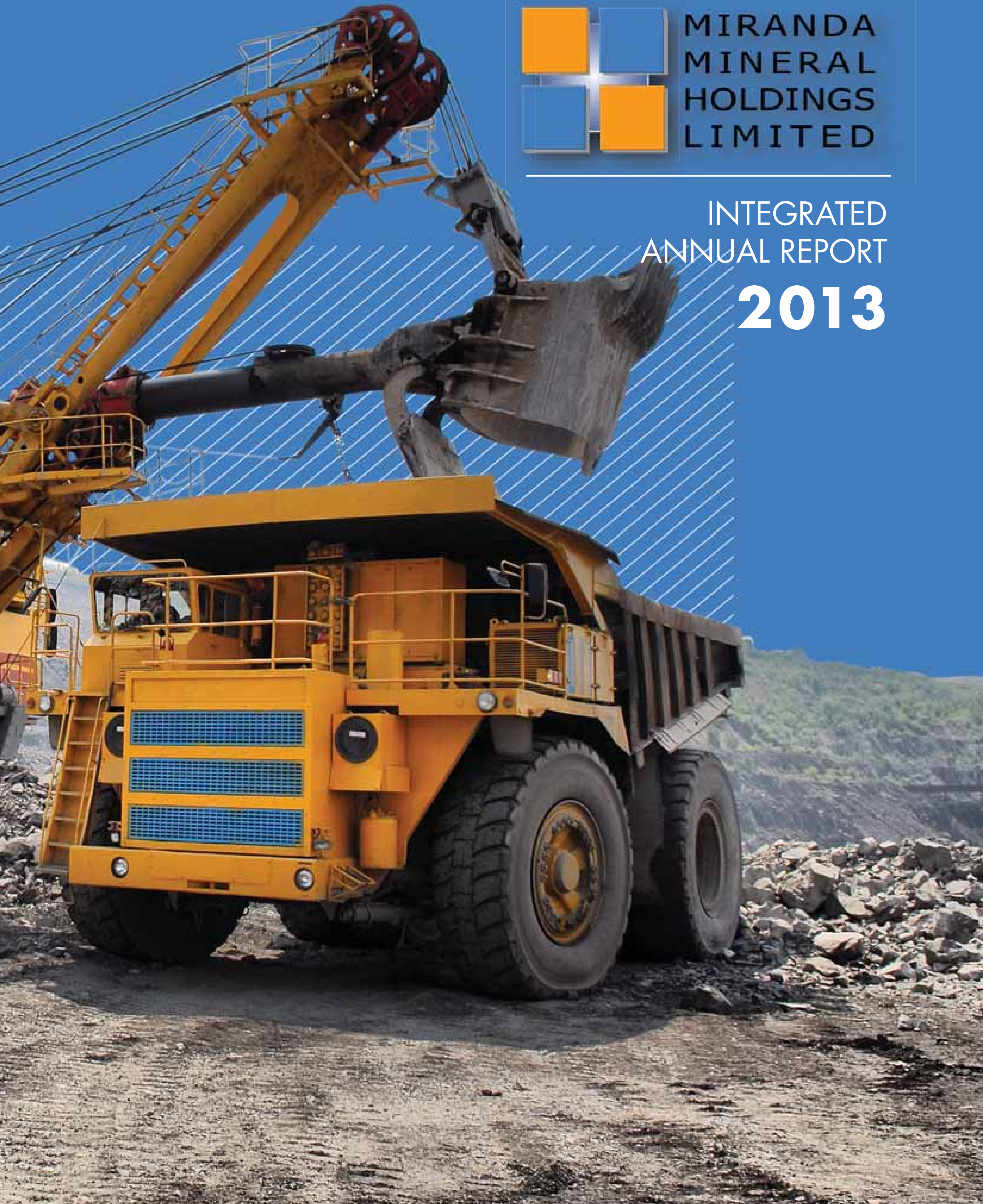
MIRANDA MINERAL HOLDINGS LIMITED

INTEGRATED ANNUAL REPORT 2013



ABOUT THIS REPORT

Miranda Mineral Holdings ("Miranda" or "the Group") is a Company incorporated in South Africa in accordance with the provisions of the Companies Act and complies with the principles of King III (unless otherwise stated) the Companies Act and the JSE Ltd ("JSE") Listings Requirements and other legislative requirements.

The Company subscribes to high ethical standards and principles of corporate governance. In addition, the Company also adheres to International Financial Reporting Standards ("IFRS") in compiling its financial statements.

By reporting on the financial and non-financial performance of the Group this integrated report aims to provide an understandable and complete view of the business for the Group's shareholders, potential investors and stakeholders.

Accordingly, we will report not only on our financial performance for the year under review but also on all other non-financial indicators, including sustainability by disclosing information on safety, social, environmental and economic impacts and influences, both positive and negative, internal and external on all our stakeholders.

Considerable effort has been expended on presenting concise, focused information – the content of this integrated report is deemed to be useful and relevant to our stakeholders, enabling them to evaluate the ability of Miranda to create and sustain stakeholder value.

The Chairman and Managing Director's reports are provided, offering the reader a comprehensive, integrated, high level overview of the Group's performance and outlook.

Miranda Mineral Holdings Ltd ("Miranda") is a South African mineral exploration, mining development and investment holding company that is listed in the General Mining sector on the Main Board of the Johannesburg Stock Exchange ("JSE")

SCOPE OF REPORTING

This integrated report covers the financial year ended 31 August 2013 and is released within 2014. It provides an overview of the operations, financial performance and integrated sustainability across all operating subsidiaries.

INTEGRATED BUSINESS

Miranda's commitment to an integrated and sustainable business approach is illustrated by its vision and mission as well as the deepening management resources in health, safety, environment, transformation and risk, aiding economic, social and environmental sustainability.

CONTENTS

Please refer to www.mirandaminerals.com for further information

CORPORATE OVERVIEW

Miranda Mineral Holdings Ltd ("Miranda") is a South African mineral exploration, mining development and investment holding Company that is listed in the General Mining sector on the Main Board of the JSE Ltd.

In addition to its interests in the coal fields of KwaZulu-Natal, which presently occupy the Company's developmental efforts, Miranda has interests in gold, diamonds, base and industrial minerals. Miranda was spawned from Miranda Minerals (Pty) Ltd, its wholly owned subsidiary. Miranda Minerals (Pty) Ltd acquired 894 mining properties when the Gold Fields Group unbundled, releasing 158,000 hectares of land in the Northern Cape, North West Province, Free State, Gauteng and Mpumalanga.

Of the 894 properties, 54 of the original farms were identified as sites with potential mineral wealth. Applications to explore and possibly exploit these findings were lodged with the Department of Mineral Resources. The obtaining of permits from the Department of Mineral Resources ultimately led Miranda to the JSE in 2005, where it was reverse-listed in the General Mining sector of the Main Board.

MIRANDA MINERAL HOLDINGS LIMITED

- **100% MIRANDA COAL (PTY) LTD**
  - 73% Sesikhona Klipbrand Colliery (Pty) Ltd ("Sesikhona")
  - 72% Applewood Trading 3 (Pty) Ltd ("Boschhoek")
  - 74% Nugu Trading 695 (Pty) Ltd ("Wasbank")
  - 65% Majestic Silver Trading 348 (Pty) Ltd ("Majestic")
  - 64% Point Blank Trading 104 (Pty) Ltd ("Learydale")
  - 77% Street Spirit Trading 54 (Pty) Ltd ("Burnside")
  - 65% Dwalalamadwala Mining Resources (Pty) Ltd ("Dwala")
  - 62.5% Citygraph (Pty) Ltd
  - 70% Juxtox Trading (Pty) Ltd ("Alston")
  - 70% Planet Waves 522 (Pty) Ltd
  - 100% Dartingo Trading 217 (Pty) Ltd ("Yarl")
  - 62.5% Almenta (Pty) Ltd
  - 62.5% Ocean Crest Trading 24 (Pty) Ltd
  - 62.5% Rendiphor (Pty) Ltd
  - 70% Framica (Pty) Ltd
- **100% MIRANDA MINERALS (PTY) LTD**
  - 87% Lauraville Mynbou (Pty) Ltd
  - 100% Turffontein & Blaauwbank Prospecting Right
  - 100% Rozynenbosch Prospecting Right Pending
  - 100% 50 various Applications under Appeal
- **70% NALEDI MINING SOLUTIONS (PTY) LTD**
- **100% MOLEBOGENG MINING INVESTMENT HOLDINGS (PTY) LTD**
  - 51% Blue Moonlight Properties 215 (Pty) Ltd
  - 67% Winter Breeze Trading 78 (Pty) Ltd
  - 100% Emerald Sky Trading 467 (Pty) Ltd
  - 67% Little Swift Investments 385 (Pty) Ltd

Subsidiaries included in this organogram relate to active exploration companies or companies expected to commence exploration activities soon. Subsidiaries that were still dormant at the year-end and therefore not consolidated include Juxtox Trading (Pty) Ltd and Planet Waves 522 (Pty) Ltd. Investments in subsidiaries are disclosed in note 7 to the Financial Statements.

REALISING OPPORTUNITY

Miranda Mineral Holdings Limited is a mineral exploration company primarily focused on the discovery and development of high grade anthracite and coal assets

Our vision is to become a leading coal miner through exploring and investing in opportunities that enhance the value of our asset portfolio

STRATEGY

Miranda's focus is to own a portfolio of exploration and near term production assets through organic and acquisitive growth.

The key fundamentals underpinning the Group's strategy are:

- cashflow generation;
- development of a third product line;
- consolidation based on synergistic rights and operations; and
- clean-up of non-core mineral rights.

BOARD AND MANAGEMENT

Dr. Lelau Mohuba (57)

Non-executive Chairman

MB.ChB (Natal)

Dr. Mohuba is a retired medical practitioner who obtained his MB. ChB at the University of Natal in 1980. He retired 22 years later after a distinguished medical career. He joined Boynton/Platmin in 2003 as Business Development Director and assisted the Company to successfully list on both the TSX and AIM in 2006. He is co-founder of the Sephaku Group and currently serves as CEO of Sephaku Holdings Ltd (JSE-listed in 2009), and Chairman of Sephaku Fluoride Ltd and Incubex Minerals Ltd. He is the founding director of Sephaku Cement (Pty) Ltd and the Chairman of Taung Gold (a South African subsidiary of a Hong Kong listed Company). Dr. Mohuba joined the Board with effect from 20 January 2012.

Mr. Michael Yates (71)

Lead Independent Non- executive Director

Chartered Institute of Bankers (UK) – Trustee Diploma

Mr. Yates is approved by the Isle of Man Government Financial Supervision as a Key Person, i.e. suitable for holding responsible office in a licensed financial services company.

He is a former member of the institute of Bankers and Professional Associate (AIB). He also has a Trustee Diploma. He has held various directorships and has many years' experience in corporate governance. Mr Yates joined the Board with effect from 20 January 2012.

Mr. Peter Cook (62)

Non-executive Director

Mr. Cook has been employed in the short-term insurance industry for over 40 years, servicing clients in a wide variety of industries, particularly mining and manufacturing.

He is currently appointed as a business development executive with a major insurance broking firm. Mr. Cook was appointed to the Board on 27 January 2012.

Mr. Jabu Mahlangu (56)

Independent Non-executive Director

MM, MDP Pretoria University; Diploma Management and Leadership UNISA

Mr. Mahlangu is a Member of the Mpumalanga Provincial Legislature (since 2001), and the current Chairman of the Portfolio Committee on Public Works, Roads and Transport; Community Safety, Security and Liaison. He was previously the Member of the Executive Council (MEC) responsible for Economic Development, Environment and Tourism in the Province of Mpumalanga (12 May 2009 to 3 November 2010), and Leader of Government Business (14 May 2004 to 3 November 2010). He is one of South Africa's political stalwarts and one of the longest-serving members of the South African Parliament and Provincial Legislature. Mr. Mahlangu was appointed to the Board on 20 January 2012.

Mr. Gideon Joubert (62)

Independent Non-executive Director

Professional Engineer, BSc(Eng)(Civ), BSc (Eng)(Civ)(Hons), MSc (Eng) (Struct)

Mr. Joubert is a Professional Engineer (PrEng), a Member of the South African Institute of Civil Engineers (MSAICE), registered as a Chartered Engineer (CEng) in the UK and is also an Associate Member of The Institution of Structural Engineers (AIStructE) in the UK.

Mr. Joubert was employed by Mott, Hay and Anderson in the UK and on his return in 1979 he became a Director of Werner WO Kurzke and Partners. In 1987 he became a Partner in Van Heerden, Calitz and Hayes and in 1994 he was appointed CEO of Civil Concepts, a position he held until 2010. Mr. Joubert retired from Civil Concepts in February 2012 to seek new challenges.

Mr. Joubert was appointed to the Board on the 20 January 2012.

Ms. Carole Chiloane (43)

Non-executive Director

Ms. Chiloane specialises in the areas of business development, professional marketing and communications, and is a strategist at New Vision Consulting. She has worked for Coca Cola South Africa, DSTV Africa Group and M-Tel (now MTN). She received the prestigious Andrew Young scholarship to study Urban Policy Studies in the United States of America. Ms. Chiloane has garnered over a decade of experience and knowledge in the inter-government and corporate communications industry. Her appointment to the Board was effective from 17 February 2012.

Please refer to www.mirandaminerals.com for further information

Mr. Nhlanhla Madalane (32)

Non-executive Director

LLB

Mr. Madalane joined Russellstone Group (Pty) Ltd in January 2007 as the Group legal advisor from a career as a candidate attorney. In 2008 he was appointed the legal director and in the same year co-founded Coalvest, the physical coal trading division of the Russelstone Group, and is currently responsible for the development and management of the business.

Mr. Madalane was appointed to the Board on 26 March 2013.

Mr. Mick Cook (58)

Executive Director

Mr. Cook has extensive experience in the mining insurance industry, particularly diamonds, and has worked in seven major African markets. Mr. Cook was originally appointed to the Board from January 2008 to August 2011 and was responsible for marketing and investor relations. Since January 2012 he has been extensively involved in the transformation, restructuring and recapitalisation of Miranda and on 3 December 2012 was re-appointed to the Board as Managing Director, a post he held until 1 November 2013 when he handed over to Mr. John Wallington.

EXECUTIVES

Mr. John Wallington (56)

Chief Executive Officer

B.Sc Mining Eng (University of Witwatersrand)

Mr. Wallington holds a B.Sc Mining Engineering degree from the University of Witwatersrand, has completed the Senior Executive Programme of London Business School, as well as the Executive Programme in Strategy and Organisation at Harvard Business School. He gained extensive experience in both the large corporate environment as CEO of Anglo Coal Global as well as in the emerging junior category being CEO, Director and/or Consultant of a number of mid-tier companies.

Mr. Wallington was appointed to the Board on 1 November 2013.

EXECUTIVES (continued)

Mr. Adriaan Botha (36)
Interim Chief Financial Officer
Chartered Accountant (CA)SA

Mr. Botha, a qualified Chartered Accountant joined the Miranda Minerals team and was appointed as interim CFO during this financial year. His professional experience includes both auditing and preparation of financial statements for a range of JSE-listed entities. His specialist skills extend to consulting on International Financial Reporting Standards (IFRS) including consulting to Miranda during the 2008 financial year. Adriaan brings financial technical expertise to the Board, which is critical within the Company's current cycle that is seeing it move into delivery of revenue generation.

MANAGEMENT

Mr. Jan Lombard (57)
Business Development Executive

Mr. Lombard is experienced in the field of greenfield developments, corporate structuring and project management. He started his career as financial journalist in 1977 and later joined the stock broking firm Huysamens working in the capital and gilts market. He specialised in business models for the establishment of new ventures. Experience in accounting, commercial law and entrepreneurship and completed an advanced course titled "Investing in People" through the Pacific Institute, Seattle, Washington. His work experience spans greenfield projects and the design and implementation of models to ensure integration of previously disadvantaged individuals from a grass root level. He is experienced in international exchange programmes and the development of sustainable business models.

Mr. Lombard joined the Company in June 2012.

CHAIRMAN AND CEO'S REVIEW

"We are very pleased that we have made significant progress in terms of realising the opportunity to transform the Group from an exploration company into achieving our strategic goal of becoming a junior coal producer."

GOOD PROGRESS

FY 2013, despite the challenges in the mining industry, has been a year of "realising opportunity" for Miranda and is an apt theme for our integrated annual report. We are very pleased that we have made significant progress in terms of realising the opportunity to transform the Group from an exploration company into achieving our strategic goal of becoming a junior coal producer.

This is a remarkable feat for an exploration company that had many serious challenges to address just over two years ago. Many of the legacy issues plaguing Miranda have been decisively and effectively dealt with through the unyielding dedication of our management team. During the past year the Group was recapitalised, restructured and most litigation issues were resolved. This allowed for a concerted shift in focus to expanding our portfolio of exploration and near production assets through the acquisition of additional coal assets close to production.

MANAGEMENT STRENGTHENED

The management team was strengthened with the appointment of John Wallington as Chief Executive Officer. John brings with him a wealth of technical and corporate experience and is highly respected within the coal mining industry both locally and globally. His commitment to Miranda represents a significant vote of confidence in the underlying potential and intrinsic value inherent in the Group. With new leadership in place, the Board is confident that the Company will be in a solid position to achieve our strategic objectives and deliver sustainable returns to shareholders.

STRATEGY AND OPERATIONAL OVERVIEW

The key tenets of Miranda's strategy are cash flow generation, consolidation based on synergistic rights and operations and the clean up of non-core assets. Substantial progress has been made on all fronts in particular the acquisition of Nkomati Anthracite mine ("Nkomati") from Sentula Mining Limited ("Sentula"), which represents a transformative deal for the Group. In 2011 following community and environmental related issues the mine was placed on care and maintenance. Sentula has agreed to dispose of their 60% share in the mine, to a consortium made up of Miranda and Mochiba Investments (Pty) Ltd ('Mochiba"), a black woman owned investment group. The environmental issues have been successfully addressed and a royalty and share participation scheme has been entered into with three affected tribal authorities, which has created goodwill and an alignment of interest with all relevant stakeholders.

The Nkomati acquisition is truly exciting and will catapult Miranda into a producing entity. There is significant potential to unlock value. This mine produces a quality product: low phosphorous, low sulfur, high quality anthracite that represents a lucrative niche market with high margins. It has adequate infrastructure including its own rail siding facility with a beneficiation plant capable of processing 60,000 tonnes of ROM per month. Negotiations for an FOT off-take agreement for all production in year one are at an advanced stage with a large ferro alloys company. The low operational risk, short lead-time to production and low capital input should enable early positive cash flow generation for the Group. Further upside exists given the extensive exploration potential within the 11,000 ha of mining area. Consolidation within KZN, over time, has the potential to establish Miranda as a new major supplier of coal.

Our Sesikhona project has been disappointing in that we have not been able to achieve our targeted production timeframe, however, our full attention has been given to resolving the final environmental requirements. Shareholders are aware that Sesikona has been involved in a legal dispute with Osho SA Coal ("Osho") regarding the legitimacy of a term sheet in respect of an off-take agreement signed in December 2011. The matter was heard in the Pietermaritzburg High Court and a ruling was reserved but to date has not been handed down. We await an outcome on this issue.

Please refer to
www.mirandaminerals.com
for further information

The Burnside project remains promising and good progress has been made over the year. A scoping study was undertaken and completed which indicates an underground minable tonnage profile of 40 mt with an open cast section of 2 mt. The project has attracted interest from various potential off takers.

Attention was also given to the disposal of non-coal assets in order to streamline the portfolio. In this regard a coal prospecting right situated in the Secunda district was sold off to Sasol Mining Limited and it is anticipated that there will be further disposals during the year ahead.

OPERATING RESPONSIBLY

The mining industry in South Africa remains in crisis with on-going strike action and value destruction across the sector for all stakeholders concern.

Whilst Miranda has not been directly affected by such action it is clear that a fundamentally different approach to mining is required that encompasses the principle of shared value creation. This broadly entails incorporating societal issues into strategy and operations. It is therefore critical that underpinning our strategy is our commitment to operate responsibly.

We aim to continue to ensure that our business, people and operational footprint have a positive effect on the communities in which we operate. We understand that our social license to operate depends on working not just technically within our approved conditions, but through listening, understanding and engaging with members of our broader stakeholder community.

BOARD COMPOSITION

During the year, Mrs. Carina de Beer resigned as Financial Director of Miranda with effect from 12 April 2013. Mr Adriaan Botha was appointed as interim Chief Financial Officer until a new Financial Director is appointed.

Messrs. Nhlanhla Madalane and Rudolph de Bruin were appointed as non-executive directors effective 26 March 2013 and 15 August 2013, respectively. Dr. John Bristow was appointed as an alternative director to Mr. Rudolph de Bruin, a non-executive director effective from 19 November 2013. Mr. Rudolph de Bruin, and his alternative Dr. John Bristow, resigned on the 26 February 2014.

Mr. John Wallington was appointed as Chief Executive Officer effective from 1 November 2013.

We would like to take this opportunity to express our gratitude to Mrs. de Beer, Mr. de Bruin and Dr. Bristow for their invaluable contribution to Miranda and we welcome our new Directors to the Board and look forward to their wise counsel.

OUTLOOK

Looking ahead our growth opportunities clearly show that we are on the right track and in the year ahead we can expect further progress on the development of our advanced exploration projects and early production.

Miranda is a company in transition; we are growing similarly to the development of a lion cub into a lion. The first leg of change through the acquisition of near term production assets has been completed. Once this transaction has been successfully executed and production delivered over the longer term we aim to grow into a new major supplier of high quality anthracite in KZN, establishing ourselves as a formidable player in the region.

Our strategy will be accretive for the Group and we believe that investors will increasingly recognise the value proposition that Miranda represents as we move through the next significant growth phase.

Coal is the world's most reliable source of cost-effective energy. It will continue to play a critical role in the global energy mix and will likely remain the dominant source of energy around the world for the foreseeable future. Our strategic positioning is to supply coal that is clean and high in energy with low ash, low sulphur and low phosphorous. As the world moves towards cleaner sources of thermal coal we believe it will increasingly benefit the price of coal.

