

# **AFRICAN RAINBOW MINERALS LIMITED**

**Registration Number 1933/004580/06**

## **INFORMATION MANUAL**

**Compiled in terms of section 51 of the Promotion of Access to Information Act No. 2 of 2000**

October 2006

A copy of the manual will be available for inspection at the Human Rights Commission and the registered office of the company.

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## **INTRODUCTION**

The purpose of the Promotion of Access to Information Act of 2000 (hereinafter referred to as “the Act”) is to address Section 32 (2) of the Constitution, which provides that any person has a right to gain access to any information held by a public or private body. If the record is requested from a private body, the requester needs to prove that the record is required for the exercise or protection of a right.

One of the main requirements specified in the Act is the compilation of a manual that provides information on both the types and categories of records held by the public or private body. In terms of the Act, a private body includes any former or existing juristic person.

This document serves as the Information Manual of African Rainbow Minerals Limited in terms of the above-mentioned Act, to provide a reference as to the records held and the process that needs to be followed to request access to such records.

## **COMPANY OVERVIEW**

African Rainbow Minerals Limited, a company incorporated in the Republic of South Africa, is an explorer, developer and operator of quality assets in the ferrous, base metal, precious metal and coal sectors in Southern Africa and it also has a strong project pipeline. The Group’s objective is to deliver superior returns to its shareholders in a sustainable manner whilst contributing to the economic development, social well-being and environmental protection of all the areas where the Group operates.

## **SCOPE OF THE MANUAL**

The scope of this manual will serve to provide a reference regarding the records held by African Rainbow Minerals Limited, its subsidiary companies, a joint venture and the respective divisions within the group.

## **ADMINISTRATION OF THE ACT**

### Section 51(1)(a)

The Board of Directors of the Company has duly authorised the contact person below to ensure that the requirements of the Act are administered in a fair, objective and unbiased manner:

Contact person: Mrs P F Smit  
Postal address: P O Box 786136, Sandton, South Africa, 2146  
Physical address: ARM House, 29 Impala Road, Chislehurst, Sandton, South Africa, 2001  
Telephone number: +27 (11) 779 1300  
Fax number: +27 (11) 779 1312  
E-mail: [patricia.smit@arm.co.za](mailto:patricia.smit@arm.co.za)

## **GUIDE FOR REQUESTERS ON HOW TO USE THE ACT**

### Section 51(1)(b)

The Human Rights Commission (HRC) is responsible for compiling a guide that will facilitate ease of use of the Act for requesters. This Guide will be available from the South African Human Rights Commission. Please direct any queries to:

The South African Human Rights Commission:

PAIA Unit

The Research and Documentation Department

Postal address: Private Bag 2700, Houghton, 2041

Phone: +27 (11) 484-8300

Fax: +27 (11) 484-0582

E-mail: [PAIA@sahrc.org.za](mailto:PAIA@sahrc.org.za)

Website: [www.sahrc.org.za](http://www.sahrc.org.za)

## **AUTOMATIC AVAILABILITY OF CERTAIN RECORDS**

### Section 51(1)(c)

Records lodged in terms of Government requirements with various statutory bodies, including the Registrar of Companies.

**LIST OF SUBSIDIARY COMPANIES AND JOINT VENTURES COVERED BY THE INFORMATION  
MANUAL**

African Rainbow Minerals Platinum (Pty) Limited
Anglovaal Air (Pty) Limited
ARM Coal (Pty) Limited
ARM Mining Consortium Limited
ARM Platinum (Pty) Limited
Assmang Limited
Atscot (Pty) Ltd
Avmin Limited
AV Rosebank (Pty) Ltd
Avdev (Pty) Ltd
Avmin Computer Supplies (Pty) Ltd
Avmin Exploration (Pty) Ltd
Bitcon's Investments (Pty) Ltd
Centenary Prospecting & Mining Co (Pty) Ltd
Cumulus Mining, Prospecting & Development Company (Pty) Ltd
Fox Street Nominees (Pty) Ltd
Goedgevonden Project
Highland Gold Mining (Pty) Ltd
Jesdene Ltd
Kingfisher Insurance Co Ltd
Kransberg Mining and Prospecting Ltd
Lavino (Pty) Ltd
Letaba Copper & Zinc Corp Ltd
Mannequin Insurance PCC Limited
Middle Witwatersrand (Western Areas) Ltd
Midvaal Mining Co (Pty) Ltd
Prieska Copper Mines Ltd
Sheffield Minerals (Pty) Ltd
South African Base Minerals Ltd
Tasrose Investments (Pty) Ltd
TEAL Exploration and Mining Incorporated
Taurus Mining & Prospecting Co (Pty) Ltd
Transvaal Copper Mining & Exploration Co (Pty) Ltd

