

thungela

INTEGRATED ANNUAL REPORT
for the year ended 31 December 2025





thungela

**Responsibly creating value
together for a shared future**

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GROUP PERFORMANCE IN 2025

Delivering on our purpose – to responsibly create value together for a shared future

SAFETY

Fatality

None

(2024: None)

TRCFR Group

2.83

(2024: 1.93)

South Africa

1.80

(2024: 1.07)

Australia

15.72

(2024: 13.21)

FINANCIAL¹

Adjusted EBITDA^Δ

R1.2 billion

(2024: R6.3 billion)

Dividends per share

R4.00

(2024: R13.00)

Share buyback

R139 million

(2024: R489 million)

(Loss)/earnings per share

(R54.64)

(2024: R26.76)

Headline (loss)/earnings per share

(R6.47)

(2024: R25.59)

CREATING SHARED VALUE

Nkulo Community Partnership Trust

R31 million contribution

(2024: R102 million)

Sisonke Employee Empowerment Scheme

R31 million contribution

(2024: R102 million)

OPERATIONAL SOUTH AFRICA

Export saleable production

13.9Mt

(2024: 13.6Mt)

Export equity sales

13.7Mt

(2024: 12.6Mt)

FOB cost per export tonne^Δ

R1,176

(2024: R1,151)

OPERATIONAL AUSTRALIA¹

Export saleable production

4.0Mt (100% basis)

(2024: 4.1Mt)

Export equity sales

4.0Mt (100% basis)

(2024: 4.1Mt)

FOB cost per export tonne^Δ

R1,598

(2024: R1,674)

¹ The Group's financial results and operational performance for Australia reflect the results of the Ensham Business at 100% of the operations from 28 February 2025. Prior to this date, results for the Ensham Business are reflected at 85%.

^Δ This symbol denotes alternative performance measures. Refer to Annexure 1 in the Annual Financial Statements for the year ended 31 December 2025.

ABOUT THIS REPORT

This Integrated Annual Report provides a holistic view of the performance of Thungela Resources Limited, its subsidiaries, joint operations and associates, collectively, Thungela, the Group or the Company. It is primarily prepared for the providers of financial capital and provides information that we believe is relevant to investors. All stakeholders can access the information to make an informed decision on Thungela's ability to generate value over the short, medium and long term.

REPORTING BOUNDARY

This report provides information relating to Thungela's strategy, business model, material matters, business risks, stakeholder engagement, governance, financial results and operational performance for the period from 1 January 2025 to 31 December 2025, including material events occurring between year end and the approval date of this report, 17 April 2026. The reporting boundary includes the Group consolidated structure across South Africa, Australia and Dubai.

REPORTING UNIVERSE

This report should be read together with our annual reporting suite, which includes the Annual Financial Statements and the Environmental, Social and Governance (ESG) report, to supplement the users' complete understanding of Thungela's performance and business. The annual reporting suite is available on our website at www.thungela.com/investors.

BASIS FOR PREPARATION

This report encompasses integrated thinking at Thungela and is enhanced by our approach to value creation. It is prepared by the investor relations team, reporting to the office of the chief executive officer. The Group executive committee is committed to comprehensive and transparent reporting and approves the content in the report. The audit committee reviews the Integrated Annual Report in detail, understanding the robust reporting process, which includes the review of the annual reporting suite by the subcommittees, before being recommended to the board of directors (board). The Integrated Annual Report is signed off by the board, who is the owner of the report.

REPORTING FRAMEWORKS AND STANDARDS

In compiling our annual reporting suite, we are guided by the following reporting frameworks and standards:

	IAR	ESG	AFS
Integrated Reporting Framework	✓		
Companies Act, 71 of 2008, as amended (Companies Act of South Africa)	✓	✓	✓
JSE Listings Requirements (as amended)	✓	✓	✓
UK Listing Rules	✓		✓
UK Disclosure Guidance and Transparency Rules	✓		✓
King IV™ Report on Corporate Governance for South Africa, 2016 (King IV™)*	✓		✓
International Financial Reporting Standards (IFRS)	✓		✓
United Nations (UN) Sustainable Development Goals (SDGs)		✓	
South African Codes for the Reporting of Exploration Results, Mineral Resources and Mineral Reserves, 2016 (SAMREC)			✓
South African Code for the Reporting of Oil and Gas Resources, 2025 (SAMOG)	✓		
Global Reporting Initiatives (GRI) Sustainability Reporting Standards, specifically the GRI 12: Coal Sector Standard, 2022		✓	

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Reports: **IAR** Integrated Annual Report
ESG Environmental, Social and Governance report
AFS Annual Financial Statements

MATERIALITY

We have applied the double-materiality lens in the process to determine our reporting scope. We report on matters that influence our ability to create value (financial materiality) and matters that affect the environment, communities and society (impact materiality). Material matters that influence our ability to create and sustain value for our stakeholders over the short, medium or long term are identified through our annual materiality workshop and grouped into themes. The outcomes of our 2025 materiality determination process are on pages 29 to 32.

COMBINED ASSURANCE AND CONTROLS

We support the integrity of our financial and non-financial information in our annual reporting suite through a combined assurance model with internal and external assurance providers. The combined assurance model considers the role of management, control functions, internal and external audit and board committees. For 2025, we assessed our controls to be adequate and effective. In addition, PricewaterhouseCoopers Incorporated (PwC) audited our 2025 Annual Financial Statements and issued an unmodified opinion.

Report and nature of assurance	Independently externally assured by
Annual Financial Statements: financial information	PwC – refer to pages 48 to 53 of the Annual Financial Statements
ESG report: selected key sustainability information	SLR Consulting – refer to pages 68 to 71 of the ESG report

BOARD RESPONSIBILITY STATEMENT

The board has ultimate accountability for the integrity and accuracy of the Integrated Annual Report and the annual reporting suite for the year ended 31 December 2025. The board believes this report has been prepared in accordance with the Integrated Reporting Framework.

Executive management, assisted by a dedicated reporting team, was responsible for preparing this report, which was subject to a robust internal and external review process. The report reflects Thungela's strategic framework and provides a concise review of the Group's performance and governance over the past year. This holistic view enables the users of this report to make an informed assessment of the Company.

As members of the board, we have applied our collective mind to the preparation and presentation of the information contained in Thungela's 2025 Integrated Annual Report. We find that it provides a balanced and appropriate presentation of those matters that have or could have a material effect on Thungela's ability to create value over time.

Guided by the audit committee, the board approved the 2025 Integrated Annual Report on 17 April 2026.

Sango Ntsaluba
Non-executive chairman

Benjamin Kodisang
Lead independent non-executive director and Remuneration and human resources committee chairperson

Kholeka Mzondeki
Audit committee chairperson

Seamus French
Health, safety, environment and risk committee chairperson

Moses Madondo
Chief executive officer

Deon Smith
Chief financial officer

Yoza Jekwa
Investment committee chairperson

Thomas McKeith
Social, ethics and transformation committee chairperson

22 April 2026

CHAIRMAN'S LETTER



As we reflect on the past year, Thungela marks a significant milestone in operating a fatality-free business for three consecutive years.

SANGO NTSALUBA
CHAIRMAN



I am pleased to report that Thungela has once again delivered strong operational results for the year ended 31 December 2025. For the fifth consecutive year, the Group achieved its market guidance, underscoring our operational excellence and the strength of our execution capability. This sustained track record, together with the declaration of a dividend for the ninth successive reporting period, reflects our disciplined approach to capital allocation and our focus on creating long-term value for our shareholders.

As we reflect on the past year, Thungela marks a significant milestone in operating a fatality-free business for three consecutive years. This achievement demonstrates the dedication and discipline of every person across the Group. Safety is our first value, and our zero-harm mindset is embedded in our culture and in every decision we make.

We recognise that the reporting period has been marked by complexity, with Thungela operating in a challenging thermal coal market environment, characterised by benchmark coal price volatility and foreign exchange fluctuations, resulting in a stronger South African rand relative to a weaker US dollar. These dynamics reflect the broader macroeconomic pressures and an unpredictable geopolitical environment, both of which continue to create uncertainty and ambiguity.

Subsequent to the reporting period, the geopolitical environment has been further disrupted by a sharp escalation in the Middle East. On 28 February 2026, coordinated US and Israeli strikes on Iran triggered significant regional retaliation, including missile and drone attacks directed at several Gulf states. Global institutions have expressed concern that this conflict poses risks to regional stability and international security. This escalation has added further volatility to global energy and commodity markets, as disruptions to airspace, shipping routes and supply expectations heighten uncertainty. As authorities navigate the current political situation and resultant instability in the Middle East, our thoughts are first and foremost with our team at Thungela Marketing International in Dubai. We continue to monitor developments in the United Arab Emirates (UAE) and the broader region, and our business continuity processes ensure that we continue to serve our customers while prioritising the safety of our team.

These factors, much like those seen in prior years, have direct implications for our business. Against this backdrop, we have remained unwavering in executing on our five strategic pillars, which serve as our North star in navigating the external headwinds we experience. These pillars define our strategic direction and represent the philosophy with which we pursue value creation across all our jurisdictions. Furthermore, we reaffirm our conviction in the long-term fundamentals of coal and are confident that our high-quality thermal coal will continue to play a fundamental role in the global energy mix.

This year also marks an important transition in leadership. We extend our deepest appreciation to July Ndlovu, who has served as Thungela's inaugural chief executive officer since listing in June 2021. July played a pivotal role in shaping the Group into a resilient, diversified and purpose-led organisation. His contributions will remain part of the foundation upon which Thungela continues to grow, and we wish him every success in his retirement.

We are pleased to welcome Moses Madondo who joined the business in August 2025 and assumed the position of chief executive officer and board member on 1 November 2025. With over two decades of leadership experience in mining, the board looks forward to supporting him as he leads Thungela through its next growth phase.

SAFETY IS OUR FIRST VALUE

The board remains resolute that nothing is more important than the safety and wellbeing of our people. Our ongoing commitment to improving safety outcomes is reflected in the continuous enhancement of our safety strategy and systems. Over the past year, we have implemented interventions in areas where risk exposure has increased. We strengthened our approach to risk management, effective work management and safety culture. While we are pleased to have achieved a third consecutive fatality-free year, we remain vigilant. The board will continue to monitor safety rigorously and provide the oversight required to ensure that our people return from work safe and healthy each day.

DRIVING OUR SUSTAINABILITY AGENDA

Governance remains a core component of Thungela's environmental, social and governance (ESG) philosophy. During the year we implemented several enhancements aligned with evolving regulatory expectations and global best practice. Key developments have been built on the strong governance foundations established in prior years and demonstrate our commitment to maintaining the highest standards of integrity and accountability, and include:

- the appointment of a lead independent director, Ben Kodisang, to strengthen independence, continuity, and overall board effectiveness;
- maintaining a focus on structured board effectiveness reviews, supporting our aspiration to maintain a world-class board;
- commitment to the developments in the corporate governance landscape with the release of the King V™ Report on Corporate Governance for South Africa (King V™), which is effective for financial years commencing from 1 January 2026, reinforcing our ethical leadership principles and strengthening our approach to transparency and accountability;

- alignment with the JSE Listings Requirements (as amended), particularly regarding disclosure, continuing obligations, and governance oversight; and
- preparatory work to ensure compliance with the amendments to the Companies Act, ensuring future reporting cycles remain aligned with emerging legal and regulatory frameworks.

Our ESG strategy is rooted in the belief that long-lasting value creation is only possible when environmental stewardship, social impact and economic sustainability are integrated into our decision-making. In 2026, we expanded our partnerships with our host communities and social partners, reinforcing the trust required to operate responsibly and sustainably and maintaining our social licence to operate. We invested in environmental restoration, responsible land use and rehabilitation practices, reflecting our commitment to minimise our environmental footprint.

As some of our South African operations move closer to the natural end of their life cycles, the board is deeply aware of the significant social, labour and environmental implications of this transition. Responsible mine closure remains a priority, and we are committed to a transparent and collaborative process that prioritises employee support and reskilling, community transition planning, protection of natural resources and ecosystems, as well as compliance with regulatory and social obligations. Our commitment is not simply to close mines, but to leave a positive legacy that supports sustainable social and economic outcomes.

In early 2024, we launched the R160 million Thungela Education Initiative, a five-year partnership with the Department of Basic Education supporting improved learning outcomes at 45 primary schools. Focused on Grades R to 4, the initiative strengthens early learning and development, helping to build a strong foundation for long-term success.

Given the nature of our business, we recognise the critical role we must play in addressing climate change. Transparency in communicating our climate-related risks and opportunities remains fundamental to our approach. We are making good progress on our decarbonisation pathway, guided by our commitment to reduce scope 1 and 2 emissions by 30% by 2030 and to reach net zero emissions by 2050. Both targets, against a 2021 baseline, are further detailed in our ESG report.

A STRATEGY POSITIONED FOR GROWTH

Our strategic execution over the past year has further strengthened the foundation upon which Thungela will grow. The completion of the Annea Colliery and Zibulo North Shaft life-extension projects marks an important milestone for the Group. These projects, executed on schedule and within budget, extend the life of our operations, enhance portfolio resilience, and support our competitive position.

In 2024, the board approved an investment in the Lephallale Coal Bed Methane (LCBM) project, situated in the Waterberg coal field in Limpopo, South Africa. The project will demonstrate the value in the use of gas. We have made good progress on this project and expect to complete the work in 2026. This is a significant methane gas resource and once we have demonstrated the value in use, we will consider further options to optimise this resource.

Our operational performance has benefited from meaningful improvements across the logistics network. Rail infrastructure remains fundamental to our success in South Africa, and through close collaboration with Transnet Freight Rail (TFR) and other industry partners, we are helping to stabilise and enhance rail performance. These relationships are key to maintaining consistent export volumes and enabling long-term, sustainable growth.

As we approach the fifth anniversary of our listing in June 2021, and with our first successful transition of leadership now firmly in place, Thungela has reached a natural cycle of strategic review. This provides an opportunity to assess our portfolio, evaluate emerging opportunities and respond to market realities. We remain confident that our strategy positions us well for the future, with a disciplined focus on value creation for our stakeholders.

SHAREHOLDER VALUE

Thungela's capital allocation framework remains a cornerstone of our strategy and guides the board in our investment decisions, how we maintain balance sheet resilience, and how we return value to shareholders. During the year, we continued to execute disciplined capital allocation, delivering value through a combination of dividends and share buybacks, consistent with our commitment to return cash above the minimum distribution threshold where prudent. Following our 2025 performance, we have returned R701 million to shareholders, which represents 177% of adjusted operating free cash flow, which is above the stated dividend policy of a minimum of 30%.

We remain confident that this balanced approach — investing in long-term competitiveness while delivering near-term shareholder returns — is the right strategy for controlling what is within our control while navigating ongoing external market uncertainty.

IN CLOSING

As we begin 2026, I would like to once again welcome Moses Madondo to his role as chief executive officer. He has the full support and confidence of the board, and we look forward to his leadership as we refine our strategy, strengthen our portfolio and advance our growth aspirations. Thungela moves into the new year as a resilient and well-positioned business — supported by operational excellence, disciplined capital allocation and a robust balance sheet.

Finally, I would like to express my gratitude to my fellow board members for their valuable insights and contributions. On behalf of the board, I extend my sincere appreciation to our employees, shareholders, communities and partners, as well as to the executive committee, for their ongoing dedication, which remains central to Thungela's success. Together, we remain committed to fulfilling our purpose — to responsibly create value together for a shared future.

Sango Ntsaluba

Sango Ntsaluba
Chairman

22 April 2026





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ABOUT THUNGELA

Thungela, which means 'to ignite' in isiZulu, is one of the largest producers and exporters of high-quality thermal coal, with operations in South Africa and Australia. Our quality coal reserves and marketable production, position us as a key player in the global energy market as we deliver coal through world-class ports, powering nations.

The Group owns interests in and produces its thermal coal from five mining operations located in Mpumalanga, South Africa, which consist of both underground and opencast mines, namely Greenside, Khwezela, Zibulo, Mafube and Annea. Thungela owns 100% of the Ensham Mine in Queensland, Australia, reinforcing its geographic diversification strategic pillar.

The establishment of Thungela Marketing International in Dubai underscores the Company's commitment to capturing the full margin on our products and engaging with the international commodities market as a global coal producer.

In other parts of the value chain, Thungela holds a 50% interest in Phola Coal Processing Plant, and a 23.56% direct interest in Richards Bay Coal Terminal (RBCT). The terminal is one of the world's leading coal export terminals, with an advanced 24-hour operation and a design capacity of 91Mtpa.

Thungela is committed to operating in a responsible way to ignite value for a shared future. We want to ensure that our mining activities positively impact our employees, shareholders and the communities where we operate.

WHO WE ARE



Who we are

We are a future-oriented, pure-play producer and exporter of thermal coal with an expanding global footprint.



Our culture

Our people are the heartbeat of our organisation. Our high-performance culture values excellence, agility and accountability.



Ambition

To create and deliver value for all our stakeholders.

OUR VALUES



Safety

We are unconditional about protecting the lives of all our people – at work and at home – in health and wellbeing.



Care and Respect

We show humanity to all through our commitment to make a positive impact where we can.



Accountability

We take responsibility for our decisions, actions and performance, to grow in success and learn in failure.



Excellence

We are passionate about being the best at what we do and always seek to raise the bar.



Agility

We stay well-informed, ensuring our ability to be responsive, keep things simple and make quick decisions.



Entrepreneurship

We have an owner's mindset because we know that every small change adds to greater impact.

OUR PURPOSE

To responsibly



We are uncompromising in our commitment to safety. This means working to the highest health and safety standards to make sure that no person comes to harm while earning a living for their family.

We hold ourselves to the highest governance principles across our operations and work with people who care about positive outcomes.

We carefully manage our impacts – now and once our operations reach the end of their lives. The land we mine today must be put to sustainable and productive use tomorrow.

Being a responsible miner means being a responsible neighbour. We want our communities to thrive and for the impacts we leave on them to be positive ones.

create value together



We believe that everyone has a role to play in creating value. That is why we are committed to collaborating, engaging and building meaningful relationships with our stakeholders.

Our shareholders, employees, business and social partners all help us to generate value and in turn, they share in this value.

The value we create contributes to a brighter future for all of us. By achieving our mutual objectives, we – together with all our stakeholders – can look forward to a future worth sharing.

for a shared future



We want everyone close to our business to share in the real and unique opportunities for economic and social development that mining brings. This is in our very DNA as our employees and communities share a stake in our business.

We create this value for our investors and all our stakeholders by focusing on our strategic ambition and related priorities.

OUR CULTURE

Our business is built by our people, for our people and stakeholders. That is why we are passionate about giving them a working environment that supports their personal aspirations and professional goals.

We Enrich

We offer an enriching world of work in which employees are encouraged to fulfil their potential. Individual development plans, exciting career paths and opportunities to stretch and develop themselves are the tools we give our employees to do this.

We Energise

We are bold, ambitious and driven by an owner mindset. This creates an engaged workforce that drives our high-performance culture.

We Embrace

Being a good employer means creating a sense of belonging where people can bring their whole selves to work. We believe in embracing the differences that make our people and our business unique.

We Empower

We empower our employees with the trust and autonomy they need to achieve results. Where possible, we have flexible, productive working arrangements. We also support a healthy work-life balance.

We Engage

We support agile decision-making and honest, open communication. Our leaders strive to always be engaged and open to ideas, including dissenting views. This is how we grow together.

We Care

Core to our culture is the Thungela value of Care and Respect. Beyond caring for our people's safety and overall wellbeing, we care for our environment and communities in which we operate.

OUR SOUTH AFRICAN OPERATIONS



GREENSIDE COLLIERY

Market: export and domestic

Coal Resources

- Measured: 11.5Mt
- Indicated: 4.0Mt

Coal Reserves

- Proved: 8.9Mt
- Probable: 1.1Mt

Mining method: underground – bord and pillar

Life of mine (LOM): 3 years



KHWEZELA COLLIERY¹

Market: export

Coal Resources

- Measured: 41.7Mt
- Indicated: 8.6Mt

Coal Reserves

- Proved: 17.9Mt
- Probable: 0.4Mt

Mining method: opencast

LOM: 4 years

¹ Includes Khwezela North and Khwezela South.



ZIBULO COLLIERY¹

Market: export and domestic

Coal Resources

- Measured: 391.1Mt
- Indicated: 57.6Mt

Coal Reserves

- Proved: 21.8Mt
- Probable: 87.9Mt

Mining method: underground – bord and pillar, and opencast

LOM: 15 years

¹ Coal Reserves include underground and opencast.



ISIBONELO COLLIERY¹

Market: domestic

Coal Resources

- Measured: 16.5Mt
- Indicated: —

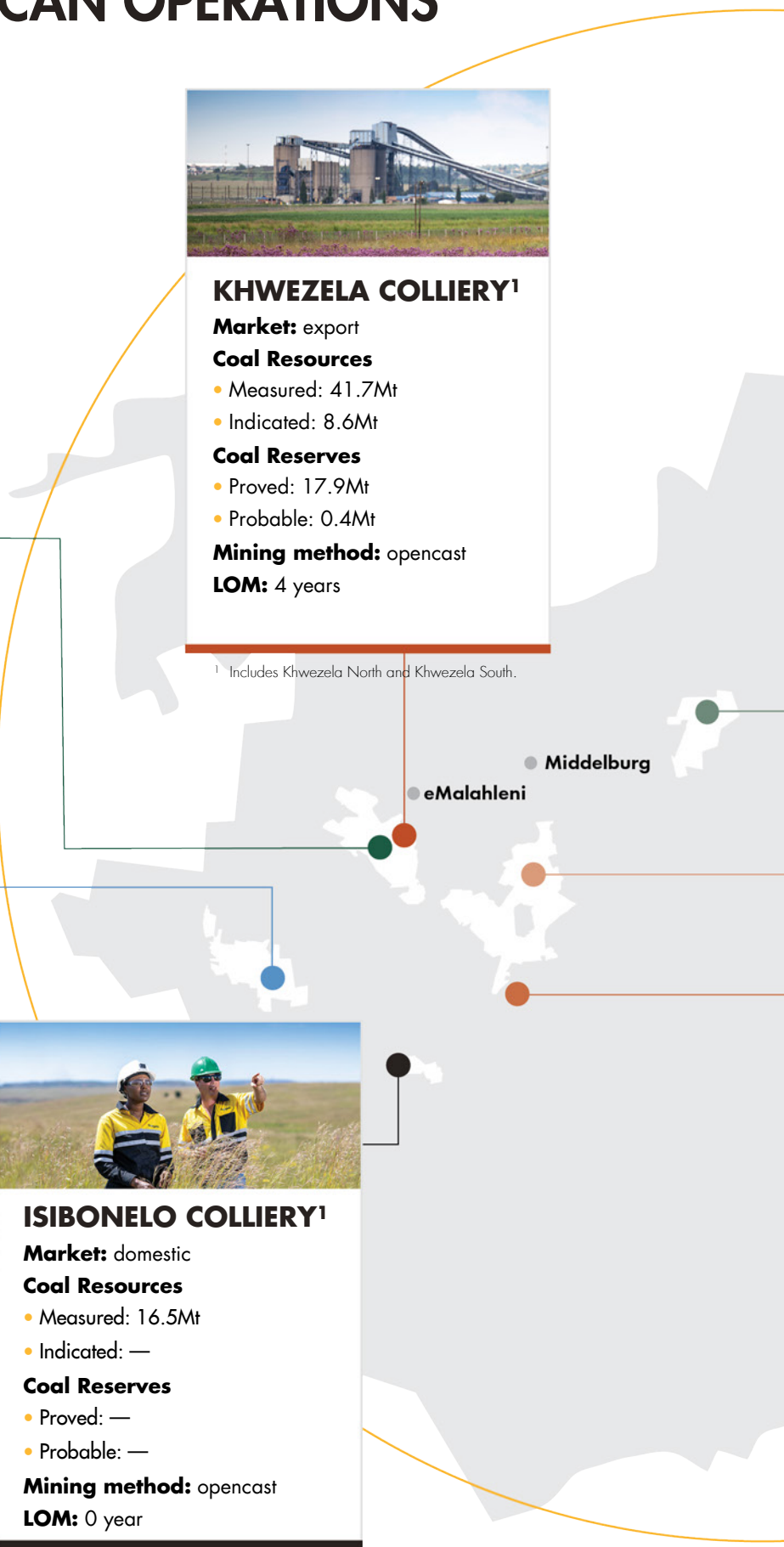
Coal Reserves

- Proved: —
- Probable: —

Mining method: opencast

LOM: 0 year

¹ Isibonelo ceased operations on 31 December 2025.





MAFUBE COLLIERY¹

Market: export

Coal Resources

- Measured: 40.0Mt
- Indicated: 1.3Mt

Coal Reserves

- Proved: 92.0Mt
- Probable: 8.2Mt

Mining method: opencast

LOM: 16 years

¹ Resources and Reserves are shown at 100%.



GOEDEHOOP COLLIERY¹

Market: export and domestic

Coal Resources

- Measured: 236.1Mt
- Indicated: 9.1Mt

Coal Reserves

- Proved: —Mt
- Probable: —

Mining method: underground – bord and pillar

LOM: 0 year

¹ Goedeheop (GH) includes GH North and GH South. GH North ceased operations on 31 December 2025.



ANNEA COLLIERY¹

Market: export and domestic

Coal Resources

- Measured: 36.1Mt
- Indicated: 12.4Mt

Coal Reserves

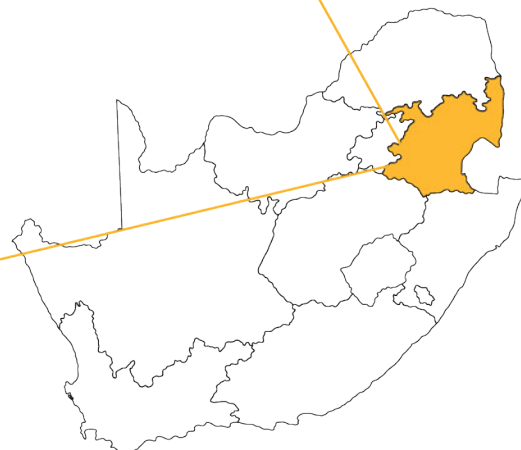
- Proved: 38.9Mt
- Probable: 34.9Mt

Mining method: underground – bord and pillar

LOM: 20 years

¹ Previously known as the Elders project.

MPUMALANGA



OUR AUSTRALIAN OPERATION



ENSHAM MINE

Market: export

Coal Resources¹

- Measured: 72.3Mt
- Indicated: 485.2Mt

Coal Reserves¹

- Proved: 15.9Mt
- Probable: 15.9Mt

Mining method: underground – bord and pillar

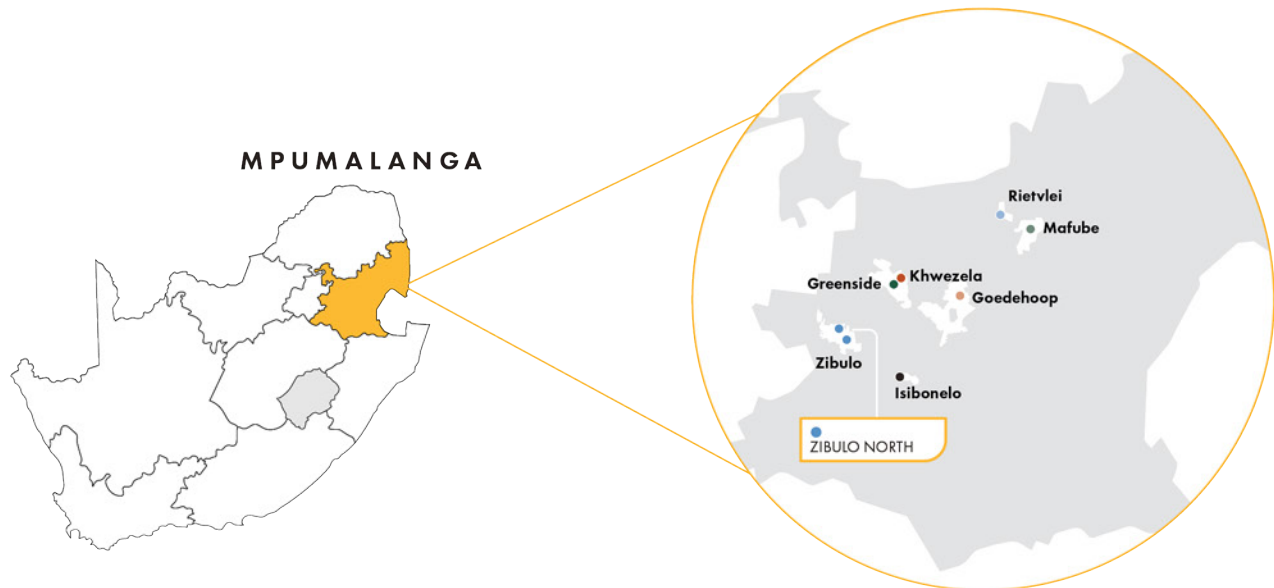
LOM: 7 years

¹ Resources and Reserves are shown at 100%.



OUR PROJECTS

ZIBULO NORTH SHAFT



The Zibulo North Shaft project was developed in Mpumalanga, South Africa, to enable access to the Zondagsfontein West reserves, extending the LOM to approximately 2040. The new shaft is positioned approximately 8km northwest of the existing shaft on the edge of the Zondagsfontein West resource area, which was acquired and licensed at the same time as the Zondagsfontein East (current Zibulo) mining area. The project will also mitigate the loss of run-of-mine (ROM) production from the opencast operation, which reaches the end of its economic life in 2026.

This project further aims to continue to utilise the wash capacity allocation of the Phola Coal Processing Plant. The new shaft will also improve operational and cost efficiency.

The on-site infrastructure is aimed at sustaining ROM production of up to 8Mtpa after the initial underground development has been completed. The export product quality will target a 5,700kcal/kg, based on current operational strategies, while production beyond 2035 will target the domestic market.

The project delivered first coal in June 2025 and operational control was handed over to the mine in October 2025, on schedule and on budget. A further R100 million in capital expenditure will be spent in 2026, on completion activities.

KEY STATISTICS

Expected capital expenditure to completion	R2.5 billion
LOM extension	Through to 2040
Production profile	Maintain 8Mtpa ROM
Quality	5,700kcal/kg

OUR PROJECTS

LEPHALALE COAL BED METHANE



OVERVIEW

The LCBM project is located approximately 30km north-east of the town of Lephalale within the largely undeveloped Waterberg coalfield in Limpopo, South Africa. Thungela holds an exploration right, which covers a total area of approximately 132,000 hectares and owns approximately 12,500 hectares of surface rights within the exploration right footprint.

INITIAL DEVELOPMENT

The LCBM project received approval for the Phase 1 proof of concept on 26 February 2025 and the project broke ground on 21 April 2025. During 2025, we acquired a modular liquefied natural gas (LNG) plant and commenced with the construction of the associated site infrastructure to demonstrate the value in use of the gas resource. The proof of concept wellfield development and water treatment plant were also completed during 2025, in line with the exploration right provisions and bulk sampling approval. Dewatering and gas well ramp-up have commenced.

To date, capital expenditure of R382 million has been incurred, and the project is expected to be completed in 2026. This will include gas-to-power installations and related equipment, featuring two 3MW gas generators at the Annea Colliery. Phase 1 is expected to produce LNG to generate 6MW of power 400km from the LCBM site.

We have applied for a production right and will commence with the regulatory public participation process in the first half of 2026.





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MESSAGE FROM THE CHIEF EXECUTIVE OFFICER



**Our future is anchored
in the choices we make
to shape the future we
want.**

MOSES MADONDO
CHIEF EXECUTIVE OFFICER



Our 2025 results demonstrate another year of strong operational performance, highlighting our ability to control the controllables in a challenging thermal coal market environment. As I reflect on my time since joining Thungela, I am inspired by our people and the strong culture that is grounded in our values of safety, care and respect, accountability, excellence, agility and entrepreneurship.

The ongoing conflict in the Middle East following the recent US-Israeli actions involving Iran has raised new levels of uncertainty and has understandably caused concern, not only for the global economy but for peace, safety and security in the region. We are providing support to our colleagues in Dubai, prioritising their safety and well-being. The uncertainty brought about by the conflict has, once again, increased volatility in the energy market, impacting on the price of oil, gas and coal. We will continue to closely monitor the situation and the impact on our employees and operating environment.

Safety remains at the core of everything we do, ensuring that all our people return from work, safe and healthy each day. I am pleased to report that we have operated for three years without a loss of life. Our unwavering zero-harm mindset is guided by three critical focus areas – risk management, effective work management and a safety culture. The Group's total recordable case frequency rate (TRCFR) increased to 2.83, from 1.93, primarily due to the challenging operating environment during the production footprint transition.

As a result, we have implemented targeted interventions for increased risk sections and work crews through leading indicator heatmaps.

Looking at our operational performance, we achieved or exceeded export saleable production guidance. In South Africa, we recorded export saleable production of 13.9Mt, exceeding the production guidance of 12.8Mt to 13.6Mt, reflecting strong performance at Mafube and the ramp-up at the Annea Colliery (previously known as the Elders project). In Australia, we overcame the challenging geological conditions of the first half of the year to deliver export saleable production of 4.0Mt, which was at the upper-end of the guidance range of 3.7Mt to 4.1Mt.

We have made meaningful progress in reshaping our business, enhancing operational flexibility and embedding resilience through the commodity cycle. The Annea Colliery and the Zibulo North Shaft life-extension projects were successfully delivered on time and within budget. Together with the advancement of the Lephalale Coal Bed Methane (LCBM) project and the disposal of assets, aimed at optimising our portfolio and further strengthening the balance sheet, this underscores our ability to execute on our strategic priorities.

DRIVING OUR ESG ASPIRATIONS

Environmental, social and governance (ESG) remains fundamental to our strategy and operations. As a responsible environmental steward, we are committed to reducing scope 1 and 2 emissions by 30% by 2030, against a 2021 baseline, and to reach net zero by 2050. We are pleased to report that, in 2025, we recorded zero level 3 to 5 environmental incidents – the first time since listing in 2021.

Complementing these efforts, our socio-economic development investments remain integral to our purpose. The Thungela Education Initiative and the enterprise and supplier development programme, Thuthukani, continue to deliver measurable and meaningful benefits to schools and suppliers within host communities. The education programme aims to strengthen school leadership, enhance teaching capacity and provide psychosocial and learner support. Together, these programmes demonstrate our dedication to creating long-lasting, sustainable value for our stakeholders and helping to build communities that thrive beyond the life of our mines.

OUR PERFORMANCE

In 2025, we delivered robust operational performance, supported by continued productivity gains and disciplined cost management. The Group recorded export saleable production of 17.8Mt, approximately 175kt higher than the output achieved in 2024. In South Africa, the free on board (FOB) cost per export tonne excluding royalties^Δ of R1,170 was below the guidance range of R1,210 to R1,290, highlighting the productivity improvements and cost efficiency initiatives, partially offsetting the impact of inflation and operational transition costs. At the Ensham Mine, the FOB cost per export tonne excluding royalties^Δ of R1,435 was also below the guidance range of R1,470 to R1,580, demonstrating the improved productivity and disciplined cost management.

Transnet Freight Rail (TFR) rail performance improved to 56.8Mt, compared to 51.9Mt in 2024. We recognise the tangible improvements achieved to date, through collaborative efforts between Transnet, the National Logistics Crisis Committee and the coal industry. Strengthening the coal logistics system benefits the broader industry, supporting both established producers and emerging participants, while reinforcing South Africa's position in global coal markets.

The Group reported revenue of R29.6 billion, a 17% decline compared to 2024, driven by lower benchmark coal prices and foreign exchange movements that resulted in a stronger South African rand relative to a weaker US dollar. Our South African operations achieved an average realised export price of R1,336 per tonne, a decrease of 20% compared to 2024. The Ensham Business achieved an average realised export price of R1,877 per tonne, which was 17% lower than in 2024.

The Group recognised non-cash impairment losses of R8.8 billion against our assets, reflecting lower benchmark coal price forecasts, the weakening of the US dollar and the strengthening of the South African rand. The impairment losses are non-cash in nature and do not affect the Group's liquidity or operational capacity.

The Group generated adjusted EBITDA^Δ of R1.2 billion and incurred a net loss of R7.1 billion for the year, impacted by the non-cash impairment losses. Despite the challenging market conditions, the Group generated R2.4 billion in cash flows from operating activities during the year. After investing R2.0 billion in sustaining capital^Δ, the Group remained free cash flow positive, generating adjusted operating free cash flow^Δ of R396 million for the year. The net cash^Δ at 31 December 2025 was R5.1 billion.

PORTFOLIO OPTIMISATION IN SOUTH AFRICA

We have remained focused on delivering on our strategic priorities. The Annea Colliery was developed to replace production from the Goedehoop Colliery and, as part of this transition, a number of employees and relevant equipment from Goedehoop Colliery have been successfully redeployed to Annea Colliery. This ensures continuity of skills and operational capability. The Zibulo North Shaft life extension project was completed and formally handed over to the operational team, with production ramp-up underway.

Our South African portfolio has continued its transition with the closure of the Goedehoop North and Isibonelo mines, where remaining coal reserves have reached the end of their economic lives. The Isibonelo mine, which supplied its production under a long-term domestic coal supply agreement, ceased operations in December 2025 following the conclusion of the contract. The mine has since transitioned into care and maintenance.

In line with our portfolio optimisation strategy, we have initiated a disposal programme for assets where remaining resources and infrastructure retain value in use but no longer provide optimal long-term economic benefit to the Group. At the end of 2025, we announced the sale of Goedehoop North and we have also concluded an agreement for the disposal of the Kleinkopje mining right at the Khwezela Colliery. These transactions include the transfer of remaining resources and associated infrastructure. The rehabilitation liabilities attributable to the areas being sold will transfer to the purchasers upon the completion of each transaction, which is expected in 2026. This showcases our ability to successfully execute on our strategic priorities, ensuring that we reshape our business and entrench resilience through the cycle.

We have made progress on the LCBM project. The modular liquefied natural gas (LNG) demonstration plant is designed to validate the commercial viability and marketability of the resource. Once commissioned, the plant will supply gas to a generator at the Annea Colliery, enabling the operation to partially offset its reliance on Eskom electricity. Commissioning is expected to be completed during the first half of 2026.

Thermal Coal Market Dynamics

Global economic activity remained subdued in 2025, shaped by the ongoing effects of geopolitics, trade tariffs and volatility in international trade. Rising inflationary pressures, shifts in economic sentiment and fluctuating financial markets further constrained global growth. Within this context, the strengthening of the South African rand placed additional pressure on the competitiveness of the country's export sectors.

The seaborne thermal coal market remained depressed for much of the year, largely due to weak demand in key coal-consuming countries. In China and India, seaborne demand fell short of expectations, as both countries continued to expand domestic production and accelerate investment in alternative energy sources. In Japan, Korea and Taiwan, higher utilisation of gas and nuclear power further reduced coal imports, contributing to sustained downward pressure on the Newcastle Benchmark coal price. Following a prolonged period of low benchmark coal prices across South Africa and Australia in 2025, the market experienced a moderate recovery towards the end of the year. This improvement was driven by restocking at major import hubs and increased demand from the Indian sponge iron market, which provided support for South African export coal.

On the supply side, sustained production levels from Indonesia, Australia and South Africa from late 2024 and throughout 2025 created an imbalance and the market could not fully absorb the increased supply throughout the year. We observed a level of supply discipline in Colombia, where production was curtailed due to the ongoing low coal price environment coupled with higher freight differentials. However, the supply discipline that was expected has not yet fully materialised.

According to the International Energy Agency (IEA), coal continues to be a reliable and affordable source of energy, supplying roughly a third of global electricity, and remains an integral component of energy security as the energy transition progresses. The IEA further notes that many countries are adopting a pragmatic approach that balances ongoing coal use with the deployment of emerging low-carbon technologies. Similarly, the World Economic Forum emphasises that energy transitions in emerging and developing economies must safeguard energy security and economic stability.

Premature or abrupt phase-out of coal risks electricity shortages, rising energy costs and socio-economic disruption, particularly for communities dependent on mining and related industries. Coal continues to underpin affordable electricity, support industrial and infrastructure development and enable economic growth.

Commitment to Capital Allocation Framework

Our capital allocation framework remains central to our strategy and we prioritise returns to shareholders through the cycle. In 2025, we returned R2.2 billion to shareholders through a combination of cash dividends and share buybacks. During the year, we completed two share buybacks for a total consideration of R469 million, or 4,858,231 shares, which represented 3.5% of issued share capital.

We continued to invest through the cycle, deploying R747 million in 2025 to complete the life extension projects. To date, we have invested a total of R4.2 billion in the Annea Colliery and Zibulo North Shaft, as well as R382 million on the LCBM project, to position the business for long-term competitiveness and value creation. The Group is not currently reserving cash to complete future capital expenditure commitments, as key life-extension projects in South Africa are now substantially complete.

A key element of our capital allocation framework is the cash collateralisation of our environmental liabilities. In South Africa, we contributed R203 million to the green fund and, in Australia, we made an additional R275 million contribution to an investment vehicle with a similar purpose.

The Group's dividend policy is to distribute a minimum of 30% of adjusted operating free cash flow^Δ. In the first half of the year, the Group generated adjusted operating free cash flow^Δ of R484 million, however, in the second half of the year, we incurred negative adjusted operating free cash flow^Δ of R88 million. This required the board to exercise its discretion in determining an appropriate ordinary cash dividend under the current circumstances.

The board remains committed to prioritising shareholder returns where the balance sheet allows for it and where the future prospects of the Group remain supportive of such a distribution. Accordingly, the board has approved a final dividend of R2 per share, or R281 million. Together with the interim dividend of R2 per share, or R281 million, and the R139 million share buyback completed following our interim results, this brings total shareholder returns relating to 2025 performance to R701 million, representing 177% of adjusted operating free cash flow^Δ.

The Sisonke Employee Empowerment Scheme and the Nkulo Community Partnership Trust will receive a further R31 million collectively, in addition to the interim contribution of R31 million.

These distributions result in the Group maintaining a cash buffer of approximately R4.7 billion, which the board considers to be appropriate given the current market environment. In addition, the Group holds undrawn credit facilities of R3.2 billion.

LOOKING AHEAD

In 2026, our immediate priorities remain clear: safety, operational excellence and capital allocation.

We remain committed to operating a fatality-free business while further strengthening our safety performance through our targeted interventions and by reinforcing our safety culture.

We continue to focus on controlling the controllables and driving operational excellence through productivity improvements and cost efficiency. These efforts will be supported by the successful ramp-up of the Annea Colliery and Zibulo North Shaft. On the LCBM project, we will continue to validate the commercial viability and marketability of the resource.

Thungela's capital allocation framework remains a cornerstone of our strategy and prioritises maintaining balance sheet resilience, ensuring the long-term sustainability of our assets, by investing through the commodity cycle, while also prioritising returns to shareholders. We continue to review our strategy to ensure that we deliver on our purpose – to responsibly create value together for a shared future.

I look forward to leading this great organisation with energy, ambition and confidence. Our people remain at the heart of everything we achieve – our future is anchored in the choices we make to shape the future we want.

Moses Madondo

Moses Madondo
Chief executive officer



OUR STRATEGY

Over the past year, we continued to execute our strategy with clarity, discipline, and a strong focus on long-term value creation. Despite a dynamic operating environment, our strategic priorities provided a clear framework for decision-making and resource allocation, enabling us to strengthen operational resilience, drive growth in our priority areas, and accelerate progress on key transformation initiatives. This section outlines our performance against each strategic pillar, highlighting the progress made, the challenges encountered, and the actions we are taking to ensure sustained momentum in the year ahead.

<p>Safety</p> <p>Safety is our first value. We do not waver in our commitment to operating a business that is free of fatalities and injuries.</p>	<p>Drive our ESG aspirations</p> <p>ESG remains at the heart of our strategy and informs our approach to our existing business, how we plan future projects and how we evaluate potential acquisitions. We maintain a broad ESG perspective, recognising the socio-economic implications in and around our business while managing a transition to a low-carbon future.</p>	<p>Maximise the full potential of our existing assets</p> <p>We are continuously improving the competitive positioning and cash generation of the assets we own and operate today – through productivity initiatives and the execution of approved capital projects, on schedule and within budget.</p>	<p>Create future diversification options</p> <p>We continue to develop a future pathway for our business by pursuing geographic diversification and leveraging our core skills. We also consider the divestment or winding down of high-cost tonnes or stranded resources within our portfolio.</p>	<p>Optimise capital allocation</p> <p>The ongoing implementation of an efficient capital allocation strategy, based on our approved investment evaluation criteria, ensures that any capital allocation options compete with additional shareholder returns in the form of additional dividends and share buybacks.</p>

OUR INVESTMENT EVALUATION CRITERIA

Our investment evaluation criteria have been designed and implemented to optimally balance responsible stewardship with the need to upgrade our portfolio and create shareholder value. They have been and continue to be critical to all investment decisions, ensuring that any investment competes with additional shareholder returns. We continue to evaluate all merger and acquisition opportunities against these criteria.

Responsible stewardship	Upgrade our asset portfolio	Maximise shareholder value
<p style="text-align: center; color: orange;">Environmental</p> <ul style="list-style-type: none"> Consider the impact on global carbon output No net loss of biodiversity <p style="text-align: center; color: orange;">Social</p> <ul style="list-style-type: none"> Support existing regional communities and the supplier base <p style="text-align: center; color: orange;">Governance</p> <ul style="list-style-type: none"> Improved transparency and accountability 	<p style="text-align: center; color: orange;">Cost/margin curve</p> <ul style="list-style-type: none"> Target lower half of global seaborne cost curve <p style="text-align: center; color: orange;">Payback</p> <ul style="list-style-type: none"> Target short payback periods <p style="text-align: center; color: orange;">Capital intensity</p> <ul style="list-style-type: none"> Competitive capital expenditure per tonne when compared to alternative options 	<p style="text-align: center; color: orange;">Net present value/capex</p> <ul style="list-style-type: none"> Net present value Capital efficiency <p style="text-align: center; color: orange;">Internal rate of return</p> <ul style="list-style-type: none"> Internal rate of return higher than our nominal weighted average cost of capital <p style="text-align: center; color: orange;">Closure costs</p> <ul style="list-style-type: none"> Cash flows to fund closure cost provisions beyond current life of mine

STRATEGIC FOCUS AREAS

We continue to execute on our strategy and monitor several focus areas.

Safety

Initiatives	Outcomes
Relentless drive to operate a business free from fatalities and injuries	<ul style="list-style-type: none"> We have operated for three years without a fatality Group TRCFR of 2.83 (2024: 1.93) primarily due to the challenging operating environment during the production footprint transition. This led to the implementation of targeted interventions for increased risk sections and work crews through leading indicator heatmaps

Drive our ESG aspirations

Initiatives	Outcomes
Ongoing rehabilitation and closure	<ul style="list-style-type: none"> Exceeded rehabilitation targets for 2025 - refer to ESG report page 71
Operate with a credible pathway to net zero by 2050	<ul style="list-style-type: none"> Scope 1 and 2 emissions in 2025 were 25% lower than the 2021 baseline
Continue to create shared value	<ul style="list-style-type: none"> R62 million total contribution to employee and community trusts¹ based on the 2025 financial performance

Maximise the full potential of our existing assets

Initiatives	Outcomes
Deliver productivity improvements	<ul style="list-style-type: none"> Performance driven by continued productivity improvements across the business
Enable an optimised cost structure	<ul style="list-style-type: none"> In response to changing market conditions, both regions delivered on cost efficiency projects and cost containment initiatives, with a focus on achieving cost reduction across the Group for the year
Optimise use of rail and port infrastructure to enhance marketing optionality	<ul style="list-style-type: none"> TFR delivered steady operational improvements, with rail performance at 56.8Mt for the year Thungela Marketing International is committed to capturing the full margin on our products and engaging with the international commodities market as a global coal producer
Develop and deliver production replacement and life-extension projects	<ul style="list-style-type: none"> Successfully transitioned Annea to an operating mine The Zibulo North Shaft project transitioned to the existing operations team in Q4 2025

Create future diversification options

Initiatives	Outcomes
Divestment of stranded resources and/or high-cost tonnes	<ul style="list-style-type: none"> Announced the divestment of our interests in the Goedehoop North Colliery to a credible counterparty with a long operating history within the province Divested of our interests in the Kleinkopje mining right to a consortium comprised of existing operators and mining investors, targeting completion in 2026
Geographic diversification	<ul style="list-style-type: none"> Evaluation of opportunities across several jurisdictions, including Australia, given our developing presence through Ensham
Diversification where we have demonstrated our 'right to win'	<ul style="list-style-type: none"> Ongoing evaluation of diversification opportunities in line with our investment evaluation criteria

Optimise capital allocation

Initiatives	Outcomes
Maintain liquidity buffer throughout the commodity cycle	<ul style="list-style-type: none"> The liquidity buffer remains in line with the needs of the Group and appropriate for the current market conditions
Evaluate projects and acquisition opportunities which deliver superior returns over time	<ul style="list-style-type: none"> The business continued to evaluate potential transactions and growth opportunities that are aligned with the investment criteria The Annea and Zibulo North Shaft extension projects were delivered and handed over to the operations
Shareholder approval for share buybacks	<ul style="list-style-type: none"> Continued with share repurchases during the year – total consideration of R469 million completed in 2025

¹ Sisonke Employee Empowerment Scheme and the Nkulo Community Partnership Trust.

BUSINESS MODEL

Our ability to create value over time is determined by how we interact with the various resources and relationships, commonly referred to as the six capitals. Our business model is informed by the quality and availability of our resources and reserves, a value proposition aligned to our purpose and the external environment in which we operate.

CAPITAL INPUTS

The resources and relationships we rely on are informed by our strategic intent and values



Financial: Our financial assets enable strategy execution

Strategic pillar: Optimise capital allocation

Value: Accountability – we take responsibility for our decisions, actions and performance to grow in success and learn from failure

- Equity capital
- Working capital
- Cash flow
- Capital allocation



Social and relationship: Our social licence to operate

Strategic pillar: Drive our ESG aspirations

Value: Care and Respect – we show humanity to all through our commitment to make a positive impact where we operate

- Social contract with host communities and government
- Frequent engagement with shareholders and the investor community
- Ongoing interactions with regulators and tax authorities
- Relationships with suppliers
- Engagement with trade unions



Natural: Our business depends on the responsible use of land, water, minerals, energy and biodiversity within the ecosystems where we conduct our activities.

Strategic pillar: Maximise the full potential of our existing assets

Value: Entrepreneurship – we have an owner's mindset because we know that every small change adds to greater impact

- In situ 784.9Mt Coal Resources and 201.3Mt Coal Reserves
- Freshwater abstraction: 896.46ML
- Land managed: 70,047 hectares
- Energy consumed: 3.63 million GJ
- Electricity: 438,741MWh
- Diesel: 55,153kl



Manufactured: Operational excellence enhances product delivery

Strategic pillar: Maximise the full potential of our existing assets

Value: Excellence – we are passionate about being the best at what we do and always seek to raise the bar

- Mining operations in South Africa and Australia
- Port infrastructure (23.56% ownership in RBCT)
- Rail entitlement in both regions



Human: Our people are the heartbeat of the organisation

Strategic pillar: Safety

Value: Safety – we are unconditional about protecting the lives of all our people – at work and at home – in health and wellbeing

- Employees: 4,493
- Inclusive culture, promoting diversity and skills development training
- Contractors: 2,111



Intellectual: Our skills and experience set us apart

Strategic pillar: Create future diversification options

Value: Agility – we stay well-informed, ensuring our ability to be responsive, keep things simple and make quick decisions

- Brand excellence
- Partnerships and joint ventures
- Intellectual property (processing plants)
- Leadership and talent management

BUSINESS ACTIVITIES

We are a future-oriented, leading thermal coal business

Resource conversion

- Resources assessment aligned with long-term business planning and strategy
- Established track record in developing resources

Mining

- Effective, efficient and responsible open-pit and underground bord and pillar mining

Processing

- Production of high-quality export thermal coal through wash plants
- Production of domestic thermal coal to meet customer specifications

Sales and marketing

- High calorific value thermal coal destined for export markets
 - Focus on margin-driven commercial opportunities
- Guaranteed access to key export markets through a leading global coal export terminal
- Thungela Marketing International is committed to capturing the full margin on our products, as a global coal producer

Closure and rehabilitation

- The remediation and/or redevelopment of the land to a sustainable state

Stewardship

- Sustainable and responsible use of resources
- Collaborative partnerships aimed at empowering and uplifting surrounding communities and employees
- A leadership team committed to the codes of governance

OUTPUTS

What we produce

Primary

- Export saleable production: 17.8Mt
- Export equity sales: 17.8Mt
- Domestic saleable production: 3.8Mt

Secondary

- Greenhouse gas (GHG) emissions (scope 1 and 2): 971ktCO₂ equivalent
- Total waste to landfill: 3,801 tonnes

We understand that the value we create is shared among our stakeholders. Achieving our strategic priorities and creating value impacts how we manage the business, including trade-offs.

OUTCOMES

To create real and demonstrable value for all our stakeholders – by creating and preserving value

Financial

- Revenue: R29.6 billion (2024: R35.6 billion)
- Adjusted EBITDA: R1.2 billion (2024: R6.3 billion)
- Adjusted operating free cash flow: R0.4 billion (2024: R3.6 billion)
- Net cash at 31 December 2025: R5.1 billion (2024: R8.7 billion)
- Capex: R3.1 billion (2024: R3.4 billion)
- EPS: (R54.64) per share (2024: R26.76 per share)
- HEPS: (R6.47) per share (2024: R25.59 per share)
- DPS: R4 per share (2024: R13 per share)
- Share buybacks: R139 million (2024: R489 million)

Social and relationship

- Sisonke Employee Empowerment Scheme contribution: R31 million (2024: R102 million)
- Nkulo Community Partnership Trust contribution: R31 million (2024: R102 million)
- Local procurement spend – South Africa: R2 billion (2024: R2 billion)
- BEE Level 5 (2024: 5)
- Group social spend: R129 million, including Thuthukani of R32 million (2024: R61 million), including SLP spend of R30 million (2024: R7 million)
- Whistleblower calls: 135 (2024: 248)
- Level 3-5 social incidents: 5 (2024: 16)

Natural

- Environmental incidents level 3-5: Zero (2024: One)
- Land rehabilitated: 308 hectares (2024: 241 hectares)
- Clean treated water discharged into Olifants River: 192ML (2024: 827ML)
- Potable water to eMalahleni Municipality: 4,933ML (2024: 7,082ML)

Manufactured

- FOB cost per export tonne excluding royalties – South Africa: R1,170 (2024: R1,130)
- FOB cost per export tonne excluding royalties – Ensham: R1,435 (2024: R1,433)
- Completion and progression of projects: Annea, Zibulo North Shaft and LCBM
- Total rail tonnes – South Africa: 13.8Mt (2024: 12.4Mt)

Human

- Fatalities: None (2024: None)
- TRCFR: 2.83 (2024: 1.93)
- Learning and development spend: R237 million (2024: R195 million)
- Voluntary turnover: 4.2% (2024: 4.1%)
- People trained: 10,908 (2024: 9,435)
- Historically disadvantaged persons in senior management: 69% (2024: 67%)
- Women in senior management: 38% (2024: 36%)

Intellectual

- Acquisition of remaining shareholding in Ensham Business
- Sale of Goedehoop North and Kleinkopje
- Trusted brand reputation
- Succession plans in place for critical roles identified

TRADE-OFFS

Navigate organisational decisions to achieve strategic balance

- Limited access to funding
- Cash buffer maintained
- Lower benchmark coal prices and foreign exchange fluctuations
- Dividend payments and share buybacks decrease financial capital in the short term, offset by longer-term shareholder value

- Balancing profitability with social responsibility and legal obligations

- Balancing economic growth through coal-fuelled energy with our obligations as a responsible corporate citizen

- Prioritising capital expenditure to enhance production delivery negatively impacts financial capital in the short term

- Fair remuneration attracts and retains critical-skills employees, positively impacting human and social capital while negatively impacting financial capital in the short term
- Investing in employee training positively impacts human capital but negatively impacts financial capital in the short term

- Strategic diversification and investment in systems, processes and the brand reduce financial capital in the short term, offset by long-term gains in all the capitals

MATERIAL MATTERS

We remain committed to a robust understanding of our materiality landscape. Our materiality process focuses on the issues that meaningfully influence our ability to create sustainable value over the short, medium and long term. Guided by a double-materiality approach, we assess both financial materiality, matters that influence our enterprise value, and impact materiality, which considers our broader effects on society and the environment.

Material matters are intrinsically linked to our strategy and business risks as these matters are considered critical to our current and future performance. We perform an annual assessment of our material matters and the process allows us to regularly and timeously reflect on matters that may evolve, recognising that materiality is dynamic in nature. Senior internal stakeholders from a broad cross-section of business functions engage in robust discussions and through this formal process material matters are identified and assessed. The outcomes are subsequently reviewed by the Group executive committee and ultimately submitted to the board for consideration and approval.



The materiality determination process

1

Identification

External and internal analysis, stakeholder engagement, and a review of global, local and industry-specific matters

2

Assessment

Internal stakeholders evaluate the impact by applying the double-materiality lens

3

Review

Ranking discussed in a multi-disciplinary material matters workshop and is reviewed by the Group executive committee



4

Approval


Final approval of the matters by the board solidifies alignment with our strategic priorities

The most recent workshop resulted in the identification of 11 material matters, grouped into six overarching themes. The ranking of the material themes for the prior year is included in brackets in the tables below.



1.Safety and health (FY2024: #1)

Material matter	Impact on value creation	Our response	Link to strategy
Eliminating fatalities and minimising harm	<ul style="list-style-type: none"> • Safety remains our first value and is core to everything we do, ensuring that all of our people return from work safely and healthy every day. Safety is a strategic value driver that is intrinsically linked to productivity, costs and ESG performance. • Our integrated approach to the management of occupational safety and health risks is based on the following principles: <ul style="list-style-type: none"> - a zero-harm mindset - no repeats - simple non-negotiable standards 	<ul style="list-style-type: none"> • Group safety strategy principles, back to basics, work management and culture • Group business scorecard includes safety and health metrics for all employees • Maturity of safety culture focuses on increased risk sections and work crews using leading indicator heatmaps • Explore technology to improve critical control effectiveness • Programmes developed to analyse and manage the following workplace risks: respirable dust and noise, ergonomics, thermal stress and mental stress 	<div style="text-align: center;">  <p>Safety</p>  <p>Drive our ESG aspirations</p> </div> <div style="text-align: center; margin-top: 20px;"> <p>Link to key residual risks</p> <p>Employee safety and health</p> </div>



2. Stewardship (FY2024: #3)

Material matter	Impact on value creation	Our response	Link to strategy
Responsible mine closure and environmental management	<ul style="list-style-type: none"> We create long-term sustainability by maintaining our social licence to operate, going beyond compliance and understanding the financial and reputational impacts of our activities 	<ul style="list-style-type: none"> An integrated approach to mine closure planning Executing concurrent rehabilitation and closure plans Understanding the impact of the National Environmental Management Act (NEMA) Financial Provisioning Regulations ESG metrics included in business performance scorecard Implementation of our ESG framework focusing on avoiding or minimising our impact Cash collateralisation of our environmental liability over time 	 <p>Drive our ESG aspirations</p>
Supporting our employees	<ul style="list-style-type: none"> Deliver on our strategic priorities enabled by our engaged and skilled employees 	<ul style="list-style-type: none"> Enhancing value for employees through the Sisonke Employee Empowerment Scheme Employees living the Thungela values and driving a strong culture that drives sustainable value creation, as well as participation in regular employee surveys Recognised as a 'Top Employer' in South Africa Robust annual performance management programme Providing ongoing learning and development opportunities 	<p>Link to key residual risks</p> <ul style="list-style-type: none"> Environmental management Employee safety and health Community relations Legislative exposure
Empowering communities	<ul style="list-style-type: none"> Enhances social and relationship capital by securing our social licence to operate. Drives long-term reputational value and mitigates operational risk through resilient and transparent partnerships 	<ul style="list-style-type: none"> Direct community equity and upliftment through the Nkulo Community Partnership Trust Prioritising local procurement and enterprise and supplier development (ESD) through the Thuthukani programme Executing on the social and labour plans (SLPs) and targeted corporate social investment (CSI) projects 	
Regulatory and corporate governance	<ul style="list-style-type: none"> We are committed to complying with regulations and corporate governance principles to build trust with our stakeholders and maintain investor confidence 	<ul style="list-style-type: none"> Evolving governance frameworks Enhancing risk management and internal controls Independent board evaluation Code of conduct training Compliance awareness across multiple jurisdictions 	


3. Capital allocation and shareholder returns (FY2024: #4)

Material matter	Impact on value creation	Our response	Link to strategy
Driving business sustainability	<ul style="list-style-type: none"> Long-term growth and profitability 	<ul style="list-style-type: none"> Reaffirming our commitment to the capital allocation framework and the dividend policy Maintaining adequate balance sheet flexibility, including an appropriate liquidity buffer Shareholder returns through the cycle with a combination of cash dividends and share buybacks 	 <p>Maximise the full potential of our existing assets</p>  <p>Optimise capital allocation</p> <p>Link to key residual risks</p>
Thermal coal global commodity price and currency fluctuations	<ul style="list-style-type: none"> Impact on earnings and cash flow 	<ul style="list-style-type: none"> Thungela Marketing International's ability to optimise the margin of our product in South Africa and Australia Optimise foreign currency management 	<p>Commodity price Foreign exchange rate fluctuations Geopolitical</p>


4. Growth (FY2024: #5)

Material matter	Impact on value creation	Our response	Link to strategy
Deliver production replacement and life-extension projects and other projects	<ul style="list-style-type: none"> Deliver on our life-extension projects to remain competitive, impacting the Group's operational and financial performance 	<ul style="list-style-type: none"> Ramp-up on Annea and Zibulo North Shaft Deliver on cost and productivity improvement projects to improve our all-in-sustaining cost Develop value options for the LCBM project Creation of future diversification options 	 <p>Maximise the full potential of our existing assets</p>  <p>Create future diversification options</p> <p>Link to key residual risks</p> <p>Commodity price Foreign exchange rate fluctuations</p>

5. Rail (FY2024: #2)

Material matter	Impact on value creation	Our response	Link to strategy
Reliability of rail infrastructure in South Africa (TFR)	<ul style="list-style-type: none"> The performance of the rail network and trains operated by TFR and Transnet Infrastructure Manager materially affects our ability to place and export coal to customers, directly linked to our financial performance 	<ul style="list-style-type: none"> Created additional stockpile capacity, utilising physical infrastructure advantages, such as rapid load-out terminals Managed stockpile capacity with free-on-truck sales Continue to support TFR through industry and RBCT participation to enable consistent and reliable improvement in rail performance through various initiatives, such as the mutual co-operation agreement, customer collaboration policy and rail reform review, among others 	 <p>Maximise the full potential of our existing assets</p> <p>Link to key residual risks</p> <p>Coal transport networks</p>

6. Climate change (FY2024: #6)

Material matter	Impact on value creation	Our response	Link to strategy
Reducing operational GHG emissions (Scope 1 and 2)	<ul style="list-style-type: none"> Costs to meet the intermediate emission reduction target 	<ul style="list-style-type: none"> Reduce our Scope 1 and 2 emissions through the implementation of energy efficiency and productivity improvement projects across our operations, installation of at least 19MW of renewable energy and responsible closure of mines as they reach the end of their operational lives 	 <p>Drive our ESG aspirations</p>
Executing on our pathway to net zero	<ul style="list-style-type: none"> Costs of executing the pathway to net zero 	<ul style="list-style-type: none"> Developing a detailed climate strategy and pathway to achieve net zero by 2050 Setting an intermediate emission reduction target for 2030 Improved ESG and climate-related disclosures aligned with global reporting standards 	<p>Link to key residual risks</p> <p>ESG and climate change Environmental management</p>

BUSINESS RISK MANAGEMENT

RISK MANAGEMENT

Thungela is exposed to a broad range of risks arising from internal operations and external market conditions. Our risk assessment process is dynamic and iterative, focused on identifying and evaluating risks based on their likelihood and potential impact on the Group’s strategic and operational objectives and within defined risk tolerances.

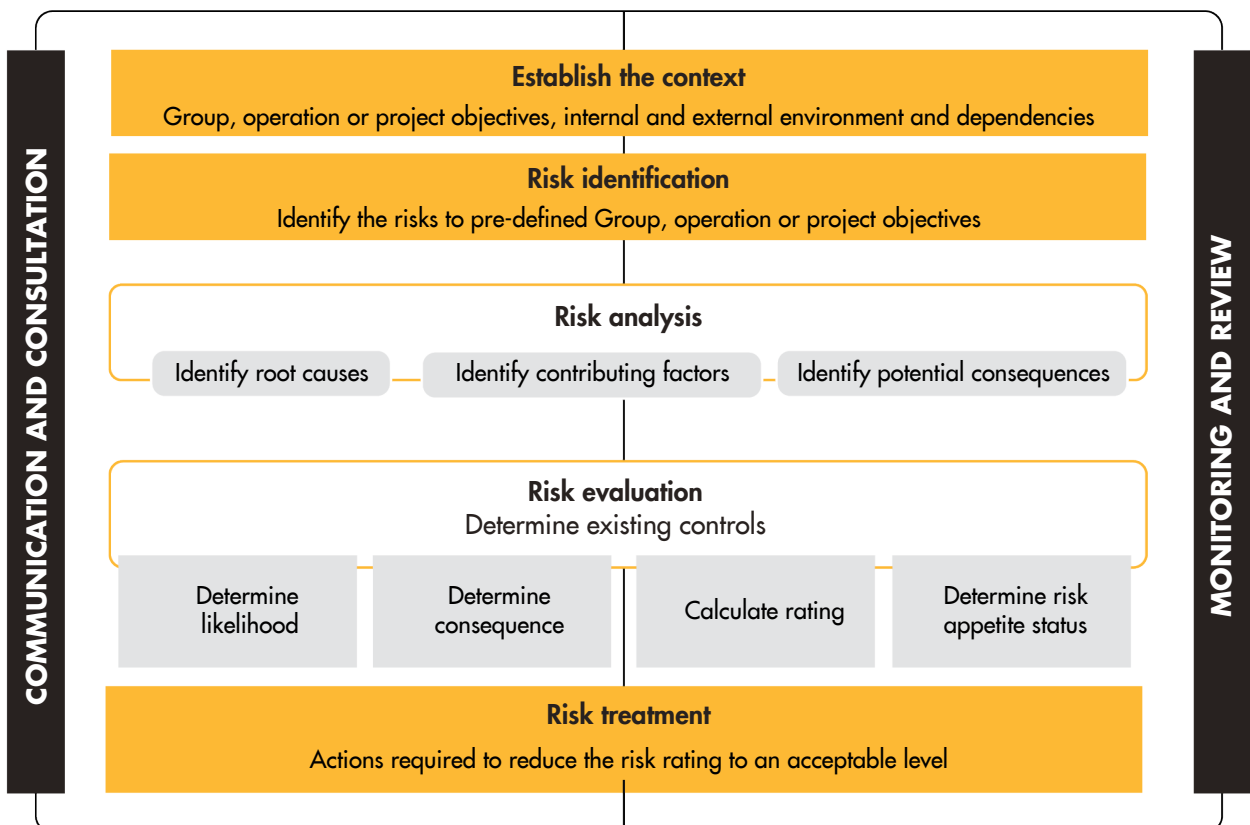
Oversight of risk management remains a core responsibility of the board and the Group executive committee. The board has approved a comprehensive, integrated risk management framework that applies consistent policies, procedures and practices across the organisation. This framework supports effective communication and consultation on risk matters, establishes context, and ensures that risks are systematically identified, analysed, evaluated, treated, monitored and reviewed as part of our business processes.

