of health facilities, schools, roads and water infrastructure. Investments also include social services. These not only benefit the RBN, but those who live on our land and the broader South African society.


Among the aspirations of Bafokeng is the attainment of a better standard of living. This entails breaking the cycle of poverty and creating opportunities for individuals to develop themselves and become productive members of society. Education can make an important contribution towards this objective and is one of the key focal areas of Plan '35, our CSI programme and overall approach to community investments.

RBH fosters equality of opportunity, inclusion and a healthy workplace through our human capital policies and practices. 54% of the workforce are women.

Our community investments are guided by Plan '35, the developmental road map and long-term strategic plan of the RBN. Plan '35 envisages the development and wellbeing of both the community and individuals. We contribute to this by supporting our shareholder to invest in and ensure the provision of quality and a reliable supply of water.

Our overarching strategic intent is to enable our shareholder to fulfil its responsibility of addressing the socio-economic needs of the Bafokeng people and those living on the Bafokeng land, while realising the ambitions of Plan '35. We contribute to this through skills and enterprise development programmes as detailed on page 90.

Part of our mandate is to contribute to the wellbeing of the Nation and following the transaction with Northam Platinum, we will be making significant investments in renewable energy that will enhance the security of supply and lower the cost of energy for the RBN.



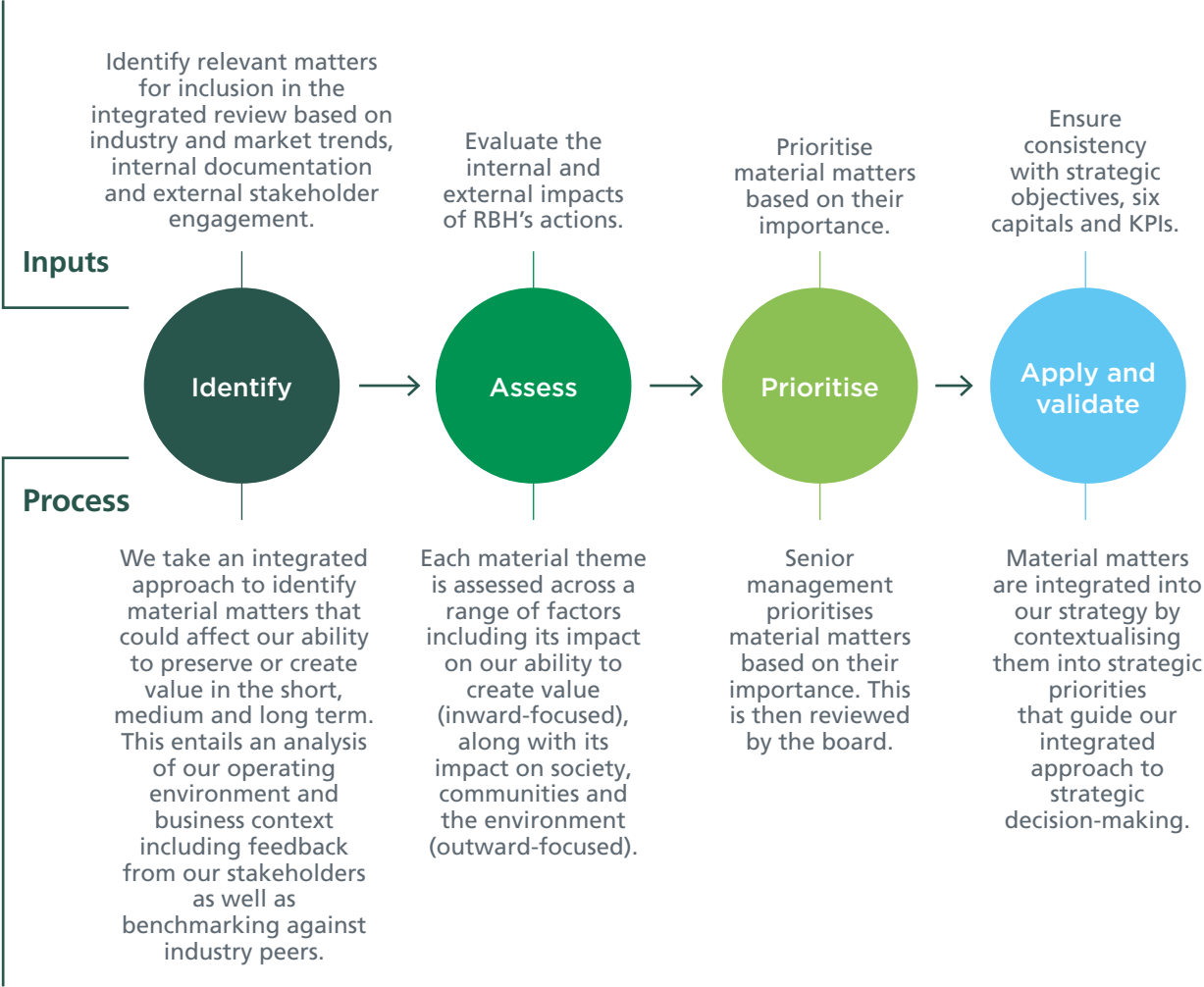
Material matters

Our material priorities are those factors most likely to influence the decisions of our stakeholders when assessing our ability to preserve and create sustainable value over time. This integrated review focuses on those factors we can control, within the context of our dynamic operating environment. These include opportunities and challenges that impact materially on our six capitals and the ability to be a sustainable business that consistently creates, protects and minimises the erosion of value for our shareholder and other stakeholders.

Identifying our material matters is a company-wide responsibility and requires input from all business units, an assessment of the risks and opportunities in our operating environment along with careful consideration of the needs and priorities of all our stakeholders. Our material matters, as detailed on [page 48](#) and [49](#), influence our strategy, inform our business model, long-term business strategy as well as our short, medium and long-term targets.

During 2022, we enhanced our materiality determination process by adopting a double materiality approach to identify and prioritise matters based on their impact on our ability to create value (inward-focused), as well as their impact on society, communities and the environment (outward-focused). The process was informed by various international standards.

Material matter
determination process



RBH's 2022 material matters

Material matter	Sustainable growth and wealth preservation	Responsible investment	Agility and innovation through technological advancements
Description	As responsible stewards, we are cognisant of our role to do good today for the benefit of tomorrow. Through sustainable growth and wealth preservation, we aim to meet the needs of today without compromising those of future generations.	Our approach to investment is built on the knowledge that for Bafokeng to thrive into the future, environmental, social and governance considerations need to be factored into everything we do.	Remaining responsive to an evolving context and challenges in our operating environment, inspired by innovation and enabled by technology.
How this is managed	<ul style="list-style-type: none"> Portfolio growth and resilience through the acquisition of strategic assets Long-term investment horizons Business strategy focused on growth and diversification of portfolio Support to investee companies through board representation 	<ul style="list-style-type: none"> Strong governance and compliance framework Ethical culture Clear policies on investment decision-making Ongoing engagement with regulators 	<ul style="list-style-type: none"> Effectively ensuring all activities associated with information and technology are aligned with our overall strategic objectives Compliance with IT governance principles as set out in King IV
Achievements	<ul style="list-style-type: none"> Met dividend commitment to shareholder Declared a special dividend to shareholder De-risked portfolio through debt reduction Reduced concentration risk through geographic diversification Advanced the integration of ESG considerations into investment decisions 	<ul style="list-style-type: none"> Used Shareholder Compact and the SAA to guide investment decisions Applied ESG criteria to all investment decisions Met dividend commitment to shareholder Declared a special dividend to shareholder Attained Level 1 B-BBEE rating 	<ul style="list-style-type: none"> Improved organisational efficiencies using technology Reviewed and approved IT strategy and policies

Good governance and ethical leadership	Contribution to society and leveraging good stakeholder relations	The future world of work
<p>Our approach to governance is steeped in our traditional values that are purposefully intertwined with modern modalities of governance. We integrate principles of accountability, integrity, collective decision-making and ethical leadership</p>	<p>Understanding the interests and concerns of our stakeholders and addressing key priorities is a critical component of our social licence to operate. In engaging with our stakeholders, we integrate principles of accountability, integrity, collective decision-making and ethical leadership.</p>	<p>Building a performance-driven culture underpinned by an engaged and motivated workforce. This is supported by a safe and productive working environment that enables employees to thrive into the future and allows us to ensure we have the right talent in place to support the long-term ambitions of the business.</p>
<ul style="list-style-type: none"> • Strong governance and compliance framework • Contribution to broader development agenda of South Africa through job creation and contributing to the tax base of the state • Clear policies on investment decision-making • Ongoing engagement with regulators • Increased focus on IT security and data management controls with a view to managing IT risks 	<ul style="list-style-type: none"> • Aligning our community development initiatives with the strategic imperatives of Plan '35 • Focusing on education and skills development as an important contributor to meaningful participation and future success • Ongoing assessment of CSI expenditure and progress against planned initiatives 	<ul style="list-style-type: none"> • Implementation of human capital strategy geared towards attracting, developing and retaining top talent • Succession planning to ensure a steady pipeline of talent that will meet the future needs of the business • Implementation of structured wellness programmes with a view to improving employee engagement, health and safety
<ul style="list-style-type: none"> • Conducted a shareholder engagement survey and applied recommendations obtained from stakeholders • Completed an internal board evaluation 	<ul style="list-style-type: none"> • Implemented multiyear community investment projects through a partnership approach that allows for synergies and collaboration • Ad hoc donations and support in response to urgent needs or crises such as the COVID-19 pandemic 	<ul style="list-style-type: none"> • Completed automation of performance review system • Implemented ongoing learning and development programmes • Developed succession plan to ensure pipeline of talent to meet the future needs of the business • Implemented several employee engagement initiatives including off-site team building and an employee wellness day



Risk management

We adopt a proactive risk culture driven by a top-down approach of factoring risk into all decision-making, and a bottom-up approach informed by our strategic imperatives and day-to-day activities. Ethical practice is the cornerstone of our risk management philosophy and facilitates sensible business decision-making underpinned by good governance.

Our integrated risk management framework facilitates consistency in responding to uncertainty in our operating context. This includes both risks and opportunities associated with our strategy, and which are present in our internal and external operating environment. We assess both existing and emerging risks.

Within the context of the six capitals, our risk management culture is informed by our risk framework, risk management guidelines, our SAA, and other policies and procedures. These specify the consideration of the needs and priorities of our key stakeholders. We are also informed by our commitment to being a responsible corporate citizen. Any risk taken is considered within the board-approved risk appetite and tolerance levels, which are reviewed and updated, as required.

**WE ADOPT A PROACTIVE RISK CULTURE
DRIVEN BY A TOP-DOWN APPROACH**

Our enterprise risk management (ERM) philosophy is guided by best practice and the following frameworks:

Integrated ERM Framework of 2004 –
Committee of Sponsoring Organisations

ISO 31000 of 2009 – International
Organisation for Standardisation

ISO 37000 of 2021– International
Organisation for Standardisation

King IV Code

Integrated Reporting Framework

Understanding our risk environment informs strategy and assists with decision-making throughout the organisation.

Risk management framework



The Finance Director is responsible for ERM and has a direct line to the Audit and Risk Committee (ARC).

Risks are identified, analysed and rated



The risk register is reviewed periodically and annually.

Risk register is compiled and submitted to the ARC



Every quarter, emerging risks are presented to the ARC for inclusion in the risk register at the board's discretion.

The ARC recommends risk register to the board



The board approves the risk register and makes decisions on risk appetite.

Risk governance

The board provides oversight over RBH's risk framework, policies and processes. While it delegates these matters to the ARC, the board is ultimately responsible for the development and implementation of the risk management strategy and plan. The ARC's mandate ensures material matters are reported to provide the board with appropriate insight into the company's material risks and opportunities. The board, through the ARC, considers the risks and opportunities the company may face.

The board is satisfied that RBH has effective risk management processes.

Risk appetite

We have a low tolerance for risks that may lead to erosion of capital, reputational damage or materially impact on society and the communities we serve. As such, we implement zero tolerance to unethical behaviour including fraud and corruption and apply the highest standards of good governance and ethical practice in all our operations and engagements with stakeholders. Our internal controls are at pace with the nature and scale of our business processes. We have in place a robust Code of Conduct and whistle-blowing policy aimed at facilitating disclosures on any ethical breaches and conduct related to fraud and corruption. The Code of Conduct is reviewed on a regular basis and updated as appropriate.

Key developments in 2022

During 2022, we continued our prudent approach to investments by paying down debt, thereby further de-risking the business. In addition, we updated our risk framework, guided by our strategic objectives and priorities in the reporting period. This included a board review of our risk appetite and tolerance levels.

Outlook

In the year ahead, we will continue considering risk parameters within an effective control environment. This will be achieved through oversight of RBH's risk framework, policies and processes, and by setting the direction for how risk is approached and managed, adopting a stakeholder-inclusive approach. We will also focus on ensuring adequate assurance coverage across all risks through our combined assurance model.