Two Rivers Platinum (Pty) Ltd
Vallum Investments (Pty) Ltd
Venture Building Trust (Pty) Ltd

## RECORDS AVAILABLE IN ACCORDANCE WITH OTHER LEGISLATION

### Section 51(1)(d)

Records are kept in accordance with such other legislation as is applicable to African Rainbow Minerals Limited, its subsidiary companies and joint ventures which includes, but is not limited to, the following legislation:

- The Mine Health and Safety Act No. 29 of 1996;
- The Occupational Health and Safety Act No. 85 of 1993;
- The Hazardous Substances Act No. 15 of 1973;
- The Stock Exchanges Control Act No. 1 of 1985;
- The Value-Added Tax Act No. 89 of 1991;
- Income Tax Act No. 58 of 1962;
- Companies Act No. 61 of 1973;
- Basic Conditions of Employment Act No. 75 of 1997;
- Employment Equity Act No. 55 of 1998;
- Labour Relations Act No. 66 of 1995;
- The Compensation for Occupational Injuries and Diseases Act No. 130 of 1993;
- The Atmospheric Pollution Prevention Act No. 45 of 1965;
- The Land Survey Act No. 8 of 1997;
- The Minerals Act No. 50 of 1991;
- The Unemployment Insurance Act No. 63 of 2001;
- The Skills Development Levies Act No. 9 of 1999;
- The Regional Services Councils Act No. 109 of 1985; and
- Customs and Excise Act No. 91 of 1964.

## **RECORD SUBJECTS AND CATEGORIES**

Section 51(1)(e)

The company Head Office operates a Central Records Department. Central Records comprise the following main categories:

### **Accounting and Investments**

The Finance department maintains financial and management accounts for the company.

- Accounting Records
  - Records showing assets and liabilities of the company
  - Register of Fixed Assets
  - Record of cash transactions (cash books, bank statements, cheques, bank deposit slips, etc.)
  - General ledgers, Trial Balances
  - Cash Management
  - Accounts Receivable
  - Accounts Payable
  - Consolidation Workings and Records
  - Financial Statements – Group and Subsidiary level
  - Interim and Provisional Reports
  - Opinions on Disclosure of Financial Information
  - Directors' Reports (as included in annual financial statements)
  - Group Accounting Policies
  - Individual composition of Final Balances as per Statutory Financial Statements
  - General Correspondence
  - Management Reports
  - Foreign Exchange
  - RSC Levies Documentation

### **Company Secretarial**

- General Correspondence
- Company and Share Registration Records
- Statutory Records, inclusive of the following:
  - Certificate of Incorporation
  - Memorandum and Articles of Association



- Documentation lodged with the Registrar of Companies
- Prospectuses
- Notices to members
- Minutes of meetings of members
- Resolutions of members, including special resolutions
- Directors' consent forms to act as directors
- Register of directors and officers
- Statutory Registers in respect of the subsidiary companies
- Register of directors' interests in contracts
- Minutes of directors' meetings
- Directors' resolutions
- Papers for directors' meetings
- Attendance register of directors' meetings
- Minutes of board committee meetings
- Attendance register of board committee meetings
- Audit appointment letters
- Correspondence with auditors
- Audit management letters
- Audit reports
- Minute books, attendance registers and agreements relating to trusts and joint ventures.
- Documentation relating to share incentive scheme

*In terms of the Stock Exchanges Control Act No. 1 of 1985:*

- JSE Correspondence
- JSE applications for listing of shares
- Circulars
- Notices
- Annual reports and other financial reports
- SENS announcements
- Quoted company records

### **Human Resources (HR) Department**

The Human Resources Department's primary objective is to develop and implement a competitive human resource strategy that will support the Company. Human Resource records comprise the following main categories:

*Basic Conditions of Employment Act No. 75 of 1997*

- Employee Records
  - Letters of Appointment
  - Payroll Records
  - Leave Records
  - Correspondence with Employees
  - Standard Terms and Conditions of Employment

*Employment Equity Act No. 55 of 1998*

- Employment Equity Policy/Reports
- Employment Equity Plan
- Employee Records
- Salary Scales

*Labour Relations Act No. 66 of 1995*

- Employee Records
- Labour Relations Records
- Industrial Relations Correspondence

*General*

- General Correspondence
- General HR Policies and Procedures
- Training Records and workplace Skills Plan
- Pension/Provident Fund Records
  - Investment Returns
  - Investment Policy
  - Rules
  - Annual Accounts
- Employee Benefit Records

- Medical Aid Records
  - Investment Returns
  - Investment Policy
  - Rules
  - Annual Accounts
  
- Statutory Records
- Contracts
- PAYE Records
- Payroll Records
- General Correspondence – Skills Development

*Occupational Health and Safety Act No. 85 of 1993*

- Workmen's Compensation Records
- General Correspondence

### **Internal Audit**

The Internal Audit function has been outsourced to KPMG and its purpose is to provide Head Office and Operations with independent assurance. Records comprise the following main categories:

- General Correspondence
- Audit Practice Records
- General Administration Records
- Audit Reports, Plans and Supporting Working Papers
- Miscellaneous Records

### **Investor Relations**

The Investor Relations Department is responsible for the development and implementation of investor and media relations strategies to the Company.