The health, safety, environment and risk committee, together with the audit committee, provide additional oversight by monitoring the effectiveness of the integrated risk management process and the associated lines of defence. Their review ensures that risks are appropriately recognised, managed, mitigated and reported in a timely manner, enabling predictable operational performance and long-term value creation.

Through disciplined risk management, we safeguard our people, assets, legal standing, reputation, values and the environment, while also identifying opportunities that support the long-term interests of our stakeholders.

RISK ASSESSMENT PROCESS

The risk assessment process is an iterative process and is undertaken on a consistent basis, as illustrated below:



RISK MANAGEMENT FRAMEWORK

Thungela's integrated risk management framework includes the following key principles:

- The board considers risk in a manner that enables the organisation to set and achieve its strategic objectives
- Risk is owned by the Group executive committee
- Risk management is integrated across the organisation and embedded in critical business processes to support day-to-day activities and executive decision-making at both operational and corporate levels

RISK RATING

The purpose of a risk rating is to prioritise and assess risks over time. It is a combination of consequence (what could happen if the risk event occurs) and likelihood (the probability of the risk event occurring). This is measured in terms of a 5x5 risk matrix.

RISK APPETITE AND TOLERANCE

Risk appetite and tolerance are core considerations in our integrated risk management process. The process evaluates the relationship between the potential consequences of a risk materialising and the actual condition of the controls or management actions in place to mitigate those consequences.

When risks exceed our appetite limits, they threaten the achievement of our objectives and may require a change to our strategy. Risks that are approaching the limits of our risk appetite require specific management actions to ensure they remain within acceptable appetite limits.

Our risk matrix combines the assessment of the consequences of risks, the status of management actions and the internal control environment that prevents or mitigates those risks. Risks that have significant consequences will be within the risk appetite if adequate controls or management actions are in place. Risks exceed our risk appetite if a significant consequence is not properly managed or if effective management actions have not yet been implemented.

KEY RESIDUAL RISKS

A residual risk refers to the risk that remains after all identified mitigation measures have been applied. Our key residual risks and their ratings against the 5x5 risk matrix are detailed below.









Risk ranking table

1	Foreign exchange fluctuations	7	Strata and geotechnical failure
2	Community relations	8	Legislative exposure
3	Coal transport networks	9	Commodity price
4	Employee safety and health	10	Relocation and resettlement
5	ESG and climate change	11	Environmental management
6	Cyber and information security	12	Geopolitical





Residual risk rating	Consequence type				
	Insignificant	Minor	Moderate	High	Major
Almost certain				2	
Likely			11	7,8,9	1
Possible			12	10	3,4,5,6
Unlikely					
Rare					

Risk level	
High	A high risk exists that management's objectives may not be achieved. An appropriate mitigation strategy must be devised immediately.
Significant	A significant risk exists that management's objectives may not be achieved. An appropriate mitigation strategy should be devised as soon as possible.
Medium	A moderate risk exists that management's objectives may not be achieved. An appropriate mitigation strategy should be devised as part of the normal management process.
Low	A low risk exists that management's objectives may not be achieved. Monitor the risk; no further mitigation is required.

The table below outlines key residual risks that have been identified as having a potential impact on our ability to achieve our strategic objectives.

Key risk	Mitigation	Change from 2024	Link to strategic pillar
<p>1. Foreign exchange fluctuations Exchange rate volatility impacts profitability and cash generation. A significant portion of Group revenue is generated in US dollars, which is converted into South African rand.</p>	<ul style="list-style-type: none"> Continuous monitoring of the US dollar, South African rand and Australian dollar performance, which informs decisions to enter into foreign exchange instruments, and make currency conversions when appropriate Treasury management committee meets regularly to review cash generation, foreign exchange positions and conversion requirements 		 Optimise capital allocation
<p>2. Community relations The demands and expectations with regard to employment and procurement from various host communities.</p>	<ul style="list-style-type: none"> The Group has social commitments through the SLP and CSI programmes Regular engagement with host communities on various topics which impact host communities The Nkulo Community Partnership Trust ensures that our host communities benefit from the Group's financial success Host community procurement spend is aimed at supporting economic activity and growth around our operations 		 Drive our ESG aspirations
<p>3. Coal transport networks Frequent and unscheduled disruptions by TFR materially affect our export capability and our profitability. Operational improvements were noted in FY2025, however, additional improvements are required in order to achieve target rates.</p>	<ul style="list-style-type: none"> Continuous engagement with TFR at all levels to seek sustainable solutions These initiatives are underway to boost turnaround times, address maintenance, and to enhance coal line conditions Implemented several actions to mitigate the operational and financial impacts on our business, including the prioritisation of the highest margin coal on the available trains Implemented free-on-truck sales, as required, to manage stock levels and to ensure incremental revenue generation for the Company 		 Maximise the full potential of our existing assets
<p>4. Employee safety and health There are inherent safety and health risks associated with mining activities.</p>	<ul style="list-style-type: none"> Continuous review of leading and lagging indicators to develop targeted programmes to address safety-related issues Developed a safety strategy founded on three core fundamentals: back to basics, work management and safety culture 		 Safety

 Increased
  Unchanged
  Decreased

Key risk	Mitigation	Change from 2024	Link to strategic pillar
<p>5. ESG and climate change Future shareholder and industry expectations in relation to ESG matters could impact the profitability of the Group.</p>	<ul style="list-style-type: none"> Apply a fit-for-purpose ESG framework, incorporating environmental stewardship, shared value for stakeholders and responsible decision-making and leadership. The board and the chief executive officer lead engagements with stakeholders on significant ESG matters 	—	 Drive our ESG aspirations
<p>6. Cyber and information security The global increase in cyberattacks continues, and represents a threat to the Group in terms of financial loss and reputational damage. Cyberattacks impacting the operational technology environment could result in safety-related incidents as a result of the unavailability of safety monitoring systems.</p>	<ul style="list-style-type: none"> Critical systems are continually assessed to protect our information and safeguard infrastructure critical to our sustainability Security solutions have been deployed by a managed security services provider Business continuity management planning is in place at our data centres The Group applies application-specific cyber-risk threat detection and response solutions across the full information technology environment 	↑	 Drive our ESG aspirations
<p>7. Strata and geotechnical failure Fall of ground at our underground mines and slope failure at our opencast mines could result in safety-related incidents, significant business interruptions and property damage.</p>	<ul style="list-style-type: none"> Underground operations – ground support is designed by a competent person and installed using fit-for-purpose equipment and according to mine standards and procedures The underground workspace is inspected, made safe, and declared safe through multiple levels of oversight and auditing by subject matter experts Use is made of barricades and exclusion zones to facilitate no entry into unsupported ground Pillars are cut or mined as designed Opencast operations – drilling, blasting and excavation are completed according to the slope design to mitigate the rock fall and slope stability risks 	—	 Safety
<p>8. Legislative exposure We continue to encounter competing applications for our existing mineral and prospecting rights, as well as general criminality with illegal miners at several of our operations. Additionally, Thungela has a risk exposure related to closing and closed operations.</p>	<ul style="list-style-type: none"> Specialist law firm appointed by the Group to handle matters of this nature Engagement between the chief executive officer and the Minister of Mineral and Petroleum Resources Specialised engineering contractor firm at specific managed closed operations 	—	 Maximise the full potential of our existing assets

↑ Increased — Unchanged ↓ Decreased

Key risk	Mitigation	Change from 2024	Link to strategic pillar
<p>9. Commodity price The volatility of the benchmark coal prices impacts our profitability and cash generation. A prolonged weakness in benchmark coal prices could undermine the sustainability of our business.</p>	<ul style="list-style-type: none"> The majority of the operations are positioned in the lower half of the global seaborne cost curve. Various productivity and cost programmes are in place to improve the all-in-sustaining cost of the business A price risk management steering committee monitors decisions and expenditure on swaps, related financial instruments and fixed-price transactions Day-to-day operational activities by Thungela Marketing International include ongoing risk mitigation 	—	 <p>Maximise the full potential of our existing assets</p>
<p>10. Relocation and resettlement Legal action and community unrest could result from an inability to complete household and grave resettlements, as well as livelihood restoration projects. This could result in disruptions to operations and reduced access to resources.</p>	<ul style="list-style-type: none"> Undertake fact-finding mediation processes to verify and assess complaints and claims Undertake post-resettlement working group engagements, as well as cultural heritage studies Relocation and resettlement practices align with the Department of Mineral and Petroleum Resources (DMPR) guidelines on Mine Community Resettlement, the International Finance Corporation's Performance Standards 5 (land acquisition and involuntary resettlement) and 8 (cultural heritage), the South African Human Rights Commission, the National Heritage Act and, with regards to grave relocations, the Mpumalanga Cemeteries, Crematorium and Exhumation of Bodies Act 	↓	 <p>Drive our ESG aspirations</p>
<p>11. Environmental management Our licence to operate and ability to sustain the business could be influenced by the level of compliance with environmental legislation.</p>	<ul style="list-style-type: none"> Annual performance assessments of environmental management programmes Quarterly reviews on water, surface and groundwater monitoring and long-term hydrogeological and geochemical modelling for all mines to address volumes and quality Regular engagements with various regulators in South Africa and Australia to ensure compliance with material aspects relating to environmental regulations 	↓	 <p>Drive our ESG aspirations</p>
<p>12. Geopolitical Trade tariffs encompass a broad spectrum of imports with rates that vary by country and product category. These tariffs continue to result in a volatile, uncertain, complex, and ambiguous environment with regard to the security of supply.</p>	<ul style="list-style-type: none"> The Group supply chain team continues to investigate alternative localisation of supply, the formation of supply alliances and further opportunities for ensuring supply chain resilience 	New	 <p>Optimise capital allocation</p>

↑ Increased — Unchanged ↓ Decreased

EVENT RISKS

These are very high-severity, low-likelihood events that are distinctive to a mining business and could result in multiple fatalities or injuries, an unplanned fundamental change to our business or the way we operate. These events have significant financial consequences. Event risks are not rated in the 5x5 risk matrix as they are always treated with the highest priority.

Event risk	Mitigation
<p>Underground fires, gas and explosions An underground gas-related incident, an underground explosion or exposure to an irrespirable atmosphere could result in potential fatalities, injuries, significant business interruptions and property damage.</p>	<ul style="list-style-type: none"> • We ensure compliance with mandatory critical control processes, including but not limited to the monitoring and management of ventilation systems and stone dusting controls • We have emergency preparedness and response procedures • Competent persons conduct event risk reviews
<p>Shaft conveyance and shaft integrity failures Mechanical failure of the shaft conveyance or structural integrity failure of the shaft could result in potential fatalities, injuries, significant business interruptions and property damage.</p>	<ul style="list-style-type: none"> • We maintain compliance with shaft management standards, regulations and guidelines • We conduct shaft management tests, including live condition monitoring of mechanical components and daily inspections by competent persons • Competent persons conduct event risk reviews

SAFETY AS A KEY RISK

While our risk assessment identifies various critical factors, safety transcends risk categorisation. At Thungela, safety is an unwavering commitment, not a ranked priority. We hold the wellbeing and safety of our people to be paramount. Every incident is unacceptable and we continuously strive for excellence through proactive risk management, robust training programmes and open communication. Safety is our first value and the foundation upon which we build sustainable operations and long-term value creation.

STAKEHOLDER ENGAGEMENT

Creating value for our stakeholders is fundamental to maintaining our social licence to operate. Our meaningful stakeholder engagement approach informs our understanding of our stakeholders' needs and interests. We encourage a holistic approach to building long-term, mutually beneficial relationships with our stakeholders, rooted in strengthening relationships based on respect, trust and transparency.

Stakeholder engagement is critical to identifying and managing current and potential risks, impacts and opportunities, promoting environmental protection, driving economic benefits and ensuring regulatory compliance.

By working together, we can improve operational efficiency and outcomes, foster innovation, shape policies, exchange and adopt best practices, safeguard investments and promote better socio-economic outcomes in local communities. Each year, we map our stakeholders to assess and classify them according to their level of interest in or impact on our business. The insights gained from this process inform our materiality assessment, which focuses on the concerns that matter most to our stakeholders and our capacity to generate value.

The table below identifies our key stakeholders, their main interests and how we engage with them and respond to their concerns.

Interests	Engagement methods	Our response
OUR PEOPLE AND TRADE UNIONS		
<ul style="list-style-type: none"> • Safety, health and wellbeing • Conditions of employment • Labour relations • Life of mine and mine closures • Skills development • Career progression • Inclusion and diversity • Gender-based violence and femicide (GBVF) • Transformation deliverables • Sisonke Employee Empowerment Scheme • Wage negotiations • Profit sharing at Mafube 	<ul style="list-style-type: none"> • Site toolbox talks, mine information meetings and town hall sessions • Union and management forums • Various site forum meetings (for example: employment equity, skills development, and women in mining forums) • Employee engagement briefs • Employee newsletter • One-on-one meetings • Performance reviews • Consultation sessions on the Section 189 process facilitated by the CCMA • Sisonke Employee Empowerment Scheme annual general meeting • Culture survey 	<ul style="list-style-type: none"> • Frontline leadership training to strengthen safety culture • Continued focus on holistic wellbeing • An attractive employee value proposition • Regular, transparent engagement • Ongoing investment in training, career growth and tailored development plans • Meeting and exceeding internal and legislated targets for employment equity • A three-year wage agreement was signed with the recognised union at our South African operations • A profit-sharing scheme at Mafube was agreed with the union

Interests	Engagement methods	Our response
COMMUNITIES		
<ul style="list-style-type: none"> • Socio-economic development • Skills development • SLP project implementation • Nkulo Community Partnership Trust • Employment and procurement opportunities • ESD opportunities • Management of grievances • Mine closure • Land and labour tenant claims • Livelihood restoration related to resettlement • Cultural rights related to grave relocation • Land use and access • Access to graves 	<ul style="list-style-type: none"> • Community engagement forums • Online platforms • Post-resettlement working groups and engagements with next of kin • Mine business forums • Public participation forums • Farm dweller engagement platforms • Community newsletter • Traditional authorities forum • Nkulo Community Partnership Trust information sessions 	<ul style="list-style-type: none"> • Collaborating with local municipalities and provincial government to understand and address challenges • SLP consultations with stakeholders including local municipalities and communities • Generating jobs and business opportunities by prioritising host community employment and procurement • Investing in long-term programmes that contribute towards the achievement of our four impact goals, including the Thungela Education Initiative and Thuthukani ESD programme • Strengthening the capacity of host community organisations to drive local progress • Building relationships through agreements with host communities, traditional authorities and First Nations peoples • Implementing post-resettlement livelihood restoration programmes • Implementing our grave relocation framework • Providing information on how to access Nkulo funding opportunities • Responding to and addressing grievances within the stipulated timeframe

Interests	Engagement methods	Our response
INDIGENOUS PEOPLES AND TRADITIONAL AUTHORITIES		
<ul style="list-style-type: none"> • Recognition of traditional authorities as key stakeholders • Access to land for cultural practices • Protection or preservation of culturally significant items and areas • Collaboration on issues such as GBVF, youth empowerment, education, local employment, procurement and CSI 	<ul style="list-style-type: none"> • A quarterly forum for traditional authorities • Ad hoc meetings • Site visits and meetings with representatives of First Nations Peoples as per cultural heritage management plans 	<ul style="list-style-type: none"> • Cultural heritage management plans are in place at all sites • Co-hosting community awareness events on GBVF • Effective and collaborative working relationships with First Nations Peoples and traditional authorities
GOVERNMENTS AND REGULATORS		
<ul style="list-style-type: none"> • Legal compliance with all relevant legislation and regulations • Permitting and licensing • Payment of taxes, royalties and other levies • Health and safety • New mining projects • Employment and procurement opportunities • Socio-economic development projects, particularly infrastructure-related investments, public-private development partnerships, SLP projects and municipal capacity building • Impact of operations on host communities and municipalities • Nkulo Community Partnership Trust • Land access • Spatial planning • Collaboration, joint monitoring and technical support on the implementation of local economic development (LED) projects • Treatment of acid mine drainage water to potable standards through the eMalahleni Water Reclamation Plant • Collaboration on emergency preparedness and response plans • Impacts of mine closure and alignment with the provincial just energy transition plans 	<ul style="list-style-type: none"> • Engagement forums • Business forums • Site inspections and visits • Ad hoc meetings • Public participation forums • Future forums • Integrated development planning forums • LED forums • One-on-one engagement on specific projects • Annual reports • Presidential Climate Commission stakeholder consultations and workshops 	<ul style="list-style-type: none"> • Maintaining an effective governance and compliance framework • Paying royalties and taxes to host governments and transparent engagement with tax authorities when necessary • Ongoing consultation and engagement with relevant authorities at various levels on projects, concerns and policy development • Generating jobs and business opportunities by prioritising host community employment and procurement • Inclusion of green economy skills development opportunities for employees and Thuthukani participants • Technical meetings with local government authorities • Nkulo Community Partnership Trust

Interests	Engagement methods	Our response
SHAREHOLDERS AND INVESTMENT COMMUNITY		
<ul style="list-style-type: none"> Capital allocation framework Thermal coal market dynamics Brownfield opportunities in South Africa and at Ensham Ramp-up of Annea and the Zibulo North Shaft life-extension projects Climate change and related disclosures, including pathway to net zero Application of the remuneration implementation report 	<ul style="list-style-type: none"> Stock Exchange News Service announcements on the Johannesburg Stock Exchange Regulatory News Service announcements on the London Stock Exchange Interim and annual results announcements, presentations and financial statements Chief financial officer's pre-close call Annual reporting suite Meetings, roadshows, conferences Investor relations page on our website Annual general meeting 	<ul style="list-style-type: none"> The board reaffirms the capital allocation framework Consistent reporting on the Group's results and timeous disclosure on corporate actions A dedicated management team focused on controlling the controllables through operational excellence Maintaining adequate balance sheet flexibility, including an appropriate cash buffer and credit facilities Effective engagement with the investment community and management as well as investor relations
BUSINESS PARTNERS AND CUSTOMERS		
<ul style="list-style-type: none"> Market development, outlook and Thungela's views Security of supply, including volumes and qualities Business continuity Supplier relationship management Logistics performance and reliability Long-term partnerships and value creation 	<ul style="list-style-type: none"> Regular market and customer visits, including executive-level interactions Operational and commercial committee meetings Technical and logistics forums Participation in coal and industry conferences 	<ul style="list-style-type: none"> We launched Thungela Marketing International in 2024 to strengthen global market access, enhance customer reach and enhance commercial and trading capability Active industry collaboration and engagement with TFR including the mutual collaboration agreement and the customer collaboration policy, enabling urgent procurement and supporting long-term logistics initiatives Strengthened security of supply through additional stockpile capacity and effective utilisation of existing infrastructure, including rapid load-out terminals Disciplined marketing and contracting strategies to manage market volatility and support earnings resilience Ongoing focus on long-term, collaborative customer relationships that support sustainable value creation

Interests	Engagement methods	Our response
SUPPLIERS		
<ul style="list-style-type: none"> • Procurement and payment processes • Responsible sourcing and supply chain stewardship • Inclusive procurement opportunities • Creating sustainable host community businesses through ESD and job creation targets • Collaboration on development projects and stakeholder engagements • Market and industry development opportunities • Supplier relationship management • Supplier development training opportunities 	<ul style="list-style-type: none"> • Supplier town halls to address collective supplier concerns transparently • One-on-one supplier engagements for tailored interaction and in-depth discussion • Digital platforms for supplier engagements • Targeted advertising through established market channels to reach prospective suppliers • ESD programme • Partnerships with original equipment manufacturers on their provision of technical support for small, medium and micro-sized enterprises (SMMEs) • Community and business engagement forums to enhance collaboration and align on local development opportunities 	<ul style="list-style-type: none"> • Drive an agile, lean and effective supply chain function through ongoing optimisation, automation and digitalisation • Embedding our responsible sourcing policy across procurement activities, reinforcing ethical, sustainable and risk-conscious supplier practices through supplier assessments and audits • Achieving ambitious inclusive procurement targets, expanding opportunities for local and previously marginalised suppliers • Ongoing implementation of our Thuthukani ESD programme to build capacity and support sustainable growth of qualifying suppliers • Awarding substantial supplier contracts that stimulate local economic participation, contributing to increased local expenditure, job creation and community-level investment • Strengthening transparency with host communities by actively communicating our inclusive procurement approach, key initiatives, progress and demonstrated outcomes • Improved digital access to sourcing opportunities for host communities

Interests	Engagement methods	Our response
MEDIA		
<ul style="list-style-type: none"> • Company performance • TFR performance • Growing geographic footprint • Markets and industry trends • Significant social and environmental projects and community involvement • Decarbonisation and the future of coal • Job creation • Public-private partnerships • Thought and industry leadership 	<ul style="list-style-type: none"> • Results presentations • Press releases • Media statements • Interviews • Website • Annual reports • Social media 	<ul style="list-style-type: none"> • Media engagements on the back of annual and interim financial results • Proactive interviews on achievements • Regular media engagement • Media events and site visits • Media responses
CIVIL SOCIETY		
<ul style="list-style-type: none"> • Environmental rights, protection and disclosures • Climate change targets and disclosures • Community impacts and benefits • Partnerships in development projects • Adequacy of closure provisions • Interpretation of the Companies Act of South Africa (71 of 2008) 	<ul style="list-style-type: none"> • Meetings • Subject-specific forums • Requests for information through the Promotion of Access to Information Act 	<ul style="list-style-type: none"> • Rigorous management of environmental risk • Regular and transparent disclosure • Climate change targets and implementation of our pathway to net zero by 2050 • Resolving grievances related to mining impacts and positive social investment • Engagement with and response to various stakeholder groups • Implementation of our socio-economic approach and social impact goals
INDUSTRY BODIES		
<ul style="list-style-type: none"> • Energy security, affordability and sustainability • Grid stability • Safety, health and environmental compliance, improvement and innovation • Policy and regulation • Community development 	<ul style="list-style-type: none"> • Meetings • Seminars • Workshops 	<ul style="list-style-type: none"> • We play an active role in industry bodies • We chaired the Coal Industry Advisory Board to the International Energy Agency in 2025





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APPROACH TO ESG

DRIVING OUR ESG ASPIRATIONS

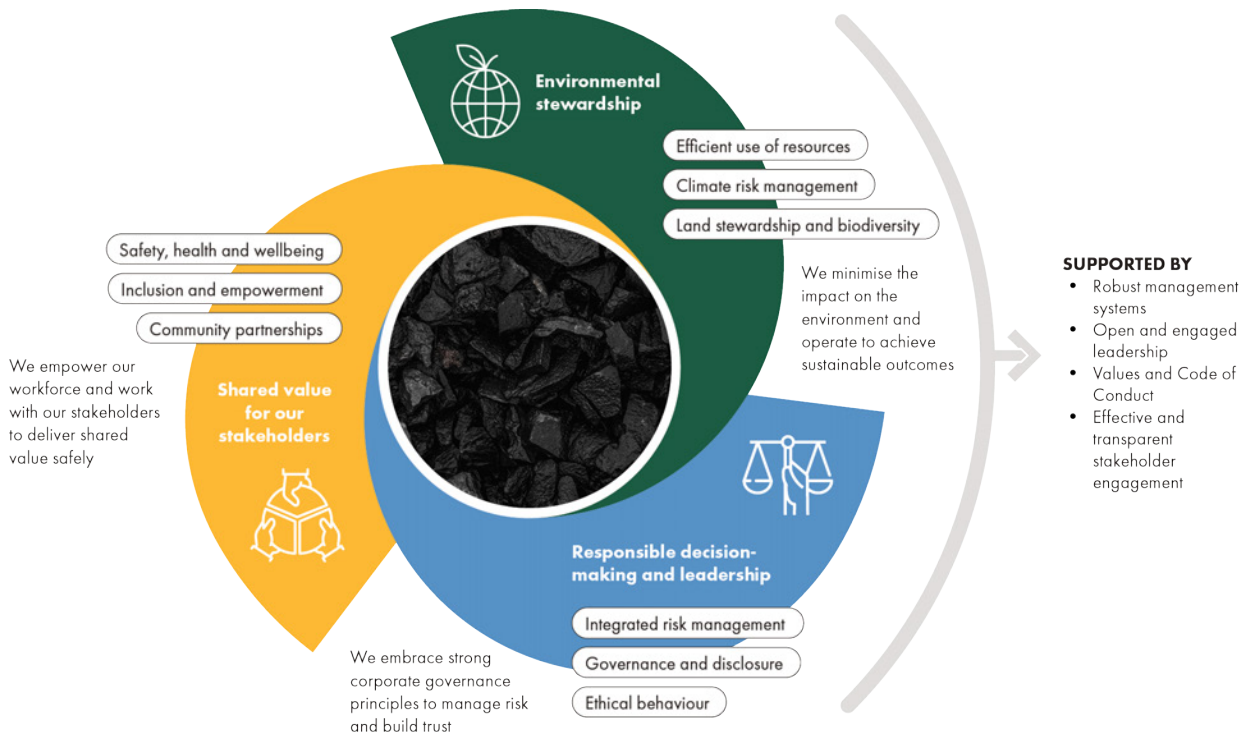
Driving our ESG aspirations is one of the five pillars of our business strategy for which the board is ultimately responsible. While we recognise that the demand for coal may decline over time, the rapidly increasing demand for electricity is likely to extend this timeframe. We strongly maintain that as long as coal continues to be used, it is crucial for it to be mined responsibly. Our ESG framework guides how we do this and is fully embedded in operations, projects and new initiatives under consideration.

We aim to minimise our impact and take care of the environment through all stages of the mining lifecycle, delivering shared value for all our stakeholders while providing a safe and decent working environment for our employees and contractors. We invest intentionally and meaningfully in host communities and adhere to the highest ethical standards. Where relevant, we set targets that are linked to remuneration to strengthen ESG outcomes.

Our code of conduct underpins our business culture and guides the behaviour we expect from all employees, business partners, board members and suppliers. We use robust management systems to oversee our risks and impacts, have committed and engaged leadership, and maintain effective and transparent stakeholder engagement.

Our aspiration is to ‘spike in the social element of ESG’. We do this by generating employment and economic opportunities in the regions where we operate, through the taxes and royalties we pay, and the execution of our socio-economic development approach. The Sisonke Employee Partnership Scheme and the Nkulo Community Partnership Trust both receive dividend contributions, allowing employees and communities to benefit from our success.

ESG concerns are frequently interconnected and form a dynamic and intricate system. Each component can affect the others; for instance, a swift and uncoordinated shift toward variable renewable energy sources, despite lowering carbon emissions, may undermine energy security and grid stability, raise electricity prices, and disproportionately impact society’s most vulnerable groups. Similarly, there are complex interdependencies between climate change, biodiversity and ecosystem services. Our ESG strategy calls for a holistic approach and ensures that all aspects are thoughtfully managed and considered in our decision-making processes.



Full details related to our ESG approach and performance are included in the ESG report available at www.thungela.com/investors.

OUR CONTRIBUTION TO SOCIETY



Total wages and benefits

R6.8 billion

(2024: R6.7 billion)

Group social spend

R130 million

(2024: R61 million)

Total taxes and royalties

R4.1 billion

(2024: R4.5 billion)

Group supplier spend, with % local spend

R9.5 billion, 21%

(2024: R9.7 billion, 24%)

Nkulo Community Partnership Trust

R31 million

(2024: R102 million)

Sisonke Employee Empowerment Scheme

R31 million

(2024: R102 million)



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ESG PERFORMANCE

OUR ESG ASPIRATIONS

Driving our ESG aspirations is one of the five pillars of our business strategy. We recognise the inevitable decline in coal demand over coming decades. However, the current trajectory of global electricity needs suggests a more complex transition period. Our role is to provide the essential energy required today while responsibly managing our assets through the evolving energy landscape. We strongly maintain that as long as coal continues to be used, it is crucial for it to be mined responsibly. Our ESG framework guides this approach and is fully embedded in operations, projects and new initiatives under consideration.

OUR ESG PERFORMANCE

Our ESG performance can be analysed using the key metrics as set out below:

Key performance indicators	2025	2024
Safety and health		
Fatalities	—	—
Total recordable case frequency rate (TRCFR) – Group	2.83	1.93
TRCFR – South Africa	1.80	1.07
TRCFR – Australia	15.72	13.21
Environment		
Total energy consumed (million GJ) – Group	3.63	3.63
Total energy consumed (million GJ) – South Africa ¹	3.08	3.02
Total energy consumed (million GJ) – Australia	0.55	0.61
Energy intensity (MJ/total tonne moved) ^{1,2}	16.78	14.27
Total scope 1 and 2 emissions (ktCO ₂ e) – Group	971	1,045
Total scope 1 and 2 emissions (ktCO ₂ e) – South Africa ¹	717	711
Total scope 1 and 2 emissions (ktCO ₂ e) – Australia ³	255	334
Carbon intensity (kg CO ₂ /total tonne moved) ^{1,2}	3.91	3.35
Freshwater abstraction (ML) – Group	896	1,170
Freshwater abstraction (ML) – South Africa	361	373
Freshwater abstraction (ML) – Australia	535	797
Water efficiency (reuse/recycle) (%) ²	95	97
Water treatment (%)	43	64
Number of level 3 – 5 environmental incidents	0	1
People		
Historically disadvantaged people in senior management (%) ^{2,4}	69	67
Women in senior management (%) ^{2,4}	36	36

¹ Indicators restated for 2024 due to a calculation error of electricity consumption at one site.

² These indicators are for South Africa only.

³ The Ensham fugitive emissions for 2024 have been restated due to a calculation error relating to flared waste gas.

⁴ These metrics reflect employees in senior management, including the Group executive committee.

SAFETY

We are unwavering in our commitment to zero harm, keeping safety at the core of everything we do, so that all of our people return home safe and healthy every day. At 31 December 2025, we had been operating for three years without a loss of life.

The year under review was a period of change as our operations transition which impacted the Group's risk profile. This, in turn, has impacted the safety performance across our operations.

The Group TRCFR increased to 2.83 in 2025 from 1.93 in 2024. In South Africa, the TRCFR increased to 1.80, from 1.07 in 2024. Ensham also saw an increase in its TRCFR, achieving a rate of 15.72 in 2025, from 13.21 in 2024.

Group total recordable injuries rose to 56 in 2025, from 41 in 2024.

To address our 2025 safety performance, we have implemented interventions aimed at targeting those areas with an increased risk. For example, two operations where a number of incidents occurred in close succession were placed on 'intensive care', where senior personnel from other operations provided additional oversight on both the physical and cultural aspects of safety. We also implemented a 'call to action' for all sites to identify potential vulnerabilities and areas for improvement. These interventions resulted in an improvement from the first half of the year to the second, with a 50% reduction in the number of recordable injuries at three sites.

Work is ongoing to align the safety principles at Ensham with that of the Group.

ENVIRONMENTAL STEWARDSHIP

In 2025, the Group recorded zero level 3 to 5 environmental incidents (2024: one level 3 incident). One compliance notice and two pre-directives were received and resolved during the year.

WATER MANAGEMENT

The freshwater abstraction at our South African operations dropped to 361 Megalitres (ML) in 2025 from 373ML in 2024. Freshwater abstraction at Ensham in 2025 was 535ML, significantly lower than 797ML in 2024, owing to improvements made around the sprays on the conveyor system and general preventative maintenance on this system to reduce the need for hosing of fines.

We have consistently achieved our target of 75% water reuse and recycling for the last five years, achieving 95% in 2025. We have also achieved our water treatment target of 40%.

We provide for post-closure water treatment costs using a combination of active and passive water treatment methods, based on research and development activities at our operations. The biological sulphate reduction passive treatment demonstration plant, commissioned in 2022, continues to yield positive results. The techno-economic assessment shows that the plant is more cost-effective than active reverse osmosis and generates less waste. However, it has longer treatment times, requires more land and faces permitting uncertainties as it would be the first of its kind. Further optimisation is also needed to improve the final water quality for irrigation use. The demonstration plant will run for another 12 months to reduce the retention times required and for additional irrigation trials.

We are also implementing other nature-based, post-closure water management solutions, including phytoremediation, a process that uses trees to stabilise water levels. To date, we have planted approximately 320,000 trees across our South African sites.

GREENHOUSE GAS EMISSIONS REDUCTION AND BASELINE UPDATE

In 2023, we published our target to reduce our scope 1 and 2 emissions by 30% by 2030 (from a 2021 baseline), and our pathway to achieve net zero by 2050.

Total scope 1 and 2 emissions for the Group in 2025 were 971ktCO₂e, 7.1% lower than the 1,045ktCO₂e in 2024 and 25% lower than the 2021 baseline. In South Africa, scope 1 and 2 emissions in 2025 were 717ktCO₂e, relatively stable compared to 711ktCO₂e in 2024. Carbon intensity was 17% higher at 3.91kg CO₂e per total tonne moved compared to 3.35kg CO₂e per total tonne moved in 2024. This increase is mainly due to the ramping down of Goedehoop North and Isibonelo Collieries and the opening of a new boxcut at Khwezela's Navigation pit.

Scope 1 and 2 emissions at Ensham were 255ktCO₂e in 2025 compared to 334ktCO₂e in 2024. This improvement is mainly due to the pre-drainage and flaring of the methane ahead of mining in each section.

Energy intensity in South Africa increased by 18% year-on-year to 16.78 Megajoules (MJ) per total tonne moved, from 14.27MJ per total tonne moved in 2024. Including Ensham, the total energy consumption for the Group in 2025 was the same as in 2024 at 3.63 million Gigajoules (GJ).

We continue to drive efficiency across our operations and to work towards our 2030 target. Central to our pathway to net zero is the incorporation of a minimum of 19 megawatts (MW) of renewable electricity by 2030. A procurement process for the remaining 15MW of renewables is underway.

CREATING VALUE FOR A SHARED FUTURE

We are committed to driving long-lasting social impact through our socio-economic development (SED) initiatives while fostering resilient community partnerships and transparent communication.

The Nkulo Community Partnership Trust launched three projects in 2025. These include replacing asbestos classrooms and ablution facilities at Mphephethe Primary School, developing the KwaGuqa water pipeline project and constructing the Bonginhlanhla Stimulation Centre for the Differently Able in partnership with Mafube. A series of activations were held across the municipalities in which we operate to introduce the community trustees and inform community members about the funding application process.

In 2025, based on our performance, we contributed R62 million to the Sisonke Employee Empowerment Scheme and the Nkulo Community Partnership Trust, collectively.

In South Africa, our SED approach identifies four impact goals, which include improving access to quality education and skills development, improving access to income generation opportunities, improving access to quality community infrastructure and health services and reducing reliance on mines. By purposefully directing our actions toward these goals, we aim to bring about significant improvements in the wellbeing of people in our host communities.

We made significant strides in the implementation of the education initiative in 2025. Highlights include the provision of leadership support and coaching to principals and vice-principals at 45 schools, hosting grade 3 learner camps for over 4,500 learners to equip them with the tools to manage the transition to grade 4, as well as conducting first aid training for all 45 schools and donating first aid kits and setting up and equipping sick bays at the schools.

In 2025, we spent R32 million on enterprise and supplier development (ESD) initiatives. Our ESD programme, Thuthukani, empowers local small, medium and micro enterprises (SMMEs) to become sustainable businesses in South Africa. These initiatives benefited 12 suppliers, 31 enterprise development beneficiaries with business development support and 64 businesses that were aided through the programme's technical enablement initiative. To expose our host community SMMEs to other markets outside of Thungela, we invited 37 SMMEs to network with various delegates at the Black Business Council summit, as well as the G20 Youth Entrepreneurial summit.

A total of 10 social and labour plan (SLP) projects were delivered across the business in 2025. These included four projects from the Annea Colliery's first SLP, aimed at sanitation, water, solar lights and inverter initiatives. We had further projects at Isibonelo (the Emzinoni Multipurpose Centre and Water Transfer Station), two from Goedehoop (the Mhluzi Industrial Park Cafeteria and water supply project), and one from Mafube (a water supply project benefiting three local farms).

OUR PEOPLE

We achieved Top Employer certification for the fourth consecutive year in 2025. We continue to make considerable improvements in key areas such as career development, diversity, equity and inclusion and wellbeing.

Our success relies on adaptable and driven individuals and teams, all of whom possess the expertise, abilities, and understanding necessary to thrive amid constantly evolving market conditions. The importance of learning and development is central to our human resources approach, as it enhances the effectiveness, security and long-term viability of our operations. In 2025, we spent R237 million on training, or 5.1% of our wage bill, compared to R195 million, or 4.6% of our wage bill, in 2024.

We saw an increase in the percentage of historically disadvantaged people in senior management, from 67% in 2024 to 69% for the year, while the representation of women in senior management remained steady at 36% in 2025.

GOVERNANCE

The board retains ultimate responsibility for the Group strategy. Oversight of systems and processes to identify, assess and manage environmental and social risks and opportunities, together with related reporting and ethics matters, has been delegated to the health, safety, environment and risk committee and the social, ethics and transformation committee.

The board welcomes the release of the King VTM Report on Corporate Governance for South Africa (King VTM)¹, which is effective for financial years commencing from 1 January 2026. Developments in the corporate governance landscape including amendments to the Companies Act of South Africa and increasing focus on social challenges, climate change, geopolitical tensions, regional conflicts and rapid technological innovation culminated in the publication of King VTM. In applying King VTM, the board will continue to consider the broader economic, social and environmental context in which the Group operates and align its governance practices with the 13 principles and recommended practices of King VTM.

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MARKET IN CONTEXT

MACROECONOMIC ENVIRONMENT

In 2025, the global economy faced numerous challenges, including evolving trade policies, a moderating energy market and elevated geopolitical risks, which affected growth and risk appetite in a number of major economies. Manufacturing targets in key coal-consuming countries were adjusted to account for rising trade-related barriers with the US, including revised tariff charges on imports and exports. Moreover, while the first half of the year reached price levels last seen in 2021, the second half of the year was characterised by heightened uncertainty due to geopolitical events and weak coal fundamentals that affected market sentiment. As a result, coal, oil and gas markets were under pressure, with reduced volatility than in previous years.

Prices were also impacted by weak demand from key seaborne markets, including China, India and Northeast Asian countries, as pressure to meet energy demand with domestic coal and alternative energy sources reduced the levels of their coal imports. Meanwhile, sustained production levels from Indonesia, Australia and South Africa, from late 2024 and throughout 2025, created a supply imbalance that the market could not fully absorb throughout the year.

The South African seaborne supply saw an increase in exports through RBCT as a direct result of Transnet's improved rail performance. Although industry volumes through RBCT were higher, the alternative ports saw a decline in throughput as weaker coal prices rendered the economics unfavourable. The majority of the exports from South Africa were placed into Southeast Asia, with India again accounting for over 50% of total exports through RBCT, and remaining the key market for South African coal.

The Australian market was stable in terms of exports, despite experiencing a brief disruption to coal movements caused by weather and port issues at Newcastle. The export volumes recovered well throughout the year and matched the 2024 export performance. There were changes in trade flows as a result of China and Northeast Asia taking in fewer coal imports. In turn, countries such as Vietnam and Malaysia saw a rise in Australian-origin coal, offsetting the declines elsewhere.

In terms of the broader seaborne market, Southeast Asia experienced an improvement in coal imports this year. The shift in trade flows towards the region between now and the rest of the decade is becoming even more apparent as the economies in this region continue to grow with significant infrastructure development. The main exporting countries are expected to intensify their strategic focus towards Southeast Asia, Africa and the Middle East, while Europe and other developed economies in Asia continue transitioning toward alternative energy sources.

PERFORMANCE IN SOUTH AFRICA

Thermal coal price and exchange rate	2025	2024
Richards Bay Benchmark coal price (US\$/tonne)	89.53	105.30
Average realised export price (US\$/tonne)	74.67	91.56
Average realised export price (Rand/tonne)	1,336	1,679
Realised price as a % of Richards Bay Benchmark coal price	83.4	86.9
ZAR:US\$ average exchange rate	17.89	18.34

The Richards Bay Benchmark coal price decreased by 15% year-on-year, averaging at USD89.53 per tonne in 2025, compared with USD105.30 per tonne in 2024.

In South Africa, we achieved an average realised export price of USD74.67, which represents a discount of 16.6% to the index, compared to 13.1% in 2024. The widening of the discount to index can mainly be attributed to weak market conditions, which resulted in higher discounts throughout the year despite a lower benchmark index.

PERFORMANCE IN AUSTRALIA

Thermal coal price and exchange rate	2025	2024
Newcastle Benchmark coal price (US\$/tonne)	105.37	134.85
Average realised export price (US\$/tonne)	104.93	124.00
Average realised export price (Rand/tonne)	1,877	2,274
Realised price as a % of Newcastle Benchmark coal price	99.6	92.0
ZAR:US\$ average exchange rate	17.89	18.34

The Newcastle Benchmark coal price decreased by 22% over the reporting period, with an average price of USD105.37 per tonne for the year, compared with USD134.85 per tonne in 2024.

At Ensham, we achieved an average realised export price of USD104.93, representing a discount of 0.4% against the Newcastle Benchmark coal price. This is an improvement when compared to the discount of 8.0% for 2024. The improvement in the discount to index is as a result of a higher percentage of fixed-price contracts concluded at higher price levels and lower discounts for index deals.

THE MARKET AHEAD

The recent production curtailment announcements from Indonesia, which potentially include one of the biggest cuts to export supply to date, have introduced uncertainty into the market and may disrupt the balance between supply and demand in the short term. The resulting improvement in coal prices since the end of 2025 is likely to ease downward pressure and establish a price floor above 2025 levels. Ongoing geopolitical tensions continue to influence global trade and energy markets and remain broadly price supportive for the energy markets, including thermal coal.

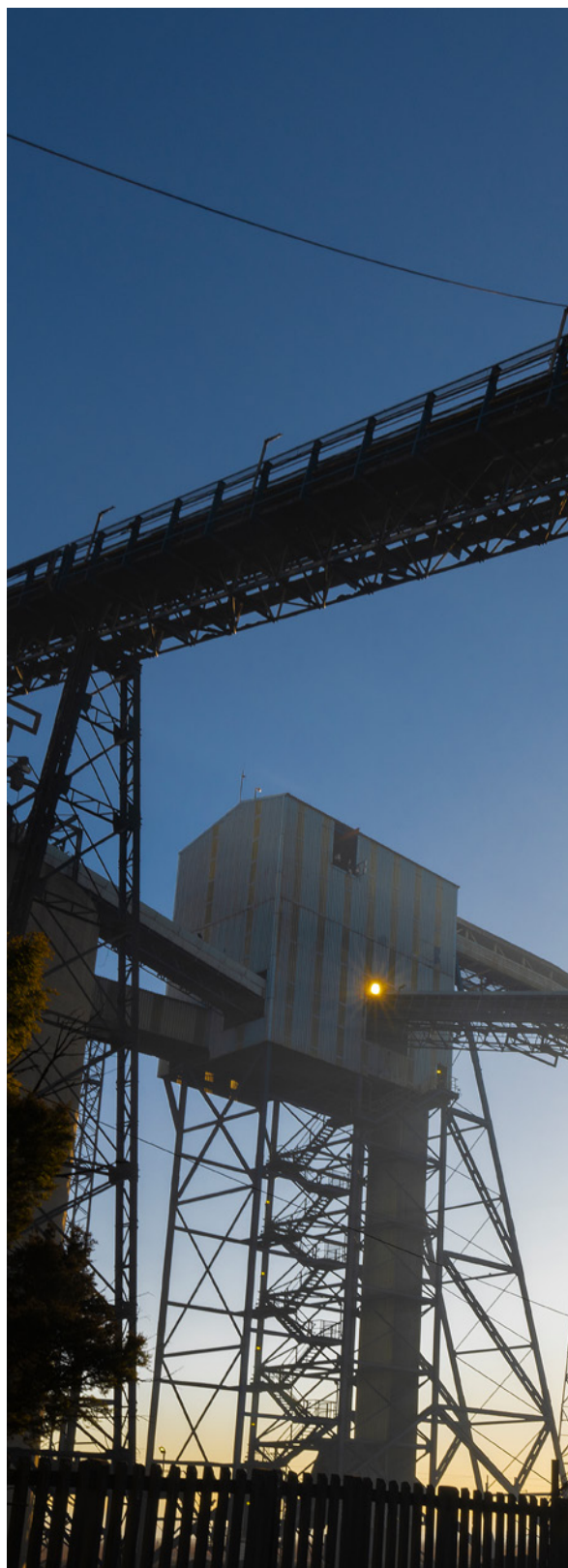
The ongoing conflict in the Middle East has raised energy security fears and resulted in an increase in the price of oil, gas and coal to high levels last seen in 2022 and 2023. The conflict has caused major supply disruptions in the Middle East, with particular concern to the Strait of Hormuz, which supplies approximately 20% of global oil and LNG. If the gas scarcity situation deepens, coupled with the Indonesian supply uncertainty, an expected demand surge will further contribute to the market imbalance.

The long-term fundamentals of coal remain in place. In developing economies, the starting point is energy security. Without reliable and affordable energy, industrialisation, job creation and economic growth are limited. Coal continues to provide immediate, firm and dependable power at scale, which renewable energy cannot yet deliver, reliably or affordably, in most emerging markets. Coal underpins critical industries such as steel, cement and manufacturing, which are foundational for infrastructure development and economic growth.

TRANSNET FREIGHT RAIL PERFORMANCE

TFR delivered steady operational improvements, with full-year rail performance reaching 56.8Mt, up from 51.9Mt in 2024, representing a 9.4% year-on-year increase. This performance underscores a more stable operational environment and reflects the benefits of TFR's ongoing efforts to improve rolling stock availability and strengthen network reliability through its various initiatives.

While operational and structural challenges persist across the freight rail network, the focus remains on strengthening system resilience, improving reliability, and enabling long-term sustainability of South Africa's bulk logistics corridor. Progress is being supported through closer collaboration between industry and Transnet, including improved system performance and operational alignment under the customer collaboration policy. We are encouraged by, and remain supportive of, the Department of Transport's rail reform programme and Transnet's efforts to advance reforms that are expected to improve logistics performance and facilitate greater private sector participation over time.



REVIEW OF FINANCIAL PERFORMANCE

For the year ended 31 December 2025

Net loss for the year
(R7.1) billion
(2024: R3.5 billion
profit)

Headline loss per share
(R6.47)
(2024: R25.59 earnings
per share)

Adjusted EBITDA[△]
R1.2 billion
(2024: R6.3 billion)

Net cash[△]
R5.1 billion
(2024: R8.7 billion)

Total dividend per share
R4.00
for the full year

Total returns of
R701 million
to shareholders

DEON SMITH
CHIEF FINANCIAL OFFICER



Our 2025 performance reflects the impact of a materially weaker market environment, with soft seaborne thermal coal prices and a weaker US dollar, coupled with a stronger South African rand, weighing on both revenue and margins. Notwithstanding this volatile market environment, the Group delivered robust operational results, maintained balance sheet strength and continued to advance our strategic growth projects. Our focus remained firmly on managing the factors within our control – safety, cost discipline, operational efficiency, delivery of our capital projects and responsible capital allocation. These actions have seen Thungela remain resilient through a challenging commodity cycle.

Seaborne thermal coal prices continued to soften in 2025, with the Richards Bay Benchmark coal price averaging USD89.53 per tonne, down from USD105.30 per tonne in 2024. The Newcastle Benchmark coal price declined by 22% to an average of USD105.37 per tonne in 2025 from USD134.85 in 2024. Prices were impacted by weak demand from key seaborne markets, as pressure to meet energy demand with domestic coal and alternative energy sources reduced their coal imports. Meanwhile, robust production during the year from Indonesia, Australia and South Africa created an oversupply imbalance that the market could not fully absorb. The medium-term outlook for seaborne thermal coal prices has also softened, due in part to increased domestic production in China and India, together with delayed global supply discipline.

Foreign exchange dynamics also had a material impact on the Group's financial performance. In 2025, the South African rand was stronger relative to the US dollar, trading at an average rate of R17.89 per dollar, compared to R18.34 in 2024.

This movement was driven in part by dollar weakness stemming from geopolitical uncertainty, as well as US trade and foreign policy. At the same time, the rand strengthened relative to the dollar, supported by changes in the South African Reserve Bank's monetary policy stance and renewed optimism in emerging markets more broadly, and South Africa in particular.

The stronger rand and softer benchmark coal prices created a dual headwind to realised prices and, consequently, to earnings in 2025. To support margin resilience in this weaker environment the Group implemented a targeted cost efficiency programme during the year, which delivered approximately R700 million in cost reductions.

The Group's long-term valuation is highly sensitive to movements in benchmark coal prices and the exchange rate as these variables are the primary drivers of future cash generation. The majority of our revenue is earned in US dollars, while our operating costs are denominated in South African rand or Australian dollars. As a result, a stronger producing currency lowers the realised cash value of export receipts, compressing margins even in an environment of strong operational performance.

The combination of stronger producing currency predictions and lower forward-looking benchmark coal prices, at this juncture, results in reduced expected future margins and, consequently, impacts the recognised carrying values of our property, plant and equipment (PPE).

As a result of the prevailing market conditions at the reporting date, as well as the forward-looking coal prices and exchange rate forecasts, we have recognised non-cash impairment losses on PPE of R8.8 billion. The impairment has reduced our PPE balance to R12.1 billion, which now predominantly consists of capital invested after our 2021 listing, including spending on our strategic projects and the purchase of Ensham. The impairment losses therefore largely reflect a write-off of historical capital that had not yet been fully depreciated, particularly at operations nearing the end of their life of mine.

The factors considered in the determination of the value of the recoverable amounts of our PPE also impact the recoverability of the deferred tax assets, reflecting the potential future tax benefit to be realised on our taxable income in subsequent periods. Deferred tax assets of R1.1 billion have not been recognised at the reporting date on the basis of the assessment performed.

The impairment losses and impact of not recognising the deferred tax assets are non-cash items that do not impact the Group's cash flow, liquidity, or operational continuity. Thungela's long-term fundamentals remain intact. At current benchmark prices, a significant component of the seaborne market is expected to be loss-making, suggesting that, with concomitant supply discipline, commodity prices may normalise in the longer term.

When considering the impact of the impairment losses and the deferred tax assets not recognised, Thungela incurred a net loss of R7.1 billion in 2025, comprising a loss of R4.8 billion and R2.3 billion in South Africa and Australia, respectively. After adjusting for the post tax impact of the impairment losses, and profit on asset sales, the Group incurred a headline loss of R839 million, or R6.47 per share for the year.

Earnings were supported by strong net finance income of R2.7 billion, driven largely by net financing gains of R1.9 billion, of which R2.3 billion is from derivative currency instruments, offset by forex movements on cash held in foreign currency.

Despite the challenging market environment, the Group generated R2.4 billion of cash flow from operations and, after spending on sustaining capital^Δ requirements of R2.0 billion, realised adjusted operating free cash flow^Δ of R396 million. The cash generated in the year benefited from a release of working capital of R1.2 billion. The net cash^Δ balance at 31 December 2025 was R5.1 billion.

We continued to demonstrate strong operational performance in 2025 and have outperformed guidance on the back of strong productivity figures at the operations, supported by improved TFR rail performance.

In South Africa, our operations delivered 13.9Mt of export saleable production, exceeding the guidance range of between 12.8Mt and 13.6Mt. This performance was driven mainly by productivity improvements and the ramp-up of Annea. The higher achieved production partially offset the impact of inflation on unit costs, resulting in an FOB cost per export tonne^Δ of R1,176 (R1,170 per tonne excluding royalties). This is below the guidance range of R1,220 to R1,300 and 2.2% higher than the prior year, despite the impact of inflation and a lower domestic revenue offset.

Ensham produced 4.0Mt (on a 100% basis), within the guidance range of between 3.7Mt and 4.1Mt, despite encountering geological challenges in the first half of the year. The resultant FOB cost per export tonne^Δ was R1,598 (R1,435 per tonne excluding royalties), below the lower end of the guidance range.

Export equity sales from our South African operations amounted to 13.7Mt, compared to 12.6Mt in the previous year. This improvement is mainly attributable to improved TFR rail performance. Free-on-truck sales from export stockpiles continued mainly in the first half of the year and amounted to 764kt for 2025. At Ensham, we realised 4.0Mt of export equity sales, on a 100% basis, in line with the production.

The average discount to the Richards Bay Benchmark coal price was 16.6% in 2025, compared to 13.1% in 2024. The widening of the discount to the index can be attributed to weaker market conditions, which resulted in higher discounts throughout the year despite a lower benchmark index.

The discount to the Newcastle Benchmark coal price in 2025 was 0.4%, compared to the discount of 8.0% in 2024. The significantly narrower discount was driven by a relatively higher proportion of fixed-price contracts in the sales book, which were concluded based on a higher Newcastle Benchmark coal price.

Capital expenditure for the Group was R3.1 billion. In South Africa, sustaining capital expenditure^Δ amounted to R1.4 billion, compared to the guidance range of R1.4 billion to R1.7 billion; while expansionary capital expenditure was R1.1 billion, compared to the guidance range of R1.1 billion to R1.2 billion. Expansionary capex is mainly related to the Zibulo North Shaft life extension and LCBM projects. Sustaining capital expenditure^Δ at Ensham of R602 million was below the guidance range of R700 million to R950 million.

DELIVERING ON OUR STRATEGIC PRIORITIES

We continued to make good progress in driving our ESG aspirations, strengthening our environmental commitments through sustained cash collateralisation of our environmental liabilities.

In South Africa, we contributed a further R203 million to the green fund, as required by the providers of the financial guarantees. We also spent R284 million on rehabilitation in South Africa, mainly at the Kromdraai and Bokgoni sites at Khwezela. In Australia, we contributed a further R275 million to the Ensham green fund to be used as cash collateral for the Ensham rehabilitation liability, while we continue to pursue acceptance into the Queensland Financial Provisioning Scheme, and spent a further R227 million on rehabilitation activities. These activities and further investments increased Group environmental liability coverage^A to 63%, compared to 54% at 31 December 2024.

The 2025 financial year marked a pivotal moment in reshaping our South African portfolio, as two operations reached the end of their economic lives. Goedehoop's reserves reached end of life at the end of 2025, with a number of the Goedehoop sections and people transitioning to Annea. Isibonelo concluded operations following the expiry of its coal supply agreement with Sasol in December 2025. A restructuring process was initiated as a result of these transitions and we have recognised R308 million in restructuring costs, which were settled by the end of January 2026.

In November 2025, we announced the sale of Goedehoop North – although economical reserves are mined out, the remaining infrastructure provides an opportunity for neighbouring operations with long-life resources to continue to realise economic benefit from the infrastructure. The sale includes the transfer of the associated rehabilitation liability and further optimises the South African portfolio while strengthening the balance sheet. We have also entered into an agreement for the disposal of the Kleinkopje mining right at Khwezela. These transactions are subject to normal regulatory approvals in South Africa and are not yet effective at the reporting date.

The Group's long-term sustainability remains dependent on our strategic life extension projects.

The Zibulo North Shaft project was successfully completed in 2025. With a capital investment of R2.5 billion to date, the project delivered its first coal in June 2025, meeting the planned schedule and budget. We spent R702 million on the project in 2025, and we expect to spend a further R100 million on completion activities in 2026.

The shaft has now been handed over to the operational leadership team, and production ramp-up is underway. Importantly, development work to enable the underground connection with the existing Zibulo workings is progressing according to plan, positioning the asset for long-term operational integration and value creation.

Annea continues to ramp-up, with four sections successfully transferred from Goedehoop and steady state capacity is expected to be reached in 2026.

During 2025, we acquired a modular LNG plant at the LCBM project site and started construction of the associated site infrastructure. The proof of concept wellfield development and water treatment plant was also completed in 2025 and dewatering and gas well ramp-up have commenced. A total of R382 million in capex has been spent to date, and the project is expected to reach completion in 2026, which will include gas-to-power installations, featuring two 3MW gas generators at the Annea Colliery.

DISCIPLINED CAPITAL ALLOCATION

Our capital allocation framework remains central to our strategy and focuses on maintaining balance sheet resilience, investing in our long-life assets, and delivering returns to shareholders through the cycle.

Although adjusted operating free cash flow^A was negative in the second half of the year, the Group's strong net cash position of R5.1 billion and a further R3.2 billion in undrawn facilities provide the liquidity needed to navigate market volatility while meeting our obligations. As a result, and demonstrating its commitment to shareholder returns, the board has declared a final dividend of R2 per share, or R281 million in aggregate.

Following these returns, the Group maintains a cash buffer of approximately R4.7 billion, which the board considers appropriate in the current market environment.

Together with the interim dividend and share buyback, total shareholder returns relating to 2025 amount to R701 million, representing 177% of adjusted operating free cash flow^A.

CONCLUSION

We once again delivered strong operational performance in 2025, while maintaining balance sheet flexibility and advancing our strategic priorities. The year was however characterised by price weakness, unprecedented foreign currency volatility and margin compression across the seaborne coal market, which negatively impacted our earnings.

The non-cash impairment losses reflect the realities of the current commodity cycle, but the quality of our assets, demonstrated operational excellence and robust balance sheet position continue to provide resilience and a solid foundation for long-term value creation.

We remain focused on controlling the controllables, including safety, operational performance and disciplined capital allocation, ensuring that we are able to continue to deliver on our purpose to responsibly create value together for a shared future.

FINANCIAL OVERVIEW

Rand million (unless otherwise stated)	2025	2024
Revenue	29,599	35,554
Operating costs	(31,297)	(31,751)
(Loss)/profit for the reporting period	(7,107)	3,544
Attributable to non-controlling interests	(22)	(48)
Attributable to the equity shareholders of the Group	(7,085)	3,592
(Loss)/earnings per share (cents/share)	(5,464)	2,676
Headline (loss)/earnings per share (cents/share)	(647)	2,559
Dividends per share (cents/share)	400	1,300
APMs^Δ		
Adjusted EBITDA	1,216	6,255
Adjusted EBITDA margin (%)	4.1	18
FOB cost per export tonne (Rand/tonne) – South Africa	1,176	1,151
FOB cost per export tonne excluding royalties (Rand/tonne) – South Africa	1,170	1,130
FOB cost per export tonne (Rand/tonne) – Ensham Business ¹	1,598	1,674
FOB cost per export tonne excluding royalties (Rand/tonne) – Ensham Business ¹	1,435	1,433
Adjusted operating free cash flow	396	3,589
Net cash	5,054	8,671
Capital expenditure	(3,087)	(3,396)
Environmental liability coverage (%)	63	54
OPERATIONAL OVERVIEW		
kt		
South Africa		
Run of mine	23,066	25,235
Export saleable production	13,853	13,595
Domestic saleable production	3,755	6,500
Total saleable production	17,608	20,095
Export equity sales	13,741	12,551
Third-party export sales	420	468
Domestic sales from thermal export stockpiles	764	1,095
Other industrial and domestic sales	4,000	5,476
Total sales	18,925	19,590
Ensham		
Run of mine ¹	3,897	3,423
Export equity saleable production ¹	3,897	3,458
Commodity purchases from Bowen ²	88	610
Total saleable production	3,985	4,068
Export equity sales ³	4,022	4,068
Total sales	4,022	4,068

¹ Results for the Ensham Business reflect 100% of the operations thereof from 28 February 2025. Prior to this date, the results for the Ensham Business are reflected at 85%.

² Commodity purchases from Bowen reflect 15% of the operations of the Ensham Mine up to 28 February 2025.

³ The sales volume reflects 100% of the coal sold from the Ensham Mine. This includes tonnes sold in Australia at export-parity prices, which are considered export equity sales.

The table above reflects the financial results as disclosed in the consolidated financial statements for the year ended 31 December 2025, including the APMs as included in annexure 1 of this document. The results presented for the Group include the results of the Ensham Mine at 100% from 28 February 2025, following the acquisition of the 15% direct interest in the mine previously held by Bowen. Prior to this date, the results of Ensham are included at 85% based on our ownership thereof. Refer to note 2A and note 15 of the Annual Financial Statements for further details.

REVENUE

Revenue decreased by 17% to R29.6 billion (2024: R35.6 billion), driven primarily by materially lower benchmark coal prices and a stronger South African rand against the US dollar.

Total revenue from our South African operations was R22.1 billion, a decline of 16% compared to R26.3 billion in 2024 – largely due to a 15% year-on-year decrease in the Richards Bay Benchmark coal price. Domestic revenue fell by R1.3 billion year-on-year due to the lower sales volumes from Isibonelo, lower industrial demand and the sale of the Rietvlei Colliery in November 2024.

Our South African operations achieved an average realised export price of USD74.67 per tonne in 2025 compared to USD91.56 per tonne in 2024. Realisation as a percentage of the Richards Bay Benchmark coal price averaged 83.4% for 2025 (2024: 86.9%).

The widening of the discount to index can be attributed to weak market conditions, which resulted in higher discounts throughout the year despite a lower benchmark index.

Revenue from Australia decreased by 18% to R7.5 billion, compared to R9.3 billion in 2024, reflective of a 22% decline in the Newcastle Benchmark coal price year-on-year, offset by improved discounts.

Ensham achieved an average realised price of USD104.93 per tonne, compared to USD124.00 per tonne in 2024. The realised price as a percentage of the Newcastle Benchmark coal price averaged 99.6% for 2025. This narrow discount of 0.4%, compared to 8.0% in 2024, was the result of a higher proportion of fixed-price contracts concluded at prices above the benchmark coal price.

The stronger average exchange rate of the South African rand to the US dollar of R17.89 (2024: R18.34) had a negative translation impact on Group revenue, as export sales are denominated in US dollars.

OPERATING COSTS

Operating costs of R31.3 billion in 2025 reflect costs of R23.5 billion and R7.8 billion in South Africa and Australia, respectively, and have decreased by R454 million from R31.8 billion in 2024. The overall reduction reflects reduced on-mine cash costs, as well as lower commodity purchases and charges from environmental provisions.

Inflation impacted the business, increasing costs by 3.8% (2024: 4.9%) in South Africa and 3.9% in Australia.

Selling expenses in South Africa increased mainly due to the increased rail tonnes and in Australia following the acquisition of the 15% direct interest in Ensham.

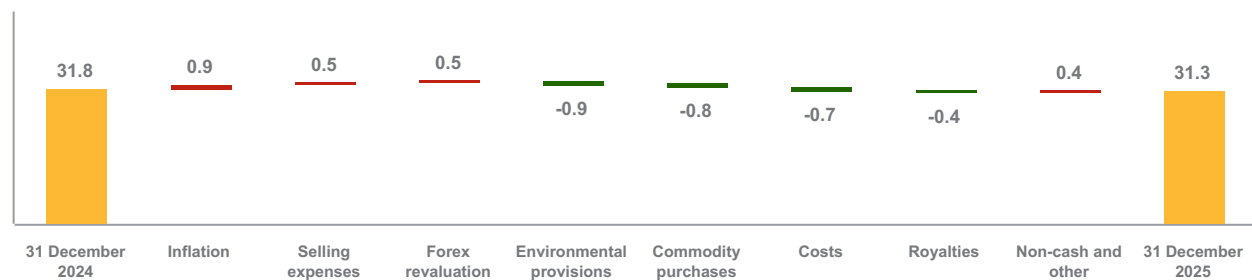
The stronger average exchange rate increased the net foreign exchange losses on receivables from export sales by R487 million compared to 2024.

Environmental provisions are primarily influenced by the amount of concurrent rehabilitation activities concluded in a year, the annual independent cost assessment of the future cost to be incurred, as well as the rates used to discount expected cash flows. The resultant non-cash charge for 2025 was R879 million lower than in 2024.

Commodity purchases in Australia were R1.1 billion lower in 2025, mainly as a result of the acquisition of the 15% direct interest in Ensham, which was offset by an increase in cash costs of R577 million to reflect the increased production. This resulted in a net cost reduction of R476 million in Australia. In the South African operations, the decrease in commodity purchases of R317 million in 2025 relates primarily to the impact of the reduced benchmark prices.

On-mine cash costs decreased by R749 million year-on-year, with the South African operations contributing approximately R600 million from targeted cost austerity measures. These measures continued into 2026, recognising the ongoing margin pressure.

Royalties decreased by approximately R200 million in each of the South African and Australian operations respectively, due to lower realised prices.



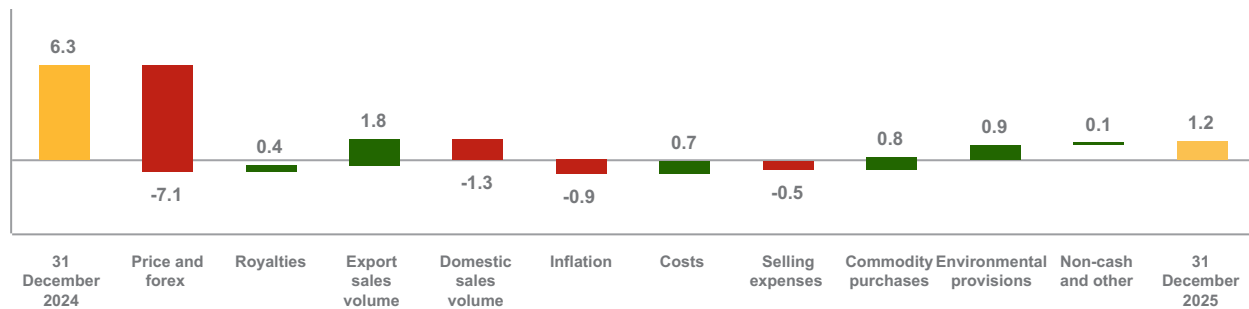
ADJUSTED EBITDA^Δ

The Group generated adjusted EBITDA^Δ of R1.2 billion (2024: R6.3 billion) at an adjusted EBITDA margin^Δ of 4.1%, compared to 18% in 2024. The decline in earnings was mainly driven by lower benchmark coal prices and a stronger average exchange rate of our producing currencies to the US dollar.

The positive impact from the higher export volumes sold by the South African operations was countered by the lower domestic sales, mainly due to the lower production at Isibonelo.

The movement in costs has been largely positive for the Group following targeted cost austerity, lower commodity purchases and a lower charge on the environmental provisions.

The Ensham Business contributed R851 million to adjusted EBITDA^Δ, while the South African business contributed R365 million – these figures include the margin earned by Thungela Marketing International.



PROFIT

We recorded a loss for the reporting period of R7.1 billion (2024: R3.5 billion profit), primarily driven by non-cash impairment losses of R8.8 billion (2024: R278 million) recognised across the South African operations (R7.1 billion) and the Australian operations (R1.7 billion).