We are constantly assessing our threat landscape to ensure our information security management systems are robust and can effectively deal with evolving threats.

2022 risk categories

Portfolio risks		Non-portfolio risks	
1	Market risk	4	Shareholder risk
2	Concentration risk	5	Fraud risk
3	Income, liquidity, foreign and exchange default risk	6	Critical skills retention
		7	IT risk
		8	Legal and regulatory compliance
		9	Governance risk
		10	Ethics
		11	Accounting and financial reporting
		12	Business continuity and disaster recovery

Portfolio risks

Risks	Mitigation
Market risk	We have a low tolerance for risk. An investment policy guided by this low tolerance for risk is in place.
Concentration risk	A shareholder-approved SAA framework is in place and serves as reference on an ongoing basis to ensure we remain aligned with the objectives and priorities of our shareholder.
Income, liquidity, foreign and exchange default risk	RBH maintains sufficient liquidity to withstand unforeseen developments. It has a formalised approach to cash flow management and insight into future requirements. This is supported by a team of highly skilled portfolio managers who conduct their duties in line with the investment philosophy and strategic objectives of the business.

Non-portfolio risks

Risks	Mitigation
Shareholder risk	A robust stakeholder engagement strategy and matrix are in place. These are reviewed on an ongoing basis. Key methods of engagement include board representation and one-on-one engagements as detailed on page 60 .
Fraud risk	RBH has robust internal controls.
Critical skills retention	We seek to develop innovative people practices and drive engagement and productivity through competitive remuneration and benefits as detailed in the Human Capital section on page 94 .
IT risk	IT is a key enabler for RBH. Greater emphasis has been placed on IT governance with a focus on data security and privacy. Further information can be found on page 114 .
Legal and regulatory compliance	Comprehensive legislative compliance processes and internal controls are in place. We maintain ongoing engagement with regulators directly and through industry associations.
Governance risk	Ensuring the alignment of business policies and practices with applicable codes and standards, such as King IV, while assigning the responsibility of embedding them throughout the business to the Social and Ethics Committee and company secretary.
Ethics risk	Fostering a culture of ethical leadership and business practices that includes compliance with pertinent legislation, codes, and standards, while implementing a Code of Ethics that serves as a framework for ethical conduct and business practices.
Accounting risk	The Audit and Risk Committee has been entrusted by the board to assess the sufficiency and effectiveness of internal control systems and accounting practices in the ongoing management of the business. Additionally, on an annual basis, the committee recommends the appointment of an independent auditor.
Business continuity risk	Ensuring transparent communication of business continuity management protocols to employees and regularly conducting disaster recovery testing in collaboration with staff members.

Stakeholder engagement

Our stakeholder engagement is guided by a formal stakeholder management framework. The framework ensures appropriate governance arrangements and organisational policies are in place to ensure our stakeholder engagement is consistent with RBH’s mandate, vision, material matters and strategic imperatives. We foster mutually beneficial relationships with our stakeholders, creating positive societal outcomes through our business activities.

While we engage with an extensive range of stakeholders who have a direct or indirect impact on our business, our stakeholder engagement strategy focuses on those groups most likely to have a material influence on our strategy or performance. These include our shareholder, the Supreme Council and Morafe, investee companies, our employees, providers of capital and regulatory authorities.

The principles underpinning our stakeholder engagement framework include transparency in all our operations and disclosures, as well as responsiveness through our decisions, actions, performance and communication. We are consensus driven, guided by a long-standing tradition of communal ownership of assets and decision-making among the Bafokeng people. Based on these principles, we seek candid, pragmatic and constructive discussions in all engagements with all our stakeholders.

Our stakeholder engagement principles:

Risks	Mitigation
Transparency	Be open with information, where appropriate and possible, and be clear with our intentions.
Inclusivity	Creating shared value for all our stakeholders.
Responsiveness	Engage with all stakeholders in a timely and effective manner
Consensus driven	In keeping with the tradition of communal ownership of assets and decision-making among Bafokeng, we seek win-win situations and will give priority to alternative dispute resolution during conflict, including in contractual relationships.



WE ARE CONSENSUS
DRIVEN, GUIDED BY A LONG-
STANDING TRADITION OF
COMMUNAL OWNERSHIP
OF ASSETS AND DECISION-
MAKING AMONG BAFOKENG

Our stakeholder goals

Our stakeholder goals inform the value we seek to deliver to each of our stakeholders.





Quality of our relationships

The needs and priorities of our stakeholders can present strategic risks or opportunities. Consequently, the quality of each of our stakeholder relationships either supports or impedes our ability to fulfil our mandate. We classify the quality of our relationships into four categories.



Developing relationships

Initiating two-way communication; relationship still developing



Connected relationships

Collaborative engagement based on mutual benefit and characterised by joint decision-making and actions



Good relationships

Good relationship based on two-way communication and constructive engagement; RBH acts independently from stakeholders



Strong relationships

Stakeholder integrated into governance, strategy and operations management through meaningful and ongoing collaboration

Our key relationships

Stakeholder	Contribution to value creation	How we engaged	Material matters
RBDT	RBDT is our singular shareholder and contributes to value creation through our strategic financial partnership, guidance and support.	During 2022, we conducted a shareholder survey. Other forms of engagement included board-to-board meetings, AGMs, periodic reporting, payment of dividends, as well as contribution to and participation in various CSI and SED initiatives.	MM1 MM2 MM4 MM5
Needs and expectations	<ul style="list-style-type: none"> • Growth in NAV • Portfolio diversification • Sustainable growth strategy and portfolio resilience • Debt reduction while maintaining appropriate levels of gearing • Strong and experienced management team with the capability to drive a culture of performance excellence • Ethical culture underpinned by transparency, accountability and legal and regulatory compliance • Collaboration and support of the RBN's Plan '35 • Integration of ESG considerations in our portfolio and risk management 		
Our response	<ul style="list-style-type: none"> • Paid an annual dividend and a special dividend • Maintained a strong governance framework, driving a culture of ethical leadership • Highly skilled management team that is open and fosters constructive relationships • Easy access for engagement and prompt response to queries • Robust engagements at AGM and recognition of shareholder needs and material matters • Robust engagements with the Investment Committee and enhanced reporting to include RBH's social performance • Executed multiyear SED projects that are responsive to the RBN's social imperatives and support Plan '35 		

Stakeholder	Contribution to value creation	How we engaged	Material matters
Supreme Council and Morafe	The Supreme Council and Morafe support our value creation through the preservation of the RBN's legacy and traditions, and through their contributions to sound governance, social cohesion and inclusive development.	The RBNDT Trustees participated in the shareholder survey conducted in 2022. We also engaged through presentations, periodic reports, board representation, SED initiatives as well as through this integrated review.	MM1 MM2 MM4 MM5
Needs and expectations	<ul style="list-style-type: none"> • Preservation of the wealth of the RBN • Growth and diversification of the portfolio • Trust and accountability • Meaningful and sustainable socio-economic development that is in line with current needs and priorities 		
Our response	<ul style="list-style-type: none"> • Strong management team supported by capable and experienced board members • Sound governance practices • Open and constructive relationship built on trust • Easy access for engagement and prompt response to queries 		

Stakeholder	Contribution to value creation	How we engaged	Material matters
Government and regulatory authorities	Government and regulatory authorities provide us with the regulatory and policy framework required for value creation.	Legal and regulatory compliance facilitated by regular direct engagement with relevant authorities on strategic matters. We also formalised and updated our policies and operating procedures informed by regulatory and policy framework.	MM2 MM4 MM5
Needs and expectations	<ul style="list-style-type: none"> • Legal and regulatory compliance • Transparent reporting and disclosures • Active participation in and contribution to policy development and best practice 		
Our response	<ul style="list-style-type: none"> • Published our integrated review and AFS • Ongoing regulatory compliance, accountability and transparency • Contribution to tax revenue and job creation • Achieved B-BBEE Level 1 rating • Maintained clear channels of communication and prompt response to queries 		

Stakeholder	Contribution to value creation	How we engaged	Material matters
Employees	Our employees lie at the heart of our operations. They contribute the skills, experience, diversity and productivity needed to achieve our objectives and fulfil our mandate.	We have a fit-for-purpose human capital strategy in place, which enables us to develop robust policies and procedures. During 2022, we conducted various employee engagement initiatives including an employee wellness and team-building day. Further information is provided in the Human Capital section on page 94 .	MM3 MM4 MM5 MM6
Needs and expectations	<ul style="list-style-type: none"> • Competitive remuneration and benefits • Safe and harmonious working environment • Recognition • Career development and advancement opportunities 		
Our response	<ul style="list-style-type: none"> • Fair remuneration and benefits • Congenial, safe and productive work environment • Opportunities for career development and personal growth • Easy access for engagement and prompt response to queries 		

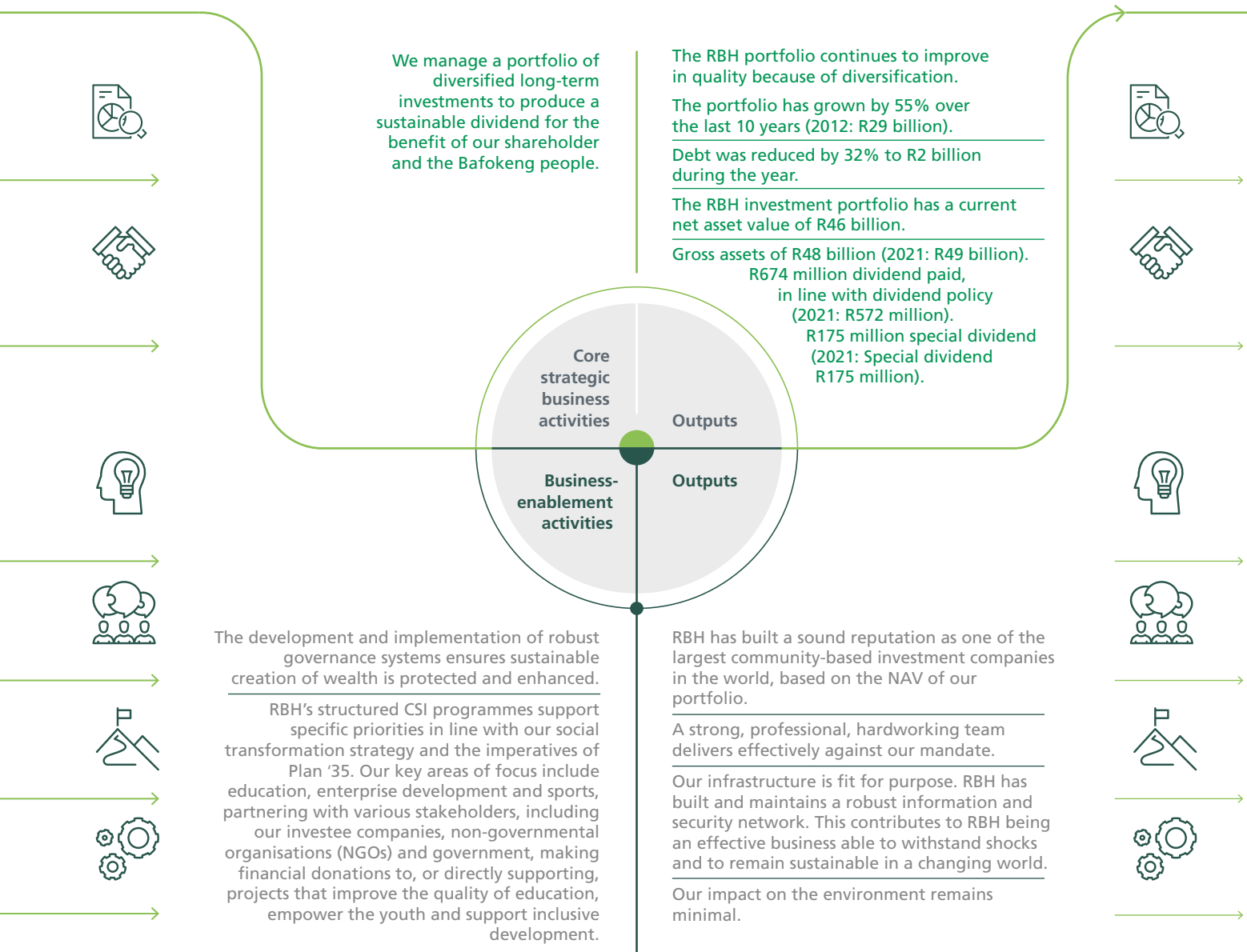
Stakeholder	Contribution to value creation	How we engaged	Material matters
Investee companies	Investee companies support our strategic objectives through capital preservation and asset growth.	We conducted one-on-one engagements with our investee companies, including representation of RBH staff on investee company boards. We also made available our annual reports and related communication as the basis for our engagements.	MM1 MM2 MM3 MM4 MM5
Needs and expectations	<ul style="list-style-type: none"> • Strategic financial partnerships • Sustainable value creation • Predictable yields and revenues 		
Our response	<ul style="list-style-type: none"> • Active shareholder who maintains open lines of communication through direct engagement, support to management teams and board representation • Integration of ESG considerations into portfolio management • Robust and active engagement on the status of RBH's Black ownership credentials • Active support on annual B-BBEE audits, verification documentation and interviews 		







Stakeholder	Contribution to value creation	How we engaged	Material matters
Providers of capital	Providers of capital contribute to value creation through strategic financial partnerships and through their industry knowledge and expertise.	We published annual and periodic reports and engaged with providers of capital on a one-on-one basis, as required.	MM1 MM2 MM3 MM4 MM5
Needs and expectations	<ul style="list-style-type: none"> • Financial value creation • Predictable yields and revenues • Portfolio growth and resilience • Ethical practice and responsible investments 		
Our response	<ul style="list-style-type: none"> • Ongoing focus on embedding risk management in asset allocation and investment decision-making 		

Our value-creation model



Our business model is the primary lens through which we assess our operating environment, stakeholder relationships and use of capitals.