To our shareholders who have remained invested in the Group we thank you for your patience and support. We also thank the Board and the management team for their hard work over the past year and the staff for their contribution to the ongoing success of the Group. We look forward to a fruitful year ahead.

Dr. Lelau Mohuba
Chairman

25 February 2014

Mr. John Wallington
CEO

25 February 2014

OPERATIONAL REVIEW

Miranda's primary business is coal mining and exploration. These projects are in various operational stages, one being in care and maintenance, the other operational and the third in an advanced development phase.

In addition to this, all efforts are being made to bring existing assets in KwaZulu-Natal ("KZN") into production where possible, as well as furthering the development of near production projects.

SESIKHONA PROJECT

The Sesikhona project which forms part of the Klip River Coalfield is situated in the Dundee/Dannhauser district of KZN. It is made up of three Rights, namely, Sesikhona, Dwalamadwala-Gertskloof and the Boy-Up. The Sesikhona and the Dwalamadwala properties are contiguous and the total project area is 2,464 ha in extent. The Sesikhona project is fairly small with approximately 2.8 million tonnes of anthracitic coal, on Sesikhona alone, which can be extracted by way of open cast mining methods. It is planned to further explore the Gertskloof and the Boy-Up properties once mining has commenced on Sesikhona.

A memorandum of understanding has been entered into between Shanduka Coal (Pty) Ltd ("Shanduka") and Sesikhona in terms whereof Shanduka will buy 1.2 million tonnes of raw material from the Sesikhona mine. Osho SA Coal Resources (Pty) Ltd ("Osho"), with whom a term sheet in respect of an off-take agreement was signed in December 2011, is alleging that they have purchased all of the Sesikhona anthracite.

Miranda refutes the allegation that the term sheet is binding and the matter was heard in the Pietermaritzburg High Court on 4 March 2013. The Ruling was reserved and to date has not been handed down. In the meantime, good progress has been made to ensure full environmental compliance and furthermore, preferred contractors have been consulted and will move onto site at the first appropriate time.

BURNSIDE PROJECT

The Burnside project is situated near Glencoe in KZN and consists of our contiguous farms being, Burnside, Boschhoek, Boschkloof and Wasbank which cover a total area of 13,280 ha. The project falls in the Klip River Coalfield and is one of the last major projects in this coalfield.

On 27 September 2012 the Department of Mineral Resources ("DMR") awarded a Mining Right to Street Spirit Trading (Pty) Ltd ("Burnside") for a period of 30 years. This is a very exciting and significant development in the history of Miranda and at this early stage, this large project is attracting interest from various potential off-takers. Sound Mining Systems have completed a scoping study and the report has shown that on Burnside alone there is a mineable tonnage profile of 40mt. Further studies are to be undertaken and the environmental studies to ensure compliance are progressing.

ACQUISITION FOCUS

Nkomati Anthracite Mine Pty Ltd ("Nkomati")

Nkomati is a mine on care and maintenance that has a large footprint in the Kangwane Coalfield alongside the Lembobo mountain range. The mining right extends over 11,000 ha of which 6,000 ha has further exploration potential.

Sentula Mining Ltd ("Sentula") has a 60% interest in Nkomati and following negotiations between Sentula and Miranda, Sentula has agreed to dispose of their interest in Nkomati to a consortium made up of Miranda and Mochiba Investments (Pty) Ltd ("Mochiba"), a black women-owned investment group who has entered into a joint venture agreement with Miranda which agreement provides for each party acquiring 50% of the Sentula interest.

The mine ceased production in 2011 and was placed under care and maintenance due to community issues and breaches of the existing water use licence.

The environmental issues have been resolved following extensive consultation and furthermore the Miranda Consortium has successfully addressed the community issues. In this regard, a royalty and share participation scheme has been entered into with the three affected tribal authorities.

The rationale for acquiring Nkomati is that it services a niche market with high margins. There is a low capital input which will bring much awaited cash flow in a very short period. Furthermore, there is extensive promising exploration potential within the mining area.

The product is a high quality anthracite which is low in both sulphur and phosphorus percentages. There is adequate mine infrastructure with a beneficiation plant capable of processing 60,000 tonnes ROM per month.

The mine has its own rail siding facility which can service both the Matola and Richards Bay terminals. Furthermore, a free on-truck off-take agreement is being negotiated.

The opencast section has a proven resource of 5 million tonnes ROM and a 46 million tonne indicated resource.

KwaZulu-Natal acquisition

The target company has one producing mine and one mine on care and maintenance. The projects are situated in close proximity to Miranda's existing clusters and the acquisition of the target company is synergistic and therefore meets the stated strategy.

The value of Miranda's KZN clusters will be enhanced by the acquisition of the company which brings with it experienced management and infrastructure.
The acquisition is subject to a due diligence exercise which is currently being undertaken.

Mpumalanga acquisition

Miranda has entered into discussions to purchase an interest in a cluster of small thermal coal projects situated in the centre of the power station and industrial heartland of Mpumalanga.

The projects meet the strategic criteria in as much as they are near production, have low capital input requirements and will be in production within a 12-month period thereby generating cash flow.

The transaction is subject to a positive due diligence report. Once the transactions have been concluded and Miranda is in production, Miranda will be producing anthracite, thermal coal as well as coal with coking potential.

Miranda Minerals (Pty) Ltd

All of the Group's non-coal assets are held in Miranda Minerals (Pty) Ltd. Miranda's drive is to become a coal producer and a decision has been made to dispose of all the assets held in Miranda Minerals. Accordingly, investigations are underway to assess the various options open to Miranda.

During the 2011/2012 financial year, the then Board derecognised two assets, being Turffontein Clay and the base mineral deposit, Rozynenbosch.

Update on Rozynenbosch 104 base metal project

On 6 October 2011, the Company issued a SENS announcement headed "Business update and Trading Statement", in which the then Board and executive management initiated a review of the Company's assets. Following this review, the then Board and executive management took the decision to derecognise the asset and remove it from the balance sheet which had the effect of reducing the net asset value of the Company by approximately R284 million.

During January 2012, the Board of Directors of the Company was reconstituted which resulted in a review of the status of this Prospecting Right. After such review, the present Board pursued the appeal process, which has now resulted in the granting of this Prospecting Right.

In July 2013, Miranda Minerals (Pty) Ltd, a wholly-owned subsidiary of Miranda Mineral Holdings Limited, was granted a Prospecting Right over the farm Rozynenbosch 104, in terms of section 17 (1) of the Mineral and Petroleum Resources Development Act 2002, pursuant to an appeal to the Minister of Mineral Resources, dated 17 July 2006.

The project involves a lead, silver, zinc and copper deposit located on the farm Rozynenbosch, in the Kenhardt district of the Northern Cape. Extensive exploration by Goldfields and Phelps Dodge in the 1970s and 1980s has resulted in a clearly defined ore body of about 14 million tonnes, which carries SAMREC indicated resource status.

Whilst a value of R284 million was placed on this project based on a royalty payment linked to discounted revenue participation, forecast commodity prices and exchange rates over the life of mine during February 2006, the executive management is currently undertaking a review of the valuation model and Shareholders will be informed of the outcome thereof in due course.

RESERVES AND RESOURCES SUMMARY TABLE – COAL DIVISION

	Project	Mineral rights holding company	Attributable to Miranda	Main commodities	Region	Area (ha)	Properties	DMR status (note 1)	DMR status (note 1)		Project status	Resource (notes 2, 15, 18, 19, 22)			Valuation (note 5)		
								Status of Rights	Granted	Expiring		Classification	(mt)	Note	Description	(R mil)	Note
	COAL DIVISION – KwaZulu-Natal																
	A. Dannhaser Project Area					4,630 ha							31.5 mt			R93.7 m	
1	Sesikhona	Sesikhona Kliprand Colliery (Pty) Ltd	73%	Anthracite	Danhauser, KZN	884	4 Farms	Mining Right	2009/04/01	2029/03/31	Samrec compliant Resource Statement; Additional exploration and off-take negotiations underway; See Operational Review for detail	Reconnaissance Probable Reserve	17.4 3.7 21.1	4,18 3,18 9,14	SAMVAL	R88.2	6, 7, 9
2	Dwala 1 (Gertskloof)	Dwalalamadwala Mining Resources (Pty) Ltd	65%	Anthracite	Dannhauser, KZN	1,257	10 Farms	Prospecting Right	2009/04/24	2012/04/23	Contiguous with Sesikhona; Desktop CPR done; S11 transfer consent received from DMR; PR renewal application in progress	Reconnaissance	5.0	4,17	n/a	n/a	–
3	Dwala 2 (Boyup)	Dwalalamadwala Mining Resoures (Pty) Ltd	65%	Anthracite	Dannhauser, KZN	323	1 Farm	Prospecting Right	2009/04/24	2011/04/23	Contiguous with Sesikhona; Desktop CPR done; S11 transfer consent received from DMR; PR renewal application in progress	Inferred	n/a	17	n/a	n/a	–
4	Majestic	Majestic Siler Trading 348 (Pty) Ltd	65%	Anthracite and low ash coal with coking qualities	Dannhauser, KZN	815	5 Farms	Prospecting Right	2008/11/20	2011/11/19	Close to Sesikhona; First phase field exploration complete; CPR issue in 2010 PR renewal application in progress	Reconnaissance	5.4	3,18	SAMVAL Resource	R5.5	6,8
5	Cardwell	Ocean Crest Trading 24 (Pty) Ltd	62.5%	Coal – specs to be confirmed	Dannhauser, KZN	1,214	1 Farm	Prospecting Right granted	n/a	n/a	PR granted by DMR; Awaiting directive letter for execution; subject to S11 and other o/s conditions	Reconnaissance	n/a	12	n/a	n/a	–
6	Blaikeston	Citygraph (Pty) Ltd	62.5%	Coal – specs to be	Dannhauser, KZN	48	1 Farm	n/a	n/a	n/a	PR application submitted; Awaiting DMR reply; Subject to S11 and other outstanding conditions	Reconnaissance	n/a	12	n/a	n/a	–
7	Beaconkop	Citygraph (Pty) Ltd	62.5%	Coal – specs to be	Dannhauser, KZN	89	1 Farm	n/a	n/a	n/a	PR application submitted' Awaiting DMR reply; Subject to S11 and other outstanding conditions	Reconnaissance	n/a	12	n/a	n/a	–
	B. Glencoe Project Area					16,517 ha							89.30 mt			R159.8 m	
8	Burnside	Street Spirit Trading 54 (Pty) Ltd	77%	Coking and thermal coal	Glencoe, KZN	4,540	4 Farms	Mining Right	2012/09/27	2042/09/26	Mining right application executed	Inferred indicated	16.6 18.9 35.5	3,18 3,18 15	SAMVAL Resource	R94.6	6,8,10, 13
9	Boschhoek	Applewood Trading 3 (Pty) Ltd	72%	Coking and thermal coal	Glencoe, KZN	6,608	2 Farms	Prospecting Right	2008/01/12	2013/01/23	Second phase field exploration; CPR with Samrec resource; To be developed as underground extension to Burnside	Indicated	52.3	3,15, 18	SAMVAL Resource	R652	6,8,11, 13
10	Wesbank	Nungu Trading 695 (Pty) Ltd	64%	Coking and thermal coal	Endumeni, KZN	2,135	3 Farms	Prospecting Right	2008/01/30	2012/01/29	Desktop CPR compleed, Potential extension of 'Glencoe Collieries', PR renewal application in progress	Reconnaissance	1.5	4,17	n/a	n/a	13
11	Cherhampark	Almenta 122 (Pty) Ltd	62.5%	Coal – specs to be confirmed	Dundee, KZN	823	1 Farm	Prospecting Right	2010/12/17	2013/12/16	South of Wesbank, Medium exploration potential	Reconnaissance	n/a	13	n/a	n/a	–
12	Manteith	Tuscoal 49 (Pty) Ltd	70%	Coal – specs to be confirmed	Dundee, KZN	2,410	2 Farms	Prospecting Right	n/a	n/a	DMR granted Prospecting Right on 2 out of 4 farms; awaiting directive letter for execution	Reconnaissance	n/a	13	n/a	n/a	–
	C. Klipriver South Project Area					3,070 ha							– mt			R16.8 m	
13	Alston	Juxtox Trading (Pty) Ltd	70%	Lean and bituminous coal with coking properties	Msinga, KZN	3,070	2 Farms	Prospecting Right	2009/10/16	2012/10/15	Desktop CPR (no resource defined); Second phase field exploration, Area historically a source of good coking coal; PR renewal application in progress	Reconnaissance	n/a	17	n/a	n/a	–

	Project	Mineral rights holding company	Attributable to Miranda	Main commodities	Region	Area (ha)	Properties	DMR status (note 1)	DMR status (note 1)			Resource (notes 2, 15, 18, 19, 22)			Valuation (note 5)		
								Status of Rights	Granted	Expiring	Project status	Classification	(mt)	Note	Description	(R mil)	Note
	D. Kliprivier East Project Area					**4,487 ha**							**– mt**			**R0.0 m**	
14	Frischgewaagd	Planet Waves 522 (Pty) Ltd	70%	Lean and bituminous coal with coking properties	Utrecht, KZN	3,255	1 Farm	Prospecting Right	2010/12/15	2012/12/14	PR renewal application in progress	Reconnaissance	n/a	13	n/a	n/a	–
15	Jessie	Citygraph (Pty) Ltd	62.5%	Coal – specs to be confirmed	Dannhauser, KZN	1,233	3 Farms	n/a	n/a	n/a	PR application submitted; Awaiting DMR reply	Reconnaissance	n/a	12	n/a	n/a	–
	E. Newcastle Project Area					**3,612 ha**							**115.5 mt**			**R8.4 m**	
16	Yarl	Dartingo Trading 217 (Pty) Ltd	100%	Mainly bituminous coal with coking properties	Dannhauser, KZN	1, 216	1 Farm	Prospecting Right	2007/12/12	2011/12/11	Second phase field exploration stage; Resources mostly underground, PR renewal application in progress	Reconnaisance inferred	54.3 16.9 71.2	4,18 3,18	SAMVAL Resource	R8.4	6,8
17	Learydale	Point Blank Trading 104 (Pty) Ltd	64%	Mainly bituminous coal with coking properties	Dannhauser, KZN	253	1 Farm	Prospecting Right	2007/12/13	2011/12/11	Desktop CPR; Second phase field exploration stage; resources mostly underground; PR renewal application in progress	Reconnaisance	44.3	4,17	n/a	n/a	13
18	Brackhoek	Rendiphor (Pty) Ltd	62.5%	Coal – specs to be confirmed –	Newcastle, KZN	1,218	1 Farm	Prospecting Right granted	2011/12/08	2014/12/07	First phase exploration being planned	Reconnaisance	n/a	12	n/a	n/a	–
19	Hornriver	Rendiphor (Pty) Ltd	62.5%	Coal – specs to be confirmed	Newcastle, KZN	925	1 Farm	Prospecting Right granted	2011/12/08	2014/12/08	First phase exploration being planned	Reconnaisance	n/a	12	n/a	n/a	–
	F. Utrecht West Project Area					**7,051 ha**							**– mt**			**R0.0 m**	
20	Witklip	Plante Waves S22 (Pty) Ltd	70%	Lean and bituminous coal with coking properties	Utrecht, KZN	2,761	1 Farm	Prospecting Right	2010/12/15	2013/12/14	First phase exploration being planned Renewal in progress	Reconnaisance	n/a	13	n/a	n/a	–
21	Rensburg	Ocean Crest Trading 24 (Pty) Ltd	62.5%	Lean and bituminous coal with coking properties	Dannhauser, KZN	1,647	1 Farm	Prospecting Right	2010/12/17	2013/12/16	First phase exploration planned; Subject to S11 and other o/s conditions; renewal in progress	Reconnaisance	n/a	13	n/a	n/a	–
22	Dageraad	Ocean Crest Trading 24 (Pty) Ltd	62.5%	Lean and bituminous coal with coking properties	Utrecht, KZN	2,643	1 Farm	Prospecting Right granted	2011/12/08	2013/12/07	First phase exploration planned; Subject to S11 and other o/s conditions; renewal in progress	Reconnaisance	n/a	12	n/a	n/a	–
	G. Utrecht East Project Area					**5,826 ha**							**– mt**			**R0.0 m**	
23	Twijfelfontein	Planet Waves S22 (Pty) Ltd	70%	Lean and bituminous coal with coking properties	Utrecht, KZN	1,382	1 Farm	Prospecting Right	2010/12/15	2012/12/14	First phase exploration being planned; Renewal in progress	Reconnaisance	n/a	13	n/a	n/a	–
24	Mooihoek	Almenta 122 (Pty) Ltd	62.5%	Coal – specs to be confirmed –	Paulpietersburg, KZN	4,444	2 Farms	Prospecting Right	n/a	n/a	Awaiting confirmation of execution date for PR; First phase exploration planned; subject to S11 and other o/s conditions	Reconnaisance	n/a	13	n/a	n/a	–
	H. Vryheid West Project Area					**1,306 ha**							**– mt**			**R0.0 m**	

RESERVES AND RESOURCES SUMMARY TABLE – COAL DIVISION (CONTINUED)

	Project	Mineral rights holding company	Attributable to Miranda	Main commodities	Region	Area (ha)	Properties	DMR status (note 1)	DMR status (note 1)			Resource (notes 2, 15, 18, 19, 22)			Valuation (note 5)		
25	Uitzicht	Planet Waves S22 (Pty) Ltd	70%	Lean and bituminous coal with coking properties	Paulpietersburg, KZN	1,306	1 Farm	Prospecting Right	2010/12/15	2013/12/14	First phase exploration being planned; Renewal in progress	Reconnaisance	n/a	12	n/a	n/a	–
	I. Vryheid East Project Area					**1,443 ha**								**– mt**		**R0.0 m**	
26	Waterval	Citygraph (Pty) Ltd	62.5%	Lean and bituminous coal with coking properties	Abaqulusi, KZN	1,443	1 Farm	Prospecting Right granted	2011/12/08	2014/1207	First phase exploration planned; Subject to S11 transfer and other o/s conditions	Reconnaisance	n/a	12	n/a	n/a	–
	PROJECTS SOLD																
	COAL DIVISION – OTHER																
1	Holfontein	Framica (Pty) Ltd	70%	Thermal coal	Standerton, Mpumalanga	2,471	2 Farms	Prospecting Right executed	n/a	n/a	Prospecting Right executed – sold	Reconnaisance	n/a	22	n/a	n/a	–

	Project	Mineral rights holding company	Attributable to Mirada	Main Commodities	Region	Area (ha)	Properties	DMR status (note 1)	DMR status (note 1)			Resource (notes 2, 15, 18, 19, 22)			Valuation (note 5)		
								Status of Rights	Granted	Expiring	Project status	Classification	(mt)	Note	Description	(R mil)	Note
	DIAMOND DIVISION																
1	Turffontein	Miranda Minerals (Pty) Ltd	100%	Alluvial diamonds	North West	7,169	2 Farms	Prospecting Right	2006/06/21	2008/06/20	Desktop CPR completed; advanced exploration in progress; PR Renewal application in progress	Reconnaissance	n/a	20.1	n/a	n/a	–
2	Lauraville	Lauraville Mynbou (Pty) Ltd	87%	Alluvial diamonds	Northern Cape	647	1 Farm	Prospecting Right	2007/05/30	2009/05/29	Desktop CPR completed; advanced exploration in progress; PR Renewal application in progress	Reconnaissance	n/a	20.1	n/a	n/a	–
3	Bergmanshoop	Little Swift (Pty) Ltd	100%	Alluvial diamonds	Northern Cape	4,786	1 Farm	Prospecting Right granted	n/a	n/a	Limited exploration; awaiting confirmation of execution date with DMR	Reconnaissance	n/a	12,20.2	n/a	n/a	–
4	Makganyene	Winter Breeze (Pty) Ltd	100%	Alluvial/kimberlite diamonds	Kuruman, Northern Cape	428	1 Farms	Prospecting Right	n/a	n/a	Limited exploration; awaiting confirmation of execution date with DMR	Reconnaissance	n/a	12,20.2	n/a	n/a	–
	DIAMOND DIVISION – TOTAL					**13,030 ha**							**– mt**			**R0.0 m**	
	GOLD AND PLATINUM DIVISION																
1	Syferbult-Boons	Emerald Sky (Pty) Ltd	100%	Gold	North West	4,831	3 Farms	Prospecting Right	2010/10/15	2013/10/14	Desktop CPR completed – no resource; ore body sampling, further geological investigations to commence	Reconnaissance	n/a	20.2	n/a	n/a	–
	GOLD AND PLATINUM DIVISION – TOTAL					**4,831 ha**							**– mt**			**R0.0 m**	
	BASE AND INDUSTRIAL MINERALS DIVISION																
1	Rozynenbosch	Miranda Minerals (Pty) Ltd	100%	Zinc, lead, silver, copper	Northern Cape	3,978	1 Farm	n/a	n/a	n/a	Prospecting right granted – waiting on execution date from DMR	Indicated	–	3,18 20.1	Acquisition value	–	27
	BASE AND INDUSTRIAL MINERALS DIVISION – TOTAL					**3,978 ha**							**– mt**				

RESERVES AND RESOURCES SUMMARY TABLE – COAL DIVISION (CONTINUED)

Notes to the Reserves and Resources Summary table:

1. Unless otherwise noted, all references to permits or applications on South African properties relate to "new order" prospecting or mining rights on Miranda Minerals (Pty) Ltd Miranda Coal (Pty) Ltd holds legal mining title over its properties. Where the existence of a right has not been specifically indicated, the permit conversion and/or application processes have not yet been concluded. Further information on the specific properties concerned is available at the Company's offices.
2. SAMREC compliant Competent Person's Reports (CPRs) have been completed as indicated and confirm all SAMREC classified coal resources as stated (i.e. excluding reconnaissance resources).
3. Summarised from the Resources and Reserves Statement per SAMREC report on individual projects (available from the Company's offices and website).
4. Management's internal assessment of possible reconnaissance resources are per Mintek report of May 2007, entitled "Assessment of KwaZulu-Natal Province's Coal Mining and Coal Resources", or per independent third party professional assessments and are not compliant with SAMREC.
5. All valuations are shown at the value attributable to Miranda, i.e. after accounting for the interests of minorities. Except where specifically indicated, the valuations do not represent values in the Statement of Financial Position of the Group.
6. Taken from Short-form Technical Resource and Valuation Statements prepared by Venmyn, based on the guidelines set out in Table 1 of the SAMREC Code and Table 2 of the SAMVAL Code. Full SAMREC Code compliant CPRs have not been compiled by Venmyn. SAMREC and SAMVAL Table 1 and Table 2 checklists have been completed respectively for each project. The date of these valuations are 30 September 2010 – the valuations have not been updated and do not reflect the impact of higher international coal prices.
7. The cash flow approach relies on the "value in use" principle and requires determination of the present value of future cash flows over the useful life of the asset. The asset is valued using the free cash flow capitalisation, i.e. the discounted cash flow (DCF) methodology.
8. Resource valuation based on the Market Approach relies on the principle of "willing buyer, willing seller" and requires that the amount obtainable from the sale of the asset is determined as if in an arm's length transaction. The Market Valuation Approach requires comparison with relatively recent transactions of assets that have similar characteristics to those of the asset being valued. It is generally based upon a monetary value per unit of resource (where available) or per unit of defined mineralisation.
9. Management's current value assessment of the Sesikhona project is R88.2 million (attributable value), based on an internal pre-feasibility study of the first phase opencast mine and initial underground extension. Other than the approval of the amended EWULA, logistics arrangements, and the conclusion of an off-take agreement for Sesikhona's anthracite, there are no other material conditions that may impact on the Company's ability to continue with mining and exploration activities.
10. Based on the results of an internal pre-feasibility study, management's current value assessment of the Boschhoek prospecting area is R323 million (attributable value). This was calculated on a stand alone basis, i.e. without accounting for the synergistic advantages of developing the Burnside and Boschhoek lease areas as one operating entity – as is the intention of management.
11. New Prospecting Right granted by and executed with the DMR since the publication of the 2012 Annual Report.
12. These projects will only comply with the legal and SAMREC Code definition of a mineral asset once the prospecting right has been granted and executed with the DMR or other relevant regulatory authority.
13. Other than where indicated in this table and/or this Annual Report, during the year under review no significant additional exploration activities, results or feasibility studies were undertaken on these projects. Other than where indicated in this table and/or this Annual Report, no comprehensive geological or mining models have been developed to date and no substantive geological mineralisation, tonnage and grade data has been verified or other technical and economic parameters considered on any other projects.
14. All the analytical data for the Top seam was gridded in 25-metre by 25-metre blocks to determine averages per mining block and assist in mine planning. The boreholes drilled at the end of 2009 and beginning of 2010 were added to the existing historical data. All the coal intersections were sent for laboratory washability testing. Resource blocks and all available raw coal qualities for all boreholes were modelled. Yields are unevenly distributed over the resource areas. High inherent moisture content in places can be attributed to weathering while the high volatile content is around the fringes of the resource block.
15. Grid sizes were determined by borehole spacing and a minimum grid size of 25 metres. Grids in areas that were to be excluded out of the resource area were blanked out. Volumes were then calculated for each of the resource blocks by subtracting the elevation floor grid from the elevation of the roof grid surface. The volume was then multiplied by the average Raw RD. Varying modifying factors, as listed above, were then applied to arrive at an in situ tonnage for each resource block. Qualities were simulated and raw qualities for each resource block were simulated and then tabulated for the report.