The IR Department acts as the liaison with the investor community and is responsible for:

- Producing and distributing all company communications i.e. press releases and statements
- The arranging of investor meetings
- The arranging of the company's bi-annual international road shows
- The department also acts as the liaison with the financial media
- oversees the company's advertising initiatives
- produces the company's annual reports, interim and preliminary results, brochures and fact sheets
- prepares all corporate presentations, and
- maintains and develops the company website.

### **Legal**

The company employs various legal practitioners.

- General Correspondence
- Contracts and Agreements
- Mining Licenses
- Patent/Trademark Records
- Property Records
- Miscellaneous Records Mining Authorisations
- Prospecting Permits
- Mineral Rights, eg. Farms
- Claims, Mynpachten, etc.
- Prospecting Permits
- Dump Permits
- Prospecting Agreements
- Prospecting Rights

### **Risk Management**

Risk Management's purpose is to provide independent assurance that risks are being appropriately managed across the Group. All files are contained within a dedicated area.

- General Correspondence
- General Administration Records
- Insurance Records including the following:
  - Placing Slips
  - Term Sheets
  - Correspondence on Policies

- Policy Documents
  - Summaries of Insurances
  - General Correspondence on Risk Financing Issues
  - Annual Broking Reports
  - Details on sums insured / turnover / employee numbers
  - ARM Risk Warehouse Programme (renewal information)
- Physical Risk Management including the following:
    - Risk Grading and Survey Reports
    - Performance Reviews
    - Specialist Risk Reports
    - International Mining Insurance Underwriters Reports on all Operations
- Risk Management and Internal Control
    - Minutes of Board Risk Committee and Management Risk Committee Meetings
    - ERM : Business Risks – details of significant/key company risks
      - ERM Framework
- Captive Insurance Vehicles
    - Detailed Summary of Renewal/Captive Risk Financing Structures
    - Captive Insurance Policies

## **Taxation**

### *Income Tax Act No. 58 of 1962*

- Income tax returns
- Correspondence with South African Revenue Services (SARS)
- Correspondence from SARS
- Income tax opinions by tax advisors

### *Value-Added Tax Act No. 89 of 1991*

- Value-Added Tax (VAT) invoices and credit notes
- VAT returns
- VAT opinions by tax advisors
- Correspondence with SARS
- Correspondence from SARS

- Administrative Records

### **Share Services**

- Shared services
  - Management Agreements
  - Policy on Capital Expenditure and Control
  - Engineering Standards
  - Engineering Specifications
  - Project Management Procedures
  - Project Meeting Minutes
  - Statutory Appointments
  - Vendor Lists
  - Standard Forms of Contract
  - Safety, Health and Environment
  - Safety, Health and Environment (SHE) Assessment Records
  - SHE External Audit Reports
  - Group SHE Records, including monthly and quarterly SHE Reports
  - Annual Sustainable Development Report
  - Approved Environmental Management Progress Report and any addenda / revisions for each of the operations
  - Vendor applications
  - Procurement Statistics and Reports
  - General and Business Policies
- Mine and Land Survey Information
  - Peg Index Registers
  - Field Books
  - Hand Drawn Information and / or Digital CAD information
  - Digital Terrain Models Generated from either Photogrammetric or Airborne Laser Survey Methods

## **ACCESS REQUEST PROCEDURE**

### Section 51(1)(e)

The purpose of this section is to provide requesters with sufficient guidelines and procedures to facilitate a request for access to records held by the Group.

It is important to note that an application for access to information can be refused in the event that the application does not comply with the procedural requirements of the Act. In addition, the successful completion and submission of an access request form does not automatically allow the requester access to the requested record.

#### **Note:**

If it is reasonably suspected that the requester has obtained access to the Group's records through the submission of materially false or misleading information, legal proceedings may be instituted against such requester.