	Outcomes	Key metric	Value	Stakeholders affected
	<p>We enable social development, which is sustained by:</p> <ul style="list-style-type: none"> the financial resources we are entrusted to manage a diverse and dedicated employee base our approach to responsible investing as articulated in the relevant policy oversight exercised at investee companies overall risk management and governance across the business 	<p>Dividend: R674 million</p> <p>Special dividend: R175 million</p> <p>-0.36% growth in NAV</p> <p>32% debt reduction</p> <p>Diversification of portfolio</p>	+	Shareholder
	Engagement with the RBN DT, investee companies, regulators, government and other stakeholders ensures that identification of opportunities is enhanced, risk of sanctions or negative outcomes is reduced, and wealth creation is maximised.		+	Shareholder Government Regulators Employees
	Our core operational targets are consistent with RBN DT's budgetary requirements.		+	Shareholder Investee companies
	Wealth preservation and growth for the Royal Bafokeng Nation aligns with the RBN DT's development imperatives.		+	Shareholder Employees
	RBH has a low environmental footprint due to the nature of our business.		+	Employees
	Our systems, technology, office equipment and infrastructure are optimised to enhance outcomes for RBH and our stakeholders.		+	Employees Shareholder Investee companies







Our performance

Our diversification strategy has resulted in exposure to assets which enhance the quality of our portfolio and create sustainable value.

Strategy

Our strategic intent is consistent with our commitment to fulfil our mandate of inter-generational wealth creation and support the objectives and aspirations of the RBN's Plan '35.

Since our establishment, we have built a robust investment portfolio and delivered a consistent and predictable dividend for our shareholder.

Our strategic objectives

We adopt an integrated approach to creating sustained value for our shareholder and for our broader stakeholder universe. The strategy is underpinned by four critical levers which impact our ability to create value for the short, medium and long term. It is guided by our prudent approach to our portfolio and commitment to sustainable value creation.

Yield

Provide a sustainable yield to RBNDT

- At minimum, generate sufficient cash to:
 - Pay a dividend
 - Cover operating expenses
- Generate reinvestible liquidity over time

Capital preservation

Manage portfolio risk and protect against permanent loss of capital

- Limiting single-asset/sector exposure
- Ensure diversification

Diversification

We continue to diversify our portfolio to maintain our strong balance sheet under various economic outcomes

Capital growth

Grow the portfolio in real terms

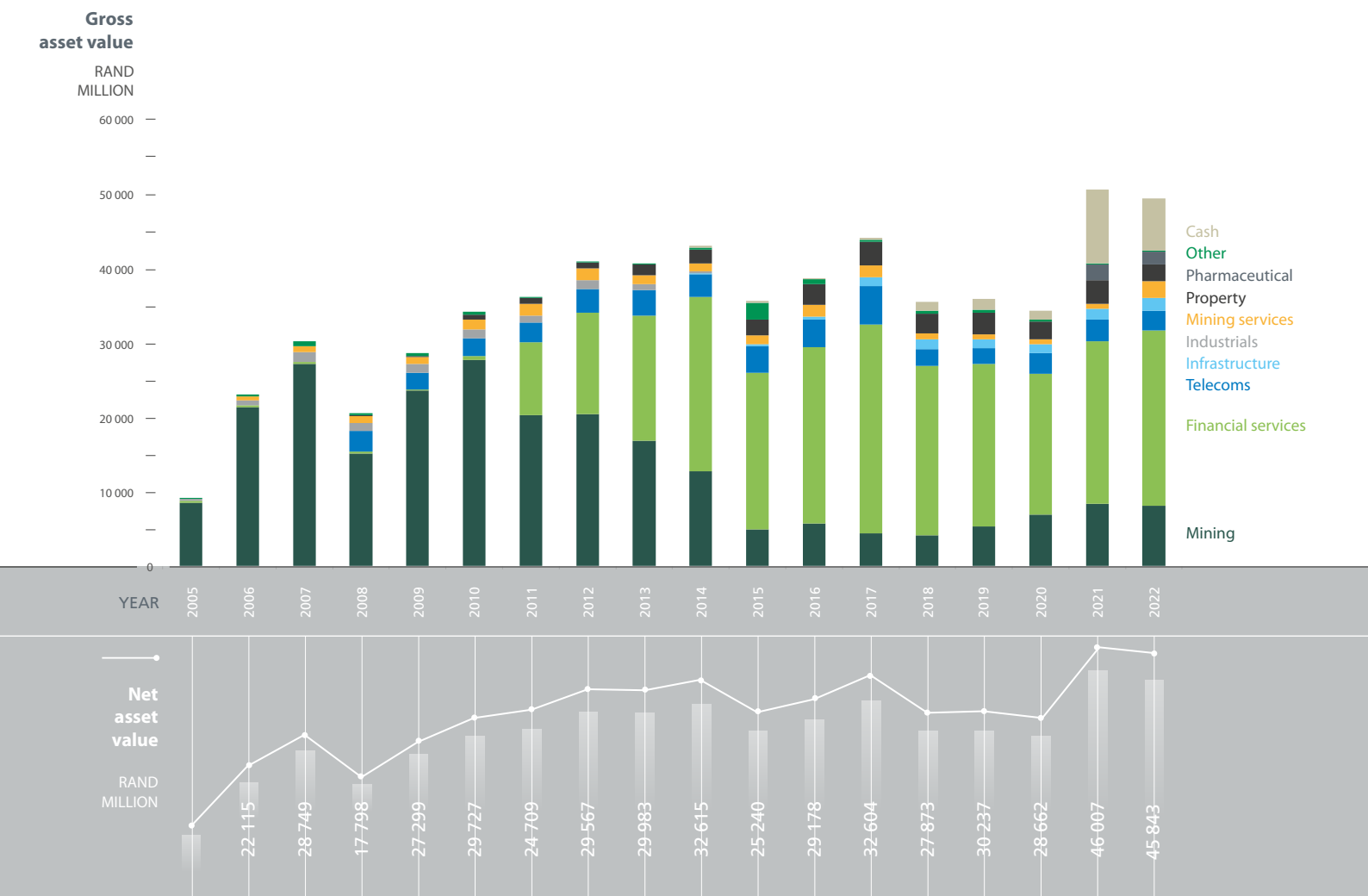
- Achieve an above-inflation portfolio return

Our well-defined value-creating investment strategy, backed by our shareholder, presents an exciting value proposition. Our growth objectives are supported by:

- Portfolio anchored by high-quality, cash-generative businesses
- A strong balance sheet
- Active engagement with investee companies, enabling effective monitoring and evaluation of risk considerations and the strategic management of our assets
- A highly skilled management team
- An experienced, long-standing board

Investment timeline

Our investment history and RBH's diversification strategy of recent years are illustrated below.



Portfolio review

Operating environment

Global markets were dominated by the continued increase in inflation, exacerbated by the impact of Russia's invasion of Ukraine on commodity prices. In response, central banks significantly increased policy rates during the year, causing a significant sell-off in global financial markets.

In South Africa, the domestic market faced similar challenges as well as disruptions caused by escalated load shedding and rail constraints. These disruptions had the potential to negatively impact the performance of our portfolio and erode the gains achieved in 2021.

Review of portfolio and key transactions

Our diversification strategy has resulted in exposure to high-growth assets which continue to enhance the quality of our portfolio and create sustainable value. Despite the global market backdrop, our portfolio ended the year flat at a NAV of R46 billion as of 31 December 2022, enabling us to retain our position as one of the largest community-owned investment companies.

The most significant change to our portfolio during the year resulted from the conclusion of the RMI restructure, in which it unbundled its investments in Discovery Limited (Discovery) and Momentum Metropolitan Holdings Limited (Momentum Metropolitan) and sold its 30% interest in Hastings Group (Consolidated) Limited. Following this restructure, RBH now holds a direct interest in Discovery, Momentum Metropolitan and OUTsurance Group Limited (OUTsurance).

We are pleased with the significant value we have realised from the transaction.

Further highlights during 2022 included our acquisition of a 20.75% shareholding in KEG Holdings Limited, a holding company for LPG integrated assets operating mainly in Kenya. We also increased our stake in Transaction Capital, from 3.38% to 5.08%. This increase in shareholding will strengthen our long-term strategic relationship with Transaction Capital.

In September 2022, we completed the acquisition of an effective 24.5% shareholding in EnviroServ Holdings Proprietary Limited in a consortium with Suez International, a global player in the waste management, water and environmental solutions sector, and the Infrastructural, Developmental and Environmental Assets Managed Fund, a fund managed by the Old Mutual Group. This acquisition provides a platform for further waste management and further water infrastructure investments in South Africa.

In line with our strategic intention to increase our allocation to international markets, we concluded an initial allocation of \$35 million to a selection of global equity fund managers. This has created the platform to make further allocations in line with our strategy.

Considering our strong liquidity position, we reduced our debt by a further R1 billion during the year. This reduction combined with a further restructuring of the debt, enabled us to de-risk our balance sheet while maintaining the debt facilities we need to future-proof our portfolio and remain resilient in the face of a volatile operating environment. We will continue to monitor our debt levels and ensure they remain consistent with our strategic priorities in the short, medium and long term.

Looking ahead, we expect the domestic economy to continue to experience headwinds. Unemployment, load shedding and climate change are some of the major risks which present long-term challenges. Despite these risks, RBH enters 2023 with strong momentum, and a clear set of strategic choices that the board and executive management team is confident will help deliver another positive year of top-line growth for the business. We will meet the challenges in our operating environment through our diversification strategy and prudent management of our investment portfolio. This will be made possible by our team of dedicated professionals whose experience, diversity of skills, competencies and commitment to the vision of RBH contribute to the success of the business.



**DE-RISK OUR
BALANCE SHEET
WHILE MAINTAINING
THE DEBT FACILITIES
WE NEED TO
FUTURE-PROOF
OUR PORTFOLIO**

RBH portfolio as at 31 December 2022

Sector	Investee companies	Economic interest (%)	Description
Financial services (47.29% of gross assets)	FirstRand	3.00	FirstRand has a portfolio of integrated financial services businesses and offers a universal set of transactional, lending, investment and insurance products and services. The FirstRand portfolio consists of several leading brands: FNB, RMB, WesBank, Aldermore and Ashburton Investments.
	OUTsurance Group (Previously Rand Merchant Investment)	14.16	OUTsurance provides Property and Casualty (P&C) and life insurance products in South Africa and P&C insurance products in Australia. The core of the group's strategy is the incremental improvement of its operational performance to deliver pricing discipline, focus on brand trust and service outcomes.
	Transaction Capital	5.07	Transaction Capital is an investment holding company that owns a portfolio of operating subsidiaries: SA Taxi Finance, Transaction Capital Risk Services and WeBuyCars.
	Ethos Mid-Market Fund I	1.31	The Ethos Mid-Market Fund I (A) seeks investments in private companies with market-leading positions and strong cash flows that operate in sub-Saharan Africa.
	Royal Investment Managers	50.00	RIM is a black-owned asset management company looking to transform, partner and grow asset managers by providing seed funding, institutional support and assisting them to access institutional funds.
	Discovery	3.60	Discovery is a global, integrated financial services organisation specialising in health insurance, administration and managed care of medical schemes, life assurance, short-term personal and commercial insurance, long-term savings and investments, banking and behavioural change programmes.