16. All exploration results were incorporated in the Mineral Resource and Reserve Statement.
17. Unless otherwise indicated, there was no change in the projects' Mineral Resource and Reserve estimates when compared with the previous financial year.
18. In calculating and classifying the Mineral Resources and Reserves, without exception account has been taken of all relevant factors, ie relative confidence in tonnage/grade computasions, density, quality, value and distribution of primary data and information, and confidence in continuity of the geological and mineralisation models. The result appropriately reflects the Competent Person's view of the deposits in all cases.
19. Other than the normal conditions associated with exploration projects of this nature and as indicated in this Annual Report, such as successful mining right application and positive feasibility study outcome, there are no material conditions that may impact on the company's ability to continue with mining and exploration activities.
20. Unless otherwise indicated, stakes in all coal mineral rights holding companies are held through Miranda Coal (Pty) Ltd, a wholly-owned subsidiary of Miranda Mineral Holdings Ltd.
    20.1 Investment is held through Miranda Minerals (Pty) Ltd, a wholly-owned subsidiary of Miranda Mineral Holdings Ltd.
    20.2 Investment is held through Molebogeng Mining Investment Holdings (Pty) Ltd, a wholly-owned subsidiary of Miranda Mineral Holdings Ltd.
    20.3 Investment is held through Miranda Diamond Holdings (Pty) Ltd, a wholly-owned subsidiary of Miranda Mineral Holdings Ltd.
    20.4 Investment is held through Miranda Gold (Pty) Ltd, a wholly-owned subsidiary of Miranda Mineral Holdings Ltd.
    20.5 Investment is held through Miranda Mineral Holdings Ltd.
21. Carried on the Statement of Financial Position of the Company at the directors' assessment of the net present value of the Group's anticipated income attributable to its revenue participation, less impairment. The valuation represents the acquisition value of the asset on the date of Miranda's reverse-listing (the directors have to date not deemed it necessary to impair the value of the asset).
22. Other than as indicated in this Reserves and Resources Summary Table (see, inter alia, note 12), a number of potential coal prospects, which were at various stages of acquisition negotiations and/or the DMR application process, and which were combined in certain of the coal project areas under the heading of "Other" in the 2012 Annual Report (i.e. not specifically detailed), were also discarded or abandoned as part of the prioritising and strategic re-focus of the Group's activities.
23. "Details of Lead Competent Person authorising publication of information:

    Mr. PC Meyer (Pr Sci Nat 400025/03), PO Box 41157, Reyno Ridge, 1049, a SAMREC-registered Competent Person (SACNASP, Council for Geoscience, Suite B313, 280 Pretoria Road, Silverton, 0127) and the proprietor of PC Meyer Consulting CC, an independent geological consultancy. Meyer has more than 20 years' experience in the South African coal industry and is an active member of the GSSA and Fossil Fuel Foundation. He advises a number of coal companies in South Africa and abroad, acts as an independent contractor to Miranda and was paid a normal consulting fee for the project.

    Miranda has obtained written confirmation that the information disclosed is compliant with the SAMREC Code and, where applicable, the relevant Section 12 and Table 1 requirements, and that it may be published in the form and context in which it was intended."

SUSTAINABILITY AND RISK REPORT

STRATEGIC, FINANCIAL AND BUSINESS RISK

Miranda acts with due regard to the spirit of the Mining Charter that sets out requirements for achievement of transformation and social objectives between mining companies and the communities in which they operate.

BOARD AND MANAGEMENT RESPONSIBILITIES

Miranda's Board of Directors is committed to ensure that the Group effectively and efficiently manage principal risks.

The Audit and Risk Committee is tasked with ensuring that the Group maintains effective, efficient and transparent systems of operational, financial and risk management.

Miranda's operations and business are affected by a number of risks and uncertainties similar to those typical in the industry it operates. A critical component of the Group's risk management is to ensure that the Group's strategy is aligned with the expectations of management, the Board and its shareholders.

Management is tasked to assist the Audit and Risk Committee to closely monitor the development, implementation and maintenance of the Group's strategy to facilitate the extraction of maximum shareholder value from its assets. The Board also evaluates and considers strategic partnerships on a continuous basis that could enhance shareholder value.

The Board, assisted by the Audit and Risk Committee, continuously assesses risk to ensure that proper systems of internal control are developed, implemented and maintained to identify and manage risk within the organisation.

OPERATIONS

The potential risks and opportunities related to sustainability arise from the availability of sufficient competence resources, the health and safety of our personnel, our ability to develop the Company's portfolio according to the changing needs of the market, and the adequacy and pricing of financing.

The Group's operating risk will increase as its business develops and assets are brought to account. An increase in exploration and production expenses as well as capital expenditure will increase risks associated with advancing exploration, development and commercial production of its assets.

As it may not always be possible to accurately estimate the inputs required in determining operational sustainability, there is always a risk that forecasts can be negatively impacted by factors beyond the control of the Board.

FINANCIAL MARKETS

Miranda's economic responsibility is to benefit all our shareholders through profitable business operations. Securing the continuity of our operations requires that we have sufficient funding available under all circumstances. Various economic uncertainties globally could potentially have a negative impact on funding from capital markets.

Miranda aims to further develop its sustainability risk management by including all relevant aspects of sustainability management and adding the recognised issues into the Risk Assessment and Risk Management Evaluation process.

Management prepares financial forecasts to determine the Group's ability to be a sustainable business operation. These forecasts include judgements and assumptions which include but are not limited to, the prices of commodities, capital expenditure, production costs, environmental rehabilitation liabilities and other project related costs. A negative impact on any, or all, of these factors could cause a project to become uneconomical and could negatively impact on the value of the Group.

HEALTH AND SAFETY

Miranda continuously focusses on identifying and preventing health and safety risks. The Company thoroughly investigates all incidents and initiates the necessary actions to prevent them in the future. The initiation of safety and security guidelines will improve the well-being of our employees.

ENVIRONMENTAL ISSUES

Exploration and mining activities within South Africa are governed by a number of statutory requirements. These requirements apply to exploration activities through the use of environmental impact assessments to ascertain and address the potential negative impacts of mining and extending through to the issuing of water use permits on mining sites.

Miranda, as a responsible corporate citizen of South Africa, is committed to operating within these legislative requirements and working in a manner that will ensure the sustainability of the environment on which local communities depend for their livelihoods.

SOCIAL INVOLVEMENT

Involvement with the communities surrounding Miranda sites is based on the belief that social interventions and programmes must be sustainable and capable of sustaining themselves long after mining operations have ceased. Although "once-off" donations in support of specific causes have their place in a social programme, they generally benefit smaller, identifiable groups and are not to be considered as the centrepiece of the Miranda corporate social investment programme.

The Miranda approach to sustainable corporate involvement with the Communities is based on a multi-layered programme, namely through the creation of employment opportunities, interaction with communities regarding social and labour plans developed to assist with social upliftment and Assisting younger members of the community.

Acting within the transformation requirements of the Mining Charter, Miranda has ensured that the communities will be able to participate in the prosperity arising from the production of the mine.

CORPORATE GOVERNANCE

INTRODUCTION

Miranda Mineral Holdings Ltd ("Miranda" or "the Company") is a South African based mineral exploration investment and holding company involved in the business of mineral exploration and mining.

The Board of Directors, senior management and employees remained committed to the highest standards of corporate governance during the period under review. The Board promote the highest moral and ethical business standards, as well as sound and transparent business practices.

The Board applies the principles of good corporate governance as advocated by the King III Report in order to ensure that an ethical foundation exists. The principles of King III are implemented throughout the Company as far as possible to ensure that shareholders and other stakeholders may derive assurance that the Company is being ethically managed according to prudently determined risk parameters and in compliance with generally accepted corporate practices.

STATEMENT OF COMPLIANCE

Miranda is subject to the ongoing disclosure, corporate governance and other requirements imposed by the Companies Act of South Africa, 2008 ("the Companies Act"), the Listings Requirements of the JSE Ltd ("Listings Requirements") and the King III Code of Governance Principles for South Africa ("King III").

Miranda has adhered to the statutory duties and responsibilities imposed by the Companies Act and the Listings Requirements, and recognises the need to conduct the business according to the principles of King III.

During the period under review, Miranda continued to enhance its governance, assurance and risk management practices in relation to the requirements of King III and the Companies Act of South Africa. As a consequence certain roles, structures and committee mandates were enhanced to strengthen governance in the Company.

As demonstrated by this integrated report, Miranda has embraced the "apply or explain" principle of King III and complied with the Companies Act and Listings Requirements of the JSE Ltd (aside from where otherwise indicated). The principles that have not been applied are listed and explained below:

No.	King III Principle and recommended practice	Explanation
2.8	IT Governance.	The Board applied certain IT governance principles but the full implementation of the recommended practise was on-going.
2.22	The evaluation of the Board, its committees and the individual directors should be performed during the year.	No evaluation was done during the period under review due to various changes on the board. The evaluation will be done during the following financial year.
7.1	The Board should ensure that there is an effective risk based internal audit.	Due to the size of the Company the Board has decided that it is not economical to have an internal audit function. This will be evaluated as the Company grows.

BOARD OF DIRECTORS

The Board is the primary custodian of corporate governance and provides strategic direction under the direction of Dr. Lelau Mohuba. Miranda has a unitary balanced Board. There is a clear division of responsibility at Board level to ensure a balance of power and authority such that no one individual has unfettered powers of decision-making. The Board ensures the integrity of the financial statements to fairly present the state of affairs of the Company and the Group.

BOARD CHARTER

A Board Charter, which regulates how business is to be conducted by the Board in accordance with the principles of good corporate governance was accepted by the Board and the Board Charter is in line with the guidelines and requirements of King III and the Companies Act 71, of 2008. This charter is continuously reviewed and revised to ensure ongoing compliance and good governance.

BOARD COMPOSITION

At the date of this Integrated Report the Board comprises of 9 (nine) directors.

Non-executive Chairman: Dr. Lelau Mohuba (appointed 20 January 2012).

Independent Non-executive Directors: Jabu Mahlangu, Michael J Yates (Lead Independent) and Gideon Joubert (appointed 20 January 2012).

Non-executive Directors: Peter Cook, Carole Chiloane[1], Nhlanhla Madalane (appointed 26 March 2013).

Chief Executive Officer: John Wallington (appointed 1 November 2013, subsequent to year end).

Chief Financial Officer: Adriaan Botha acted as the interim Chief Financial Officer from April 2013 and the rest of the period under review.

Executive Director: Mick Cook (appointed 3 December 2012).

[1] Carole's function from Independent Non-executive Director to Non-executive Director came about on19 May 2013 when the Sentula transaction was contemplated with the involvement of Mochiba Investments (Pty) Ltd. She was the incorporated and sole subscriber of Mochiba Investments (Pty) Ltd.

The following Directors resigned during the year:

- Andrew Johnson (appointed 1 August 2011 and resigned 30 November 2012.)
- Carina de Beer (appointed 8 October 2012 and resigned 12 April 2013.)
- Rudolph de Bruin (appointed 15 August 2013; resigned 25 February 2014.)
- John Bristow (appointed as alternative Director to Rudolph de Bruin on 19 November 2013; resigned 25 February 2014.)

The majority of the Non-executive Directors were for the most of the financial year independent and each director applies his or her mind independently to matters of the Company. The role of the Chairman and the CEO remained separate throughout the year under review.

Non-executive Directors are required to devote sufficient time to the Company's affairs. The composition of the board and clearly defined director's responsibilities ensures that no individual director has unfettered powers. The directors bring a wide range of expertise, commercial, technical and business acumen allowing them to exercise independent judgement in Board deliberations and decisions. In future an evaluation of the Board's performance will be conducted annually.

BOARD RESPONSIBILITIES

The Board is accountable for relations with stakeholders and is responsible for creating, protecting and enhancing the Company's wealth and resources, timely and transparent reporting, and for acting at all times in the best interests of the Company and its shareholders. The Board acts within an approved delegation of authority. The Board's primary functions include, but are not limited to:

- oversight of the Group's strategic direction and the control of the Group;
- set the values to which the Company will adhere formulated in its code of conduct;
- ensure that its conduct and that of management aligns to the values and is adhered to in all aspects of its business;
- promote the stakeholder – inclusive approach to governance;
- ensure that all deliberations, decisions and actions are based on the four values of good governance;
- ensuring that the Company acts as, and is seen to be a responsible corporate citizen;
- approving major capital projects, acquisitions or divestments;
- exercising objective judgement on the Group's business affairs, independent of management;
- ensuring that appropriate governance structures, policies and procedures are in place;
- ensuring the effectiveness of the Group's internal controls;
- reviewing and evaluating the Group's risks;
- approving the annual budget and operating plan;
- approving the annual and interim financial results and shareholder communications; and
- approving the senior management structure, responsibilities and succession plans.

CHAIRMAN

Dr. Lelau Mohuba was appointed the Chairman of the Board on 20 January 2012. He presides at Board meetings and ensures that time in meetings is used productively.

The core functions of the Chairman are highlighted as follows:

- he provides the direction necessary for an effective Board;
- he provides overall leadership to the Board and sets an ethical tone;
- he identifies and participates in selecting Board members and oversees a formal succession plan for the Board;
- he plays an active role in setting agendas for the Board meetings;
- he effectively manages conflicts of interest;
- he sets the Board's work plan;
- he ensures that decisions taken at Board meetings are executed;
- he plays an integral part in director induction and ensures that the directors have a good knowledge of their duties and responsibilities;
- he ensures good relationships are maintained between the Company and stakeholders;
- he meets with the CEO and Company Secretary prior to Board meetings, to discuss important issues as necessary; and
- he assesses the performance of the CEO and the Board.

Dr. Mohuba is not a member of any sub-committee of the Board.

NON-EXECUTIVE DIRECTORS

All non-executive directors' appointments are formalised through letters of appointment and re-election is subject to performance and evaluation. The non-executive directors are not involved in the day-to-day operations of the Company nor are they full time salaried employees of the Company.

INDEPENDENT NON-EXECUTIVE DIRECTORS

The following criteria have been confirmed in terms of the independent non-executive directors and apply to the respective directors:

- the directors are not a representative of any shareholder who has the ability to control or materially influence management or the Board;
- the directors hold less than 5% of the total issued share capital of the Company;
- do not have an interest which is less than 5% but which is material to his or her personal wealth;
- the directors were not employed by the Group in any executive capacity for the preceding three financial years or have been the designated auditor or a senior legal adviser for the last three years;
- the directors are not members of the immediate family of an individual who is, or has been, in any of the past three financial years, employed by the Group in an executive capacity;
- the directors are not professional advisers to the Group, other than in the capacity as a director;
- the directors are not a supplier or material supplier to the Group, or to clients of the Group;
- the directors have no material contractual relationship with the Group; and
- the directors are free from any business or other relationship which could be seen to materially interfere with the individual's capacity to act in an independent manner.

The abovementioned criteria will be applied in the future appointment of independent non-executive directors.

EXECUTIVE DIRECTORS

The Executive Directors are responsible for the day-to-day business of the Company. They are full-time salaried employees of the Company with permanent service contracts. The Chief Executive Officer, Mr. John Wallington, has been appointed by Miranda on 1 November 2013, subsequent to the financial year end.

Mr. Mick Cook remained an executive director of Miranda.

Mrs. Carina de Beer was appointed Chief Financial Officer on 8 October 2012 and resigned on 12 April 2013.

Mr. Adriaan Botha acted as interim Chief Financial Officer since the resignation of Mrs. Carina de Beer and will remain as such until a new Financial Director is appointed.

Executive directors are held accountable through regular reports to the Board and are measured against agreed performance criteria and objectives appropriate to the current stage in the business cycle and the prospects of each business unit.

BOARD APPOINTMENT PROCESS

Directors are appointed through a formal process. The Remuneration, Social and Ethics Committee identify persons with the required skills and experience to contribute on the strategy, performance, standard of conduct and resources of the Company. The Board as a whole, individually considers the nomination and recommendation of the committee to ensure diversity and full and free exchange amongst Board members. In line with King III, all proposed candidates will be subject to background screening.

DIRECTOR DEVELOPMENT

All newly appointed directors attend a formal induction programme. A formal Board induction was held on 11 July 2013 and Nhlanhla Madalane and the Chairman of the Board as invitee attended the induction. Messrs. Rudolph de Bruin, John Wallington and John Bristow were appointed subsequent to 11 July 2013. They have received the induction information but remain subject to the formal induction. Rudolph de Bruin and John Bristow resigned before the formal induction was done. Directors are regularly updated on change in risks, laws and the environment. The Company is committed to providing continuing training and development to directors and officers.

ROTATION OF DIRECTORS

The rotation of directors is more fully governed in terms of article 5.1.11 of the Memorandum of Incorporation of the Company. In summary, not less than one third of its directors will retire from office at the Annual General Meeting of the Company. The retiring members of the Board may be re-elected provided that they are eligible. The Board of directors, assisted where appropriate by a Nomination Committee should consider eligibility for re-election based on past performance and contribution. The Remuneration, Social and Ethics Committee assisted the Board in this after its Terms of Reference was enhanced to include responsibility on Nominations. The Board resolved on the recommendation of the Committee that Jabu Mahlangu and Deon Joubert retire after they indicated that they will be available for re-election. The Committee and Board were satisfied with their past contribution and performance. Brief CVs of all retiring directors are available on pages 4 to 6 of the Annual Report.

BOARD MEETING FREQUENCY AND ATTENDANCE

Board meetings are held at least quarterly and additional meetings are convened when necessary, should a particular issue demand the Board's attention. Board meetings are held in accordance with a year planner and relevant, meaningful and comprehensive information gets circulated to the Board in advance of the meeting to ensure that Board members contributes actively and positively to discussions and decisions at meetings. The Board further received the reports of the Chairman of the Audit and Risk Committee and the Remuneration, Social and Ethics Committee. Where necessary, decisions are taken between Board meetings by written resolution as provided for in the Company's Memorandum of Incorporation.

The following Board meetings were held and attended:

Director:	10 Sep 2012	19 Nov 2012	15 Jan 2013	26 March 2013	29 May 2013	27 Aug 2013
Dr. L Mohuba	P	P	A	P	P	P
A Johnson	P	P	R	R	R	R
C Chiloane	P	P	P	P	P	P
J Mahlangu	P	P	P	P	P	P
M Yates	P	P	P	P	P	P
D Joubert	P	P	P	P	P	P
P Cook	P	P	P	P	P	P
C de Beer	X	P	P	A	R	R
M Cook	X	X	P	P	P	P
N Madalane	X	X	X	P	A	P
R de Bruin	X	X	X	X	X	A
Company Secretary	P	P	P	P	P	P

Key: *Present P; Absent/Not appointed X; Apology A; Alternate AP; Meeting cancelled MC; Resigned R; Suspended S*

Directors' remuneration is set out on pages 71 and 72.

BOARD SUB-COMMITTEES

The Company has the following sub-committees:

- Executive Committee ("Exco").
- The Audit and Risk Committee.
- Remuneration, Social and Ethics Committee.