### **Completion of Access Request Form**

In order for the Group to respond to requests in a timely manner, the Access Request Form should be completed, taking due cognisance of the following *Instructions on Completion of Forms*:

- The Access Request Form must be completed in the English Language.
- Type or print in BLOCK LETTERS an answer to every question.
- If a question does not apply, state "N/A" in response to that question.
- If there is nothing to disclose in reply to a particular question, state "nil" in response to that question.
- If there is insufficient space on a printed form in which to answer a question, additional information may be provided on an additional folio.
- When the use of an additional folio is required, precede each answer thereon with the title applicable to that question.

## Submission of Access Request Form

The completed Access Request Form must be submitted either via conventional mail, e-mail or fax and must be addressed to the contact person as indicated in Section 51(1)(a).

An initial, **non-refundable R50.00 request fee (excluding VAT)** is payable on submission. This fee is **not applicable** to Personal Requesters, referring to any persons seeking access to records that contain their personal information.

## Payment of Fees

Payment details can be obtained from the contact person as indicated in Section 51(1)(a) and payment can be made either via a direct deposit, by bank guaranteed cheque or by postal order (no credit card payments are accepted). Proof of payment must be supplied.

### **Note:**

If the request for access is successful, an **access fee** will be required for the search, reproduction and/or preparation of the record(s) and will be calculated based on the Prescribed Fees (refer attached). The access fee must be paid prior to access being given to the requested record.

## Notification

Requests will be evaluated and the requester notified within 30 days of receipt of the completed Access Request Form. Notifications may include:

### Notification of Extension Period (if required)

The requesters may be notified whether an extension period is required for the processing of their requests, including:

- ◆ The required extension period, which will not exceed an additional 30-day period;
- ◆ Adequate reasons for the extension; and
- ◆ Notice that the requester may lodge an application with a court against the extension and the procedure, including the period, for lodging the application.

### Payment of Deposit (if applicable)



The requester may be notified whether a deposit is required. A deposit will be required depending on certain factors such as the volume and/or format of the information requested and the time required for search and preparation of the record(s). The notice will state:

- ◆ The amount of the deposit payable (if applicable); and
- ◆ That the requester may lodge an application with a court against the payment of the deposit and the procedure, including the period, for lodging the application.

***Please note:***

In the event that access is refused to the requested record, the full deposit will be refunded to the requester.

Decision on Request

If no extension period or deposit is required, the requesters will be notified, within 30 days, of the decision on their requests.

If the request for access to a record is **successful**, the requester will be notified of the following:

- The amount of the access fee payable upon gaining access to the record (if any);
- An indication of the form in which the access will be granted;
- Notice that the requester may lodge an application with a court against the payment of the access fee and the procedure, including the period, for lodging the application.

If the request for access to a record is **not successful**, the requester will be notified of the following:

- Adequate reasons for the refusal (refer to Third Party Information and Grounds for Refusal below); and
- That the requester may lodge an application with a court against the refusal of the request and the procedure, including the period, for lodging the application.

### **Third Party Information**

If access is requested to a record that contains information about a third party, the Group is obliged to attempt to contact this third party to inform them of the request. This enables the third party the opportunity of responding by either consenting to the access or by providing reasons why the access should be denied.

In the event of the third party furnishing reasons for the support or denial of access, our designated contact person will consider these reasons in determining whether access should be granted, or not.

## **Grounds for Refusal**

The Group may legitimately refuse to grant access to a requested record that falls within a certain category. Grounds on which the Group may refuse access include:

- Disclosure of the record (containing trade secrets, financial, commercial, scientific, technical or any other confidential information) would harm the commercial or financial interests of the Group;
- The record is privileged from production in legal proceedings, unless the legal privilege has been waived;
- Protecting personal information that the Group holds about a third person (who is a natural person), including a deceased person, from unreasonable disclosure;
- Protecting commercial information that the Group holds about a third party or the Group (for example trade secrets: financial, commercial, scientific or technical information that may harm the commercial or financial interests of the organisation or the third party);
- If disclosure of the record would result in a breach of a duty of confidence owed to a third party in terms of an agreement;
- If disclosure of the record would endanger the life or physical safety of an individual;
- If disclosure of the record would prejudice or impair the security of property or means of transport;
- If disclosure of the records would prejudice or impair the protection of a person in accordance with a witness protection scheme;
- If disclosure of the record would prejudice or impair the protection of the safety of the public;
- Disclosure of the record would put the Group at a disadvantage in contractual or other negotiations or prejudice it in commercial competition;
- The record is a computer programme; and
- The record contains information about research being carried out or about to be carried out on behalf of a third party or the Group.

## **Records that cannot be found or do not exist**

If the Group has searched for a record and it is believed that the record either does not exist or cannot be found, the requester will be notified by way of an affidavit or affirmation. This will include the steps that were taken to try to locate the record.