Sector	Investee companies	Economic interest (%)	Description
Financial services (47.29% of gross assets)	Momentum Metropolitan	1.08	Momentum Metropolitan is one of South Africa's largest diversified financial services companies and provides long and short-term insurance, asset management services, investments and savings, healthcare administration and health risk management.
	RMI Affiliates 2B	30.00	AFF2B aims to create a significant transformed asset manager group with relevance, scale and track record whilst leveraging its enhanced empowerment credentials, distribution capabilities and value-adding strategic advisory input to the affiliates that it is invested in.
	Global Equity Funds	*	In line with SAA, RBH implemented its global equity strategy and allocated the initial \$35 million global asset manager investment capital in various funds.
	All Weather	*	RBH signed an application to participate in a hedge fund portfolio called the All Weather Capital H4 Market Neutral Retail Hedge Fund (the portfolio), managed under All Weather Capital Proprietary Limited (AWC) as the hedge fund manager.

* Not significant

Sector	Investee companies	Economic interest (%)	Description
Telecommunications (5.67% of gross assets)	Vodacom/ YeboYethu	28.56	Vodacom is a leading African communications company providing a wide range of communication services, including mobile voice, messaging, data, financial and converged services to 116 million clients (including Safaricom).
	Liquid Intelligent Technologies (LIT)	7.81	LIT provides data, voice, cloud and IP services in eastern, central and southern Africa. The company supplies fibre optic, satellite and international carrier services to mobile network operators, ISPs and businesses of various sizes.

Sector	Investee companies	% of gross portfolio	Description
Infrastructure (3.36% of gross assets)	Hall Core Water	27.01	HCW is a developer and operator of groundwater resources, which provides daily access to fresh water to communities, mines, agricultural businesses as well as commercial and industrial companies.
	Adams Solar	30.00	Adams is an 82.5 megawatt (MW) solar photovoltaic (PV) plant located in the Northern Cape. RBH has a guaranteed nominal post-tax internal rate of return of 20% over the term of the project, governed by the shareholders' agreement.
	Electra Capital	30.00	Electra is an 82.5 MW solar PV plant located in the Western Cape.
	Gouda	25.10	Gouda is a 138 MW solar PV plant located in the Western Cape. RBH's stake into Gouda was 100% equity financed.
	Sishen	25.10	Sishen is a 74 MW solar PV plant located in the Northern Cape. RBH's equity into Sishen was 100% equity financed.

Sector	Investee companies	% of gross portfolio	Description
Infrastructure	Stanlib Private Equity Infrastructure Fund	13.50	The fund was established in May 2013 with a mandate to make long-term equity and equity-related investments in greenfield and brownfield infrastructure projects located in sub-Saharan Africa, principally in South Africa.
	EnviroServ	24.50	EnviroServ is a leading integrated waste management and recycling business operating in South Africa and selective economies in sub-Saharan Africa.
	DPA	60.00	Distributed Power Africa Asset Holdings Limited (DPA) is a market leader in innovative solar energy solutions.
	ISQ	0.34	ISQ Global Infrastructure Fund, L.P. is a private equity fund operated by I Squared Capital Advisors (US) LLC and has approximately \$2.2 billion in assets.
	Dipalopalo Concession	27.70	Dipalopalo is a special purpose vehicle exclusively for the execution of a public private partnership agreement with the Department of Statistics South Africa (Stats SA) to provide it with head office accommodation. The agreement has 22 years left to run.

Sector	Investee companies	% of portfolio	Description
Property (4.64% of gross assets)	RMH	12.5	RMH Property (RMHP) is a property investment holding company with minority interests in Atterbury Property Holdings, Diversity and Integer.
	NEPI Rockcastle	0.85	NEPI Rockcastle is the premier owner and operator of shopping centres in Central and Eastern Europe (CEE), with a presence in nine countries.
	Growthpoint Student Accomodation REIT	29.73	Growthpoint Student Accommodation Holdings (GSAH) is an unlisted student accommodation REIT founded by Growthpoint. GSAH owns an initial portfolio comprising seven student accommodation properties with c.5 000 beds valued at R2.0 billion which were acquired mainly from the Feenstra Group.
	Zenprop	50.00	Zenprop UK is a privately owned real estate advisory and management platform that partnered with RBH in November 2015. The primary asset of the partnership consists of an exclusive aged-care facility in London.
	Big Yellow Group	1.60	Big Yellow Group is the second-largest self-storage company and the most recognised self-storage brand in the UK, providing secure and modern self-storage for more than 58 000 homes and businesses.

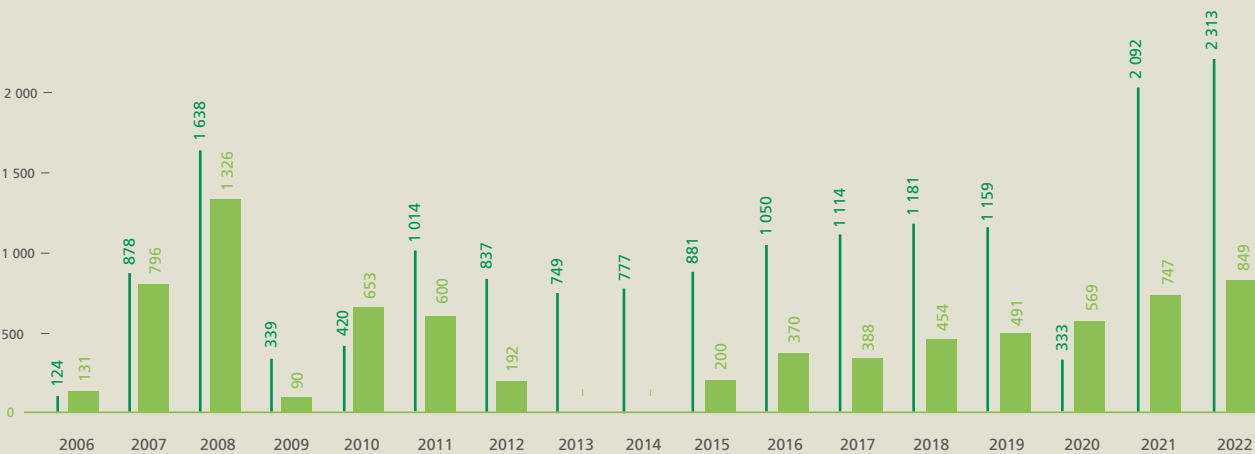
Sector	Investee companies	% of portfolio	Description
Other (14.6% of gross assets) <i>(Other includes cash)</i>	JCDecaux	30.00	JCDecaux is the leading player in the African out-of-home (OOH) market, with representation in 14 countries. JCDecaux's extensive experience lies in the operation and management of OOH advertising media in a multitude of environments.
	InfraSalience	1.80	InfraSalience Limited manufactures chemicals that remove environmentally harmful emissions from manufacturing facilities and converts them into usable chemicals.
	Eldo	27.90	Eldo is a group of energy management companies that specialise in smart metering software, energy-efficient and generation technologies, as well as energy management services.

Sector	Investee companies	% of portfolio	Description
Resources (including mining, oil and gas services) (21.05% of gross assets)	Royal Bafokeng Platinum	3.29	Royal Bafokeng Platinum (RBPlat) is a mid-tier platinum group metals producer originating from a joint venture between Anglo American Platinum and Royal Bafokeng Resources (RBR), known as the Bafokeng Rasimone Platinum Mine joint venture (BRPM JV). RBPlat fully owns BRPM and operates its flagship mine, Styldrift I.
	Northam Platinum	8.67	Northam is an independent, fully empowered, integrated PGM producer. All operating mines and recycling operations are wholly owned. Northam operates the Zondereinde, Eland, Dwaalkop and Booysendal mines.
	MOGS	50.00	MOGS has two business areas of operation: Mining services and oil and gas services in Africa and the Middle East. These businesses comprise synergistic diversified services in the mining sector, including consulting, product manufacturing and contracting.
	Kenyan LPG Terminal (KEG)	20.75	KEG Holdings Limited is the leading vertically integrated LPG business in East Africa. It imports c. 300 000 MT of LPG annually through its terminal and distributes it through its market-leading downstream business.

Sector	Investee companies	% of portfolio	Description
Pharma- ceutical (3.40% of gross assets)	Dis-Chem	6.62	Dis-Chem is a leading retail pharmacy group. The group has grown into a well-established, desired brand amongst South African consumers, underpinned by excellent customer service and product variety.

Financial capital and dividends paid

The graph depicts the dividends received by the portfolio over time and the amounts paid to the shareholder after reinvestment and servicing of debts.



Dividends
received (Rm)

Total
R16.8 billion

Dividend paid
to shareholder (Rm)

Total
R7.8 billion





Social impact report

We recognise that we can only deliver sustainable value to our shareholder and other key stakeholders through financial performance underpinned by meaningful social investments.

Our value proposition goes further than protecting and growing the inter-generational wealth of the RBN. We are also committed to creating social value and being a force for good for the benefit of Morafe and the broader South African society. We recognise that we can only deliver sustainable value to our shareholder and other key stakeholders through financial performance underpinned by meaningful social investments.

Our social impact approach and objectives

Our approach to creating social impact is guided by our philosophy of 'doing good today for the benefit of tomorrow'. We are committed to creating broad-based socio-economic transformation by implementing initiatives that deliver significant impact in the most effective manner and offer sustainable and scalable advantages across key economic and social metrics.

Our social investments are aligned with Plan '35, a framework that prioritises long-term development initiatives of the RBN and aligns our interventions with the broader imperatives of the Nation. An overview of Plan '35 is provided on [page 22](#).

Plan '35 is built on three pillars: individual development, community development, and sustainability and growth. RBH therefore supports long-term initiatives that focus on education and skills development, enterprise development and community development. We work with strategic partners to support multiyear projects that contribute to sustainable socio-economic development.

As a responsive and agile business in touch with the communities within which we operate, we strive to implement CSI initiatives that meet urgent needs. Our CSI funding provides an additional mechanism through which we contribute to the wellbeing of the RBN and broader South African society. This enables us to remain abreast of best practice and the broader development agenda of South African society at large.

We also recognise that people are critical to our success, and we place great importance on the development of our human capital. We offer several programmes and initiatives to support the professional development of our employees and to create a supportive and inclusive workplace. By investing in our people, we are building a strong foundation for the future and ensuring we have the capacity to deliver on our social impact objectives.

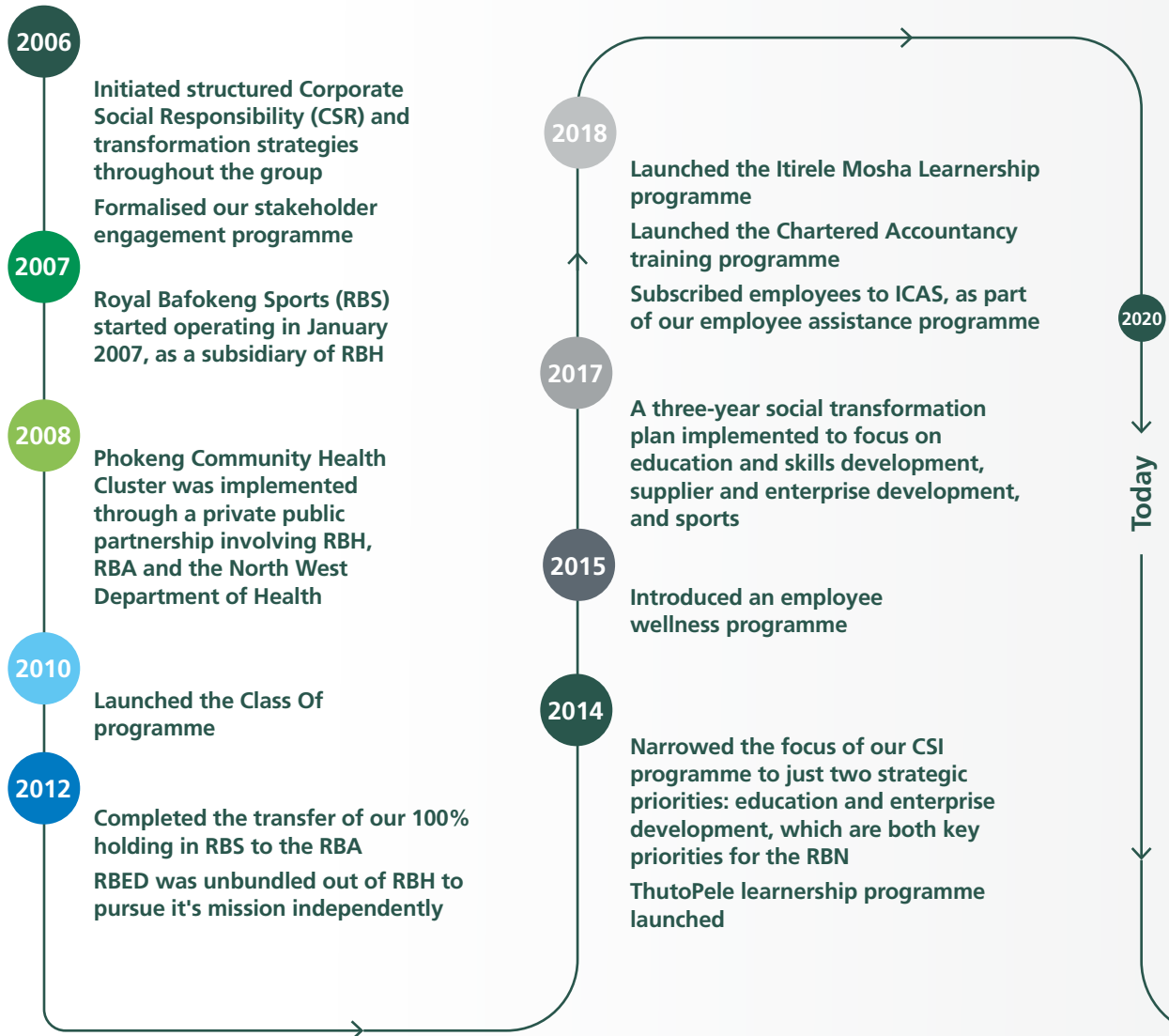
Through these efforts, RBH is well positioned to continue making a positive and lasting impact on the communities in which we operate.