All sub-committees operate under Board approved terms of reference, which are updated from time to time to stay abreast of developments in corporate law and governance best practice.

All the sub-committees, chairpersons and members have unfettered access to the Chairman of the Board and the Board as a whole. The sub-committees and/or their respective members may appoint independent consultants to obtain professional advice, at the Company's expense, to assist with the proper discharge of the sub-committee's responsibilities.

The Chairman of each Board sub-committee annually reports to the Board to the extent and manner in which the particular Committee has performed its mandate. The sub-committee is subject to regular evaluation by the Board in regard to performance and effectiveness.

EXECUTIVE COMMITTEE

The Executive Committee ("Exco") is responsible for managing the Group operations, developing strategy and policy proposals for the Board's consideration, and implementing the Board's directives. The executive directors meet twice monthly and control the day-to-day management of the business.

The Executive Committee's responsibilities include:

- developing the annual budget and business plans for the Board's approval; and
- acting as a medium of communication and co-ordination between operating divisions and the Board; and developing, implementing and monitoring policies and procedures, internal controls, governance, risk management, ethics and authority levels.

The current members of the Executive Committee are:

- John Wallington;
- Mick Cook; and
- Adriaan Botha,

  assisted by Jan Lombard.

AUDIT AND RISK COMMITTEE

The report from the Audit and Risk Committee's chairman, which includes reference to the internal audit functioning, is available on pages 35 and 36.

The following Audit and Risk Committee meetings were held and attended:

Member	8 May 2013	22 May 2013	27 Aug 2013
J Mahlangu	P	P	P
G Joubert	P	P	P
M Yates	P	P	P
Company Secretary	P	P	P
Auditor	P	P	P

Key: *Present P; Absent/Not appointed X; Apology A; Alternate AP; Meeting cancelled MC; Resigned R; Suspended S*

REMUNERATION, SOCIAL AND ETHICS COMMITTEE

The report from the Remuneration, Social and Ethics Committee is available on pages 26 and 27.

The following Remuneration, Social and Ethics Committee meetings were held and attended:

Member	10 Sept 2012	15 Jan 2013	8 May 2013	29 May 2013	27 Aug 2013
M Yates	P	P	P	P	P
G Joubert	P	P	P	P	P
J Mahlangu	P	P	P	P	P
C Chiloane	P	P	P	P	P
Company Secretary	P	P	P	P	P

Key: *Present P; Absent/Not appointed X; Apology A; Alternate AP; Meeting cancelled MC; Resigned R; Suspended S*

COMPANY SECRETARY AND ACCESS TO PROFESSIONAL ADVICE

Fusion Corporate Secretarial Services (Pty) Ltd remained the Company Secretary of the Company.

The directors and Company Secretary are entitled to seek independent professional advice at Miranda's expense, concerning the affairs of the Company. The directors have unfettered access to the Company Secretary.

The Company Secretary performs its duties in accordance with the Companies Act, the Listings Requirements and King III and as such, provides the Board and directors individually with guidance on the discharge of their responsibilities and on matters relating to ethics and good corporate governance.

The Company Secretary is principally responsible for ensuring compliance with the Companies Act of 2008 and that the proceedings of the Board and it members, the various Board Committees, general meetings of shareholders and salient management proceedings are properly administered and the appropriate statutory and other records maintained.

DEALING IN SECURITIES

The dealings in securities policy of the Company had been updated in line with the JSE Listing requirements. During the period under review, Miranda's share trading policy and rules were adhered to and, when required, the necessary consent was obtained by directors to trade in the securities of Miranda. Directors must obtain clearance to deal in Miranda securities from the Chairman and the Company Secretary and in the case of the Chairman, from the Chairman of the Audit and Risk Committee or alternatively, the majority of the other directors who serve on the Board.

Directors are to inform their associates of the requirement of disclosure on trading in securities in terms of the JSE Listing Requirements.

Directors are further to inform their respective brokers of when the closed and prohibited periods of Miranda are.

The Group's directors, executives, employees and the Company Secretary are prohibited from trading in Miranda securities during any closed periods and at any time when any of the directors are aware of unpublished price-sensitive information and/or if clearance to deal has been refused.

The director dealings during the year were as follows:

Mr. Mick Cook purchased 189,000 ordinary shares in Miranda Mineral Holdings Ltd on 30 May 2013 and a further 50,000 ordinary shares in Miranda Mineral Holdings Ltd on 20 June 2013. Mr. Cook obtained the necessary clearance for all of these transactions and the information was disclosed within the 48 hours' time limit every time.

SHARE OPTION SCHEME

The Share Option Scheme for Miranda Mineral Holdings Ltd was formally approved by shareholders on 8 May 2013 at the Annual General Meeting.

The following directors and officers accepted options in terms of the Share Option Scheme:

Mr. Mick Cook accepted 12,000,000 ordinary shares in terms of the offer extended to him, date of acceptation 25 June 2013. These options can be exercised over a five year period ending 24 June 2018.

Mr. Peter Cook accepted 4,500,000 ordinary shares in terms of the offer extended to him, date of acceptation 25 June 2013. These options can be exercised over a five year period ending 24 June 2018.

Dr. Lelau Mohuba accepted 4,500,000 ordinary shares in terms of the offer extended to him, date of acceptation 25 June 2013. These options can be exercised over a five year period ending 24 June 2018.

Mrs. Melinda Gous, Company Secretary, accepted 3,500,000 ordinary shares in terms of the offer extended to her, date of acceptation 25 June 2013. These options can be exercised over a five year period ending 24 June 2018.

Mr. Adriaan Botha accepted 2,000,000 ordinary shares in terms of the offer extended to him, date of acceptation 25 June 2013. These options can be exercised over a five year period ending 24 June 2018.

ANALYSIS OF SHAREHOLDING

Please see the analysis of the shareholding report on pages 36 and 37.

DIRECTORS' DISCLOSURES OF CONTRACTUAL INTERESTS

Directors of the Company are obliged and at every Board meeting given the opportunity to disclose any material interest in contracts with the Company or its subsidiaries in terms of section 75 of the Companies Act 71, of 2008. Such disclosures are noted by the Company Secretary and kept in a separate register of directors' disclosures. Where necessary during the period under review, disclosures were updated.

CODE OF ETHICS

The Board subscribes to the highest level of professionalism and integrity in conducting its business and dealing with all its stakeholders. In adhering to its code of ethics, the Board is guided by the following broad principles:

- businesses should operate and compete in accordance with the principles of free enterprise;
- free enterprise will be constrained by the observance of relevant legislation and generally accepted principles regarding ethical behaviour in business;

- ethical behaviour is predicated on the concept of utmost good faith and characterised by integrity, reliability and a commitment to avoid harm;
- business activities will benefit all participants through a fair exchange of value or satisfaction of need; and
- equivalent standards of ethical behaviour are expected from individuals and companies with whom business is conducted.

INTERNAL AUDIT

Due to the size of the current operations no internal audit function is in place. The Board will continue to monitor the matter.

CONTINUED GOING CONCERN

The directors believe that the Group's operations will continue as going concerns in the financial year ahead. More detail hereon is available in the Directors' Report.

CORPORATE REPORTING, STAKEHOLDER COMMUNICATION AND RELATIONSHIPS

Miranda regularly provides information to stakeholders through the JSE Ltd's Stock Exchange News Service (SENS), the Media and its website (www.mirandaminerals.com).

Shareholders are invited and encouraged to attend the Annual General Meeting(s) of the Company where voting is conducted by ballot.

SPONSORS

The sponsors of the Group are PricewaterhouseCoopers Corporate Finance (Pty) Ltd.

TRANSFER SECRETARY

There was a change in Transfer Secretary. The transfer secretary of the Group is now Link Market Services South Africa (Pty) Ltd. Shareholders can direct their shareholding queries to PO Box 4884, Johannesburg 2000.

Dr. Lelau Mohuba
Chairman

25 February 2014

REMUNERATION, SOCIAL AND ETHICS COMMITTEE REPORT

REMUNERATION REPORT

The Chairman of the Remuneration, Social and Ethics Committee has pleasure in submitting this Remuneration Report to shareholders.

Members

The membership of the Remuneration, Social and Ethics Committee was unchanged during the year and consists of Michael Yates (Chairman), Jabulani Mahlangu and Gideon Joubert (independent non-executive directors) and Carole Chiloane (non-executive director).

Terms of reference

The Terms of Reference previously approved by the Board remained unchanged during the year.

Meetings

The Committee met five times during the year. Meetings were attended by invitees, including the Chief Executive Officer, who is not entitled to vote. Meeting attendances are highlighted on page 23 of the integrated report.

None of the executive directors participate in discussions regarding their own remuneration.

Role of the Committee

The Committee has an independent role and makes recommendations to the Board for approval.

The Committee's roles and responsibilities include:

- developing and regularly reviewing the remuneration strategy and policy to promote the achievement of strategic objectives and encourage individual performance;
- ensuring the Board has the appropriate composition for it to execute its duties effectively;
- ensuring that directors and other senior employees are appointed through a formal process;
- induction and on-going training and development of directors,
- addressing issues relating to the performance management policies of MMH;
- ensuring MMH remunerates directors and executives fairly and responsibly;
- ensuring the disclosure of director's remuneration is accurate, complete and transparent; and
- formal succession plans for the Board, chief executive officer and senior management.

The Remuneration, Social and Ethics Committee's role was enhanced by the inclusion of the Nomination Committee function in its terms of reference.

The Committee is allowed to make use of external advisors to help it its responsibilities.

Remuneration policy for executive directors and all employees

The Committee reviewed the management and employee structure and remuneration policy for executive directors and employees of the Company as mandated by the Board. Its review included, but was not limited to, the following components of remuneration:

- guaranteed total cost to Company of package;
- performance management reviews;
- short term team incentives;
- long-term incentives for strategic high performers;
- an Employee Share Option Scheme of which all non-executive directors and all employees (subject only to satisfactory completion of a minimum period of employment) and various other persons who provide services to the Company are eligible for membership.

The Committee developed a comprehensive remuneration policy for the Company which was approved by the Board and is set out in the policy document submitted in this report for consideration with a non-binding advisory vote from shareholders.

Remuneration structure

The remuneration structure is delegated as follows:

- the Remuneration Committee approves Executive Directors' Fees;
- the remuneration Committee approves executive committee members' remuneration following recommendations from management; and
- management approves employees' remuneration.

Miranda remuneration philosophy

The Group's remuneration philosophy complements its business strategy. The Group employs high-calibre individuals with integrity, intellect and a sense of innovation. It is fundamental to our business culture that all employees subscribe to the values, ethics and philosophy of Miranda.

The remuneration of the Board, executive members and employees is fair and market related. The Board, with the assistance of the Remuneration, Social and Ethics Committee, will maintain this approach, so as to attract and retain suitable employees and board members – to the benefit of the stakeholders. The Board acknowledges the importance of motivating individual and team performance and therefore applies its remuneration philosophy equitably, fairly and consistently in relation to job responsibilities, the markets in which the Group operates and personal performance.

The Group rewards executive directors and employees as follows:

- market related and fair annual packages (base salary and benefits);
- annual performance bonuses when and if applicable;
- a Share Option Scheme.

The following can be reported to shareholders:

(i) The Company's remuneration policy is guided by the principles of King III, including in respect of ensuring that the mix of fixed and variable pay, in cash, shares and other elements, meets the Groups' and Company's needs and that incentives are based on targets that are flexible, verifiable and relevant; and

(ii) satisfying itself as to the accuracy of recorded performance measures that govern vesting of incentives.

Executive contracts and policies

The Chief Executive Officer provides services to the Company under the terms of a contract of employment subject to a period of notice for termination.

Mick Cook continued to act as executive director following the appointment of John Wallington as CEO on 1 November 2013.

Adriaan Botha fulfilled the role of the Interim Chief Financial Officer subsequent to the resignation of Carina de Beer.

The Company does not have any restraint of trade agreements.

Retirement age

There is no specified retirement age for directors.

Non-executive directors' letters of appointment

All Non-executive Directors received letters of appointment.

Remuneration policy for Non-executive Directors

Non-executive Directors are compensated fairly on a competitive basis taking into account the skill and time required and commensurate with the degree of risk involved.

Non-executive Directors' remuneration is subject to shareholder approval.

Non-executive directors are eligible for membership of the share option scheme.

In the case that non-executive directors are requested to resign, there is no contractual compensation for loss of office.

Remuneration policy for independent Non-executive Directors

The Committee reviewed the remuneration policy for Independent Non-executive Directors.

Independent Non-executive Directors are compensated on a competitive basis taking into account the skill and time required, commensurate with the degree of risk involved and on a basis which compares fairly with the benefits of non-executive directors.

Independent non-executive directors are not eligible to participate in the share option schemes.

In the event that they do participate they will no longer be regarded as Independent in terms of the JSE Listings Requirements.

Independent Non-executive remuneration is subject to shareholder approval.

Disclosed employees

It is confirmed that no portion of the directors' salaries related to services as directors of subsidiaries.

Refer to note 33 for details of Director emoluments.

SOCIAL AND ETHICS REPORT

The Company addressed the requirement of the Companies Act, 71 of 2008 for it to have a Social and Ethics Committee by combining it with its Remuneration Committee. The Committee became the Remuneration, Social and Ethics Committee on 15 May 2012.

The chairman of the Committee reports on the Social and Ethics as follows:

Our main aim is to embed a culture of ethical behaviour within the Group. The Committee assists the Board in ensuring that the Group is, and remains, a good and responsible corporate citizen by monitoring sustainable development aspects.

Although these meetings were primarily and predominately introductory to the Social and Ethics Committee's role and responsibility, the Committee agreed that the Group's Social and Labour plan required review. The review on the Group's Social and Labour plan progressed and the Company furthered its relationship with the communities in which it operates.

The BBBEE in the Group is kept under review to ensure ongoing compliance.

The Committee keeps the Group's activities under review having regard to relevant legislation, legal requirements and codes of best practice, in relation to matters pertaining to:

- social and economic development;
- good corporate citizenship;
- the environment;
- health and public safety;
- consumer relationships; and
- labour and employment matters.

Social and Ethics Functions

The Committee, in terms of the approved Terms of Reference, has the following, but is not limited to these, functions:

- to oversee the social and ethical matters relating to the company;
- to ensure that the Company acts as a good corporate citizen;
- to ensure that ethical values and principles underpins the Group's activities;
- to ensure all relevant aspects that may have a significant impact on the long-term sustainability of the business of the Group are addressed;
- to be sure to consider other factors which may influence the Company's "triple bottom line" reporting; and
- to ensure compliance with the statutory Social and Ethics Committee functions required under Regulation 43 (5) of the Companies Act.

Social and Ethics Responsibilities

The Committee, in terms of the approved Terms of Reference, has the following, but not limited to, responsibilities:

It monitors the Company's activities, having regard to any relevant legislation, other legal requirements or prevailing codes of best practice, with regard to matters relating to:

- Social and economic development, including the Company's standing in terms of the goals and purposes of:
  - The 10 principles set out in the United Global Compact Principles;
  - The OECD recommendations regarding corruption;
  - The Employment Equity Act; and
  - The Broad-Based Black Economic Empowerment Act;
- Good Corporate Citizenship, including the Company's:
  - Promotion of equality, prevention of unfair discrimination, and reduction of corruption;
  - Contribution to development of the communities in which its activities are predominantly conducted or within which its products and services are predominantly provided;
  - Record of sponsorship, donation and charitable giving;
- The environment, health and public safety, including the impact of the company's activities and of its products or services;
- Consumer relationships, including the Company's advertising, public relations and compliance with consumer protection laws; and
- Labour and Employment, including:
  - The Company's standing in terms of the International Labour Organisation Protocol on decent work and working conditions;
  - The Company's employment relationships, and its contribution towards the educational development of its employees;
  - (i) Drawing matters within its mandate to the attention of the Board as the occasion requires; and
  - (ii) Reporting, through one of its members, to the shareholders of the company at the annual general meeting on the matters within its mandate.

CONTENTS

The reports and statements set out below comprise the financial statements presented to the shareholders:

DIRECTORS' RESPONSIBILITIES AND APPROVAL

The directors are required in terms of the Companies Act, 71 of 2008, to maintain adequate accounting records and are responsible for the content and integrity of the audited financial statements and related financial information included in this report. It is their responsibility to ensure that the audited financial statements fairly present the state of affairs of the Group and Company as at the end of the financial year and the results of its operations and cash flows for the period then ended, in conformity with International Financial Reporting Standards. The external auditors are engaged to express an independent opinion on the audited financial statements.

The audited financial statements are prepared in accordance with International Financial Reporting Standards and are based upon appropriate accounting policies consistently applied and supported by reasonable and prudent judgements and estimates.

The directors acknowledge that they are ultimately responsible for the system of internal financial control established by the Group and place considerable importance on maintaining a strong control environment. To enable the directors to meet these responsibilities, the Board of directors sets standards for internal control aimed at reducing the risk of error or loss in a cost effective manner. The standards include the proper delegation of responsibilities within a clearly defined framework, effective accounting procedures and adequate segregation of duties to ensure an acceptable level of risk. These controls are monitored throughout the Group and Company and all employees are required to maintain the highest ethical standards in ensuring the Group's business is conducted in a manner that in all reasonable circumstances is above reproach. The focus of risk management in the Group and Company is on identifying, assessing, managing and monitoring all known forms of risk across the Group. While operating risk cannot be fully eliminated, the Group endeavours to minimise it by ensuring that appropriate infrastructure, controls, systems and ethical behaviour are applied and managed within predetermined procedures and constraints.

The directors are of the opinion, based on the information and explanations given by management, that the system of internal control provides reasonable assurance that the financial records may be relied on for the preparation of the audited financial statements. However, any system of internal financial control can provide only reasonable, and not absolute, assurance against material misstatement or loss.

The directors have reviewed the Group's cash flow forecast for the year to 31 August 2014 and, in the light of this review and the current financial position, they are satisfied that the Group and Company has or has access to adequate resources to continue in operational existence for the foreseeable future.

The external auditors are responsible for independently reviewing and reporting on the Group's audited financial statements. The audited financial statements have been examined by the Group's external auditors and their report is presented on page 31.

The audited financial statements set out on pages 36 to 76, which have been prepared on the going concern basis, were approved by the Board of Directors on 28 February 2014 and were signed on its behalf by:

John Wallington
Director

CERTIFICATE BY THE COMPANY SECRETARY

In terms of section 88(2)(e) of the Companies Act, 2008, I certify that, to the best of my knowledge and belief, Miranda Mineral Holdings Limited has lodged with the Commissioner all such returns and notices as are required by the Companies Act, 2008, and that all such returns and notices are true, correct and up to date.

Melinda Gous
Company Secretary

25 February 2014

INDEPENDENT AUDITORS' REPORT

FOR THE YEAR ENDED 31 AUGUST 2013

TO THE SHAREHOLDERS OF MIRANDA MINERAL HOLDINGS LTD

REPORT ON THE FINANCIAL STATEMENTS

We have audited the consolidated and separate financial statements of Miranda Mineral Holdings Limited set out on pages 36 to 76, which comprise the statements of financial position as at 31 August 2013, and the statements of comprehensive income, statements of changes in equity and statements of cash flows for the year then ended, and the notes, comprising a summary of significant accounting policies and other explanatory information.

DIRECTORS' RESPONSIBILITY FOR THE FINANCIAL STATEMENTS

The Company's directors are responsible for the preparation and fair presentation of these consolidated and separate financial statements in accordance with International Financial Reporting Standards and the requirements of the Companies Act of South Africa and for such internal control as the directors determine is necessary to enable the preparation of consolidated and separate financial statements that are free from material misstatements, whether due to fraud or error.

AUDITORS' RESPONSIBILITY

Our responsibility is to express an opinion on these consolidated and separate financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the consolidated and separate financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

OPINION

In our opinion, the consolidated and separate financial statements present fairly, in all material respects, the consolidated and separate financial position of Miranda Mineral Holdings Limited as at 31 August 2013, and its consolidated and separate financial performance and consolidated and separate cash flows for the year then ended in accordance with International Financial Reporting Standards, and the requirements of the Companies Act of South Africa.

EMPHASIS OF MATTER

Without qualifying our opinion, we draw attention to the disclosure on going concern in note 38 which indicates that the Group incurred a loss of R 24,5 million for the year ended 31 August 2013 and, as at that date, the Group's net current liability position was R8.6 million. These conditions, along with other matters, indicate the existence of material uncertainty which may cast doubt on the Group's ability to continue as a going concern.

The going concern assumption is subject to the successful outcome of the matters referred to in note 38.

OTHER REPORTS REQUIRED BY THE COMPANIES ACT

As part of our audit of the consolidated and separate financial statements for the year ended 31 August 2013, we have read the Directors' Report, Audit and Risk Committee's Report and Company Secretary's Certificate for the purpose of identifying whether there are material inconsistencies between these reports and the audited consolidated and separate financial statements. These reports are the responsibility of the respective preparers. Based on reading these reports we have not identified material inconsistencies between these reports and the audited consolidated and separate financial statements. However, we have not audited these reports and accordingly do not express an opinion on these reports.

Grant Thornton (JHB) Inc

Grant Thornton (Jhb) Inc
Chartered Accountants (SA)
Registered Auditors

Rudi Huiskamp
Partner
Chartered Accountant (SA)
Registered Auditor

25 February 2014

42 Wierda Road West
Wierda Valley
2196

DIRECTORS' REPORT
FOR THE YEAR ENDED 31 AUGUST 2013

The Miranda Board is pleased to present the Integrated Report for the year ended 31 August 2013.

The Board is committed to constantly improving reporting to shareholders by bringing together material and important information about the Group and Company's strategy, governance, performance and prospects in a way that reflects the commercial, social and environmental context within which it operates.

The Group's strategy going forward is a continued enhancement of shareholder value. A key priority for the Board is positive cashflow generation via consolidated focus on new and existing high-grade anthracite and coal assets adjacent to the current portfolio and further development of a third product line by targeting niche acquisitions of small low-cost deposits with early positive cash flow potential. Of equal importance are further studies of existing assets through growth of production and near production assets, and cleaning-up of non-core mineral rights, either through a separate listing or disposal.