Benchmark coal prices and exchange rates remain the primary drivers of long-term cash generation. As the majority of our revenue is earned in US dollars, while operating costs are largely denominated in the producing currencies, the relative strengthening of the South African rand and Australian dollar against the US dollar reduces the realised cash value of export receipts and places pressure on operating margins, despite solid operational delivery.

Benchmark prices have softened as a result of increased domestic supply from China and India, together with a lack of global supply discipline. The combination of stronger local currency predictions and lower forward-looking coal prices, results in reduced expected future margins and, consequently, impacts the carrying values of our PPE.

Based on the forward-looking prices and exchange rate forecasts at the reporting date, we have recognised impairment losses of R8.8 billion, reducing our PPE balance to R12.1 billion. This balance now consists mainly of capital invested subsequent to our listing in 2021, including spend on our strategic projects and the acquisition of Ensham. The impairment losses thus largely reflect a write-off of historical capital that had not yet been fully depreciated.

Given the outcome of the impairment assessment performed, the recoverability of the deferred tax assets, reflecting future available tax benefits, was re-assessed. Deferred tax assets of R1.1 billion have not been recognised, which has increased the loss recognised for the year.

The impairment losses and impact of not recognising the deferred tax assets are non-cash in nature and do not affect the Group's liquidity, cash flow or operational continuity. Importantly, our long-term fundamentals remain intact. At the prevailing benchmark prices, a significant portion of the seaborne market is expected to be loss-making, which suggests that, with concomitant supply discipline, prices may normalise in due course.

As part of our foreign currency risk management activities, the Group entered into and settled several contracts for the sale of foreign currency in 2025. Net finance income of R2.7 billion includes R2.3 billion from gains on derivatives held over future conversions of foreign currency, of which R1.3 billion has been realised in cash.

The Group recognised an income tax credit of R889 million for 2025 as a result of losses incurred in the various underlying statutory entities.

Excluding the after-tax impact of the impairment losses and profit on asset disposals, the Group incurred a headline loss of R839 million, compared to headline earnings of R3.4 billion in 2024.

EARNINGS PER SHARE AND HEADLINE EARNINGS PER SHARE

The loss attributable to the equity shareholders of the Group of R7.1 billion is equivalent to a loss of R54.64 per share, compared to earnings of R26.76 per share in 2024.

The headline loss attributable to the equity shareholders of the Group of R839 million is equivalent to a loss of R6.47 per share, compared to headline earnings of R25.59 per share in 2024.

To determine the headline loss for the year, the loss attributable to the equity shareholders of the Group was adjusted for the after-tax impact of the impairment losses, partially offset by the profit on disposal of assets.

These per share figures are based on a weighted average number of shares outstanding of 129,655,457 (2024: 134,238,447), with the decrease largely attributable to the impact of the share buybacks undertaken in the year.

NET WORKING CAPITAL

Net working capital at 31 December 2025 was R753 million (31 December 2024: R2.3 billion).

The decrease in net working capital is mainly attributable to the movement in trade receivables, which was impacted by lower realised coal prices and a stronger South African rand at the reporting date.

Inventory balances reduced mainly as on-mine stockpiles in South Africa reduced, enabled by improved TFR performance and higher sales volumes.

Group trade payables increased due to fluctuations in the timing of payments to suppliers.



ADJUSTED OPERATING FREE CASH FLOW^Δ AND CASH AND CASH EQUIVALENTS

The Group generated R2.4 billion in cash flows from operations and, after funding our sustaining capital expenditure^Δ of R2.0 billion, generated adjusted operating free cash flow^Δ of R396 million (2024: R3.6 billion). This demonstrates the portfolio's continued cash-generating ability, despite the impact of weaker market conditions on revenue and earnings.

Strong operational performance, particularly in South Africa, supported by improved rail performance and higher sales, helped offset the impact of lower realised prices.

The difference between the adjusted EBITDA^Δ and the adjusted operating free cash flow^Δ generated is mainly attributable to the impact of derivative settlements, a release of working capital, sustaining capex^Δ, cash spent on environmental and other provisions and tax payments.



Adjusted operating free cash flow^Δ was positively impacted by the cash inflows from the settlement of derivative contracts related to the sale of foreign currency, amounting to R1.3 billion.

In total, sustaining capex^Δ reduced adjusted operating free cash flow^Δ by R2.0 billion, reflecting R1.4 billion in South Africa and R602 million at Ensham.

Amounts applied to reduce environmental and other provisions of R841 million include R511 million spent on continued rehabilitation work focused on the Khwezela Colliery and at Ensham, as well as the payment of the restructuring costs related to Goedehoop and Isibonelo.

The Group paid income taxes of R683 million, of which R490 million related to Ensham.

The Group ended the year with cash and cash equivalents of R6.1 billion. After deducting the R1.0 billion cash held in the trusts, net cash^Δ amounted to R5.1 billion at the end of the year.

ENVIRONMENTAL PROVISIONS

Environmental provisions are comprehensively assessed on an annual basis and determined with assistance from specialist independent environmental consultants.

The environmental provisions recognised at 31 December 2025 amounted to R12.8 billion (2024: R12.0 billion), with the increase mainly as a result of the acquisition of the 15% direct interest in Ensham.

Investments ringfenced in the environmental rehabilitation trusts and the green funds in South Africa and Australia equated to R8.0 billion (2024: R6.4 billion).

In South Africa, in line with our commitment to the providers of financial guarantees, we contributed R203 million to the green fund in 2025. In Australia, we contributed a further R275 million to an investment vehicle, similar to the green fund, to secure the financial surety required by the Queensland Financial Provisioning Scheme rules.

Our environmental liability coverage^Δ for the South African operations has increased to 83%. When combined with the Ensham Mine, Group coverage has increased to 63% (2024: 54%), as we continue our efforts to cash collateralise our rehabilitation obligations.

SOUTH AFRICAN OPERATIONS

OPERATIONAL PERFORMANCE

Run of mine production decreased by 8.6% to 23,066kt (2024: 25,235kt). The decline was mainly driven by high rainfall at Khwezela and Isibonelo in the first half of the year, and operational challenges at several underground sections. These impacts were partially offset by the continued ramp-up at Annea. The prior year run of mine also benefited from the contribution of Rietvlei, up to its sale in November 2024.

Export saleable production increased by 1.9% to 13,853kt (2024: 13,595kt). Higher production was supported by the ramp-up of Annea and improved equipment efficiency at Mafube, which countered lower yields at Zibulo and Greenside and weather-related disruptions at Khwezela.

Export equity sales increased by 9.5% to 13,741kt (2024: 12,551kt), reflecting improved rail performance from TFR.

Our strategy to manage on-mine stockpile capacity continued through the sale of lower quality export coal into the domestic market through free-on-truck sales of 764kt (2024: 1,095kt) mainly in the first half of the year.

Domestic saleable production decreased by 42% to 3,755kt (2024: 6,500kt), driven primarily by reduced production at Isibonelo, which was negatively impacted by heavy rainfall, the sale of Rietvlei in 2024 and a decline at the other operations as a result of reduced domestic demand. Domestic sales decreased by 27% to 4,000kt (2024: 5,476kt).

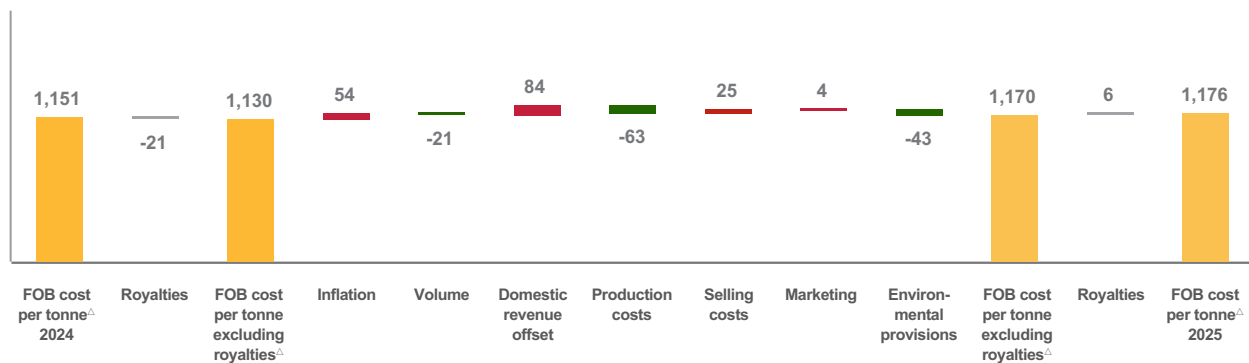
FOB COST PER EXPORT TONNE^Δ

The FOB cost per export tonne excluding royalties^Δ was R1,170 in 2025, compared to R1,130 in the previous year.

The increase was mainly due to inflationary pressures, a lower domestic revenue offset, and higher selling costs.

Higher export production, lower production costs and a reduced non-cash charge related to the annual reassessment of environmental provisions partially curtailed the upward pressure on unit costs.

Including royalties, the FOB cost per tonne^Δ increased by 2.2% to R1,176, compared to R1,151 in 2024.



CAPITAL EXPENDITURE

Capital expenditure in South Africa totalled R2.5 billion (2024: R2.8 billion), comprising both sustaining capex^Δ and expansionary capex.

Stay-in-business capex of R1.1 billion (2024: R903 million) was mainly spent on machine overhauls.

Stripping and development capex increased to R306 million (2024: R192 million), largely driven by work undertaken to access life-of-mine reserves at Khwezela.

Expansionary capex of R1.1 billion in 2025 included R702 million on the Zibulo North Shaft project and R45 million on the Elders project. The projects are both complete – R100 million remains to be spent on Zibulo North Shaft in the first half of 2026. The LCBM project is also progressing well, with R382 million spent to date (R361 million in 2025). The LNG will initially be used to generate power at our Annea operation. The generators and regassification equipment have been procured and installation has commenced.

ENSHAM BUSINESS

OPERATIONAL PERFORMANCE

In 2025, Ensham produced 3,985kt of export saleable production on a 100% basis, inclusive of 88kt purchased from Bowen (prior to the acquisition of the 15% direct interest in Ensham). This compares to 4,068kt on a 100% basis in 2024.

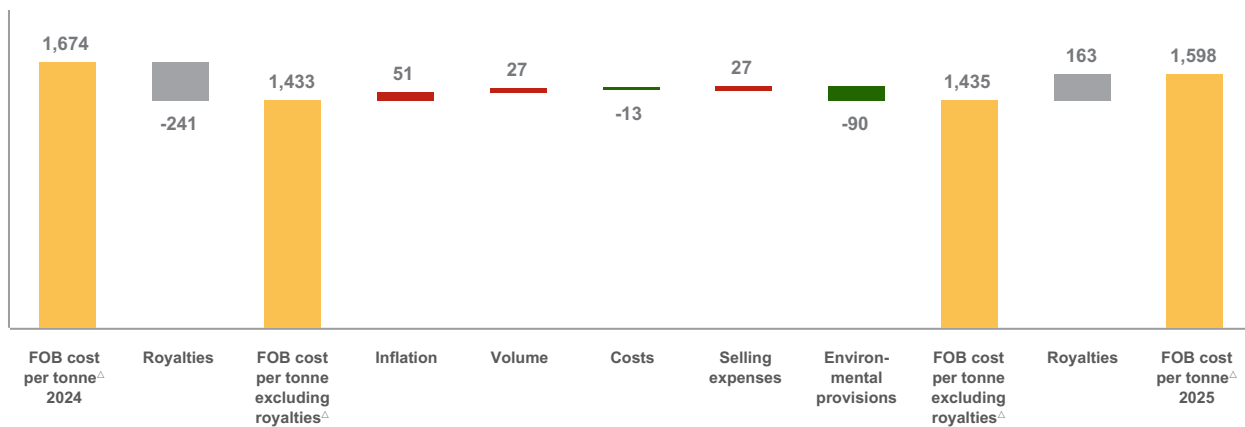
As anticipated, the marginally lower production in 2025 reflects the impact of geological challenges encountered in the first half of the year.

Export equity sales totalled 4,022kt (2024: 4,068kt), including volumes sold domestically in Australia at export-parity prices or better.

FOB COST PER EXPORT TONNE^Δ

The FOB cost per export tonne excluding royalties^Δ remained flat at R1,435 per tonne (2024: R1,433 per tonne). This was largely due to a lower non-cash charge on the environmental provisions, offset by inflation and higher selling expenses following above inflationary rate adjustments and additional rail acquired to fulfil sales commitments.

Including royalties, the FOB cost per tonne^Δ was R1,598 (2024: R1,674 per tonne). The lower royalty expense in 2025 is consistent with the softer benchmark price environment.



CAPITAL EXPENDITURE

The Ensham Business incurred sustaining capital expenditure of R602 million in 2025 (2024: R605 million), which was spent mainly on machinery overhauls and acquiring new mining equipment to address operational requirements.

CAPITAL ALLOCATION

Thungela's capital allocation framework remains a cornerstone of our strategy and prioritises maintaining balance sheet resilience, ensuring the long-term sustainability of our assets by investing through the commodity cycle, while also prioritising returns to shareholders.

Despite a materially weaker price environment and stronger producing currencies against the US dollar, the Group generated R2.4 billion in cash flow from operating activities in 2025. We continued to invest in the long-term future of the business, investing R2.0 billion in sustaining capital expenditure^Δ during the year. After sustaining capital^Δ, the Group generated adjusted operating free cash flow^Δ of R396 million.

We continued to increase our environmental liability coverage^Δ, contributing R203 million to the green fund in South Africa and R275 million to an Australian rehabilitation investment vehicle. Environmental liability coverage^Δ was 63% at the end of 2025, compared to 54% at the end of the previous year.

At 31 December 2025, the Group's net cash^Δ position was R5.1 billion. In addition, we have access to a further R3.2 billion of undrawn facilities. This robust liquidity position ensures that we remain well placed to manage market volatility and fund our investments through the cycle, while at the same time allowing for shareholder returns.

With our key life-extension projects in South Africa now substantially complete, the Group is not currently reserving cash to complete future capital expenditure commitments.

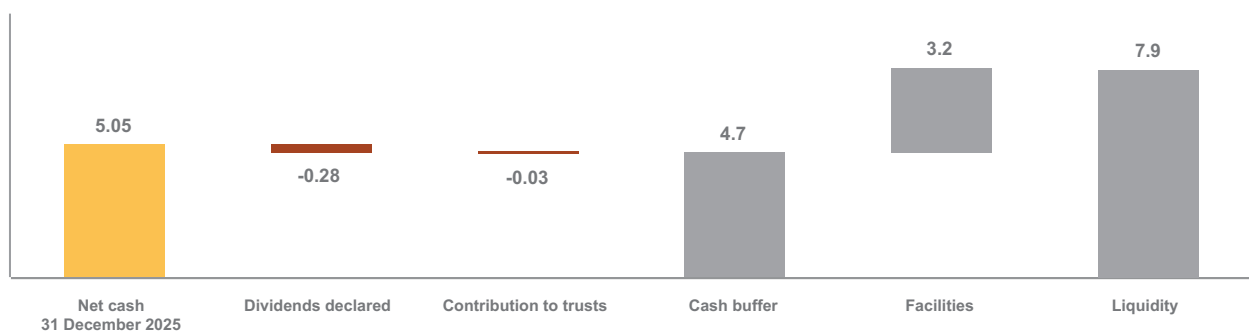
The Group's dividend policy is to distribute a minimum of 30% of adjusted operating free cash flow^Δ in the preceding period to shareholders. However, for the second half of 2025, we incurred negative adjusting operating free cash flow^Δ of R88 million (compared to R484 million generated in the first half), which required the board to exercise its discretion in determining an appropriate ordinary dividend under the current circumstances.

The board remains committed to prioritising shareholder returns where the balance sheet allows for it and where the future prospects of the Group remain supportive of such a payout. Accordingly, the board has approved a final dividend of R2 per share, or R281 million.

Together with the interim dividend of R281 million and share buyback of R139 million completed following our interim results, this brings total shareholder returns relating to 2025 performance up to R701 million in aggregate, representing 177% of adjusted operating free cash flow^Δ generated in 2025.

The Sisonke Employee Empowerment Scheme and the Nkulo Community Partnership Trust will also receive a further R31 million collectively. This is in addition to the R31 million they received based on the results in the first half of the year.

These distributions result in the Group maintaining a cash buffer of approximately R4.7 billion, which the board considers to be appropriate given the current market environment.



This graph does not reflect historical financial information, other than the net cash^Δ balance at 31 December 2025. This is accordingly a conceptual representation of the intended utilisation of the net cash^Δ on hand at the reporting date.

OPERATIONAL GUIDANCE – 2026

	South Africa	Ensham
Export saleable production (Mt)	13.0 – 13.6	3.9 – 4.2
FOB cost per export tonne ^Δ (Rand/tonne)	1,330 – 1,380	1,650 – 1,740
FOB cost per export tonne excluding royalties ^Δ (Rand/tonne)	1,320 – 1,370	1,480 – 1,570
Capital – sustaining ^Δ (Rand million)	700 – 1,000	500 – 700
Capital – expansionary (Rand million)	100	nil

SOUTH AFRICAN OPERATIONS

Export saleable production guidance for 2026 of 13.0Mt to 13.6Mt reflects the changes in our production footprint, coupled with an expectation of further improvements in TFR performance.

Our production footprint is in transition. The Annea Colliery continues to ramp-up and is expected to reach steady state production run rates in 2026 – replacing volumes from Goedehoop following its closure at the end of 2025. Zibulo North is also in ramp-up and is expected to reach steady state production run rates in 2027, while 2026 will be the final year for the Zibulo opencast operation. Production in 2027 is expected to be broadly in line with 2026.

FOB cost per export tonne excluding royalties^Δ is expected to be between R1,320 and R1,370, in line with previous guidance assumptions adjusted for inflation. The equivalent cost including royalties is expected to be between R1,330 and R1,380 per tonne.

Sustaining capital expenditure^Δ is expected to range between R700 million and R1.0 billion. Expansionary capital expenditure of approximately R100 million is expected in 2026, primarily related to completion activities at the Zibulo North Shaft.

ENSHAM

Export saleable production guidance for 2026 is 3.9Mt to 4.2Mt. The mine has a more stable operating base and is now better equipped to traverse geological faults, while we have also made good progress on improving productivity. Production in 2027 is expected to be broadly in line with 2026 levels.

FOB cost per export tonne excluding royalties^Δ is expected to be between R1,480 and R1,570 in 2026. The equivalent cost including royalties is expected to range between R1,650 and R1,740 per tonne.

Sustaining capital expenditure^Δ at Ensham is expected to be between R500 million and R700 million.



SUMMARISED CONSOLIDATED FINANCIAL STATEMENTS

SUMMARISED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended 31 December 2025

Rand million	2025	2024
Revenue	29,599	35,554
Operating costs	(31,297)	(31,751)
Transactions arising from the acquisition of the Ensham Business	(125)	(9)
Acquisition and integration costs	(93)	–
Expenses for conditional shares granted to non-controlling interests	–	(9)
Fair value adjustments to acquisition-related derivatives	(32)	–
Profit on disposal of investment in subsidiary	–	601
Profit on disposal of operation	250	–
Impairment losses	(8,785)	(278)
Restructuring costs and termination benefits	(308)	(13)
(Loss)/profit before net finance income and tax	(10,666)	4,104
Net finance income	2,670	894
Investment income	1,818	1,393
Interest expense	(1,088)	(1,157)
Other net financing gains	1,940	658
(Loss)/profit before tax	(7,996)	4,998
Income tax credit/(expense)	889	(1,454)
(Loss)/profit for the reporting period	(7,107)	3,544
Attributable to:		
Non-controlling interests	(22)	(48)
Equity shareholders of the Group	(7,085)	3,592
Other comprehensive loss		
Items that may be reclassified to profit or loss		
Foreign exchange translation losses	(316)	(373)
Items that will not be reclassified to profit or loss		
Remeasurement of retirement benefit obligations	(29)	(9)
Related tax	8	2
Other comprehensive loss for the reporting period	(337)	(380)
Total comprehensive (loss)/income for the reporting period	(7,444)	3,164
Attributable to:		
Non-controlling interests	(26)	(69)
Equity shareholders of the Group	(7,418)	3,233
(Loss)/earnings per share		
Basic (cents/share)	(5,464)	2,676
Diluted (cents/share)	(5,378)	2,642

The consolidated financial statements from which this extract was derived have been prepared under the supervision of Deon Smith CA(SA), chief financial officer. The summarised consolidated financial statements are derived from the consolidated and separate financial statements on which PricewaterhouseCoopers Incorporated has expressed an unqualified opinion. A copy of the independent auditor's opinion, together with the Annual Financial Statements is available on www.thungela.com/investors/financial-results

SUMMARISED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 31 December 2025

Rand million	2025	2024
Assets		
Non-current assets		
Intangible assets	134	300
Property, plant and equipment	12,121	19,722
Environmental rehabilitation trusts	5,296	4,266
Investment in associate	187	199
Deferred tax assets	1,183	770
Financial asset investments	2,729	2,259
Investment in insurance structure	1,578	1,489
Trade and other receivables	617	229
Other non-current assets	71	66
Total non-current assets	23,916	29,300
Current assets		
Inventories	3,079	3,444
Trade and other receivables	4,088	4,977
Current tax assets	57	235
Financial asset investments	66	18
Derivative financial instruments	508	–
Cash and cash equivalents	6,071	10,103
Total current assets	13,869	18,777
Total assets	37,785	48,077
Equity		
Stated capital	11,323	11,323
Contributed capital	965	965
Merger reserve	2,606	2,606
Treasury shares	(1,539)	(980)
Share-based payments reserve	218	246
Other reserves	(385)	(49)
Retained earnings	2,824	11,449
Equity attributable to the shareholders of the Group	16,012	25,560
Non-controlling interests	166	544
Total equity	16,178	26,104
Liabilities		
Non-current liabilities		
Lease liabilities	49	19
Retirement benefit obligations	447	400
Deferred tax liabilities	495	1,567
Derivative financial instruments	153	–
Trade and other payables	27	–
Environmental and other provisions	12,397	11,789
Total non-current liabilities	13,568	13,775
Current liabilities		
Trade and other payables	6,414	6,093
Lease liabilities	37	31
Environmental and other provisions	1,398	1,130
Derivative financial instruments	–	462
Current tax liabilities	190	482
Total current liabilities	8,039	8,198
Total liabilities	21,607	21,973
Total equity and liabilities	37,785	48,077

SUMMARISED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the year ended 31 December 2025

Rand million	Stated capital	Contributed capital	Merger reserve	Treasury shares
Balance at 1 January 2024	11,323	965	2,606	(493)
Purchase of shares by Group companies	—	—	—	(724)
Total comprehensive (loss)/income for the reporting period	—	—	—	—
Dividends declared in the reporting period	—	—	—	—
Movements in share-based payments reserve ²	—	—	—	—
Conditional shares granted to non-controlling interests in the Ensham Business	—	—	—	—
Change in ownership of the Ensham Business	—	—	—	—
Disposal of investment in subsidiary	—	—	—	—
Treasury shares issued to employees on vesting of share awards	—	—	—	237
Balance at 31 December 2024	11,323	965	2,606	(980)
Purchase of shares by Group companies	—	—	—	(772)
Total comprehensive loss for the reporting period	—	—	—	—
Dividends declared in the reporting period	—	—	—	—
Movements in share-based payments reserve ²	—	—	—	—
Change in ownership of the Ensham Business	—	—	—	—
Reclassification	—	—	—	—
Treasury shares issued to employees on vesting of share awards	—	—	—	213
Balance at 31 December 2025	11,323	965	2,606	(1,539)

¹ Includes the retirement benefit obligation reserve of R132 million (2024: R153 million) and the foreign currency translation reserve with a debit of R517 million (2024: R202 million).

² Includes movements as a result of share-based payment expenses of R177 million (2024: R145 million), reduced by the impact of the vesting of shares of R130 million (2024: R113 million) under the Thungela share plan.

Share-based payments reserve	Other reserves ¹	Retained earnings	Total equity attributable to shareholders of the Group	Non- controlling interests	Total equity
214	308	9,686	24,609	(13)	24,596
—	—	—	(724)	—	(724)
—	(359)	3,592	3,233	(69)	3,164
—	—	(1,630)	(1,630)	(44)	(1,674)
32	—	113	145	—	145
9	—	—	9	—	9
(9)	2	(75)	(82)	82	—
—	—	—	—	588	588
—	—	(237)	—	—	—
246	(49)	11,449	25,560	544	26,104
—	—	—	(772)	—	(772)
—	(333)	(7,085)	(7,418)	(26)	(7,444)
—	—	(1,722)	(1,722)	—	(1,722)
47	—	130	177	—	177
(75)	(19)	285	191	(356)	(165)
—	16	(20)	(4)	4	—
—	—	(213)	—	—	—
218	(385)	2,824	16,012	166	16,178

SUMMARISED CONSOLIDATED STATEMENT OF CASH FLOWS

For the year ended 31 December 2025

Rand million	2025	2024
Cash flows from operating activities		
(Loss)/profit before tax	(7,996)	4,998
Net finance income	(2,670)	(894)
(Loss)/profit before net finance income and tax	(10,666)	4,104
Costs arising from the acquisition of the Ensham Business	32	9
Profit on disposal of investment in subsidiary	—	(601)
Profit on disposal of operation	(250)	—
Impairment losses	8,785	278
Depreciation and amortisation	2,914	2,452
Share-based payment charges	183	145
Increase in provisions	417	443
(Profit)/loss on disposal of property, plant and equipment	(48)	14
Other adjustments	(1)	(3)
Movements in working capital	1,217	(99)
Decrease in inventories	433	452
Decrease/(increase) in trade and other receivables	532	(1,055)
Increase in trade and other payables	252	504
Cash flows from operations	2,583	6,742
Amounts applied to reduce environmental and other provisions	(841)	(1,016)
Settlement of derivative financial instruments	1,309	905
Income tax paid	(683)	(1,342)
Net cash generated from operating activities	2,368	5,289
Cash flows from investing activities		
Expenditure on property, plant and equipment	(3,051)	(3,333)
Purchase of right-of-use assets	(36)	(130)
Proceeds on disposal of property, plant and equipment	58	—
Expenditure on intangible assets	(36)	(63)
Cash outflow on the acquisition of the Ensham Business	(481)	—
Purchase of financial asset investments	(664)	(1,179)
Disposal of financial asset investments	180	—
Repayment of loans granted to investees	35	35
Repayment/(advance) of quasi-equity loans to associate	12	(121)
Investment income received	493	685
Proceeds received on disposal of operation	220	—
Proceeds received on disposal of investment in subsidiary	—	186
Net cash utilised in investing activities	(3,270)	(3,920)
Cash flows from financing activities		
Interest expense paid	(111)	(76)
Capital repayment of lease liabilities	(49)	(47)
Advance of loans and borrowings	—	113
Purchase of shares by Group companies	(772)	(724)
Dividends paid to the equity shareholders of the Group	(1,670)	(1,630)
Dividends paid to non-controlling interests	—	(44)
Cash outflow on acquisition of additional interest in the Ensham Business	(30)	—
Net cash utilised in financing activities	(2,632)	(2,408)
Net decrease in cash and cash equivalents	(3,534)	(1,039)
Cash and cash equivalents at the start of the reporting period	10,103	10,959
Net decrease in cash and cash equivalents	(3,534)	(1,039)
Effects of changes in foreign exchange rates ¹	(498)	183
Cash and cash equivalents at the end of the reporting period	6,071	10,103

¹ Effects of changes in foreign exchange rates consist of foreign exchange losses on cash and cash equivalents of R341 million (2024: R281 million gains) recognised in net finance income, and losses on the revaluation of the cash balances held in foreign subsidiaries of R157 million (2024: R98 million) recognised in other comprehensive income.

REVIEW OF OPERATIONAL PERFORMANCE

For the year ended 31 December 2025

UNDERGROUND OPERATIONS

GOEDEHOOP COLLIERY

	2025	2024
Fatalities	—	—
TRCFR	1.46	1.10
Total saleable production (kt)	3,700	3,378
Export saleable production (kt)	2,724	2,258
Domestic production (kt)	976	1,120
FOB cost per tonne ^Δ (Rand/tonne)	1,298	1,420
FOB cost per tonne excluding royalties ^Δ (Rand/tonne)	1,290	1,388
Capex (Rand million)	—	—

Safety

Goedehoop recorded a TRCFR of 1.46, compared to 1.10 in 2024. Total mining activity reduced as the operation approached the end of life, and sections were planned to transition to Annea. These lower hours contributed to a higher frequency rate, notwithstanding the fact that the mine recorded three recordable incidents in 2025, the same number as in the prior year.

Performance

Export saleable production of 2,724kt for the year was 21% higher than the comparative period, largely as a result of coal from Annea (1,031kt) being washed at Goedehoop. This was done in order to utilise the capacity in the Goedehoop processing plant while the long-term processing solution for Annea was still being brought online.

Domestic saleable production decreased by 13% to 976kt as demand from domestic customers reduced.

FOB cost per tonne excluding royalties^Δ of R1,290 was 7.1% lower than the comparative period due to the higher production.

Reserves at Goedehoop reached the end of economic life and the mine transitioned into care and maintenance at the end of 2025.

GREENSIDE COLLIERY

	2025	2024
Fatalities	—	—
TRCFR	1.60	1.11
Total saleable production (kt)	2,253	2,312
Export saleable production (kt)	2,253	2,312
Domestic production (kt)	—	—
FOB cost per tonne ^Δ (Rand/tonne)	1,333	1,177
FOB cost per tonne excluding royalties ^Δ (Rand/tonne)	1,334	1,143
Capex (Rand million)	44	21

Safety

Greenside recorded a TRCFR of 1.60, compared to 1.11 in the prior year, following four recordable incidents in 2025 (2024: three incidents).

Performance

Export saleable production of 2,253kt for the year was 2.6% lower than the comparative period. This decrease was driven primarily by lower yields.

FOB cost per tonne excluding royalties^Δ of R1,334 was 17% higher than the comparative period, mainly due to lower production and higher maintenance costs aligned to the mine's current operational strategy. These costs are expected to moderate as the Greenside operation nears its end of life.

ZIBULO COLLIERY

	2025	2024
Fatalities	—	—
TRCFR	2.56	0.79
Total saleable production (kt)	4,535	5,004
Export saleable production (kt)	4,535	5,004
Domestic production (kt)	—	—
FOB cost per tonne ^Δ (Rand/tonne)	1,127	1,054
FOB cost per tonne excluding royalties ^Δ (Rand/tonne)	1,122	1,049
Capex (Rand million)	950	1,508

Safety

Zibulo recorded a TRCFR of 2.56, compared to 0.79 in the prior year, following eight recordable incidents (2024: three incidents). The mine continuously reinvigorates the safety campaigns to regain previous benchmark performances and this remains a focus area for the executive.

Performance

Export saleable production of 4,535kt in 2025 was 9.4% lower than the prior period, driven by lower yields and operational challenges.

FOB cost per tonne excluding royalties^Δ of R1,122 was 7.0% higher, mainly as a result of the lower production, as well as higher maintenance consumables and contractor costs associated with the ramp-up of the North Shaft.

ENSHAM MINE

	2025	2024
Fatalities	—	—
TRCFR	15.72	13.21
Total saleable production (kt)	3,985	4,068
Export saleable production ¹ (kt)	3,897	3,458
Commodity purchases from Bowen (kt) ²	88	610
Domestic production (kt)	—	—
FOB cost per tonne ^Δ (Rand/tonne)	1,598	1,674
FOB cost per tonne excluding royalties ^Δ (Rand/tonne)	1,435	1,433
Capex (Rand million)	602	605

Safety

Ensham recorded a TRCFR of 15.72 in 2025, a deterioration from 13.21 last year. Our focus remains on reducing recordable injuries at Ensham through targeted safety improvement plans for 2026.

Performance

Ensham produced 3,985kt of export saleable production on a 100% basis in 2025, marginally lower than 2024 due to the impact of geological challenges experienced in the first half of the year. Total saleable production includes 88kt of commodity purchases from Bowen in the first quarter, compared to 610kt in 2024.

The FOB cost per tonne^Δ was R1,598 per tonne, or R1,435 per tonne excluding royalties. The lower cost compared to the prior year is attributable to a lower non-cash adjustment related to the environmental provisions, offset by inflation and higher selling expenses.

¹ Results for the Ensham Business reflect 100% of the operations thereof from 28 February 2025. Prior to this date, results for the Ensham Business are reflected at 85%.

² Commodity purchases from Bowen reflect 15% of the operations of the Ensham Mine, up to 28 February 2025.

OPENCAST OPERATIONS

KHWEZELA COLLIERY

	2025	2024
Fatalities	—	—
TRCFR	0.75	0.46
Total saleable production (kt)	2,012	2,239
Export saleable production (kt)	2,012	2,239
Domestic production (kt)	—	—
FOB cost per tonne ^Δ (Rand/tonne)	1,464	1,130
FOB cost per tonne excluding royalties ^Δ (Rand/tonne)	1,469	1,112
Capex (Rand million)	336	133

Safety

Khwezela recorded a TRCFR of 0.75 in 2025, with two recordable incidents, compared with 0.46 and one incident in the prior year.

Performance

Export saleable production decreased by 10% to 2,012kt, primarily due to high rainfall which negatively impacted haul road conditions and access to coal in the pit in the first half of the year.

FOB cost per tonne excluding royalties^Δ of R1,469 increased by 32% compared to the prior period due to the lower production, a lower credit on the non-cash cost relating to environmental provisions and higher contractor costs related to support required to ensure safe and productive operations in wet conditions.

MAFUBE COLLIERY (ATTRIBUTABLE)

	2025	2024
Fatalities	—	—
TRCFR	1.56	1.92
Total saleable production (kt)	1,888	1,700
Export saleable production (kt)	1,888	1,700
Domestic production (kt)	—	—
FOB cost per tonne ^Δ (Rand/tonne)	946	970
FOB cost per tonne excluding royalties ^Δ (Rand/tonne)	944	949
Capex (Rand million)	193	145

Safety

Mafube recorded an improved TRCFR of 1.56 in 2025, compared to 1.92 in the prior period. The mine reported four recordable incidents in both years, but these occurred over increased operating hours in 2025.

Performance

Export saleable production increased by 11% to 1,888kt, reflecting improved equipment performance and fewer operational challenges compared to 2024.

FOB cost per tonne excluding royalties^Δ of R944 decreased marginally, supported by the higher production base and improved mining practices offset by an increase in the non-cash charge related to the environmental provisions.

ISIBONELO COLLIERY

	2025	2024
Fatalities	—	—
TRCFR	0.61	1.67
Total saleable production (kt)	3,235	4,194
Domestic production (kt) (incl. coal purchases)	3,235	4,194
Capex (Rand million)	—	45

Safety

Isibonelo recorded an improved TRCFR of 0.61 (one incident) in 2025, compared to 1.67 (three incidents) in the prior year. The improvement was delivered through focused safety initiatives.

Performance

Domestic saleable production was 23% lower at 3,235kt in 2025 as productivity was negatively impacted by high rainfall in the first half of the year.

Isibonelo has transitioned to care and maintenance from January 2026.



06 GOVERNANCE

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BOARD OF DIRECTORS



Sango Siviwe Ntsaluba
Independent non-executive chairman

BCom, BCompt (Hons), CTA, HDip Tax Law, MCom in Development Finance, CA(SA)



Age: 65
Nationality: South African

Appointed: 1 January 2021

Sango is the founder and chief executive officer of Aurelian Capital and also co-founded SNG-Grant Thornton, a leading auditing and accounting firm. He has a wealth of knowledge and experience, having spent over three decades in leadership positions in operations, investment and finance. He has extensive board experience in listed, public sector and unlisted companies locally and abroad. Sango brings invaluable experience to the board on governance, analytical analysis, sensitivities to emerging world trends, and a strong understanding of social and environmental matters.

Skills and experience

Leadership, investment, auditing, operations, taxation, board experience, governance, financial services, transport, logistics, mining, sustainability



Kholeka Winifred Mzondeki
Independent non-executive director

BCom, FCCA (UK)



Age: 58
Nationality: South African

Appointed: 12 February 2021

Kholeka has over 20 years' experience in governance and senior financial management. She has served as financial director and chief financial officer in several organisations, including the Fortune 500 company, 3M. In addition, she has served and is serving on several boards and was chairman of Trudon Proprietary Limited (Yellow Pages), a subsidiary of Telkom SA SOC Limited. Kholeka was part of the team that pioneered Trudon's digital journey. She has been a finalist in the Nedbank/BWA Businesswoman of the Year Award and has also served as an audit member at the United Nations World Food Programme on a pro bono basis.

Skills and experience

Management, risk management, retail, consumer, sustainability, IT, digital technology, governance, finance, accounting, strategy, board experience, leadership



Benjamin (Ben) Monaheng Kodisang
Independent non-executive director

BCom, BCompt (Hons), CA(SA)



Age: 55
Nationality: South African

Appointed: 16 March 2021

Ben is the founder and chief executive officer of ALT Capital Partners and has over 25 years of investment and business experience across asset classes throughout the African continent. He serves on several boards, including, Absa Bank Botswana Limited, Vukile Property Fund Limited and Sphere Private Equity Proprietary Limited. Prior to this, he was chairman of the South African Property Owners Association and Wesgro. In addition, Ben was chief executive officer of Sanlam Alternatives, and a managing director of STANLIB Asset Management Limited and Old Mutual Property Proprietary Limited.

Skills and experience

Operations, finance, business development, risk management, investment banking, fund management, sustainability, asset and investment property management, governance



Seamus Gerard French
Independent non-executive director

BEng



Age: 63
Nationality: Irish

Appointed: 4 June 2021

Seamus was chief executive officer designate and Europe Hub managing director of the international engineering and construction company, Laing O'Rourke plc. Prior to joining Laing O'Rourke, he was chief executive officer of Anglo American's bulk commodities and other materials division, responsible for the coal, iron ore and nickel businesses.

Skills and experience

Governance, mining, executive management, leadership, board experience, sustainability, community development

Chairperson	Committee					
C						
	Audit	Health, safety, environment and risk	Investment	Nomination and governance	Remuneration and human resources	Social, ethics and transformation



Yoza Noluyolo Jekwa
Independent non-executive director

MBChB, MBA



Age: 50
Nationality: South African

Appointed: 12 August 2022

Yoza is the chief executive officer and founder of Thrive Capital Partners. Prior to this, she was the chief executive officer of Mergence Investment Managers Proprietary Limited. She has extensive investment banking experience, having worked at Rand Merchant Bank and Nedbank Limited. She currently serves as an independent non-executive director on the boards of Brait plc, Broll Property Group and Northam Platinum Limited.

Skills and experience
Corporate finance, risk management, investment banking, fund management, sustainability, infrastructure, executive management, leadership, board experience



Thomas (Tommy) David McKeith
Independent non-executive director

BSc, (Hons), GDE (Mining and Mineral Engineering), MBA



Age: 62
Nationality: Australian

Appointed: 1 October 2024

Tommy is an experienced chairman, non-executive director and chair/member of board committees, with over 35 years of mining company leadership, corporate development, project development and exploration experience. Having worked in bulk, base and precious metals across numerous jurisdictions, Tommy brings deep and strategic insights to the boards on which he serves, with a strong focus on value creation.

Skills and experience
Executive management and leadership, mining, project development, exploration, corporate development, entrepreneurship, board experience



July Ndlovu¹
Chief executive officer, executive director

BSc (Hons) (Engineering), MBL, Senior Executive Programme (Columbia Business School)



Age: 60
Nationality: South African

Appointed: 1 September 2016

July is an experienced mining executive and has worked in different commodities over the last three decades. He was previously chief executive officer of Anglo American plc's (Anglo American) South African coal business, and prior to that occupied the position of executive head of processing at Anglo American Platinum Limited.

Skills and experience
Operations, mining, risk management, executive management, sustainability, large-scale industrial, board experience

¹ Resigned from board on 31 October 2025 and retired from exco on 31 December 2025



Moses Madondo¹
Chief executive officer, executive director

BSc (Engineering), MBA, Advanced Management Program (Harvard Business School)



Age: 51
Nationality: South African

Appointed: 1 November 2025

Moses has more than 25 years of operational and strategic experience across Africa and North America. He served as chief executive officer of the De Beers Group's managed operations, overseeing activities in South Africa, Canada and Angola.

Skills and experience
Mining operations, executive management, strategy, performance turnaround programmes

¹ Appointed to exco on 1 August 2025 and board on 1 November 2025



Gideon (Deon) Frederick Smith
Chief financial officer, executive director

BCom (Hons), CTA, CA(SA)

Age: 48
Nationality: South African

Appointed: 1 July 2017

Deon was previously the chief financial officer of Anglo American's South African coal business and subsequently assumed responsibility for strategy, business development, corporate finance, capital management, shared accounting services, and risk and audit. Prior to joining Anglo American, Deon spent six years with KPMG, where he completed his articles and managed a software joint venture.

Skills and experience
Strategy, finance, auditing, risk management, investment banking, legal, IT/tech/digital, financial services, corporate finance, mergers and acquisitions

EXECUTIVE MANAGEMENT



Johan van Schalkwyk
Chief operating officer

BEng

Age: 51

Johan has held a number of management roles at several collieries of Anglo American's South African coal business and was the general manager at Kumba Iron Ore Limited's Sishen mine. Under his leadership, these mines achieved prestigious safety, productivity and efficiency awards within the Anglo American Group. He was previously the head of operations and business services for Anglo American's South African coal business.



Leslie Martin
Executive head: technical and safety, health and environment

BEng

Age: 54

Leslie is a mechanical engineer, having commenced his career at Anglo American in 1996 as a junior engineer in the coal business. He has held various roles, including general manager and head of the safety and sustainable development department, and has experience in underground and opencast mining, process plants, projects and construction. Leslie successfully integrated the operational risk management process into the operating model of Anglo American's South African coal business.



Lesego Mataboge
Executive head: human resources

BA, PGDip

Age: 53

Lesego has extensive experience in human resources within the natural resources sector, having worked at Kumba Iron Ore Limited and ArcelorMittal SA Limited. He was previously head of human resources at Anglo American's South African coal business.



Mpumi Sithole
Executive head: corporate affairs

BA (Hons)

Age: 47

Mpumi previously held the position of head of corporate affairs at Anglo American's South African coal business. Prior to this, she was media and external relations manager at Anglo American Platinum Limited. Before joining Anglo American, Mpumi was head of communications at Sanofi. Mpumi has held leadership positions at various companies and has extensive experience in communications and brand management, reputation management, media relations, stakeholder engagement, socio-economic development, and ESG strategic management.

Chairperson	Committee					
C						
	Audit	Health, safety, environment and risk	Investment	Nomination and governance	Remuneration and human resources	Social, ethics and transformation



**Carina
Venter¹**

Executive head: safety, health
and environment

National Diploma in Safety
Management, MBA

Age: 48

Carina has held several management roles in Anglo American's South African coal business, having started her career at SasCoal Engineering. She was previously the head of safety and health at Anglo American's South African coal business.

¹ Resigned: 31 August 2025



**Bernard
Dalton**

Executive head: marketing

Age: 64

Bernard is a seasoned marketing professional, with more than 36 years of experience in the mining and metals industries, having spent a number of years with BHP Billiton Aluminium, BHP Energy Coal South Africa Limited and South 32 Limited (South 32). He has worked in Singapore on commodity trading and risk management, is known for his extensive commercial knowledge, and is a director at the RBCT. Prior to joining Thungela, he was group manager marketing and sales for South 32, where he established the marketing strategy and structure for domestic and export sales across Johannesburg and London.



**Dan
Reynolds**

Executive head: Australia

B.Eng (Metallurgy)

Age: 52

Dan has over three decades of mining industry experience across diverse commodities, including various operational roles in both underground and opencut coal mines in central Queensland.

He has also held several global leadership positions covering Australia, South Africa, Chile and Brazil, and was most recently a mining executive for Anglo American in Australia prior to joining Thungela.



**Tovi
Ellis**

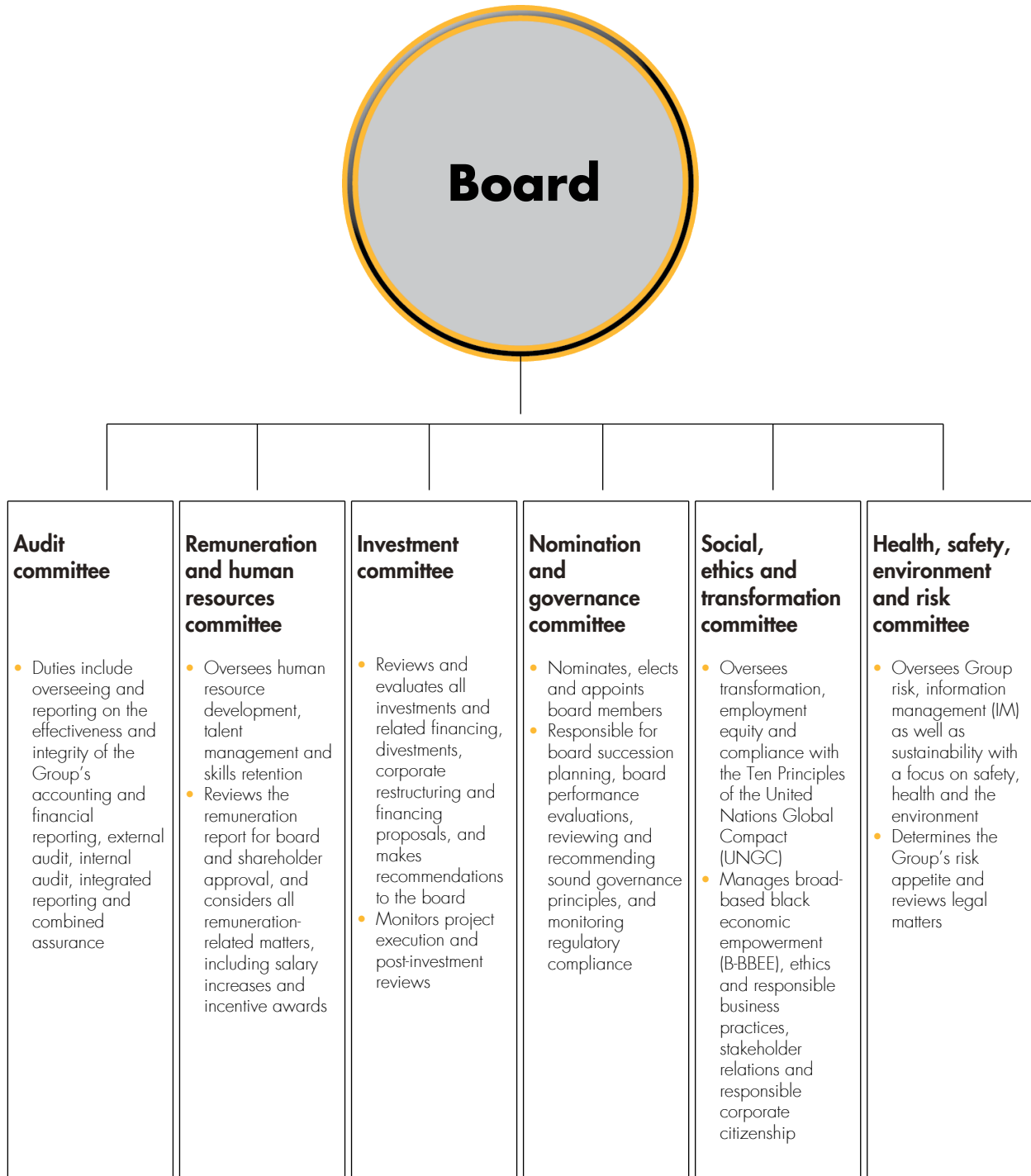
Company secretary

BCom, CIS, Certificate in
Advanced Company Law

Age: 43

Tovi previously worked as Group Company Secretary for Omnia. Prior to joining Omnia, Tovi gained valuable experience in various company secretarial positions in financial services firms, such as Alexander Forbes and Momentum Investments. She has also fulfilled a number of other roles at public and private institutions, such as the SABC and SA Express Airways.

GOVERNANCE STRUCTURE



GOVERNANCE PHILOSOPHY

PURPOSE AND APPROACH

OUR COMMITMENT

When our leaders live our values, they enhance accountability, ensure ethical and effective leadership, and ensure that the Group fulfils its role as a responsible corporate citizen.

We are committed to applying sound governance principles and ethical standards as outlined in the King IV™ Report on Corporate Governance for South Africa, 2016 (King IV™). We also adhere to the performance standards set by the International Finance Corporation and industry standards that apply in the geographies where we operate. We manage our business with integrity, diligence, and fairness. This commitment is reflected through our responsible operations, taking accountability for our actions, and the transparent and accurate reporting of all aspects of our performance. The board ensures these principles are practised, communicated throughout the organisation, and shared with all our stakeholders.

The board sets the tone, leading the Group ethically, effectively and responsibly. It is responsible for establishing an ethical culture throughout the organisation, which is facilitated through the implementation of our business integrity policy, code of conduct and antitrust policy. When making decisions, our board members ensure they are well-informed, act independently, demonstrate courage, maintain awareness and insight, and manage any conflicts of interest that may arise. The board works with our executive team to deliver on our strategy and safeguard the interests of all stakeholders. This is done by steering the Group's strategic direction to create economic value for stakeholders in the short, medium and long term by securing Thungela's long-term sustainability. The board guides and oversees the Group's performance regarding its critical role in society as an employer and as a contributor to transformation and economic growth.

GOVERNANCE DESIGNED TO EMBED AN ETHICAL CULTURE

Clear governance structures are in place to rigorously monitor and manage this crucial area. We take a zero-tolerance stance on unethical behaviour.

To embed an ethical culture, we have a Group-wide code of ethics and a whistleblowing policy and procedure, which have been approved by the board and are communicated throughout the organisation. Our values, principles, leadership code and policies set out our expectations for leaders, employees, contractors, suppliers and other stakeholders, and guide their conduct. Our policy is to address unethical behaviour promptly and fairly while recognising ethical conduct.

WHISTLEBLOWING

HAIBO, our independently managed whistleblowing service, is integral to the elimination of unethical behaviour. It is available both to internal and external stakeholders, including employees, contractors, business partners and members of the general public. It allows for the anonymous reporting of illegal, inappropriate and unscrupulous behaviour, and guarantees the confidentiality and protection of whistleblowers. Our policy on whistleblowing can be accessed on our website.

Reporting is actively encouraged via a range of internal and external communication platforms as, well as during return-from-leave induction and mandatory training on aspects such as human rights, our code of conduct, bullying, victimisation and harassment.

Whistleblowers can make reports in the language of their choice using a toll-free hotline and a dedicated email address. In 2025, the hotline was contacted 135 times. This resulted in 47 official reports, 6 had no evidence of wrongdoing and 33 were resolved by the end of the year, of which 18 had no evidence of wrongdoing.

The social, ethics and transformation committee regularly reviews a summary of reports to identify possible trends and corrective actions. It also reviews feedback on incidents and the outcomes of investigations. Incidents that have a substantial financial impact, or significant impact on the control environment, are reported to the audit committee for any sign of pervasive internal control breakdowns.

EDUCATION AND AWARENESS

Awareness of Group policies, ethics, the code of conduct, business integrity, antitrust behaviour and our whistleblowing service is created regularly through *Thungela Weekly*, our weekly electronic newsletter, which is sent to employees and contractors via SMS or email. External service providers are also made aware of our internal policies in agreements, which make specific reference to relevant policies and requirements around anti-money laundering and anti-terrorism practices.

Board members are also regularly made aware of policies and procedures applicable to them. Copies of these, as well as details about our whistleblowing service, are shared via email and our online board portal. Board members, prescribed officers and the company secretary also attend refresher training presented by our sponsor, Rand Merchant Bank (RMB). This training covers the JSE Listings Requirements, the board's responsibilities and any changes that impact the board or the Group.

THE ROLE OF THE BOARD

The board remains committed to upholding sound corporate governance principles, best practices, and responsible corporate citizenship. To this end, it ensures a clear division of responsibilities at board level, promoting a balanced distribution of power and authority. This structure prevents any single individual from exercising unfettered decision-making power, with the majority of directors being non-executive. The executive committee, led by the chief executive officer, is responsible for executing on the board-approved strategy.

STRATEGIC DIRECTION

In setting the Company's strategic direction, the board considers not only the creation of economic value, but also the impact that it has on the society and environment in which it operates. The board prioritises value creation by developing strategies that strive to increase and preserve value, while safeguarding against value erosion.

RESPONSIBILITIES

The board's collective responsibility for its primary governance roles includes:

- **Strategic direction:** The board provides clear strategic direction by setting and steering the strategic direction of the Group. The executive committee, led by the chief executive officer, is responsible for executing on the board-approved strategy. The executive committee is provided with clear definitions of its organisational leadership role and is accountable for delivering operational business performance. The Group executive committee's performance is measured against agreed key performance indicators (KPIs).
- **Accountability:** Our governance framework designates the board as the custodian of corporate governance, providing the board with effective control to ensure business accountability. The roles and responsibilities are set out in our board charter, which is based on the Thungela memorandum of incorporation (MOI) and governance framework. The charter and the MOI are available on our website. The Thungela approval framework ensures that business matters are managed and approved at the appropriate levels and that the board retains overall control and oversight of the business. The framework is reviewed annually to confirm its relevance based on current market and economic conditions. The executive committee is responsible for implementing and executing the board-approved strategy while ensuring accountability for performance through reporting and disclosure.

- **Policy and planning:** The board reviews and approves business policies and processes that contribute to value creation through good governance, corporate social responsibility, and an ethical culture and ensures the integrity of risk management and internal controls.
- **Oversight and monitoring:** The board's oversight and monitoring of performance contribute value to the business and its stakeholders by ensuring a fair and transparent approach.

By mandating its committees to act on its behalf, the board is able to:

- Ensure adequate succession planning at senior levels;
- Effectively review operational performance and management;
- Ensure the implementation of, and compliance with, governance processes and procedures, with zero tolerance for fraud and corruption;
- Ensure the business operates safely; and
- Focus on climate change, driving the pathway to net zero emissions.

COMMITMENTS

The board has committed to operating in line with all relevant regulations, and acknowledges:

- Its responsibility for ensuring that the business complies with all statutory obligations specified in its MOI, the Companies Act of South Africa, the JSE Listings Requirements and other regulatory requirements
- Its endorsement of the King IV™ principles and recognises the need to conduct affairs with integrity and in accordance with best practice recommendations
- It is ultimately responsible for the Group's performance
- To ensure that the Group complies with laws, regulations and legal requirements across the multiple jurisdictions in which we operate
- Its responsibility to ensure that the Group complies with the UK Listing Rules, Market Abuse Regulations and the UK Disclosure Guidance and Transparency Rules
- Its responsibility regarding climate change, with a particular focus on water management, land rehabilitation, the environment, carbon emissions and climate change reporting requirements

BOARD COMPOSITION AND MEMBERSHIP

As of 1 November 2025, the board comprised six non-executive directors and two executive directors. This followed the resignation of July Ndlovu as an executive director effective 31 October 2025, ahead of his anticipated retirement on 31 December 2025, and the appointment of Moses Madondo as an executive director effective 1 November 2025. This composition is in accordance with the board charter, which requires that there be a majority of non-executive directors who bring an independent view to its decision-making.

The board has been chaired by Mr. Sango Ntsaluba, an independent non-executive director, since the Company's listing in June 2021. Mr. Benjamin Kodisang was appointed as the board's lead independent director in May 2025 to strengthen the independence and objectivity of the board.

The board has the necessary knowledge, experience and diversity in terms of skills, experience and demographics, having accounting, financial, mining technical, engineering, sustainability and management skills, as reflected in their curricula vitae, which are available on our website at www.thungela.com/about-us/who-we-are.

New board members are required to retire and avail themselves for re-election at the annual general meeting (AGM) following their appointment to the board.

Non-executive board members already appointed are required to retire by rotation, and Kholeka Mzondeki and Seamus French were re-elected as non-executive board members at the 2025 AGM. Yoza Jekwa, Thomas McKeith and Moses Madondo will stand for re-election in the 2026 AGM.

Any non-executive director whose term of office exceeds nine years will be subject to a rigorous annual review by the nomination and governance committee, taking into account their performance and independence. A statement confirming such a director's independence would be included in the Integrated Annual Report and will be subject to shareholder approval at the upcoming AGM.

The nomination and governance committee follows a transparent and formal process in recommending suitable candidates for the board's consideration.

The need for additional skills or experience relevant to the size of the business is assessed annually by the chairman in consultation with the company secretary and the nomination and governance committee. Where gaps are identified, the necessary processes are followed to scope, identify and nominate the necessary talent to the board.

EVALUATION OF BOARD AND DIRECTORS' PERFORMANCE

The performance and effectiveness of the board, the board committees and individual directors are evaluated annually against the principles of King IV™ and other measures. The evaluations assist in guiding the board collectively and individually to make improvements where necessary.

The board and committee evaluations alternate each year between internal and external appraisals. Internal assessments focus less on individual performance, while external evaluations include 360-degree individual assessments.

In 2025, an independent internal evaluation of the board and its committees was completed. The evaluation determined that the board remains highly effective.

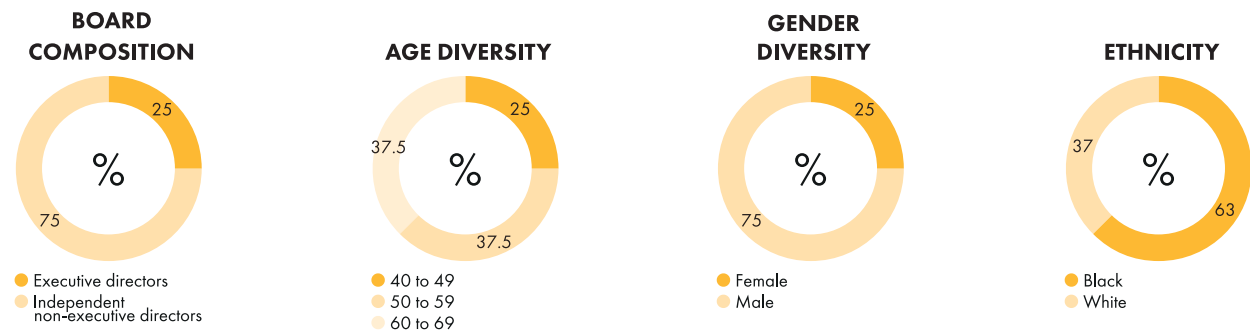
INCLUSION AND DIVERSITY

The Group recognises and embraces the benefits of having a diverse and inclusive board and workforce as an essential element in maintaining a competitive advantage. In this regard, the board has adopted the Thungela inclusion and diversity policy, which is applicable to the board and employees. A summary of this policy is available on the Group's website at www.thungela.com/our-people.

In terms of this policy, when considering the composition of the board, cognisance is taken of the benefits of all aspects of diversity specifically including, but not limited to, gender and race diversity.

This is to attain the appropriate balance of knowledge and experience, skills, race, gender, culture, age and independence for the board to effectively discharge its role and responsibilities.

All board appointments are made on merit, in the context of the skills, experience, independence and knowledge that the board as a whole requires to be effective. The nomination and governance committee annually reviews and considers whether the board's size, diversity and demographics make it effective. The assessment done in 2025 provided positive feedback to the board and expressed confidence in the independence of individual board members.



KEY FOCUS AREAS FOR 2025

During the year, the Thungela board addressed the following areas, in addition to their normal statutory responsibilities set out in the Thungela's MOI, read with the board charter, the aim was to create long-term value for shareholders and other stakeholders:

- Reviewed and approved the 2025 interim results;
- Reviewed the annual financial results for the year ended 31 December 2025, including all documents published as part of the annual results, such as the Integrated Annual Report, ESG report, Climate Change report, Remuneration report and notice of AGM;
- Monitored the Group's performance in terms of safety, health, risk and the environment, with the objective of operating a fatality-free business;
- Considered and reviewed the Group's strategy at the annual strategy workshop;
- Reviewed and approved the 2026 budget;
- Considered feedback received from the various board committees and made recommendations where necessary;
- Approved the going concern analysis and solvency and liquidity assessments in preparation for the interim and annual results;
- Approved the final and interim dividend declarations in line with the proposed capital allocation structure;
- Nominated the independent external auditor and audit partner for appointment by the shareholders at the AGM;
- Recommended the 2026 non-executive directors' fees for shareholder approval at the AGM on 5 June 2026;

- Engaged with the executive on the Group's talent management process, planning and people development;
- Appointed Mr. Benjamin Kodisang as the board's lead independent director; and
- Engaged with stakeholders on a variety of different matters.

KEY FOCUS AREAS FOR 2026

Key focus areas for the board in the year ending 31 December 2026 will be, among others:

- Operating a fatality-free business;
- Prioritising safety, health and the environment;
- People-related matters including talent management, succession and transformation;
- Continued development and training for board members;
- Reviewing the Company's strategy to ensure sustainable business development;
- Assessing and addressing on an ongoing basis the social risks and impacts related to mine closures;
- ESG governance-related matters;
- Continuing efforts in rehabilitation, water management and high-risk underground water structures;
- Reviewing financial and business performance against set targets;
- Continuing to identify and address risks and opportunities for the business; and
- Alignment with the best practice recommendations contained in King V™.

Board committees

While the board retains oversight and ultimate responsibility, it has constituted numerous committees to assist with the effective discharge of its duties. The committees to which the board has delegated certain roles and responsibilities are the Audit committee, Social, ethics and transformation committee, Investment committee, Nomination and governance committee, Remuneration and human resources committee and the Health, safety, environment and risk committee. Committee appointments comply with regulatory and King IV™ requirements and recommendations.

All committees have terms of reference with clearly defined roles, responsibilities and delegated authority. The committee's respective terms of reference are available on the Thungela website at www.thungela.co.za.

The board may also appoint ad hoc subcommittees to assist it in making strategic decisions on urgent or business-critical matters.

Board and board committee compositions are subject to continuous reviews, while the responsibilities delegated to each are formally documented in their respective terms of reference, which are available on our website.

The current composition of each committee is set out below:

Audit committee	Remuneration and human resources committee	Social, ethics and transformation committee	Health, safety, environment and risk committee	Investment committee	Nomination and governance committee
Kholeka Mzondeki* Ben Kodisang Tommy McKeith	Ben Kodisang* Seamus French Yoza Jekwa	Tommy McKeith* Yoza Jekwa July Ndlovu ¹ Moses Madondo ²	Seamus French* Sango Ntsaluba July Ndlovu ¹ Tommy McKeith Moses Madondo ²	Yoza Jekwa* Sango Ntsaluba Seamus French Kholeka Mzondeki	Sango Ntsaluba* Kholeka Mzondeki Ben Kodisang
See pages 44 to 47 of the Annual Financial Statements for full report.	See pages 103 to 111 for full report.	See pages 94 to 96 for full report.	See pages 97 to 98 for full report.	See pages 99 to 100 for full report.	See pages 101 to 102 for full report.

*Chairperson.

Attendance at board and committee meetings is reflected in the table below:

Board and committee meetings and attendance: 1 January to 31 December 2025

Member	Board	Audit committee	Remuneration and human resources committee	Social, ethics and transformation committee	Health, safety, environment and risk committee	Investment committee	Nomination and governance committee
SS Ntsaluba	4/4	Invitee	Invitee	Invitee	4/4	4/4	2/2
KW Mzondeki	4/4	5/5	—	—	—	4/4	2/2
BM Kodisang	4/4	5/5	3/3	—	—	—	2/2
SG French	4/4	—	3/3	—	4/4	4/4	—
YN Jekwa	4/4	—	3/3	2/2	—	4/4	—
TD McKeith	4/4	5/5	—	2/2	4/4	—	—
J Ndlovu ¹	4/4	Invitee	Invitee	1/2	3/4	Invitee	Invitee
GF Smith	4/4	Invitee	Invitee	—	Invitee	Invitee	—
M Madondo ²	1/4	Invitee	Invitee	1/2	1/4	Invitee	Invitee

¹ July Ndlovu resigned 31 October 2025.

² Moses Madondo appointed 1 November 2025.

GOVERNANCE PRACTICES

CODES, REGULATIONS AND COMPLIANCE

The board oversees compliance with laws, codes and standards, all of which are integral to our culture and the achievement of our strategic objectives. It has delegated the implementation of an effective compliance framework to the legal, risk and assurance teams.

Supervision of risk management is delegated to the health, safety, environment and risk committee, while the nomination and governance committee reviews and monitors compliance.

Internal audits are regularly conducted to assess compliance with legal and industry obligations.

KING IV™

The board is committed to good corporate governance practices in the execution of its roles and responsibilities. This includes applying the recommended practices contained in King IV™ towards the achievement of the principles and intended governance outcomes of the code.

As a company that has its primary listing on the JSE, we are required to report on the extent to which the King IV™ principles are applied. Details may be found in the Thungela King IV™ register available at <https://www.thungela.com/investors/corporate-governance>.

The board welcomes the release of the IoDSA King V™ Report on Corporate Governance (King V™ Report), including the King V™ Code on Corporate Governance for South Africa (King V™ Code), on 31 October 2025. Amendments to the Companies Act, as well as changes in the corporate governance arena, most notably in the areas of social challenges, climate change, geopolitical tensions and regional conflicts, as well as the rapid pace of technological innovation culminated in the release of King V™ which will replace King IV™ in its entirety. Boards are encouraged to consider the broader economic, social and environmental context in which their organisations operate, including the significant risks and opportunities associated with it. The King V™ Code is centred around 13 principles and recommended practices. King V™ is effective for financial years commencing on or after 1 January 2026. During the 2026 financial year, the board will, where necessary, update the board charter and the terms of reference of its committees to align with the recommended practices of King V™. Disclosure on the application of King V™ will be included in the Company's 2026 Integrated Annual Report.

INTERNAL ASSURANCE

The internal risk and assurance function provides independent and objective assurance over risk management, internal controls, governance, and the processes in place for an effective and efficient internal control environment.

LEGAL AND REGULATORY COMPLIANCE

We recognise the importance of complying with legislation and adhering to non-binding codes and standards, embedding a culture of compliance, and providing the board and management with the assurance that all relevant legal and regulatory requirements have been met in the jurisdictions we operate.

The compliance function is divided between the legal and risk and assurance disciplines, and is aligned with our strategic objectives.

2025 saw the introduction of among others, amendments to the Companies Act, the release of King V™ and the introduction of the JSE's simplified listings requirements, effective 12 January 2026. Consideration has been given to the amendments required to the Company's notice of AGM to shareholders for 2026 in light of these changes.

The board recognises the importance of complying with legislation and the guidance provided by best practice and non-binding codes and standards.

ESG GOVERNANCE

Governance is a crucial component of the Company's ESG strategy.

Thungela's board has ultimate responsibility for ESG governance and strategy. The board has delegated oversight of the systems to identify, assess and manage risks related to environmental and social factors, reporting, as well as ethics-related matters, to the Health, safety, environment and risk committee and the Social, ethics and transformation committee. Shareholders are referred to the Social, ethics and transformation committee and the Health, safety, environment and risk committee reports on pages 94 to 98 of this Integrated Annual Report and the FY2025 ESG report accessible at <https://www.thungela.com/investors/annual-reports>.