Relationship between portfolio management and social impact

At RBH, portfolio management and social impact are intertwined. We believe financial returns and social impact are not mutually exclusive and that investments can drive both financial performance and positive social impact. We evaluate our portfolio investments through a combination of financial and non-financial metrics, including their contribution to our social impact objectives. This approach helps RBH to align our investments with our mission and to ensure we deliver meaningful impact for all our stakeholders.



Social development timeline



2022

Developing a **renewable energy** and battery storage project that will enhance the security of supply and lower the cost of energy for the RBN and will be a major step forward in regional and sector decarbonisation

Established an **enterprise and supplier development fund** to ensure growth, sustainability and local economic development through the provision of access to skills, finance and facilitate market access

Establishing an **artisan training programme** and trade school to reduce youth unemployment in the RBN and enhance employability prospects

Special dividend of R175 million declared towards **RBN water infrastructure solution** to provide secure, affordable and good quality water to Morafe on a sustainable and uninterrupted basis

During 2022, RBH contributed R265 million invested towards **social impact** in the RBN

2021

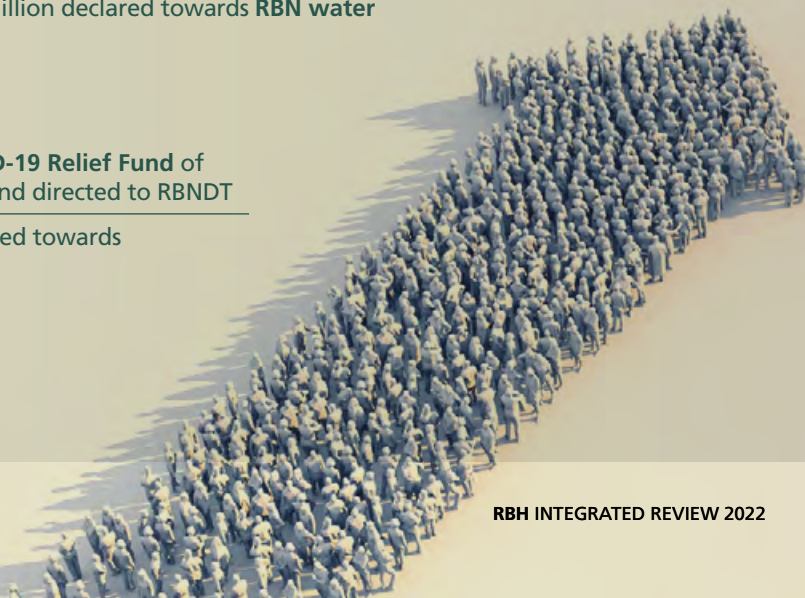
Unlocked shareholder value in **mining assets** through the transaction with Northam Platinum which included commitments to address significant socio-economic development needs in the RBN

Special dividend of R175 million declared towards **RBN water infrastructure solution**

2020

Established the **RBH COVID-19 Relief Fund** of R4.4 million, with 80% spend directed to RBNDT

CSR spend funds reprioritised towards **COVID-19 Relief Fund**





Social impact performance

We experienced a tremendously successful year in 2021 with record-breaking financial achievements, including the Northam Platinum transaction that unlocked significant value for our shareholder. However, we understand financial success alone is not enough, and the benefits of a successful year must have a tangible positive impact on RBN communities in the shortest possible time.




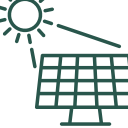












As part of the transaction, RBH made significant social development commitments with a focus on addressing youth unemployment through skills development, supporting SMEs through ESD, providing reliable and safe water, and ensuring secure and affordable energy supply. We are committed to delivering on these commitments and in 2022, we focused on planning, operationalising and rolling out these high-value and high-impact community initiatives.

We recognise that the successful delivery of powerful, sustainable projects depends on precise planning, due diligence and the astute selection of implementation partners, all of which take time. To accelerate the execution of these social initiatives, we established a Steering Committee that meets on a fortnightly basis to monitor the progress and provide strategic oversight of our projects.

Our strategic social impact focus areas

South Africa is a challenging socio-economic environment with high unemployment and low incomes, socio-economic inequality, low standards of education and generational poverty.

In response, RBH has taken a strategic approach to our social impact objectives. We are focused on four key areas of commitment, which are aligned with the objectives of RBN's Plan '35.

 <p>Artisan Skills Development Programme</p>	 <p>Enterprise and Supplier Development Programme</p>	 <p>Integrated Water Solution Project</p>	 <p>Renewable Energy Project</p>
<p>To address the high employment rate, RBH is implementing an artisan development programme aimed at providing skills development opportunities for young people.</p>	<p>With the aim of promoting economic development in RBN, RBH is supporting SMEs by providing business development support and access to markets and finance.</p>	<p>RBH is funding an integrated water solution that aims to address the intermittent water supply and water quality issues faced by the RBN.</p>	<p>To address energy security and the increase in load shedding across South Africa, RBH is conceptualising a renewable energy project to provide a secure and affordable energy supply to RBN.</p>
 <p>Decent Work and Economic Growth</p>	 <p>Decent Work and Economic Growth</p>	 <p>Clean Water and Sanitation</p>	 <p>Affordable and Clean Energy</p>
 <p>Quality Education</p>	 <p>Quality Education</p>	 <p>Industry, Innovation and Infrastructure</p>	 <p>Industry, Innovation and Infrastructure</p>
 <p>Reduced Inequality</p>	 <p>No Poverty</p>	 <p>Good Health and Wellbeing</p>	 <p>Decent Work and Economic Growth</p>

2022 social impact investments snapshot

Total social impact spend: R267 million



* An additional R1.6 million was invested in bursaries for IT-related qualifications in partnership with Liquid Intelligent Technologies

How we allocate CSI funding

RBH determines its CSI spend by using the B-BBEE scorecard as a base for driving social performance. Allocation of funding is determined by a percentage of net profit after tax:

- 1% allocated to socio-economic development programmes
- 1% to enterprise development
- 2% to supplier development

In addition, 6% of payroll is allocated towards skills development projects, with 2.5% going towards bursaries and 3.5% allocated to other learning programmes. RBH's commitment to transformation is reflected in its retention of its Level 1 B-BBEE rating.

6%

OF PAYROLL IS
ALLOCATED TOWARDS
SKILLS DEVELOPMENT
PROJECTS

Stakeholder engagement survey

To gain valuable insights into the views and perceptions of our stakeholders, we regularly conduct engagement surveys. In 2021, we conducted a comprehensive survey across our entire stakeholder network, providing us with a balanced and inclusive view of our performance across a wide range of stakeholder expectations. The survey results were instrumental in identifying areas for improvement and measuring the level at which RBH met the desired perceptions.

During 2022, our stakeholder survey focused specifically on our sole shareholder, rather than our entire stakeholder universe. This enabled us to ascertain how these have changed since the 2021 survey. The survey was conducted independently and will be used to guide how we can shift our business strategy and deliverables to align with our shareholder's expectations, where required.

We are pleased to report that the 2022 survey results were positive, indicating that RBNDT trustees are mostly satisfied with RBH's performance, with respondents rating RBH's performance as being better than in the previous period.

A photograph of children playing on a playground. In the foreground, a child is jumping over a large orange hula hoop. To the right, another child is on a blue inflatable structure. The background shows a clear blue sky and parts of the playground equipment.


Godisanang OVC programme

The Godisanang orphaned and vulnerable children (OVC) programme is the RBN's response to the plight of the growing number of orphaned and vulnerable children in the area. The programme's goal is to provide comprehensive, child-focused and compassionate care, which will improve the quality of life for orphans and other vulnerable children living in Royal Bafokeng communities. Established in 2008, the NPO manages seven OVC centres operating from existing buildings, such as school buildings. Four centres are located in the north of the Bafokeng area and three in and around Phokeng.

Services and activities provided at the centres for children under the age of 18 include teenage talks, which incorporate HIV/Aids education; homework assistance and school support for learners; a feeding scheme where one meal is provided daily to all children; provision of food parcels to families who are not yet receiving grants; provision of healthcare; home visits by caregivers; and psychosocial support.

The programme collaborates with experienced NGOs and Government to ensure children are provided with the necessary care and services to improve their circumstances and give them a normalised upbringing in accordance with the resources available to them. The level of involvement of staff varies from management to those who take care of the day-to-day cleaning, cooking and caring of the children, as well as those involved in the maintenance.

During 2022, we donated R2 million to Godisanang OVC for this initiative.



Sesigo Food Security and Distribution Agency: Contributing to food security within the RBN

Sesigo Food Security and Distribution Agency (SFSDA) is an NPO established by RBA in 2015. Its objective is to improve food security within the RBN through the distribution of food parcels. SFSDA received R1.7 million in funding from RBH in December 2021. The majority of SFSDA's beneficiaries are women living with children who depend on social grants as their only source of income.

The support provided by RBH enabled SFSDA to distribute 1 250 food parcels in five regions of the RBN during 2022. Each region received 50 food parcels per month over a period of five months, totalling 250 parcels being distributed to Morafe. Of those benefiting, 404 were male and 846 were female. A further breakdown of the programme's outputs shows that 4 017 dependents benefited from the intervention, with 1 935 beneficiaries being male and 2 082 females.

In addition to receiving direct support through food parcels, beneficiaries received psychosocial support including assistance with applying for identity documents and social grants. Beneficiaries were also encouraged to develop food gardens as a way of alleviating hunger and improving food security. The development of food gardens was also encouraged as a possible means of enabling beneficiaries to earn a livelihood by selling their produce to other community members. The effort resulted in the establishment of 48 food gardens in the South East region, 26 in the North East region, 21 in the Capital, 24 in the Central region and four in the North region.

Future outlook

We are determined to continue driving our long-term strategic projects and closely monitor progress to ensure success. We understand unexpected developments may arise and that execution risk is an area of key concern but are taking proactive measures to mitigate these risks through frequent Steering Committee meetings.

Moving forward, RBH is poised to continue making a meaningful impact in the communities we serve.

Human capital

Our people are the heart of our business. They enable us to deliver on our mandate and address the needs and priorities of our stakeholders. By espousing our values and contributing to our organisational culture, they act as ambassadors for the business, shaping our reputation and allowing us to fulfil our duties and obligations as a responsible corporate citizen.



Our human capital strategy envisages a workforce that is fit for purpose and well positioned to thrive in a dynamic operating environment and changing world of work. Investing in our workforce means providing job security, satisfaction, recognition and opportunities for skills and career development, as well as enabling our employees to grow with the business and share the value created through their hard work.

Performance management

We encourage a high standard of performance in line with our mandate, strategic objectives and organisational culture. Employees are assessed on their performance and values-based behaviour. Our performance management approach is designed to drive better engagement between employees and their line managers, aligning employee standards of performance and expectations with strategic business objectives as envisaged in our corporate scorecard. We ensure employees are assessed fairly, developed appropriately, and rewarded and recognised for exceptional performance. In this way, we can also identify corrective development or supportive actions to manage poor performance. An important highlight during 2022 was the completion of the migration of our performance management systems to an online platform.

Employee wellness

We prioritise the health and wellbeing of our employees and have developed a comprehensive employee wellness programme. We believe that while physical health is the cornerstone of employee wellness, mental, emotional and financial health are equally important. Our aim is to support our employees in managing stress, nurturing their relationships and achieving optimal productivity.

During 2022, we implemented various wellness initiatives. These included a team-building day, regular team interactions and the provision of counselling and financial advisory services. Counselling services were provided through ICAS and by a psychologist contracted by the business, whose services were accessible to all our employees. A gym membership subscription was also made available to employees.

We strive to foster a culture of excellence, accountability, teamwork, development and care through our human resource strategy, which guides our progress in creating our desired organisational culture. We invested a significant amount of time in ensuring that we have a compelling employee value proposition and in creating a work environment that enables individuals and teams in the business to thrive. Therefore, as part of our focus in 2023, we look to develop the skills and competencies that will enable us to future-proof the business.