The strengthening of the Board through new leadership, with both corporate and technical experience to drive home the delivery of strategic goals, further facilitated in the process of review that the Board commenced in the 2012 financial year.

With the legacy issues having been dealt with, the Company is in the process of transforming into a coal producer.

FINANCIAL RESULTS
The results of the Group and Company and the state of its affairs are set out in the Group and Company financial statements and accompanying notes for the year ended 31 August 2013.

OVERVIEW AND INTERESTS
Miranda is a JSE-listed Company with significant coal assets situated in South Africa. Refer to the operational review on page 10 of this Integrated Report for details of the Group's assets.

DIVIDENDS
No dividend has been proposed or declared for the year ended 31 August 2013.

STATED CAPITAL
The Company has issued the following ordinary shares during the period under review and up to the date of signature of this annual report:

Date	Share issue type	Number of shares
18 September 2012	Acquisition of assets	3,109,344
10 December 2012	General Issue of shares for cash at 18.16 cents per share	46,806,187
21 January 2013*	Conversion of debt into equity through a specific issue of shares	228,093,741
20 March 2013	General issue of shares for cash at 16 cents per share	12,000,000
3 April 2013	General issue of shares to settle debt at 16 cents per share	28,951,940
22 May 2013	General issue of shares for cash at 17 cents per share	2,400,000
12 December 2013	General issue of shares for cash at an average 10.57 cents per shares	11,286,525
12 December 2013	General issue of shares for cash at 25 cents per share	2,400,000
17 December 2013	General issue of shares for cash at an average 10.59 cents per share	48,419,095

**Refer to note 17 for details.*

DIRECTORS
Short biographies of members of the Board and management are disclosed on pages 4 to 6.

DIRECTORS' INTEREST IN SHARES

Directors' interests in the issued capital of the Company as at 31 August 2013 are as follows:

	2013		2012	
	Direct beneficial	Percentage	Direct beneficial	Percentage
P Cook	10,691,059	*1.65	10,691,059	*1.75
MD Cook	8,183,407	1.26	7,994,407	1.31
Total	18,874,466	2.91	18,605,466	3.06

There were no indirect holdings by directors and no movement occurred in the directors' interests up to the date of this report.

** Percentage of shareholding differs from percentage at year-end due to dilution after the specific issues of shares.*

SPECIAL RESOLUTIONS PASSED

During the period under review the Company passed the following special resolutions:

1. General authority to acquire (repurchase) shares;
2. Financial assistance.
3. Adoption of new MOI.

There were no special resolutions passed in any of the subsidiaries during the period under review.

BORROWING LIMITATIONS

In terms of the Memorandum of Incorporation, the directors may exercise all the powers of the Company to borrow money, as they consider appropriate.

NON-CURRENT ASSETS

There were no changes in the nature of the non-current assets of the Group or in the policy relating to the use of the non-current assets.

GOING CONCERN

Refer to note 38 for details.

COMPANY SECRETARY

A formal evaluation, in line with the approach followed the previous year was conducted on the Company Secretary by the Chairman on behalf of the Board.

The evaluation was in line with key legislative and governance principles and practices (Companies Act and King III). The evaluation included consideration on competence, knowledge, experience and qualifications of the Company Secretary, Fusion Corporate Secretarial Services (Pty) Ltd. In line with the provisions of paragraph 3.84 (i) of the Listing Requirements it is confirmed that the Company Secretary has combined qualifications that includes B.Com Accounting and Law to Diplomas in Advanced Business and Securities Law. It is further confirmed that the Company Secretary has the requisite combined competence, knowledge and experience of collectively more than 10 years, to carry out the duties of a secretary of a public company. Considering the statutory duties imposed by the Companies Act, it is confirmed that the Company Secretary fulfilled the statutory duties in line with the statutes. Considering the best practise recommendations in King III with regards to the Company Secretary is concerned, it is confirmed that the Company Secretary acted in accordance with the best practise recommendations. In line with the provisions of paragraph 3.84 (j) of the Listings Requirements it is confirmed that the Company Secretary is independent.

The Company Secretary is not a director of the company. The Company Secretary does not represent a material shareholder.

The Board believes that there is an arms length relationship because the Company Secretary acts independently, and provides independent advice and opinions on all issues relating to the Company at all times.

AUDIT AND RISK COMMITTEE REPORT

FOR THE YEAR ENDED 31 AUGUST 2013

Dear Shareholder,

The Audit and Risk Committee of the Company has pleasure in submitting its report, as required by the Companies Act, 71 of 2008.

FUNCTIONS OF THE COMMITTEE

The Audit and Risk Committee acts in accordance with an approved term of reference. The committee continued to operate effectively and satisfied its responsibilities during the year in compliance with its approved terms of reference.

The committee assists the Board in discharging its duties relating to the safeguarding of assets, the operation of adequate systems and control processes and the preparation of accurate financial reporting in compliance with all legal requirements, accounting standards and JSE regulations. It further considers the capital commitments of the Group and Company's exploration programmes and evaluates the effectiveness of risk management, systems of controls and governance.

INTERNAL AUDIT FUNCTION

The Board reviewed the internal audit function during the period under review and agreed that the cost relating to such a function and the size of the Group did not justify such a function. The Audit and Risk Committee currently oversees the important internal control of segregation of duties.

SOLVENCY AND LIQUIDITY

The Audit and Risk Committee monitors the solvency and liquidity of the Group and Company in conjunction with the Board.

COMMITTEE MEMBERS

J Mahlangu (Chairman and Independent Non-executive director).
M Yates (Lead Independent Non-executive Director).
D Joubert (Independent Non-executive Director).

Biographical details of the committee members appear on pages 4 to 6.

The committee members remained unchanged since the last shareholder approval in May 2013. The Board remained satisfied that the Audit and Risk Committee members were suitably skilled and experienced independent non-executive directors and agreed to recommend their appointment for the ensuing year. All members of the Audit and Risk Committee are independent in terms of King III definitions.

EVALUATION OF THE FINANCIAL STATEMENTS

The Committee reviewed and discussed the Group and separate financial statements with the independent external auditors and Financial Director. Based on the information provided to the Audit and Risk Committee, the Committee is satisfied that the Group and Company complies, in all material respects, with the requirement of the Companies Act, 71 of 2008 and International Financial Reporting Standards ("IFRS").

The external auditors had unrestricted access to the Group's records and management. There were no limitations imposed on the scope of the external audit.

These Group and Company financial statements will be open for discussion at the forthcoming Annual General Meeting. After agreeing that the going concern premise was appropriate the Audit and Risk Committee has recommended the adoption and approval of the Group and separate financial statements and integrated report by the Board at a meeting held on 25 February 2014.

CHIEF FINANCIAL OFFICER

Adriaan Botha was appointed the interim Chief Financial Officer following the resignation of Mrs. Carina de Beer as Financial Director. The Audit and Risk Committee has evaluated Adriaan Botha for appropriate expertise and experience during the 2013 financial year, as required by JSE Listings Requirements 3.84(h) and were of the view that he has the necessary experience and expertise to fulfil the role.

The Audit and Risk Committee has evaluated the appropriateness of the expertise and adequacy of resources of the finance function and was satisfied with it.

EXTERNAL AUDITORS

PKF (Jhb) Inc was appointed as the external auditors of the Company on 13 August 2012 with RM Huiskamp as the designated audit partner. PKF (Jhb) Inc subsequently merged with Grant Thornton during 2013. The external auditors remain the same but are now known as Grant Thornton.

The external auditors' independence is in no way impaired and they have unrestricted access to the Committee.

The Audit and Risk Committee has further evaluated the independence of Grant Thornton as the external auditors and is satisfied that they have maintained their independence during the year under review.

The Committee confirms that it has nominated the auditors for re-appointment for the 2014 financial year.

The audit firm and designated auditor are accredited to appear on the JSE's list of accredited auditors.

ANNUAL AUDIT FEES

The annual audit fee for the financial period under review amounted to R600,000 and was approved by the Committee.

NON-AUDIT SERVICES

The Committee determines the nature and extent of any non-audit services that the auditor may provide to the Company. There were no non-audit services approved for the period under review.

RISK MANAGEMENT

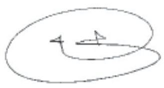
The Board as a whole currently performs the risk assessments of the Group and Company and the Audit and Risk Committee oversees the management thereof.

MEETINGS

The Committee is required to meet at least twice a year and such other times as the Chairman of the Committee requires. The external auditors are present at these meetings. The Chairman of the Board, the Managing Director, the Financial Director and any other board member, has the right of attendance of the Committee meeting as an invitee.

The Chairman of the Committee, and in the instance of his absence, any other member of the Committee, will attend the Annual General Meeting to answer questions falling within the Terms of Reference of the Committee.

The table summarising the attendance at the Committee meetings during the financial period under review is available on page 21.



J Mahlangu
Chairman of the Audit and Risk Committee

25 February 2014

SHAREHOLDER ANALYSIS
FOR THE YEAR ENDED 31 AUGUST 2013

Company: Miranda Mineral Holdings Ltd
Register date: 30 August 2013
Issued share capital: 649,048,345

	Number of shareholdings	%	Number of shares	%
Shareholder spread – 2013				
1 – 1,000 shares	377	21,42	132,368	0.02
1,001 – 10,000 shares	582	33,07	3,134,433	0.48
10,001 – 100,000 shares	590	33,52	20,011,292	3.08
100,001 – 1,000,000 shares	164	9,32	56,651,504	8.73
1,000,001 shares and over	47	2,67	569,118,748	87.69
Total	1,760	100,00	649,048,345	100.00
Shareholder spread – 2012				
1 – 1,000 shares	392	21,02	143,827	0.04
1,001 – 10,000 shares	656	35,07	3,581,935	1.09
10,001 – 100,000 shares	640	34,32	21,054,082	6.43
100,001 – 1,000,000 shares	150	8,04	49,839,173	15.23
1,000,001 shares and over	27	1,45	252,568,136	77.21
Total	1,865	100,00	327,189,153	100.00
Distribution of shareholders – 2013				
Banks	8	0,45	7,782,226	1.20
Close corporations	28	1,59	61,554,140	9.48
Empowerment	3	0,17	209,406,971	32.26
Endowment funds	3	0,17	100,510	0.02
Individuals	1,559	88,58	203,431,360	31.34
Investment companies	1	0,06	3,778,687	0.58
Mutual funds	2	0,11	445,000	0.07
Nominees and trusts	93	5,28	3,835,163	0.59
Other corporations	13	0,74	488,204	0.08
Private companies	46	2,61	79,745,448	12.29
Public companies	2	0,11	76,230,636	11.74
Retirement funds	2	0,11	2,250,000	0.35
Total	1,760	100,00	649,048,345	100.00
Distribution of shareholders – 2012				
Banks	9	0,48	6,965,510	2.13
Close corporations	30	1,61	20,429,105	6.24
Empowerment	3	0,16	108,578,645	33.19
Endowment funds	2	0,11	1,010	0.02
Individuals	1,628	87,29	95,097,307	29.06
Investment companies	2	0,11	136,104	0.04
Mutual funds	2	0,11	445,000	0.14
Nominees and trusts	108	5,79	17,405,883	5.32
Other corporations	33	1,77	933,704	0.29
Private companies	44	2,36	74,929,969	22.90
Public companies	1	0,05	10,000	0.00
Retirement funds	2	0,11	2,250,000	0.69
Share trust	1	0,05	4,916	0.00
Total	1,865	100,00	327,187,153	100.00

	Number of shareholdings	%	Number of shares	%
Public/Non-public shareholders – 2013				
Non-public shareholders	6	0,34	246,668,380	38.00
Directors and associates of the Company holdings	4	0,23	18,874,466	2.91
Strategic holdings	2	0,11	227,793,914	35.10
Public shareholders	1,754	99,66	402,379,965	62.00
Total	1,760	100,00	649,048,345	100.00
Public/Non-public shareholders – 2012				
Non-public shareholders	4	0,21	161,946,289	49.50
Directors and associates of the Company holdings	1	0,05	10,691,059	3.27
Strategic holdings	3	0,16	151,255,230	46.23
Public shareholders	8,861	99,09	165,240,864	50.50
Total	1,865	100,00	327,187,153	100.00
Beneficial shareholders holding 5% or more – 2013				
Incubex Minerals Ltd			151,573,278	23.35
Global PS Mining Investments Company Ltd			76,220,636	11.74
Yakani Resources (Pty) Ltd			57,833,693	8.91
Lipschitz, L			53,125,000	8.19
Relicove Investments Holdings CC			43,476,585	6.70
Total			382,229,192	58,89
Beneficial shareholders holding 5% or more – 2012				
Yakani Resources (Pty) Ltd			57,833,693	17.68
Incubex Minerals Ltd			50,744,952	15.51
Relicove Investments Holdings CC			42,676,585	13.04
Discount Toy Cash & Carry CC			16,900,000	5.17
Total			168,155,230	51.39

Breakdown of non-public holdings

Directors – 2013		
Cook, PB	10,691,059	1.65
Cook, MD	8,183,407	1.26
Totals	18,874,466	2.91
Directors – 2012		
Cook, PB	10,691,059	1.75
Total	10,691,059	1.75

Mr. Rudolph de Bruin and Dr. Lelau Mohuba have an interest in Incubex Minerals Limited, a large shareholder of Miranda.

Strategic holdings (more than 10%) – 2013		
Incubex Minerals Ltd	151,573,278	23.35
Global PS Mining Investments Company Ltd	76,220,636	11.74
Total	227,793,914	35.10
Strategic holdings (more than 10%) – 2012		
Yakani Resources (Pty) Ltd	57,833,693	17.68
Incubex Minerals Ltd	50,744,952	15.15
Relicove Investments Holdings CC	42,676,585	13.04
Total	151,255,230	46.23

STATEMENTS OF FINANCIAL POSITION
AS AT 31 AUGUST 2013

		Group		Company	
Figures in Rand	Note(s)	**2013**	2012	**2013**	2012
Assets					
Non-current assets					
Property, plant and equipment	5	**17,390,066**	17,044,060	**–**	–
Intangible assets	6	**24,600,919**	24,600,919	**–**	–
Investments in subsidiaries	7	**–**	–	**8,715,731**	8,715,831
Investments in associates	8	**40**	40	**–**	–
Loans to group companies	9	**–**	–	**95,845,771**	93,845,026
Other financial assets	10	**1,119,962**	–	**–**	–
		43,110,987	41,645,019	**104,561,502**	102,560,857
Current assets					
Other financial assets	10	**574,565**	3,322,195	**821,895**	1,096,515
Trade and other receivables	11	**666,428**	1,818,002	**240,073**	636,573
Cash and cash equivalents	12	**147,201**	3,292,121	**137,120**	2,668,472
		1,388,194	8,432,318	**1,199,088**	4,401,560
Total assets		**44,499,181**	50,077,337	**105,760,590**	106,962,417
Equity and liabilities					
Equity					
Stated capital	13	**179,874,593**	121,944,770	**179,874,593**	121,944,770
Share based payment reserve		**7,782,085**	–	**7,782,085**	–
Accumulated loss		**(151,569,256)**	(128,004,429)	**(86,195,862)**	(58,701,004)
Equity attributable to owners of parent		**36,087,422**	(6,059,659)	**101,460,816**	63,243,766
Non-controlling interest		**(2,864,088)**	(2,218,310)	**–**	–
Total shareholders' interest		**33,223,334**	(8,277,969)	**101,460,816**	63,243,766
Liabilities					
Non-current liabilities					
Finance lease obligation	15	**232,701**	–	**–**	–
Environmental rehabilitation provision	16	**1,028,818**	791,000	**–**	–
		1,261,519	791,000	**–**	–
Current liabilities					
Loans from shareholders	17	**1,474,621**	41,697,585	**1,474,621**	41,697,585
Other financial liabilities	18	**1,004,293**	–	**–**	–
Finance lease obligation	15	**59,002**	–	**–**	–
Trade payables	19	**5,766,412**	4,115,460	**2,825,153**	2,021,066
Other payables	20	**1,710,000**	11,751,261	**–**	–
		10,014,328	57,564,306	**4,299,774**	43,718,651
Total liabilities		**11,275,847**	58,355,306	**4,299,774**	43,718,651
Total equity and liabilities		**44,499,181**	50,077,337	**105,760,590**	106,962,417

STATEMENTS OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED 31 AUGUST 2013

Figures in Rand	Note(s)	Group 2013	Group 2012	Company 2013	Company 2012
Other income		**5,462,616**	2,204,608	**275,762**	2,832
Operating expenses		**(29,999,269)**	(28,351,984)	**(27,800,483)**	(12,263,493)
Operating loss	21	**(24,536,653)**	(26,147,376)	**(27,524,721)**	(12,260,661)
Investment revenue		**43,940**	47,977	**33,329**	43,979
Fair value adjustments	22	**32,191**	126,367	**–**	–
Finance costs	23	**(109,345)**	(1,993,869)	**(3,466)**	(1,889,300)
Loss before taxation		**(24,569,867)**	(27,966,901)	**(27,494,858)**	(14,105,982)
Taxation	24	**–**	326,666	**–**	–
Loss for the year		**(24,569,867)**	(27,640,235)	**(27,494,858)**	(14,105,982)
Other comprehensive income		**–**	–	**–**	–
Total comprehensive loss for the year		**(24,569,867)**	(27,640,235)	**(27,494,858)**	(14,105,982)
Total comprehensive loss attributable to:					
Owners of the parent		**(23,564,827)**	(27,174,224)		
Non-controlling interest		**(1,005,040)**	(466,011)		
		(24,569,867)	(27,640,235)		
Loss attributable to:					
Owners of the parent		**(23,564,827)**	(27,174,224)		
Non-controlling interest		**(1,005,040)**	(466,011)		
		(24,569,867)	(27,640,235)		
Loss per share					
Per share information					
Basic and diluted loss per share (cents)	26	**(4.52)**	(9.46)		
Headline and diluted headline loss per share (cents)	26	**(5.34)**	(10.21)		

STATEMENTS OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 AUGUST 2013

Figures in Rand	Stated capital	Share premium
Group		
Balance at 1 September 2011	2,845,106	112,205,688
Loss for the year	–	–
Total comprehensive loss for the year	–	–
Issue of shares	6,893,976	–
Change to no par value shares	112,205,688	(112,205,688)
Total contributions by and distributions to owners of the parent recognised directly in equity	119,099,664	(112,205,688)
Balance at 1 September 2012	121,944,770	–
Loss for the year	–	–
Total comprehensive loss for the year	–	–
Issue of shares	57,929,823	–
Share options issued	–	–
Subsidiary acquired	–	–
Total contributions by and distributions to owners of the parent recognised directly in equity	57,929,823	–
Balance at 31 August 2013	179,874,593	–
Note(s)	15	15

Figures in Rand	Stated capital	Share premium
Company		
Balance at 1 September 2011	2,845,106	112,205,688
Loss for the year	–	–
Total comprehensive loss for the year	–	–
Issue of shares	6,893,976	–
Change to no par value shares	112,205,688	(112,205,688)
Total contributions by and distributions to owners of Company recognised directly in equity	119,099,664	(112,205,688)
Balance at 1 September 2012	121,944,770	–
Loss for the year	–	–
Total comprehensive loss for the year	–	–
Issue of shares	57,929,823	–
Share options issued	–	–
Total contributions by and distributions to owners of Company recognised directly in equity	57,929,823	–
Balance at 31 August 2013	179,874,593	–
Note(s)	13	13

Total capital	Share based payments reserve	Accumulated loss	Total attributable to equity holders of the Parent	Non-controlling interest	Total equity
115,050,794	–	(100,830,205)	14,220,589	(1,752,299)	12,468,290
–	–	(27,174,224)	(27,174,224)	(466,011)	(27,640,235)
–	–	(27,174,224)	(27,174,224)	(466,011)	(27,640,235)
6,893,976	–	–	6,893,976	–	6,893,976
–	–	–	–	–	–
6,893,976	–	–	6,893,976	–	6,893,976
121,944,770	–	(128,004,429)	(6,059,659)	(2,218,310)	(8,277,969)
–	–	(23,564,827)	(23,564,827)	(1,005,040)	(24,569,867)
–	–	(23,564,827)	(23,564,827)	(1,005,040)	(24,569,867)
57,929,823	–	–	–	–	–
–	7,782,085	–	7,782,085	–	7,782,085
–	–	–	–	359,262	359,262
57,929,823	7,782,085	–	65,711,908	359,262	66,071,170
179,874,593	7,782,085	(151,569,256)	36,087,422	(2,864,088)	33,223,334
15					

Total capital	Share based payments reserve	Accumulated loss	Total attributable to equity holders of the Parent	Total equity
115,050,794	–	(44,595,022)	70,455,772	70,455,772
–	–	(14,105,982)	(14,105,982)	(14,105,982)
–	–	(14,105,982)	(14,105,982)	(14,105,982)
6,893,976	–	–	6,893,976	6,893,976
–	–	–	–	–
6,893,976	–	–	6,893,976	6,893,976
121,944,770	–	(58,701,004)	63,243,766	63,243,766
–	–	(27,494,858)	(27,494,858)	(27,494,858)
–	–	(27,494,858)	(27,494,858)	(27,494,858)
57,929,823	–	–	57,929,823	57,929,823
–	7,782,085	–	7,782,085	7,782,085
57,929,823	7,782,085	–	65,711,908	65,711,908
179,874,593	7,782,085	(86,195,862)	101,460,816	101,460,816
13				

STATEMENTS OF CASH FLOWS
FOR THE YEAR ENDED 31 AUGUST 2013

Figures in Rand	Note(s)	Group 2013	Group 2012	Company 2013	Company 2012
Cash flows from operating activities					
Cash used in operations	27	**(18,072,760)**	(31,214,043)	**(3,309,976)**	(16,138,015)
Interest income		**43,940**	47,977	**33,329**	43,979
Finance costs		**(58,167)**	(1,993,869)	**(3,466)**	(1,889,300)
Net cash from operating activities		**(18,086,987)**	(33,159,935)	**(3,280,113)**	(17,983,336)
Cash flows from investing activities					
Purchase of property, plant and equipment	5	**(19,208)**	(108,318)	**–**	–
Sale of property, plant and equipment	5	**56,669**	3,689,701	**–**	–
Sale of intangible assets	6	**–**	405,304	**–**	–
Sale of subsidiary	29	**(97,588)**	–	**–**	–
Loans advanced to group companies		**–**	–	**(11,908,480)**	(13,267,679)
Movement in other financial assets		**2,986,707**	(758,132)	**274,620**	(1,096,515)
Net cash from investing activities		**2,926,580**	3,228,555	**(11,633,860)**	(14,364,194)
Cash flows from financing activities					
Proceeds from share issue	13	**10,908,000**	6,893,976	**10,908,000**	6,893,976
Repayment of other financial liabilities		**(322,554)**	–	**–**	–
Proceeds from shareholders' loan		**1,474,621**	26,671,117	**1,474,621**	26,671,117
Repayment of shareholders' loan		**–**	(1,241,703)	**–**	(1,241,703)
Finance lease payments		**(44,580)**	(1,810,755)	**–**	–
Net cash from financing activities		**12,015,487**	30,512,635	**12,382,621**	32,323,390
Total cash movement for the year		**(3,144,920)**	581,255	**(2,531,352)**	(24,140)
Cash at the beginning of the year		**3,292,121**	2,710,866	**2,668,472**	2,692,612
Total cash at end of the year	13	**147,201**	3,292,121	**137,120**	2,668,472

ACCOUNTING POLICIES

FOR THE YEAR ENDED 31 AUGUST 2013

1. PRESENTATION OF AUDITED FINANCIAL STATEMENTS

The Group and Company audited annual results for the year ended 31 August 2013 have been prepared in accordance with the Group and Company's accounting policies, which comply with International Financial Reporting Standards ("IFRS") the SAICA Financial Reporting Guides as issued by the Accounting Practices Committee, the requirements of the Companies Act of South Africa and the Listings Requirements of the JSE Ltd, on the historic cost basis except in the case of financial instruments which are measured using the fair value and amortised cost models and aircraft carried at revalued amounts. The annual financial statements are prepared on the going concern basis. They have been prepared under the supervision of the Group's Chief Financial Officer, Adriaan Botha CA(SA). All monetary information is presented in the functional currency of the Company being South African Rand. The Group and Company's principal accounting policies and assumptions have been applied consistently over the current and prior year.