ANNUAL COMPLIANCE CERTIFICATE

The annual compliance certificate confirming our adherence to the JSE Listings Requirements was submitted to the JSE in April 2026.

TRADING IN SECURITIES

A code published on our website sets out how trading in Thungela shares should be conducted by directors, prescribed officers, the company secretary and restricted employees. In line with the JSE Listings Requirements, it prohibits directors and restricted employees from trading in any Thungela securities without obtaining prior approval from the chairman, chief executive officer or company secretary.

Directors, prescribed officers and the company secretary of any major Thungela subsidiary must also publicly disclose their own and their associates' dealings in these shares.

The JSE defines a period during which trading is prohibited. For Thungela, these closed periods are as follows:

- from 1 January each year to the date on which the annual financial results are published;
- from 1 July each year to the date on which the interim financial results are published;
- any period when Thungela is trading under a cautionary announcement; and
- any period when there exists price-sensitive information related to Thungela securities.

This prohibition applies equally to directors, prescribed officers, restricted employees, restricted employees' associates and any person (internal or external), with access to price-sensitive information. The company secretary regularly reviews and updates an insider list for relevance. At the start of a closed period, directors, restricted employees and insiders are formally advised of the commencement and duration of the closed period. Trading embargoes are also imposed on individuals who possess price-sensitive information at any given time.

There were no instances of non-compliance with the dealing code and the JSE Listings Requirements in 2025.

SPONSOR

The role and responsibilities of the Company's JSE appointed sponsor, RMB, are understood. RMB provides advice, on a continuing basis, regarding the application and spirit of the Listings Requirements, and the Company has cultivated a good working relationship with RMB. The Company is satisfied that RMB executed its mandate with due care and diligence during the year under review.

COMPANY SECRETARY

Tovi Ellis held the position of company secretary in 2025.

The company secretary provides secretarial services and advises the board collectively and individually on their fiduciary duties, responsibilities and powers as directors and committee members.

Responsibilities include ensuring that board procedures are followed and that regulatory changes are monitored and implemented, where applicable.

Attending all board and committee meetings, the company secretary ensures directors comply with corporate governance in line with the Companies Act, King IV™, JSE Listings Requirements and UK Listings Rules.

The company secretary oversaw board governance matters in 2025, supporting the board and its committees while ensuring statutory compliance and up-to-date records.

The board is satisfied with the competence, qualifications and experience of the company secretary and that in executing her duties of governance and administration, Tovi maintained an arm's length relationship with the board and its directors.

INFORMATION TECHNOLOGY AND GOVERNANCE

The Health, safety, environment and risk committee is responsible for reviewing and approving the information technology governance framework for implementation by management.

The committee furthermore reports to the board on information technology related matters. For more information on the roles and responsibilities of the Health, safety, environment and risk committee roles, duties and key focus areas for 2025, please refer to the Health, safety, environment and risk committee report on pages 97 to 98.

SOCIAL, ETHICS AND TRANSFORMATION COMMITTEE REPORT

The committee is constituted as a statutory committee in respect of those functions assigned to it in terms of the Companies Act, 71 of 2008, as amended (the Companies Act), Regulation 43 of the Companies Act and all other functions assigned to it by the board. For the financial period under review, the committee was guided by, among others, the principles contained in the King IV™ Report on Corporate Governance (King IV™).

COMMITTEE

Tommy McKeith (chairperson)
Yoza Jekwa
July Ndlovu¹
Moses Madondo²

¹ Resigned 31 October 2025.

² Appointed 1 November 2025.

The board chairman has a standing invitation to attend all committee meetings, while Group executive committee members and heads of department participate when required. The committee meets at least twice a year prior to scheduled board meetings. Attendance at meetings is set out on page 91.

ROLES AND RESPONSIBILITIES

The committee has various roles and responsibilities as set out in its terms of reference and detailed below:

- Stakeholder engagement;
- Good corporate citizenship and community;
- Ethics and responsible business practice management;
- Labour and employment; and
- B-BBEE management.

Stakeholder engagement

- Provides oversight and reporting on ethics and stakeholder relations and responsible corporate citizenship; and
- Reviews and provides the board with assurance on the integrity of sustainability-related information contained in our Integrated Annual Report and Environmental, Social and Governance (ESG) report.

Good corporate citizenship and community development

The Company recognises that it is an integral part of the communities in which it operates, encompassing not only society, but also the economy and environment. As a corporate citizen, the Company has rights, but it also has responsibilities and obligations towards society and the environment as neither operates in isolation.

The committee is accordingly responsible for the oversight of and reporting on the outcomes of the Company's activities regarding responsible corporate citizenship. This includes:

- Monitoring policies and activities regarding the promotion of equality, prevention of unfair discrimination and the reduction of corruption;
- Monitoring the Group's activities that have an impact on the Group's licence to operate within the communities where it conducts business;
- Monitoring the Group's policies regarding the management of social risks and impacts, including those associated with human rights violations, life-extension projects and mine closure;

- Reviewing and approving the Company's approach to socio-economic development, key performance indicators and objectives;
- Approving the annual community investment budget;
- Considering and making recommendations to the board on the Company's impact on the host communities in which it operates, including their sustainability;
- Annually reviewing all community investment strategy sponsorships, donations and charitable contributions; and
- Overseeing that the Company meets its commitments in terms of the Mineral and Petroleum Resources Development Act, 2002 (MPRDA).

Ethics and responsible business management

The committee is responsible for reviewing and monitoring the Company's policies and practices regarding the United Nations Global Compact (UNGC) including Principle 10, namely that businesses should work against corruption in all its forms including extortion and bribery. This includes:

- Ensuring that values and ethics have been fully considered in significant business decisions;
- Performing a review of policies and processes relating to ethics and their effectiveness; and
- Providing oversight and guidance in respect to the development of the Company's responsible business practices and policies, including:
 - ensuring that focus areas are aligned with the Company's purpose, objectives and shared value outcomes;
 - ensuring that appropriate governance systems, performance metrics, internal and external assurances and reporting are in place to ensure effective delivery and accountability; and
 - providing guidance and feedback on the Group's risk management framework, ensuring that appropriate ESG-related risks are considered and reviewed as part of the annual materiality assessment for integrated reporting.

LABOUR AND EMPLOYMENT

The committee is responsible for:

- Monitoring the Company's standing in terms of the 10 principles set out in the UNGC;
- Reviewing progress on transformation and employee relations;
- Reviewing the Company's policies and practices regarding human resource development, diversity and retention; and
- Monitoring the Company's policies and activities in compliance with the requirements of the Employment Equity Act.

BROAD-BASED BLACK ECONOMIC EMPOWERMENT

The committee oversees compliance with both the MPRDA and the UNGC and:

- Reviews the Company's B-BBEE status;
- The publication of the Company's annual B-BBEE verification certificate and the submission of the Company's compliance report to the B-BBEE Commission;
- Oversees that a balance between transformation activities, including investment in skills that facilitate enterprise and supplier development, socio-economic development, and the fulfilment of Company objectives is maintained;
- Considers material external developments in the field of transformation and sustainable development, and has these assessed where necessary and provides appropriate strategic guidance to the board; and
- Makes recommendations to the board on participation, co-operation and consultation on transformation, and community and social development related matters with government, non-governmental and employee organisations.

KEY FOCUS AREAS IN 2025

The committee's key focus areas and accomplishments in 2025 included:

Socio-economic development

- Thungela Education Initiative: Successfully implemented all planned activities for 2025.
- Leadership development: All six modules targeting school principals, deputy principals and heads of department were successfully delivered across 45 schools.
- Psycho-social support: Thungela conducted training on the screening, identification, assessment and support framework for school-based support teams across 10 pilot schools.
- Educator development: Seven Grade R educators were successfully enrolled to obtain NQF level 6 qualifications as required by the Department of Education.

- Direct learner support: Grade 3 learner camps were held with the primary objective of equipping learners with tools to manage their transition to Grade 4. A total of 21 camps were held reaching over 4,500 learners from 44 schools.
- Project-based learning educator support: Project-based learning was introduced at a pilot school, Vukuzithathe Primary School.

Enterprise and supplier development

- In 2025, a total of 52 Thuthukani enterprise development beneficiaries were equipped with technical support, enabling them to access opportunities within the Group's value chain and deliver high-quality services. Eight beneficiaries graduated and were registered as suppliers to the Group.
- Thuthukani provided loan funding to eligible and qualifying suppliers resulting in the creation of employment for 187 people in 2025.

Host community spend for 2025:

The Company achieved its overall 20% host community spend target for the financial year under review.

Social and labour plans:

A total of 10 social and labour plans (SLP) projects were delivered across the Group in 2025. Goedehoop and Isibonelo submitted their SLP close-out reports for the 2020 to 2024 cycle to the South African Department of Mineral and Petroleum Resources (DMPR). However, due to ongoing obligations with regard to mining rights, both operations were required to prepare and submit new SLPs for the 2025–2029 cycle. In August 2025, the DMPR conducted an inspection at Goedehoop, resulting in directives for the operation to submit improvement plans addressing identified gaps, particularly within the human resource development section of the SLP. The Group continues to engage with the DMPR with regard to Goedehoop and Isibonelo.

Compliance

- Mine community development: A majority of the sites have implemented mine community development projects according to plans committed on SLPs. Where delays were experienced, the DMPR was informed.
- Housing: Thungela has made notable progress in advancing home-ownership opportunities for its employees. Employees are, in addition, now receiving a housing allowance.
- Employment equity: All operations achieved an average performance level exceeding 80% against established targets.
- Procurement of goods, consumables and services from B-BBEE entities: 40% of total spend on goods, consumables and services was sourced from qualifying B-BBEE entities.

- Human resources development: On average, sites achieved 91% of their targets, with the exception of Annea, which achieved less than 50% due to its transition from a project to a fully operational site.

Goods, services, membership and awards

Black-women owned and youth-owned spend for 2025

The target spend for goods on black-women owned and youth businesses was 7%. In 2025, all sites were performing above target.

Services spend

- Thungela set a 15% procurement spend target for women-owned service providers. In 2025, overall performance surpassed this target, with women-owned businesses achieving 29% of service spend.
- Thungela set a 5% procurement spend target for youth-owned service providers. For the year under review, overall performance exceeded this target, with youth-owned businesses achieving 10% of total service spend.

Membership and awards

Top Employer industry leader

In 2025, Thungela was recognised as a Top Employer industry leader in the mining sector.

United Nations Global Compact

Thungela was accepted as a member of the UNGC in May 2025.

Current indications are that the Company will achieve a level 5 B-BBEE rating. The Company has submitted its compliance report to the B-BBEE Commission, and this has been uploaded onto the Company's website at www.thungela.com.

KEY FOCUS AREAS FOR 2026

- The implementation of three projects for the Nkulo Community Partnership Trust in respect of the Mphephethe Primary School, the KwaGuqa water pipeline project and the construction of the Bonginhlanhla Stimulation Centre;
- The finalisation of Zibulo's SLP for the 2026 to 2031 cycle;
- The development of Annea's SLP for 2027 to 2031;
- Allocating Nkulo Community Partnership Trust funding to successful project funding applicants following receipt of over 200 project funding application proposals from community members across all three municipalities where Thungela operates;
- The continued measurement of progress against employment equity sectoral targets;

- Revisiting the gap analysis conducted as part of the Company's acceptance as an UNGC participant, so as to identify the key priority areas, develop a clear implementation roadmap and engage subject matter experts across the Group;
- To address the strategic intervention areas identified in the psycho-socio support for educators and learners;
- Continuing the alignment of the Group's sustainability reporting to the International Sustainability Standards Board IFRS S1 and S2 global disclosure standards;
- The advancement of responsible mine closure;
- Reviewing the Group's codes of conduct and policies including its whistleblowing policies for alignment in terms of legal, regulatory and recommended best practice, including Australia and the UAE; and
- The incorporation of the best practice recommendations contained in the King VTM¹ into the committee's terms of reference and workplan.

The committee is satisfied that it has fulfilled its responsibilities in accordance with its terms of reference for the reporting period. The committee is satisfied that it has fulfilled its responsibilities in accordance with its terms of reference for the reporting period.

Tommy McKeith

Tommy McKeith

Social, ethics and transformation committee chairperson

22 April 2026

¹ King VTM Report on Corporate Governance for South Africa 2025, copyright and trademarks of which are owned by the Institute of Directors in South Africa NPC, accessible via <https://www.iodsa.co.za/>

HEALTH, SAFETY, ENVIRONMENT AND RISK COMMITTEE REPORT

The committee assists the board in its oversight responsibilities in relation to identifying, considering and monitoring matters of health, safety and the environment, reviewing the Group's risk and risk policies and overseeing the risk and assurance function.

COMMITTEE

Seamus French (chairperson)
Tommy McKeith
Sango Ntsaluba
July Ndlovu¹
Moses Madondo²

¹ Resigned 31 October 2025.

² Appointed 1 November 2025.

The chief financial officer and other Group executive committee members attend meetings where appropriate. The committee convenes at least four times a year prior to scheduled board meetings. Attendance at meetings is set out on page 91.

ROLES AND RESPONSIBILITIES

The committee has various roles and responsibilities as set out in its terms of reference and detailed below:

- Safety, health and environment (SHE);
- Risk and Assurance;
- IT governance; and
- Legal and regulatory.

Safety, health and environment management

- Reviews and develops framework policies and guidelines for the management of sustainable development issues, including SHE and climate change;
- Commissioning and considering sustainable development audits;
- Monitoring that the management system responsible for SHE risks is effective and appropriate;
- Reviewing SHE aspects of the Company's strategic and business plan;
- Considering the performance of individual operating units in the field of SHE performance/compliance;
- Considering material local and international regulatory and technical developments in the field of health, safety and environmental management and practice and providing strategic guidance where necessary;
- Considering the impact of the Company's activities and its products and services on the environment; and
- Monitoring regulatory compliance in relation to:
 - Mine Health and Safety Act
 - Mineral and Petroleum Resources Development Act
 - National Environment Management Act
 - National Environmental Management Waste Act
 - National Health Act
 - National Water Act
 - Occupational Health and Safety Act

Risk and assurance

The board has overall responsibility for the governance of risk and determines the appropriate levels of risk for the Group. The committee is responsible for guiding and advising the board in setting levels of risk tolerance and risk appetite after consultation with operational management.

The committee's responsibility in terms of risk management include:

- Overseeing the development of and the review of policies and plans for risk management;
- Ensuring that the risk management plan is disseminated and integrated into day-to-day activities across the Group;
- Ensuring that frameworks and methodologies are implemented to enable the business to better anticipate unpredictable risks;
- Prioritising and ranking risks for focused responses; and
- Reporting risks with financial implications to the Audit committee.

IT governance

- Reviews and approves an information management (IM) governance framework; and
- Reviews reports on the effectiveness of the Group's information technology risk management as part of overall risk management.

Legal and regulatory

- Manage legal risks effectively.

The committee

- Every year the committee reports to shareholders at the AGM and through the use of the Integrated Annual Report.

KEY FOCUS AREAS IN 2025

- Monitoring health initiatives and outcomes;
- Reviewing top occupational health priority events;
- Monitoring safety performance and improvements;
- Monitoring and reviewing environmental incidents;
- Overseeing water management and land stewardship, including rehabilitation;
- Monitoring IM and governance, including data breaches and cyber risks. For the year under review, SAP upgrades and the introduction of systems to mitigate data loss prevention were introduced throughout the Group;
- Licensing and permitting including the Zone 1 licence at Ensham;
- Monitoring reduction in energy usage and the Company's trajectory to net zero emissions; and
- Reviewing risk reports by geographic area provided by the Company's internal assurance services and guided response plans to address the risks identified. For the year under review the risks identified were classified as moderate, with the coal transport risk remaining elevated. TFR has shown steady operational improvement.

KEY ACCOMPLISHMENTS IN THE 2025 FOCUS AREAS

- Oversaw the inclusion of the data from the Company's Australian operations into the health review process;
- Incorporated the risks identified in the Company's Dubai operations into reporting;
- Oversaw the rolling out of an integrated risk management policy across the Group, including Australia and Dubai;
- Introduced an artificial intelligence governance framework;
- Established a baseline for the reduction in carbon emissions for Ensham;
- Oversaw a reduction in recordable injuries and the continued improvement in dust exposure performance;
- Updated of the integrated risk management policy to align with ISO 31000 standards; and
- Monitored the granting of the Zone 1 licence for Ensham.

KEY FOCUS AREAS FOR 2026

- Continued review and improvement of safety performance;
- Continued review of health and wellness initiatives;
- Monitoring water and energy reduction against predetermined targets;
- Monitoring the Group's progress towards 2030 carbon emission reduction targets;
- Overseeing the continued identification and management of risks in each region in which the Group operates;
- Continued improvement in cyber security and IM; and
- Considering King V™ and, in particular, identifying governance requirements and improvements, which can be made to strengthen the control environment and reinforce organisational accountability.

Seamus French

Seamus French

Health, safety, environment and risk committee chairperson

22 April 2026

INVESTMENT COMMITTEE REPORT

The committee's purpose is to consider and, if appropriate, recommend to the board proposed new investments, acquisitions, mergers, the disposal of existing investments, and other business opportunities that align with the Group's overall strategy.

COMPOSITION

Yoza Jekwa (chairperson)
Sango Ntsaluba
Seamus French
Kholeka Mzondeki

The chief executive officer and the chief financial officer have standing invitations to the committee's meetings. This committee meets at least four times a year before the board's scheduled meetings. The attendance at meetings is set out on page 91.

ROLES AND RESPONSIBILITIES

The committee's roles and responsibilities are contained in its terms of reference. The committee remains cognisant of the legal and regulatory requirements to which its activities are subject, as well as the principles and best practice recommendations contained in the King IV™ Report on Corporate Governance (King IV™). King IV™ refers to sustainable development as development that meets the needs of the present without compromising the ability of future generations to meet their needs¹.

At a Company level, participation in sustainable development refers to the Company's directed interaction with and responding to the opportunities and challenges presented by the economy, society and environment in which the Group operates, as well the capital that the Group utilises to achieve value over time². For more information on our evaluation criteria and the different forms of capital employed by the Company in creating value. Shareholders are referred to page 26 of the Company's 2025 Integrated Annual Report.

The committee's roles and responsibilities include:

- Reviewing investment strategies and capital allocation;
- Considering, monitoring and evaluating for recommendation to the board: investments (including the related financing), divestments, corporate restructuring and financing proposals;
- Acquisitions and disposals;
- Significant capital projects;
- Capital allocation decisions, such as share repurchases and dividend distribution proposed by management;
- Oversight of material commercial and procurement agreements;
- Proposed plant and mine closures;
- Ensuring that investments, disposals or acquisitions align with the Company's overall strategy;
- Undertaking the necessary planning and forecasting to enable the board to make informed decisions on significant investment and divestment opportunities;
- Assessing the risk and impact of proposed projects, activities and outputs in the context of the economic, social and natural environments in which the Company operates;

- Monitoring the execution of investments, mergers and acquisitions, divestments, disposals, and takeover activities approved by the board;
- Confirming that appropriate due diligence procedures have been followed when acquiring or disposing of assets;
- Tracking the performance of investments, mergers and acquisitions, and takeover activities approved by the board; and
- Performing such other investment-related functions as may be determined by the board from time to time.

KEY FOCUS AREAS IN 2025

In 2025, the committee:

- Oversaw and monitored capital expenditure, comprising of sustaining capital and expansionary capital;
- Oversaw and monitored capital allocation balancing among others operational cash flow, environmental liabilities, sustaining capital, expansionary capital and shareholder returns;
- Considered cost-saving initiatives, which did not compromise operational integrity and safety across the Group;
- Monitored existing Group projects including Elders (now called Annea), the LCBM project and the Zibulo North Shaft project;
- Approved the acquisition of the minority shareholding in Sungela for recommendation to the board;
- Considered and recommended for board approval the disposal of assets in accordance with the Company's strategy;
- Considered and evaluated proposed mine and plant closures as well as the end-of-life strategies;
- Considered and evaluated material commercial and procurement agreements, including those with TFR and made the necessary recommendations to the board; and
- Considered the declaration of dividends as well as the repurchase of the Company's shares;

¹ United Nations "Report of the World Commission on Environment and Development: Our common future", (Oxford, Great Britain, Oxford University Press, 1987), p.8.

² King IV™ Report, Glossary of Terms "Sustainable Development".

KEY ACCOMPLISHMENTS IN THE 2025 FOCUS AREAS

On 28 February 2025, the Group obtained the remaining 15% interest in the Ensham business.

KEY FOCUS AREAS FOR 2026

The committee's key focus areas for 2026 include:

- Monitoring existing Group projects, including acquisitions, disposals and project pipeline;
- Continued oversight and monitoring of capital expenditure, sustaining capital, expansionary capital and capital allocation;
- Considering and monitoring the end-of-life strategy of mines and operations scheduled for closure; and
- Exploring collaborative models.

The committee is satisfied that it has fulfilled its responsibilities in accordance with its terms of reference for the reporting period.

Yoza Jekwa

Yoza Jekwa

Investment committee chairperson

22 April 2026

NOMINATION AND GOVERNANCE COMMITTEE REPORT

The Nomination and governance committee (committee) is constituted as a committee of the board. The purpose of the committee is make recommendations to the board in respect of governance, and to monitor legal and regulatory compliance including with the provisions of the South African Companies Act, 2008 (Companies Act), the JSE Listings Requirements, the LSE Listings Rules, the Company's code of conduct, the King IV™ Report on Corporate Governance, and the laws applicable to jurisdictions where Thungela operates.

The committee is furthermore responsible for evaluating the effective functioning of the board and its committees, nominating for appointment board appointees, the chief executive officer, and the chief financial officer and monitoring their succession planning. The committee does not have ultimate decision-making authority and monitors, provides oversight and makes recommendations to the board in respect of matters within its terms of reference.

COMPOSITION

Sango Ntsaluba (chairperson)
Kholeka Mzondeki
Ben Kodisang

The chief executive officer and the executive head of human resources, Lesego Mataboge, have standing invitations to the meetings. The members of the committee are all independent non-executive directors, in accordance with the recommendations of King IV™. The committee meets at least twice a year prior to scheduled meetings of the board. Attendance at meetings is set out on page 91.

ROLES AND RESPONSIBILITIES

The primary purpose of the nomination and governance committee is to oversee the succession planning for the board, chief executive officer and chief financial officer. It also conducts ongoing skills assessments, development and training, and oversees the implementation of good corporate governance processes and procedures that meet international standards.

The committee is responsible for monitoring and ensuring Group compliance with all applicable laws, including the requirements set out in the Companies Act of South Africa, the JSE Listings Requirements, the LSE Listing Rules, the Company's code of conduct, King IV™, and other laws applicable in jurisdictions where Thungela operates.

Nominations

The committee has the duty to:

- Through a transparent process, to prepare a description of the roles and requirements for a specific appointment, identify and assess suitable candidates, conduct preliminary interviews, and nominate candidates for board approval to fill board vacancies or add to the existing skills of the board when required;
- To oversee the recruitment and appointment of a company secretary should a vacancy arise;
- To evaluate the independence of directors who have served on the board for nine years or longer and make appropriate recommendations to the board, in line with good corporate governance practices;
- To recommend for re-election directors retiring by rotation at the Company's annual general meeting (AGM);
- To review nominations by board members to serve on other boards;
- To ensure that succession planning is implemented for the leadership of the Company, for example, the

chief executive officer, chief financial officer and non-executive directors;

- To ensure that the board size and composition is appropriate for the Company given its growth, economic circumstances and other relevant factors, thereby ensuring that the board is appropriately equipped to make decisions in the best interests of the Company and the Group as a whole;
- To consider and nominate for appointment a lead independent non-executive director;
- To oversee the development and implementation of an annual process for evaluating the performance of the board, its committees, individual directors, and the company secretary; and
- To ensure that induction and ongoing training and professional development of new and current directors takes place.

Governance

The committee is also responsible for:

- Promoting sound corporate governance and delivering governance outcomes;
- Updating the board on best practice and legal and regulatory changes applicable to the Company;
- Ensuring that the Company and all the Group companies comply with policies regulating governance, including internal policies governing codes of conduct, insider trading, anti-trust activities, and business integrity; and
- Reviewing developments in corporate governance and best practice.

KEY FOCUS AREAS IN 2025

In 2025, the committee:

- Reviewed and recommended for board approval the 2026 notice of AGM of the Company's shareholders to be held in June 2026 (2026 AGM);
- Monitored the Group's statutory filings and compliance updates;
- Considered the appropriateness of appointing a lead independent director to the board;
- Recommended for approval by the board, the appointment of Mr. Benjamin Kodisang, as lead independent director of the board;
- Monitored progress on the succession planning for the chief financial officer;
- Recommended that Ms. Yoza Jekwa and Mr. Tommy McKeith offer themselves for re-election as the non-executive directors to retire by rotation at the 2026 AGM, and Mr. Moses Madondo to retire and offer himself for election by shareholders as a newly appointed executive director;
- Considered and recommended for board approval the minutes of the Company's 2025 AGM of shareholders;
- Reviewed declarations of business interest for board members;
- Conducted an internal board effectiveness evaluation;
- Considered the amendments to the Companies Act;
- Considered the imminent introduction of the IoDSA King V™ Report on Corporate Governance; and
- Approved for recommendation to the board, amendments to the committee's terms of reference whereby the committee was mandated to consider succession planning for the chief executive officer, the chief financial officer and non-executive directors and reporting to the board on succession planning undertaken by the remuneration and human resources committee.

KEY ACCOMPLISHMENTS IN THE 2025 FOCUS AREAS

- Oversaw director induction training for the newly appointed chief executive officer, Mr. Moses Madondo;
- Mr. Benjamin Kodisang, was appointed as the lead independent director of the board; and
- Changes to the Social, ethics and transformation committee composition were effected to align with the Companies Act requirement.

KEY FOCUS AREAS FOR 2026

In 2026, the committee intends to:

- Fulfil its mandate as per its terms of reference;
- Incorporate the best practice recommendations contained in King V™¹ into the committee's terms of reference and workplan; and
- Consider and propose the necessary amendments to the committee's terms of reference, workplan as well as Group policies, codes and frameworks to give effect to the amendments to the JSE Listings Requirements following the JSE simplification project.

Sango Ntsaluba

Sango Ntsaluba

Nomination and governance committee chairperson

22 April 2026

¹ King V™ Report on Corporate Governance for South Africa 2025, copyright and trademarks of which are owned by the Institute of Directors in South Africa NPC, accessible via <https://www.iodsa.co.za/>

REMUNERATION REPORT

The purpose of Thungela's remuneration and human resources committee (the committee) is to assist the board in fulfilling its oversight responsibilities in relation to remuneration and broader human resources matters. The committee regularly reviews and refines the Group's remuneration and human resources practices to ensure continued alignment with the delivery of the Group's strategy in a fair, responsible and sustainable manner.

Through its oversight role, the committee promotes transparency in the Group's remuneration and human resources disclosures, enabling stakeholders to assess the effectiveness of remuneration governance and related practices.

Composition

Ben Kodisang (chairperson)
Seamus French
Yoza Jekwa

The committee confirms that it has complied with its mandate as outlined in the terms of reference on our website, www.thungela.com. Additionally, it has followed the provisions and guidance outlined in King IV™ concerning remuneration governance and aligned with the applicable JSE Listings Requirements.

The members of the committee are all independent non-executive directors, in accordance with the recommendations of King IV™. The committee meets at least three times a year prior to scheduled meetings of the board. Attendance at meetings is set out on page 91.

Section 1: Chairperson's background statement

Provides context on the Group's performance and its impact on remuneration, together with an overview of the committee's key activities and decisions during the year.

Section 2: Remuneration policy

Sets out the Group's remuneration policy as it applies to executive directors, prescribed officers and non-executive directors.

Section 3: Implementation report

Details the implementation of the remuneration policy, including the required disclosures on executive director, prescribed officer and non-executive director remuneration.





Our remuneration strategy is a key enabler of a strong employee value proposition and a high-performance culture, directly supporting the achievement of Thungela's strategic priorities and purpose.

BEN KODISANG
CHAIRPERSON



SECTION 1 CHAIRPERSON'S BACKGROUND STATEMENT

Dear shareholders

On behalf of the committee, I am pleased to present Thungela's 2025 remuneration report. This report sets out our remuneration policy and our remuneration implementation outcomes for 2025, with specific focus on executive directors and prescribed officers.

In 2025, the committee continued to strengthen alignment between remuneration decisions, the Group's purpose and its strategic priorities. Through ongoing oversight and regular review of remuneration and human resources policies, the committee sought to ensure that remuneration outcomes support sustainable, long-term value creation.

The 2025 shareholder vote on remuneration, together with engagements with shareholders during the year, provided valuable insights that informed the committee's deliberations. The committee acknowledges shareholder feedback, particularly regarding the balance of performance measures across the short- and long-term incentive (LTI) scorecards and perceptions relating to the retirement age of executives. These concerns are addressed in the overview of the remuneration developments and activities in 2025.

Incorporating governance considerations, stakeholder feedback and a continued focus on the Group's purpose, the committee is refining the remuneration strategy to support long-term value creation for all stakeholders.

FACTORS INFLUENCING REMUNERATION DECISIONS





Thungela's performance during the year remained focused on managing factors within the Group's control. The Group delivered a solid operational outcome, exceeding the production guidance in South Africa while meeting the upper end of the production guidance for Ensham. The FOB cost per export tonne was below the guidance for both regions.

During the year, the portfolio entered a period of transition as two operations in South Africa, Goedehoop North and Isibonelo, reached the end of their economic life at the end of 2025. Notwithstanding this transition, the Group remained focused on delivering its strategic priorities, completing two life-extension projects, the Annea Colliery (previously known as the Elders project) and the Zibulo North Shaft project, thereby repositioning the portfolio toward longer-life and more competitive assets.

The Group has operated for three years fatality free, however; there was an increase in the Group's total recordable case frequency rate (TRCFR) to 2.18 (2024: 1.93), primarily due to the challenging operating environment during the production footprint transition. In response, targeted and intentional interventions were implemented to strengthen safety outcomes and reinforce the Group's commitment to maintaining a fatality-free workplace.

In exercising its oversight responsibilities, the committee considered the Group's performance for the year, including strong production and cost efficiency achieved despite ongoing external market pressures, when determining remuneration outcomes for the 2025 financial year.

Key performance indicators

 Financial	Adjusted EBITDA ^Δ	Adjusted operating free cash flow ^Δ	
	R1.2 billion (2024: R6.3 billion)	R396 million (2024: R3.6 billion)	
 Production	FOB cost per export tonne excluding royalties ^Δ – South Africa	FOB cost per export tonne excluding royalties ^Δ – Ensham	Export saleable production
	R1,170 (2024: R1,130)	R1,435 (2024: R1,433)	17.8Mt (2024: 17.7Mt)
 Safety	TRCFR – South Africa	TRCFR – Australia	Fatalities
	1.80 (2024: 1.07)	15.72 (2024: 13.21)	None (2024: None)
 Environment, social and governance (ESG)	Representation of historically disadvantaged persons (HDP) in management – South Africa	Improvement in energy intensity	Water abstraction – South Africa
	76% (2024: 74%)	(17%) (2024: 4.39%)	361ML (2024: 373ML)

REMUNERATION DEVELOPMENTS AND ACTIVITIES

The following is a review of the key remuneration developments and activities of the committee during 2025.

Terms of the outgoing and incoming chief executive officer

During the early part of 2025, the committee, together with the board, approved the remuneration-related arrangements for the outgoing and incoming chief executive officers. These arrangements were agreed in line with the Group's remuneration policy.

July Ndlovu, the outgoing chief executive officer, retired on 31 December 2025, having stepped down as an executive director on 31 October 2025. On retirement, he received a payment in respect of accrued leave, as well as a cash retirement award. He remains eligible to receive the full short-term incentive (STI) cash award attributable to the 2025 performance year; however, he does not qualify for the deferred STI component. As his exit occurred at his normal retirement age, he was classified as a no fault/good leaver in terms of the remuneration policy and the Thungela share plan. Accordingly, all outstanding forfeitable and conditional share awards were accelerated to 31 December 2025 and will be settled in 2026.

Conditional share awards will vest based on the committee's assessment of performance and will be time-apportioned for the completed months of the applicable employment period, with the two-year post-vesting holding period applicable from 1 January 2026. Forfeitable share awards will vest on a time-apportioned basis for completed months of service from the relevant grant date with the remainder settled in cash based on the sale price for this portion.

Moses Madondo was appointed as chief executive officer designate with effect from 1 August 2025 and assumed the role of chief executive officer and executive director on 1 November 2025. His remuneration package was informed by market benchmarking and with reference to the remuneration of the outgoing chief executive officer. On appointment, the sign-on arrangements to compensate for remuneration forfeited on his resignation from his previous employer were implemented. The award structure contained both cash and forfeitable share components, as follows:

- Cash sign-on award of R18.6 million, representing the value of short-term and LTIs that would have vested within 12 months of joining the Group. Should he exit the Group as a fault/bad leaver within 24 months of his appointment, the cash award will be repayable on a time-apportioned basis for the number of completed months served.

- A share-based sign-on award with a value of R16.7 million was granted in respect of incentives forfeited that would have vested beyond 12 months. These awards were delivered in the form of forfeitable shares in Thungela, vesting in equal tranches over three years, commencing on the first anniversary of his appointment. The share awards carry dividend and voting rights over the vesting period, with any unvested awards forfeited in the event of a fault/bad leaver termination.

The committee further approved that he would be eligible to participate in the conditional share award for 2025 and this was granted on his appointment.

The incoming chief executive officer's notice period (six months), STI and deferred STI limits (95% and 48% of annual basic salary, respectively), LTI award opportunity (200% of annual basic salary), minimum shareholding requirement (200% of annual total guaranteed package (TGP)) and restraint-of-trade provisions (six months) are aligned with the approved remuneration policy.

Other changes to executive leadership

- The executive head of Thungela Resources Australia, Dan Reynolds, was officially appointed to the Group executive committee and as a prescribed officer on 1 January 2025. The details of his remuneration package are disclosed in section 3 of this report.
- The executive head of health, safety and environment, Carina Venter, resigned with effect from 31 August 2025. No variable pay awards were made to her in respect of the 2025 financial year and she forfeited all unvested forfeitable and conditional share awards upon her exit.

Retirement age extension for South African executives

Following the announcement of the outgoing chief executive officer's planned retirement at the end of 2025, the committee received feedback from shareholders questioning the appropriateness of maintaining a retirement age of 60 for executive directors and prescribed officers. The committee noted that these concerns reflect broader industry developments, influenced by evolving market practices, increased life expectancy and stakeholder expectations for greater leadership continuity.

Across the South African mining industry, there is a growing trend to reassess retirement policies to support leadership stability, talent retention and competitiveness. To inform its deliberations, the committee undertook a comprehensive benchmarking review of retirement age practices within the mining sector in South Africa, including associated governance considerations for the retention of critical skills. This review indicated that several peer companies have increased retirement ages from 60 to between 63 and 65, depending on role and responsibility.

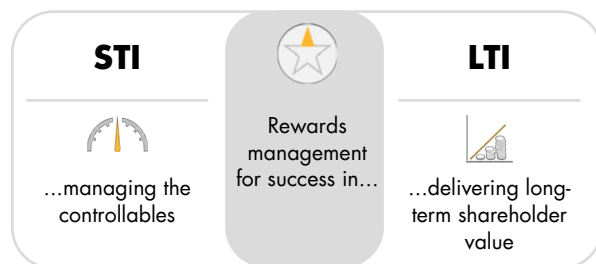
This shift is underpinned by demographic and economic factors, including longer working lives and increased financial pressures affecting retirement outcomes. Extending the normal retirement age enables employees to contribute for longer during peak earning years, benefit from extended investment growth and reduce the period over which retirement savings are drawn down.

Based on this analysis and the committee's deliberations, it was resolved that the normal retirement age for executive directors and prescribed officers in South Africa would be increased to 65 years, with the retirement age for the remainder of the South African workforce set at 63 years, effective 1 January 2026. This change does not apply to employees in Australia, where the legislated retirement age of 67 years remains, nor to expatriates employed in the United Arab Emirates (UAE), where no mandatory retirement age applies.

Structure of the short-term and long-term incentive performance scorecards

Certain shareholders raised concerns regarding the balance between financial and non-financial measures within Thungela's STI and LTI performance scorecards, indicating that it was not considered typical for the mining industry. In addition, questions were raised about the absence of performance modifiers within the STI scorecard, particularly in relation to safety and environmental outcomes.

Within the variable remuneration framework, STIs and LTIs are applied to reward distinct components of performance, as outlined below:







Based on this context, Thungela undertook a desktop review of the STI and LTI structures applied by its primary peer group, which aligns with the comparator group used for remuneration benchmarking (refer to page 117). The key observations from this review, which informed the committee's deliberations, included the following:

- STI: Peer companies generally place a strong emphasis on non-financial measures, particularly those linked to production, safety and broader ESG measures.
- STI: The use of safety modifiers was evident among a minority of peers, while environmental modifiers were not applied by any of the companies reviewed.
- LTI: A greater proportional weighting was typically allocated to financial and shareholder-aligned measures.





Taking these findings into account, and following careful consideration by the committee, it was resolved that the relative weightings of the various performance categories within the STI and LTI scorecards be revised. The approved changes will be implemented with effect from 2026.

Short-term incentive

Performance category	2026 Weighting	2025 Weighting
 Safety and health	10% —	10%
 ESG	10% —	10%
 Production	20% ↓	30%
 Finance	30% ↑	20%

- The weighting of the production performance category was reduced by 10%, with the corresponding weighting reallocated to the financial performance category.
- Additional financial measures applicable to executive directors and prescribed officers are incorporated within the individual performance component of the STI framework.
- No performance modifiers will be included in the STI structure. In line with a deliberate decision taken in 2022, the safety modifier was removed, with safety performance instead addressed through the committee's discretionary authority and, where appropriate, the application of malus provisions, for which safety outcomes constitute a trigger event.

Long-term incentive

Performance category	2026 Weighting	2025 Weighting
 Shareholders	30% ↑	25%
 Financial	25% ↑	20%
 Production sustainability	20% ↓	25%
 ESG	25% ↓	30%

- The weighting of the production sustainability and ESG performance measures were reduced by 5% each, with the reallocation applied to the shareholder and financial performance categories.
- As a result, the LTI scorecard now reflects a revised weighting of 55% financial and 45% non-financial measures.

Total remuneration benchmarking

The Group's remuneration philosophy is aimed at remunerating our employees in line with the market median, except where there are valid reasons for differentiation. For 2025, the executive director's remuneration benchmarks against the previously approved comparator group (see page 117), as well as the prescribed officer's benchmarks against external salary survey data were conducted by Bowmans, an independent law firm in South Africa. The benchmarks were referenced for the remuneration review of the executive director and prescribed officers. The outcomes of these benchmarks and subsequent actions are outlined in more detail in section 3 (see page 122).

Driving fair and responsible remuneration

The Group is committed to fair, transparent and responsible remuneration practices that support sustainable long-term value creation. In line with global best practice, Thungela seeks to eliminate arbitrary factors in remuneration decision-making and takes deliberate action to address unjustified remuneration differentials, thereby contributing to a more equitable society.

The committee conducts an annual review of remuneration practices to assess internal fairness and equity across the Group, aligned with specific inclusion and diversity objectives. Where anomalies or inequities are identified, corrective measures are implemented. These may include out-of-cycle adjustments funded through a dedicated pay equity budget approved by the committee.

Minimum salary levels are reviewed regularly to ensure alignment with relevant market benchmarks, as well as prescribed and regulated norms in the jurisdictions in which the Group operates. A review conducted during 2025 confirmed that minimum salaries across Thungela continued to meet or exceed applicable regulatory and market requirements. In South Africa, the net fixed remuneration of the lowest paid permanent employees exceeds the R15,000 living wage benchmark determined by the Living Wage South Africa Network.

As part of its ongoing focus on pay equity, the committee continues to assess both vertical and horizontal pay gaps.

Vertical pay equity

Vertical pay equity is monitored using established measures, including the Palma ratio and the 5:5 ratio introduced under the Companies Amendment Act. Performance against these indicators further improved during 2025, reflecting continued progress in moderating remuneration differentials across organisational levels. The committee continues to monitor developments closely to ensure ongoing readiness and compliance and has resolved to formally disclose the relevant ratios once the applicable provisions of the Companies Amendment Act are enacted.

Horizontal pay equity

Our comprehensive horizontal pay gap analysis was repeated in 2025, applying a consistent methodology. The analysis compared the average TGP of employees in comparable roles, with peer groupings defined in accordance with the Employment Equity Act. The results confirmed the absence of systemic racial or gender-based pay discrimination within Thungela's South African operations.

The committee remains cognisant of the increasing global focus on remuneration transparency. In South Africa, the proposed Fair Pay Bill, introduced in June 2025, seeks to amend the Employment Equity Act by prohibiting the use of historical pay data during recruitment and requiring the disclosure of salary ranges in job advertisements. While still subject to parliamentary review, the Fair Pay Bill signals a broader shift toward enhanced transparency and equity in remuneration practices.

The Group continues to strengthen its approach to measuring and managing fair and responsible remuneration by monitoring income differentials, horizontal pay gaps and identified pay equity outliers. These insights inform the ongoing refinement of remuneration practices and support the integration of pay equity considerations into broader decision-making.

2025 South African wage negotiations

Despite a challenging negotiating context, Thungela concluded a three-year wage agreement with the National Union of Mineworkers (NUM) across its South African operations. The agreement was concluded without industrial action and within the wage mandate that was approved by the committee.

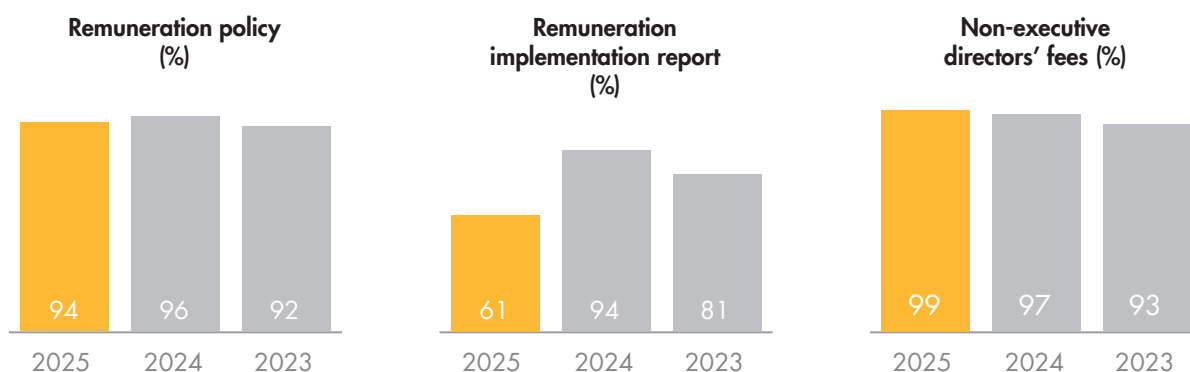
Talent management and succession planning

During 2025, the committee enhanced its governance oversight by introducing a third meeting to its annual calendar, dedicated exclusively to human resource practices across the Group. As part of this focused engagement, the committee reviewed the outcomes of Thungela's talent management and succession planning processes, with particular emphasis on executive leadership and other senior, critical roles. For more detail, refer to the People section on page 98 of the ESG report.

SHAREHOLDER ENGAGEMENT

Thungela places significant emphasis on constructive and ongoing engagement with its shareholders, particularly in relation to executive remuneration and governance matters.

At the most recent AGM held on 5 June 2025, shareholders were invited to vote on the 2024 remuneration policy, the remuneration implementation report and a special resolution relating to non-executive directors' fees. The remuneration policy received strong support, with 94% of votes cast in favour. The remuneration implementation report, however, received 61% support. The voting outcomes for the relevant resolutions are illustrated in the graphs that follow.



Shareholder feedback received during the year was carefully considered by the committee. The key concerns raised, together with the committee's responses and actions, are addressed in the preceding section of this report. Engagement with shareholders remains a priority and the Group continues to encourage open dialogue to better understand shareholder perspectives and expectations.

In line with best governance practice, the 2025 remuneration policy and the remuneration implementation report (set out in sections 2 and 3 of this report, respectively) will be presented for separate, non-binding advisory votes at the AGM scheduled on 5 June 2026.

Should 25% or more votes be cast against either or both resolutions, Thungela will acknowledge the outcome in the regulatory announcement of the AGM results and will issue a market regulatory announcement inviting dissenting shareholders to engage with the committee and the Group. Any material concerns raised through this process, together with the committee's response, will be disclosed in the remuneration report for the year ending 31 December 2026.

REMUNERATION GOVERNANCE

The committee continued to apply disciplined oversight to ensure that remuneration decisions were firmly aligned with Thungela's purpose and strategic priorities. The committee's work was guided by a strong commitment to fairness, transparency and sustainable value creation for stakeholders. The combination of independent advice, robust benchmarking and structured oversight enabled the committee to make well-informed remuneration decisions that balance executive reward with long-term shareholder interests.

Governance authority

Oversight and approval of material remuneration and conditions-of-service matters are allocated to the relevant decision-making bodies, as set out in the governance framework below:

	CEO or management	Remuneration and human resources committee	Board	Shareholders
Remuneration policy	Propose	Approve		
CEO remuneration		Recommend	Approve	
Executive director remuneration	Propose	Approve	Note	
Prescribed officer remuneration	Propose	Approve	Note	
STI and LTI performance target setting and assessment	Propose	Approve	Note	
Executive conditions of service	Propose	Recommend	Approve	
Remuneration report	Propose	Approve	Recommend	Endorse
Non-executive director fees	Propose	Note	Recommend	Approve

Invited attendees

The committee has the authority to invite the chief executive officer, chief financial officer, other members of senior management, assurance providers and the committee's independent reward advisor to attend meetings, as required. The chair of the board has a standing invitation to attend committee meetings.

Invitees may participate in discussions on specific agenda items relevant to their role and expertise, after which they are excused from the meeting. Such invitees are not considered members of the committee, do not form part of the quorum and do not vote on any decisions taken.

No individual is present during deliberations relating to their own remuneration or conditions of service.

Access to advisors and information

Committee members have ongoing access to independent advice and relevant information necessary to support objective and informed decision-making on remuneration and related human capital matters. In exercising its responsibilities, the committee regularly benchmarks the Group's remuneration policy against local and international market practices, considering regulatory developments, compliance requirements, stakeholder expectations and remuneration-related risks.

The committee was supported by independent external advisors during the year. Bowmans, the committee's independent reward advisor, provided specialist legal and governance advice and supported the continued refinement of the remuneration policy and governance framework. The committee is satisfied that the advice provided was independent and objective. Bowmans will continue in this role until 31 December 2026. This appointment is reviewed by the committee on an annual basis.

Deloitte provided independent assurance over key aspects of executive remuneration, including the processes applied in determining STI and LTI outcomes, while ShareForce acted as an independent expert in assessing shareholder performance outcomes under the conditional share awards. The Group's external auditor, PwC, did not provide any advice to the committee.

In addition, the committee utilised external benchmarking data and market insights from RemChannel, Mercer and WillisTowersWatson and is satisfied with the quality and integrity of the information received.

Committee discretion

In determining the remuneration outcomes for executive directors and prescribed officers, the committee retains the discretion to ensure that outcomes appropriately reflect performance and align with the interests of Thungela's shareholders and executive leadership. In exercising this discretion, the committee considers both quantitative and qualitative factors and engages, where appropriate, with relevant committee chairpersons and the executive directors.

For 2025, the committee was satisfied that remuneration outcomes were appropriately aligned with business and individual performance and, accordingly, no discretionary adjustments were applied.

Malus and clawback

The committee considered whether the application of malus and/or clawback provisions to unvested or vested variable remuneration awards was warranted, in line with the pre-defined trigger events. This assessment included consideration of significant losses, write-downs, misstatements and applicable risk events including safety, environmental, or community events during the year, where applicable, as well as confirmation that appropriate governance frameworks and processes had been adhered to.

No malus or clawback trigger events were identified during the year and, as a result, these provisions were not applied to the remuneration of executive directors or prescribed officers.

Mandated matters for 2025

- Review and approval of the remuneration policy and associated subsidiary policies for the Group, to ensure practices remain relevant, compliant and appropriate.
- Review and provide guidance on human resource matters and practices, with a specific focus on talent management and succession planning.
- Approval of annual target setting for STIs and LTIs for both financial and non-financial targets to ensure that they maintain the right balance between various stakeholder interests.
- Approval of the 2024 STI and 2022 LTI performance scorecard outcomes.
- Approval of annual salary increases for management employees in South Africa, Australia and the UAE, effective from 1 January 2026.
- Approval of remuneration for the executive directors and prescribed officers.
- Oversight of the benchmarking process for non-executive directors' fees.
- Approval of the remuneration report.
- Setting the remuneration for the incoming chief executive officer.

OUR FOCUS AREAS FOR 2026

During 2026, the committee will continue to prioritise the effective implementation of the remuneration policy and underlying principles. In parallel, the committee will continue to place greater emphasis on evaluating the effectiveness of the Group's talent management and broader human resources strategies to ensure they support sustainable value creation.

The committee's key focus areas for the year will include:

- Ensuring ongoing alignment with, and readiness for, the governance and disclosure requirements arising from the Companies Amendment Act of South Africa.
- Aligning remuneration practices with the simplified JSE Listings Requirements and the principles of the King V™ Report on Corporate Governance.
- Providing assurance that talent management, succession planning and other human resources practices are appropriately designed and deliver the intended strategic outcomes.
- Exercising oversight of the effectiveness of the performance management framework and its role in enabling a high-performance culture.
- Refining pay equity metrics to enable a more robust assessment of pay fairness and equality across the Group.
- Driving the consistent integration and alignment of remuneration and human resources practices across the Group.
- Monitoring remuneration and human resources market trends across the Group's areas of operation to identify opportunities to enhance the overall employee value proposition.

CONCLUSION

Thungela's 2025 results reflect its continued focus on operational excellence and the disciplined execution of its strategic priorities within challenging market conditions.

The committee is satisfied that the remuneration policy has operated as intended during the year and that the refinements approved for implementation will enhance its ongoing competitiveness, alignment with market practice and consistency with Thungela's strategy. Engagement with shareholders and other key stakeholders remains central to our approach, and their input continues to inform the evolution of our remuneration principles, ensuring an appropriate balance between performance outcomes, affordability and broader stakeholder interests.

In discharging its responsibilities, the committee has applied rigorous oversight and independent judgement, with a continued emphasis on fairness, transparency and responsible remuneration outcomes. The committee extends its appreciation to the board, management and external advisors for their constructive engagement and support throughout the year.

Ben Kodisang

Ben Kodisang

Remuneration and human resources committee chairperson

22 April 2026

SECTION 2 REMUNERATION POLICY



Thungela’s reward philosophy underpins the effective execution of our strategy by cultivating a high-performance culture. This culture ensures that employees consistently embody our purpose and values through their performance.

Our remuneration philosophy is designed to attract, retain and incentivise individuals who are committed to advancing the Group’s strategic objectives, thereby supporting the responsible creation of sustainable value for all stakeholders.

REMUNERATION PRINCIPLES

Our remuneration policy has been aligned with the recommendations of King IV™ and is built on seven core principles to deliver fair and responsible remuneration:

Alignment with Group strategy and culture



Our remuneration practices reinforce the delivery of Thungela’s strategic priorities and strengthen where leadership behaviours and values are consistently demonstrated across the organisation.

Competitive pay level



Remuneration is benchmarked against appropriate peer groups to attract and retain high-calibre talent, ensuring that pay levels remain competitive while aligned with Thungela’s size, complexity and operating footprint.

Internal equity



All pay decisions uphold fairness, consistency and equity across roles and levels. We proactively monitor and address internal relativities to promote responsible and non-discriminatory remuneration outcomes.

Link with shareholder interests



Variable remuneration is structured to drive behaviours and outcomes that advance the long-term interests of shareholders, ensuring value creation across multiple geographies.

Risk-based approach



Incentive structures are designed to balance performance ambitions with responsible risk-taking, ensuring that outcomes do not expose the Group or its stakeholders to undue or unintended risks.

Relevance



Performance measures, targets and incentive frameworks are continuously reviewed to ensure they remain fit-for-purpose, responsive to evolving business conditions and aligned with regulatory and market expectations.

Transparent communication



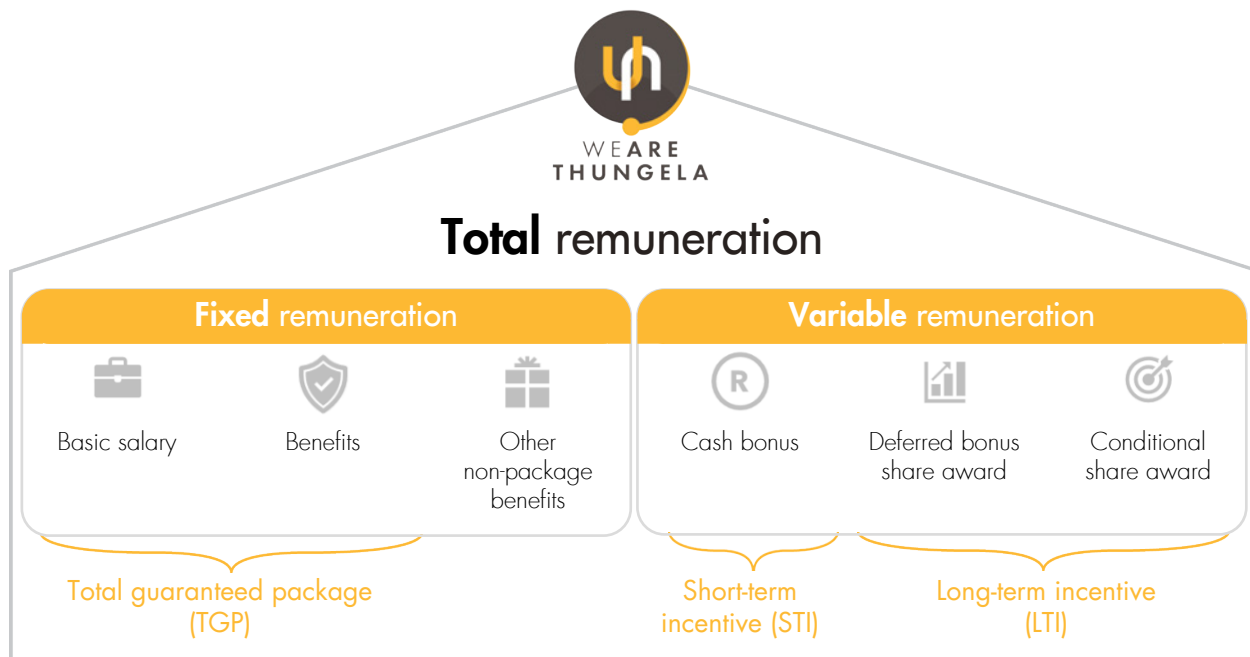
We disclose our remuneration philosophy, policies and outcomes in a clear and accessible manner, ensuring stakeholders understand how decisions are made and how they support long-term value creation.

APPLICATION OF THE REMUNERATION POLICY

Our remuneration policy applies to Thungela and its subsidiaries as a Group, unless otherwise agreed. In instances where Thungela does not have effective management control, this policy will apply as far as it has been agreed with the other shareholders.

COMPONENTS OF TOTAL REMUNERATION

Our approach to total remuneration is founded on our remuneration principles. It is comprised of fixed and variable remuneration. Our aim is to remain competitive relative to our peers regarding the fixed remuneration that we offer, while ensuring an appropriate balance with variable remuneration opportunities, which are aimed at motivating and rewarding the achievement of strategic objectives through discretionary effort.



Fixed remuneration

Fixed remuneration is determined with reference to the size and complexity of each role and is benchmarked against relevant local market conditions. It is further informed by the individual's experience, sustained performance and potential. The Group's fixed remuneration structure is based on a combination of basic salary and benefits, providing a stable and competitive foundation for total remuneration.

Composition of fixed remuneration

Basic salary

Basic salary is determined with reference to prevailing market conditions and is benchmarked annually to ensure continued alignment with the market. For executive directors and prescribed officers, the review of basic salary forms part of the annual total remuneration benchmarking process, considering role scope, experience and sustained performance.

Benefits

Benefits are structured to support employees in the effective fulfilment of their roles and are aligned with local market practice and legislative requirements.

Guaranteed benefits include allowances such as travel, housing and position-related allowances, which vary by geography and role requirements.

Core benefits are provided as a condition of service and include retirement funding¹, medical aid or insurance and death and disability cover.

Optional benefits are offered on a country-specific basis, reflecting local market norms and employee needs.

Other non-package benefits

Other non-package benefits are generally non-recurring in nature and are paid in specific circumstances. These include items such as leave encashments, long-service awards and the reimbursement of approved travel or business-related expenses.

¹ In South Africa, retirement benefits are provided through defined contribution funds, with contribution levels aligned to market best practice and the rules of the applicable fund.

Annual increases

Annual adjustments to TGPs are determined at a country level, considering Group performance, affordability, prevailing inflation and relevant industry and sector trends. For unionised employees in South Africa and Australia, annual increases are implemented in accordance with applicable collective bargaining agreements. Increases are generally effective from 1 January each year, with adjustments for unionised employees in South Africa taking effect between June and July.

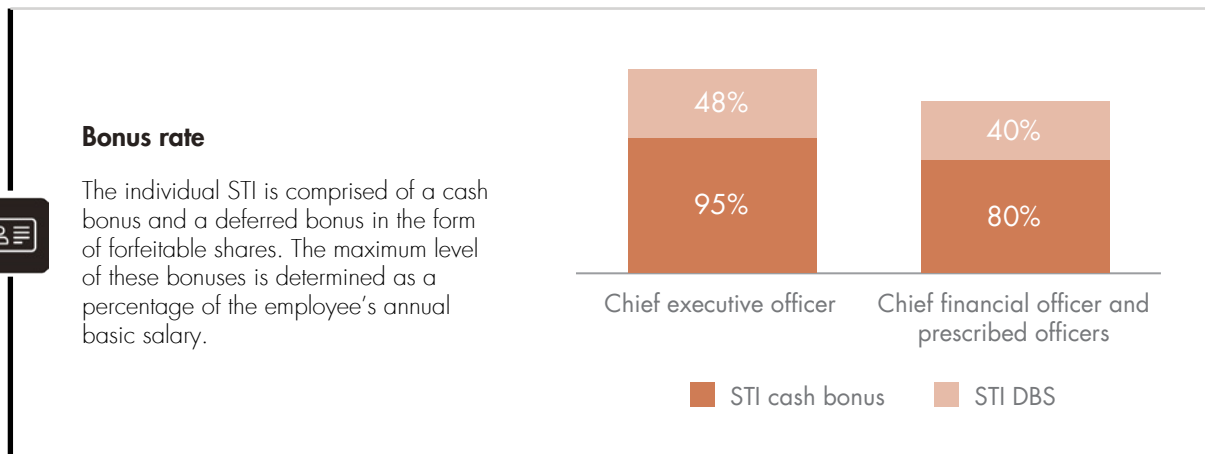
Where remuneration outcomes fall outside internal pay ranges or market benchmarks for a role, targeted market adjustments are considered. These adjustments are guided by the applicable tolerance ranges and comparative ratios for the relevant job family, role or grade, with remuneration positioned to align more closely with the market median where appropriate.

Variable remuneration

Short-term incentive

Thungela’s annual STI is designed to encourage and reward employees who take accountability for Thungela’s success by consistently achieving their individual objectives in alignment with Group priorities. These objectives must be delivered in a manner that reflects our values and supports the creation of stakeholder value. We continue to enhance our performance management framework to ensure that employees’ discretionary effort is recognised and rewarded in a consistent and effective manner.

The calculation of the STI for executive directors and prescribed officers is outlined below:







Business results (70%)

Business performance is assessed against an overall performance scorecard approved annually by the committee.








The committee applies oversight and discretion where necessary to ensure that remuneration outcomes appropriately reflect underlying performance, including the impact of material non-controllable factors not fully captured in the scorecard.

The performance scorecard is split into four performance categories that are weighted as follows:

Performance category	Weighting
 Safety and health	10%
 ESG	10%
 Production	20%
 Finance	30%

Individual results (30%)

The individual results are allocated on a simple five-tier scale, with each tier relating to a specific remuneration outcome. It is structured as follows:

Rating scale	Remuneration outcome
 Leading	30%
 Strong	24%
 Solid	18%
 Developing	12%
 Unsatisfactory	0%



Where an employee is assessed as **developing**, 50% of the deferred portion of their STI is forfeited. An **unsatisfactory** rating results in the forfeiture of 100% of the deferred STI component.

Where the performance period under review is less than six months, a "too soon to rate" assessment applies, which is treated as equivalent to a solid performance outcome for remuneration purposes.

For executive directors, the committee approves a balanced scorecard annually. This includes key priorities which are linked to the Group's strategic pillars, representing individualised performance outcomes specific to each executive director and therefore constitute the individual results component of the assessment.

Executive directors' performance ratings are reviewed, discussed and formally approved by the committee on an annual basis.

In instances of exceptional performance, where an employee delivers corporate milestones that create significant value for the Group, discretionary cash bonuses of up to 25% of annual basic salary may be awarded. These awards do not apply to executive directors or prescribed officers. Discretionary awards are granted within the limits of the approved annual budget and are reported to the committee at the next scheduled meeting to ensure appropriate oversight and transparency.

Further detail on the composition of the STI performance scorecard for the 2026 performance year, together with the outcomes of the STI for the 2025 performance year as they relate to executive remuneration, is set out in the implementation report.

Long-term incentive

Thungela’s LTI plans have a multi-year horizon and comprise forfeitable and conditional share awards. Awards are equity-settled for South African participants (Thungela share plan) and cash-settled for participants in Australia and the UAE (Thungela cash-settled share plan). Shares used for the allocation and settlement of these awards are either acquired in the market or sourced from shares held in treasury.

Forfeitable share awards

Forfeitable share awards are granted on an annual or ad hoc basis in the form of shares or share-linked units in Thungela. Vesting of these awards occurs in equal tranches over a three-year period and is subject to the participant meeting the applicable employment conditions. Where awards are settled in shares, the shares are held in escrow on behalf of the participant until the vesting date. During the vesting period, participants are entitled to voting and dividend rights, although the shares may not be traded until vesting has occurred. Where awards are settled in share-linked units, participants receive a cash payment equivalent to the value of any dividends declared on the underlying shares during the vesting period.

Thungela’s remuneration policy provides for three categories of forfeitable share awards:

Deferred bonus shares (DBS)	These make up a portion of the employee’s annual STI. <i>Governance: remuneration policy</i>
Sign-on shares	Used to compensate new employees for remuneration forfeited because of joining Thungela. <i>Governance: remuneration policy and sign-on award policy</i>
Retention shares	Used in limited instances to retain key talent below the Group executive committee level. <i>Governance: remuneration policy and retention award policy</i>

Conditional share awards

Each year, we award conditional equity-settled and cash-settled share awards to eligible participants, with the vesting contingent on continuous employment over a three-year period and the achievement of key performance conditions. These conditions are aimed at delivering value for all stakeholders.




Employees participating in the equity-settled conditional share awards are entitled to receive additional share awards in lieu of dividends declared on Thungela shares over the vesting period (the dividend equivalent shares), which are added to the total number of conditional shares awarded, and are subject to the same vesting conditions.

Employees participating in the cash-settled conditional share awards are also entitled to receive dividend equivalents in lieu of dividends declared on Thungela shares over the vesting period. Dividend equivalents are comprised of the aggregate value of all ordinary dividends that would have accrued on the same number of ordinary shares as the number of vested share-linked units.

The maximum value of conditional shares expressed as a percentage of the annual basic salary of the participant, are as follows:

Chief executive officer	Chief financial officer	Prescribed officers
200%	140%	120%

Conditional share awards are subject to a defined set of performance conditions structured across four performance categories. Following the peer review described in section 1 of this report, the committee approved changes to the weighting of these performance categories for the 2026 conditional share award. The revised weightings are set out below:

Performance category	Weighting
 Shareholders	30%
 Financial	25%
 Production sustainability	20%
 ESG	25%

Performance conditions are measured over the three-year performance period applicable to the specific conditional share award. At the conclusion of the performance period, the committee will determine the level of achievement related to each performance condition.

For each performance condition, the following vesting rules apply:

- 0% will vest for performance below threshold
- 30% will vest for performance at threshold
- 60% will vest for performance at target
- 100% will vest for performance at stretch

Linear interpolation applies between each level.

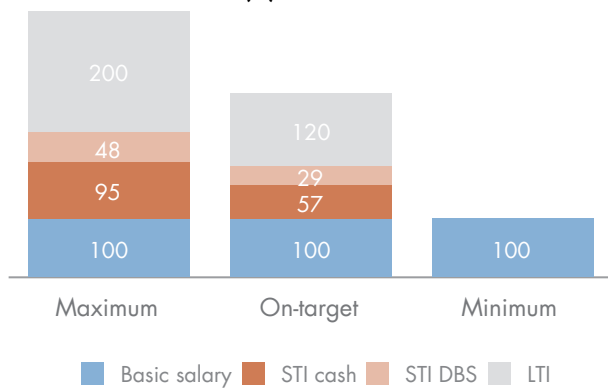
The weighted average of the outcomes for each of the performance conditions will determine the overall vesting percentage of the award. Any portion of the award that does not vest because of partial or non-fulfilment of the performance conditions will immediately lapse and the shares or share-linked units constituting that portion of the award will consequently be forfeited.

The implementation report contains more information on the performance outcomes achieved for the 2023 conditional share award and the composition of the performance conditions associated with the 2025 conditional share award.

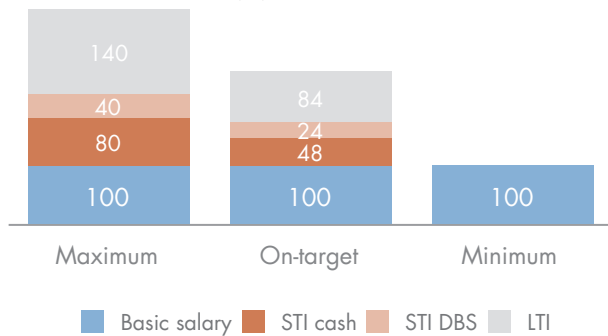
Remuneration mix scenarios

The graphs below illustrate the remuneration outcomes across different levels of performance. Each component is expressed as a percentage of annual basic salary. The maximum award opportunities for the annual cash and DBS portions of the STI award and the conditional share award are aligned with the policy limits outlined earlier.