Learning and development

Learning and development remains a top priority for RBH. We aim to develop and train our employees so that they are knowledgeable and empowered to deliver on our growth ambitions. During 2022, we delivered a range of training and development opportunities tailored to different employee needs. This included funding employees enrolled for formal qualifications ranging from undergraduate to master's level. We also provided employees with support in accessing skills development opportunities through Udemy, an online learning platform with over 200 000 courses. In this way, employees were able to pursue short courses in various fields at their own pace.

In addition, we invested in the studies of RBN youth with the goal of developing a future pipeline of talent. Students were supported in the fields of accountancy, hospitality and corporate governance. Furthermore, we placed interns in suitable departments within our business and supported them in gaining work experience.

Our investment in talent that is skilled in the demands of an evolving financial services sector contributed to our positive performance in the year under review. In addition to enabling us to achieve our strategic objectives, our learning and development initiatives enabled us to maintain our B-BBEE Level 1 rating.

Looking ahead

As we look to 2022 and beyond, we will continue to focus on our people as a key enabler of sustainable value creation. We will invest in embedding a performance-driven culture that positively impacts lives with the correct reward, motivation and opportunities for personal development. We will also retain focus on the health and wellness of our employees as a means of retaining an engaged workforce and maintaining effective employee relationships.

	2021	2022	Change year on year
Number of employees	34	35	(1.0%)
% of female employees	59	54	4.5%
% of Black employees	85	86	(0.4%)
% of Black senior managers	83	83	0%
% of Black middle managers	80	80	0%
Employees given education support (training; learnerships; bursaries)	100	100	0%

Statistics as at 31 December each year









Our approach to governance

RBH upholds the highest standards of good governance and sustainability for us, our shareholder and investee companies. We place ethical practice and the wellbeing of the collective at the centre of all we do.

Our approach to governance is informed by our commitment to protecting the legacy of the RBN through sustainable inter-generational wealth creation rooted in traditional values of trust, respect and collaboration. It is also informed by the RBN's tradition of good governance and its values as a traditional African society in a modern world. These values are purposefully intertwined with modern governance frameworks, allowing us to integrate the principles of accountability, transparency, deep consultation and collective decision-making – while retaining our unique cultural identity – and function effectively in a dynamic and modern legislative and regulatory environment.

Our governance framework and internal controls are benchmarked against our peers as well as industry best practice, both local and international. To this end, we have adopted the following frameworks, standards and codes, among others:

- King IV Code
- Responsible Investing Framework
- The Department of Trade, Industry and Competition's (dtic) B-BBEE Codes of Good Practice
- The Companies Act

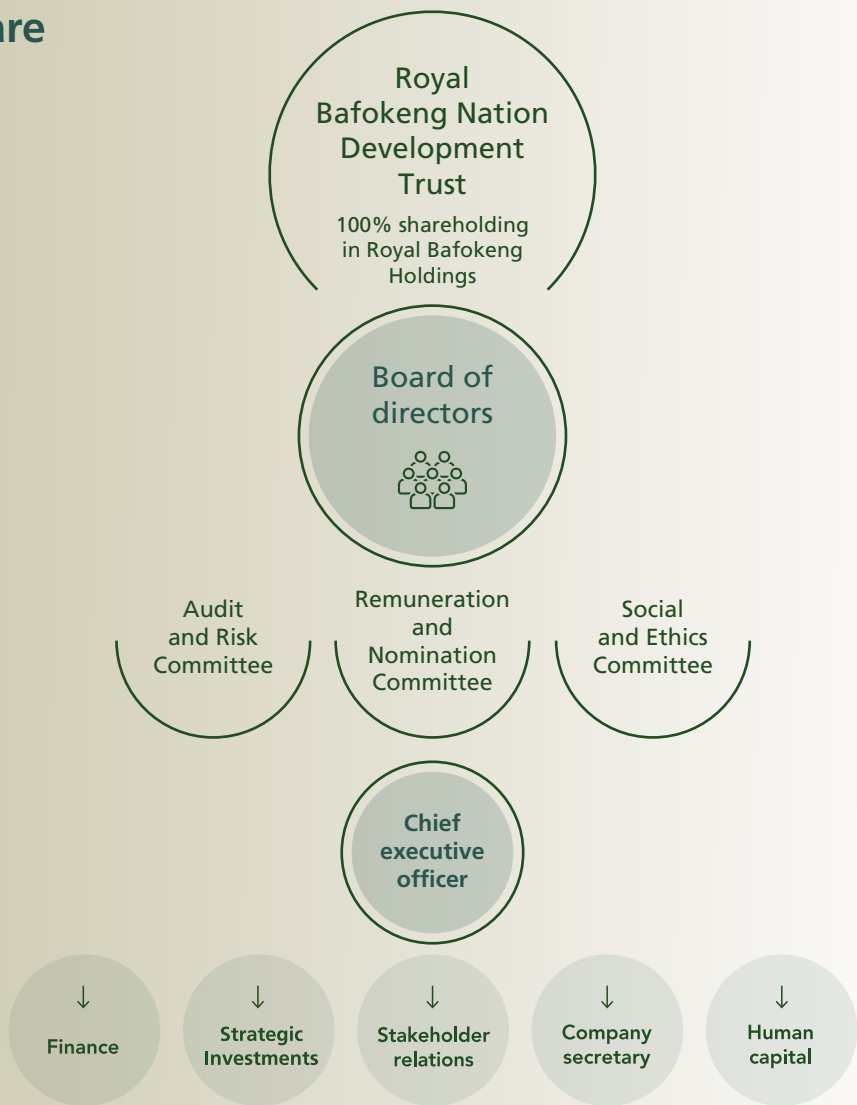
King IV advocates an outcomes-based approach and indicates that the role of the board is to lead a company to achieve governance outcomes such as ethical culture, effective control and legitimacy with stakeholders. The principles espoused in King IV are entrenched in our internal controls, policies and procedures governing corporate conduct.

Key governance developments during 2022

Board decisions were informed by a commitment to create shared value for all stakeholders and to the wellbeing of employees. They were also informed by the long-term ambitions and strategic objectives of the business, underpinned by RBH's vision and mandate. The board focused on the following topics during 2022:

- Board members are individually and collectively accountable for ethical leadership. Directors declared other directorships and conflicting interests at each meeting and excused themselves from matters on which they are conflicted.
- An internal board assessment was completed. This enabled the board to introspect on its own performance and put in place arrangements to ensure the board remains fit for purpose and aligned with the needs and strategic imperatives of the business.
- A skills assessment, which informs the board composition and its succession plans, was conducted. As a key outcome, the board resolved to initiate the process of recruiting additional members.
- The board reviewed and approved the SAA, bringing it line with the evolving and dynamic operating environment, and strategic imperatives of the business.
- Directors were kept abreast of legal and regulatory changes and other relevant topics.

How we are governed



Our leadership

Independent non-executive directors



Monhla Hlahla (59)
Chairperson

BA Economics (Hons), Pomona College (USA); MA (Urban and Regional Planning), UCLA School of Architecture and Planning (USA)

Monhla joined the board on 1 March 2011 and was appointed as chairman on 27 March 2012. She is a non-executive director at Discovery and previously served as the managing director of Airports Company South Africa, chairman of the Industrial Development Corporation and the president of the African chapter of Airports Council International. Monhla is a member of the Remuneration and Nomination Committee and the Social and Ethics Committee.



Tshidi Nyama (62)

BCom, University of the North; MBA, University of Bridgeport (USA)

Tshidi was appointed to the board on 1 October 2007. She is a partner at Makhup Business Services and Coaching. She serves on the board of AVBOB and chairs its social and ethics committee. She has held senior positions at Spoornet and BHP Billiton Manganese, as well as a number of non-executive directorships. Tshidi is the chairman of the Social and Ethics Committee and a member of the Audit and Risk Committee.



Tom Boardman (73)

BCom, University of the Witwatersrand; Chartered Accountant (SA)

Tom was appointed to the board on 1 January 2011. He has held senior positions at Anglo American Corporation, Sam Newman Limited and BoE Limited. He was chief executive of Nedbank Group between 2003 to 2010. He has served as a non-executive director on the board of Nedbank Limited, Woolworths, Millicom International Cellular and Swedish investment holding company, Kinnevik AB. He currently serves on the board of African Rainbow Limited, African Rainbow Capital and African Rainbow Energy & Power. He is the director and deputy chairperson of Tyme Bank. Tom is the chairman of the Audit and Risk Committee and a member of the Remuneration and Nomination Committee.



Fran du Plessis (68)

BCom; LLB; Chartered Accountant (SA); BCom Taxation (Hons), University of Cape Town; LLM, University of Stellenbosch

Fran was appointed to the board on 1 June 2012 and has practised as a chartered accountant specialising in the fiscal laws of taxation since 1994. She has sat on the board of several companies including Naspers, Life Healthcare, Sanlam, ArcelorMittal and KVV Holdings. She lectures on an ad hoc basis at the University of Stellenbosch. Fran is a member of the Audit and Risk Committee and chairs the Remuneration and Nomination Committee.



Non-executive directors



Obakeng Phetwe (45)

BCom, North West University; BCom (Hons) CTA, University of South Africa; Chartered Accountant (SA)

Obakeng was appointed to the board on 27 March 2012 and is the chief executive officer of the RBNDT. He previously held the positions of group treasury and business manager for the RBN, finance manager for the RBA, and senior audit manager at Mokua and Associates Chartered Accountants. He is the chairman of RBPlat. Obakeng is a member of the Remuneration and Nomination Committee, the Social and Ethics Committee and a permanent invitee to the Audit and Risk Committee.



Executive directors



Albertinah Kekana (49)
Chief executive officer

BCom; Chartered Accountant (SA); Postgraduate Diploma in Accounting; Advanced Management programme, Harvard University (USA)

Albertinah was appointed CEO and a member of the board on 1 November 2012. She was previously the chief operating officer of the Public Investment Corporation and has extensive asset management, investment banking and business leadership experience.



Tinyiko Sihlangu (34)
Finance director

BCom Accounting (Cum Laude); BCom Accounting (Hons) and CTA; MCom Taxation, University of Pretoria; Chartered Accountant (SA)

Tinyiko was appointed finance director and a member of the board on 1 November 2019. She joined RBH in July 2015 and grew in her current role after serving as a group finance manager. Before joining RBH, Tinyiko was a financial reporting manager at MTN Group Limited.

Collective board skills:

Investment and finance	Stakeholder relations
Strategy	Human capital
Industry expertise	Business acumen
Governance	Leadership

- Remuneration and Nomination Committee
- Social and Ethics Committee
- Audit and Risk Committee

Board report

The board is the custodian of corporate governance and ultimately accountable for the performance and the reputation of RBH. They are equally responsible for ensuring the business continues to operate responsibly, ethically and sustainably.

Our values and culture inform our governance approach, which in turn protects the business against the risk of unethical practice and governance failures that might destroy stakeholder value and negatively impact our sustainability. The scope of the board's collective and individual responsibility, authority, composition and function is defined in a formal charter and reviewed annually. The charter provides a concise overview of the powers delegated to the board's various committees.

RBH's board comprises five non-executive directors (NEDs), four of whom are independent. This composition, in which the majority of

NEDs are independent, is in line with King IV's recommendations and best practice. The board further comprises two executive directors. While the board maintains independence, it is important for directors to have a good understanding of the business. This allows for innovative thinking and agile decision-making in an operating environment that remains characterised by disruption and uncertainty.

All board members are suitably qualified for their roles and have extensive experience as business leaders and experts in their respective fields. This allows them to provide balanced, diversified and independent input in the discharge of their duties. The age, tenure, experience and skill of each director are set out on page 106 and 107. The board evaluates its composition on an annual basis.

The board held 6 meetings during 2022 and is satisfied with its performance.

Board meetings 2022

P Present
A Absent

	4 Apr	7 Apr Special	10 Jun Special	30 Jun	19 Oct	30 Nov	
MW Hlahla	P	P	P	P	P	P	6
TA Boardman	P	P	P	P	P	P	6
F du Plessis	P	P	P	P	P	P	6
MPP Nyama	P	P	P	P	P	P	6
O Phetwe	P	P	P	P	P	P	6
A Kekana	P	P	P	P	P	P	6
T Sihlangu	P	P	P	P	P	P	6

Role and responsibilities of the board

- The board acts as a focal point for, and custodian of, corporate governance and ethical leadership. This includes providing oversight on financial statements, the integrated review and other publicly issued reports to ensure they present a fair and accurate representation of RBH's affairs, meet the reasonable needs of material stakeholders and otherwise conform to the law.
- The board delegates professional management to the chief executive officer and senior management, ensuring the goals of the business are correctly interpreted, clearly understood and strategies are in position to achieve them.
- The board ensures there are necessary resources ready for the company to meet its strategic objectives. This entails supporting the business in adhering to a high standard of ethical behaviour and being a responsible corporate citizen. The board provides risk oversight and ascertains that appropriate risk management and regulatory compliance policies are in place. It also ensures the company has prepared a stakeholder engagement policy and engages with relevant stakeholders in an open, transparent manner.
- The board monitors its own performance, verifies that succession planning is in place for executive director positions and manages matters of discipline pertaining to the executive directors.
- The board provides strategic oversight to RBH and has ultimate accountability and responsibility for the performance and affairs of the company.