1.1 Significant judgements and sources of estimation uncertainty

In preparing the audited financial statements, management is required to make estimates and assumptions that affect the amounts represented in the audited financial statements and related disclosures. Use of available information and the application of judgement is inherent in the formation of estimates. Actual results in the future could differ from these estimates which may be material to the audited financial statements.The estimates and underlying assumptions are reviewed on an on-going basis. Significant judgements include:

Fair value estimation

Environmental Insurance Policy is designated as at fair value through profit or loss and is a level 3 instrument – the measurement of which involves significant management judgement. The significant inputs in determining the value of this asset is the market related interest rate, management fees and potential discretionary bonuses. The fair value was derived from a statement received from the insurer that takes into account capital invested at a market related interest rate, management fees and discretionary bonuses.

Impairment testing

The recoverable amounts of cash-generating units and individual assets have been determined based on the higher of value-in-use calculations and fair values less costs to sell. These calculations require the use of estimates and assumptions. It is reasonably possible that the assumption may change which may then impact our estimations and may then require a material adjustment to the carrying value of goodwill, intangible assets and tangible assets.

The Group and Company reviews and tests the carrying value of assets and cash-generating units when events or changes in circumstances suggest that the carrying amount may not be recoverable. In addition, the Group and Company tests intangible assets with indefinite lives for impairment annually. Assets are grouped at the lowest level for which identifiable cash flows are largely independent of cash flows of other assets and liabilities. If there are indications that impairment may have occurred, estimates are prepared of expected future cash flows for each individual asset or cash-generating unit. Expected future cash flows used to determine the value in use of, tangible and intangible assets are inherently uncertain and could materially change over time. They are significantly affected by a number of factors including commodity prices and currency fluctuations, together with economic factors such as inflation and interest rates.

Taxation

Judgement is required in determining the provision for income taxes due to the complexity of legislation. There are many transactions and calculations for which the ultimate tax determination is uncertain. During the ordinary course of business management assesses each matter individually and where necessary, consult on the matter.

Deferred tax asset

No deferred tax asset was raised. In its judgement on the matter, management considered the probability of future accumulated profits and taxable temporary differences and concluded that recognition would not be appropriate.

Environmental rehabilitation provisions

Provision is made for the rehabilitation costs when the related environmental disturbance takes place. Provisions are recognised at the net present value of future expected costs, using market related rates adjusted for risks associated with these obligations, as outlined in note 1.15.

The provision recognised represents management's best estimate of the costs that will be incurred, but significant judgement is required as many of these costs will not crystallise until the end of the life of the mine. Estimates are reviewed annually and are based on current regulatory requirements and the estimated useful life of mines. Engineering and feasibility studies are undertaken periodically; however significant changes in the estimates of contamination, restoration standards and techniques will result in changes to provisions from period to period.

Rehabilitation expenditure is largely expected to take place at the end of the respective mine lives, which vary from three to four years once the mine is operational.

1. PRESENTATION OF AUDITED FINANCIAL STATEMENTS (CONTINUED)

1.1 Significant judgements and sources of estimation uncertainty (CONTINUED)

Going concern

The financial statements set out in this report are the responsibility of the company's directors. They have been prepared by the directors on the basis of appropriate accounting policies which have been consistently applied. The financial statements have been prepared in accordance with International Financial Reporting Standards and on the basis of accounting policies applicable to going concern. The following matters are impacting on the group's ability to continue as a going concern and are reviewed by the directors on a regular basis to evaluate and assess the group's ability to function as a going concern:

- Loss for the year – the group incurred a loss of R24 million (2012: R28 million). Included in the R24 million loss is a R7.8 million share-based payment expense;
- Net current liability position – (excluding the shareholders' loans) is R7.1 million (2012: R7.4 million);
- Subsequent to year-end the group has raised R6.3 million through issue of shares and settled the majority of its liabilities.
- Production – the group has made progress with its negotiations to conclude an offtake agreement for the Sesikhona project. This is subject to litigation being successful as disclosed on note 31.
- The Board has approved a capital raising strategy to fund proposed income-generating acquisitions and shares are available for general issue for cash in the short term if necessary.
- At the date of this report Miranda had R231,266 cash available
- At the date of this report the liabilities excluding directors and shareholders loans was R2,534,029
- The estimated monthly cash burn at date of this report was between R1.2 and R1.5 million per month that includes executive and non-executive remuneration.
- The directors of Miranda will in the short term procure or provide the necessary funds through loan advances or deferral of fees to sustain the operations until the above mentioned capital raise is finalised.

The ability of the group to continue as a going concern is dependent on a number of factors. The most significant of these in the short term, from March 2014 until June 2014, is that the directors continue to procure funding for the current monthly expenses. Beyond June 2014 the directors believe that the company will have raised enough capital to be sufficiently self-funded

The Board of Miranda is satisfied with the progress made in terms of all of the above as well as the improvement of the group's debt to equity ratio after year-end. It is also of the view that upon execution of an offtake agreement and the necessary capital raise the group will be sufficiently self-funded. The outstanding litigious matter is being vigorously defended and the Board is of the view that the potential contingencies are not material to the group's overall position (Refer to note 31)

1.2 Investments in subsidiaries

Group financial statements

The Group financial statements include those of the holding company and entities (including special purpose entities) controlled by the holding company.

Subsidiaries are all entities (including special purpose entities) over which the Group has the power to govern the financial and operating policies in order to benefit from the entity's activities generally accompanying a shareholding of more than one half of the voting rights. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the Group controls another entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. Consolidation ceases from the date that control ceases.

The acquisition method of accounting is used to account for the acquisition of subsidiaries by the Group. The cost of an acquisition is measured as the fair value of the assets given, equity instruments issued and liabilities incurred or assumed at the date of exchange, acquisition related costs are expensed. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date, irrespective of the extent of any non-controlling interest. Goodwill is determined as the excess of the consideration transferred, any non-controlling interest acquired, measured either at fair value or at the proportionate share of net asset value, and the acquisition date fair value of any previously held equity interest, over the net asset value measured in terms of IFRS 3, of the subsidiary acquired. If the cost of acquisition is less than the fair value of the net assets of the subsidiary acquired, the gain on bargain purchase is recognised directly in the statement of comprehensive income.

Inter-company transactions, balances and unrealised gains on transactions between Group companies are eliminated. Unrealised losses are also eliminated but considered an impairment indicator of the asset transferred. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

The Group applies a policy of treating transactions with non-controlling interest holders as transactions with owners of the parent of the Group. Disposals to non-controlling interest holders that do not result in the loss of control, result in gains and losses for the Group that are recorded directly in the statement of changes in equity. The difference between any consideration paid and the relevant share of the net asset value acquired from non controlling interest is recorded directly in the statement of changes in equity.

Upon the loss of control, the Group derecognises the assets and liabilities of the subsidiary, any non-controlling interests and the other components of equity related to the subsidiary. Any surplus or deficit arising on the loss of control is recognised in profit or loss. If the Group retains any interest in the previous subsidiary, then such interest is measured at fair value at the date that control is lost. Subsequently it is accounted for as an equity-accounted investee or as an available-for-sale financial asset depending on the level of influence retained.

Company financial statements

In the Company's separate financial statements, investments in subsidiaries are carried at cost less any accumulated impairment.

The cost of an investment in a subsidiary is the aggregate of:

- the fair value, at the date of exchange, of assets given, liabilities incurred or assumed, and equity instruments issued by the Company; plus
- any costs directly attributable to the purchase of the subsidiary.

An adjustment to the cost of a business combination contingent on future events is included in the cost of the combination if the adjustment is probable and can be measured reliably.

1.3 Investments in associates

Group financial statements

An associate is an entity over which the Group is in a position to exercise significant influence through participation in the financial and operating policy decisions of the entity, but which it does not control.

The results of associates are incorporated in the consolidated financial statements using the equity method of accounting, from the date that significant influence starts until the date that significant influence ends, except when the investment is classified as held for sale, in which case it is accounted for under IFRS 5 – Non-current Assets Held for Sale and Discontinued Operations. Under the equity method, the investment is initially recognised at cost and the carrying amount is increased or decreased to recognise the Group's share of the profits or losses of the investee after acquisition date.

Losses of an associate in excess of the Group's interest in that associate (which includes any long-term interests that, in substance, form part of the Group's net investment in the associate) are recognised only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the associate.

Any impairment losses are deducted from the carrying amount of the investment in associates.

Distributions received from the associate reduce the carrying amount of the investment.

The excess of the Group's interest of the net fair value of an associate's identifiable assets, liabilities and contingent liabilities over the cost is accounted for as goodwill, and is included in the carrying amount of the associate and is assessed for impairment as part of the investment.

The Group's share of its associates' post acquisition profits or losses is recognised in the statement of comprehensive income, and its share of post-acquisition movements in reserves is recognised in statement in changes of equity. The cumulative post-acquisition movements are adjusted against the carrying amount of the investment.

Unrealised gains on transactions between the Group and its associates are eliminated to the extent of the Group's interest in the associates. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of associates have been changed where necessary to ensure consistency with the policies adopted by the Group.

Company financial statements

An investment in an associate is carried at cost less any accumulated impairment.

1.4 Property, plant and equipment

The cost of an item of property, plant and equipment is recognised as an asset when:

- it is probable that future economic benefits associated with the item will flow to the company; and
- the cost of the item can be measured reliably.

Costs include costs incurred initially to acquire or construct an item of property, plant and equipment and substantial costs incurred subsequently to add to, replace part of, or service it. The Group and Company recognises in the carrying amount of an item of property, plant and equipment the cost of replacing part of such an item when the cost is incurred, if it is probable that additional future economic benefits embodied within the item will flow to the Group and Company and the cost of such an item can be measured reliably. Costs of the day-to-day servicing of property, plant and equipment are recognised in the statement of comprehensive income as an expense when incurred. If a replacement cost is recognised in the carrying amount of an item of plant and equipment, the carrying amount of the replaced part is derecognised.

Where items of property, plant and equipment have different useful lives they are depreciated separately on a component basis.

Property, plant and equipment is carried at cost less accumulated depreciation and any impairment losses. These useful lives and residual values are assessed annually. If the expectations differ from previous estimates, the change is accounted for as a change in accounting estimate.

Depreciation is calculated on the straight-line method to write off the cost of each asset to its estimated residual value over its estimated useful life. The depreciation rates applicable to each category of property, plant and equipment are as follows:

Item	Average useful life
Plant and machinery	5 years
Motor vehicles	5 years
Office equipment	5 years
IT equipment	3 years
Computer software	3 years
Mining property	Life of Mine

Management considered these periods to be appropriate for the current and prior years.

Mining property is not depreciated until the mine becomes operational

Aircraft is carried at revalued amount, being the fair value at the date of revaluation less any subsequent accumulated depreciation and subsequent accumulated impairment losses. Revaluations are made with sufficient regularity such that the carrying amount does not differ materially from that which would be determined using fair value at the year end date.

Any increase in an asset's carrying amount, as a result of a revaluation, is credited directly to other comprehensive income in the revaluation reserve. The increase is recognised in profit or loss to the extent that it reverses a revaluation decrease of the same asset previously recognised in profit or loss.

Any decrease in an asset's carrying amount, as a result of a revaluation, is debited directly to other comprehensive income in the revaluation reserve to the extent of any credit balance existing in the revaluation surplus in respect of that asset any excess decrease is recognised in profit or loss.

The carrying values of property, plant and equipment are reviewed for impairment when events or changes in circumstances indicate the carrying value may not be recoverable. If any such indication exists and where the carrying values exceed the estimated recoverable amount, the assets or cash-generating units are written down to their recoverable amount.

Assets held under finance leases are depreciated over their expected useful lives on the same basis as owned assets or, where shorter, the term of the relevant lease.

The gain or loss arising from the derecognition of an item of property, plant and equipment is included in profit or loss when the item is derecognised. The gain or loss arising from the derecognition of an item of property, plant and equipment is determined as the difference between the net disposal proceeds, if any, and the carrying amount of the item.

Geological records are not depreciated as these are deemed to have an unlimited useful life.

1.5 Intangible assets

Exploration and evaluation expenditure

Exploration and evaluation expenditure incurred prior to obtaining an exploration licence is recognised in profit or loss.

Exploration and evaluation expenditure is capitalised as an intangible asset if incurred after obtaining an exploration license. To the extent that a tangible asset is consumed in developing an intangible asset, the amount reflecting that consumption is part of the cost of the intangible asset.

Capitalised costs include costs directly related to exploration and evaluation activities in the relevant area of interest. General and administrative costs are allocated to an exploration or evaluation asset only to the extent that those costs can be related directly to operational activities in the relevant area of interest.

Capitalised exploration and evaluation expenditure is written off where the exploration licence expired or if the exploration and evaluation of the relevant area indicated no technical feasibility and commercial viability of extracting a mineral resource.

Identifiable exploration assets as part of a business combination are recognised as assets at their fair value, as determined by the requirements of IFRS 3 – Business Combinations. Exploration and evaluation expenditure incurred subsequent to the acquisition of an exploration asset in a business combination is accounted for in accordance with the policy outlined above.

All capitalised exploration and evaluation expenditure is assessed for impairment if facts and circumstances indicate that impairment may exist. Exploration and evaluation assets are also tested for impairment once commercial reserves are found, before the assets are transferred to capital work-in-progress.

No amortisation is recognised in respect of exploration and evaluation expenditure as no mining has commenced.

Mineral rights

Mineral rights are carried at cost less any accumulated amortisation and any impairment losses.

Mineral rights acquired as part of a business combination are recognised as assets at their fair value, as determined by the requirements of IFRS 3 Business Combinations. Mineral rights acquired subsequent to a business combination are accounted for in accordance with the policy outlined above.

Amortisation is charged using the units-of-production method as soon as the production starts, with separate calculations being made for each area of interest. The units-of-production basis results in an amortisation charge proportional to the depletion of proved and probable reserves.

The carrying amounts of mineral rights are reviewed at each reporting date to determine whether there is any indication of impairment. If there is an indication that an asset may be impaired, the recoverable amount is determined and the carrying amount is adjusted accordingly and the impairment loss, being the difference between the carrying value and the recoverable amount is recognised immediately in profit or loss.

No amortisation is recognised in respect of mining rights as no mining has commenced.

Capital work-in-progress

Capital work-in-progress incurred by or on behalf of the Group is accumulated separately for each area of interest in which economically recoverable resources have been identified. Capital work-in-progress comprises cost directly attributable to the construction of a mine and the related infrastructure. Once a development decision has been taken, the carrying amount of the exploration and evaluation expenditure in respect of the area of interest is transferred to capital work-in-progress classified under intangible assets. Further costs incurred during this commissioning phase are classified as intangible assets (Capital work-in-progress) or property, plant and equipment (mining property) depending on the nature of expenditure incurred. Capital work-in-progress is reclassified as a "mining property" within property, plant and equipment, at the end of the commissioning phase, when the mine is capable of operating in the manner intended by management.

No amortisation is recognised in respect of capital work-in-progress until they are reclassified as "mining properties". Capital work-in-progress is tested for impairment in accordance with the policy in note 1.12

1.6 Mining properties

When further expenditure is incurred in respect of a mining property after the commencement of production, such expenditure is carried forward as part of the mining property when it is probable that additional future economic benefits associated with the expenditure will flow to the consolidated entity. Otherwise such expenditure is classified as a cost of production and is recognised in operating expenses in profit or loss.

Mining properties are classified under Property, plant and equipment.

Depreciation is charged using the units-of-production method, with separate calculations being made for each area of interest. The units-of-production basis results in a depreciation charge proportional to the depletion of proved and probable reserves. Mining properties are tested for impairment in accordance with the policy in note 1.12.

The useful life and residual value of the mining properties are reassessed at the reporting date. If the expectations differ from previous estimates, the change is accounted for as a change in accounting estimate.

1.7 Financial instruments

Classification

The Group and Company classifies financial assets and financial liabilities into the following categories:

- Financial assets at fair value through profit or loss – designated;
- Loans and receivables;
- Financial liabilities measured at amortised cost.

Classification depends on the purpose for which the financial instruments were obtained/incurred and takes place at initial recognition. Classification is re-assessed on an annual basis, except for derivatives and financial assets designated as at fair value through profit or loss, which shall not be classified out of the fair value through profit or loss category.

Initial recognition and measurement

Financial instruments are recognised initially when the Group and Company become a party to the contractual provisions of the instruments.

The Group and Company classifies financial instruments, or their component parts, on initial recognition as a financial asset, a financial liability or an equity instrument in accordance with the substance of the contractual arrangement.

Financial instruments are measured initially at fair value, except for equity investments for which a fair value is not determinable, which are measured at cost and are classified as available-for-sale financial assets.

For financial instruments which are not at fair value through profit or loss, transaction costs are included in the initial measurement of the instrument.

Transaction costs on financial instruments at fair value through profit or loss are recognised in profit or loss.

Regular way purchases of financial assets are accounted for at trade date.

Subsequent measurement

Financial instruments at fair value through profit or loss are subsequently measured at fair value, with gains and losses arising from changes in fair value being included in profit or loss for the period.

Net gains or losses on the financial instruments at fair value through profit or loss exclude dividends and interest.

Dividend income is recognised in profit or loss as part of other income when the Group and company's right to receive payment is established.

Loans and receivables are subsequently measured at amortised cost, using the effective interest method, less accumulated impairment losses.

Financial liabilities at amortised cost are subsequently measured at amortised cost, using the effective interest method.

1. PRESENTATION OF AUDITED FINANCIAL STATEMENTS (CONTINUED)

1.7 Financial instruments (CONTINUED)

Derecognition

Financial assets are derecognised when the rights to receive cash flows from the investments have expired or have been transferred and the Group and Company has transferred substantially all risks and rewards of ownership.

Fair value determination

The fair values of quoted investments are based on current bid prices. If the market for a financial asset is not active (and for unlisted securities), the Group and Company establishes fair value by using valuation techniques. These include the use of recent arm's length transactions, reference to other instruments that are substantially the same, discounted cash flow analysis, and option pricing models making maximum use of market inputs and relying as little as possible on entity-specific inputs.

Fair value determination (CONTINUED)

Environmental Insurance Policy is designated as at fair value and is a level 3 instrument – the measurement of which involves significant management judgement. The significant inputs in determining the value of this asset is the market related interest rate, management fees and potential discretionary bonuses. The fair value was derived from a statement received from the insurer that takes into account capital invested at a market related interest rate, management fees and discretionary bonuses.

Impairment of financial assets

At each reporting date the Group and Company assesses all financial assets, other than those at fair value through profit or loss, to determine whether there is objective evidence that a financial asset or group of financial assets has been impaired.

Financial assets are considered to be impaired if objective evidence indicates one or more events have had a negative effect on the estimated future cash flows of that asset.

Impairment losses are recognised in profit or loss.

Impairment losses are reversed when an increase in the financial asset's recoverable amount can be related objectively to an event occurring after the impairment was recognised, subject to the restriction that the carrying amount of the financial asset at the date that the impairment is reversed shall not exceed what the carrying amount would have been had the impairment not been recognised.

Reversals of impairment losses are recognised in profit or loss.

Where financial assets are impaired through use of an allowance account, the amount of the loss is recognised in profit or loss within operating expenses. When such assets are written off, the write off is made against the relevant allowance account. Subsequent recoveries of amounts previously written off are credited against operating expenses.

Other financial assets – Environmental insurance policy – Designated at fair value through profit or loss

Environmental insurance policy is measured at fair value through profit or loss designated. It is classified as a level 3 financial asset as this specific asset requires significant management judgement.

Other financial assets: Cash held as security for guarantees issued

Cash held as security for guarantees issued comprise cash on hand and short-term negotiable securities. This cash is currently in the process of being replaced by the Environmental insurance policy and are classified as loans and receivables, measured at amortised cost.

Loans to (from) Group companies

These include loans to and from subsidiaries and associates and are recognised initially at fair value plus direct transaction costs.

Loans to Group companies are classified as loans and receivables.

Loans from Group companies are classified as financial liabilities measured at amortised cost.