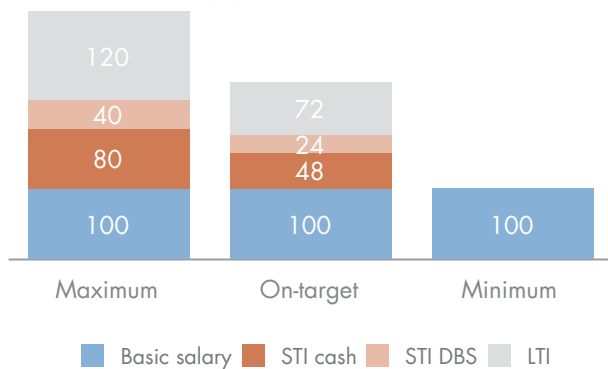
Chief executive officer (%)



Chief financial officer (%)



Prescribed officers (%)



The on-target remuneration outcomes are calculated at 60% of the maximum potential value for both STI and LTI awards. The LTI values exclude the impact of share price movements and are presented based on the award value for the year, adjusted for the applicable vesting percentage.

Total remuneration benchmarking

The committee, supported by management and independent advisors, undertakes an annual total remuneration benchmarking review to ensure that remuneration outcomes remain aligned with Thungela’s strategy and support the delivery of long-term value. The review encompasses a comprehensive assessment of all elements of remuneration, including fixed remuneration, STIs and LTIs, for executive directors and prescribed officers. These elements are benchmarked against an appropriate comparator group and relevant external market data reflective of the Group’s scale, complexity and operating environment.

Independent remuneration survey providers, including RemChannel and Mercer, are utilised to assess external competitiveness and support the evaluation of market positioning. In undertaking this analysis, the committee considers prevailing macroeconomic conditions, including movements in consumer price inflation, and applies appropriate adjustments to survey data to account for salary movements and the timing of the underlying surveys.

The benchmarking outcomes are considered alongside industry-specific mining benchmarks and are used to inform the development of remuneration structures, pay bands, incentive design and employee benefits. For executive directors and prescribed officers, remuneration is benchmarked against a selected peer group of JSE-listed mining companies with comparable operational characteristics and executive leadership profiles, ensuring consistency with market practice while maintaining alignment with the Group’s strategic objectives.

External remuneration comparator group

African Rainbow Minerals Limited
DRD Gold Limited
Exxaro Resources Limited
Harmony Gold Mining Co Limited
Northam Platinum Limited
Pan African Resources plc
Royal Bafokeng Platinum Limited
Tharisa plc

CHANGE OF CONTROL PROVISIONS AND THEIR IMPACT ON SHARE PLANS

In the case of a change of control, a portion of all outstanding awards vests early, on a time-apportioned basis, and are adjusted to reflect the impact of applicable performance conditions. The remaining awards will continue in accordance with their original terms and conditions, unless continuation is not practical. In this case, they will be exchanged for replacement awards with similar conditions and a similar fair value on the transaction date.

In the case of changes in capital structure, including rights offers, distributions of capital, share splits and consolidations, all outstanding awards will be adjusted so that the participants are no worse off than before the transaction. The determination and verification that participants are no worse off will be performed by an independent expert.

MALUS AND CLAWBACK PROVISIONS

The malus and clawback provisions allow the board, following the recommendation of the committee, to apply its discretion to reduce or claw back any incentive award (in whole or in part) to ensure that the incentive outcomes are fair, appropriate and correctly reflect business performance. This discretion can be applied in the case where certain trigger events have occurred.

Malus is the ability of the Group to reduce invested or unpaid awards before the end of the vesting period or prior to payment. It can be enacted for the following periods related to each type of award:

STI cash

From the end of the performance period to the STI payment date.

STI DBS

During the period between the grant date and vesting date of the DBS awards.

LTI conditional share award

During the performance period covered by the award (pre-vesting).

Clawback is the ability of the Group to recoup, in full or in part, the value of vested awards, whether share- or cash-settled, for the duration of the clawback period. It can be enacted for the following periods related to each type of award:

STI cash

Three years from the STI payment date.

STI DBS

Three years from the vesting of each tranche of the DBS awards.

LTI conditional share award

Three years from the vesting date.

The malus and clawback provisions may be implemented based on various trigger events, including:

- Any error that had a material impact on the calculation of the incentive award.
- Material misstatement of Group results and performance measures that result in incorrect or inappropriate determination of incentive award values.
- Gross misconduct or behaviour by the participant that brings the Group into disrepute.
- Material failing in risk management, especially in cases of events affecting the safety or health of employees, the environment, and/or communities.
- A participant deliberately misleading the Group, market or Group's shareholders regarding the financial performance or position of the Group.
- The participant's actions amount to poor performance.

EXECUTIVE DIRECTORS' AND PRESCRIBED OFFICERS' TERMS OF EMPLOYMENT

Minimum shareholding requirements

Executive directors and prescribed officers are required to build and maintain a meaningful equity interest in Thungela to strengthen alignment with shareholder interests. This minimum shareholding requirement (MSR) is fulfilled through a combination of personal investment shares and committed shares arising from vested forfeitable and conditional share awards.

Until the applicable MSR threshold has been achieved, participants are required to retain an appropriate portion of vested share-based incentive awards. Compliance with the MSR is assessed by determining the market value of shares held, calculated using the 20-day volume-weighted average price (VWAP) immediately preceding the assessment date, and expressing this value as a percentage of the individual's annual TGP at the time of measurement.

MSR target holdings per executive director or prescribed officer:

- **200%** for the chief executive officer
- **150%** for the chief financial officer
- **100%** for prescribed officers

Executive directors and prescribed officers are expected to meet their MSR targets within five years of their appointment date. The initial assessment is conducted at the end of the financial year following the fifth anniversary of their appointment, after which the measurement period is reset on a rolling three-year basis.

Where an individual has not met the required MSR by the applicable measurement date, any LTIs vesting thereafter remain subject to disposal restrictions until the MSR is achieved.

Contractual commitments

All executive directors and prescribed officers have permanent employment contracts with Thungela or its subsidiaries. These contracts prescribe a notice period of six months for executive directors and three months for prescribed officers. Executive directors and prescribed officers are subject to a restraint-of-trade period of six months from the date of termination of their contract.

Retirement

The normal retirement age for executive directors and prescribed officers in South Africa was increased from 60 to 65 years with effect from 1 January 2026. This change does not apply to the prescribed officer based in Australia, where the minimum legislated retirement age remains 67 years.

External appointments

Executive directors and prescribed officers may not accept external directorships or offices without prior written approval. Approval for executive directors is granted by the committee, while approval for prescribed officers rests with the chief executive officer.

In accordance with the Group's policy on internal and external directorships:

- Executive directors or prescribed officers may only retain fees from one approved external directorship. Fees received in respect of internal directorships or offices may not be retained and are ceded to Thungela.
- Approved external appointments may not interfere with the executive director's or prescribed officer's responsibilities, duties or obligations to Thungela.

Sign-on awards

Sign-on awards may be granted to newly appointed executive directors or prescribed officers to compensate for remuneration forfeited on leaving a previous employer. These awards may be delivered in cash, shares, or a combination of both, having regard to the nature and vesting profile of the forfeited awards. Cash sign-on awards are subject to repayment on a pro-rated basis should the individual exit the Group as a fault/bad leaver within a defined period. Share-based sign-on awards are granted as forfeitable shares in Thungela and vest in equal tranches over a three-year period, commencing on the first anniversary of the executive director's or prescribed officer's appointment date.

Severance payments

There are no predetermined severance payment arrangements for any employee. Local legislation, market practice and, where applicable, agreements with recognised trade unions will determine whether severance payments are due and how the amount should be calculated.

Post-retirement medical aid benefits

The Group provides a post-termination medical aid subsidy to qualifying South African employees in which Thungela continues covering 50% of their contributions to the Witbank Coalfields Medical Aid Scheme (WCMAS) following their exit from the Group.

Eligibility for this subsidy is restricted to employees who were permanently employed by the Group and were active members of WCMAS prior to 1 January 2002, and who remain employed and active until their exit.

As at the reporting date, one prescribed officer, Leslie Martin, qualifies for this benefit.

Termination benefits

There are no contractual obligations to effect payment on termination, other than in respect of payments required under applicable local legislation or Group policy. The treatment of STIs and LTIs is determined by the nature of the termination and remains subject to the discretion of the committee. The committee also determines the treatment of any mutual separation agreements.

The below outlines the treatment for each type of award based on the nature of the termination.

Short-term incentives		
No fault/good leaver termination	STI cash	
Death, retirement, disability, dismissal for operational reasons	STI cash payments are pro-rated for the period in service of the performance year and paid on termination.	
Fault/bad leaver termination		
Resignation, dismissal	Not eligible for any STI cash for the period in service of the performance year.	
Long-term incentives		
No fault/good leaver termination	Deferred bonus shares	Conditional share awards
Death, normal retirement and early retirement at Thungela's request, disability, dismissal for operational reasons	DBS awards will be accelerated to the termination date.	Awards will be accelerated to the termination date but will be time-apportioned for complete months of the applicable employment period and the committee's estimate of the level of achievement of performance conditions.
Fault/bad leaver termination		
Resignation, dismissal, early retirement at the employee's request	Any unvested DBS awards will immediately be forfeited.	The right to receive any share awards will immediately be forfeited.

NON-EXECUTIVE DIRECTORS

Principle

The remuneration of non-executive directors is designed to reflect the level of responsibility, experience, time commitment and risk associated with serving on the board and its committees within a multinational coal company. Fees are reviewed annually to ensure that they remain appropriate and aligned with market practice.

Basis of pay

Non-executive directors are remunerated through an annual retainer for their roles on the board and its committees. Fees are determined with reference to board and committee responsibilities and exclude ad hoc meeting fees, which are paid only where additional time and effort are required.

The fees payable to the board chairman and the lead independent director are determined on an all-inclusive basis, with no additional fees payable for committee membership.

Other non-executive directors receive fees for their board roles, together with additional fees for serving as chairpersons or members of board committees. Where there is a change in committee membership during the year, fees are adjusted on a pro-rated basis.

Non-executive directors do not participate in STI or LTI arrangements and do not receive remuneration linked to performance. They are reimbursed for reasonable travel and business-related expenses incurred in the execution of their duties.

Service contracts

Non-executive directors are not employed by the Group. They are required to disclose any actual or potential conflicts of interest prior to, and during, their tenure. Where a conflict is considered to impair independence, the affected director does not participate in related deliberations or decisions.

Benchmarking

Fees for non-executive directors are benchmarked annually against the same comparator group used for executive directors and prescribed officers to ensure alignment with market practice (see page 117).

Details of the current fee policy, fees paid to non-executive directors during 2025 and the fees proposed for the forthcoming year are disclosed in the implementation report. The proposed fees will be included in the Notice of the AGM for shareholder approval by special resolution.

NON-BINDING ADVISORY VOTE ON REMUNERATION POLICY

The remuneration policy in section 2 is subject to a non-binding advisory vote by shareholders at the AGM. Where 25% or more of votes cast are against the report, the committee will engage with dissenting shareholders to understand the underlying concerns. These insights will inform the committee's ongoing review of remuneration practices, and a summary of the concerns raised, together with the committee's responses, will be disclosed in the subsequent remuneration report.

SECTION 3 IMPLEMENTATION REPORT

The committee is satisfied that the remuneration policy has been implemented with due care and consideration, ensuring that remuneration outcomes for executive directors and prescribed officers are aligned with the delivery of Thungela’s strategic objectives and the creation and preservation of sustainable value for stakeholders.

There were no deviations from the Thungela remuneration policy in 2025.



The implementation report provides insight into how the committee’s decisions during 2025 have translated into remuneration outcomes for executive directors, prescribed officers and non-executive directors and how these outcomes reflect performance and value creation.

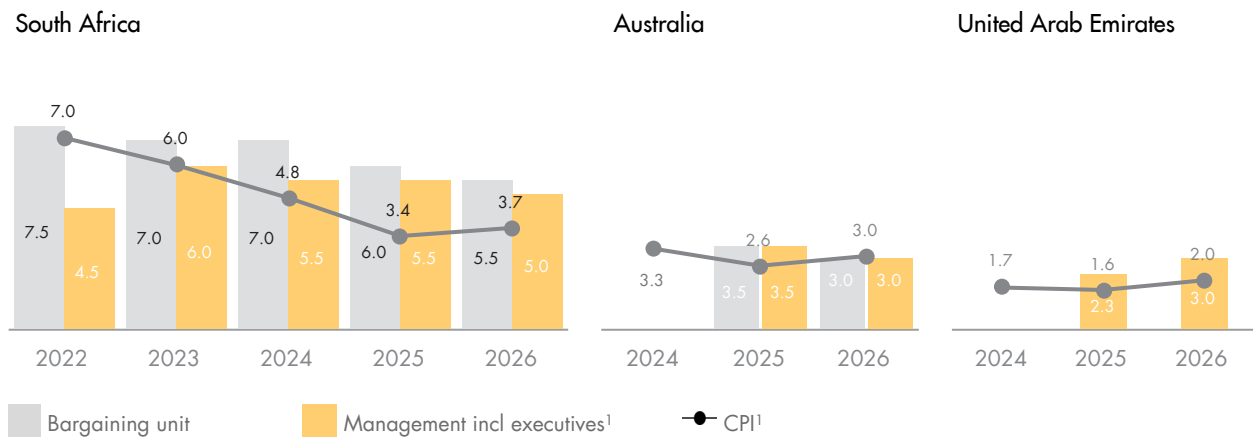
BASIC SALARY

Basic salary increases are informed by external market benchmarking and independent remuneration surveys, supported by an assessment of historical and projected inflation across the Group’s operating jurisdictions. Based on the outcome of this analysis, the committee approved the following salary adjustments:

South Africa		Australia	United Arab Emirates
An increase of 4.5% was approved on TGP’s for executive directors, prescribed officers, and management employees, translating into a 5% increase on basic salary effective from 1 January 2026.	Increases for bargaining unit employees are implemented in line with applicable collective bargaining agreements and will take effect during 2026.	Prescribed officers and management employees received a 3% increase on basic salary, effective from 1 January 2026.	An increase of 2% to total remuneration was approved for management employees, equating to a 3% increase on basic salary, effective from 1 January 2026.

The figure below provides a comparative view of increases between executive, management and bargaining unit employees against the consumer price index (CPI) for South Africa, Australia and the UAE.

Basic salary adjustments (%)



¹ For 2026, management and executive increases are as approved by the committee and the CPI forecast as per the International Monetary Fund.

As part of the Group's annual remuneration processes, an independent external reward advisor conducted a remuneration benchmarking review for the Group executive committee, with the outcomes for 2025 considered by the committee. The review identified that the TGP for the executive head of human resources and the executive head of corporate affairs was below the acceptable market tolerance range of between 80% to 120% of the peer group median. Accordingly, the committee approved an additional 5% increase to their TGPs, effective from 1 January 2026.

In addition, the second tranche of the previously approved adjustment for the chief financial officer, comprising a 6.5% increase to his TGP, was implemented with effect from 1 January 2026. This is the second and final phase of the process initiated in 2024 to align the chief financial officer's remuneration with the peer group market median.

No further adjustments were made to the basic salaries of executive directors or prescribed officers during the year under review.

SHORT-TERM INCENTIVES

Consistent with the remuneration policy described in section 2, the STI calculation framework was unchanged for the 2025 performance year.




2025 Short-term incentive outcomes

Business results

In assessing the STI outcomes for the 2025 performance year, the committee considered the impact of non-controllable external factors when determining the appropriateness of the results. A structured normalisation process was applied to account for these factors and was independently reviewed and approved by the committee to ensure that the resulting outcomes appropriately reflect Thungela's underlying performance.

The table below sets out the four performance categories that comprise the business results component of the STI, which carries a weighting of 70%. It also reflects the relative weighting of each measure and the corresponding performance outcomes achieved.

Business results performance

Performance category	Metric Measure	Weighting (%)	Result	Points
 Safety and health 10%	TRCFR – South Africa 5% improvement on average for the previous 3 years	5.0		0.0
	TRCFR – Australia 20% improvement year-on-year	2.5		0.0
	HIV and treatment % of employees who know their status	2.5		2.2
 ESG 10%	Level 4 – 5 environmental incidents number of incidents	2.5		2.5
	Energy intensity % of annual improvements	2.5		0.0
	Inclusive procurement % of addressable spend	2.5		2.5
	Inclusion and diversity % HDP in management	2.5		1.7
 Production 30%	Export saleable production number of export saleable tonnes	20.0		20.0
	FOB cost per export tonne FOB cost per export saleable tonne excluding royalties	10.0		10.0
 Finance 20%	Normalised adjusted EBITDA ¹ Rand million	10.0		10.0
	Normalised adjusted operating free cash flow ¹ Rand million	10.0		10.0
Total		70.0		58.9

¹ Normalised through adjusting for the budgeted price and foreign exchange rate.

Individual results for the executive directors












The remaining portion of the STI (30%) is determined by the achievement of individual performance objectives for each executive director and prescribed officer. For executive directors, the committee approves an annual balanced scorecard comprising key individual priorities that support the execution of Thungela's strategy. These priorities are aligned to Thungela's strategic pillars and reflect the specific accountabilities of each executive director.

The tables that follow outline the performance of each executive director during 2025 against their approved individual priorities, presented by strategic pillar.

Moses Madondo – incoming chief executive officer

Moses Madondo joined the Group on 1 August 2025. Given that the performance period under review was less than six months, a "too soon to rate" assessment applies, which is equivalent to a solid performance. This results in an 18% remuneration outcome for the individual performance component.












July Ndlovu – outgoing chief executive officer

Individual deliverable category	Weighting (%)	Performance description	Level of achievement
 Safety is our first value	5	Under the leadership of the outgoing chief executive officer, the Group sustained three consecutive years without a loss of life, reinforcing safety as Thungela's first value. While the TRCFR increased year-on-year primarily due to the challenging operating environment during the production footprint transition, targeted interventions were implemented to address elevated risk areas.	
 Maximise the full potential of existing assets	10	The CEO oversaw strong operational delivery, with export saleable production exceeding guidance in South Africa and delivered at the upper end of guidance at Ensham, while costs remained below guidance ranges, supported by productivity and cost-efficiency initiatives.	
 Create future diversification options	5	Strategic execution under the CEO's leadership resulted in the completion of the Annea Colliery and Zibulo North Shaft projects on time and within budget, extending the life and competitiveness of the South African portfolio. Portfolio optimisation actions, including the sale of Goedeheop North and Kleinkopje and the acquisition of the remaining interest in Ensham, strengthened the Group's geographic diversification and long-term resilience.	
 Optimise capital allocation	5	Capital allocation discipline continued to be a core component of the CEO's focus, with investments prioritised to ensure balance sheet resilience, delivery through the commodity cycle and sustainable shareholder returns.	
 Drive our ESG aspirations	5	Progress continued against key ESG commitments, with the Group remaining on track to reduce scope 1 and 2 emissions by 30% by 2030. No level 3–5 environmental incidents were recorded during the year, and social investment programmes continued to deliver measurable benefits, particularly in relation to education and enterprise development.	
Overall performance	30		

This outcome is equivalent of a strong performance rating for the 2025 performance year which resulted in a 24% remuneration outcome for the individual performance component.

 Above stretch target |  Target exceeded |  Target met |  Target not met |  Below minimum threshold

Deon Smith – chief financial officer





Individual deliverable category	Weighting (%)	Performance description	Level of achievement
 Safety is our first value	2	Through robust financial governance, the CFO supported safety outcomes by ensuring appropriate resourcing of risk-mitigation initiatives and enabling targeted interventions in higher-risk areas without compromising operational integrity. This helped to reinforce safety as the Group's first value.	
 Maximise the full potential of existing assets	8	Strong financial oversight contributed to cost performance remaining below guidance across operations, despite a volatile operating environment. Effective cost control, support for productivity initiatives and prudent liquidity management underpinned operational resilience and financial flexibility.	
 Create future diversification options	8	As executive owner of this pillar, the CFO played a key role in the execution of strategic transactions, including portfolio optimisation actions such as the sale of Goedehoop North and Kleinkopje and the completion of the acquisition of the remaining interest in Ensham. These transactions were delivered within robust governance frameworks, ensuring disciplined valuation, risk management and funding structures that enhanced long-term value.	
 Optimise capital allocation	10	Capital allocation discipline was a defining feature of the CFO's performance. Proactive management of currency volatility and financial risk delivered significant cash inflows, strengthening liquidity and resilience. The CFO drove the implementation of the capital allocation framework, balancing investment through the cycle with returns to shareholders.	
 Drive our ESG aspirations	2	The CFO played a key role in embedding ESG considerations into financial decision-making and capital allocation. This included oversight of environmental provisioning, funding mechanisms and governance processes that support long-term rehabilitation and sustainability commitments. Financial transparency and discipline underpinned the Group's ability to meet ESG objectives responsibly and sustainably.	
Overall performance	30		

This outcome is equivalent of a strong performance rating for the 2025 performance year which resulted in a 24% remuneration outcome for the individual performance component.

 Above stretch target |  Target exceeded |  Target met |  Target not met |  Below minimum threshold

2026 Short-term incentive performance scorecard

The STI performance scorecard for 2026 was proposed by the chief executive officer and approved by the committee. The details associated with the measures and targets for each of the four performance categories are outlined below:

Performance category	Performance area	Weighting (%)	Performance measure	Target
 Safety and health 10%	TRCFR	5	5% improvement on average of previous three years	2.39
	HIV and treatment	2.5	% of employees who know their HIV status	95
 ESG 10%	Level 4-5 environmental incidents	2.5	Number of incidents	0
	Energy management	2.5		
	Energy intensity – Australia	1	% annual improvement	2
	Renewable energy procurement – South Africa	1.5	Stage of the procurement process	Procurement approval received
	Inclusive procurement – South Africa	2	% of addressable spend	20
	Inclusion and diversity – South Africa	2	% HDP in management	75.80
 Production 20	Export saleable production	20	Achieved export saleable production (Mt)	Market-sensitive information
 Finance 30%	FOB cost per export tonne	10	FOB cost per export tonne (Rand/tonne)	
	Normalised adjusted EBITDA ¹	10	Normalised adjusted EBITDA (Rand million)	Market-sensitive information
	Normalised adjusted operating free cash flow ¹	10	Normalised adjusted operating free cash flow (Rand million)	

¹ Normalised through adjusting for the budgeted price and foreign exchange rate.







LONG-TERM INCENTIVES

2023 Conditional share award vesting

The vesting of the conditional share awards is subject to the achievement of predetermined performance conditions assessed over a three-year performance period, combined with continued service. The 2023 conditional share award, granted in April 2023, was measured over the period from 1 January 2023 to 31 December 2025. The committee assessed performance outcomes against the approved measures and applied its judgement to ensure that vesting outcomes appropriately reflect underlying business performance and value delivered over the period.

The award is scheduled to vest in April 2026, following the conclusion of the employment period. Executive directors remain subject to the applicable post-vesting two-year holding requirements to further reinforce long-term alignment with shareholders and the Group's strategic objectives.

Performance outcomes

Performance category	Performance area	Weighting (%)	Description	Weighted achievement (%)
 Shareholders 25%	Relative TSR (local)	12.5	The threshold target for the relative TSR performance was not achieved	0.0
	Relative TSR (global)	12.5	The threshold target for the relative TSR performance was not achieved	0.0
 Financial 20%	Cash margin per export saleable tonne	20	The stretch target for the cash margin improvement performance measure was achieved	20
 Production sustainability 25%	Life of business	15	The threshold target for the resource to reserve conversion measure was not achieved	0.0
	Life capital intensity	10	The threshold target for the capex per attributable saleable tonne measure was not achieved	0.0
 ESG 30%	Carbon intensity	10	The stretch target related to the reduction in carbon intensity was achieved	10
	Fresh water import	2.5	The stretch target related to the reduction in freshwater import measure was achieved	2.5
	Potable water usage	2.5	The stretch target related to the reduction in potable water usage measure was achieved	2.5
	Water treatment	2.5	The target for the water treatment measure was achieved, but not the stretch target	1.9
	Water reuse/recycle	2.5	The stretch target for the water reuse/recycle measure was achieved	2.5
	Inclusion and diversity	10	The stretch target for the HDP representation in middle management measure was achieved	10
Total		100		49.4

2025 Conditional share award allocation





The 2025 conditional share award was granted in April 2025 and is subject to performance measurement over the three-year period from 1 January 2025 to 31 December 2027. Executive directors are subject to an additional two-year post-vesting holding period.

During the year, the committee reviewed the design of the performance conditions of the conditional share award to ensure continued relevance, focus and alignment with evolving market practice in LTI design. Consistent with broader market trends, the number of performance measures was streamlined, resulting in the reduction of metrics in the production sustainability category from two measures to one measure and the consolidation of the four water-related measures into a single measure.

As previously reported, the committee approved the replacement of the local relative TSR measure with an absolute TSR measure. Following stakeholder engagements, weighted return on net assets (RONA) was selected as the most appropriate proxy for absolute TSR, reflecting how value is created at Thungela. Under this approach, the asset base is classified into productive and non-productive assets. Productive assets are expected to earn returns at Thungela's weighted average cost of capital (WACC), while non-productive assets are assumed to earn a return equal to average annual CPI plus 2%, as a proxy for expected overnight deposit rates. It will be calculated using the opening and closing balance sheets over the performance period.

Within the ESG category, the environmental metrics were aligned with the Group's pathway to net zero strategy, with a shift in focus to energy intensity and the water-related measure to water abstraction. In addition, the targets for the inclusion and diversity metrics were increased to reflect the Group's current performance trajectory.

Performance conditions

Performance category	Performance area	Weighting (%)	Performance measure	Threshold	Target	Stretch
 Shareholders 25%	Relative TSR	12.5	Performance against index return of global competitors	Index return	Index return + 3% p.a.	Index return + 6% p.a.
	Absolute TSR	12.5	Actual weighted RONA against the expected weighted RONA	Expected weighted RONA + 0% p.a.	Expected weighted RONA + 3% p.a.	Expected weighted RONA + 6% p.a.
 Financial 20%	Cash margin per export saleable tonne	20	% change in cash margin from 2024 base (price and foreign exchange neutral)	(3)%	—%	3%
 Production sustainability 25%	Life of business	25	% life extended because of resource to reserve conversion (additional LOM saleable tonnes/base LOM saleable tonnes) (adjusted for reserve depletion)	—%	10%	20%
 ESG 30%	Energy intensity	10	% reduction in energy intensity on the 2024 baseline	—%	0.02	0.05
	Water abstraction	10	% reduction in water abstraction on the 2024 baseline	—%	0.05	10%
	Inclusion and diversity	5	% HDP representation in middle management and up against a 75% target (South Africa only)	(3)%	—%	5%
		5	% female representation in middle management up against a 35% target (global)	(3)%	—%	5%

The relative TSR performance measure is assessed against a peer group of global mining and energy companies, selected to reflect comparable operating characteristics and market exposure. The committee undertook a review of the peer group during the year and approved targeted updates to ensure it remains relevant and appropriately aligned with Thungela’s operating profile, peer developments and shareholder market dynamics.

The updated peer group for the relative TSR metric is outlined below:

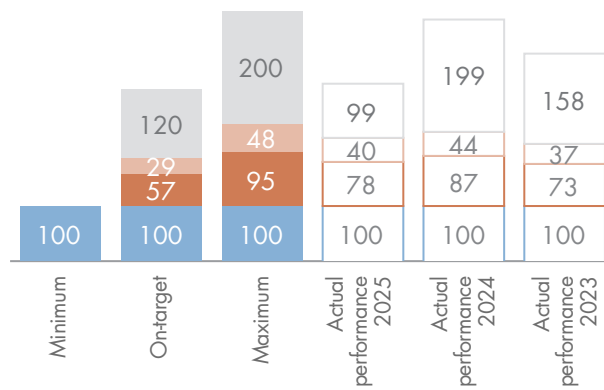
Relative TSR peer group

Alliance Resource Partners, L.P
Banpu Power Public Company Limited
Core Natural Resources, Inc
New Hope Corp Limited
Peabody Energy Corp
PT Bumi Resources Tbk
Whitehaven Coal Limited
Yancoal Australia Limited

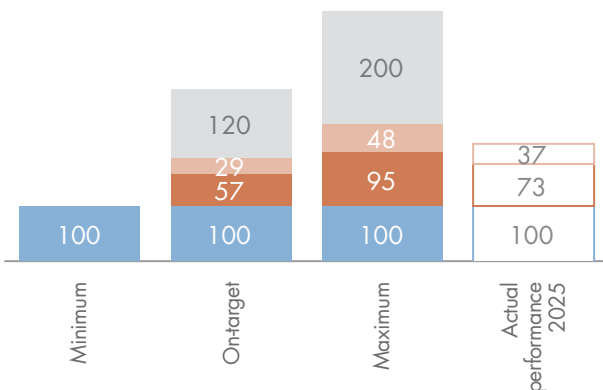
INCENTIVE OUTCOMES FOR THE EXECUTIVE DIRECTORS

The performance outcomes for the executive directors for the 2025 STI and the 2023 conditional share award, measured against minimum, on-target and stretch remuneration levels, are illustrated below. The analysis also provides a comparative view of performance outcomes achieved in the previous two years.

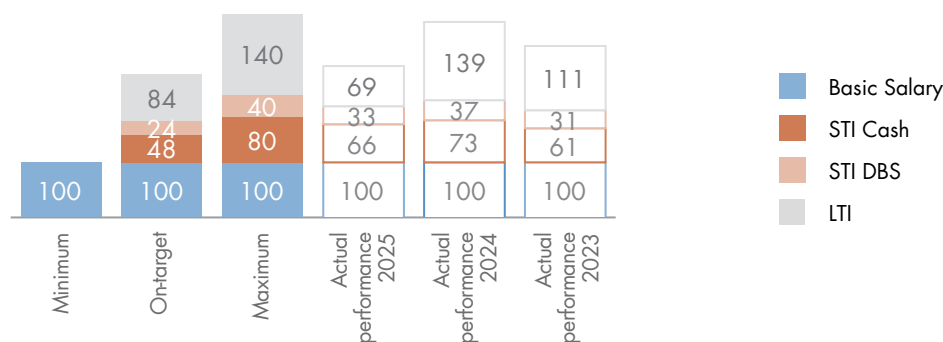
Outgoing chief executive officer (%)



Incoming chief executive officer (%)



Chief financial officer (%)



REMUNERATION OUTCOMES FOR OUR EXECUTIVE DIRECTORS AND PRESCRIBED OFFICERS

The disclosures that follow set out the remuneration outcomes for the executive directors and prescribed officers of Thungela for the year ended 31 December 2025. These disclosures are intended to provide transparent insight into remuneration outcomes and their relationship to performance and value creation during the year.

The disclosures comprise three components:

1

Total single figure of remuneration

The schedules are aligned with the total single figure (TSF) remuneration disclosure requirements of King IV™ and set out the total remuneration for the years ended 31 December 2025 and 31 December 2024.

2

Statement of invested awards and cash flows

The schedules of unvested awards and cash flows are aligned with King IV™ disclosure requirements, which state that the value of awards at year-end represents the fair value of shares. The value on settlement represents the cash value of all awards that were settled during 2025.

3

Minimum shareholding requirements

The MSR achievement tables outline the percentage fulfilment target MSR as at 31 December 2025.

In addition, details of remuneration outcomes arising from the termination of employment of executive directors or prescribed officers are disclosed where applicable. Accordingly, the remuneration implications relating to the retirement of the outgoing chief executive officer and the resignation of the executive head of safety, health and environment are set out in the relevant sections of this report.

Remuneration outcomes for Moses Madondo – incoming chief executive officer¹

1

Schedule of total single figure of remuneration

Rand thousand	2025	2024
Basic salary	3,850	—
Retirement and benefits ²	608	—
Other ³	5	—
Fixed remuneration	4,463	—
STI cash ^{4,5}	2,829	—
STI DBS ^{6,7}	1,430	—
LTIP	—	—
Sign-on award ⁸	35,356	—
Variable remuneration	39,615	—
Total remuneration	44,078	—

¹ Moses Madondo was appointed on 1 August 2025, and remuneration reflects earnings from that date.

² Retirement and benefits include pension fund contributions, medical aid contributions and recurring cash allowances.

³ Other payments include items such as unemployment insurance, leave encashments and long-service awards.

⁴ Cash component of the STI, which is attributable to the 2025 financial year, but to be paid in the 2026 financial year.

⁵ Cash component of the STI, which is attributable to the 2024 financial year, but to be paid in the 2025 financial year.

⁶ Deferred bonus component of the STI, which is attributable to the 2025 financial year but awarded in the 2026 financial year.

⁷ Deferred bonus component of the STI, which is attributable to the 2024 financial year but awarded in the 2025 financial year.

⁸ Sign-on award comprises a cash component and a share-based component. The value of the award was determined by an independent expert and reflects remuneration forfeited on leaving his previous employer.

2 Statement of unvested awards and cash flows for the 2025 financial year

Award type	Award date	Vesting date	Award price (Rand/share)	Share movement					Closing	Cash value on settlement (Rand)	Year-end face value ³ (Rand)
				Opening	Granted ¹	Forfeited	Committed ²	Vested			
Equity-settled conditional share awards⁴											
LTIP 2025	01-Aug-25	15-Apr-28	94.26	—	200,435	—	—	—	200,435	—	10,991,855
Equity-settled forfeitable share awards – sign-on shares (SOS)⁵											
SOS 2025 (1)	01-Aug-25	01-Aug-26	95.50	—	58,396	—	—	—	58,396	—	5,337,394
SOS 2025 (2)	01-Aug-25	01-Aug-27	95.50	—	58,397	—	—	—	58,397	—	5,337,486
SOS 2025 (3)	01-Aug-25	01-Aug-28	95.50	—	58,397	—	—	—	58,397	—	5,337,486
				—	375,625	—	—	—	375,625	—	27,004,221

¹ The LTIP awards granted include a total of 4,381 shares added to the LTIP awards as dividend equivalent share awards granted based on the dividends paid by Thungela in the year ended 31 December 2025.

² Committed shares are restricted shares that have either been committed under the MSR policy or are held as per the rules of the conditional share awards for an additional holding period.

³ The 30-day VWAP for determining the face value of unvested awards on 31 December 2025 is R91.40 per share.

⁴ Conditional share awards were calculated at a vesting rate of 60%, which is the 'on target' percentage as stated in section 2.

⁵ Sign-on shares comprise the share-based component of the sign-on award.

3 Minimum shareholding requirements as at 31 December 2025

MSR fulfilment date ¹	2030
Number of MSR shares ²	5,000
Value of MSR shares ³ (R'000)	475
Total annual fixed remuneration ⁴ (R'000)	10,691
MSR target holdings based on time elapsed (%)	—
Achieved MSR target holdings⁵ (%)	4

¹ The MSR fulfilment date is the financial year by which the executive is required to meet the MSR requirement.

² The number of MSR shares comprises all personal investment shares, excluding shares subject to a hedging arrangement, and committed shares under the MSR policy. This excludes any unvested shares under the STI DBS and LTIP plans.

³ The 20-day VWAP for determining the value of the MSR shares on 31 December 2025 is R94.92 per share.

⁴ Total annual guaranteed package is comprised of the annualised basic salary and retirement and benefits components on the schedule of TSF remuneration.

⁵ The fulfilment percentage is the value of the MSR shares divided by the executive's annual TGP as at 31 December 2025.

Remuneration outcomes for July Ndlovu – outgoing chief executive officer¹

1 Schedule of total single figure of remuneration

Rand thousand	2025	2024
Basic salary	9,010	8,578
Retirement and benefits ²	1,425	1,348
Other ³	2,461	29
Fixed remuneration	12,896	9,955
STI cash ^{4,5}	7,095	7,456
STI DBS ^{6,7}	—	3,767
LTIP restricted ^{8,9}	12,024	38,607
Variable remuneration	19,119	49,830
Total remuneration	32,015	59,785

¹ July Ndlovu retired from Thungela on 31 December 2025 and is therefore considered a no fault/good leaver.

² Retirement and benefits include pension fund contributions, medical aid contributions and recurring cash allowances.

³ Other payments include items such as unemployment insurance, leave encashments during the year and on exit, and a cash retirement award.

⁴ Cash component of the STI, which is attributable to the 2025 financial year, but to be paid in the 2026 financial year. He is eligible to receive this component of the STI.

⁵ Cash component of the STI, which is attributable to the 2024 financial year, but to be paid in the 2025 financial year.

⁶ Deferred bonus component of the STI, which is attributable to the 2025 financial year but awarded in the 2026 financial year. He is not eligible to receive this component of the STI after his retirement.

⁷ Deferred bonus component of the STI, which is attributable to the 2024 financial year but awarded in the 2025 financial year.

⁸ The 2022 LTIP awards were granted on 7 March 2022. The performance was measured on 7 March 2025 and the awards were therefore reflected in the year in which the performance was measured. This award is subject to a further two-year holding period before it may be disposed of.

⁹ The 2021 LTIP awards were granted on 16 November 2021. The performance was measured on 16 November 2024 and the awards were therefore reflected in the year in which the performance was measured. This award is subject to a further two-year holding period before it may be disposed of.

2 Statement of unvested awards and cash flows for the 2025 financial year

Award type	Award date	Vesting date	Award price (Rand/share)	Share movement						Cash value on settlement (Rand)	Year-end face value ⁵ (Rand)
				Opening	Granted ¹	Forfeited	Committed ^{2,3}	Vested ³	Closing ⁴		
Equity-settled conditional share awards⁶											
LTIP 2022	07-Mar-22	07-Mar-25	135.54	107,192	—	(644)	(106,548)	—	—	—	—
LTIP 2023	26-Apr-23	26-Apr-26	164.06	58,212	8,625	—	—	—	66,837	—	3,665,341
LTIP 2024	24-May-24	24-May-27	120.63	72,435	10,733	—	—	—	83,168	—	4,560,933
LTIP 2025	15-Apr-25	15-Apr-28	94.26	—	195,436	—	—	—	195,436	—	10,717,710
Equity-settled forfeitable share awards – deferred bonus shares⁷											
DBS 2022 (3)	22-Mar-22	22-Mar-25	159.72	5,307	—	—	—	(5,307)	—	577,561	—
DBS 2023 (2)	27-Mar-23	27-Mar-25	195.56	4,663	—	—	—	(4,663)	—	496,236	—
DBS 2023 (3)	27-Mar-23	27-Mar-26	195.56	4,663	—	—	—	—	4,663	—	426,198
DBS 2024 (1)	18-Mar-24	18-Mar-25	116.55	8,561	—	—	—	(8,561)	—	916,027	—
DBS 2024 (2)	18-Mar-24	18-Mar-26	116.55	8,561	—	—	—	—	8,561	—	782,475
DBS 2024 (3)	18-Mar-24	18-Mar-27	116.55	8,562	—	—	—	—	8,562	—	782,567
DBS 2025 (1)	17-Mar-25	17-Mar-26	113.96	—	11,020	—	—	—	11,020	—	1,007,228
DBS 2025 (2)	17-Mar-25	17-Mar-27	113.96	—	11,020	—	—	—	11,020	—	1,007,228
DBS 2025 (3)	17-Mar-25	17-Mar-28	113.96	—	11,020	—	—	—	11,020	—	1,007,228
				278,156	247,854	(644)	(106,548)	(18,531)	400,287	1,989,824	23,956,908
Vested Awards committed to MSR²											
Held 2021 LTIP Award				302,589	—	—	—	—	302,589	—	27,656,635
Held 2022 LTIP Award				—	—	—	106,548	—	106,548	—	9,738,487

¹ The LTIP awards granted include a total of 23,629 shares added to the LTIP awards as dividend equivalent share awards granted based on the dividends paid by Thungela in the year ended 31 December 2025.

² Committed shares are restricted shares that have either been committed under the MSR policy or are held as per the rules of the conditional share awards for an additional holding period.

³ The conditional share awards were settled using Thungela shares held in treasury by the Group, while the forfeitable share awards were settled using shares purchased by the Group on the open market on grant date.

⁴ All outstanding awards will be accelerated to 31 December 2025. Vesting of conditional share awards will be based on the committee's assessment of performance and time-apportioned for completed months of the applicable employment period. The two-year holding period will apply to the vested conditional shares. Forfeitable share awards will vest on a time-apportioned basis for completed months of the applicable employment period and the remainder will be settled in cash based on the sale price of the underlying shares.

⁵ The 30-day VWAP for determining the face value of face awards on 31 December 2025 is R91.40 per share.

⁶ Conditional share awards were calculated at a vesting rate of 60%, which is the 'on target' percentage as stated in section 2.

⁷ DBS are forfeitable shares that are granted under the remuneration policy as part of our annual STI process.

3 Minimum shareholding requirements as at 31 December 2025

MSR fulfilment date ¹	2026
Number of MSR shares ²	672,971
Value of MSR shares ³ (R'000)	63,878
Total annual fixed remuneration ⁴ (R'000)	10,435
MSR target holdings based on time elapsed (%)	160
Achieved MSR target holdings⁵ (%)	612

¹ The MSR fulfilment date is the financial year by which the executive is required to meet the MSR requirement.

² The number of MSR shares comprises all personal investment shares, excluding shares subject to a hedging arrangement, and committed shares under the MSR policy. This excludes any unvested shares under the STI DBS and LTIP plans.

³ The 20-day VWAP for determining the value of the MSR shares on 31 December 2025 is R94.92 per share.

⁴ Total annual guaranteed package is comprised of the annualised basic salary and retirement and benefits components on the schedule of TSF remuneration.

⁵ The fulfilment percentage is the value of the MSR shares divided by the executive's annual TGP as at 31 December 2025.

Remuneration outcomes for Deon Smith – chief financial officer

1 Schedule of total single figure of remuneration

Rand thousand	2025	2024
Basic salary	6,183	5,539
Retirement and benefits ¹	1,002	896
Other ²	1,428	25
Fixed remuneration	8,613	6,460
STI cash ^{3,4}	4,100	4,055
STI DBS ^{5,6}	2,050	2,027
LTIP ^{7,8}	6,212	16,185
Variable remuneration	12,362	22,267
Total remuneration	20,975	28,727

¹ Retirement and benefits include pension fund contributions, medical aid contributions and recurring cash allowances.

² Other payments include items such as unemployment insurance, leave encashments and long-service awards.

³ Cash component of the STI, which is attributable to the 2025 financial year, but to be paid in the 2026 financial year.

⁴ Cash component of the STI, which is attributable to the 2024 financial year, but to be paid in the 2025 financial year.

⁵ Deferred bonus component of the STI, which is attributable to the 2025 financial year but awarded in the 2026 financial year.

⁶ Deferred bonus component of the STI, which is attributable to the 2024 financial year but awarded in the 2025 financial year.

⁷ The 2022 LTIP awards were granted on 7 March 2022. The performance was measured on 7 March 2025 and the awards were therefore reflected in the year in which the performance was measured. This award is subject to a further two-year holding period before it may be disposed of.

⁸ The 2021 LTIP awards were granted on 16 November 2021. The performance was measured on 16 November 2024 and the awards were therefore reflected in the year in which the performance was measured. This award is subject to a further two-year holding period before it may be disposed of.

2 Statement of unvested awards and cash flows for the 2025 financial year

Award type	Award date	Vesting date	Award price (Rand/share)	Share movement						Cash value on settlement (Rand)	Year-end face value ⁴ (Rand)
				Opening	Granted ¹	Forfeited	Committed ^{2,3}	Vested ³	Closing		
Equity-settled conditional share awards⁵											
LTIP 2022	07-Mar-22	07-Mar-25	135.54	55,377	—	(332)	(55,045)	—	—	—	—
LTIP 2023	26-Apr-23	26-Apr-26	164.06	30,073	4,455	—	—	—	34,528	—	1,893,516
LTIP 2024	24-May-24	24-May-27	120.63	37,420	5,545	—	—	—	42,965	—	2,356,201
LTIP 2025	15-Apr-25	15-Apr-28	94.26	—	93,886	—	—	—	93,886	—	5,148,708
Forfeitable shares – Deferred bonus shares⁶											
DBS 2022 (3)	22-Mar-22	22-Mar-25	159.72	2,647	—	—	—	(2,647)	—	288,073	—
DBS 2023 (2)	27-Mar-23	27-Mar-25	195.56	2,712	—	—	—	(2,712)	—	288,611	—
DBS 2023 (3)	27-Mar-23	27-Mar-26	195.56	2,712	—	—	—	—	2,712	—	247,877
DBS 2024 (1)	18-Mar-24	18-Mar-25	116.55	4,607	—	—	—	(4,607)	—	492,949	—
DBS 2024 (2)	18-Mar-24	18-Mar-26	116.55	4,607	—	—	—	—	4,607	—	421,080
DBS 2024 (3)	18-Mar-24	18-Mar-27	116.55	4,608	—	—	—	—	4,608	—	421,171
DBS 2025 (1)	17-Mar-25	17-Mar-26	113.96	—	5,930	—	—	—	5,930	—	542,002
DBS 2025 (2)	17-Mar-25	17-Mar-27	113.96	—	5,930	—	—	—	5,930	—	542,002
DBS 2025 (3)	17-Mar-25	17-Mar-28	113.96	—	5,930	—	—	—	5,930	—	542,002
				144,763	121,676	(332)	(55,045)	(9,966)	201,096	1,069,633	12,114,559
Vested awards committed to MSR²											
Held 2021 LTIP award				126,853	—	—	—	—	126,853	—	11,594,364
Held 2022 LTIP award				—	—	—	55,045	—	55,045	—	5,031,113

¹ The LTIP awards granted include a total of 12,052 shares added to the LTIP awards as dividend equivalent share awards granted based on the dividends paid by Thungela in the year ended 31 December 2025.

² Committed shares are restricted shares that have either been committed under the MSR policy or are held as per the rules of the conditional share awards for an additional holding period.

³ The conditional share awards were settled using Thungela shares held in treasury by the Group, while the forfeitable share awards were settled using shares purchased by the Group on the open market on grant date.

⁴ The 30-day VWAP for determining the face value of unvested awards on 31 December 2025 is R91.40 per share.

⁵ Conditional share awards were calculated at a vesting rate of 60%, which is the 'on target' percentage as stated in section 2.

⁶ DBS are forfeitable shares that are granted under the remuneration policy as part of our annual STI process.

3 Minimum shareholding requirements as at 31 December 2025

MSR fulfilment date ¹	2026
Number of MSR shares ²	182,761
Value of MSR shares ³ (R'000)	17,348
Total annual guaranteed package ⁴ (R'000)	7,185
MSR target holdings based on time elapsed (%)	120
Achieved MSR target holdings⁵ (%)	241

¹ The MSR fulfilment date is the financial year by which the executive is required to meet the MSR requirement.

² The number of MSR shares comprises all personal investment shares, excluding shares subject to a hedging arrangement, and committed shares under the MSR policy. This excludes any unvested shares under the STI DBS and LTIP plans.

³ The 20-day VWAP for determining the value of the MSR shares on 31 December 2025 is R94.92 per share.

⁴ Total annual guaranteed package is comprised of the annualised basic salary and retirement and benefits components on the schedule of TSF remuneration.

⁵ The fulfilment percentage is the value of the MSR shares divided by the executive's annual TGP as at 31 December 2025.

Remuneration outcomes for prescribed officers

1 Schedule of total single figure of remuneration

Rand thousand	Johan van Schalkwyk		Leslie Martin		Lesego Mataboge		Mpumi Sithole		Carina Venter ¹		Bernard Dalton		Dan Reynolds ²	
	2025	2024	2025	2024	2025	2024	2025	2024	2025	2024	2025	2024	2025	2024
Basic salary	4,538	4,319	3,942	3,751	2,997	2,758	2,994	2,758	1,995	2,758	3,656	3,274	7,063	—
Retirement and benefits ³	745	704	664	627	516	474	482	443	302	414	612	547	347	—
Other ⁴	183	25	1,174	39	17	125	17	129	1,606	150	164	31	—	—
Fixed remuneration	5,466	5,048	5,780	4,417	3,530	3,357	3,493	3,330	3,903	3,322	4,432	3,852	7,410	—
STI cash ^{5,6}	2,792	3,162	2,614	2,746	1,987	2,019	1,842	2,019	—	2,019	2,249	2,397	4,217	—
STI DBS ^{7,8}	1,396	1,581	1,307	1,373	994	1,009	921	1,009	—	1,009	1,125	1,198	2,108	—
LTIP ^{9,10}	4,844	13,766	4,207	12,877	2,988	9,662	2,988	9,543	2,988	9,184	3,582	12,249	—	—
Variable remuneration	9,032	18,509	8,128	16,996	5,969	12,690	5,751	12,571	2,988	12,212	6,956	15,844	6,325	—
Total remuneration	14,498	23,557	13,908	21,413	9,499	16,047	9,244	15,901	6,891	15,534	11,388	19,696	13,735	—

¹ Following her resignation, Carina Venter is not eligible to be paid an STI for the 2025 performance year and was not paid any separation payments. As she exited Thungela as a fault/bad leaver, all her unvested share awards were forfeited in line with the remuneration policy and rules of the Thungela share plan.

² Dan Reynolds was appointed as a prescribed officer from 1 January 2025. His salary is paid in Australian dollars and was converted at the average monthly exchange rates and reported in South African rand for disclosure purposes only.

³ Retirement and benefits include pension fund or superannuation contributions, medical aid contributions and recurring cash allowances.

⁴ Other payments include items such as unemployment insurance, leave encashments and long-service awards.

⁵ Cash component of the STI, which is attributable to the 2025 financial year, but to be paid in the 2026 financial year.

⁶ Cash component of the STI, which is attributable to the 2024 financial year, but to be paid in the 2025 financial year.

⁷ Deferred bonus component of the STI, which is attributable to the 2025 financial year but awarded in the 2026 financial year.

⁸ Deferred bonus component of the STI, which is attributable to the 2024 financial year but awarded in the 2025 financial year.

⁹ The 2022 LTIP awards were granted to prescribed officers on 7 March 2022, which vested on 7 March 2025 based on the achievement percentage of the performance conditions.

¹⁰ The 2021 LTIP awards were granted on 16 November 2021, which vested on 16 November 2024 based on the achievement percentage of the performance conditions.

2 Statement of unvested awards and cash flows for the 2025 financial year

Johan van Schalkwyk – chief operations officer

Award type	Award date	Vesting date	Award price (Rand/share)	Share movement						Cash value on settlement (Rand)	Year-end face value ⁴ (Rand)
				Opening	Granted ¹	Forfeited	Committed ²	Vested ³	Closing		
Equity-settled conditional share awards⁵											
LTIP 2022	07-Mar-22	07-Mar-25	135.54	43,180	—	(259)	—	(42,921)	—	4,843,635	—
LTIP 2023	26-Apr-23	26-Apr-26	164.06	23,449	3,474	—	—	—	26,923	—	1,476,457
LTIP 2024	24-May-24	24-May-27	120.63	29,179	4,323	—	—	—	33,502	—	1,837,250
LTIP 2025	15-Apr-25	15-Apr-28	94.26	—	59,061	—	—	—	59,061	—	3,238,905
Equity-settled forfeitable share awards – deferred bonus shares⁶											
DBS 2022 (3)	22-Mar-22	22-Mar-25	159.72	2,083	—	—	—	(2,083)	—	226,693	—
DBS 2023 (2)	27-Mar-23	27-Mar-25	195.56	1,799	—	—	—	(1,799)	—	191,450	—
DBS 2023 (3)	27-Mar-23	27-Mar-26	195.56	1,799	—	—	—	—	1,799	—	164,429
DBS 2024 (1)	18-Mar-24	18-Mar-25	116.55	3,592	—	—	—	(3,592)	—	384,344	—
DBS 2024 (2)	18-Mar-24	18-Mar-26	116.55	3,592	—	—	—	—	3,592	—	328,309
DBS 2024 (3)	18-Mar-24	18-Mar-27	116.55	3,593	—	—	—	—	3,593	—	328,400
DBS 2025 (1)	17-Mar-25	17-Mar-26	113.96	—	4,624	—	—	—	4,624	—	422,634
DBS 2025 (2)	17-Mar-25	17-Mar-27	113.96	—	4,624	—	—	—	4,624	—	422,634
DBS 2025 (3)	17-Mar-25	17-Mar-28	113.96	—	4,624	—	—	—	4,624	—	422,634
				112,266	80,730	(259)	—	(50,395)	142,342	5,646,122	8,641,652

¹ The LTIP awards granted include a total of 9,088 shares added to the LTIP awards as dividend equivalent share awards granted based on the dividends paid by Thungela in the year ended 31 December 2025.

² Committed shares are restricted shares that have either been committed under the MSR policy or are held as per the rules of the conditional share awards for an additional holding period.

³ The conditional share awards were settled using Thungela shares held in treasury by the Group, while the forfeitable share awards were settled using shares purchased by the Group on the open market on grant date.

⁴ The 30-day VWAP for determining the face value of unvested awards on 31 December 2025 is R91.40 per share.

⁵ Conditional share awards were calculated at a vesting rate of 60%, which is the 'on target' percentage as stated in section 2.

⁶ DBS are forfeitable shares that are granted under the remuneration policy as part of our annual STI process.

Leslie Martin – executive head of technical

Award type	Award date	Vesting date	Award price (Rand/share)	Share movement						Cash value on settlement (Rand)	Year-end face value ⁴ (Rand)
				Opening	Granted ¹	Forfeited	Committed ²	Vested ³	Closing		
Equity-settled conditional share awards⁵											
LTIP 2022	07-Mar-22	07-Mar-25	135.54	37,503	—	(227)	—	(37,276)	—	4,206,597	—
LTIP 2023	26-Apr-23	26-Apr-26	164.06	20,367	3,016	—	—	—	23,383	—	1,282,324
LTIP 2024	24-May-24	24-May-27	120.63	25,342	3,756	—	—	—	29,098	—	1,595,734
LTIP 2025	15-Apr-25	15-Apr-28	94.26	—	51,302	—	—	—	51,302	—	2,813,402
Equity-settled forfeitable share awards – deferred bonus shares⁶											
DBS 2022 (3)	22-Mar-22	22-Mar-25	159.72	1,860	—	—	—	(1,860)	—	202,424	—
DBS 2023 (2)	27-Mar-23	27-Mar-25	195.56	1,562	—	—	—	(1,562)	—	166,228	—
DBS 2023 (3)	27-Mar-23	27-Mar-26	195.56	1,563	—	—	—	—	1,563	—	142,858
DBS 2024 (1)	18-Mar-24	18-Mar-25	116.55	3,120	—	—	—	(3,120)	—	333,840	—
DBS 2024 (2)	18-Mar-24	18-Mar-26	116.55	3,120	—	—	—	—	3,120	—	285,168
DBS 2024 (3)	18-Mar-24	18-Mar-27	116.55	3,120	—	—	—	—	3,120	—	285,168
DBS 2025 (1)	17-Mar-25	17-Mar-26	113.96	—	4,016	—	—	—	4,016	—	367,062
DBS 2025 (2)	17-Mar-25	17-Mar-27	113.96	—	4,016	—	—	—	4,016	—	367,062
DBS 2025 (3)	17-Mar-25	17-Mar-28	113.96	—	4,016	—	—	—	4,016	—	367,062
				97,557	70,122	(227)	—	(43,818)	123,634	4,909,089	7,505,840

¹ The LTIP awards granted include a total of 7,893 shares added to the LTIP awards as dividend equivalent share awards granted based on the dividends paid by Thungela in the year ended 31 December 2025.

² Committed shares are restricted shares that have either been committed under the MSR policy or are held as per the rules of the conditional share awards for an additional holding period.

³ The conditional share awards were settled using Thungela shares held in treasury by the Group, while the forfeitable share awards were settled using shares purchased by the Group on the open market on grant date.

⁴ The 30-day VWAP for determining the face value of unvested awards on 31 December 2025 is R91.40 per share.

⁵ Conditional share awards were calculated at a vesting rate of 60%, which is the 'on target' percentage as stated in section 2.

⁶ DBS are forfeitable shares that are granted under the remuneration policy as part of our annual STI process.

Lesego Mataboge – executive head of human resources

Award type	Award date	Vesting date	Award price (Rand/share)	Share movement						Cash value on settlement (Rand)	Year-end face value ⁴ (Rand)
				Opening	Granted ¹	Forfeited	Committed ²	Vested ³	Closing		
Equity-settled conditional share awards⁵											
LTIP 2022	07-Mar-22	07-Mar-25	135.54	26,637	—	(159)	—	(26,478)	—	2,988,042	—
LTIP 2023	26-Apr-23	26-Apr-26	164.06	14,467	2,142	—	—	—	16,609	—	910,838
LTIP 2024	24-May-24	24-May-27	120.63	18,630	2,760	—	—	—	21,390	—	1,173,028
LTIP 2025	15-Apr-25	15-Apr-28	94.26	—	39,003	—	—	—	39,003	—	2,138,925
Equity-settled forfeitable share awards – deferred bonus shares⁶											
DBS 2022 (3)	22-Mar-22	22-Mar-25	159.72	1,350	—	—	—	(1,350)	—	146,921	—
DBS 2023 (2)	27-Mar-23	27-Mar-25	195.56	1,207	—	—	—	(1,207)	—	128,449	—
DBS 2023 (3)	27-Mar-23	27-Mar-26	195.56	1,207	—	—	—	—	1,207	—	110,320
DBS 2024 (1)	18-Mar-24	18-Mar-25	116.55	2,043	—	—	—	(2,043)	—	218,601	—
DBS 2024 (2)	18-Mar-24	18-Mar-26	116.55	2,043	—	—	—	—	2,043	—	186,730
DBS 2024 (3)	18-Mar-24	18-Mar-27	116.55	2,043	—	—	—	—	2,043	—	186,730
DBS 2025 (1)	17-Mar-25	17-Mar-26	113.96	—	2,952	—	—	—	2,952	—	269,813
DBS 2025 (2)	17-Mar-25	17-Mar-27	113.96	—	2,952	—	—	—	2,952	—	269,813
DBS 2025 (3)	17-Mar-25	17-Mar-28	113.96	—	2,953	—	—	—	2,953	—	269,904
				69,627	52,762	(159)	—	(31,078)	91,152	3,482,013	5,516,101

¹ The LTIP awards granted include a total of 5,754 shares added to the LTIP awards as dividend equivalent share awards granted based on the dividends paid by Thungela in the year ended 31 December 2025.

² Committed shares are restricted shares that have either been committed under the MSR policy or are held as per the rules of the conditional share awards for an additional holding period.

³ The conditional share awards were settled using Thungela shares held in treasury by the Group, while the forfeitable share awards were settled using shares purchased by the Group on the open market on grant date.

⁴ The 30-day VWAP for determining the face value of unvested awards on 31 December 2025 is R91.40 per share.

⁵ Conditional share awards were calculated at a vesting rate of 60%, which is the 'on target' percentage as stated in section 2.

⁶ DBS are forfeitable shares that are granted under the remuneration policy as part of our annual STI process.

Mpumi Sithole – executive head of corporate affairs

Award type	Award date	Vesting date	Award price (Rand/share)	Share movement						Cash value on settlement (Rand)	Year-end face value ⁴ (Rand)
				Opening	Granted ¹	Forfeited	Committed ²	Vested ³	Closing		
Equity-settled conditional share awards⁵											
LTIP 2022	07-Mar-22	07-Mar-25	135.54	26,637	—	(159)	—	(26,478)	—	2,988,042	—
LTIP 2023	26-Apr-23	26-Apr-26	164.06	14,467	2,142	—	—	—	16,609	—	910,838
LTIP 2024	24-May-24	24-May-27	120.63	18,630	2,760	—	—	—	21,390	—	1,173,028
LTIP 2025	15-Apr-25	15-Apr-28	94.26	—	38,972	—	—	—	38,972	—	2,137,224
Equity-settled forfeitable share awards – deferred bonus shares⁶											
DBS 2022 (3)	22-Mar-22	22-Mar-25	159.72	1,344	—	—	—	(1,344)	—	146,268	—
DBS 2023 (2)	27-Mar-23	27-Mar-25	195.56	1,207	—	—	—	(1,207)	—	128,449	—
DBS 2023 (3)	27-Mar-23	27-Mar-26	195.56	1,207	—	—	—	—	1,207	—	110,320
DBS 2024 (1)	18-Mar-24	18-Mar-25	116.55	2,043	—	—	—	(2,043)	—	218,601	—
DBS 2024 (2)	18-Mar-24	18-Mar-26	116.55	2,043	—	—	—	—	2,043	—	186,730
DBS 2024 (3)	18-Mar-24	18-Mar-27	116.55	2,043	—	—	—	—	2,043	—	186,730
DBS 2025 (1)	17-Mar-25	17-Mar-26	113.96	—	2,952	—	—	—	2,952	—	269,813
DBS 2025 (2)	17-Mar-25	17-Mar-27	113.96	—	2,952	—	—	—	2,952	—	269,813
DBS 2025 (3)	17-Mar-25	17-Mar-28	113.96	—	2,953	—	—	—	2,953	—	269,904
				69,621	52,731	(159)	—	(31,072)	91,121	3,481,360	5,514,400

¹ The LTIP awards granted include a total of 5,754 shares added to the LTIP awards as dividend equivalent share awards granted based on the dividends paid by Thungela in the year ended 31 December 2025.

² Committed shares are restricted shares that have either been committed under the MSR policy or are held as per the rules of the conditional share awards for an additional holding period.

³ The conditional share awards were settled using Thungela shares held in treasury by the Group, while the forfeitable share awards were settled using shares purchased by the Group on the open market on grant date.

⁴ The 30-day VWAP for determining the face value of unvested awards on 31 December 2025 is R91.40 per share.

⁵ Conditional share awards were calculated at a vesting rate of 60%, which is the 'on target' percentage as stated in section 2.

⁶ DBS are forfeitable shares that are granted under the remuneration policy as part of our annual STI process.

Carina Venter – executive head of safety, health and environment

Award type	Award date	Vesting date	Award price (Rand/share)	Share movement						Cash value on settlement (Rand)	Year-end face value ⁴ (Rand)
				Opening	Granted ¹	Forfeited	Committed ²	Vested ³	Closing		
Equity-settled conditional share awards⁵											
LTIP 2022	07-Mar-22	07-Mar-25	135.54	26,637	—	(159)	—	(26,478)	—	2,988,042	—
LTIP 2023	26-Apr-23	26-Apr-26	164.06	14,467	1,780	(16,247)	—	—	—	—	—
LTIP 2024	24-May-24	24-May-27	120.63	18,630	2,293	(20,923)	—	—	—	—	—
LTIP 2025	15-Apr-25	15-Apr-28	94.26	—	38,093	(38,093)	—	—	—	—	—
Equity-settled forfeitable share awards – deferred bonus shares⁶											
DBS 2022 (3)	22-Mar-22	22-Mar-25	159.72	1,324	—	—	—	(1,324)	—	144,091	—
DBS 2023 (2)	27-Mar-23	27-Mar-25	195.56	1,110	—	—	—	(1,110)	—	118,126	—
DBS 2023 (3)	27-Mar-23	27-Mar-26	195.56	1,110	—	(1,110)	—	—	—	—	—
DBS 2024 (1)	18-Mar-24	18-Mar-25	116.55	2,043	—	—	—	(2,043)	—	218,601	—
DBS 2024 (2)	18-Mar-24	18-Mar-26	116.55	2,043	—	(2,043)	—	—	—	—	—
DBS 2024 (3)	18-Mar-24	18-Mar-27	116.55	2,043	—	(2,043)	—	—	—	—	—
DBS 2025 (1)	17-Mar-25	17-Mar-26	113.96	—	2,952	(2,952)	—	—	—	—	—
DBS 2025 (2)	17-Mar-25	17-Mar-27	113.96	—	2,952	(2,952)	—	—	—	—	—
DBS 2025 (3)	17-Mar-25	17-Mar-28	113.96	—	2,953	(2,953)	—	—	—	—	—
				69,407	51,023	(89,475)	—	(30,955)	—	3,468,860	—

¹ The LTIP awards granted include a total of 4,073 shares added to the LTIP awards as dividend equivalent share awards granted based on the dividends paid by Thungela in the year ended 31 December 2025.

² Committed shares are restricted shares that have either been committed under the MSR policy or are held as per the rules of the conditional share awards for an additional holding period.

³ The conditional share awards were settled using Thungela shares held in treasury by the Group, while the forfeitable share awards were settled using shares purchased by the Group on the open market on grant date.

⁴ The 30-day VWAP for determining the face value of unvested awards on 31 December 2025 is R91.40 per share.

⁵ Conditional share awards were calculated at a vesting rate of 60%, which is the 'on target' percentage as stated in section 2.

⁶ DBS are forfeitable shares that are granted under the remuneration policy as part of our annual STI process.

Bernard Dalton – executive head of marketing

Award type	Award date	Vesting date	Award price (Rand/share)	Share movement						Cash value on settlement (Rand)	Year-end face value ⁴ (Rand)
				Opening	Granted ¹	Forfeited	Committed ²	Vested ³	Closing		
Equity-settled conditional share awards⁵											
LTIP 2022	07-Mar-22	07-Mar-25	135.54	31,932	—	(192)	—	(31,740)	—	3,581,859	—
LTIP 2023	26-Apr-23	26-Apr-26	164.06	17,341	2,569	—	—	—	19,910	—	1,091,864
LTIP 2024	24-May-24	24-May-27	120.63	22,117	3,278	—	—	—	25,395	—	1,392,662
LTIP 2025	15-Apr-25	15-Apr-28	94.26	—	47,589	—	—	—	47,589	—	2,609,781
Equity-settled forfeitable share awards – deferred bonus shares⁶											
DBS 2022 (3)	22-Mar-22	22-Mar-25	159.72	1,248	—	—	—	(1,248)	—	135,820	—
DBS 2023 (2)	27-Mar-23	27-Mar-25	195.56	1,447	—	—	—	(1,447)	—	153,990	—
DBS 2023 (3)	27-Mar-23	27-Mar-26	195.56	1,447	—	—	—	—	1,447	—	132,256
DBS 2024 (1)	18-Mar-24	18-Mar-25	116.55	2,656	—	—	—	(2,656)	—	284,192	—
DBS 2024 (2)	18-Mar-24	18-Mar-26	116.55	2,657	—	—	—	—	2,657	—	242,850
DBS 2024 (3)	18-Mar-24	18-Mar-27	116.55	2,657	—	—	—	—	2,657	—	242,850
DBS 2025 (1)	17-Mar-25	17-Mar-26	113.96	—	3,505	—	—	—	3,505	—	320,357
DBS 2025 (2)	17-Mar-25	17-Mar-27	113.96	—	3,505	—	—	—	3,505	—	320,357
DBS 2025 (3)	17-Mar-25	17-Mar-28	113.96	—	3,505	—	—	—	3,505	—	320,357
				83,502	63,951	(192)	—	(37,091)	110,170	4,155,861	6,673,334

¹ The LTIP awards granted include a total of 6,887 shares added to the LTIP awards as dividend equivalent share awards granted based on the dividends paid by Thungela in the year ended 31 December 2025.

² Committed shares are restricted shares that have either been committed under the MSR policy or are held as per the rules of the conditional share awards for an additional holding period.

³ The conditional share awards were settled using Thungela shares held in treasury by the Group, while the forfeitable share awards were settled using shares purchased by the Group on the open market on grant date.

⁴ The 30-day VWAP for determining the face value of unvested awards on 31 December 2025 is R91.40 per share.

⁵ Conditional share awards were calculated at a vesting rate of 60%, which is the 'on target' percentage as stated in section 2.

⁶ DBS are forfeitable shares that are granted under the remuneration policy as part of our annual STI process.