Role and responsibilities of board chairman

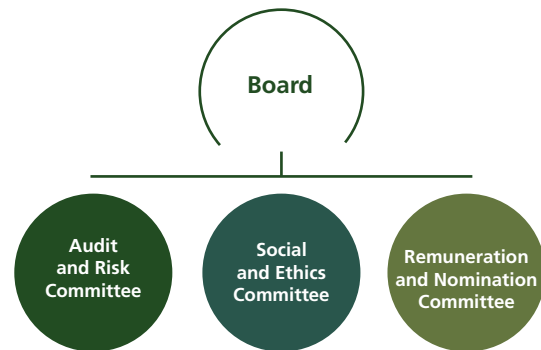
- Chairs board meetings, including setting of order of agenda
- Sets the ethical tone for the board and company
- Ensures the board is effective in setting and implementing the company's strategic direction
- Provides overall leadership to RBH, including acting as the leading external representative of the company
- Ensures complete, timely, relevant, accurate, honest and accessible information is placed before the board to enable directors to make informed decisions
- Ensures the integrity and effectiveness of the board
- Sets the tone for the performance of the board
- Provides the necessary support to the chief executive officer

Role and responsibilities of non-executive directors

- Provide creative and informed contributions on the strategic direction of the company by providing independent oversight
- Act in the interest of RBH's stakeholders
- Bring unique perspectives to the board to facilitate constructive dialogue
- Monitor the performance of management against agreed strategic goals
- Ensure the effectiveness of internal controls and the integrity of financial reporting
- Review remuneration, succession planning and talent management policies
- Determine appropriate levels of remuneration for executive directors
- Oversee risk management and satisfy themselves on the integrity of financial controls and risk management systems
- Ensure company accounts and other external reports present an honest and fair reflection of its actions and performance

Board committees

The board delegates certain responsibilities to statutory and operational committees to assist in the discharge of its duties, while retaining ultimate accountability for the affairs of the company:



The board and each of its committees perform a range of activities on an annual basis, such as reviewing board composition, monitoring risk governance, assessing internal controls and ensuring RBH operates as a responsible corporate citizen. These activities are set out in the board's terms of reference and each Committee Charter.

The composition, mandate and performance of the various committees are reviewed annually and contribute to the effective discharge of the board's duties and responsibilities. There is a balanced distribution of power between the board, its committees and executive management. No individual director or committee has the ability to dominate decision-making and no undue reliance is placed on any individual or committee.

The board is satisfied with the performance of its committees in the year under review.

Audit and risk committee

Mandate	Members
<p>The Audit and Risk Committee (ARC) is responsible for ensuring the integrity of internal controls, financial reporting and audit processes, as well as compliance with all applicable legal and regulatory requirements. In addition, the committee is responsible for safeguarding company assets by monitoring the implementation of processes and controls that support the sustainability of the business.</p> <p>Further, the committee is responsible for maintaining oversight of IT Governance arrangements.</p>	<ul style="list-style-type: none"> • TA Boardman (Chairperson) • F du Plessis • MPP Nyama • O Phetwe • A Kekana • T Sihlangu


Meeting attendance

The committee held five meetings in the year under review. The committee is satisfied with its performance.

Audit and risk management committee meetings 2022

	17 Mar	26 Apr Special	27 May	7 Sep	18 Nov	
TA Boardman	P	P	P	P	P	5
F du Plessis	P	P	P	P	P	5
MPP Nyama	P	P	P	P	P	5
O Phetwe	P	P	P	P	A	4
T Sihlangu	P	P	P	P	P	5
A Kekana	P	P	A	A	P	3

 Present

 Absent

Our performance in 2022

The ARC is satisfied that it has fulfilled its obligations in terms of its mandate. Key activities during 2022 included reviewing the organisation of the finance management function, its competence resources and capacity. The committee provided oversight to senior management during the presentation of results, justification of performance and quality of earnings and key judgement items. This entailed maintaining a list of external audit issues raised and management actions and resolutions within the agreed timeframe. Furthermore, the committee evaluated the adequacy and efficiency of the internal control systems and accounting practices in the day-to-day management of the business.

The ARC reviewed and monitored capital expenditure, including budgets and three-year planning. Other items on the committee’s agenda

included reviewing company policies and internal controls to ensure proper tax planning, compliance, risk identification and management is in place, as well as implementing and monitoring measures that may serve to enhance the credibility and objectivity of the financial statements and reports. The ARC also considered all factors that may result in management presenting an incomplete or misleading picture of the company’s position, performance or sustainability.

Looking ahead

In the year ahead, the ARC will continue supporting the board to ensure there are effective internal controls within the business. This will include providing oversight on arrangements for IT and risk governance, including ongoing monitoring of existing and emerging risks as the company pursues its diversification strategy and seeks to create and preserve value for the shareholder.

Social and ethics committee

Mandate	Members
The Social and Ethics Committee (SEC) is responsible for providing oversight and strategic direction on sustainability, social and ethical matters, and stakeholder relations. This includes monitoring the activities of the business to ensure it operates as a responsible corporate citizen and retains its social licence to operate. The SEC provides oversight on stakeholder engagement, ensuring the company maintains mutually beneficial relationships with all its stakeholders, guided by the vision, mandate, values and strategic imperatives of the business.	<ul style="list-style-type: none">• MPP Nyama (Chairperson)• MW Hlahla• O Phetwe• A Kekana• T Sihlangu

Meeting attendance

The committee held four meetings in the year under review.

Social and ethics committee meetings 2022

	23 Mar	8 Jun	9 Sep	17 Nov	
MPP Nyama	P	P	P	P	4
MW Hlahla	P	P	P	P	4
O Phetwe	P	P	P	A	3
A Kekana	P	P	P	P	4
T Sihlangu	P	P	P	P	4

 Present

 Absent

Our performance in 2022

The SEC is satisfied that it has fulfilled its obligations in terms of its mandate. During 2022, the SEC discharged its regular statutory duties through the monitoring of activities relating to compliance with the Companies Act and its regulations, as well as compliance with the principles of King IV. The committee provided oversight on the implementation of SED and CSI initiatives, with the aim of ensuring RBH meets or exceeds its stakeholder obligations.

Looking ahead

In the year ahead, the SEC will continue to entrench a culture of ethical practice, with a specific focus on

social transformation and regulatory compliance as informed by the B-BBEE scorecard. The committee will also continue to provide oversight on the implementation of SED initiatives, in particular the strategic RBN community development projects, as a key priority for the next financial year. Additionally, the SEC will support the development of a robust ESG framework to ensure RBH maintains its character as a responsible corporate citizen aligned with industry best practice.

Amidst these commitments, we express our heartfelt appreciation to Tshidi Nyama for her dedicated service as the outgoing SEC chair. Her exceptional leadership and dedication have played a crucial role in shaping RBH's ethical foundation and value-creation framework.

Remuneration and nomination committee

Mandate

The Remuneration and Nomination Committee is responsible for assisting the board in designing and maintaining a remuneration policy that will support the attainment of RBH's strategic objectives and inculcate a culture of individual excellence throughout the organisation. This includes implementing competitive reward processes and driving initiatives in accordance with employee engagement, employee wellness, learning and development. The committee is responsible for ensuring board performance is evaluated on an annual basis and that adequate arrangements for succession planning are in place. It is responsible for ensuring the principles that underpin RBH's remuneration practices meet the King IV Code and best practice.

Members

- F du Plessis (Chairperson)
- MPP Nyama
- TA Boardman
- O Phetwe
- MW Hlahla
- A Kekana
- T Sihlangu

Meeting attendance

The committee held four meetings in the year under review.

Remuneration committee meetings 2022

	23 Mar	8 Jun	7 Sep	17 Nov	
F du Plessis	P	P	P	P	4
MPP Nyama	P	P	P	P	4
TA Boardman	P	P	P	P	4
O Phetwe	P	P	P	A	3
MW Hlahla	P	P	P	P	4
A Kekana	P	P	P	P	4
T Sihlangu	P	P	P	P	4

 Present

 Absent

A background photograph showing a group of people, mostly wearing blue clothing, sitting on the ground in a park-like setting and playing large, round, wooden drums. The scene is outdoors with trees and a paved path visible in the background. The lighting suggests it might be late afternoon or early morning.

Our performance in 2022







The Remuneration and Nomination Committee is satisfied it has fulfilled its obligations in terms of its mandate. During the year, the committee undertook various activities in accordance with its terms of reference. Key priorities included benchmarking the remuneration packages of the non-executive directors, executive directors and considering the profile of the CEO to ensure it meets the needs of the business and senior management. The committee also considered and approved the company's reward philosophy, ensuring it remains aligned with the strategy of the business.

Looking ahead

In the year ahead, the Remuneration and Nomination Committee will provide oversight on meeting performance targets with the strategic objectives and operating model of RBH. It will review and approve policies and procedures aimed at ensuring the wellbeing of staff, and continued employee engagement. It will review and approve policies aimed at entrenching a positive organisational culture built on the values of the business. In addition, the committee will continue to provide ongoing oversight on talent management and succession planning.

Executive committee

The day-to-day management decisions and operations of RBH are the responsibility of the Executive Committee.

	Member	Title	Qualifications
	Albertinah Kekana	Chief executive officer	See board of directors for CV
	Tinyiko Sihlangu	Finance director	See board of directors for CV
	Udo Lucht	Chief investment officer	BCom (Hons), University of Natal; CA(SA); CFA
	Buyi Mlangeni	Group company secretary	National Diploma, Natal Technikon; BTech, Durban University of Technology; Executive Development programme, Wits Business School; Postgraduate Diploma in Business Management, Henley Business School
	Lesego Lebuso	Group manager: Stakeholder Relations	BA (Industrial Psychology), UNISA; BA (Hons), University of Johannesburg; Masters in Business Leadership, UNISA School of Business Leadership; Masters in Philosophy, University of Johannesburg
	Ditiro Chesalokile	Human capital manager	BCom (Hons) Human Resource Management, University of Johannesburg; Management Advancement programme, Wits Business School; Masters in People Management, University of Cape Town

Value-adding executive skills

Governance	Legal
Strategy	Finance
Accounting	Investments
Tax	People management
Stakeholder relations	Community development

Delegation of authority

The board delegates certain responsibilities to formally established committees without relinquishing accountability. This delegation is formalised through board-approved committee charters. Delegation of authority creates a mechanism through which management leads the implementation and execution of RBH’s strategy, policies and operations in accordance with the provisions of King IV. The board acknowledges that the delegation of authority does not detract from its responsibility to discharge its fiduciary duties or meet its obligations to the shareholder. It receives reports and minutes of each committee meeting.

Our ethical framework

The board is committed to good corporate governance and, as the custodian thereof, it ensures that RBH adheres to the highest standard of accountability, fairness and ethics, which are essential in building and maintaining trust, and delivering sustainable value creation. RBH has in place various policies and guidelines. These enable the business to establish and maintain an ethical culture.

IT Governance

The board, through the ARC, oversees the company's IT governance. Technology and information, as well as ongoing investment in the company's diversification strategy, are of key importance to the achievement of RBH's strategy and support long-term value creation. RBH has board-approved IT governance policies, standards and procedures in place. The policies cover governance, data privacy, cyber risks and incidents, as well as IT audit issues. These policies are reviewed annually. The finance director oversees the adherence of business segments to policies and standards. RBH's strategy is guided by principles that allow employees to be agile and remain abreast of rapid technological developments by empowering them to make strategically consistent choices in line with industry standards and best practice.

Internal controls

RBH maintains manual and automated internal controls and systems designed to provide reasonable assurance as to the integrity and reliability of accounting records and the consolidated AFS and to adequately safeguard, verify and maintain accountability for its assets. The board, supported by the ARC, reviews the effectiveness of the procedures, policies and system of internal controls adopted by group companies to address potential risks within RBH and provide reasonable assurance about the effectiveness and efficiency of operations, reliability of financial reporting and compliance with applicable laws and regulations.

External auditor

The board has nominated and recommended to the shareholder the appointment of PwC as the external auditor of the company. The board satisfied itself that the external auditor is independent of RBH, as set out in section 94(8) of the Companies Act, and suitable for reappointment. In considering whether the external auditor is independent, the board ascertained that the auditor does not receive any direct or indirect remuneration or other benefit from the company, except as auditor, or for rendering other services to the company, to the extent permitted in terms of the Companies Act and as agreed with the board.