1. PRESENTATION OF AUDITED FINANCIAL STATEMENTS (CONTINUED)

1.7 Financial instruments (CONTINUED)

Trade and other receivables

Trade receivables are measured at initial recognition at fair value including transaction costs, and are subsequently measured at amortised cost using the effective interest rate method. Appropriate allowances for estimated irrecoverable amounts are recognised in profit or loss when there is objective evidence that the asset is impaired. Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy or financial reorganisation, and default or delinquency in payments are considered indicators that the trade receivable is impaired. The allowance recognised is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the effective interest rate computed at initial recognition.

Trade and other receivables (CONTINUED)

The carrying amount of the asset is reduced through the use of an allowance account, and the amount of the loss is recognised in the profit or loss within operating expenses. When a trade receivable is uncollectible, it is written off against the allowance account for trade receivables. Subsequent recoveries of amounts previously written off are credited against operating expenses in the statement of comprehensive income.

Trade and other receivables are classified as loans and receivables.

Trade and other payables and other financial liabilities

Trade and other payables and other financial liabilities are initially measured at fair value including transaction costs, and are subsequently measured at amortised cost, using the effective interest rate method.

Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and short-term negotiable securities, all of which are available for use by the Group and Company, unless otherwise stated and are classified as loans and receivables.

Loans from shareholders

Loans from shareholders are recognised initially at fair value plus direct transaction costs. These are classified as financial liabilities measured at amortised cost using the effective interest rate method.

1.8 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

1.9 Tax

Current tax assets and liabilities

Current tax for current and prior periods is, to the extent unpaid, recognised as a liability. If the amount already paid in respect of current and prior periods exceeds the amount due for those periods, the excess is recognised as an asset.

Current tax liabilities (assets) for the current and prior periods are measured at the amount expected to be paid to (recovered from) the tax authorities, using the tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax assets and liabilities

Deferred taxation is provided using the liability method on all temporary differences between the carrying amounts for financial reporting purposes and the amounts used for taxation purposes, except for differences which do not affect accounting profit or loss or taxable profit or loss arising on a transaction other than a business combination, or arising on the initial recognition of goodwill.

1. PRESENTATION OF AUDITED FINANCIAL STATEMENTS (CONTINUED)

1.9 Tax (CONTINUED)

A deferred tax asset is recognised for all deductible temporary differences, other than those referred to above, to the extent that it is probable that:

- the temporary difference will reverse in the foreseeable future; and
- taxable profit will be available against which the temporary difference can be utilised.

Deferred tax assets and liabilities (CONTINUED)

An entity shall recognise a deferred tax liability for all taxable temporary differences associated with investments in subsidiaries, branches and associates, and interests in joint arrangements, except to the extent that both of the following conditions are satisfied:

- the parent, investor, joint venturer or joint operator is able to control the timing of the reversal of the temporary difference; and
- it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted by the reporting date.

Tax expenses

Current and deferred taxes are recognised as income or an expense and included in profit or loss for the period, except to the extent that the tax arises from:

- a transaction or event which is recognised, in the same or a different period, to other comprehensive income or equity; or
- a business combination.

Current tax and deferred taxes are charged or credited to other comprehensive income if the tax relates to items that are credited or charged, in the same or a different period, to other comprehensive income.

Current tax and deferred taxes are charged or credited directly to equity if the tax relates to items that are credited or charged, in the same or a different period, directly in equity.

1.10 Leases

A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to ownership. A lease is classified as an operating lease if it does not transfer substantially all the risks and rewards incidental to ownership.

Finance leases – lessee

Finance leases are recognised as assets and liabilities in the statement of financial position at amounts equal to the fair value of the leased property or, if lower, the present value of the minimum lease payments. The corresponding liability to the lessor is included in the statement of financial position as a finance lease obligation.

The discount rate used in calculating the present value of the minimum lease payments is the interest rate implicit in the lease.

The lease payments are apportioned between the finance charge and reduction of the outstanding liability.The finance charge is allocated to each period during the lease term so as to produce a constant periodic rate on the remaining balance of the liability.

Operating leases – lessee

Operating lease payments are recognised as an expense on a straight-line basis over the lease term. The difference between the amounts recognised as an expense and the contractual payments are recognised as an operating lease asset or liability. This asset or liability is not discounted.

Any contingent rents are expensed in the period they are incurred.

1.11 Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and Company and the revenue can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable and represents the amounts receivable for goods and services provided in the normal course of business, net of trade discounts and volume rebates, and value added tax.

Interest is recognised, in profit or loss, using the effective interest rate method.
Dividends are recognised, in profit or loss, when the Group and Company's right to receive payment has been established.

1. PRESENTATION OF AUDITED FINANCIAL STATEMENTS (CONTINUED)

1.12 Impairment of assets

The Group and Company assesses at each end of the reporting period whether there is any indication that an asset may be impaired. If any such indication exists, the Group and Company estimates the recoverable amount of the asset.

Irrespective of whether there is any indication of impairment, the Group and Company also:
- tests intangible assets with an indefinite useful life or intangible assets not yet available for use for impairment annually by comparing its carrying amount with its recoverable amount. This impairment test is performed during the annual period and at the same time every period.
- tests goodwill acquired in a business combination for impairment annually.

If there is any indication that an asset may be impaired, the recoverable amount is estimated for the individual asset. If it is not possible to estimate the recoverable amount of the individual asset, the recoverable amount of the cash-generating unit to which the asset belongs is determined.

The recoverable amount of an asset or a cash-generating unit is the higher of its fair value less costs to sell and its value in use.

If the recoverable amount of an asset is less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. That reduction is an impairment loss.

An impairment loss of assets carried at cost less any accumulated depreciation or amortisation is recognised immediately in profit or loss. Any impairment loss of a revalued asset is treated as a revaluation decrease.

Goodwill acquired in a business combination is, from the acquisition date, allocated to each of the cash-generating units, or groups of cash-generating units, that are expected to benefit from the synergies of the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units or groups of units.

An impairment loss is recognised for cash-generating units if the recoverable amount of the unit is less than the carrying amount of the units. The impairment loss is allocated to reduce the carrying amount of the assets of the unit in the following order:
- first, to reduce the carrying amount of any goodwill allocated to the cash generating unit; and
- then, to the other assets of the unit, pro rata on the basis of the carrying amount of each asset in the unit.

An entity assesses at each reporting date whether there is any indication that an impairment loss recognised in prior periods for assets other than goodwill may no longer exist or may have decreased. If any such indication exists, the recoverable amounts of those assets are estimated.

The increased carrying amount of an asset other than goodwill attributable to a reversal of an impairment loss does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior periods.

A reversal of an impairment loss of assets carried at cost less accumulated depreciation or amortisation other than goodwill is recognised immediately in profit or loss. Any reversal of an impairment loss of a revalued asset is treated as a revaluation increase.

1.13 Commitments and contingencies

Items are classified as commitments where the Group and Company commits itself contractually to future transactions. Contingencies are disclosed where the obligations depend on uncertain future events and the eventual obligations are underwritten by a subsidiary of the Group.

1.14 Share based payments

Goods or services received or acquired in a share-based payment transaction are recognised when the goods or as the services are received. A corresponding increase in equity is recognised if the goods or services were received in an equity-settled share-based payment transaction or a liability if the goods or services were acquired in a cash-settled share-based payment transaction.

When the goods or services received or acquired in a share-based payment transaction do not qualify for recognition as assets, they are recognised as expenses.

1. PRESENTATION OF AUDITED FINANCIAL STATEMENTS (CONTINUED)

1.14 Share based payments (CONTINUED)

For equity-settled share-based payment transactions the goods or services received and the corresponding increase in equity are measured, directly, at the fair value of the goods or services received provided that the fair value can be estimated reliably.

If the fair value of the goods or services received cannot be estimated reliably, or if the services received are employee services, their value and the corresponding increase in equity, are measured, indirectly, by reference to the fair value of the equity instruments granted.

Vesting conditions which are not market related (i.e. service conditions and non-market related performance conditions) are not taken into consideration when determining the fair value of the equity instruments granted. Instead, vesting conditions which are not market related shall be taken into account by adjusting the number of equity instruments included in the measurement of the transaction amount so that, ultimately, the amount recognised for goods or services received as consideration for the equity instruments granted shall be based on the number of equity instruments that eventually vest. Market conditions, such as a target share price, are taken into account when estimating the fair value of the equity instruments granted. The number of equity instruments are not adjusted to reflect equity instruments which are not expected to vest or do not vest because the market condition is not achieved.

If the share based payments granted do not vest until the counterparty completes a specified period of service, the Group and Company accounts for those services as they are rendered by the counterparty during the vesting period, (or on a straight line basis over the vesting period).

If the share based payments vest immediately the services received are recognised in full.

1.15 Environmental and site rehabilitation

An obligation to incur site rehabilitation costs occurs when environmental disturbance is caused by exploration, evaluation, development or on-going production. Costs are estimated on the basis of a formal closure plan and are subject to regular review.

Site rehabilitation costs arising from the installation of plant and other site preparation work, discounted to their net present value, are provided when the obligation to incur such costs arises and are capitalised into the cost of the related asset. These costs are charged against profits through depreciation of the asset and unwinding of the discount on the provision. Depreciation is included in operating expenses while the unwinding of the discount is included as a financing cost. Changes in the measurement of a liability relating to the site rehabilitation of plant and other site preparation work are added to, or deducted from, the cost of mining property in property, plant and equipment.

The costs for the restoration of site damage, which arises during production, are provided at their net present values and charged against operating profits as extraction progresses. Changes in the measurement of a liability which arises during production are charged against operating profit.

The discount rate used to measure the net present value of the obligations is the pre tax rate that reflects the current market assessment of the time value of money and the risks specific to the obligation.

1.16 Related parties – Group companies

All the intergroup transactions are conducted at arm's length between the Company and its subsidiaries.

1.17 Share capital and equity

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities.

1.18 Segment reporting

The Group discloses its operating segments according to the entity components regularly reviewed by the Executive Committee. The components comprise of exploration divisions in the various key product lines, being coal, diamonds, gold, base metals and industrial minerals and other, representing Group services.

Segment information is prepared in conformity with the measure that is reported to the Executive Committee. These values have been reconciled to the consolidated financial statements. The measure reported by the Group is in accordance with the accounting policies adopted for preparing and presenting the consolidated financial statements.

1. PRESENTATION OF AUDITED FINANCIAL STATEMENTS (CONTINUED)

1.18 Segment reporting (CONTINUED)

Segment operating expenses comprise all operating expenses of the different reportable segments and are either directly attributable to the reportable segment, or can be allocated to the reportable segment on a reasonable basis.

The segment assets and liabilities comprise all assets and liabilities of the different segments that are employed by the reportable segments and are either directly attributable to the reportable segments, or can be allocated to the reportable segment on a reasonable basis.

1.19 Employee benefits

Short-term employee benefits

The cost of short-term employee benefits, (those payable within 12 months after the service is rendered, such as paid vacation leave and sick leave, bonuses, and non-monetary benefits such as medical care), are recognised in the period in which the service is rendered and are not discounted.

The expected cost of compensated absences is recognised as an expense as the employees render services that increase their entitlement or, in the case of non-accumulating absences, when the absence occurs.

The expected cost of profit sharing and bonus payments is recognised as an expense when there is a legal or constructive obligation to make such payments as a result of past performance.

NOTES TO THE AUDITED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 AUGUST 2013

2. ADOPTION OF NEW AND REVISED INTERNATIONAL FINANCIAL REPORTING STANDARDS (IFRS)

2.1 Standards and interpretations effective and adopted in the current year

In the current year, the Group and Company has adopted the following standards and interpretations that are effective for the current financial year and that are relevant to its operations:

IAS 1 Presentation of Financial Statements

The amendment now requires items of other comprehensive income to be presented as:

- those which will be reclassified to profit or loss; and
- those which will not be reclassified to profit or loss.

The related tax disclosures are also required to follow the presentation allocation.

In addition, the amendment changed the name of the statement of comprehensive income to the statement of profit or loss and other comprehensive income.

The effective date of the amendment is for years beginning on or after 1 July 2012.

The Group and Company has adopted the amendment for the first time in the 2013 audited financial statements.

The impact of the amendment is not material.

IAS 12 Income Taxes: Amendment: Deferred Tax: Recovery of Underlying Assets

The amendment now provides that for investment property measured at fair value, the recovery of the carrying amount is assumed to be through sale, with the result that deferred tax arising on the valuation is measured using the prevailing tax rate for capital gains.

The effective date of the amendment is for years beginning on or after 1 January 2012.

The Group and Company has adopted the amendment for the first time in the 2013 audited financial statements.

The impact of the amendment is not material.

2.2 Standards in issue not yet effective which Miranda has decided not to early adopt

Standard	Details of amendment	Annual periods beginning on or after
IFRS 1, First-time Adoption of International Financial Reporting Standards	Annual Improvements 2011 – 2013 Cycle: Amendments to the Basis of Conclusion clarify the meaning of "effective IFRSs".	1 July 2014
IFRS 2, Share-based Payment	Annual Improvements 2010 – 2012 Cycle: Amendments added the definitions of performance conditions and service conditions and amended the definitions of vesting conditions and market conditions.	1 July 2014
IFRS 3, Business Combinations	Annual Improvements 2010 – 2012 Cycle: Amendments to the measurement requirements for all contingent consideration assets and liabilities including those accounted for under IFRS 9.	1 July 2014
	Annual Improvements 2011 – 2013 Cycle: Amendments to the scope paragraph for the formation of a joint arrangement.	1 July 2014
IFRS 7 Financial Instruments: Disclosures	Amendments require entities to disclose gross amounts subject to rights of set-off, amounts set off in accordance with the accounting standards followed, and the related net credit exposure. This information will help investors understand the extent to which an entity has set off in its balance sheet and the effects of rights of set-off on the entity's rights and obligations.	1 January 2013

Standard	Details of amendment	Annual periods beginning on or after
IFRS 8 Operating Segments	Annual Improvements 2010 – 2012 Cycle: Amendments to some disclosure requirements regarding the judgements made by management in applying the aggregation criteria, as well as those to certain reconciliations.	1 July 2014
IFRS 9 Financial Instruments	New standard arising from a three-part project to replace IAS 39 Financial Instruments: Recognition and Measurement. Phase 1: Classification and measurement (completed) Phase 2: Impairment methodology (outstanding) Phase 3: Hedge accounting (completed) Most of the requirements for financial liabilities were carried forward unchanged from IAS 39. However, some changes were made to the fair value option for financial liabilities to address the issue of own credit risk. Entities may voluntarily continue to measure their financial instruments in accordance with IAS 39 but benefit from the improved accounting for own credit risk in IFRS 9 by early adopting only that aspect of IFRS 9 separately.	1 January 2015
	Annual Improvements 2010 – 2012 Cycle: Amendments to the measurement requirements for all contingent consideration assets and liabilities included under IFRS 9.	1 July 2014
IFRS 10 Consolidated Financial Statements	New standard that replaces the consolidation requirements in SIC-12 Consolidation – Special Purpose Entities and IAS 27 Consolidated and Separate Financial Statements. Standard builds on existing principles by identifying the concept of control as the determining factor in whether an entity should be included within the consolidated financial statements of the parent company and provides additional guidance to assist in the determination of control where this is difficult to assess.	1 January 2013
	Amendments to the transition guidance of IFRS 10 Consolidated Financial Statements, IFRS 11 Joint Arrangements and IFRS 12 Disclosure of Interests in Other Entities, thus limiting the requirements to provide adjusted comparative information.	1 January 2013
	IFRS 10 exception to the principle that all subsidiaries must be consolidated. Entities meeting the definition of 'Investment Entities' must account for investments in subsidiaries at fair value under IFRS 9, Financial Instruments, or IAS 39, Financial Instruments: Recognition and Measurement.	1 January 2014
IFRS 11 Joint Arrangements	New standard that deals with the accounting for joint arrangements and focuses on the rights and obligations of the arrangement, rather than its legal form. Standard requires a single method for accounting for interests in jointly controlled entities.	1 January 2013
	Amendments to the transition guidance of IFRS 10 Consolidated Financial Statements, IFRS 11 Joint Arrangements and IFRS 12 Disclosure of Interests in Other Entities, thus limiting the requirements to provide adjusted comparative information.	1 January 2013
IFRS 12 Disclosure of Interests in Other Entities	New and comprehensive standard on disclosure requirements for all forms of interests in other entities, including joint arrangements, associates, special purpose vehicles and other off balance sheet vehicles.	1 January 2013

2. ADOPTION OF NEW AND REVISED INTERNATIONAL FINANCIAL REPORTING STANDARDS (IFRS) (CONTINUED)

2.2 Standards in issue not yet effective which Miranda has decided not to early adopt (CONTINUED)

Standard	Details of amendment	Annual periods beginning on or after
	Amendments to the transition guidance of IFRS 10 Consolidated Financial Statements, IFRS 11 Joint Arrangements and IFRS 12 Disclosure of Interests in Other Entities, thus limiting the requirements to provide adjusted comparative information.	1 January 2013
	New disclosures required for Investment Entities (as defined in IFRS 10).	1 January 2014
IFRS 13 Fair Value Measurement	New guidance on fair value measurement and disclosure requirements.	1 January 2013
	Annual Improvements 2010 – 2012 Cycle: Amendments to clarify the measurement requirements for those short-term receivables and payables	1 July 2014
	Annual Improvements 2011 – 2013 Cycle: Amendments to clarify that the portfolio exception applies to all contracts within the scope of, and accounted for in accordance with, IAS 39 or IFRS 9.	1 July 2014
IAS 1, Presentation of Financial Statements	Annual Improvements 2009 – 2011 Cycle: Amendments clarifying the requirements for comparative information including minimum and additional comparative information required.	1 January 2013
IAS 16 Property, Plant and Equipment	Annual Improvements 2010 – 2012 Cycle: Amendments to the Revaluation method – proportionate restatement of accumulated depreciation.	1 July 2014
IAS 19 Employee Benefits	Amendments to the accounting for current and future obligations resulting from the provision of defined benefit plans.	1 January 2013
	Amendments to Defined Benefit Plans: Employee Contributions whereby the requirements in IAS 19 for contributions from employees or third parties that are linked to service have been amended.	1 July 2014
IAS 24 Related Party Disclosures	Annual Improvements 2010 – 2012 Cycle: Amendments to the definitions and disclosure requirements for key management personnel.	1 July 2014
IAS 27 Consolidated and Separate Financial Statements	Consequential amendments resulting from the issue of IFRS 10, 11 and 12.	1 January 2013
	Requirement to account for interests in Investment Entities' at fair value under IFRS 9, Financial Instruments, or IAS 39, Financial Instruments: Recognition and Measurement, in the separate financial statements of a parent.	1 January 2014
IAS 28 Investments in Associates	Consequential amendments resulting from the issue of IFRS 10, 11 and 12.	1 January 2013
IAS 32 Financial Instruments: Presentation	Amendments require entities to disclose gross amounts subject to rights of set-off, amounts set off in accordance with the accounting standards followed, and the related net credit exposure. This information will help investors understand the extent to which an entity has set off in its balance sheet and the effects of rights of set-off on the entity's rights and obligations.	1 January 2013
IAS 38 Intangible Assets	Annual Improvements 2010 – 2012 Cycle: Amendments to the Revaluation method – proportionate restatement of accumulated depreciation.	1 July 2014

Standard	Details of amendment	Annual periods beginning on or after
IAS 40 Investment Property	Annual Improvements 2011 – 2013 Cycle: Amendments to clarify the interrelationship between IFRS 3 and IAS 40 when classifying property as investment property or owner-occupied property.	1 July 2014

Interpretations	Annual periods beginning on or after
IFRIC 20 Stripping Costs in the Production Phase of a Surface Mine.	1 January 2013
IFRIC Interpretation 21 Levies	1 January 2014

The directors anticipate that the adoption of these Standards and Interpretations will have no material financial impact on the results of the Group and Company in future periods, except for some additional and amended disclosures and terminology.