Dan Reynolds – executive head of Thungela Resources Australia

Award type	Award date	Vesting date	Award price (Rand/share)	Unit movement						Cash value on settlement (Rand)	Year-end face value ² (Rand)
				Opening	Granted	Forfeited	Committed ¹	Vested	Closing		
Cash-settled conditional share awards³											
LTIP 2025	15-Apr-25	15-Apr-28	94.26	—	98,914	—	—	—	98,914	—	5,424,444
				—	98,914	—	—	—	98,914	—	5,424,444

¹ Committed shares are restricted shares that have either been committed under the MSR policy or are held as per the rules of the conditional share awards for an additional holding period.

² The 30-day VWAP for determining the face value of unvested awards on 31 December 2025 is R91.40 per share.

³ Conditional share awards were calculated at a vesting rate of 60%, which is the 'on target' percentage as stated in section 2 of this remuneration report.

3 Minimum shareholding requirements as at 31 December 2025

	Johan van Schalkwyk	Leslie Martin	Lesego Mataboge	Mpumi Sithole	Bernard Dalton	Dan Reynolds
MSR fulfilment date ¹	2026	2026	2026	2026	2026	2029
Number of MSR shares ²	32,092	114,195	17,090	2,800	17,276	—
Value of MSR shares ³ (R '000)	3,046	10,839	1,622	266	1,640	—
Annual total guaranteed package ⁴ (R '000)	5,283	4,606	3,513	3,476	4,268	7,410
MSR target holdings based on time elapsed (%)	80	80	80	80	80	20
Achieved MSR target holdings⁵ (%)	58	235	46	8	38	—

¹ The MSR fulfilment date is the financial year by which the executive is required to meet the MSR requirement.

² The number of MSR shares comprises all personal investment shares, excluding shares subject to a hedging arrangement, and committed shares under the MSR policy. This excludes any unvested shares under the STI DBS and LTIP plans.

³ The 20-day VWAP for determining the value of the MSR shares on 31 December 2025 is R94.92 per share.

⁴ Total annual guaranteed package is comprised of the annualised basic salary and retirement and benefits components on the schedule of TSF remuneration.

⁵ The fulfilment percentage is the value of the MSR shares divided by the executive's annual TGP as at 31 December 2025.



NON-EXECUTIVE DIRECTORS' FEES

The remuneration of non-executive directors comprises fixed fees for board and board committee responsibilities and fees for ad hoc meetings where additional time and effort are required.

The fees paid to non-executive directors for the year ended 31 December 2025 are set out below.

Director	Chairing	Appointment date	2025 (R '000)			2024 (R '000)		
			Board ¹	Committee	Total	Board	Committee	Total
Sango Ntsaluba ²	Board	1 January 2021	1,829	—	1,829	1,715	—	1,715
Kholeka Mzondeki ³	Audit committee	12 February 2021	627	735	1,362	569	701	1,271
Ben Kodisang ⁴	Remuneration and human resources committee	16 March 2021	979	324	1,302	569	625	1,194
Seamus French ⁵	Health, safety, environment and risk committee	4 June 2021	627	639	1,266	569	610	1,179
Yoza Jekwa ⁶	Investment committee	12 August 2022	626	658	1,284	569	698	1,267
Tommy McKeith ⁷	Social, ethics and transformation committee	1 October 2024	626	664	1,290	146	160	306
Thero Setiloane ⁸		7 March 2021	—	—	—	277	299	576

¹ The board fees include R25,320 for an ad hoc board meeting that was held on 30 December 2024.

² The board chairman's fee is inclusive of all committee appointments. The board chairman also chairs the nomination and governance committee.

³ Kholeka Mzondeki also serves on the nomination and governance committee, as well as the investment committee.

⁴ Ben Kodisang was appointed as the lead independent director effective 23 May 2025. The lead independent director's fees are inclusive of all committee appointments. He also serves on the audit committee and the nomination and governance committee.

⁵ Seamus French also serves on the remuneration and human resources committee and the investment committee.

⁶ Yoza Jekwa serves on the social, ethics and transformation committee and the remuneration and human resources committee.

⁷ Tommy McKeith also serves on the audit committee and the health, safety, environment, and risk committee.

⁸ Thero Setiloane passed away on 1 May 2024. At the time of his passing, he chaired the social, ethics and transformation committee and served on the audit committee and the health, safety, environment, and risk committee.

The table below sets out the approved fees payable to non-executive directors in respect of board and committee responsibilities for 2025, together with the proposed fees for the 2026 financial year.

Position	Proposed fees for the year ending 31 December 2026	Fees for the year ended 31 December 2025
Board		
Chairman ^{1,2}	1,923,408	1,840,582
Lead independent director ^{1,3}	1,374,301	1,315,121
Member	641,136	613,527
Audit committee		
Chairperson	403,087	368,116
Member	231,133	221,180
Investment committee		
Chairperson	309,540	296,210
Member	199,628	191,031
Social, ethics and transformation committee		
Chairperson	282,100	269,952
Member	199,628	191,031
Remuneration and human resources committee		
Chairperson	282,100	269,952
Member	199,628	191,031
Nomination and governance committee		
Chairperson	282,100	269,952
Member	199,628	191,031
Health, safety, environment and risk committee		
Chairperson	282,100	269,952
Member	199,628	191,031
Ad hoc meeting fees⁴		
Per meeting	27,782	26,586

¹ The board chairman and the lead independent director's fees are inclusive of all committee appointments.

² The board chairman is also the chairperson of the nomination and governance committee.

³ The lead independent director is also the chairperson of the remuneration and human resources committee.

⁴ Ad hoc meeting fees to deal with time critical board matters limited to four additional meetings per annum.

The proposed non-executive directors' fees for 2026 were benchmarked against the comparator group outlined in section 2. The majority of the fees were assessed to be within the applicable market tolerance range and, accordingly, a general increase of 4.5% is proposed, consistent with the approved TGP increase for executive directors.

The fee payable to the audit committee chairperson was identified as lagging market benchmarks and it is therefore proposed that this fee be increased by an additional 5% above the general increase, resulting in a total proposed increase of 9.5%.

The proposed non-executive directors' fees for 2026 were noted by the committee and recommended by the board on 14 November 2025 for onward submission to shareholders for approval. The fees will be presented for approval by special resolution at the AGM scheduled for 5 June 2026.

DIRECTORS' INTERESTS IN THUNGELA RESOURCES LTD SHARES

According to the register of directors' interests, maintained by Thungela in accordance with the provisions of section 30(4)(d) of the Companies Act of South Africa, the directors of Thungela have disclosed their interests in the ordinary shares of Thungela as at 31 December 2025.

The table below shows the number of Thungela shares held by each director, or former director as at 31 December 2025:

	Direct Beneficial	Indirect Beneficial	2025	2024
Non-executive directors				
Sango Ntsaluba	3,710	—	3,710	3,710
Kholeka Mzondeki	788	—	788	788
Ben Kodisang	—	—	—	—
Seamus French	—	30,816	30,816	30,816
Yoza Jekwa	—	—	—	—
Tommy McKeith	—	—	—	—
Thero Setiloane	—	—	—	—
Executive directors				
Moses Madondo	180,190	—	180,190	—
July Ndlovu	727,817	—	727,817	596,550
Deon Smith	212,478	—	212,478	219,130

NON-BINDING ADVISORY VOTE ON THE IMPLEMENTATION REPORT

The implementation report in section 3 is subject to a non-binding advisory vote by shareholders at the AGM. Where 25% or more of votes cast are against the report, the committee will engage with dissenting shareholders to understand the underlying concerns. These insights will inform the committee's ongoing review of remuneration practices and a summary of the concerns raised, together with the committee's responses, will be disclosed in the subsequent remuneration report.





07 RESOURCES AND RESERVES

Resources and Reserves

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RESOURCES AND RESERVES

As at 31 December 2025

INTRODUCTION

For the reporting of the Coal Resources, Coal Reserves and Gas Resources, Thungela conforms to the South African Codes for the Reporting of Exploration Results, Mineral Resources and Mineral Reserves, 2016 (the SAMREC Code) and the Reporting of Oil and Gas Resources, 2025 (the SAMOG Code) adopted by the JSE. These codes are accepted as the minimum standards, recommendations and guidelines for the public reporting of Coal Resources, Coal Reserves and Gas Resources. The Group also conforms to Section 14 of the JSE Listings Requirements.

The estimates (tonnes and qualities) for individual assets are reported on a 100% basis and the attributable ownership is stipulated in the Coal Resources and Coal Reserves statement. Resources are reported on an exclusive basis.

STATEMENT BY THE LEAD COMPETENT PERSON

By signing this statement, the lead competent person, Bart Van de Steen, confirms that the information disclosed in this section of the Integrated Annual Report is compliant with the various codes and Section 14 of the JSE Listings Requirements. The Coal Resources, Coal Reserves and Gas Resources are published in the form and context in which they are intended. The lead competent person has not been unduly influenced by Thungela or any person. The lead competent person has more than 30 years of relevant experience in the main commodity under consideration and is registered as a professional engineer with the Engineering Council of South Africa (ECSA).

Bart Van de Steen

Bart Van de Steen

Head of resource development and operational excellence

PhD

ECSA, Registration No: 20050122

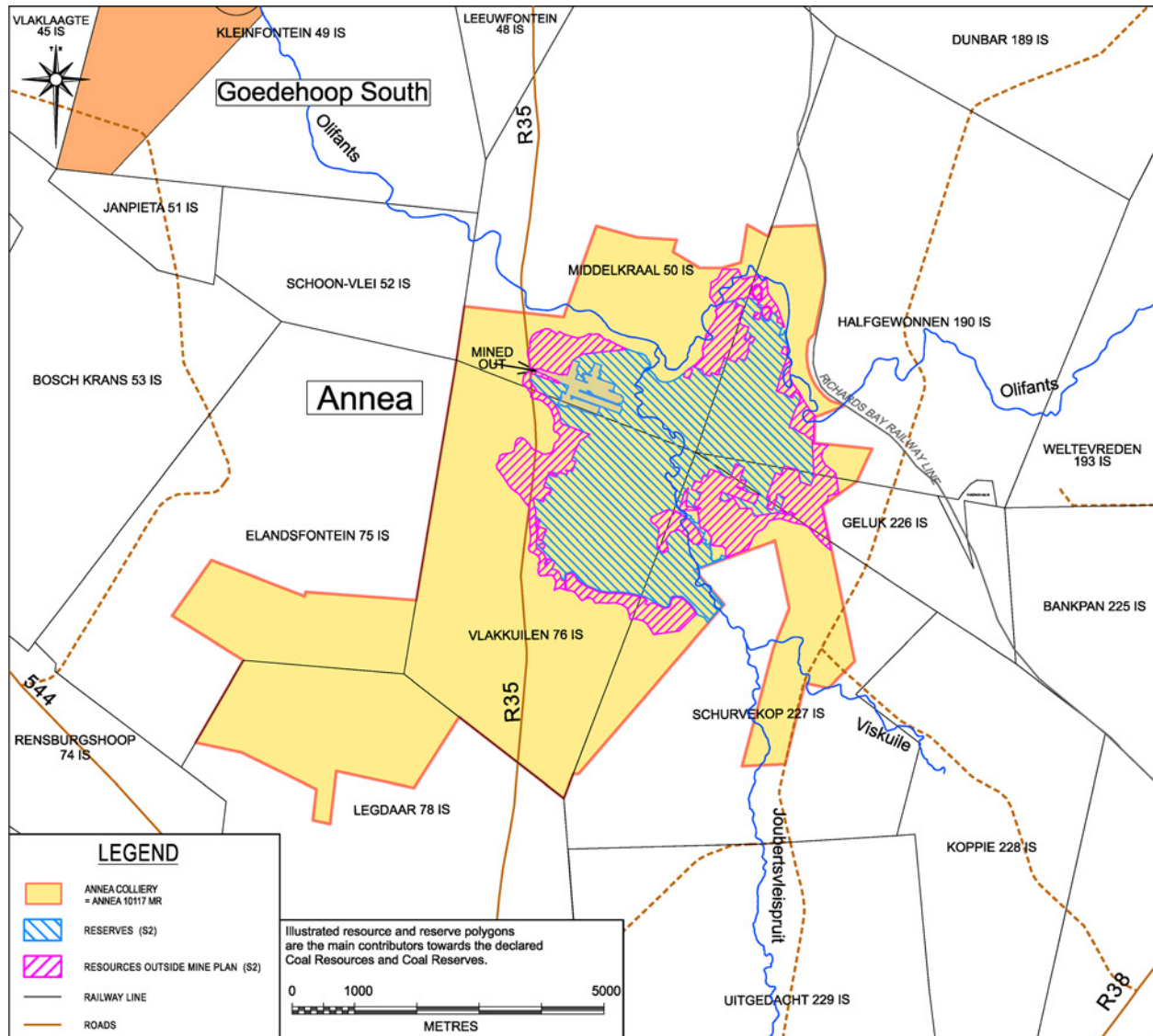
COMPETENCY

Pursuant to the Section 14 of the JSE Listings Requirements, clause 8 of the SAMREC Code and clause 4 of the SAMOG Code, a written consent statement by the coal competent person's report. A written consent statement by the qualified reserves evaluator for Gas Resources has also been received. They have consented to the inclusion of their estimates in the form and context in which they appear in this section of the Integrated Annual Report.

A list of the competent persons and qualified reserves evaluator, their affiliation and relevant years of experience is available at the end of this section.

OVERVIEW OF ASSETS – SOUTH AFRICA

ANNEA



Annea Colliery is located approximately 60km south of the town of Middelburg in the Mpumalanga province of South Africa.

Within the Annea mining right (MR), two distinct domains exist with the central underground domain (resources and reserves reported) and the southwest underground domain (not reported due to the impact of transgressive sills which compartmentalised and devolatilised the coal seams).

The focus area is the underground central area, with the economic target being the No 4 Seam and No 2 Seam, of which the No 2 Seam has the better quality.

The declared resources and reserves in this report are made up of these two economic seams.

The mine area is constrained by the MR boundary, a railway line to the northeast, a paleo-high truncating the seams in the south and southeast as well as sub-crops in the north and west due to the pre-Karoo topography.

The Olifants River and Viskulle River flow through the north and centre of the area, with a large wetland overlying it. The 1:100-year flood line of the rivers cuts across the mining areas.

LEGAL TENURE

Anglo American Inyosi Coal Proprietary Limited (AIC) holds one granted and executed new order executed and registered mining right (NOMR).

A sale of a portion of the mining right and a property agreement were concluded with Sudor Coal Proprietary Limited for Portion 5 of the farm Middelkraal 50 IS and Portion of Portion RE of the farm Middelkraal 50 IS (also known as Pit 4). Subsequently, a tripartite agreement was concluded with Umcebo Mining Proprietary Limited (Umcebo) for the aforementioned portions and a section 102 application has been executed in November 2025 to abandon the portions in favour of Umcebo.

The transfer of portion 5 of the farm Middelkraal 50 IS has been registered on 15 December 2025.

In addition, AAIC and Overlooked Colliery Alpha Proprietary Limited (Overlooked) concluded a sale of portion of mining right agreement in July 2025, which includes the abandonment of a portion of portion 4 of the farm Halfgewonnen 190 IS to incorporate the subject area into its existing mining right by means of respective section 102 applications.

AAIC currently owns approximately 3,500ha of the total surface rights relating to the approved mining right area. The surface rights owned by AAIC sufficiently cover the footprint for three required surface infrastructure to facilitate the mining operations. Therefore, no additional surface rights will have to be acquired.

Annea Colliery has two approved water use licences (WULs) and two environmental authorisations (EAs) and environmental management programme reports (EMPrs).

There are a number of land claims which are under investigation and registered with the Regional Land Claims Commissioner, requiring validation or gazetting, and AAIC has lodged a number of objections against certain land claims.

There are currently no known impediments to tenure security.

The surface rights are owned by a number of different entities, the majority being AAIC and leased to various tenants.

EXPLORATION ACTIVITIES AND EXPENDITURE

Exploration activities for 2025 included 70 vertically cored, collar surveyed boreholes targeting the mineable No 4 and No 2 Seam.

Logging and sampling of all the vertical cored boreholes are done as soon as possible after drilling, to avoid deterioration of the coal core. The core was photographed, downhole geophysically surveyed using the dual-density probe and logging, sampling and analytical results were uploaded to Minescape Geological Database (Minescape GDB), which includes validation processes during importing.

Coal samples collected during 2025 were sent to the South African National Accreditation System (SANAS) accredited laboratory, Bureau Veritas (BV), based in Middelburg, Mpumalanga.

For 2026, the planned exploration expenditure is estimated at R5.6 million.

GEOLOGICAL SETTING AND MODELLING

Annea is located close to the northern margin of the Highveld Coalfield where five coal seams are present. These consist of, from the bottom upwards, the No 1 Seam sequentially to the No 5 Seam at the top, with the No 4 Seam and No 2 Seam declared as Coal Resources and Coal Reserves.

The typical qualities of the No 4 Seam reported resources, on a raw air-dried basis, are 35% ash, 19MJ/kg calorific value, 1.0% sulphur, 3.0% inherent moisture and 20% volatile matter.

The typical qualities of the No 2 Seam reported resources, on a raw air-dried basis, are 26% ash, 22MJ/kg calorific value, 1.0% sulphur, 3.0% inherent moisture and 24% volatile matter.

No faulting was detected during exploration drilling. However, dolerite intrusives were identified on two aeromagnetic surveys and a high resolution SkyTEM survey and results from the geophysics survey tool, the MagSQUID. Boreholes have confirmed some of these features and where the sills are close to the coal seams, devolatilisation and/or burning may be evident.

The coal seams are modelled in Datamine's Minescape 3D modelling software. Based on the borehole information, the software uses pre-defined criteria with interpolators to construct the coal seam model, with estimates of raw qualities as gridded surfaces. Washability data for each coal seam is utilised separately in the resource estimation process.

The cut-off parameter applied for the underground resources reported is a 2.0m minimum thickness on the No 4 Seam and a 1.8m minimum thickness on the No 2 Seam and an overall 4.5m maximum thickness on both seams. A 25m minimum overburden thickness is also applied. Resources with ash greater than 50% and dry ash free volatiles less than 24% are excluded.

MINING ACTIVITIES

The mine is an underground bord and pillar operation using primarily continuous miners (CMs) supported by shuttle cars and a roofbolter. Access to the underground workings is via a boxcut with portals onto the No 2 Seam and No 4 Seam horizons. The mining operation mines the No 2 Seam first, followed by the No 4 Seam.

The mine is designed with up to five CM sections at full production.

Annea mined using two CM sections in the first half of 2025 primarily focusing on development, and as at 31 December 2025, four CM sections were in operation.

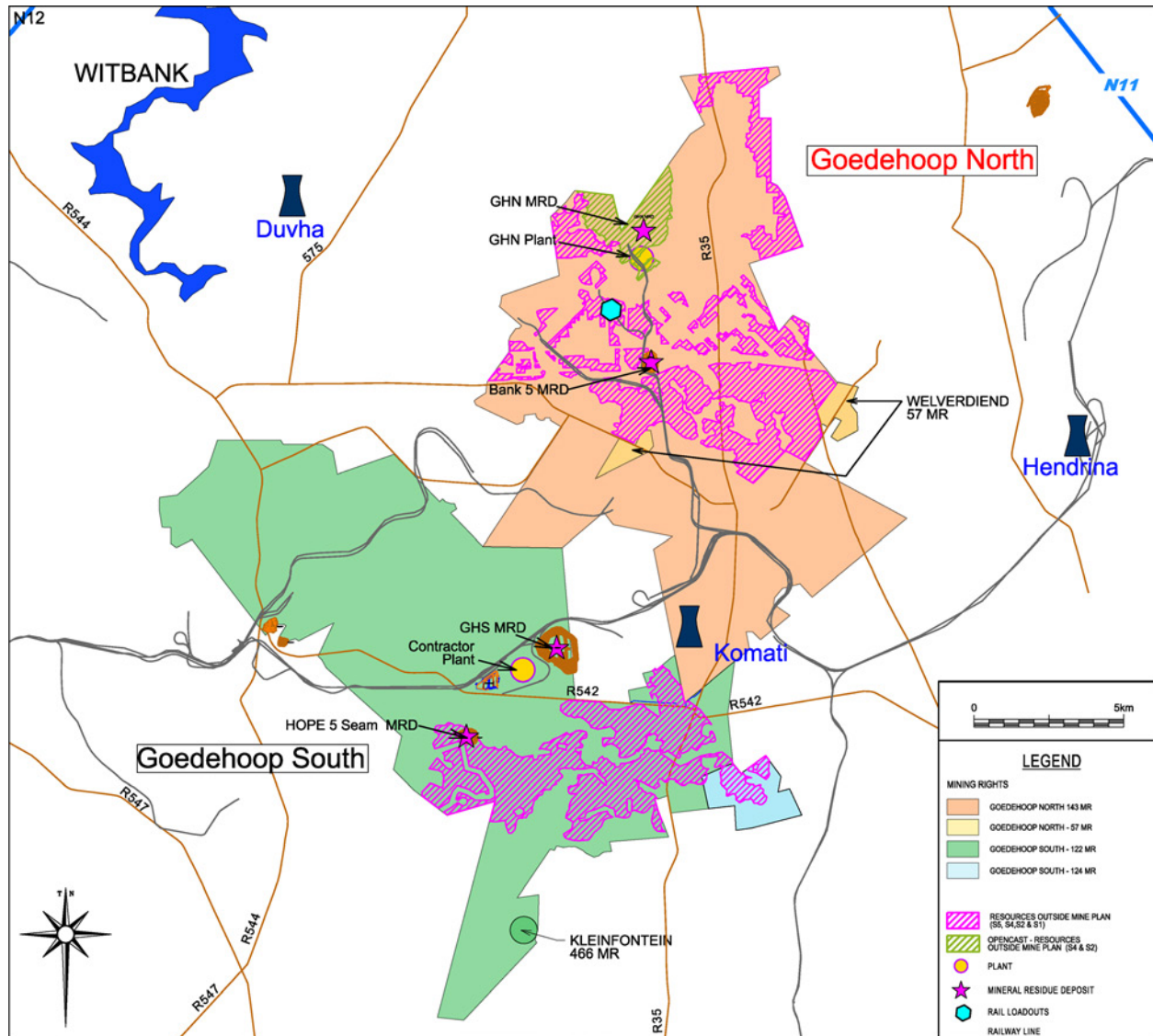
The life of mine (LOM) is estimated at 20 years (for the No 2 Seam and No 4 Seam together) and is supported by a run of mine (ROM) reserve base of 73.8Mt. Only 0.5% of the LOM plan is derived from Inferred Coal Resources (equivalent to 0.4Mt reserves).

PRODUCTION AND COAL PROCESSING

The mine will produce around 3.8Mtpa, peaking at 4.6Mtpa ROM over the LOM. A 5,700kcal/kg net as received (NAR) single product, from the No 2 Seam, is earmarked for the export market, with a changeover to a lower quality product from the No 4 Seam in the latter life of the mine.

Coal from the colliery is currently transported by road and processed at the Overlooked Forzando coal handling preparation plant (CHPP). Once processed, the coal is railed to the Richards Bay Coal Terminal (RBCT).

GOEDEHOOP



The greater Goedehoop Colliery comprises the now closed Goedehoop North (GHN) Colliery and the closed Goedehoop South (GHS) Colliery. GHN and GHN mineral residue deposit (MRD) ceased operations on 31 December 2025. No Coal Reserves are declared over these areas, with remaining Coal Resources declared under resources outside of mine plan (RoMP). The GHS MRD is still in operation for the first quarter of 2026 with equivalent reserves reported.

LEGAL TENURE

Goedehoop Colliery is covered by three converted, executed and registered MRs, three NOMRs, and one MR that is granted, awaiting execution and registration (Komati Power Station MR).

Thungela Operations Proprietary Limited (TOPL) owns 100% of the MRs and has the exclusive right to mine coal on or under these areas.

A section 102 application was executed in January 2024 for the exclusion of portions of the farm Wilmansrust, in favour of Puckree Group Proprietary Limited (Puckree Group). The registration is pending.

GHN and GHS operate under several EMPs, EAs and WULs. All the required permits are in place for the activities at the operation.

The colliery does not require a waste management licence (WML) and no longer holds a valid air emission licence as incineration activities have ceased.

GHN and GHS await the outcome of several land claims, which require validation or claimant verification while others require gazetting, negotiation and settlement.

There are currently no known impediments to tenure security.

The surface rights are owned by various entities, including TOPL. Some of the TOPL-owned surface rights are leased to third-party tenants.

The sale agreement for GHN was announced at the end of 2025. The transaction includes the transfer of remaining resources and associated infrastructure. The completion of the transaction is expected in 2026.

EXPLORATION ACTIVITIES AND EXPENDITURE

No exploration activities were conducted in 2025. Additional cover is provided by underground in-seam, non-core directional drilling ahead of the mining faces.

Logging and sampling of previous vertical cored boreholes were done as soon as possible after drilling to avoid deterioration of the coal core. The core was photographed with logging, sampling and analytical results uploaded to Minescape GDB, which includes validation processes during importing of data.

No coal samples were collected during 2025.

Due to the closure of the mine, no exploration drilling is planned for 2026.

GEOLOGICAL SETTING AND MODELLING

Goedehoop Colliery is located in the Witbank Coalfield where, generally, five coal seams are present. These consist of, from the bottom upwards, the No 1 Seam sequentially to the No 5 Seam at the top, with inter-seam partings consisting of mainly siltstone and sandstone. The No 1, 2, 4 and 5 Seam of GHN and GHS constitutes the resources reported of which the No 4 and No 2 Seam are the main contributors.

The typical qualities of the No 4 Seam reported resources, on a raw air-dried basis, are 28% ash, 22MJ/kg calorific value, 1.2% sulphur, 2.7% inherent moisture and 21% volatile matter. The typical qualities of the No 2 Seam reported resources, on a raw air-dried basis, are 31% ash, 21MJ/kg calorific value, 1.0% sulphur, 2.4% inherent moisture and 20% volatile matter.

The Goedehoop area has been intruded by transgressive Karoo dolerites in the form of sills and dykes and stringers. Minor faulting occurs infrequently.

The Ogies Dyke, a major west-east trending intrusion of up to 20m thick and over 100km in length, sub-divides GHN into two domains. Resources declared south of the Ogies Dyke host more complex structures.

The coal seams are modelled in Datamine's Minescape 3D modelling software. Based on the borehole information, this software uses pre-defined criteria with interpolators to construct the coal seam model with estimates of raw qualities as gridded surfaces. Washability data for each coal seam is utilised separately in the resource estimation process.

The cut-off parameters applied for the resources reported are a 2.0m minimum thickness cut-off on the underground No 4 Seam and a 2.0m minimum thickness cut-off on the underground No 2 Seam, with an overall maximum thickness cut-off of 4.5m on both seams. The cut-off parameter for the opencast resources reported is a 0.5m minimum thickness cut-off. Resources with ash greater than 50% and dry ash free volatiles less than 24%, are excluded.

MINING ACTIVITIES

GHN Colliery ceased operations on 31 December 2025. The remaining declared Coal Reserves are transferred to the declared Coal Resources.

PRODUCTION AND COAL PROCESSING

The annual production ROM for GHN Colliery for 2025 was 2.5Mt (2024: 3.5Mt).

The 5,850kcal/kg NAR export product was produced in a single-stage processing wash plant, which treats the coarse and finer coarse coal separately.

Product and waste streams were sampled using automatic samplers as the coal leaves the plant. Saleable product was sent directly onto a stockpile. Coal was then loaded onto trains and dispatched to the Richards Bay Coal Terminal (RBCT).

GOEDEHOOP NORTH MINERAL RESIDUE DEPOSITS

The GHN MRD facility consists of coarse and fine fraction material, derived from previously mined and beneficiated coal. The coarse material, together with some of the arising discard from the CHPP, was reclaimed and sold to a third party. The contractor has mined and beneficiated 0.9Mt during 2025.

The estimated Coal Resource is derived from a geological model constructed in Datamine's Minescape 3D modelling software, using borehole data together with a flown digital terrain map (DTM) of the topography and a pre-mined topography surface as the estimated base.

Nine vertically stacked horizontal layers have been defined to reflect the variation in raw coal qualities. An assumed bulk density of 1.6g/cm³ for the coarse fraction was used to estimate the tonnage. No fines material is included in the Coal Resources or Coal Reserves.

The material was loaded and transported directly to the contractor's plant for beneficiation. There is no plan to mine the GHN MRD in 2026.

GOEDEHOOP SOUTH MINERAL RESIDUE DEPOSIT

The contractor has mined and beneficiated 1.9Mt for 2025 to produce a saleable 4,800kcal/kg product.

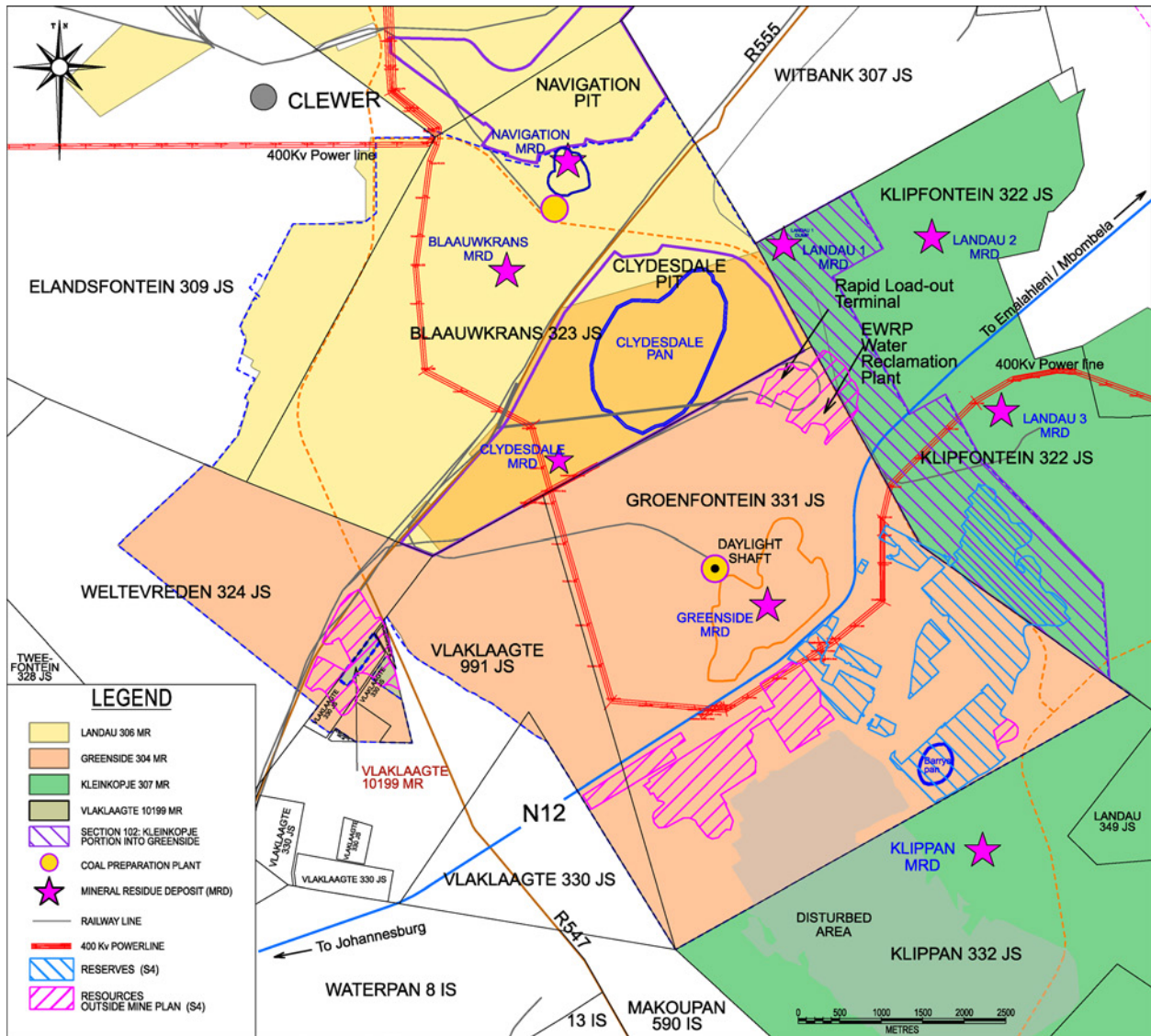
The GHS MRD comprises original coarse material and high-quality fines slimes compartments, all enclosed by coarse residue.

The estimated Coal Resource is derived from a geological model constructed in Datamine's Minescape 3D modelling software, using borehole data, a flown DTM of the topography and pre-mined topography surface as the estimated base.

Eight vertically stacked horizontal layers have been defined to reflect the variation in raw coal qualities. An assumed bulk density of 1.6g/cm³ was used to estimate the tonnage. No fines material is included in the Coal Resources or Coal Reserves.

The production for the first half of 2026 is estimated at 1.35Mt, after which mining activities will cease.

GREENSIDE



Greenside Colliery is an underground coal mine located approximately 120km east of Johannesburg, close to the town of eMalaheni in the Mpumalanga province of South Africa.

It forms part of the South African Coal Estate (SACE) complex, together with Khwezela North (also known as Landau) and Khwezela South (also known as Kleinkopje).

The rapid load-out terminal (RLT) and the eMalaheni Water Reclamation Plant (EWRP) lie approximately 2.5km northeast of the colliery. The colliery hosts an MRD, a CHPP complex and two inclined shafts to the underground workings.

LEGAL TENURE

Greenside Colliery holds one granted and executed converted MR and one granted and executed NOMR, pending registration.

There are a number of properties in the Greenside MR and Landau MR which are common to both. There is accordingly an overlap of the Greenside and Landau MRs. Through Thungela’s resource optimisation strategy for the SACE complex, comprising the Greenside, Landau and Kleinkopje MRs, resources have been rationalised over the life of these mines to ensure profitable mining of the reserves.

Approval for a section 102 application, submitted to the Department of Minerals and Petroleum Resources (DMPR) in February 2021, for certain portions under the Kleinkopje MR (Khwezela South) to be included into the Greenside MR has subsequently been approved.

Since receiving the original WUL, a selection of licences and an exemption have been issued for water use related activities. Greenside has a main WUL, which supersedes the previous WUL, an east block integrated water use licence (IWUL), a 3A dump WUL, and a WUL for the removal of underground mine water. The colliery operates under one consolidated EMPt and several EAs.

The colliery does not require a WML in terms of the National Environmental Management: Waste Act 59 of 2008.

There are currently no known impediments to tenure security.

The surface rights are owned by a number of different entities, including TOPL. The TOPL-owned properties are commonly leased to third-party tenants.

EXPLORATION ACTIVITIES AND EXPENDITURE

Exploration activities for 2025 included 13 vertically cored, collar surveyed, standard downhole geophysical surveyed surface boreholes, targeting the mineable No 4 Seam. Additional cover is by annual underground in-seam panel and directional non-core drilling, ahead of the mining faces.

Logging and sampling of the vertical cored boreholes are done as soon as possible after drilling to avoid deterioration of the coal core. The core is photographed, downhole geophysically surveyed using the dual-density probe and logging, sampling and analytical results uploaded to Minescape GDB, which includes validation processes during importing.

Coal samples collected during 2025 were sent to the SANAS-accredited laboratory, BV, based in Middelburg, Mpumalanga.

For 2026, the planned exploration expenditure is estimated at R5.5 million.

GEOLOGICAL SETTING AND MODELLING

The Greenside Colliery is located in the Witbank Coalfield where five coal seams are present. These consist of, from the bottom upwards, the No 1 Seam sequentially to the No 5 Seam at the top, with inter-seam partings consisting of mainly shale or siltstone and sandstone, with thicknesses ranging between 1.5m and 23m. The No 4 Seam and the re-processing MRD are currently contributing to the colliery's export product.

The typical qualities of the No 4 Seam reported resources, on a raw air-dried basis, are 27% ash, 23MJ/kg calorific value, 1.6% sulphur, 2.4% inherent moisture and 23% volatile matter.

The colliery is sub-divided into two distinct domains, by a major northwest, southeast trending normal fault system with a measured maximum throw of 30m in the southeast. The throw gradually decreases to an approximately 1m throw towards the northwest.

Mining has been constrained by the fault system, with development from the east and west stopping on approaching the fault zone.

Several dolerite dykes have been identified by drilling and mining, but the impact on mining is limited to occasional cases of poor ground conditions experienced during mining.

The coal seams are modelled in the Datamine's Minescape 3D modelling software. Based on the borehole information, the software uses pre-defined criteria with interpolators to construct the coal seam model, with estimates of raw qualities as gridded surfaces. Washability data for each coal seam is utilised separately in the resource estimation process.

The cut-off parameters applied for the No 4 Seam resources reported are a minimum total overburden thickness of 20m, a 2.0m minimum thickness cut-off and a maximum thickness cut-off of 4.5m. Resources with ash greater than 45% and volatiles less than 17% are excluded.

MINING ACTIVITIES

Greenside Colliery is an underground coal mine with four sections (one prime section and three conventional sections) mining the No 4 Seam at relatively shallow depths, using the mechanised bord and pillar mining technique. The practical mining height averages at 3.0m. The roof conditions are generally good.

Mining equipment used underground includes CMs, shuttle cars, roof bolters and a series of conveyor systems. Mining activities are further supported by the required ancillary equipment. An incline shaft is used to access the underground workings.

Based on a 10.0Mt total ROM reserve, the LOM is estimated at three years. There are no Inferred Coal Resources included in the LOM plan.

The overall mine plan is to fully extract the exposed reserves in the south-eastern portion (east block) of the mine.

PRODUCTION AND COAL PROCESSING

The annual production ROM for the Greenside Colliery for 2025 was 3.1Mt (2024: 3.1Mt).

The washing plant complex produces a primary product 5,700kcal/kg NAR. The middlings product produced is a 4,800kcal/kg NAR.

The plant (also known as the No 4 Seam plant) consists of three modules, with modules 1 and 2 being identical and joined by a spiral plant circuit. Module 3 is separate and has its own spiral plant circuit. The plant is well maintained and quality control is good, with sufficient numbers of automatic samplers being used.

A flotation plant recovers the ultra-fines material from the No 4 Seam plant discard stream using froth flotation.

The primary product is transported via a conveyor to RLT, from where it is railed to the RBCT for export. The middlings product is sold to the export and domestic markets.

GREENSIDE MINERAL RESIDUE DEPOSIT

The Greenside MRD consists of discard material, derived from the No 5 Seam, No 4 Seam, No 2 Seam, and No 1 Seam. The Bullnose, West Flanks and portions of the East Flank, reported as mineable reserves in 2021, were depleted. The East Flank resources were sterilised with waste piled on top. The South Flank East and the middle portions are being mined.

Due to the forecast production of 2025, a portion of the South Flank West and South West has been transferred from coal inventory to reportable resources and converted to reportable reserves.

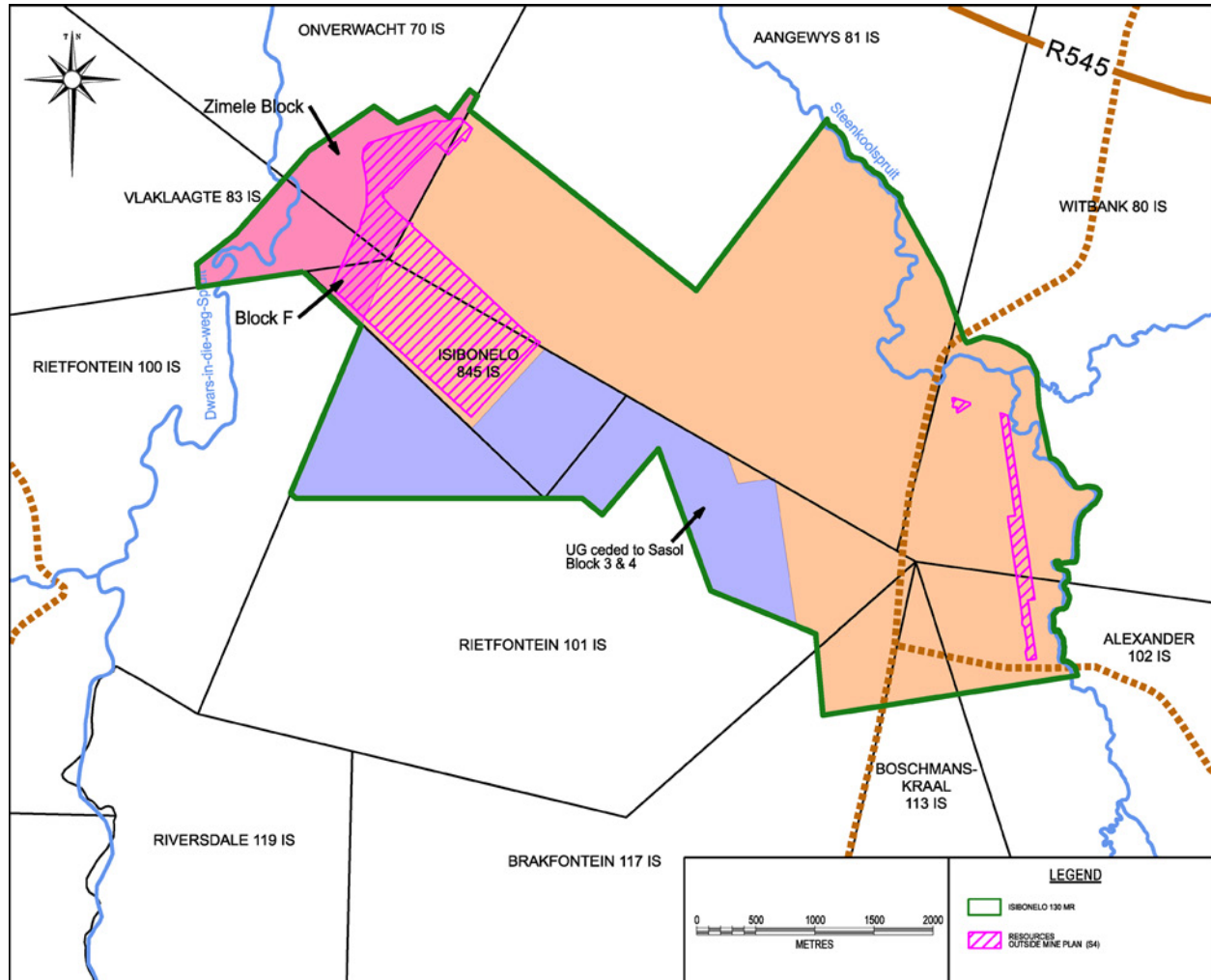
New and old slimes areas are excluded. Volumes towards the base of the MRD are excluded from the estimate due to uncertainty of the base surface.

The estimated Coal Reserves is derived from a geological model constructed in Datamine's Minescape 3D modelling software, using borehole data together with a DTM flown top surface.

Eleven vertically stacked horizontal layers define the variation in raw coal qualities. An assumed bulk density of $1.6\text{g}/\text{cm}^3$ was used to estimate the tonnage.

A domestic product is derived from washing MRD material through the No 5 Seam plant and blending it with material derived from the No 4 Seam middlings. The product is then sold to the export market.

ISIBONELO



Isibonelo Colliery has ceased operations and has been placed on care and maintenance from January 2026. The mine reports a total of 16.5Mt Coal Resources. No Coal Reserves are reported.

The colliery is located approximately 150km east of Johannesburg, 13km northeast of the town of Secunda in the Mpumalanga province of South Africa.

LEGAL TENURE

Isibonelo Colliery holds one granted and executed converted MR and two section 102 applications have been granted and executed, which include the Zimele Block and the Block F Triangle areas into the current MR.

An additional section 102 application is pending approval by the DMPP, which relates to the underground Block 4 sale transaction to exclude a portion of portion RE, a portion of portion 1, a portion of portion 4 and a portion of portion 5 of the farm Rietfontein 101 IS.

Isibonelo Colliery operated under one WUL. The licence includes and supersedes all activities previously licensed under numerous water use related licences issued to the colliery. The colliery operated under two approved EMPs and two approved EAs.

Three land claims are currently registered, of which two require validation and/or investigation. TOPL has fulfilled its obligations in this regard and any further action required is the responsibility of the Restitution Management Support Office (RMSO). A third land claim is currently in the Land Claims court. In addition, four land claims have been dismissed.

There are currently no known impediments to tenure security.

The surface rights are owned by a number of different entities of which the majority are owned by TOPL and leased to a number of tenants.

EXPLORATION ACTIVITIES AND EXPENDITURE

Exploration activities for 2025 included 51 vertically cored, collar surveyed, downhole geophysical surveyed surface boreholes.

Logging and sampling of the vertical cored boreholes are done as soon as possible after drilling to avoid deterioration of the coal core. The core is photographed and logging, sampling and analytical results uploaded to Minescape GDB, which includes validation processes during importing of data.

Coal samples collected during 2025 were sent to the SANAS-accredited laboratory, BV, based in Middelburg, Mpumalanga.

No exploration activities are planned for 2026. The coal supply agreement (CSA) with Sasol Mining Proprietary Limited (Sasol) ended on 31 December 2025.

GEOLOGICAL SETTING AND MODELLING

Isibonelo Colliery is located in the Highveld Coalfield where four coal seams are present. These consist of, from the bottom upwards, the underdeveloped No 2 Seam sequentially to the No 5 Seam at the top. Only the No 4 Seam is declared as Coal Resources.

The typical qualities of the No 4 Seam reported resources, on a raw air-dried basis, are 26% ash, 21MJ/kg calorific value, 0.9% sulphur, 5.3% inherent moisture and 23% volatile matter.

No faulting was detected during exploration drilling or mining activities. A sill identified on the aeromagnetic survey, as well as in boreholes, is situated above the No 4 Seam and has little effect on the coal seam. Three thin dolerite dykes were intersected during mining, but with little effect on the mining or coal seam.

The coal seams are modelled in Datamine's Minescape 3D modelling software. Based on the borehole information, the software uses pre-defined criteria with interpolators to construct the coal seam model, with estimates of raw qualities as gridded surfaces. Washability data is available but not modelled since the colliery produced a raw product.

The cut-off parameter applied for the No 4 Seam reported resources is a 0.5m minimum thickness cut-off. Resources with ash greater than 50%, calorific value less than 17.5MJ/kg and raw dry ash free volatiles less than 24% are excluded.

MINING ACTIVITIES

The contract with Sasol, and therefore the mining activities, ceased on 31 December 2025 resulting in the remaining Coal Reserves being transferred to Coal Resources.

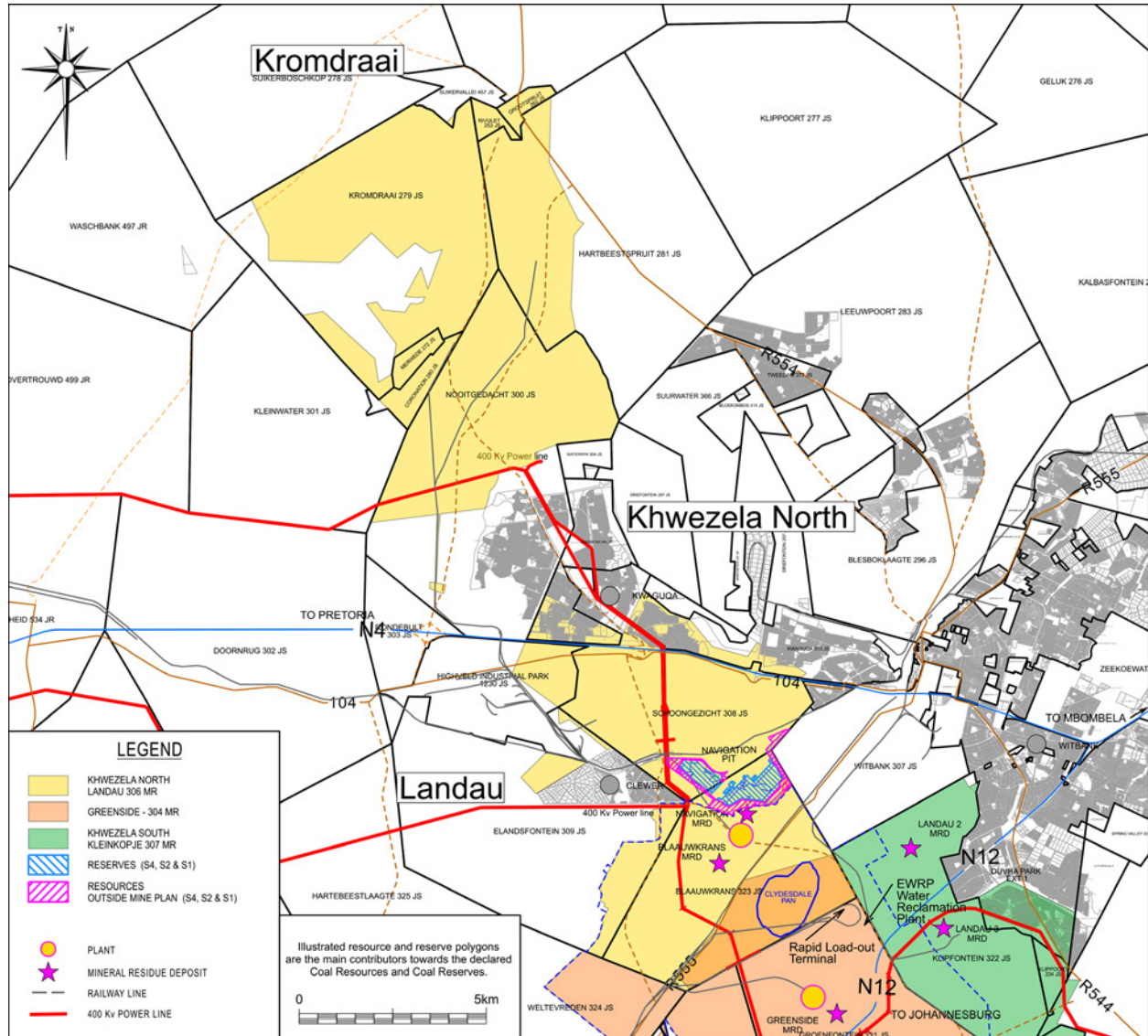
PRODUCTION AND COAL PROCESSING

The total delivered tonnage for 2025 was 3.2Mt (2024: 4.2Mt) with a 100% saleable raw product.

The colliery's full production was solely supplied to Sasol Synfuels Operations. The mine was placed on care and maintenance from January 2026.

KHWEZELA

KHWEZELA NORTH



Khwezela North (also known as Landau) consists of the current operating Navigation pit as well as the Kromdraai pit, which is currently being rehabilitated. The Clydesdale SACE life extension project lies on the southern boundary of the Landau MR. Coal Resources are not reported for this project due to current environmental permitting considerations. An active MRD (Blauwkrans), receives arising material from the Navigation plant. Inactive or dormant MRDs are also located in the area.

The Navigation pit is located approximately 120km east of Johannesburg, 22km west of the town of eMalaheni in the Mpumalanga province of South Africa. It forms part of the SACE complex, together with Khwezela South (formerly known as Kleinkopje) and the Greenside Colliery (refer to the Greenside overview).

The Navigation pit is constrained by the MR boundary, Eskom powerlines, the Transnet railway to the north, the Clewer settlement in the west, the Navigation CHPP and the Navigation MRD to the south.

The RLT as well as the EWRP lie south of the pit.

LEGAL TENURE

Khwezela North holds one granted and executed converted MR – the Landau MR.

A section 102 application was granted during November 2024 for the exclusion of a portion of the farm Elandsfontein, in favor of Saldomate Proprietary Limited. The granted and executed application is awaiting registration.

Khwezela North operates under numerous approved EMPs, EAs and WULs.

The colliery does not have a WML. For the Kromdraai rehabilitation programme, a WML was awarded in May 2024. An integrated water use license application (IWULA) amendment was submitted to the Department of Water and Sanitation, to ensure that the Kromdraai section has an IWUL with conditions based on the current status pertaining to the rehabilitation phase. The IWUL is pending a decision by the regulator.

Three land claims were settled by financial compensation or dismissed and no further action is required.

There are currently no known impediments to tenure security.

The surface rights are owned by a number of different entities, of which the majority are owned by TOPL and leased to various tenants.

EXPLORATION ACTIVITIES AND EXPENDITURE

Exploration activities for 2025 included 30 vertically cored and collar surveyed surface boreholes.

Logging and sampling of the vertical cored boreholes are done as soon as possible after drilling to avoid deterioration of the coal core. The core is photographed, downhole geophysically surveyed using the dual-density probe and logging, sampling and analytical results uploaded to Minescape GDB, which includes validation processes during importing of data.

Coal samples collected during 2025 were sent to the SANAS-accredited laboratory, BV, based in Middelburg, Mpumalanga.

For 2026, the planned exploration expenditure is estimated at R6.1 million.

GEOLOGICAL SETTING AND MODELLING

Khwezela North is located in the Witbank Coalfield where five coal seams are present. These consist of, from the bottom upwards, the No 1 Seam sequentially to the No 5 Seam at the top, and all contribute to the resource and reserve base. At the Navigation pit, all seams, with the exception of the No 3 Seam, to a greater or lesser extent, have previously been mined underground, with the select portion of the No 2 Seam mined most extensively. The No 4 Seam, No 2 Seam, and No 1 Seam currently contribute to the colliery's export product, with the No 5 Seam and No 4U Seam reported as a resource.

The typical qualities of the No 5 Seam reported resources, on a raw air-dried basis, are 21% ash, 25MJ/kg calorific value, 1.5% sulphur, 2.5% inherent moisture and 26% volatile matter. The typical qualities of the No 4U Seam reported resources, on a raw air-dried basis, are 37% ash, 19MJ/kg calorific value, 1.2% sulphur, 2.2% inherent moisture and 21% volatile matter.

The typical qualities of the No 4 Seam reported resources, on a raw air-dried basis, are 23% ash, 24MJ/kg calorific value, 1.7% sulphur, 2.4% inherent moisture and 23% volatile matter.

The typical qualities of the No 2 Seam reported resources, on a raw air-dried basis, are 33% ash, 20MJ/kg calorific value, 1.0% sulphur, 2.3% inherent moisture and 20% volatile matter.

The typical qualities of the No 1 Seam reported resources, on a raw air-dried basis, are 16% ash, 28MJ/kg calorific value, 1.5% sulphur, 2.0% inherent moisture and 27% volatile matter.

Northwest-southeast striking faults encountered at the Greenside Colliery extend into the Navigation area, but do not impact mining. Northeast-southwest trending dolerite dykes are encountered, but with little impact on mining.

The coal seams are modelled in Datamine's Minescape 3D modelling software. Based on the borehole information, the software uses pre-defined criteria with interpolators to construct the coal seam model, with estimates of raw qualities as gridded surfaces. Washability data for each coal seam is utilised separately in the resource estimation process.

The cut-off parameter applied for the reported resources is a 1.0m minimum thickness on all seams. Resources with ash greater than 50% and volatiles less than 17% are excluded.

MINING ACTIVITIES

The Navigation pit is an opencast operation with a pre-strip operation allocated to a truck and shovel fleet. The overall stripping ratio is low compared to other similar opencast operations. The main operational risk is the potential for spontaneous combustion in the old workings.

The primary mining equipment includes a dragline, hydraulic shovels, haul trucks, overburden drills and a coaling drill, and is supported by the necessary ancillary equipment.

The main boxcut is in the north of the pit near the railway line where the overburden is the shallowest. The boxcut is constrained by available spoil space and is developed in two parts. The development of a third boxcut commenced recently.

The LOM is estimated at four years and the total ROM reserves at 18.3Mt. There are no Inferred Coal Resources included in the LOM plan.

PRODUCTION AND COAL PROCESSING

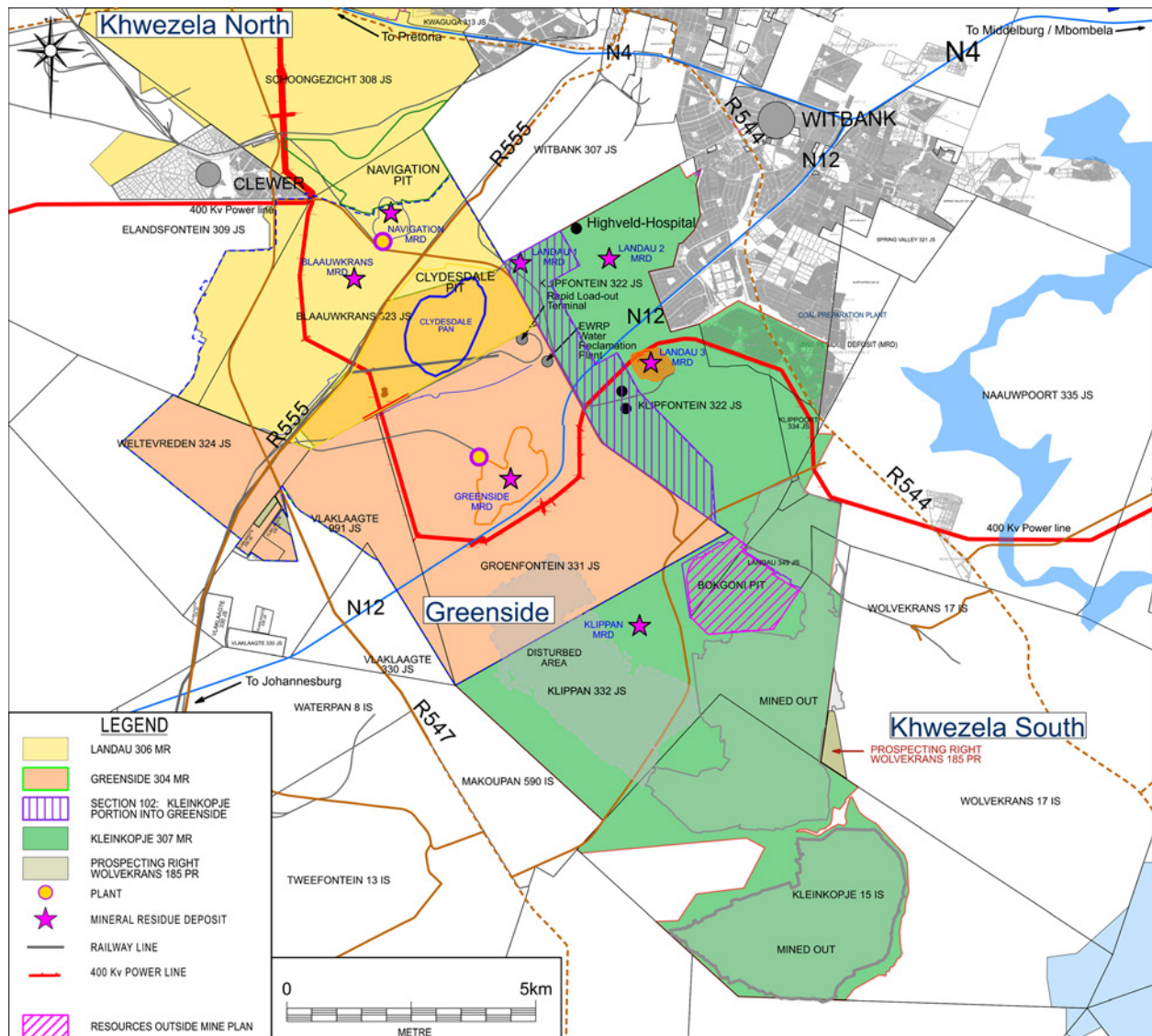
The annual production ROM for 2025 was 4.2Mt (2024: 4.3Mt). Due to the constraints influencing pit extensions, little room is left for expansion of the resources and reserves footprint.

The CHPP produces a primary export product at a calorific value of 5,700kcal/kg NAR.

The plant consists of two identical modules, A and B. The fines are treated in a Teeter Bed Separation module in series with spirals, and the fines product coal is added back to the export product.

The primary product is stockpiled and transported to the RLT via a conveyor, from where it is railed to the RBCT for export.

KHWEZELA SOUTH



The resources at Khwezela South (also known as Kleinkopje) are limited to the Bokgoni 2A pit, which was placed on care and maintenance with effect from the first quarter of 2021. No Coal Reserves are declared over the area. The remaining Coal Resource from the Bokgoni 2A pit is declared under RoMP. Other coal remnants within the MR are contained in the old 5W pit in the south, NorthWest and Landau 1 and 2 Blocks, as well as in the MRD at Klippan.

LEGAL TENURE

Khwezela South holds one granted and executed converted MR (Kleinkopje MR), and one prospecting right (PR) for which a renewal application has been submitted and is awaiting adjudication.

A section 102 application, submitted to the DMRE in February 2021 for certain portions under the Kleinkopje MR (Khwezela South) to be included into the Greenside MR, has subsequently been approved. The Kleinkopje MR has an authorised EMP and EA.

Two land claims require validation or gazetting by the department, while two claims have been settled. An objection has been submitted against one land claim, which required claimant verification, and the objection is pending.

The sale agreement for Khwezela South (within the Kleinkopje mining right) was concluded at the end of 2025. The transaction includes the transfer of remaining resources and associated infrastructure. The completion of the transaction is expected in 2026.

EXPLORATION ACTIVITIES AND EXPENDITURE

Exploration activities have been suspended since 2020. Previous activities included vertical cored and collar surveyed surface boreholes and aeromagnetic surveying with a minimal amount of standard downhole geophysics due to the flat-lying strata and the high density of cored boreholes.

Logging and sampling of the vertical cored boreholes were done as soon as possible after drilling to avoid deterioration of the coal core. The core was photographed and logging, sampling and analytical results uploaded in Minescape GDB, which includes validation processes during importing.

Coal samples were sent to SANAS-accredited laboratories.

There is no 2026 budget for exploration activities at Khwezela South.

GEOLOGICAL SETTING AND MODELLING

Khwezela South is located in the Witbank Coalfield where five coal seams are present. These consist of, from the bottom upwards, the No 1 Seam sequentially to the No 5 Seam at the top, with the exception of the No 3 Seam, which is not part of the resource base. A small graben with a 10m throw lies to the northeast of the Bokgoni 2A pit. No major dolerite intrusions have been encountered.

The typical raw air-dried qualities of the reported resources range from 20% to 30% ash, 21MJ/kg to 26MJ/kg calorific value, 1.0% to 2.0% sulphur, 1.9% to 2.3% inherent moisture and 21% to 27% volatile matter between the seams.

The coal seams are modelled in Datamine's Minescape 3D modelling software. Based on the borehole information, the software uses pre-defined criteria with interpolators to construct the coal seam model, with estimates of raw qualities as gridded surfaces. Washability data for each coal seam is utilised separately in the resource estimation process.

The cut-off parameter applied for the resources is a 0.5m minimum thickness on all seams. Resources with ash greater than 50% and volatiles less than 17% are excluded.

MINING ACTIVITIES

The Bokgoni 2A Pit was put on care and maintenance in 2021 and no mining has taken place since then.

PRODUCTION AND COAL PROCESSING

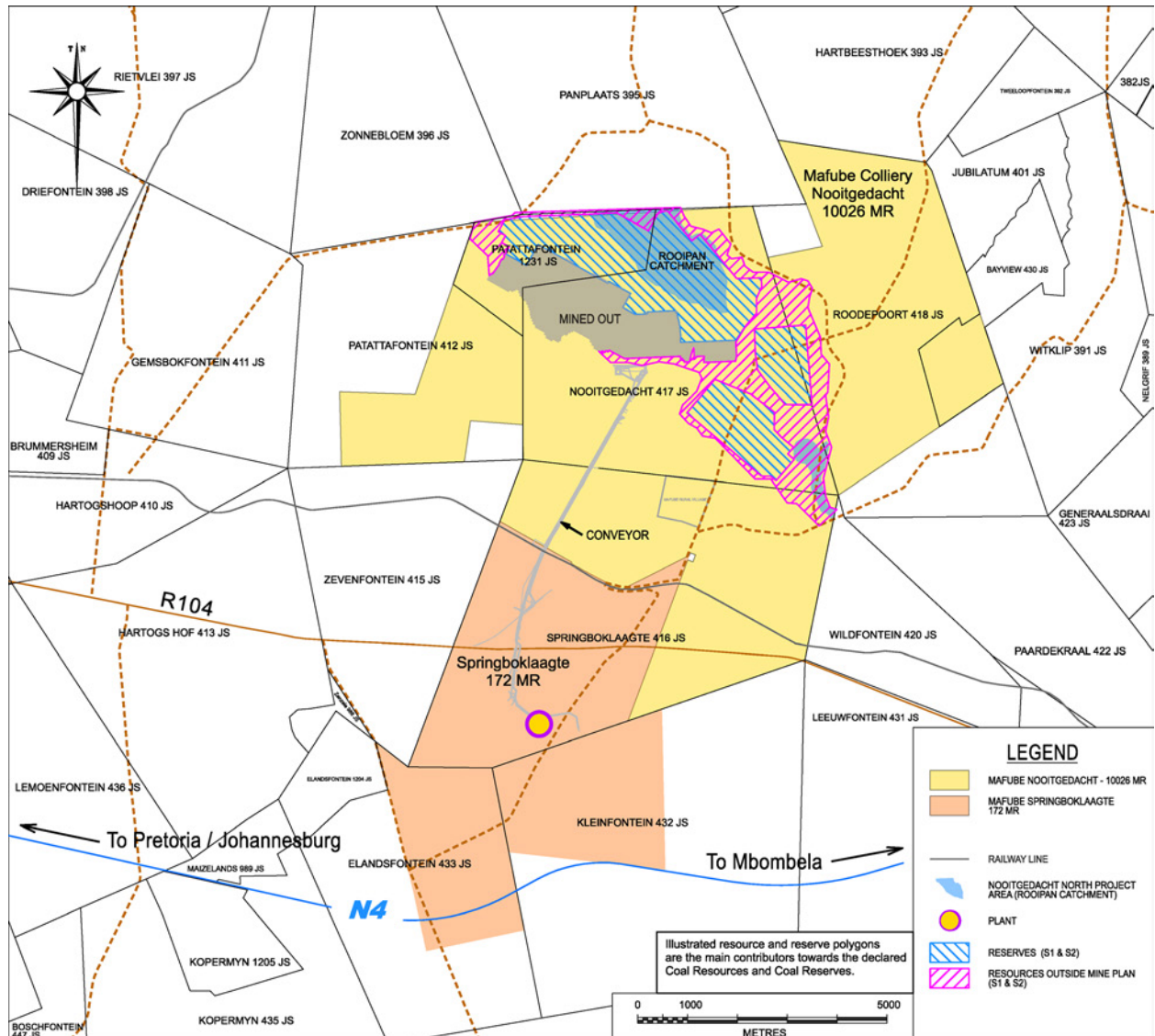
No coal processing has taken place since the mine was placed on care and maintenance.

KHWEZELA SOUTH MINERAL RESIDUE DEPOSIT

The rehabilitation of the Khwezela South (also known as Landau 3) MRD started in 2024 and was completed in 2025.

No Coal Resources or Coal Reserves are reported over the MRDs at Khwezela South.