Conflict of interest

Conflict of interest is regulated in accordance with the provisions of the Companies Act and other internal governance frameworks. The directors' register of interests is shared with directors on a quarterly basis before every board meeting to allow directors sufficient time to consider it and confirm its accuracy and/or to amend where necessary. Declaration of interest is a standing item on the board and committees' agendas to ensure declarations relating to the business of the meeting or lack thereof are recorded.




Company secretary




Ms B Mlangeni was appointed as the company secretary effective August 2012. Directors have unlimited access to the services of the company secretary, who is responsible to the board for ensuring proper corporate governance principles are in place and adhered to. The board considered the competence, qualifications and experience of the company secretary and confirmed that she is adequately qualified and experienced to discharge her responsibilities. The board concluded there were no direct or indirect relationships between the company secretary and any of the board members, which could compromise their independence.

Board evaluation




The board believes that appraising its performance helps clarify the individual and collective roles and responsibilities of directors, while providing insight into how the board can become more effective. Performance evaluations help improve the relationship between the board and the executive team, as well as ensure a healthy balance of power between the board and the CEO. During 2022, the board performed an internal evaluation. Board work plans and the strategic objectives of the company formed the basis of the evaluation. Key insight from the process will be discussed by the board during the next reporting period and inform the board's work plans and priorities for the year ahead.




King IV Register

Principle	Description	Status	Application
1	The governing body should lead ethically and effectively.	Applied 	<p>RBH is governed by a diverse board of directors, the majority of whom are independent. The board of RBH acknowledges its individual and collective responsibility for setting the ethical organisational culture and commits to the highest standards of governance and ethical practice. Board members have extensive industry knowledge and expertise, and subscribe to ethical leadership, stakeholder inclusivity and the highest standards of corporate governance.</p> <p>All board, committee and executive management appointments are made with the sole aim of harnessing the skills, knowledge and expertise of directors to best serve the needs of the business.</p>
2	The governing body should govern the ethics of the organisation in a way that supports the establishment of an ethical culture within the organisation	Applied 	<p>RBH operates in terms of an approved Code of Ethics, which is applicable to all employees, including the board of directors. This includes accountability, ethical practice and transparency. The Code of Ethics guides interactions between employees, the shareholder, investee companies and other stakeholders.</p> <p>The responsibility for monitoring the overall responsible corporate citizenship performance of the organisation is delegated to the Social and Ethics Committee (SEC). Board members and executive management have a legal obligation to avoid conflicts of interest and make full and timely disclosure of potential conflicts.</p> <p>RBH complies with all applicable laws and regulations.</p>
3	The governing body should ensure the organisation is seen to be a responsible corporate citizen.	Applied 	<p>The board, assisted by the SEC, provides strategic direction for RBH to be a responsible corporate citizen and to respond appropriately to the economic, social and environmental outcomes of its activities.</p> <p>A strategy session is held annually by the board and management to review and approve the short, medium and long-term strategy and purpose of RBH, with a view to ensuring the business remains consistent with its mandate and responsibilities. RBH directs social spend towards corporate social investments with a focus on the RBN.</p>




Principle	Description	Status	Application
4	The governing body should appreciate that the organisation's core purpose, its risks and opportunities, strategy, business model, performance and sustainable development are all inseparable elements of the value-creation process.	Applied 	<p>The board, in accordance with the Board Charter, is responsible for aligning RBH's strategic objectives, vision and mission with performance and sustainability considerations. Our long-term strategic priorities remain unchanged, and our strategic initiatives underpin the delivery of our aspirations and support our ambition to achieve mobility for good while enhancing shareholder value.</p> <p>RBH adopts a stakeholder-inclusive approach in its decision-making such that legitimate and reasonable stakeholder needs, interests and expectations are considered for sustainable value creation.</p> <p>The ARC and SEC assist the board in overseeing the quality and integrity of the reporting process across our reporting suite. The SEC reviews the integrated review and recommends it to the board for annual approval.</p>
5	The governing body should ensure reports issued by the organisation enable stakeholders to make informed assessments of the organisation's performance, and its short, medium and long-term prospects.	Applied 	<p>The board takes responsibility for guiding a stakeholder-inclusive approach that balances the needs of material stakeholders with the best interests of maintaining a sustainable business. It has delegated oversight over stakeholder relationships to the SEC.</p> <p>Our integrated review is circulated to the relevant stakeholders and published on RBH's website for access by stakeholders. Annual financial statements is reviewed by the ARC and recommended to the board for annual approval.</p>
6	The governing body should serve as the focal point and custodian of corporate governance in the organisation.	Applied 	<p>The board is the highest governing authority within RBH and is committed to the highest standards of accountability, fairness and ethics, which are essential in building and maintaining trust, and delivering value creation.</p>



King IV Register continued

Principle	Description	Status	Application
7	The governing body should comprise the appropriate balance of knowledge, skills, experience, diversity and independence for it to discharge its governance role and responsibilities objectively and effectively.	Applied 	The board, with the assistance of the HR and the Remuneration Committee, considers – on an annual basis – its composition in terms of balance of skills, experience, diversity, independence and knowledge, and whether this enables it to effectively discharge its role and responsibilities. The process for the nomination, election and appointment of board members is formal and transparent. Most of the board members are independent non-executive directors.
8	The governing body should ensure its arrangements for delegation within its own structures promote independent judgement and assist with balance of power and the effective discharge of its duties.	Applied 	RBH is governed by a diverse board of directors – the majority of whom are independent, with extensive industry knowledge, experience and expertise – subscribing to ethical leadership, sustainability, stakeholder inclusivity and the highest standards of corporate governance. Membership of board committees is as recommended in King IV. The composition of the committees of the board and the authority between the chairman and other directors is balanced and does not lead to instances where individuals dominate decision-making within governance structures or where undue dependency is caused.
9	The governing body should ensure the appointment of, and delegation to, management contribute to role clarity and the effective exercise of authority and responsibilities.	Applied 	The business and affairs of the company are managed under the direction of the board, which derives its authority from the Companies Act and board charter. In discharging its duties, the board has delegated certain functions to the following committees: Audit and Risk Committee, Social and Ethics Committee, as well as HR and the Remuneration Committee. There is a clear balance of power within the board and its committees to ensure no individual has undue decision-making powers. Each committee has Terms of Reference, which set out the roles and responsibilities and is approved by the board.

Principle	Description	Status	Application
10	The governing body should ensure the evaluation of its own performance and that of its committees, its chair and its individual members, support continued improvement in its performance and effectiveness.	Applied 	The evaluation of the board's performance and that of its committees, its chairman and its individual members is conducted annually with the aim of supporting continued improvement in its performance and effectiveness. An internal evaluation was last conducted in 2022. The board is satisfied with the process and its outcomes.
11	The governing body should ensure the appointment of, and delegation to, management contribute to role clarity and the effective exercise of authority and responsibilities.	Applied 	<p>The board has a clear delegation of authority policy and framework, according to which roles are carried out and authority is exercised, both within the board structures and the management team.</p> <p>The board is satisfied that RBH is appropriately resourced for these roles and that delegation of certain roles and responsibilities to management supports effective governance.</p>
12	The governing body should govern risk in a way that supports the organisation in setting and achieving its strategic objectives.	Applied 	The board is ultimately responsible for the governance of risk and has assigned oversight of RBH's risk management function to the ARC. The committee delegates to management to continuously identify, assess, mitigate and manage risks within the existing and ever-changing risk profile of RBH's operating environment. Mitigating controls are formulated to address the risks and the board is kept up to date on progress on the risk management plan.

King IV Register continued

Principle	Description	Status	Application
13	The governing body should govern technology and information in a way that supports the organisation setting and achieving its strategic objectives.	Applied 	The board is aware of the importance of technology and information as it is closely linked to the strategy, performance and sustainability of RBH. Through the ARC, the board oversees the governance of IT. In addition, IT risk is integrated into RBH's risk management processes and is considered by the ARC as part of its oversight of risk.
14	The governing body should govern compliance with applicable laws and adopted, non-binding rules, codes and standards in a way that supports the organisation being ethical and a good corporate citizen.	Applied 	<p>RBH complies with all applicable legislation and regulations and adopts non-binding standards and frameworks in line with best practice. Accordingly, the company's regulatory universe has been defined to enable the board to focus on laws and regulations relevant to RBH.</p> <p>The company secretary is responsible for providing guidance to the board collectively and to the directors regarding their responsibilities and powers, making them aware of legislation and regulations relevant to the business and providing board orientation and training when appropriate.</p> <p>In line with their Terms of Reference, the ARC and SEC assist the board with reviewing the effectiveness of the system for monitoring compliance with laws and regulations and the results of management's investigation and follow-up of any instances of non-compliance.</p>
15	The governing body should ensure the organisation remunerates fairly, responsibly and transparently so as to promote the achievement of strategic objectives and positive outcomes in the short, medium and long term.	Applied 	<p>Human Resources and the Remuneration Committee assist the board with the approval, and monitoring the execution, of the remuneration policy that articulates and gives effect to its direction on fair, responsible and transparent remuneration.</p> <p>RBH's remuneration policy is formulated to attract and retain high-calibre executives and motivate them to develop and implement the company's strategy to optimise long-term shareholder value.</p>

Principle	Description	Status	Application
16	The governing body should ensure assurance services and functions enable an effective control environment, and that these support the integrity of information for internal decision-making and of the organisation's external reports.	Applied 	<p>RBH adopts a Combined Assurance Framework, which aims to optimise the assurance coverage obtained from management, internal assurance providers and external assurance providers on the risk areas affecting the business. The ARC is responsible for the oversight and management of RBH's combined assurance approach.</p> <p>The board is satisfied that its combined assurance model enables an effective control environment and supports the integrity of information used by RBH for internal decision-making and for external reporting.</p>
17	In execution of its governance role and responsibilities, the governing body should adopt a stakeholder-inclusive approach that balances the needs, interests and expectations of material stakeholders in the best interest of the organisation over time.	Applied 	<p>RBH has identified its priority stakeholder groups. These include groups and individuals who may be affected by our activities, and whose actions can be reasonably expected to affect RBH's ability to successfully implement its strategic objectives. We actively balance the legitimate and reasonable requirements, interests and expectations of our stakeholders.</p> <p>The board has delegated the governance of stakeholder relationships to the SEC. A formal, inclusive Stakeholder Engagement Framework is in place and has been approved by the board.</p>

Abbreviations

B-BBEE	Broad-based Black Economic Empowerment
BRPM	Bafokeng Resource Platinum Mine
CEO	Chief Executive Officer
CSI	Corporate Social Investment
dtic	Department of Trade, Industry and Competition
ERM	Enterprise Risk Management
ESD	Enterprise and Supplier Development
ESG	Economic, Social and Governance
ICT	Information and Communications Technology
IIRC	International Integrated Reporting Council
IFRS	International Financial Reporting Standards
ISO	International Organisation for Standardisation
IT	Information Technology
JSE	Johannesburg Stock Exchange
King IV	King IV Code on Corporate Governance
MOGS	Mining, Oil and Gas Services
MW	MegaWatt
NAV	Net Asset Value

NEDs	Non-Executive Directors
PGM	platinum group metals
Plc	Public listed company
PV	Photovoltaic
PwC	PricewaterhouseCoopers
RBA	Royal Bafokeng Administration
RBED	Royal Bafokeng Enterprise Development
RBH	Royal Bafokeng Holdings
RBI	Royal Bafokeng Institute
RBN or Nation	Royal Bafokeng Nation
RBNDT	Royal Bafokeng Nation Development Trust
RBPlat	Royal Bafokeng Platinum
RBS	Royal Bafokeng Sports
RMH	Rand Merchant Holdings
SAA	Strategic Asset Allocation
SDG	Sustainable Development Goals
SED	Socio-Economic Development
SME	Small and Medium-sized Enterprise
SMME	Small, Medium and Micro Enterprise
The Companies Act	The Companies Act, No. 71 of 2008
UN	United Nations

Glossary

Kgosana	A headman, either hereditary or elected
KGOSI Leruo Molotlegi	Royal Bafokeng Nation's current king, who has reigned since 2000
Kgotha-Kgothe	The community general meeting that meets twice a year to review the performance of RBH and the other social entities belonging to the RBN, and is the highest decision-making body of the Nation
Lekgotla/Makgotla	A meeting led by the Kgosana, where local people raise local issues. Makgotla takes place at least once a month to debate and create solutions
Morafe	The Bafokeng community
Plan '35	RBN's strategic blueprint for its overall economic and social development
Supreme Council	A traditional governing body comprising traditional headmen as well as elected and appointed councillors. The Supreme Council is responsible for establishing and monitoring policies
the board	RBH Board of Directors







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