MAFUBE



Mafube Colliery is an opencast operation in which South Africa Coal Operations Proprietary Limited (SACO) holds a 50% direct interest and Exxaro Coal Mpumalanga Proprietary Limited (Exxaro) holds the remaining 50%. The JV is termed Mafube Coal Mining Proprietary Limited (Mafube Coal Mining).

The colliery is located approximately 160km east of Johannesburg and 30km east from the town of Middelburg in the Mpumalanga province of South Africa.

The opencast operation is constrained primarily by the MR boundary. Internal to the MR, the coal sub-crop defines the resource limit.

The operation consists of six planned pits. The mining strategy is to schedule the mining pits to maximise the Coal Reserve recovery by maintaining steady-state production up to the end of the LOM.

The declared resources and reserves are as evaluated and estimated through Exxaro.

LEGAL TENURE

Mafube Colliery holds one granted and executed NOMR and one granted and executed converted MR. Mining operations currently occur in the Nooitgedacht Reserve MR.

The Mafube Colliery operates under numerous approved EMPs, EAs and WULs. The environmental management plan, IWUL, and NEMA licences for the current mining areas are in place and compliant.

The application processes for authorisation in terms of the National Environmental Management: Waste Act (NEMWA) and NEMA for the mining of Pan 11 (Nooitgedacht North) catchment was concluded and the final Environmental Impact Assessment (EIA)/EMP was submitted to the DMPR in October 2023.

The record of decision has been submitted to the DMPR for review and the drafting of the EA. Mafube is currently awaiting the final EA issuance. The WUL application for the Nooitgedacht North Project was submitted to the Department of Water and Sanitation in August 2024, following the completion of the additional technical specialist studies. The WUL was approved in February 2025.

Several land claims are registered. Some have been dismissed, others require validation or claimant verification, and a few require further negotiations prior to settlement.

There are various competing applications over Mafube's MRs. Mafube has lodged objections and appeals against the applications and the outcomes from the DMPR are pending.

Mafube Coal Mining is aware of a legal challenge in respect of the competing application pertaining to the remaining extent of portion 1 of the farm Patattafontein 412 JS. If not resolved, the reserve base will be reduced by approximately 3%.

The surface rights are owned by a number of different entities, with some portions of the surface rights owned by Mafube Coal Mining and leased to a number of tenants for agricultural purposes.

EXPLORATION ACTIVITIES AND EXPENDITURE

Exploration activities for 2025 included 94 vertically cored and collar surveyed boreholes.

Logging and sampling of the vertical cored boreholes are done as soon as possible after drilling to avoid deterioration of the coal core. The core is photographed and logging, sampling and analytical results captured in an acQuire GIM Suite SQL database, managed by Exxaro.

Coal samples collected during 2025 were sent to the SANAS-accredited laboratory, BV, based in Middelburg, Mpumalanga.

For 2026, the planned exploration expenditure is estimated at R19.5 million.

GEOLOGICAL SETTING AND MODELLING

Mafube Colliery is located close to the northern edge of the Witbank Coalfield where four coal seams are present. These consist of, from the bottom upwards, the No 1 Seam sequentially to the No 4 Seam at the top. The No 2L Seam is the main source of the declared Coal Resources and Coal Reserves, with the No 4 Seam (split into the No 4U and No 4L) and No 1 Seam also contributing.

The typical qualities of the No 4U Seam reported resources, on a raw air-dried basis, are 34% ash, 18MJ/kg calorific value, 1.0% sulphur, 4.0% inherent moisture and 21% volatile matter.

The typical qualities of the No 2L Seam reported resources, on a raw air-dried basis, are 29% ash, 21MJ/kg calorific value, 1.0% sulphur, 3.8% inherent moisture and 22% volatile matter. The typical qualities of the No 1 Seam reported resources, on a raw air-dried basis, are 32% ash, 20MJ/kg calorific value, 0.9% sulphur, 3.3% inherent moisture and 20% volatile matter.

No faulting was detected during exploration drilling or mining activities. Dolerite intrusives, tentatively identified from the aeromagnetic survey, have not been confirmed by drilling or mining activities.

The geological model is constructed using the Geovia Minex Dassault Systems software and is managed and maintained by Exxaro. The gridded coal seam surfaces, interpreted from boreholes, were constructed using set criteria or relationships between the seams, using the growth algorithm. Raw and washability quality grids were also constructed.

The cut-off parameter applied for the No 2L Seam reported resources is a minimum thickness of 1.0m. A 0.8m minimum thickness cut-off is applied to the No 4U Seam and No 1 Seam. Resources with ash greater than 50% are excluded.

MINING ACTIVITIES

Currently, the No 2 Seam and No 1 Seam are being extracted.

The main equipment used in the pits are dozers, excavators, haul trucks, coal and overburden drills, with articulated dump trucks used for topsoil removal.

The LOM is estimated at 16 years with total ROM reserves of 100.2Mt. This is in line with the Mafube plant capacity of 6.0Mtpa ROM. Only 0.1% of the LOM plan is derived from Inferred Coal Resources (equivalent to 0.1Mt reserves).

PRODUCTION AND COAL PROCESSING

The actual ROM production for 2025 was 6.0Mt (2024: 5.7Mt). After processing, this produced a 5,800kcal/kg NAR export product together with a 4,800kcal/kg NAR middlings export product. The No 4 Seam has been identified as a raw domestic product and included in the declared saleable products, to be included for the remainder of the LOM.

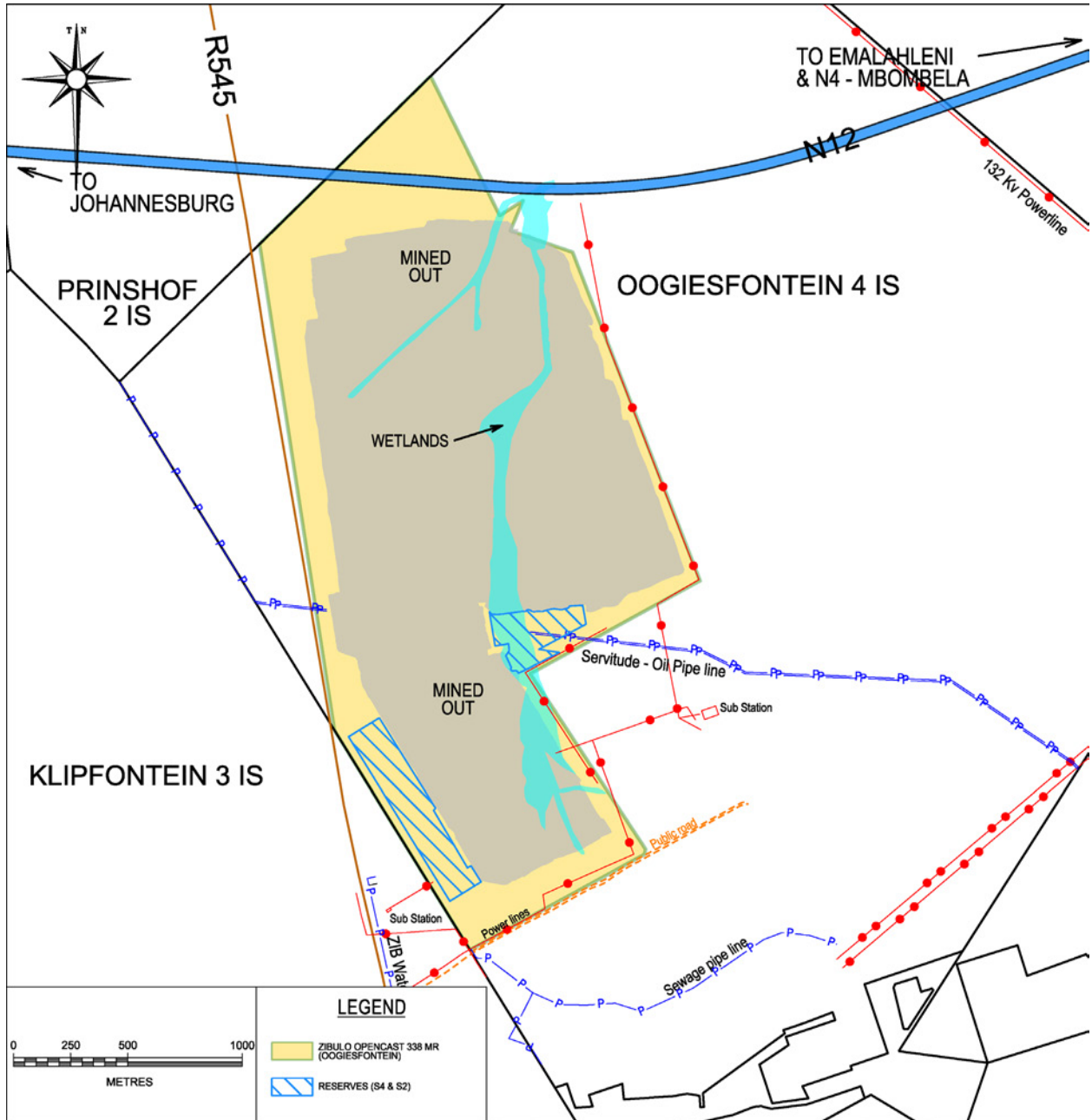
The CHPP is operated by Mafube on behalf of the JV.

ROM coal is transported from the pit to the CHPP by a 7km overland conveyor. The CHPP is a single module, treating coarse and finer coal in separate dense medium cyclones. Both saleable export products are transported by a 14km overland conveyor to the RLТ.

The CHPP also uses filter presses to process ultrafines. This product is sold on demand to the inland market.

ZIBULO

ZIBULO OPENCAST



Zibulo Opencast (OC) is located approximately 100km east of Johannesburg, close to the town of Ogies in the Mpumalanga province of South Africa. The Zibulo MR is held by AAIC.

The pit is constrained by the MR boundary as well as the N12 highway in the north and the R545 road in the south.

Zibulo OC and the Zibulo UG mine, which includes the underground (UG) bord and pillar operation situated 16km southwest of Ogies, as well as the Zibulo life extension to the west of the underground operation, are all managed as one operation.

LEGAL TENURE

Zibulo OC holds one granted and executed NOMR. The pit operates under several EMPs, EAs and WULs. It does not require a WML, and all of the required environmental permits are in place. An amendment to the WUL has been submitted to license additional activities.

The surface rights are owned by AAIC and a third party.

No land claims are recorded over the Zibulo OC MR.

There are currently no known impediments to tenure security.

EXPLORATION ACTIVITIES AND EXPENDITURE

Exploration activities for 2025 included 1 vertically cored, collar surveyed, downhole geophysical surveyed surface borehole. Some of the production (drill and blast) holes are used for the structural interpretation.

Logging and sampling of the vertical cored boreholes are done as soon as possible after drilling to avoid deterioration of the coal core. The core is photographed and logging, sampling and analytical results are uploaded in Minescape GDB, which includes validation processes during importing of data.

Coal samples collected during 2025, were sent to the SANAS-accredited laboratory, BV, based in Middelburg, Mpumalanga.

No exploration expenditure is planned for 2026.

GEOLOGICAL SETTING AND MODELLING

Zibulo OC is located in the Witbank Coalfield where typically five coal seams are present. However, at Zibulo OC only three seams occur, which consist of, from the bottom upwards, the No 1 Seam sequentially to the No 4 Seam at the top. The No 5 Seam has been eroded and the No 3 Seam is not present. The No 4 Seam and No 2 Seam both contribute to the colliery's export product.

The typical qualities of the No 4 Seam, on a raw air-dried basis, are 22% ash, 24MJ/kg calorific value, 1.5% sulphur, 3.4% inherent moisture and 23% volatile matter.

The typical qualities of the No 2 Seam, on a raw air-dried basis, are 25% ash, 23MJ/kg calorific value, 1.0% sulphur, 3.0% inherent moisture and 22% volatile matter.

No faults or dolerites are present in the area. Granted WULs to mine the wetlands to the east and south are available.

The coal seams are modelled in Datamine's Minescape 3D modelling software. Based on the borehole information, the software uses pre-defined criteria with interpolators to construct the coal seam model, with estimates of raw qualities as gridded surfaces. Washability data for each coal seam is utilised separately in the resource estimation process.

The cut-off parameter applied for the resources is a 0.5m minimum thickness on all seams. Resources with ash greater than 50% and volatile matter less than 17% are excluded.

MINING ACTIVITIES

The Zibulo OC pit is a truck and shovel contractor-operated mini-pit. The northern portion of the pit is depleted. The boxcut development in the southern pit commenced in 2021. Rock engineering aspects are well managed, with adequate risk controls implemented.

Zibulo OC is equipped with necessary operational infrastructure comprising a substation and electrical reiteration, haul roads, mining equipment and a ROM crushing plant.

The remaining LOM is estimated at one year with total ROM reserves of 1.3Mt. There are no Inferred Coal Resources included in the LOM plan.

PRODUCTION AND COAL PROCESSING

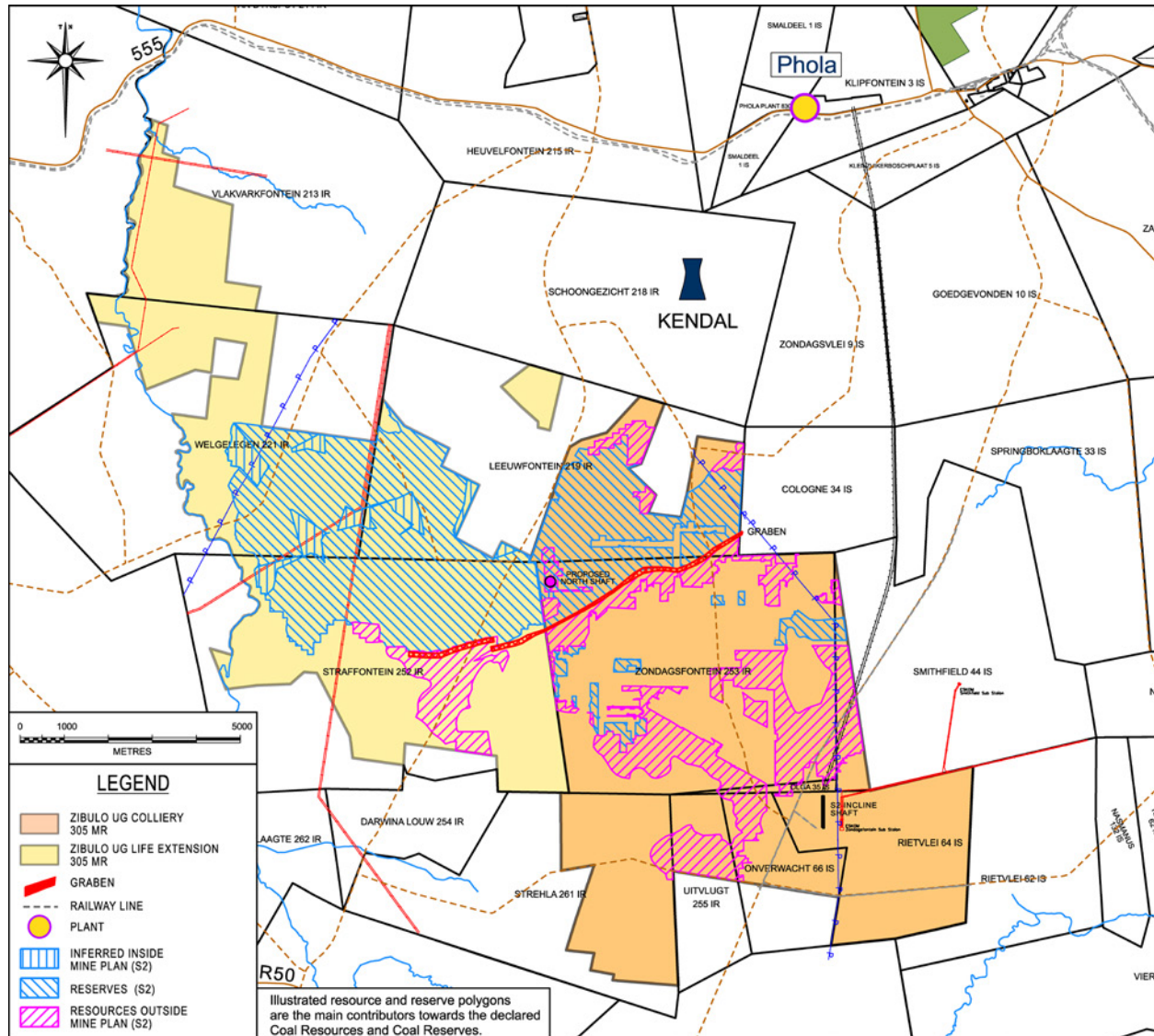
The actual production ROM for 2025 was 1.1Mt (2024: 1.1Mt). The coal is combined with the Zibulo UG coal, producing a saleable 6,000kcal/kg NAR export product and a 4,800kcal/kg NAR middlings export product.

The Zibulo OC operation supplements the underground production ROM to the Phola Coal Processing Plant (PCPP) so that the maximum allocated throughput capacity of 8Mt/tpa can be achieved. The Zibulo OC coal is trucked to the PCPP which is situated on the western border of Ogies.

The PCPP is a 50:50 JV between AAIC and Seriti Power Proprietary Limited. The plant has a nominal capacity of 16Mt/tpa, of which the Zibulo Colliery is entitled to 8Mt/tpa according to the JV agreement. The ROM from both the Zibulo OC and the Zibulo UG operations is processed at the PCPP.

The PCPP has dedicated ROM and product stockpiles for each of the JV partners. There are two rail loops connected to Transnet Freight Rail with two load-out facilities. Fine coal is fed to spirals and the spirals product stream is split between the export and middlings product, depending on the quality produced.

ZIBULO UNDERGROUND (including life extension)



Zibulo UG is a bord and pillar operation located approximately 100km east of Johannesburg, 16km southwest of Ogies in the Mpumalanga province of South Africa.

It forms part of Zibulo Colliery which includes the Zibulo OC operation and the life extension to the west (previously known as Zondagsfontein West).

The Zibulo UG operation started in the southeast portion of the MR and developed northwards, crossed the graben structure to continue into the north of the graben area, and is subsequently expected to expand into the life extension area to the west.

The life extension to the west is an underground life extension to the current Zibulo UG operation, with the North Shaft life extension project completed in 2025 and formally handed over to the operational team, with production ramp-up underway.

The life extension to the west is constrained by the MR boundary and the Wilge River as part of the MR boundary in the west. Sub-crops and pinch-outs against paleo-highs also restrict the resource area.

LEGAL TENURE

The Zibulo MR is held by AAIC.

Zibulo UG holds one granted and executed NOMR, which comprises the current underground mine and the life extension to the west.

A section 102 application was submitted and granted in June 2024 to exclude two portions of the farm Straffontein 252 IR from the Zibulo MR in favor of Mnambithi Mining Proprietary Limited. The section 102 was executed in July 2025 and is pending registration.

The colliery operates under several EMPs, EAs and WULs. All the required environmental permits are in place for the operation. An amendment to the WUL has been submitted to license additional activities. Due to the inclusion of the life extension to the west in the LOM, an amendment to the current EMP of Zibulo UG, to cover the underground workings and surface infrastructure, has been submitted to the DMPR and is awaiting approval.

The surface rights for Zibulo UG are currently owned by numerous different entities, including AAIC.

A purchase agreement has been concluded to secure surface rights for portion RE/11 of the farm Leeuwfontein 219 IR and the transaction has been finalised. Subsequently, a purchase agreement has been concluded to secure portion RE/2 of the farm Zondagsfontein 253 IR, among others. The aforementioned portions are critical for the Zibulo life extension.

Five land claims are registered over the Zibulo UG MR, which require either dismissal, gazetting, validation or approval by the RMSO. The claims do not impact the current underground mining.

There are currently no known impediments to tenure security.

EXPLORATION ACTIVITIES AND EXPENDITURE

No exploration activities were conducted in 2025. Additional cover is provided by underground in-seam, non-core directional drilling ahead of the mining faces.

Logging and sampling of vertical cored boreholes are done as soon as possible after drilling to avoid deterioration of the coal core. The core is photographed, downhole geophysically surveyed using the dual-density probe and logging, sampling and analytical results captured in Minescape GDB, which includes validation processes during importing.

No coal samples were collected during 2025.

For 2026 the planned exploration expenditure is estimated at R8.5 million.

GEOLOGICAL SETTING AND MODELLING

Zibulo UG is located in the Witbank Coalfield where five coal seams are present. These consist of, from the bottom upwards, the No 1 Seam sequentially to the No 5 Seam at the top, with inter-seam partings consisting of mainly siltstone and sandstone, with thicknesses ranging between 1m and 20m. The No 2 Seam is currently the only underground contributor to the colliery's export product.

Pre-Karoo paleo-highs influence the No 2 Seam thickness and elevation, particularly where the seam truncates against these paleo-highs.

The No 4 Seam and No 5 Seam are declared as RoMP and are considered to be economic Coal Resources for future mining, with the select No 4 Seam as a domestic product and the highly vitrinitic No 5 Seam as a possible metallurgical coal. However, the No 5 Seam potential is restricted by thickness, weathering and extensive sill influence.

The typical qualities of the No 5 Seam reported resources, on a raw air-dried basis, are 18% ash, 25MJ/kg calorific value, 1.7% sulphur, 4.5% inherent moisture and 30% volatile matter.

The typical qualities of the No 4 Seam reported resources, on a raw air-dried basis, are 33% ash, 18MJ/kg calorific value, 1.1% sulphur, 4.0% inherent moisture and 22% volatile matter.

The typical qualities of the No 2 Seam reported resources, on a raw air-dried basis, are 29% ash, 20MJ/kg calorific value, 1.1% sulphur, 1.6% inherent moisture and 22% volatile matter.

Faulting is minimal across Zibulo UG, except for the major graben structure in the north, striking east-west across the colliery. The graben consists of a series of sub-parallel faults with varying throws along strike. The graben was also intersected in the neighbouring underground workings of Khutala Colliery and has a magnetic signature clearly visible on the aeromagnetic survey. Five fence line patterns were drilled to better define the extent of the graben at Zibulo UG.

Dolerite intrusions and associated stringers occur throughout the area and large sills appear close to the surface, affecting mostly the No 5 Seam.

The coal seams are modelled in Datamine's Minescape 3D modelling software. Based on the borehole information, the software uses pre-defined criteria with interpolators to construct the coal seam model, with estimates of raw qualities as gridded surfaces. Washability data is treated separately in the resource estimation process.

The cut-off parameters applied for the underground resources reported are a 1.5m minimum thickness on the No 5 Seam, a 2.0m minimum thickness on both the No 4 and No 2 Seam and an overall average 4.5m maximum thickness. A minimum thickness of 30m total overburden is also applied to the underground resources reported. Resources with ash greater than 50% and dry ash free volatiles less than 24% are excluded.

The life extension is located towards the western edge of the Witbank Coalfield. The No 2 Seam is currently the only contributor to the declared UG Coal Resources and Coal Reserves. No opencast Coal Resources are declared at present.

The typical qualities of the No 2 Seam reported resources, on a raw air-dried basis, are 31% ash, 20MJ/kg calorific value, 1.0% sulphur, 3.9% inherent moisture and 22% volatile matter.

Pre-Karoo paleo-highs influence the No 2 Seam thickness and coal qualities, where the seam is truncated against these paleo-highs. A paleo-valley is also evident in the west.

Faulting is expected to be minimal except for the area adjacent to the graben structure. The magnetic signature of the graben, clearly visible on the aeromagnetic survey at Zibulo UG, disappears in the west.

Since no significant displacement has been identified by the drilling, it is assumed that the effect of the graben tails off to the southwest of the life extension area.

Dolerite intrusions and associated stringers, with minimal effect on the coal seams, occur at Zibulo UG and it is anticipated that these will continue in the life extension area.

Several dykes have been interpreted from the aeromagnetic survey. Based on experience from Zibulo UG, these are likely to be Pre-Karoo in age and would have no impact on the coal seams.

The inclusion of the life extension to the reported resources and reserves of the Zibulo UG operation, required the construction of a combined resource model in Datamine's Minescape 3D modelling software. The same modelling processes and cut-off parameters as described above are used.

MINING ACTIVITIES

Zibulo UG is a bord and pillar operation targeting a selective mining horizon between 3.3m and 4.5m thick in the No 2 Seam. The current configuration comprises four conventional and two prime sections supported by a contractor section developing to the west (life extension). The operation is equipped with CMs, shuttle cars, feeder-breakers and conveyor belt systems. The UG infrastructure consists of a vertical shaft for transporting man and material, and an incline shaft for the conveyance of coal.

A graben in the north divides the east reserve into two domains, the coal quality in the north of graben is of lower quality compared to the south of the graben, with both domains scheduled to be mined.

The optimal LOM in the current Zibulo UG is estimated at seven years and is supported by a total ROM reserve base of 34Mt of which 8.7Mt is remnant coal and areas along the graben influence zone. As mining progresses, sections are being systematically transitioned towards the life extension.

There are no Inferred Coal Resources included in the current underground operation. A 7.5% Inferred Coal Resources in mine plan is included in the overall LOM due to the inclusion of the life extension with the current underground operation. The Inferred Coal Resources in mine plan are envisaged to be mined from 2033. The reduction of inferred resources from 2024 is as a result of increased drilling in the area. A focused action plan is in place to further reduce the percentage before mining commences in the area.

The construction of a new access shaft north of the graben, in the Zibulo UG mining area, has been completed.

The LOM for the extension is estimated at 15 years with the increase to at least 5.0Mtpa by 2029. There will be a simultaneous ramp-down in the Zibulo UG reserves from 2028.

The LOM is supported by a total ROM reserve base of 108.4Mt.

PRODUCTION AND COAL PROCESSING

The actual production ROM for Zibulo UG for 2025 was 4.8Mt (2024: 5.3Mt), producing a combined saleable 6,000kcal/kg NAR export product and a 4,800kcal/kg NAR middlings export product.

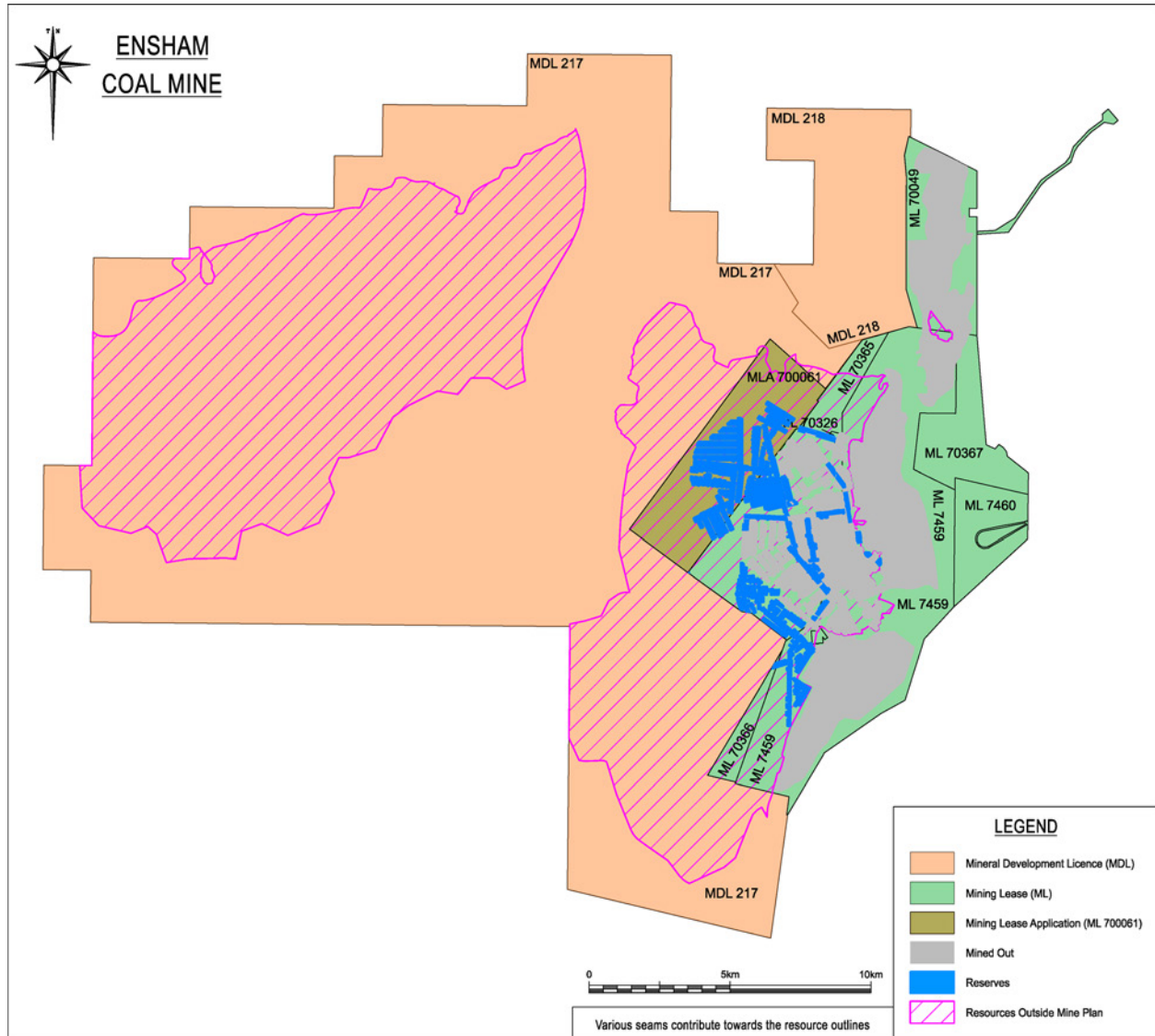
The underground ROM coal is transported to the PCPP via a 16km long overland conveyor. The product coal from both the Zibulo OC and the Zibulo UG is loaded for export at the PCPP RLT and railed to the RBCT. The majority of the middlings coal is railed to the RBCT for blending with other coal products, with a small amount sold free on rail or free on truck to inland customers.

The life extension ROM production commenced in 2025 resulting in 0.08Mt produced and is expected to peak at 8.0Mtpa, which is equivalent to the plant capacity. The export product quality will target a 5,700kcal/kg based on current operational strategies, while production beyond 2034 will target a domestic market.

Coal processing is scheduled to occur through the PCPP.

OVERVIEW OF ASSET – AUSTRALIA

ENSHAM



The Ensham Mine is the subject of the Ensham Coal Associates Joint Venture (the Joint Venture), and comprises physical infrastructure, equipment, contracts, and tenements. The Ensham Mine is located within the Bowen Basin in Queensland, Australia, approximately 40km northeast of the town Emerald and 200km west of Rockhampton. The Ensham Mine is situated directly north of the Capricorn highway and the Central railway line.

Thungela owns the Ensham Mine through its wholly owned subsidiary, Thungela Resources Australia Pty Limited (Thungela Resources Australia). Thungela Resources Australia owns 100% of the issued share capital of Sungela Holdings Pty Ltd, which in turn owns 100% of the issued share capital of Sungela Pty Ltd (Sungela).

Pursuant to the documents creating the Joint Venture, Sungela owns 85% of the Ensham Mine and Thungela Resources Australia owns the remaining 15%.

The colliery reports mainly underground resources and reserves, with limited opencast resources declared as well. Ensham has a LOM through to 2032.

Open cut mining commenced in 1993. Most of the open cut pits are in care and maintenance, while some open cut pits are being rehabilitated in accordance with the Progressive Rehabilitation and Closure Plan (PRCP) schedule. The underground mining commenced in 2011 (and continues) as a bord and pillar operation.

LEGAL TENURE

The Ensham deposit comprises nine tenements, including seven mining leases (ML) and two mineral development licences (MDL).

Environmental approvals are in place for the current operations which are within existing mining leases. Future underground operations are planned to extend into MDL217. Ensham has submitted a mining lease application (MLA700061) to convert a portion of MDL217 into a mining lease to allow for the extension. The application process commenced in quarter one of 2020 and ML 700061 was granted on 2 February 2026. Accordingly, following the grant of that ML, the Ensham deposit has increased to 10 tenements, comprised of 8 MLs and 2 MDLs.

There are currently no known impediments to tenure security.

EXPLORATION ACTIVITIES AND EXPENDITURE

Exploration activities for 2025 included 50 vertical boreholes, of which 29 were cored holes and 21 rotary chip holes.

Drill cuttings and cored holes are logged and sampled. Where possible, geophysical wireline logging of boreholes is undertaken. The samples are analysed on a raw basis, with a small portion sent for limited float/sink analyses.

The borehole spacing is assessed as sufficient to define the areas of various resource confidence. Geostatistical and classical statistical analysis is used to assist in assessing the confidence level of the resource estimate.

Several 3D seismic surveys were undertaken over the target areas with an additional 3D seismic survey completed in 2024 and incorporated to further define structural features.

For 2026 the planned exploration expenditure is estimated at AUD0.6 million.

GEOLOGICAL SETTING AND MODELLING

Ensham is located in the central part of the Bowen Basin. The economic seams occur in the Rangal Coal Measures, which has an average thickness of 100m and a strike length of over 80km. The economic seams, contributing towards the reported resources and reserves, are the Aries (A) Seam and Castor (C) Seam, with the Pollux (P) Seam included in the open cast resources. These seams have a typical economic thickness of 2m up to 6m. The Orion Seam at the bottom of the package is considered uneconomical and is not reported.

The typical qualities of the Aries and Castor Seams reported resources, on a raw air-dried basis, are between 10% and 15% ash and between 26MJ/kg and 28MJ/kg calorific value.

The project area is bound in the east by the sub-crop on the Comet Ridge and in the west by seam thickness. Normal faulting occurs throughout the deposit, ranging in throw from 2m to more than 20m.

The coal seams are modelled in the Maptek Vulcan V2024/V2025 geological modelling software, using both grid and block modelling techniques.

The cut-off parameter applied for the underground resources reported is a 1.8m minimum thickness and a 0.5m minimum thickness for the opencast resources.

MINING ACTIVITIES

Ensham is an underground bord and pillar mine, with five production units, mining the coalesced Aries and Castor Seams, and one fault development unit. Surface infrastructure is in place to support the operation at the current production levels.

The combined Aries and Castor Seam is typically 5m to 6m thick over most of the underground area, thinning to less than 3m towards the west and the south, where the seams splits come in. The depth of cover in the reserve area ranges from less than 50m in the mined-out south-eastern portion of the mine to over 200m in the west.

Mining equipment used underground includes CMs, shuttle cars, mobile bolters, load haul dump machines (LHD), personnel carriers and a series of conveyor systems.

The orientation of the faults determines to a large extent the orientation of the panels and the overall mine layout. The underground workings are accessed through drifts from the opencast.

Within the MDL boundary, the Measured Coal Resources were converted to Probable Coal Reserves instead of Proved Coal Reserves in the area that was subject to a mining lease application (MLA700061) to reflect the necessity for mining lease approval prior to extracting the Coal Reserves. Following the Resource and Reserve cut-off date of 31 December 2025, the Mining Lease was granted on 2 February 2026. Economic factors necessitated restricting the LOM to an estimated 7 years with a total ROM reserves of 31.8Mt. There are no Inferred Coal Resources in the mine plan.

PRODUCTION AND COAL PROCESSING

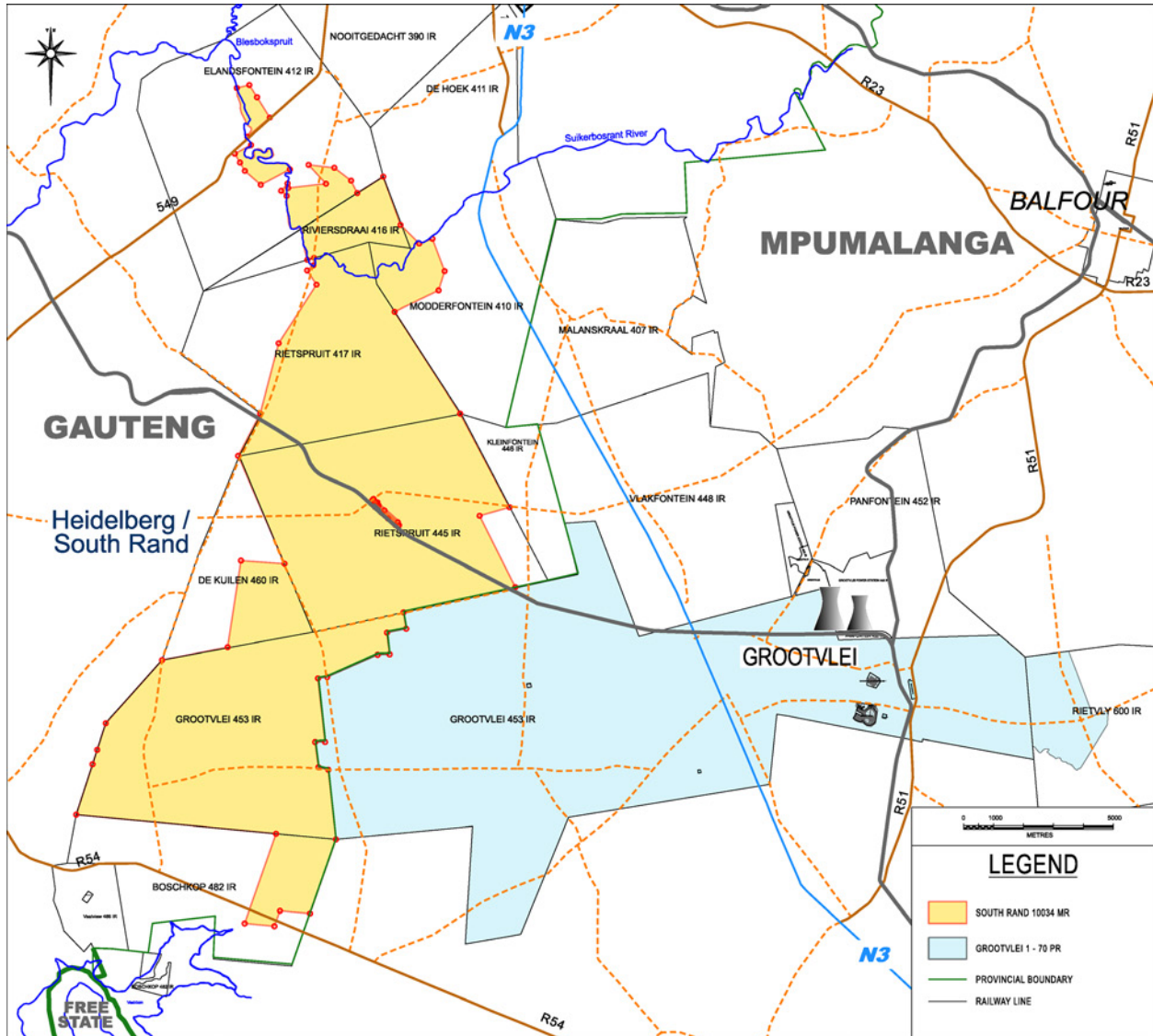
The total production for Ensham in 2025 was 4.0Mt ROM (2024: 4.1Mt for the full year).

The coal is not washed, but transported to surface via a conveyor belt system, crushed and sized in a coal handling plant. In 2025, 3.4Mt was railed to the RG Tanna coal terminal in Gladstone, 340km from the Ensham Mine, for shipping as an export product and 0.7Mt of coal was sold domestically to a power utility. A product yield of a 100% is assumed and is considered representative of the remaining reserve.

There are no mine tailings as there is no coal washing plant.

OVERVIEW OF ASSET PROJECTS – SOUTH AFRICA

SOUTH RAND



The South Rand project is part of a disposal process with the abandonment of the granted MR, a pending MR and also the pending renewal PR.

The South Rand project area is divided into two portions. The northern portion, named the Heidelberg Project area, and the Balance Project area, which is situated to the south of the Heidelberg Project. The project area is bounded to the north by an east-west trending paleo-high, which divides the two project areas. The Heidelberg Project is situated in the Gauteng province and the South Rand Balance Project area is situated in both the Gauteng and Mpumalanga provinces.

South Rand is owned by AAIC.

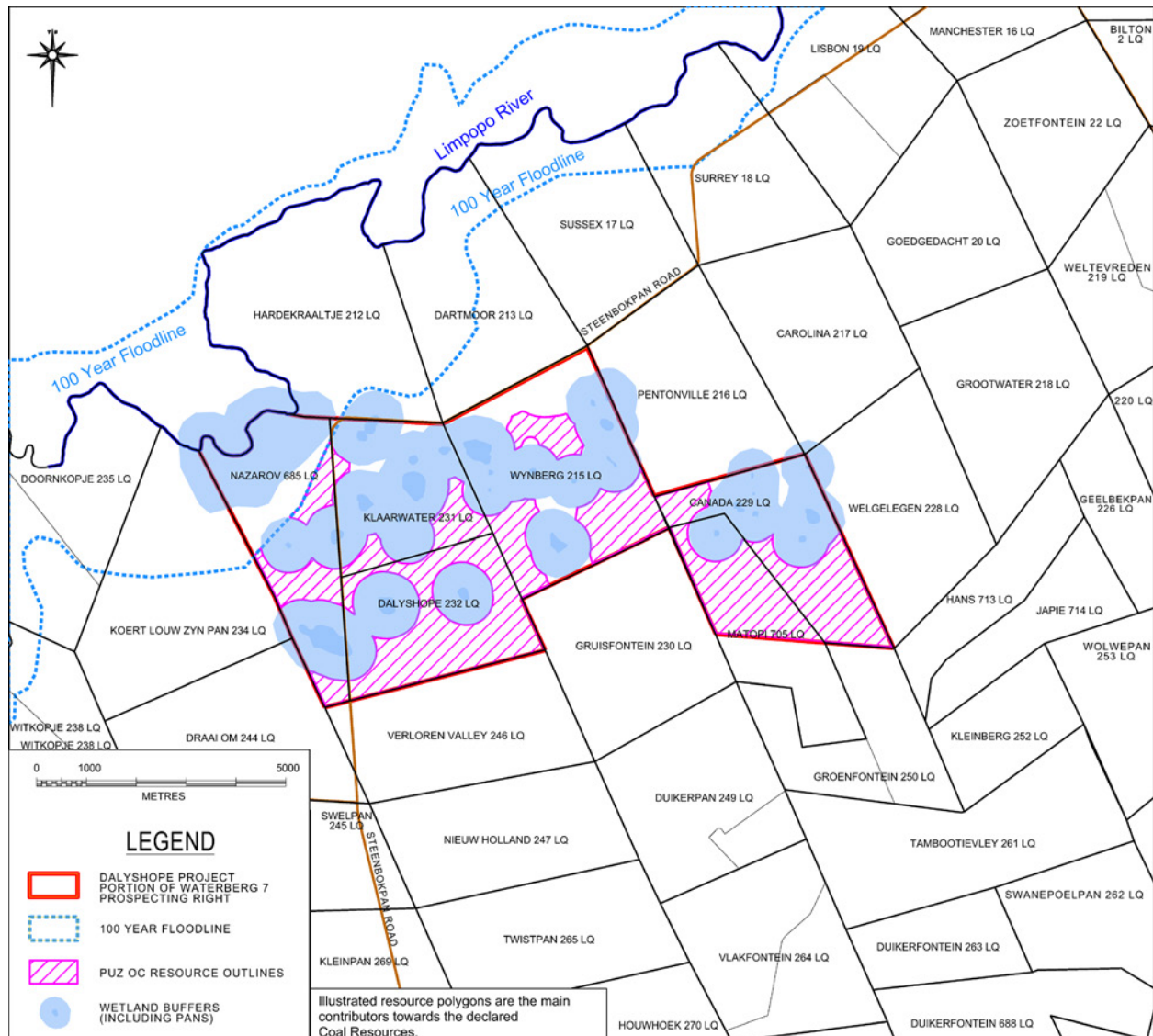
South Rand held one granted MR (92 MR) which was subsequently abandoned and the Notice of Abandonment was issued by the High Court on 26 June 2023. South Rand also holds one pending MR (10034 MR) managed by a third party forming part of the disposal process and one pending renewal PR (70 PR).

The area is well drilled with cored boreholes, quality analyses of the different coal seams and downhole geophysical surveys since the 2009 exploration programme. Exploration activities ceased at the end of 2013.

South Rand is located in the South Rand Coalfield and is structurally complex as a result of dolerite intrusions and faults.

The No 2 Seam is the main seam, with a select portion of the No 2 Seam, called the SM3, declared as Coal Resources.

WATERBERG COAL



The Waterberg project comprises a number of farms, collectively known as Dalyshope. It is a coal development project located close to the Botswana border, 55km northwest of the town of Lephalale in the Limpopo province.

Dalyshope is the main study area and does not include the other scattered areas which are part of the PR.

Dalyshope consists of two basic coal deposit types, i.e. the upper thick interbedded seam coal deposit type (typical of the Waterberg Coalfield) and the lower multiple seam coal deposit type (typical of the Witbank and Highveld Coalfields). Both these coal deposit types constitute the declared Coal Resources.

Dalyshope is constrained by the PR boundary and the 1:100-year flood line of the Limpopo River, which traverses the northwest corner of Dalyshope. A number of pristine pans, with high environmental sensitivity, are found across Dalyshope and the legal 500m buffer zones were added to the exclusion zones of the potential opencast portion of the resource.

LEGAL TENURE

The Waterberg project holds two converted PRs.

The Waterberg 5 PR (10648PR) pertains to the nearby farm Boompan 237LQ and other more distant farms, none of which are included in this report.

The Waterberg 7 PR (10649PR) consists of the Dalyshope study area and isolated farms. No resources have been declared over the isolated farms.

Both PRs have been renewed and a mining right application (MRA) covering both PRs was submitted in due time and was subsequently accepted by the DMPR in 2020 and a decision is currently pending from the DMPR. The rights remain valid until the DMPR has completed their adjudication process and the MRA has been accepted or rejected.

Various authorisations and licences were applied for in 2020 in support of the proposed mining operations, including an EA, a WML and a WUL as well as a Tree Permit. An appeal was lodged against the EA and is currently being adjudicated. All of these applications await approval.

There are no known land claims or other impediments to tenure security on the Dalyshope study area.

The surface rights are owned by different entities. TOPL owns the surface rights of the farms covering the declared resources. Operations on any of the other farms would need surface rights to be acquired.

EXPLORATION ACTIVITIES AND EXPENDITURE

Past exploration activities included vertical cored and collar surveyed surface boreholes, and an aeromagnetic survey as well as a 2D seismic survey.

Standard downhole geophysical surveys were carried out on the majority of the boreholes. The downhole geophysics are required to accurately correlate the coal zones and interbeds, and establish the correct sampling intervals.

Logging and sampling of the vertical cored boreholes are done as soon as possible after drilling to avoid deterioration of the coal core. The core is photographed and logging, sampling and analytical results captured in Datamine GDB, which includes validation processes during importing of data.

Exploration resumed in December 2019, and was managed under contract by Universal Coal Development IV Proprietary Limited (UCD). Exploration activities include surface drilling, downhole geophysics, geotechnical drilling and large diameter drilling.

Coal samples were sent to SANAS-accredited laboratories.

For 2026, there is no planned exploration expenditure.

GEOLOGICAL SETTING AND MODELLING

The Dalyshope study area is located close to the southwestern edge of the Waterberg Coalfield, within the Ellisras Basin.

At Dalyshope, the coal is found in the upper Grootegeluk Formation and the lower Goedgedacht Formation of the Ecca Group.

The interbedded Grootegeluk Formation is divided into the Prime Zone and the underlying Transition Zone. Coal Resources are derived from the Prime Zone.

The Goedgedacht Formation contains coal seams similar to the Witbank Coalfields. Three seams, ES1 Seam, ES2 Seam and ES3 Seam, are identified in the Dalyshope area, with the ES2 Seam being the target seam.

The typical qualities of the prime upper, prime middle and prime lower seams, on a raw air-dried basis, range between 52 and 57% ash, 10 and 13MJ/kg calorific value, 0.7 and 1.2% sulphur, 2.4 and 2.8% inherent moisture and 19 and 21% volatile matter.

The typical qualities of the ES2 Seam, on a raw air-dried basis, are 30% ash, 21MJ/kg calorific value, 1.9% sulphur, 3.0% inherent moisture and 22% volatile matter.

Several small displacement faults have been inferred by 2D seismic lines surveys in the southern portion of the Dalyshope area. Another anomaly in the north was identified by the low-resolution aeromagnetic survey and 2D seismic line, but no abnormal features were intersected by closely spaced boreholes drilled to target the anomaly. No dolerite intrusions have been intersected in any of the boreholes.

The coal seams are modelled in Datamine's Minescape 3D modelling software. Based on the borehole information, the software uses pre-defined criteria with interpolators to construct the coal seam model, with estimates of raw qualities as gridded surfaces. Washability data is utilised to determine the percentage of material floating at a 1.8 cutpoint density.

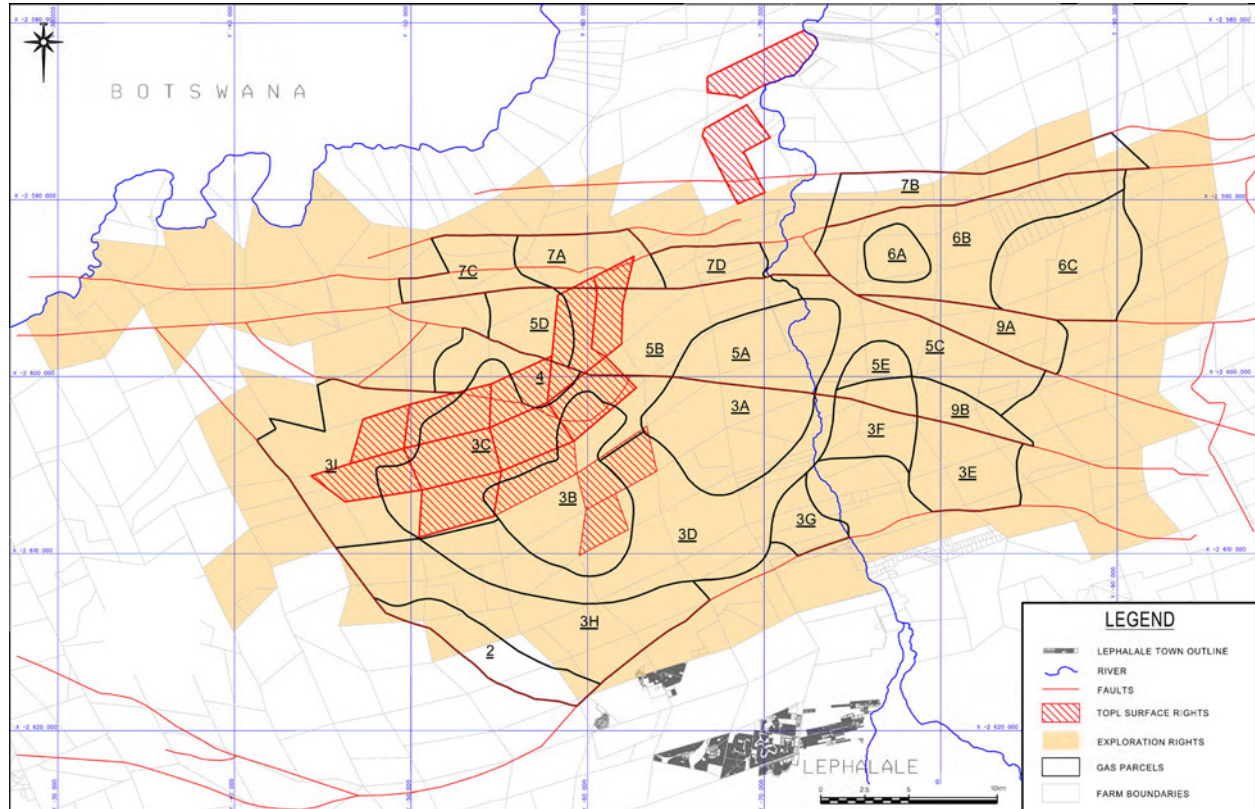
STUDIES RELATED TO MINING AND COAL PROCESSING

TOPL signed a farm-out agreement with a third party over the Dalyshope project area. In terms of the agreement, the third party is appointed as contractor to conduct and fund the continuation of prospecting activities over Dalyshope, where for a minimum expenditure the third party can earn an agreed participating interest in the project.

TOPL is currently confirming an appropriate update of the agreement with appropriate terms with the third party principle.

Various studies have been undertaken, or are in progress, to develop an appropriate mine plan, including appropriate water sources, plant design and mine plans. This work is managed by the third party with oversight provided by TOPL.

LEPHALALE COAL BED METHANE



The Lephalale Coal Bed Methane (LCBM) project is in the northwest of the Limpopo province, close to the Botswana border. The project covers a resource area of 83,400ha in the centre of the Waterberg Coalfields and is near the town of Lephalale.

Thungela holds an exploration right, which covers a total area of approximately 134,000ha, and owns approximately 15,000ha of surface rights within the exploration right footprint.

An application for a Bulk Sampling permit and amendment to the Exploration Work Program (EWP) was submitted during 2024 and subsequently executed and registered. A production right application was submitted to the Petroleum Agency of South Africa (PASA) during the month of December 2025 and is awaiting approval.

The prospective coal formation in the Waterberg Basin is confined to the Grootegeeluk or Beaufort No 1 Seam (BS1) formation. Faulting occurs throughout the basin affecting and compartmentalising the coal material and underlying basement.

TOPL has gathered degasification and permeability data from 85 cored holes and 31 percussion holes throughout the area. An additional 5-well pilot production test site has been operational for a ten-year period resulting in valuable historical production data.

Advanced Resource International Inc. has independently conducted an assessment on the gas-in-place (GIP) and recoverable resources for the project. All the resource definitions and estimations presented in this report are in accordance with the Petroleum Resource Management System (PRMS) classifications and definitions. The resource assessment was constrained to 25 parcels covering priority areas for development within the LCBM rights owned by TOPL.

The resources are classified as contingent resources, with an assigned maturity level of 'development pending'. Based on the level of certainty, the contingent resources are categorised as 2C resources, meaning that there is at least a 50% probability (P50) that the quantities recovered will equal or exceed the resources defined in the four different well spacing cases (16.2, 24.3, 32.4 and 40.5ha spaces requested by TOPL).

Total GIP (Tscf) = 3.54.

Based on the PRMS, the resource attributable to the LCBM project is classified as 2C Contingent Resources and ranges between 725.5Bscf and 1,569.3Bscf, depending on the selected field development plan.

ESTIMATED COAL RESOURCES AND COAL RESERVES STATEMENT

CLASSIFICATION AND ESTIMATION OF COAL RESOURCES AND COAL RESERVES

Coal Resource classification for the South African assets is based on the South African guide to the systematic evaluation of coal exploration results, Coal Resources and Coal Reserves (SANS10320:2020) and outlined in the SAMREC Code, which classifies Coal Resources into categories (Reconnaissance, Inferred, Indicated and Measured) on a function of increasing geological confidence in the estimate and is based on the density of points of observation, physical continuity of the coals seams and the distributions of coal qualities. Coal Resources at the Group's South African based operations and projects exceed the minimum borehole density criteria outlined in SANS 10320:2020. Other geological parameters considered include seam depth, seam thickness and structural features (faults, dykes, sills, paleo-highs etc.). For the South African operations producing a saleable export product, cored drill holes with sampled and analysed washability data points of observations are used to define the resource classification category for each seam individually.

For the Australian Ensham Mine, Coal Resources are also classified according to the guidelines in the SAMREC Code. The confidence categories are classified on a function of increasing geological confidence in the estimate and is based on the density of points of observation, physical continuity of the coal seams, and the distributions of coal qualities. In addition, statistical analysis is conducted to determine optimal ranges for each resource category.

All Coal Resources must have reasonable prospects for eventual economic extraction (RPEEE). Typically, the term "eventual" refers to a period of up to 50 years. Other parameters to consider include, but are not limited to, legal tenure and regulatory compliance (particularly environmental compliance), cultural and socio-political aspects, engineering parameters including mining methods and geotechnical considerations, marketing and commercial (including economic) assumptions, and infrastructure development requirements.

Geological factors applied during the Coal Resource estimation process are similar for most of the operations/projects where Coal Resources are declared. They include, but are not limited to, minimum/maximum seam thickness cutoffs, maximum raw ash percentage, coal qualities (e.g. calorific value, volatiles, sulphur), overburden ratio limits (opencast), depth below surface limits (underground), exclusion zones due to areas of structural complexity and/or igneous intrusions and geological loss percentages, which reflect the confidence in the resource estimate.

The South African Coal Resource estimates are derived from resource models, built in the 3D geological modelling software Minescape, a Datamine product. The resource models are reviewed internally every year with each update. For the 2025 reporting cycle, the resources estimates for most operations are on a first principle report basis, resulting from a re-evaluation of the Coal Resources.

The Ensham Coal Resource estimate is derived from a resource grid and block model, built in the 3D geological modelling package, V2024/V2025, a Maptek product. For the 2025 reporting cycle, the resource estimate is on a first principle report basis, resulting from a re-evaluation of the Coal Resource. The resource estimates were managed and are signed off by the Group.

Coal Reserves are classified as either Proved or Probable Coal Reserves dependent upon the Coal Resource classification included in the Coal Reserves, along with other factors of uncertainty pertaining to accessing the reserves.

Modifying factors used to convert Coal Resource estimates to Coal Reserve (ROM and saleable) estimates include, but are not limited to, mining method, mining loss, mining extraction, practical mining heights, contamination/dilution, overall mining recovery, wash plant factors, surface moisture (correction factor), and commodity prices, among other financial parameters. Application of the modifying factors should create a reasonable schedule of the expected performance on a ROM and a saleable coal product basis. The modifying factors for each South African operation are workshopped annually and signed off by the relevant responsible persons and this provides assurance that all factors are appropriate. The modifying factors are tracked and reconciled to ensure accurate estimations of Coal Reserves.

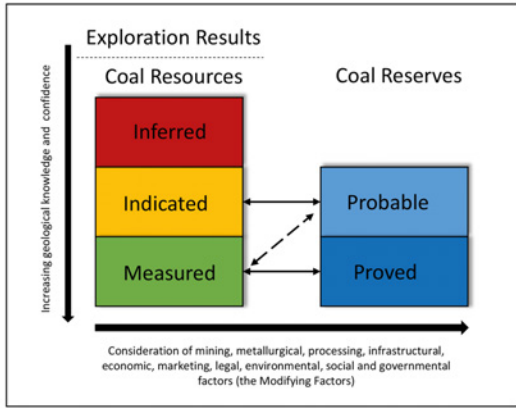
The South African Coal Reserve estimates are derived from a mining model scheduled in the scheduling software package XPAC, an RPM product. For the 2025 reporting cycle, estimations for most operations are on a first principle reporting basis, resulting from a re-evaluation of the Coal Reserves.

The Ensham Coal Reserve estimates are derived from a mining model scheduled in the software package Deswik, which is part of the Sandvik Mining and Rock Solution business area. The reserve estimates are in accordance with the requirements of the SAMREC Code.

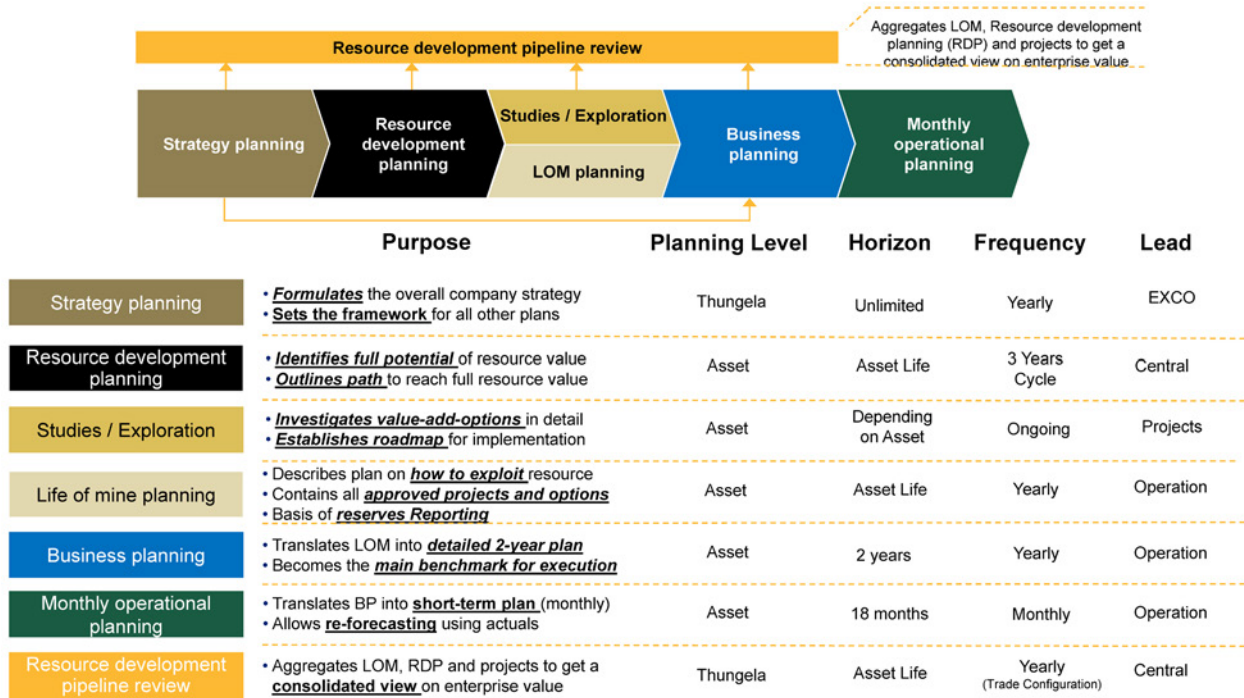
During the annual resource and reserve cycle the competent persons attend a competent persons workshop where the different codes are summarized and the requirements for the annual reporting are specified. Coal Reserve and Coal Resource estimates are subjected to a peer review and a risk assessment.

The Thungela risk and assurance team conducts annual compliance reviews, validating the internal controls on selected collieries.

The figure in the illustration below shows the relationship between Exploration Results, Coal Resources and Coal Reserves and sets out the framework for classifying tonnage and quality estimates as outlined in the SAMREC Code.



The following flow chart illustrates the complete planning cycle and the LOM plan forms the basis for reporting reserves from first principle:



The conversion and modifying factors used during the conversion from Coal Resources to Coal Reserves and saleable product, per colliery and project, is tabulated on the following pages.

CONVERSION FACTORS RESERVES

Colliery	Country	Mineable Seam	Geological loss (%)	Mining loss (%)	Mining extraction (%)	Contamination (% or cm)	Surface moisture (%)	Contract moisture (%)	Derating factor (coal remaining) ¹
Annea	SA	S4	10.0	3.0	64.3	Sliding scale ²	4.0	8.0	—
		S2	10.0	3.0	65.1	Sliding scale ²	3.5	8.0	—
Greenside UG	SA	S4	7.0	3.0	71.0	10.1%	2.5	8.0	—
Khwezela North OC	SA	S4	10.0	4.0	94.0	8.0%	3.0	8.0	91.0
		S2	10.0	5.0	90.0	5.0%	3.0	8.0	86.0
		S1	6.0	5.0	70.0	4.0%	3.0	8.0	89.0
Mafube OC	SA	S4	10.0	10.0	95.0	20cm	4.4	8.0	—
		S2	10.0	10.0	95.0	20cm	4.4	8.0	—
		S1	10.0	10.0	95.0	20cm	4.4	8.0	—
Zibulo OC	SA	S4	9.5	5.0	95.0	3.0%	4.0	9.0	—
		S2	8.0	5.0	95.0	3.0%	4.0	9.0	—
Zibulo UG	SA	S2	9.5	5.0	67.0	3.0%	4.0	9.0	—
Ensham UG	AUS	A&C	12.0	2.0	46.4	0 to 20cm	8.0	12.0	—

OC = Opencast
UG = Underground
SA = South Africa
AUS = Australia

¹ Previous UG mining of seams accounted for

² Contamination on a sliding scale dependent on thickness of mining height

MODIFYING FACTORS BENEFICIATION PROCESS

Colliery	Country	Product	Min. cutpoint RD	Max. cutpoint RD	Plant organic efficiency (%)	Product CV (MJ/kg) (AR)	Total loss of fines (%)	Coarse fines to spirals (%)	Coarse fines spiral efficiency (%)	Ultra fines to flotation (%)	Ultra fines to discards (%)
Annea	SA	Primary export	1.4	1.8	97.0	26.2	17.0	9.0	90.0	—	8.0
		Secondary domestic	—	—	—	—	—	—	—	—	—
Greenside UG	SA	Primary export	1.4	1.8	96.0	26.3	17.0	11.0	81.0	6.0	—
		Secondary export	1.7	2.0	63.0	21.5		—	—	—	—
Khwezela North OC	SA	Primary export	1.4	1.9	98.0	26.4	18.0	7.8	90.0	—	10.2
Mafube OC	SA	Primary export	1.4	1.9	96.0	26.7	16.0	—	—	—	7.4
		Secondary domestic	1.6	1.9	89.0	21.6		8.6	46.0	—	—
Zibulo OC	SA	Primary export	1.5	1.8	96.0	26.8	14.0	—	—	—	6.0
		Secondary export	1.6	1.9	94.0	21.5		8.0	85.0	—	—
Zibulo UG	SA	Primary export	1.5	1.8	96.0	26.8	14.0	—	—	—	6.0
		Secondary export	1.6	1.9	94.0	21.5		8.0	85.0	—	—
Ensham UG	AUS	Raw product	—	—	—	—	—	—	—	—	—

OC = Opencast
UG = Underground
SA = South Africa
AUS = Australia
AR = As Received

Risks that could result in a material change of the Coal Resources or Coal Reserves are also assessed and quantified. The main Coal Reserve risks for the South African operations are the coal price for the product. There are limited Coal Resource risks due to the conservative approach Thungela takes in environmentally sensitive areas.

ESTIMATED GAS RESOURCES STATEMENT

The reporting of Gas Resources in South Africa is in accordance with the SAMOG Code, providing the basis for minimum disclosure. The SAMOG Code adopted the classification principles of the PRMS and the Canadian Oil and Gas Evaluation Handbook.

The evaluation and disclosure of Gas Resources must be prepared by a qualified reserves evaluator (QRE), who is conversant with the content of the SAMOG Code.

The SAMOG Code definition for the project, defined as coal bed methane, means natural gas, primarily made up of methane, contained in coal deposits. The disclosed 2C Contingent Resources classification can be described in terms of certainty and maturity.

Based on the level of certainty, 2C Contingent Resources corresponds to P50, which means it has at least a 50% probability (P50) that the quantities recovered will equal or exceed the resources defined in each of the five well spacing cases.

The maturity level assigned to these resources is "Development Pending" and the PRMS describes this maturity level as a "discovered accumulation where project activities are ongoing to justify commercial development in the foreseeable future".

COAL RESERVES⁽¹⁾ SOUTH AFRICA

At 31 December 2025

Ownership %	Life (years)	Mining method	Classification	2025				2024				
				ROM tonnes ⁽²⁾	Yield ⁽³⁾	Saleable tonnes ⁽²⁾	Saleable qualities ⁽⁴⁾	ROM tonnes ⁽²⁾	Yield ⁽³⁾	Saleable tonnes ⁽²⁾	Saleable qualities ⁽⁴⁾	
				Mt	ROM %	Mt	kcal/kg	Mt	ROM %	Mt	kcal/kg	
Annea												
100	20	UG										
			Thermal (Export)	Proved	38.9	52.1	20.5	5,970	—	—	—	—
				Probable	34.9	49.3	0.5	5,970	—	—	—	—
				Total	73.8	50.9	21.0	5,970	—	—	—	—
			Thermal (Domestic)	Proved	—	—	—	—	—	—	—	—
				Probable	—	100.0	34.0	4,490	—	—	—	—
				Total	—	100.0	34.0	4,490	—	—	—	—
Goedehoop												
100	0	UG										
			Thermal (Export)	Proved	—	—	—	—	2.6	53.3	1.4	6,070
				Probable	—	—	—	—	0.2	48.4	0.1	6,080
				Total	—	—	—	—	2.8	53.0	1.5	6,070
Greenside												
100	3	UG										
			Thermal (Export)	Proved	8.9	55.3	5.1	5,890	10.4	60.1	6.3	5,840
				Probable	1.1	54.0	0.6	5,900	1.9	54.6	1.1	5,820
				Total	10.0	55.1	5.7	5,890	12.4	59.3	7.3	5,840
Isibonelo												
100	0	OC										
			Synfuel	Proved	—	—	—	—	3.9	100.0	3.9	4,800
				Probable	—	—	—	—	—	—	—	—
				Total	—	—	—	—	3.9	100.0	3.9	4,800
Khwezela North												
100	4	OC										
			Thermal (Export)	Proved	17.9	50.6	8.4	6,020	21.9	47.0	10.5	5,980
				Probable	0.4	52.8	0.2	6,030	1.5	51.7	0.6	5,990
				Total	18.3	50.7	8.6	6,020	23.4	47.3	11.1	5,980
Mafube												
50	16	OC										
			Thermal (Export)	Proved	92.0	60.3	55.4	5,680	82.6	54.1	44.6	5,600
				Probable	8.2	56.9	0.3	5,650	33.3	49.7	16.7	5,620
				Total	100.2	60.0	55.7	5,680	115.9	52.8	61.3	5,600
			Thermal (Domestic)	Proved	—	—	—	—	—	100.0	11.4	4,510
				Probable	—	100.0	7.6	3,790	—	—	—	—
				Total	—	100.0	7.6	3,790	—	100.0	11.4	4,510.0
Zibulo												
100	15											
			Thermal (Export)	UG Proved	20.5	62.2	12.5	5,570	20.5	61.3	12.6	5,620
				UG Probable	87.9	55.8	47.8	5,570	22.0	64.7	11.9	5,800
				Total	108.4	57.0	60.3	5,570	42.5	63.1	24.5	5,710
			Thermal (Domestic)	UG Proved	—	—	—	—	—	—	—	—
				UG Probable	—	—	—	—	—	—	—	—
				Total	—	—	—	—	—	—	—	—
			Thermal (Export)	OC Proved	1.3	82.2	1.1	5,670	0.8	78.0	0.6	5,680
				OC Probable	—	—	—	—	—	—	—	—
				Total	1.3	82.2	1.1	5,670	0.8	78.0	0.6	5,680
			Thermal (Domestic)	OC Proved	—	—	—	—	—	—	—	—
				OC Probable	—	—	—	—	—	—	—	—
				Total	—	—	—	—	—	—	—	—
Total												
82												
			Thermal (Export)	Proved	179.5	58.1	103.0	5,760	142.7	55.0	76.0	5,680
				Probable	132.5	63.8	49.4	5,580	58.9	55.8	30.4	5,710
				Total	312.0	59.9	152.4	5,700	201.6	55.2	106.4	5,690
Total												
91												
			Thermal (Domestic)	Proved	—	—	—	—	—	100.1	11.4	4,780
				Probable	—	100.0	41.6	4,390	—	—	—	—
				Total	—	100.0	41.6	4,390	—	100.0	11.4	4,780
Total												
100												
			Synfuel	Proved	—	—	—	—	—	100.0	3.9	4,800
				Probable	—	—	—	—	—	—	—	—
				Total	—	—	—	—	—	100.0	3.9	4,800

Elders (now called Annea) and Zondagsfontein West (now called Zibulo life extension and combined with Zibulo) reports under the Coal Reserves table.

Mining method: OC = Opencast/Cut, UG = Underground.

Reserve Life = The scheduled extraction period in years for the total Coal Reserve in the approved LOM plan.

For the multi-product operations, the ROM tonnes apply to each product.

The saleable tonnes cannot be calculated directly from the ROM Reserve tonnes and should not be directly applied to the ROM tonnes.

Ownership percentages for totals are weighted by saleable tonnes and should not be directly applied to the ROM tonnes.

Table footnotes appear at the end of the section. Some 2024 saleable qualities have been restated to align with the reporting basis of 2025.

COAL RESERVES⁽¹⁾ MRDS SOUTH AFRICA

At 31 December 2025

	Ownership %	Life (years)	Classification	2025				2024					
				ROM tonnes ⁽²⁾	Yield ⁽³⁾	Saleable tonnes ⁽²⁾	Saleable qualities ⁽⁴⁾	ROM tonnes ⁽²⁾	Yield ⁽³⁾	Saleable tonnes ⁽²⁾	Saleable qualities ⁽⁴⁾		
				Mt	ROM %	Mt	kcal/kg	Mt	ROM %	Mt	kcal/kg		
Goedehoop North MRD	100	0											
Thermal (Domestic)			Proved	—	—	—	—	—	—	—	—	—	—
			Probable	—	—	—	—	0.5	100.0	0.5	3,020		
			Total	—	—	—	—	0.5	100.0	0.5	3,020		
Goedehoop South MRD	100	1											
Thermal (Export)			Proved	—	—	—	—	—	—	—	—	—	—
			Probable	1.4	100.0	1.4	3,150	1.1	100.0	1.1	3,070		
			Total	1.4	100.0	1.4	3,150	1.1	100.0	1.1	3,070		
Greenside MRD	100	1											
Thermal (Export)			Proved	—	—	—	—	—	—	—	—	—	—
			Probable	1.4	30.2	0.7	5,000	1.5	30.2	0.6	5,500		
			Total	1.4	30.2	0.7	5,000	1.5	30.2	0.6	5,500		
Total Reserves MRDs	100												
Total (Export)			Proved	—	—	—	—	—	—	—	—	—	—
			Probable	2.8	76.7	2.1	3,770	2.6	75.4	1.7	3,930		
			Total	2.8	76.7	2.1	3,770	2.6	75.4	1.7	3,930		
Total Reserves MRDs	100												
Total (Domestic)			Proved	—	—	—	—	—	—	—	—	—	—
			Probable	—	—	—	—	0.5	100.0	0.5	3,020		
			Total	—	—	—	—	0.5	100.0	0.5	3,020		

MRD = Mineral residue deposit.
Table footnotes appear at the end of the section.

COAL RESOURCES⁽⁵⁾ SOUTH AFRICA

At 31 December 2025 (exclusive from Reserves)

				2025		2024	
				MTIS ⁽⁵⁾	Coal quality ⁽⁶⁾	MTIS ⁽⁵⁾	Coal quality ⁽⁶⁾
Ownership %	Mining method	Classification		Mt	kcal/kg ⁽⁶⁾	Mt	kcal/kg ⁽⁶⁾
Annea	100	UG	Measured	36.1	4,990	—	—
			Indicated	12.4	4,890	—	—
			Total Measured and Indicated	48.5	4,960	—	—
			Inferred (in LOM plan) ⁽⁷⁾	0.7	5,370	—	—
			Inferred (excl LOM plan) ⁽⁸⁾	9.2	4,930	—	—
			Total Inferred	9.9	4,960	—	—
Goedehoop	100	OC/UG	Measured	236.1	5,200	236.5	5,180
			Indicated	9.1	5,560	9.0	5,550
			Total Measured and Indicated	245.2	5,210	245.5	5,190
			Inferred (in LOM plan) ⁽⁷⁾	—	—	—	—
			Inferred (excl LOM plan) ⁽⁸⁾	6.1	5,480	5.9	5,470
			Total Inferred	6.1	5,480	5.9	5,530
Greenside	100	UG	Measured	11.5	5,660	7.9	5,650
			Indicated	4.0	5,580	4.0	5,580
			Total Measured and Indicated	15.5	5,640	11.8	5,630
			Inferred (in LOM plan) ⁽⁷⁾	—	—	—	—
			Inferred (excl LOM plan) ⁽⁸⁾	1.6	5,130	1.6	5,140
			Total Inferred	1.6	5,130	1.6	5,140
Isibonelo	100	OC	Measured	16.5	5,100	15.3	5,000
			Indicated	—	—	—	—
			Total Measured and Indicated	16.5	5,100	15.3	5,000
			Inferred (in LOM plan) ⁽⁷⁾	—	—	—	—
			Inferred (excl LOM plan) ⁽⁸⁾	—	—	—	—
			Total Inferred	—	—	—	—
Khwezela North	100	OC	Measured	12.9	5,110	10.7	5,020
			Indicated	3.6	5,020	3.9	5,090
			Total Measured and Indicated	16.5	5,090	14.6	5,040
			Inferred (in LOM plan) ⁽⁷⁾	—	—	0.4	5,130
			Inferred (excl LOM plan) ⁽⁸⁾	0.9	5,200	1.7	4,940
			Total Inferred	0.9	5,200	2.1	4,980
Khwezela South	100	OC	Measured	28.8	6,020	28.8	6,020
			Indicated	5.0	6,010	5.0	6,010
			Total Measured and Indicated	33.8	6,020	33.8	6,020
			Inferred (in LOM plan) ⁽⁷⁾	—	—	—	—
			Inferred (excl LOM plan) ⁽⁸⁾	0.5	6,190	0.5	6,190
			Total Inferred	0.5	6,190	0.5	6,190
Mafube	50	OC	Measured	40.0	4,980	29.5	5,010
			Indicated	1.3	5,130	1.2	5,130
			Total Measured and Indicated	41.3	4,980	30.7	5,010
			Inferred (in LOM plan) ⁽⁷⁾	0.1	5,270	0.1	5,270
			Inferred (excl LOM plan) ⁽⁸⁾	0.2	4,520	0.2	4,520
			Total Inferred	0.3	4,770	0.3	4,700
Zibulo	100	UG	Measured	391.1	4,930	377.3	4,900
			Indicated	57.6	4,950	55.8	4,800
			Total Measured and Indicated	448.7	4,930	433.1	4,890
			Inferred (in LOM plan) ⁽⁷⁾	11.8	4,900	—	—
			Inferred (excl LOM plan) ⁽⁸⁾	5.7	4,790	5.7	4,970
			Total Inferred	17.5	4,860	5.7	4,970
Total Resources	98		Measured	773.0	5,080	706.0	5,170
			Indicated	93.0	5,090	78.9	5,050
			Total Measured and Indicated	866.1	5,080	784.9	5,160
			Inferred (in LOM plan) ⁽⁷⁾	12.6	4,930	0.5	5,160
			Inferred (excl LOM plan) ⁽⁸⁾	24.2	5,080	15.6	5,580
			Total Inferred	36.8	5,030	16.1	5,570

Elders (now called Annea) and Zondagsfontein West (now called Zibulo life extension and combined with Zibulo) reports under the Coal Resources table.

Mining method: OC = Opencast/Cut, UG = Underground.

Ownership percentages for total is weighted by Total MTIS.

Table footnotes appear at the end of the section.

COAL RESOURCES⁽⁵⁾ MRDS SOUTH AFRICA

At 31 December 2025 (exclusive from Reserves)

			2025		2024	
			MTIS ⁽⁵⁾	Coal quality ⁽⁶⁾	MTIS ⁽⁵⁾	Coal quality ⁽⁶⁾
	Ownership %	Classification	Mt	kcal/kg ⁽⁶⁾	Mt	kcal/kg ⁽⁶⁾
Goedehoop North MRD	100	Measured	10.1	3,250	12.9	3,290
		Indicated	—	—	—	—
		Total Measured and Indicated	10.1	3,250	12.9	3,290
		Inferred (in LOM Plan) ⁽⁷⁾	—	—	—	—
		Inferred (excl LOM Plan) ⁽⁸⁾	—	—	—	—
		Total Inferred	—	—	—	—
Goedehoop South MRD	100	Measured	0.9	3,150	—	—
		Indicated	—	—	—	—
		Total Measured and Indicated	0.9	3,150	—	—
		Inferred (in LOM plan) ⁽⁷⁾	—	—	0.4	3,130
		Inferred (excl LOM plan) ⁽⁸⁾	—	—	0.5	3,070
		Total Inferred	—	—	0.9	3,090
Greenside MRD	100	Measured	—	—	—	—
		Indicated	—	—	—	—
		Total Measured and Indicated	—	—	—	—
		Inferred (in LOM plan) ⁽⁷⁾	—	—	—	—
		Inferred (excl LOM plan) ⁽⁸⁾	—	—	—	—
		Total Inferred	—	—	—	—
Total Resources MRDs	100	Measured	11.0	3,240	12.9	3,290
		Indicated	—	—	—	—
		Total Measured and Indicated	11.0	3,240	12.9	3,290
		Inferred (in LOM plan) ⁽⁷⁾	—	—	0.4	3,130
		Inferred (excl LOM plan) ⁽⁸⁾	—	—	0.5	3,070
		Total Inferred	—	—	0.9	3,090

MRD = Mineral residue deposit.
Table footnotes appear at the end of the section.

COAL RESERVES⁽¹⁾ PROJECTS SOUTH AFRICA

At 31 December 2025					2025				2024			
					ROM tonnes ⁽²⁾	Yield ⁽³⁾	Saleable tonnes ⁽²⁾	Saleable qualities ⁽⁴⁾	ROM tonnes ⁽²⁾	Yield ⁽³⁾	Saleable tonnes ⁽²⁾	Saleable qualities ⁽⁴⁾
Ownership %	Life (years)*	Mining method	Classification	Mt	ROM %	Mt	kcal/kg	Mt	ROM %	Mt	kcal/kg	
Annea												
	100	0										
Thermal			UG	Proved	—	—	—	42.5	57.6	26.3	5,880	
(Export)				Probable	—	—	—	37.2	34.6	0.1	5,900	
				Total	—	—	—	79.7	46.9	26.4	5,880	
Thermal			UG	Proved	—	—	—	—	—	—	—	
(Domestic)				Probable	—	—	—	—	100.0	34.0	4,490	
				Total	—	—	—	—	100.0	34.0	4,490	
Zibulo life extension												
	100	0										
Thermal			UG	Proved	—	—	—	—	—	—	—	
(Export)				Probable	—	—	—	57.0	58.0	33.2	5,420	
				Total	—	—	—	57.0	58.0	33.2	5,420	
Thermal			UG	Proved	—	—	—	—	—	—	—	
(Domestic)				Probable	—	—	—	—	—	—	—	
				Total	—	—	—	—	—	—	—	
Total Projects												
	100											
Thermal				Proved	—	—	—	42.5	57.6	26.3	5,880	
(Export)				Probable	—	—	—	94.2	57.9	33.3	5,420	
				Total	—	—	—	136.7	57.8	59.6	5,620	
Total Projects												
	100											
Thermal				Proved	—	—	—	—	—	—	—	
(Domestic)				Probable	—	—	—	—	100.0	34.0	4,490	
				Total	—	—	—	—	100.0	34.0	4,490	

*Reserve life = The scheduled extraction period in years for the total Coal Reserve in the approved LOM Plan.
Elders (now called Annea) and Zondagfontein West (now called Zibulo life extension and combined with Zibulo) reports under the Coal Reserves table.
For the multi-product reserves, the ROM tonnes apply to each product.
The saleable tonnes cannot be calculated directly from the ROM Reserve tonnes and should not be directly applied to the ROM tonnes.
Ownership percentages for totals are weighted by saleable tonnes and should not be directly applied to the ROM tonnes.
Table footnotes appear at the end of the section.

COAL RESOURCES⁽⁵⁾ PROJECTS SOUTH AFRICA

At 31 December 2025 (exclusive from Reserves)

	Ownership %	Classification	2025		2024	
			MTIS ⁽⁵⁾	Coal quality ⁽⁶⁾	MTIS ⁽⁵⁾	Coal quality ⁽⁶⁾
			Mt	kcal/kg ⁽⁶⁾	Mt	kcal/kg ⁽⁶⁾
Annea	100	Measured	—	—	29.1	5,040
		Indicated	—	—	8.3	4,860
		Total Measured and Indicated	—	—	37.4	5,000
		Inferred	—	—	8.4	4,940
South Rand	100	Measured	69.0	4,860	79.5	4,860
		Indicated	165.5	4,850	171.8	4,850
		Total Measured and Indicated	234.5	4,850	251.3	4,850
		Inferred	233.5	4,590	233.5	4,590
Waterberg	100	Measured	892.1	2,930	892.1	2,930
		Indicated	532.3	2,850	532.3	2,850
		Total Measured and Indicated	1,424.4	2,900	1,424.4	2,900
		Inferred	672.1	2,980	672.1	2,980
Zibulo life extension	100	Measured	—	—	6.5	4,910
		Indicated	—	—	7.4	4,780
		Total Measured and Indicated	—	—	14.0	4,840
		Inferred	—	—	44.8	4,670
Total Projects	100	Measured	961.1	3,070	1,007.2	3,160
		Indicated	697.8	3,320	719.8	3,370
		Total Measured and Indicated	1,658.9	3,175	1,727.0	3,250
		Inferred	905.6	3,400	958.8	3,470

Elders (now called Annea) and Zondagfontein West (now called Zibulo life extension and combined with Zibulo) reports under the Coal Resources table. Project Waterberg combined OC and UG MTIS and qualities.

Due to the uncertainty attached to Inferred Coal Resources, it cannot be assumed that all or part of an Inferred Coal Resource will necessarily be upgraded to an Indicated or Measured Coal Resource after continued exploration.

Table Footnotes appear at the end of this section.

COAL RESERVES⁽¹⁾ AUSTRALIA

At 31 December 2025

	Ownership %	Life (years)*	Mining method	Classification	2025				2024				
					ROM tonnes ⁽⁹⁾	Yield ⁽³⁾	Saleable tonnes ⁽⁹⁾	Saleable qualities ⁽⁴⁾	ROM tonnes ⁽⁹⁾	Yield ⁽³⁾	Saleable tonnes ⁽⁹⁾	Saleable qualities ⁽⁴⁾	
					Mt	ROM %	Mt	kcal/kg	Mt	ROM %	Mt	kcal/kg	
Ensham	100	7	UG										
Thermal				Proved	15.9	100.0	15.9	5,990	26.2	100.0	26.2	6,130	
(Export)				Probable	15.9	100.0	15.9	5,910	42.6	100.0	42.6	5,840	
Total					31.8	100.0	31.8	5,950	68.9	100.0	68.9	5,950	

* Reserve life = The scheduled extraction period in years for the total Coal Reserve in the approved LOM Plan.
The saleable tonnes cannot be calculated directly from the ROM Reserve tonnes and should not be directly applied to the ROM tonnes.

COAL RESOURCES⁽¹⁰⁾ AUSTRALIA

At 31 December 2025 (exclusive from Reserves)

	Ownership %	Mining Method	Classification	2025		2024	
				MTIS ⁽¹⁰⁾	Coal quality ⁽⁶⁾	MTIS ⁽¹⁰⁾	Coal quality ⁽⁶⁾
				Mt	kcal/kg ⁽⁶⁾	Mt	kcal/kg
Ensham	100	OC/UG	Measured	72.3	6,270	4.5	6,150
			Indicated	485.2	6,160	465.4	6,180
			Total Measured and Indicated	557.5	6,170	469.9	6,180
			Inferred (in LOM plan) ⁽⁷⁾	—	—	—	—
			Inferred (excl LOM plan) ⁽⁸⁾	191.4	6,300	193.8	6,310
			Total Inferred	191.4	6,300	193.8	6,310

Table footnotes appear at the end of the section.

**GAS RESOURCES⁽¹⁾ PROJECTS
SOUTH AFRICA**

At 31 December 2025

	Ownership %	2025		2024	
		Gas-in-place	2C Contingent Resources ⁽⁵⁾	Gas-in-place	2C Contingent Resources ⁽⁵⁾
		Tscf ⁽²⁾	Range ⁽⁴⁾ Bscf ⁽³⁾	Tscf ⁽²⁾	Range ⁽⁴⁾ Bscf ⁽³⁾
Lephalale CBM⁽¹⁾	100	3.5	725.5 and 1,569.3	3.5	725.5 and 1,569.3

⁽¹⁾ Coal Bed Methane

⁽²⁾ Tscf = Trillion standard cubic feet

⁽³⁾ Bscf = Billion standard cubic feet

⁽⁴⁾ Range = Value dependent on selected field development plan

⁽⁵⁾ Resource Classification in accordance with the PRMS classification

TABLE FOOTNOTES

1. Coal Reserves are quoted on a ROM basis in million tonnes, which represents the tonnes delivered to the plant. Saleable reserve tonnes represent the estimated product tonnes. Rounding of figures may cause minor computational discrepancies.
2. ROM tonnes are quoted on an as delivered moisture basis and saleable tonnes on a product moisture basis.
3. Yield – ROM % represents the ratio of saleable reserve tonnes to ROM reserve tonnes and is quoted on a constant moisture basis or on an air-dried to air-dried basis.
4. The coal quality for Coal Reserves is quoted as kilocalories per kilogram (kcal/kg). Kilocalories per kilogram represent calorific value (CV) on a gross as received (GAR) basis. CV is rounded to the nearest 10kcal/kg.
5. Coal Resources are quoted on a mineable tonnes in situ (MTIS) basis in million tonnes, which are additional to those Coal Resources that have been modified to produce the reported Coal Reserves. Coal Resources are reported on an in situ moisture basis. Rounding of figures may cause minor computational discrepancies.
6. The coal quality for Coal Resources is quoted on an in situ heat content as kilocalories per kilogram (kcal/kg), representing CV rounded to the nearest 10kcal/kg.
7. Inferred (in LOM plan) refers to inferred Coal Resources that are included in the LOM extraction schedule of the respective operations and are not reported as Coal Reserves.
8. Inferred (excl LOM plan) refers to inferred Coal Resources outside the LOM plan but within the mine lease area.
9. ROM tonnes are quoted on an as delivered moisture of 12% and saleable tonnes on a product moisture of 12%.
10. Coal Resources are quoted on a MTIS basis in million tonnes, which are additional to those Coal Resources that have been modified to produce the reported Coal Reserves. Coal Resources estimated at 10% in situ moisture. Rounding of figures may cause minor computational discrepancies.

EXPLANATORY NOTES

OPERATIONS

Estimations for most operations are on a first principle report basis, resulting from a re-evaluation of the Coal Resources and Coal Reserves.

Annea: Coal Reserves decreased due to production and the Coal Reserves to Coal Resources due to a revised economic footprint.

Goedehoop: Goedehoop North ceased operations at the end of December 2025. Any remaining Coal Reserves were transferred to Coal Resources.

Greenside: Coal Reserves decreased due to production. Coal Resources increased as an additional area meets the reasonable prospects for eventual economic extraction criteria.

Isibonelo: Operations ceased at the end of December 2025. Any remaining Coal Reserves were transferred to Coal Resources.

Khwezela North: Coal Reserves decreased primarily due to production and Coal Reserves to Coal Resources due to a revised economic footprint.

Mafube: Coal Reserves decreased mainly due to production, the transfer of the No. 4U Seam within the five year plan from Coal Reserves to Coal Resources and the sterilisation of low quality coal. This is partially offset by the increase of both the Coal Reserves and Coal Resources due to additional drilling information, revised modifying factors and model refinement.

Zibulo OC: The decrease in Coal Reserves due to production is more than offset by the conversion of previously sterilized coal from Coal Resources to Coal Reserves.

Zibulo UG: The Coal Reserves and Coal Resources, previously reported under projects, are now reflected under Zibulo UG. The combined Coal Reserves decreased due to production. This is more than offset by new drilling information converting tonnes previously reported as inferred in mine plan.

Goedehoop North MRD: Coal Reserves were depleted and Coal Resources reduced due to new information.

Goedehoop South MRD: Coal Reserves decreased due to production offset by the conversion from Coal Resources to Coal Reserves due to new information.

Greenside MRD: Coal Reserves decreased due to production, partially offset by the conversion of Inventory Coal to Coal Reserves for the 2026 forecast production.

Ensham: Coal Reserves decreased due to production and the transfer to Coal Resources due to licensing and economic considerations.

PROJECTS

South Rand: Coal Resources are part of a pending sale process. The Coal Resources decreased due to the Elandsfontein 92 MR application that was withdrawn and abandoned – Notices issued by the High Court.

Lephalale Coal Bed Methane: Unchanged reporting of Gas Resources.

RESOURCE AND RESERVE RECONCILIATION

2024 vs 2025

The 2025 Coal Resources and Coal Reserves estimations are derived from the competent persons' reports. Only significant and material changes to the resource and reserve base between 2024 and 2025 are recorded. These changes are tracked by the various reconciliation categories in the graphs below.

For the LCBM project, the resources are as reported in 2024. Since these resources are reported as unchanged, no reconciliation graph is required.

The opening balance for both Figure 1 and Figure 2 below includes the Coal Reserves and Coal Resources respectively of Annea and the Zibulo life extension that was reported under projects in the previous year.

The comparison between the total Coal Reserves, including mineral residue deposits, as at 31 December 2024 and 31 December 2025, is illustrated in Figure 1.

Production includes the tonnes mined and adjustments for the over/underestimations of mining from the previous reporting period and the mining gains/losses during the reporting period.

Conversion from resources to reserves mainly cater for changes in modifying factors, mine design, the 2025 production outside of mine plan at various operations and to fulfil the contractual commitments at the mineral residue deposits.

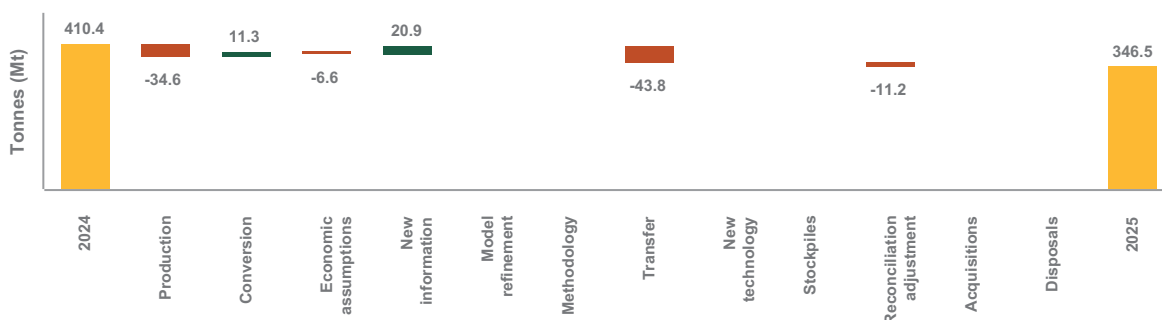
Economic assumptions relate to the updated economic footprints at Annea and Zibulo.

New information pertains to additional drilling information predominantly at Zibulo, as well as at Mafube and Khwezela North.

Transfer accounts for the transfer of reserves to resources outside the mine plan. At Ensham the transfer is driven by exclusions due to licensing and economic considerations. The near term 4 Seam at Mafube is excluded due to market uncertainty. Mine closures and end of mine considerations account for the transfers at Goedehoop North, Isibonelo and Khwezela North, while geological conditions drive the transfers at Zibulo.

Reconciliation adjustment mainly accounts for reserve losses due to coal sterilisation as a consequence of environmental commitments at Mafube and due to unforeseen geological structures at Ensham.

FIGURE 1: OPERATIONS – YEAR-ON-YEAR CHANGES IN COAL RESERVES 2024 vs 2025



The comparison between the total Coal Resources (excluding projects) as at 31 December 2024 and 31 December 2025 is illustrated in Figure 2.

Conversion from resources to reserves are mainly to cater for changes in modifying factors, mine design, the 2025 production outside of mine plan at various operations and to fulfil the contractual commitments at the mineral residue deposits.

Economic assumptions relate to the updated economic footprints at Annea and Zibulo.

New information pertains to the additional drilling information predominantly at Zibulo, as well as additional input to the models of the Goedehoop mineral residue deposits, Mafube and Khwezela North.

Model refinement involves the change in the geological model interpretation at Ensham and Mafube.

Methodology includes the resource estimation approach at Zibulo, Ensham and Annea.

Transfer accounts for the transfer of reserves to resources outside the mine plan. At Ensham the transfer is driven by the reserves exclusion due to licensing and economic considerations. The near term 4 Seam reserves at Mafube are excluded and transferred due to market uncertainty. Mine closures and end of mine considerations account for the transfers of reserves to resources at Goedehoop North, Isibonelo and Khwezela North, while geological conditions drive the transfers at Zibulo. An additional area at Greenside meets the reasonable prospects for eventual economic extraction criteria and is transferred to reportable resources.

Reconciliation adjustment accounts for various gains and losses at the operations including sterilized No 4U and No 5 Seam at Khwezela North, No 4L Seam at Mafube and at Ensham due to unforeseen faulting.

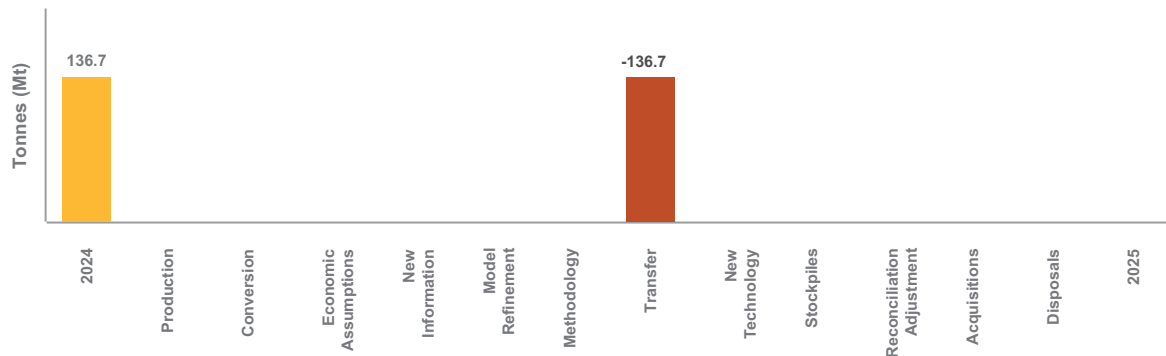
Acquisitions comprise the granted and executed Greenside Vlaklaagte Mining Right.

Disposals of Coal Resources at Goedehoop South account for the Goedehoop South MP 30/52/1/2/2/23 MR that was granted by court order, but not executed, consequently the resources are excluded.

FIGURE 2: OPERATIONS – YEAR-ON-YEAR CHANGES IN COAL RESOURCES OUTSIDE MINE PLAN 2024 vs 2025


The comparison between the total Coal Reserves (Projects) of 31 December 2024 and 31 December 2025 is illustrated in Figure 3.

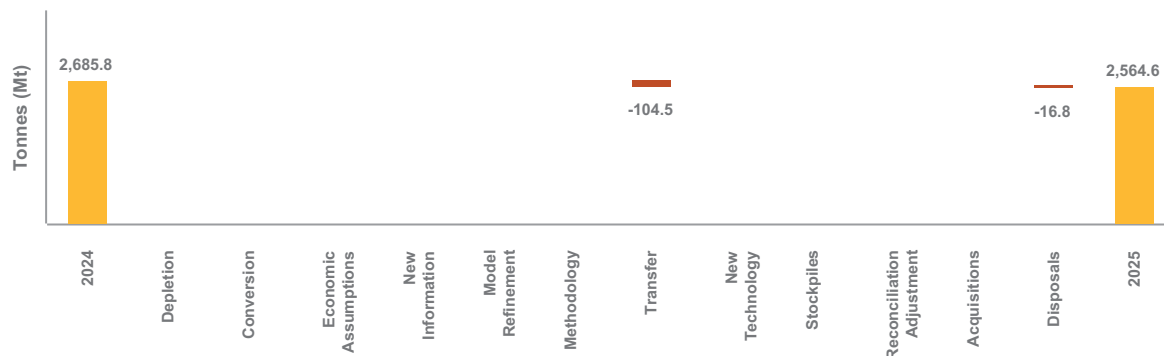
Transfer is due to Annea (previously known as Elders) and Zibulo life extension (previously known as Zondagsfontein West) now reporting under the reserves (operations) statement table.

FIGURE 3: PROJECTS – YEAR-ON-YEAR CHANGES IN COAL RESERVES 2024 vs 2025


The comparison between the total Coal Resources (Projects) of 31 December 2024 and 31 December 2025 is illustrated in Figure 4.

Transfer is due to Annea (previously known as Elders) and Zibulo life extension (previously known as Zondagsfontein West) now reporting under the resources (operations) statement table.

Disposals account for the South Rand Elandsfontein 92 MR application that was withdrawn and abandoned - relevant notices have been issued by the High Court.

FIGURE 4: PROJECTS – YEAR-ON-YEAR CHANGES IN COAL RESOURCES 2024 vs 2025


COMPETENT PERSONS REGISTER 2025

COAL RESOURCES

Asset	Competent person ¹	Relationship with Group ²	Professional registration/ affiliation	Years of relevant experience
Annea	M.L. Lemekoana	Full-time employee	SACNASP (122617)	17
Goedehoop	L. Whitecross	Full-time employee	SACNASP (400535/14)	9
Goedehoop MRDs	L. Whitecross	Full-time employee	SACNASP (400535/14)	9
Greenside	L. Whitecross	Full-time employee	SACNASP (400535/14)	9
Greenside MRD	L. Whitecross	Full-time employee	SACNASP (400535/14)	9
Isibonelo	M.L. Lemekoana	Full-time employee	SACNASP (122617)	17
Khwezela North	L. Whitecross	Full-time employee	SACNASP (400535/14)	9
Khwezela South	L. Whitecross	Full-time employee	SACNASP (400535/14)	9
Mafube	J.K.R. Kgarume	Full-time employee at Exxaro ³	SACNASP (117081)	12
Zibulo	M.L. Lemekoana	Full-time employee	SACNASP (122617)	17
South Rand	M.L. Lemekoana	Full-time employee	SACNASP (122617)	17
Waterberg	M.L. Lemekoana	Full-time employee	SACNASP (122617)	17
Ensham	N. Haniff	Full-time employee	SACNASP (400316/04)	19

COAL RESERVES

Asset	Competent person ¹	Relationship with Group ²	Professional registration/ affiliation	Years of relevant experience
Annea	V.S. Mosebele	Full-time employee	SAIMM (707387)	8
Goedehoop	V.S. Mosebele	Full-time employee	SAIMM (707387)	8
Goedehoop MRDs	V.S. Mosebele	Full-time employee	SAIMM (707387)	8
Greenside	L.A. Masemola	Full-time employee	SAIMM (710962)	21
Greenside MRD	L.A. Masemola	Full-time employee	SAIMM (710962)	21
Isibonelo	M. Katuruza	Full-time employee	SACNASP (400214/14)	18
Khwezela North	P. Pheko	Full-time employee	SAIMM (711234)	12
Mafube	D. Xaba	Full-time employee	SACNASP (400019/05)	25
Zibulo	T. Muofhe	Full-time employee	SACNASP (400059/17)	18
Ensham	B. Van de Steen	Full-time employee	ECSA (20050122)	36

QUALIFIED RESERVES EVALUATOR REGISTER 2025

Asset	QRE ¹	Relationship with Group ²	Professional registration/ affiliation	Years of relevant experience
Lephalale Coal Bed Methane	James Caballero	Full-time employee with Advanced Resources International, Inc. ⁴	Society of Petroleum Engineers (SPE 0658617)	27

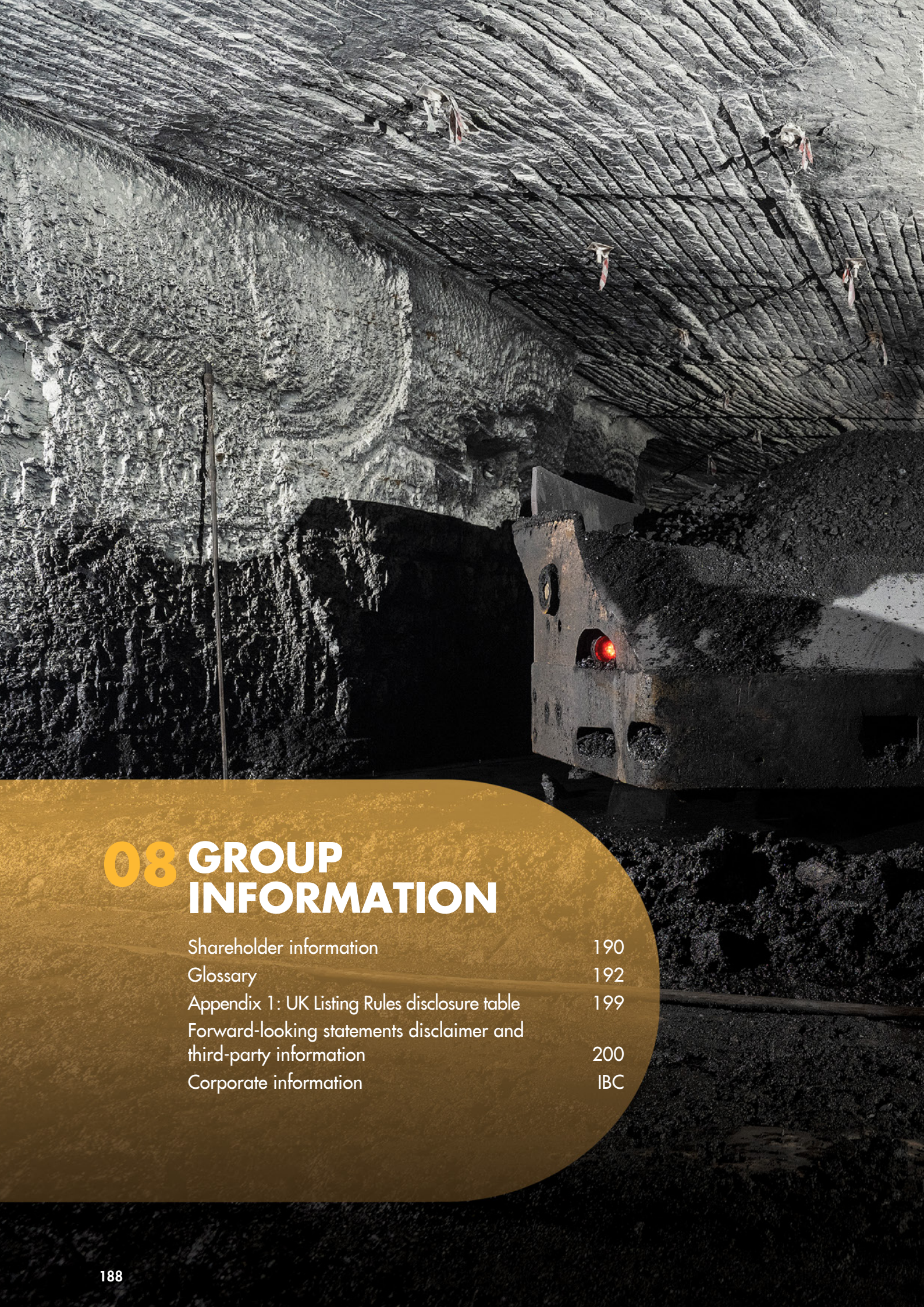
¹ Competent person signed consent form, relevant to each asset, is included in the individual competent persons' report.

² Thungela Resources Limited, 25 Bath Avenue, Rosebank, Johannesburg, 2196, Gauteng, South Africa.

³ Exxaro Resources Limited, The conneXion, 263B West Avenue, Die Hoewes, Centurion, 0163, Gauteng, South Africa.

⁴ Advanced Resources International Inc., 4501 Fairfax Drive, Suite 910, Arlington, VA 22203, USA.





08 GROUP INFORMATION

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SHAREHOLDER INFORMATION

As at 31 December 2025

THUNGELA'S PUBLIC AND NON-PUBLIC SHAREHOLDING

Ordinary shares

The Thungela share register as at 31 December can be analysed as follows:

				2025
Shareholder spread	Number of shareholders	% of total shareholders	Number of shares	% of issued share capital
1 to 1,000 shares	36,947	92.37	3,158,591	2.25
1,001 to 10,000 shares	2,232	5.58	7,188,170	5.11
10,001 to 100,000 shares	636	1.59	20,257,625	14.42
100,001 to 1,000,000 shares	165	0.41	49,279,907	35.08
1,000,001 shares and above	19	0.05	60,608,292	43.14
Total	39,999	100.00	140,492,585	100.00

				2024
Shareholder spread	Number of shareholders	% of total shareholders	Number of shares	% of issued share capital
1 to 1,000 shares	39,582	92.73	3,302,155	2.35
1,001 to 10,000 shares	2,308	5.41	7,170,067	5.10
10,001 to 100,000 shares	590	1.38	19,073,635	13.58
100,001 to 1,000,000 shares	186	0.43	54,292,677	38.64
1,000,001 shares and above	20	0.05	56,654,051	40.33
Total	42,686	100.00	140,492,585	100.00

				2025
Distribution of shareholders	Number of shareholders	% of total shareholders	Number of shares	% of issued share capital
Banks and nominee accounts	433	1.08	9,144,177	6.51
Brokerage accounts	167	0.42	14,463,509	10.29
Individuals and private trusts	37,509	93.76	24,663,555	17.55
Insurance and assurance companies	48	0.12	2,079,909	1.48
Investment companies	117	0.29	2,766,033	1.97
Mutual funds	379	0.95	43,409,026	30.90
Other corporations	234	0.59	10,413,644	7.41
Pension and provident funds	318	0.80	22,458,807	15.99
Private corporations	786	1.97	10,827,382	7.71
Sovereign wealth funds	8	0.02	266,543	0.19
Total	39,999	100.00	140,492,585	100.00

				2024
Distribution of shareholders	Number of shareholders	% of total shareholders	Number of shares	% of issued share capital
Banks and nominee accounts	472	1.11	7,528,175	5.36
Brokerage accounts	154	0.36	19,517,974	13.89
Individuals and private trusts	39,888	93.44	19,682,660	14.01
Insurance and assurance companies	59	0.14	2,845,718	2.03
Investment companies	85	0.20	1,876,861	1.33
Mutual funds	472	1.11	43,280,415	30.80
Other corporations	236	0.55	1,629,428	1.16
Pension and provident funds	419	0.98	29,907,199	21.29
Private corporations	891	2.09	13,031,880	9.28
Sovereign wealth funds	10	0.02	1,192,275	0.85
Total	42,686	100.00	140,492,585	100.00

				2025
Shareholding type	Number of shareholders	% of total shareholders	Number of shares	% of issued share capital
Non-public shareholders				
Directors and prescribed officers	12	0.03	1,459,420	1.04
Treasury shares held by Group companies	2	0.01	11,700,761	8.33
Public shareholders	39,985	99.96	127,332,404	90.63
Total	39,999	100.00	140,492,585	100.00

				2024
Shareholding type	Number of shareholders	% of total shareholders	Number of shares	% of issued share capital
Non-public shareholders				
Directors and prescribed officers	11	0.03	1,048,288	0.75
Treasury shares held by Group companies	2	0.00	5,686,373	4.05
Public shareholders	42,673	99.97	133,757,924	95.20
Total	42,686	100.00	140,492,585	100.00

Major shareholders

According to Thungela's share register at 31 December, the following shareholders held beneficial interests equal to or in excess of 5.0% of the issued ordinary share capital of the Company:

		2025
Beneficial shareholding of more than 5.0%	Number of shares	% of issued share capital
Government Employees Pension Fund	17,228,604	12.26
Allan Gray	7,188,844	5.12
Total	24,417,448	17.38

		2024
Beneficial shareholdings of more than 5.0%	Number of shares	% of issued share capital
Government Employees Pension Fund	20,263,512	14.42
Total	20,263,512	14.42

GLOSSARY

Term used	Definition
AAIC	Anglo American Inyosi Coal Proprietary Limited
AAML	Anglo American Marketing Limited
AGM	Annual general meeting
Anglo American	The Anglo American plc Group, and its subsidiaries
APM	Alternative performance measure
AUD	Australian dollar
B-BBEE	Broad-based black economic empowerment
Bowen	Bowen Investment (Australia) Proprietary Limited, a subsidiary of IX International
Bscf	Billion standard cubic feet
BV	Bureau Veritas
Capex	Capital expenditure
CA(SA)	Chartered Accountant South Africa
CHPP	Coal handling preparation plant
CM	Continuous miner, a machine used in mining operations to extract coal or ore continuously from a seam or face
CO ₂	Carbon dioxide
CO _{2e}	Carbon dioxide equivalent
Coal Reserves	Modified indicated and Measured Coal Resources, including consideration of modifying factors that affect extraction. This represents the economically extractable material
Coal Resources	The in situ coal for which there are reasonable prospects for eventual economic extraction
Conditional shares	Shares or share awards allocated with a conditional right to receive a share on vesting subject to the fulfilment of the employment condition and the performance condition
Contingent Resources	The quantities of gas estimated to be potentially recoverable from known accumulations by application of development projects, but which are not currently considered to be commercially recoverable due to one or more contingencies
CPI	Consumer price index
CSA	Coal supply agreement
CSI	Corporate social investment
CV	Calorific value of thermal coal
DBS	Deferred bonus shares
Demerger	The process to separate Thungela from Anglo American, as fully described in the Combined Prospectus and Pre-listing Statement of Thungela, published on 8 April 2021
DFFE	Department of Forestry, Fisheries and the Environment
DMRE	Department of Mineral Resources and Energy
DTM	Digital Terrain Map
EA	Environmental authorisation
EBITDA	Earnings before interest, tax, depreciation, and amortisation
ECSA	Engineering Council of South Africa
EIA	Environmental impact assessment
Employment condition	Condition of continued employment with the Group for the duration of the employment period
Employment period	Period commencing on the award date and ending on the date specified in the award letter during which the participant is required to fulfil the employment condition
EMPr	Environmental management programme report

Term used	Definition
Ensham Business	Thungela's interest in Sungela Holdings, Sungela, Ensham Resources, Ensham Coal Sales and Nogo Pastoral, collectively
Ensham Coal Sales	Ensham Coal Sales Pty Limited
Ensham Mine	An unincorporated joint venture between Sungela and Bowen
Ensham Resources	Ensham Resources Pty Limited
Environmental provisions	The Group's obligations to undertake decommissioning, rehabilitation, remediation, closure and ongoing post-closure monitoring activities when environmental disturbances are caused by the development or ongoing production of a mining property, as well as the decommissioning of infrastructure established on the operating sites
ESD	Enterprise and supplier development
ESG	Environmental, social and governance
EU	European Union
EUR	Euro
EWRP	eMalahleni Water Reclamation Plant
Exxaro	Exxaro Coal Mpumalanga Proprietary Limited
FCA	The Financial Conduct Authority of the UK or its successor from time to time
FOB	Free on board
FOR	Free on rail
Forfeitable shares	Share or share award where the vesting is subject to fulfilment of the employment condition
FS	Feasibility study
FSMA	The UK Financial Services and Markets Act 2000 (as amended from time to time)
Gas-in-place or GIP	The quantity of gas that is estimated to exist originally in naturally occurring accumulations before any extraction or production
Gas Resources	Naturally occurring accumulations of gases, typically hydrocarbons, within the Earth's crust that have the potential to be extracted and utilised for various purposes
GDB	Geological database
GHG	Greenhouse gas
GHN	Goedehoop North Colliery
GHS	Goedehoop South Colliery
GJ	Gigajoule
Goedehoop	Goedehoop Colliery
Greenside	Greenside Colliery
GRI	Global Reporting Initiative
Group	Thungela and its subsidiaries, joint arrangements and associates
HDP	Historically disadvantaged person(s)
HEPS	Headline earnings per share
HIV	Human immunodeficiency virus
IASB	International Accounting Standards Board
IFRS Accounting Standards	International Financial Reporting Standards as issued by the IASB and the IFRS Interpretations Committee (previously known as the IFRIC).
Indicated Coal Resource	The portion of the Coal Resource for which the derived quantities and qualities are estimated with sufficient confidence, although lower in confidence than a measured Coal Resource, in the geological evidence, to allow for the application of modifying factors to support mine planning and the evaluation of the economic viability of the resource. An indicated Coal Resource may only be converted to a probable Coal Reserve

Term used	Definition
Inferred Coal Resource	The portion of the Coal Resource for which the derived quantities and qualities are estimated with lower confidence in the geological evidence. An inferred Coal Resource is not converted to a Coal Reserve
Isibonelo	Isibonelo Colliery
ISIN	International Securities Identification Number
ISO	ISO International Organization for Standardization
IWUL	Integrated water use licence
JORC Code	Australian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves, 2012
JSE	Johannesburg Stock Exchange Limited
JSE Listings Requirements	The Listings Requirements issued by the JSE under the South African Financial Markets Act 19 of 2012 (as amended from time to time) to be observed by issuers of equity securities listed on the JSE
JV	Joint venture
kcal/kg	kilocalories per kilogram
Khwezela	Khwezela Colliery
King IV	The King IV™ Report on Corporate Governance for South Africa, 2016. Copyright and trademarks are owned by the Institute of Directors in Southern Africa NPC and all of its rights are reserved
King V	The King V™ Report on Corporate Governance for South Africa, 2025. Copyright and trademarks are owned by the Institute of Directors in Southern Africa NPC and all of its rights are reserved
km	Kilometre(s)
KPIs	Key performance indicators
kt	A measure representing 1,000 tonnes
ktCO _{2e}	Kilotonne of CO ₂ equivalent
LCBM project	Lephalale coal bed methane project
LNG	Liquefied natural gas – natural gas converted into a liquid state for easy transportation and storage
LOM	Life of mine, the duration of time to extract possible resources
LOM plan	A design and financial/economic study of an existing operation in which appropriate assessments have been made of existing geological, mining, social, governmental, engineering, operational, and all other modifying factors, which are considered in sufficient detail to demonstrate that continued extraction is reasonably justified
LSE	London Stock Exchange
LTI	Long-term incentive
LTIP	Long-term incentive plan
Mafube	Mafube Colliery
Mafube Coal Mining	Mafube Coal Mining Proprietary Limited
MAR	Regulation (EU) No 596/2014 of the European Parliament and of the Council of 16 April 2014 on market abuse and the delegated acts, implementing acts, technical standards and guidelines thereunder as modified and as such legislation forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018, and as modified by UK domestic law from time to time
MDL	Mineral development licence
Measured Coal Resource	The portion of the Coal Resource for which the derived quantities and qualities are estimated with sufficient confidence in the geological evidence, to allow for the application of modifying factors to support detailed mine planning and the evaluation of the economic viability of the resource. A measured Coal Resource may be converted to a proved or probable Coal Reserve

Term used	Definition
Mineral Resource	A concentration or occurrence of material of intrinsic economic interest in or on Earth's crust in such form, quality and quantity that there are reasonable prospects for eventual economic extraction. The location, quantity, grade and continuity of a mineral resource are known, estimated or interpreted from specific geological evidence and knowledge. Mineral Resources are sub-divided, in order of increasing geological confidence, into inferred, indicated and measured categories
ML	Megalitres (million litres)
Modifying factors	Considerations used to convert mineral resources to mineral reserves, including, but not restricted to, mining, processing, metallurgical, infrastructure, economic, marketing, legal, environmental, social and governmental factors
MOI	Memorandum of incorporation
MPRDA	The South African Mineral and Petroleum Resources Development Act 28 of 2002
MPRDA Regulations	Mineral and Petroleum Resources Development Regulations, 2004, published under the Mineral and Petroleum Resources Development Act 28 of 2002
MR	Mining right
MRA	Mining right application
MRD	Mineral residue deposit
MSR	Minimum shareholding requirements
Mt	Million tonnes
MTIS	Mineable tonnes in situ
Mtpa	Mt per annum
MW	Megawatt
NAR	Net as received
NCI	Non-controlling interest
NED	Non-executive director
NEMA	The South African National Environmental Management Act 107 of 1998 (as amended from time to time)
NEMA Financial Provisioning Regulations	Financial Provisioning Regulations, 2015, published under the National Environmental Management Act 107 of 1998
Newcastle benchmark coal price	Newcastle benchmark price reference for 6,000kcal/kg coal exported from Newcastle, Australia. The NEWC Index is the main price reference for physical coal contracts in Asia and is the settlement price for a significant volume of index-linked contracts
NGO	Non-profit organisation independent of government, commonly focused on social, environmental, or humanitarian missions
Nkulo Community Partnership Trust	The Nkulo Community Partnership Trust, previously referred to as the CPP
Nogoa Pastoral	Nogoa Pastoral Pty Ltd
NOMR	New order mining right
NUM	National Union of Mineworkers
OC	Opencast/cut operations/mine
Overburden	The material that lies above the mining area of economic interest
PCPP	Phola Coal Processing Plant Proprietary Limited
Performance condition	A performance condition to be satisfied in order for conditional awards to vest under the Thungela share plan
plc	Public limited company
PR	Prospecting right

Term used	Definition
PRMS	Petroleum Resource Management System
Proved and probable Coal Reserves	Proved Coal Reserves are modified measured Coal Resources, including consideration of modifying factors that affect extraction. It is the economically extractable material. Probable Coal Reserves are modified indicated or measured Coal Resources, including consideration of modifying factors that affect extraction
QRE	Qualified reserves evaluator
Queensland Financial Provisioning Scheme	Mechanism established under the Mineral and Energy Resources (Financial Provisioning) Act 2018 requiring a security deposit from the holders of an environmental authority (EA) to cover potential rehabilitation costs in the event such holders fail to comply with their environmental management and rehabilitation obligations
RBCT	Richards Bay Coal Terminal Proprietary Limited or the Richards Bay Coal Terminal
Reasonable prospects for eventual economic extraction (RPEEEE)	An assessment done by the competent person in respect of technical and economic factors likely to influence the prospect of economic extraction. Multiple factors are considered including geological, mining, metallurgical, economic, legal, governmental, environmental, and socio-political factors
Reserve Life	The period in years in the approved LOM plan for scheduled extraction of proved and probable Coal Reserves
Richards Bay benchmark coal price	Benchmark price reference for 6,000kcal/kg thermal coal exported from the RBCT
Rietvei	Rietvei Colliery
RLT	Rapid load-out terminal
RMB	Rand Merchant Bank
RMC	Rietvei Mining Company Proprietary Limited
RMSO	Restitution Management Support Office
RNS	Regulatory News Service of the LSE
ROM	Run of mine, representing the material extracted from mining operations before it is processed into saleable product
RoMP	Resources outside of mine plan
RONA	Return on net assets
SACE	South African Coal Estate
SACNASP	South African Council for Natural Scientific Professions
SACO	South Africa Coal Operations Proprietary Limited
Saleable reserves	The reported saleable reserve product type is subject to prevailing market conditions and may be sold in accordance with the current environment
SAMOG Code	South African Code for the Reporting of Oil and Gas Resources, 2015
SAMREC Code	South African Code for the Reporting of Exploration Results, Mineral Resources and Mineral Reserves, 2016
SANS 10320:2020	South African National Standard 10320: "The South African guide to the systematic evaluation of coal resources and coal reserves" Second Edition
SANAS	South African National Accreditation System
SASA	The share and asset sale agreement, related to the acquisition of the Ensham Business
Sasol	Sasol Mining Proprietary Limited
SDGs	Sustainable Development Goals, a global agenda set by the United Nations to address social, economic, and environmental challenges by 2030
SENS	The Stock Exchange News Service of the JSE
SFF	Strategic Fuel Fund

Term used	Definition
SHE	Safety, health and environment
Sisonke Employee Empowerment Scheme	Sisonke Employee Empowerment Scheme Trust, previously the SACO Employee Partnership Trust
SLP	Social and Labour Plan
SMMEs	Small, medium and micro-sized enterprises
Sponsor	JSE sponsor of Thungela, namely RMB
STI	Short-term incentive
Synfuel	A coal specifically for the domestic production of synthetic fuel and chemicals
Sungela	Sungela Pty Ltd
Sungela Holdings	Sungela Holdings Pty Ltd
t	A measure representing one tonne
TFR	Transnet Freight Rail, a division of Transnet SOC Limited
TGP	Total guaranteed package, which is comprised of basic salary, retirement and benefits
The Companies Act of South Africa	The Companies Act 71 of 2008 (as amended)
Thermal domestic	Low to high-volatile thermal coal primarily for domestic consumption for power generation
Thermal export	Low to high-volatile thermal coal primarily for export in the use of power generation
Thungela or the Company	Thungela Resources Limited
Thungela Marketing International	Thungela Marketing International Holdings Proprietary Limited
Thungela Resources Australia	Thungela Resources Australia Proprietary Limited
Thungela Resources Holdings	Thungela Resources Holdings Proprietary Limited
Thungela share plan	Shareholder-approved share plan, structured in line with the requirements of Schedule 14 of the JSE Listings Requirements, that aims to attract, retain and incentivise highly skilled individuals
Thuthukani	Thungela's enterprise and supplier development programme
TOPL	Thungela Operations Proprietary Limited
Transnet	Transnet SOC Limited
TRCFR	Total recordable case frequency rate per million man hours
Trusts	The Sisonke Employee Empowerment Scheme and the Nkulo Community Partnership Trust, collectively
Tscf	A measure representing trillion standard cubic feet
TSF remuneration	Total single figure remuneration
TSR	Total shareholders' return
UAE	United Arab Emirates
UG	Underground
UIF	Unemployment Insurance Fund
UK	The United Kingdom of Great Britain and Northern Ireland
UK Listing Rules	The listing rules relating to admission to the UK Official List made under section 73A(2) of FSMA
UK Officials List	The official list of the FCA
UNGC	United Nations Global Compact, a voluntary initiative encouraging businesses to adopt sustainable and socially responsible practices

Term used	Definition
UN SDG	United Nations Sustainable Development Goal
US	United States of America
USD	United States dollar
WWAP	Volume-weighted average price
WACC	Weighted average cost of capital
WANOS	Weighted average number of ordinary shares outstanding
WML	Waste management licence
WCMAS	Witbank Coalfields Medical Aid Scheme
WUL	Water use licence
ZAR	South African rand
ZFNW project	Zondagsfontein West project
Zibulo	Zibulo Colliery

APPENDIX 1

UK LISTING RULES DISCLOSURE TABLE

Disclosure as required by section 9.8.4 C of the UK Listing Rules has been provided below:

Listing Rule	Information per the Rule	Disclosure
9.8.4 (1)	Interest capitalised by the Group in the period under review, including any related tax relief	Not applicable
9.8.4 (2)	Published unaudited financial information (LR 9.2.18 R)	Not applicable
9.8.4 (4)	Long-term incentive schemes involving a director (LR 9.4.3 R)	Refer to the remuneration report on pages 103 to 140
9.8.4 (5)	Waiver of or agreement to waive any emoluments from the Company or subsidiary by a director	None
9.8.4 (6)	Details of waiver of future emoluments by a director	None
9.8.4 (7)	Non pro rata allotment of the Company's shares for cash, not specifically authorised by the shareholders	None
9.8.4 (8)	Non pro rata allotment of major subsidiaries' shares for cash, not specifically authorised by the shareholders	None
9.8.4 (9)	If the Company is a subsidiary of another company, details of the parent undertaking	Not applicable
9.8.4 (10)	Contracts of significance involving the Group and a director or controlling shareholder	None
9.8.4 (11)	Provision of services contract to the Company or subsidiaries by a controlling shareholder	Not applicable
9.8.4 (12)	Shareholder has waived or agreed to waive any dividends	One shareholder on the LSE has waived any dividends to be declared, the value of which is below 1% of the dividend declared
9.8.4 (13)	Shareholder has agreed to waive any future dividends	One shareholder on the LSE has waived any dividends to be declared, the value of which is below 1% of the dividend declared
9.8.4 (14)	Agreement between the Company and a controlling shareholder (LR 9.2.2.AD R)	Not applicable

FORWARD-LOOKING STATEMENTS DISCLAIMER AND THIRD-PARTY INFORMATION

This document includes forward-looking statements. All statements included in this document (other than statements of historical facts) are, or may be deemed to be, forward-looking statements, including, without limitation, those regarding Thungela's financial position, business, acquisition and divestment strategy, dividend policy, plans and objectives of management for future operations (including development plans and objectives relating to Thungela's products, production forecasts and resource and reserve positions). By their nature, such forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of Thungela, or industry results, to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. Thungela therefore cautions that forward-looking statements are not guarantees of future performance.

Any forward-looking statement made in this document or elsewhere is applicable only at the date on which such forward-looking statement is made. New factors that could cause Thungela's business not to develop as expected may emerge from time to time and it is not possible to predict all of them. Further, the extent to which any factor or combination of factors may cause actual results to differ materially from those contained in any forward-looking statement are not known. Thungela has no duty to, and does not intend to, update or revise the forward-looking statements contained in this document after the date of this document, except as may be required by law. Any forward-looking statements included in this document have not been reviewed or reported on by the Group's independent external auditor.

The information contained within this announcement is deemed by the Group to constitute inside information as stipulated under the market abuse regulation (EU) No. 596/2014 as amended by the market abuse (amendment) (UK MAR) regulations 2019. Upon the publication of this announcement, this inside information is now considered to be in the public domain.



CORPORATE INFORMATION

THUNGELA RESOURCES LIMITED

(Incorporated in the Republic of South Africa)
Registration number: 2021/303811/06
JSE share code: TGA
LSE share code: TGA
ISIN: ZAE000296554
Tax number: 9111917259
(‘Thungela’ or the ‘Group’ or the ‘Company’)

REGISTERED OFFICE

Thungela Resources Limited
25 Bath Avenue
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2196
South Africa
Tel: +27 11 638 9300

POSTAL ADDRESS

PO Box 1521
Saxonwold
2132

DIRECTORS

Executive

Moses Madondo (CEO – appointed 1 November 2025)
July Ndlovu (CEO – resigned 31 October 2025)
Gideon (Deon) Frederick Smith (CFO)

Independent non-executive

Sango Siviwe Ntsaluba (chairman)
Kholeka Winifred Mzondeki
Benjamin (Ben) Monaheng Kodisang (lead independent director)
Seamus Gerard French (Irish)
Yoza Noluyolo Jekwa
Thomas (Tommy) David McKeith (Australian)

PREPARED UNDER THE SUPERVISION OF

Gideon (Deon) Frederick Smith CA(SA)

GROUP COMPANY SECRETARY

Altovise (Tovi) Alaxa Ellis
Email: coseccoalsa@thungela.com

INVESTOR RELATIONS

Hugo Nunes or Shreshini Singh
Email: ir@thungela.com

MEDIA

Hulisani Rasivhaga
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SA TRANSFER SECRETARIES

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Rosebank Towers
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Email: Web.Queries@computershare.co.za
Tel: +27 11 370 5000

UK TRANSFER SECRETARIES

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Email: WebCorres@computershare.co.uk
Tel: +44 03 7070 2000

SPONSOR

Rand Merchant Bank
(a division of FirstRand Bank Limited)
Tel: +27 11 282 8000

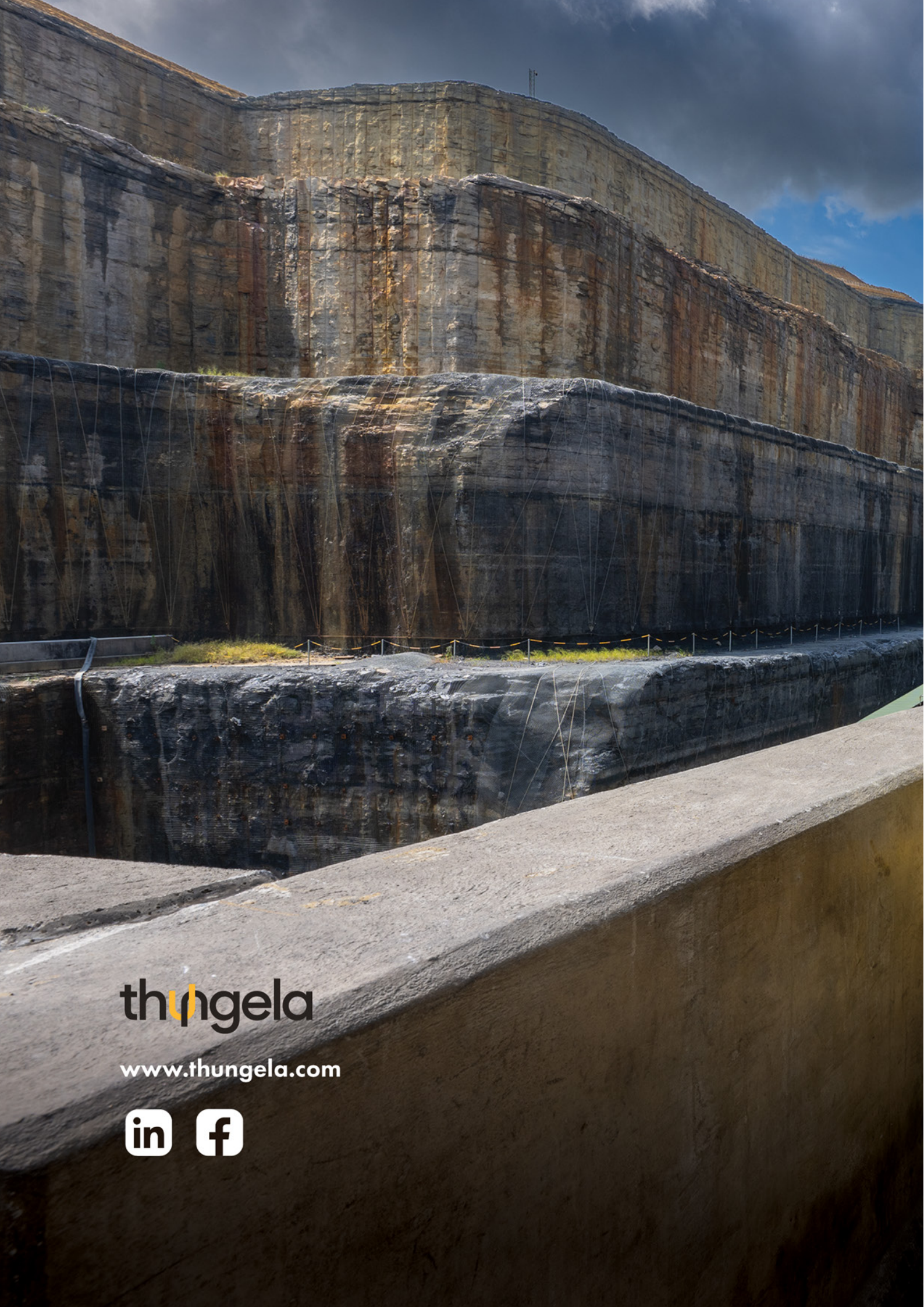
UK FINANCIAL ADVISER AND CORPORATE BROKER

Panmure Liberum Limited
Tel: +44 20 3100 2000

If you have any queries regarding your shareholding in Thungela Resources Limited, please contact the transfer secretaries on: +27 11 370 5000.

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thungela

www.thungela.com