3. FINANCIAL ASSETS BY CATEGORY

The accounting policies for financial instruments have been applied to the line items below:

	Loans and receivables	Fair value through profit or loss – designated	Non-financial instrument	Total
Group – 2013				
Other financial assets	**574,565**	**1,119,962**	**–**	**1,694,527**
Trade and other receivables	**135,325**	**–**	**531,103**	**666,428**
Cash and cash equivalents	**147,201**	**–**	**–**	**147,201**
	857,091	**1,119,962**	**531,103**	**2,508,156**
Group – 2012				
Other financial assets	1,096,515	2,225,680	–	3,322,195
Trade and other receivables	910,904	–	907,098	1,818,002
Cash and cash equivalents	3,292,121	–	–	3,292,121
	5,299,540	2,225,680	907,098	8,432,318

3. FINANCIAL ASSETS BY CATEGORY (CONTINUED)

	Loans and receivables	Non-financial instrument	Total
Company – 2013			
Loans to group companies	**95,845,771**	**–**	**95,845,771**
Other financial assets	**821,895**	**–**	**821,895**
Trade and other receivables	**800**	**239,273**	**240,073**
Cash and cash equivalents	**137,120**	**–**	**137,120**
	96,805,586	**239,273**	**97,044,859**
Company – 2012			
Loans to group companies	93,845,026	–	93,845,026
Other financial assets	1,096,515	–	1,096,515
Trade and other receivables		636,573	636,573
Cash and cash equivalents	2,668,472	–	2,668,472
	97,610,013	636,573	98,246,586

4. FINANCIAL LIABILITIES BY CATEGORY

The accounting policies for financial instruments have been applied to the line items below:

	Financial liabilities at amortised cost	Non-financial instrument	Total
Group – 2013			
Loans from shareholders	**1,474,621**	**–**	**1,474,621**
Other financial liabilities	**1,004,293**	**–**	**1,004,293**
Trade and other payables	**7,325,392**	**151,020**	**7,476,412**
Finance lease obligation	**291,703**	**–**	**291,703**
	10,096,009	**151,020**	**10,247,029**
Group – 2012			
Loans from shareholders	41,697,585	–	41,697,585
Trade and other payables	10,552,720	5,314,001	15,866,721
	52,250,305	5,314,001	57,564,306
Company – 2013			
Loans from shareholders	**1,474,621**	**–**	**1,474,621**
Trade and other payables	**2,825,153**	**–**	**2,825,153**
	4,299,774	**–**	**4,299,774**
Company – 2012			
Loans from shareholders	41,697,585	–	41,697,585
Trade and other payables	2,021,066	–	2,021,066
	43,718,651	–	43,718,651

5. PROPERTY, PLANT AND EQUIPMENT

	2013			2012		
Group	**Cost/ Valuation**	**Accumulated depreciation**	**Carrying value**	Cost/ Valuation	Accumulated depreciation	Carrying value
Plant and machinery	13,039	(9,917)	3,122	13,039	(7,302)	5,737
Motor vehicles	408,720	(128,879)	279,841	141,437	(104,624)	36,813
Office equipment	355,768	(295,348)	60,420	379,049	(258,266)	120,783
IT equipment	136,233	(111,726)	24,507	136,233	(91,042)	45,191
Computer software	11,119	(11,114)	5	11,119	(11,114)	5
Geological records	200,000	–	200,000	200,000	–	200,000
Mining property	16,822,171	–	16,822,171	16,635,531	–	16,635,531
Total	17,947,050	(556,984)	17,390,066	17,516,408	(472,348)	17,044,060

Reconciliation of property, plant and equipment – Group – 2013

	Opening balance	Additions	Disposals	Disposal of subsidiary	Depreciation	Total
Plant and machinery	5,737	–	–	–	(2,615)	3,122
Motor vehicles	36,813	336,283	(15,884)	–	(77,371)	279,841
Office equipment	120,783	7,410	(13,803)	(6,318)	(47,652)	60,420
IT equipment	45,191	11,798	–	(11,550)	(20,932)	24,507
Computer software	5	–	–	–	–	5
Geological records	200,000	–	–	–	–	200,000
Mining property	16,635,531	186,640	–	–	–	16,822,171
	17,044,060	542,131	(29,687)	(17,868)	(148,570)	17,390,066

Reconciliation of property, plant and equipment – Group – 2012

	Opening balance	Additions	Disposals	Depreciation	Total
Plant and machinery	11,290	–	–	(5,553)	5,737
Motor vehicles	98,342	–	–	(61,529)	36,813
Office equipment	168,283	–	–	(47,500)	120,783
IT equipment	35,173	108,318	–	(98,300)	45,191
Computer software	2,323	–	–	(2,318)	5
Geological records	200,000	–	–	–	200,000
Aircraft	2,600,955	–	(1,723,387)	(877,568)	–
Mining property	16,594,787	40,744	–	–	16,635,531
	19,711,153	149,062	(1,723,387)	(1,092,768)	17,044,060

Assets subject to finance lease (carrying amount)				
Motor vehicles	279,841	–	–	–

Geological records and mining property are not yet available for use and there were no indicators of impairment at year-end

Mining property is not currently depreciated as mining has not commenced.

A register containing the information required by Regulation 25(3) of the Companies Regulations, 2011, is available for inspection at the registered office of the Company.

6. INTANGIBLE ASSETS

Group	2013 Cost	2013 Accumulated amortisation and impairment	2013 Carrying value	2012 Cost	2012 Accumulated amortisation and impairment	2012 Carrying value
Mineral rights	32,199,639	(22,959,232)	9,240,407	31,240,407	(22,000,000)	9,240,407
Capital work-in-progress	3,919,720	–	3,919,720	3,919,720	–	3,919,720
Exploration and evaluation asset	11,440,792	–	11,440,792	11,440,792	–	11,440,792
Total	47,560,151	(22,959,232)	24,600,919	46,600,919	(22,000,000)	24,600,919

Reconciliation of intangible assets – Group – 2013

	Opening balance	Additions	Impairment loss	Total
Mineral rights	9,240,407	959,232	(959,232)	9,240,407
Capital work-in-progress	3,919,720	–	–	3,919,720
Exploration and evaluation asset	11,440,792	–	–	11,440,792
	24,600,919	959,232	(959,232)	24,600,919
Note		28		

Reconciliation of intangible assets – Group – 2012

	Opening balance	Disposals	Total
Mineral rights	9,240,407	–	9,240,407
Capital work-in-progress	3,919,720	–	3,919,720
Exploration and evaluation asset	11,666,881	(226,089)	11,440,792
	24,827,008	(226,089)	24,600,919

During the reporting period management assessed the mineral rights for indicators of impairment. Due to significant uncertainty regarding the probability, quality and timing of the future economic benefits relating to the assets acquired, management believed that it best to impair the mineral rights to nil.

Mineral rights are not currently depreciated as mining has not commenced. There were no indicators of impairment on the remaining intangible assets.

Rozynenbosch prospecting right

Miranda Minerals (Pty) Ltd, a wholly-owned subsidiary, has been granted a Prospecting Right over the farm Rozynenbosch 104, in terms of section 17 (1) of the Mineral and Petroleum Resources Development Act, 2002, pursuant to an appeal to the Minister of Mineral Resources dated 17 July 2006.

According to the Company's 2010 Annual Report, "the project involves a lead, silver, zinc and copper deposit located on the farm Rozynenbosch, in the Kenhardt district of the Northern Cape. Extensive exploration by Goldfields and Phelps Dodge in the 1970s and 1980s has resulted in a clearly defined ore body of about 14 million tonnes, which carries SAMREC indicated resource status.

Shareholders are referred to the SENS dated 6 October 2011, headed "Business update and Trading Statement", in which the then Board and executive management initiated a review of the Company's assets. Following this review, the then Board and executive management took the decision to derecognise the asset and remove it from the balance sheet which had the effect of reducing the net asset value of the Company by approximately R284 million.

During January 2012, a review of the status of this Prospecting Right was affected. After such review, the appeal process, was pursued, this has now resulted in the granting of this Prospecting Right.

Whilst a value of R284 million was placed on this project based on a royalty payment linked to discounted revenue participation, forecast commodity prices and exchange rates over the life of mine during February 2006.

Taking into account the above fact the current Board and executive management feels that the asset was incorrectly derecognised in 2011 and should rather have been impaired.

In terms of IAS8 any material prior period error should be retrospectively corrected. Due to the nature of this error, the correction thereof would have no impact on the 2012 numbers presented or on the 2011 closing statement of financial position and therefore no third statement of financial position has been presented.

In terms of IAS36 an entity shall assess at the end of each reporting period whether there is any indication that an impairment loss recognised in prior periods for an asset may no longer exist or may have decreased. If any such indication exists, the entity shall estimate the recoverable amount of that asset.

The directors believe that the fact that the prospecting right has now been formally granted is an indicator that the reversal of the impairment should be considered.

The directors have considered the reversal of the impairment with reference to the recoverable amount of the asset in terms of IAS36.

The recoverable amount of an asset or a cash-generating unit is the higher of its fair value less costs to sell and its value in use.

The Board also believes that the value of this prospecting right will be realised by means of selling the right rather than developing it and therefore fair value less costs to sell will be the more appropriate value.

In determining the fair value less costs to sell the following was considered:
- The best evidence of an asset's fair value less costs to sell is a price in a binding sale agreement in an arm's length transaction, adjusted for incremental costs that would be directly attributable to the disposal of the asset. No binding sale agreement exists.
- If there is no binding sale agreement but an asset is traded in an active market, fair value less costs to sell is the asset's market price less the costs of disposal. The appropriate market price is usually the current bid price. When current bid prices are unavailable, the price of the most recent transaction may provide a basis from which to estimate fair value less costs to sell, provided that there has not been a significant change in economic circumstances between the transaction date and the date as at which the estimate is made. No active market exists for an asset of this nature.
- If there is no binding sale agreement or active market for an asset, fair value less costs to sell is based on the best information available to reflect the amount that an entity could obtain, at the end of the reporting period, from the disposal of the asset in an arm's length transaction between knowledgeable, willing parties, after deducting the costs of disposal. In determining this amount, an entity considers the outcome of recent transactions for similar assets within the same industry. Fair value less costs to sell does not reflect a forced sale, unless management is compelled to sell immediately. No "best information" exists and no transactions are available relating to similar assets (this is a unique asset).

Based on these considerations the directors do not believe that they could determine a reasonable fair value. Any value indicated could only be misleading and therefore no reversal of impairment was accounted for.

7. INVESTMENTS IN SUBSIDIARIES (COMPANY)

Held by Miranda Mineral Holdings Ltd	**% holding and voting power 2013**	% holding and voting power 2012	**Carrying amount 2013**	Carrying amount 2012	**Net loss after tax 2013**	Net loss/(profit) after tax 2012
Miranda Coal (Pty) Ltd	**100.00**	100.00	**8,100,000**	8,100,000	**5,043,246**	5,672,938
Miranda Minerals (Pty) Ltd	**100.00**	100.00	**615,561**	615,561	**1,281,844**	(102,287)
Molebogeng Mining Investments (Pty) Ltd	**100.00**	100.00	**100**	100	**100**	–
Naledi Mining Solutions (Pty) Ltd	**70.00**	70.00	**70**	70	**–**	–
Miranda Support Services (Pty) Ltd	**–**	100.00	**–**	100	**9,309,947**	6,259,874
			8,715,731	8,715,831		

The carrying amounts of subsidiaries are shown net of impairment losses.

All subsidiaries are incorporated in South Africa and share the year end of the Group.

8. INVESTMENTS IN ASSOCIATES (GROUP)

Held by Miranda Coal (Pty) Ltd	Listed/ Unlisted	**% holding 2013**	% holding 2012	**Carrying amount 2013**	Carrying amount 2012	**Fair value 2013**	Fair value 2012
Central Lake Trading (Pty) Ltd	Unlisted	**40.00**	40.00	**40**	40	**40**	40

The carrying amounts of Associates are shown net of impairment losses.

The associate is dormant.

9. LOANS TO GROUP COMPANIES

	Group		**Company**	
Figures in Rand	**2013**	2012	**2013**	2012
Subsidiaries				
Miranda Coal (Pty) Ltd	**–**	–	**59,148,479**	53,441,317
Miranda Minerals (Pty) Ltd	**–**	–	**36,683,504**	33,598,429
Miranda Support Services (Pty) Ltd	**–**	–	**–**	6,791,992
Applewood Trading 3 (Pty) Ltd	**–**	–	**100**	–
The company has no intention to recall the above loans during the next 12 months and they are not interest bearing. The above loans are subordinated to the ultimate holding company of each subsidiary.				
Lauraville Mynbou (Pty) Ltd	**–**	–	**100**	–
Molebogeng Mining Investments (Pty) Ltd	**–**	–	**7,254**	7,054
Emerald Sky (Pty) Ltd	**–**	–	**100**	–
Naledi Mining Solutions (Pty) Ltd	**–**	–	**6,234**	6,234
The Company has no intention to recall the above loans during the next 12 months and they are not interest bearing.	**–**	–	**95,845,771**	93,845,026

9. LOANS TO GROUP COMPANIES (CONTINUED)

	Group		Company	
Figures in Rand	**2013**	2012	**2013**	2012
Fair value of loans to group companies				
Loans to group companies	**–**	–	**95,845,771**	93,845,026

10. OTHER FINANCIAL ASSETS

	Group		Company	
Figures in Rand	**2013**	2012	**2013**	2012
At fair value through profit or loss – designated				
Environmental insurance policy	**1,119,962**	2,225,680	**–**	–
Environmental insurance policy pledged as collateral for Environmental rehabilitation liability note 16.				
Loans and receivables				
Miranda Support Services (Pty) Ltd	**256,599**	–	**503,929**	–
The loan carries no interest and has been repaid after year-end.				
Cash held as security for guarantee issued	**317,966**	1,096,515	**317,966**	1,096,515
Cash guarantees relates to guarantees provided to the DMR for prospecting rights.				
	574,565	1,096,515	**821,895**	1,096,515
Total other financial assets	**1,694,527**	3,322,195	**821,895**	1,096,515
Non-current assets				
At fair value through profit or loss – designated	**1,119,962**	–	**–**	–
Current assets				
At fair value through profit or loss – designated	**–**	2,225,680	**–**	–
Loans and receivables	**574,565**	1,096,515	**821,895**	1,096,515
	574,565	3,322,195	**821,895**	1,096,515
	1,694,527	3,322,195	**821,895**	1,096,515

Fair value information

Financial assets at fair value through profit or loss are initially recognised and subsequently carried at fair value.

Where quoted market prices are not available, valuation techniques are used to determine fair value, as explained below:

The fair value of the environmental insurance policy is derived from inputs other than quoted prices included within Level 1 that are observable for the asset, directly [market related interest rates]. The significant input in determining the value of this asset is the market related interest rate. However, the adjustment of the fair value of the asset for the management fees and discretionary bonus [both unobservable inputs] is considered by management to be significant, rendering this financial asset as a level 3 financial asset. The fair value was derived from a statement received from the insurer that takes into account capital invested at a market related interest rate, management fees and discretionary bonuses.

	Group		Company	
	2013	2012	**2013**	2012
Fair value hierarchy of financial assets at fair value through profit or loss – Level 3				
Environmental insurance policy	**1,119,962**	2,225,680	**–**	–

10. OTHER FINANCIAL ASSETS (CONTINUED)

Reconciliation of financial assets at fair value through profit or loss measured at level 3 – Group – 2013

	Opening balance	Gains or losses in profit or loss	Expiry of contract net of re-finance*	Total
Environmental insurance policy	**2,225,680**	**32,191**	**(1,137,909)**	**1,119,962**

Reconciliation of financial assets at fair value through profit or loss measured at level 3 – Group – 2012

	Opening balance	Gains or losses in profit or loss	Management fees	Total
Environmental insurance policy	2,437,696	126,367	(338,383)	2,225,680

The Group and Company has not reclassified any financial assets from cost or amortised cost to fair value, or from fair value to cost or amortised cost during the current or prior year.

**Guarantees required were reduced and replaced by a new policy and premiums were refinanced*

Fair values of loans and receivables

Loans and receivables	574,565	1,096,515	821,895	1,096,515

The carrying values approximate the fair value due to the short-term nature of the instrument.

11. TRADE AND OTHER RECEIVABLES

	Group		Company	
Figures in Rand	**2013**	2012	**2013**	2012
Trade receivables	**38,985**	31,551	**–**	–
Prepayments	**4,600**	43,637	**4,599**	43,635
Deposits	**19,596**	256,237	**–**	–
VAT	**526,503**	863,461	**234,674**	592,938
Sundry receivables	**76,744**	623,116	**800**	–
	666,428	1,818,002	**240,073**	636,573

As of 31 August 2013, sundry receivables of R600,000 (2012: R –) were impaired and provided for. No other receivables were past due on the reporting date.

Fair values of trade and other receivables

Trade and other receivables	**666,428**	1,818,002	**240,073**	636,573

The carrying values approximate the fair value due to the short-term nature of the instrument.

12. CASH AND CASH EQUIVALENTS

	Group		Company	
Figures in Rand	**2013**	2012	**2013**	2012
Cash and cash equivalents consist of:				
Cash on hand	**3,500**	5,500	**–**	–
Bank balances	**143,701**	3,286,621	**137,120**	2,668,472
	147,201	3,292,121	**137,120**	2,668,472

12. CASH AND CASH EQUIVALENTS (CONTINUED)

Fair value of cash and cash equivalents				
Cash and cash equivalents	**147,201**	3,292,121	**137,120**	2,668,472

The carrying values approximate the fair value due to the short-term nature of the instrument.

13. STATED CAPITAL

	Group		Company	
Figures in Rand	**2013**	2012	**2013**	2012
Authorised				
400,000,000 ordinary shares of no par value				
Reconciliation of number of shares issued:				
Opening balance	**327,187,153**	284,510,568	**327,187,153**	284,510,568
Issue of shares for business combination (note 28)	**3,109,344**	–	**3,109,344**	–
Issue of shares for cash	**61,706,167**	42,676,585	**61,706,167**	42,676,585
Debt settlement (note 20)	**28,951,940**	–	**28,951,940**	–
Conversion of shareholders loans to equity (note 17)	**228,093,741**	–	**228,093,741**	–
	649,048,345	327,187,153	**649,048,345**	327,187,153
Issued				
Ordinary (Rand value)	**179,874,593**	121,944,770	**179,874,593**	121,944,770

The unissued ordinary shares are under the control of the directors in terms of a resolution of members passed at the last Annual General Meeting. This authority remains in force until the next Annual General Meeting.

14. SHARE BASED PAYMENTS

Share Option Group	Number
Granted during the year	64,600,000
Outstanding at the end of the year	64,600,000
Exercisable at the end of the year	64,600,000

Share options were issued to directors, prescribed officers, employees and consultants to the Group. No vesting conditions exist for the share-based payment scheme. No options were exercised during the financial year. 90,779,461 shares were set aside for this scheme.

Outstanding options	Exercise date within one year
Options with exercise price 16.75 cents	64,600,000

	Group		Company	
Figures in Rand	**2013**	2012	**2013**	2012
Information on options granted during the year				
Fair value of options issued during the year. (The value per option was calculated at 12.05 cents per option)	**7,782,085**	–	**7,782,085**	–

Fair value was determined by using the bionomial model. The following inputs were used:

- Weighted average share price, 19 cents
- Exercise price, 17 cents
- Expected volatility, 62.82%. The volatility was calculated using the annualised historic volatility based on the year end closing share price
- Expected Option life, 5 years
- Expected dividend yield per year 0%
- The risk-free interest rate per year 7.44%

Total expenses of R7,782,085 (2012: R –) related to equity-settled share based payment transaction was recognised in 2013 and 2012, respectively.

15. FINANCE LEASE OBLIGATION

Figures in Rand	Group 2013	Group 2012	Company 2013	Company 2012
Minimum lease payments due				
– within one year	**86,547**	–	**–**	–
– in second to fifth year inclusive	**274,065**	–	**–**	–
	360,612	–	**–**	–
Less: Future finance charges	**(68,909)**	–	**–**	–
Present value of minimum lease payments	**291,703**	–	**–**	–
Present value of minimum lease payments due				
– within one year	**59,002**	–	**–**	–
– in second to fifth year inclusive	**232,701**	–	**–**	–
	291,703	–	**–**	–
Non-current liabilities	**232,701**	–	**–**	–
Current liabilities	**59,002**	–	**–**	–
	291,703	–	**–**	–

The lease term is 5 years and the effective borrowing rate is 10% (2012: –%)

Interest rates are linked to prime at the contract date. All leases have fixed repayments and no arrangements have been entered into for contingent rent.

The Group's obligations under finance leases are secured by the lessor's charge over the leased assets. Refer note 5.

16. ENVIRONMENTAL REHABILITATION PROVISION

Reconciliation of environmental rehabilitation provision – Group – 2013

	Opening balance	**Additions**	**Unwinding of interest**	**Total**
Environmental rehabilitation	**791,000**	**186,640**	**51,178**	**1,028,818**

Reconciliation of environmental rehabilitation provision – Group – 2012

	Opening balance	Additions	Total
Environmental rehabilitation	750,256	40,744	791,000

The environmental provision is based on management's best estimate of all known obligations. It is, however, reasonable to expect changes in the ultimate rehabilitation costs as a result of changes in regulations or cost estimates. Cost estimates are not reduced for potential proceeds from the sale of assets and from future clean-up in view of the uncertainty in estimating those proceeds. Other environmental liabilities not directly relating to rehabilitation are expensed as incurred. The expected timing of any resulting outflows of economic benefits is between 3 and 4 years once the mine has become operational. The rate applied to discount the estimated future cash flows was 6.47%. The liability is secured by guarantees from Guardrisk Ltd of R1.1 million (2012: R2.2 million) as well as cash related guarantees of R317,961 (2012: R1,096,515). Refer to note 10.

17. LOANS FROM SHAREHOLDERS

	Group		Company	
Figures in Rand	**2013**	2012	**2013**	2012
Moneybox Investments 308 (Pty) Ltd	**121,155**	–	**121,155**	–
The loan is unsecured carries no interest and no fixed terms of repayment have been determined.				
Yakani Resources (Pty) Ltd	**–**	2,805,129	**–**	2,805,129
The loan was unsecured and carried interest at the prime lending rate.				
Incubex Minerals Ltd	**1,353,466**	38,892,456	**1,353,466**	38,892,456
The loan is unsecured carries interest at the prime lending rate plus 3% and no fixed terms of repayment have been determined.				
	1,474,621	41,697,585	**1,474,621**	41,697,585

On Friday 9 November 2012 Miranda reached agreement with Incubex in terms of which debt disclosed in 2012 was converted into shares. Incubex agreed to the conversion of their full outstanding debt amounting to R38,9 million into equity. The price at which the outstanding loans were converted was 18.16 cents resulting in the issue of 214,165,508 new Miranda shares in terms of a specific issue of shares.

On Friday, 9 November 2012, Miranda signed a convertible loan agreement with Satiolor Proprietary Ltd for a loan of R2,5 million in order to settle the claim against the Company by Yakani resulting in the issue of 13,928,233 new Miranda shares in terms of a specific issue of shares.
Refer to note 13.

The abovementioned conversions were approved by shareholders in general meeting on 15 January 2013.

	Group 2013	Group 2012	Company 2013	Company 2012
Fair value of loans to and from shareholders				
Loans from shareholders	**1,474,621**	41,697,585	**1,474,621**	41,697,585

The carrying values approximates the fair value due to the short-term nature and the majority of the balance bears interest at a market related interest rate.

18. OTHER FINANCIAL LIABILITIES

	Group 2013	Group 2012	Company 2013	Company 2012
Held at amortised cost				
Premium Plan Finance	**1,004,293**	–	**–**	–
The loan is repayable in 12 equal monthly instalments of R115,072 with the last instalment payable in May 2014. The loan carries interest at 7.4% per annum compounded monthly.				
Current liabilities				
At amortised cost	**1,004,293**	–	**–**	–
Fair value of other financial liabilities				
Other financial liabilities	**1,474,621**	41,697,585	**1,474,621**	41,697,585

The carrying value approximates the fair value due to the short-term nature of the balance and bears interest at a market related interest rate.

19. TRADE PAYABLES

Figures in Rand	Group 2013	Group 2012	Company 2013	Company 2012
Trade payables	**4,058,485**	2,752,990	**1,367,153**	1,221,066
VAT	**151,020**	492,323	**–**	–
Other payables	**1,556,907**	870,145	**1,458,000**	800,000
	5,766,412	4,115,458	**2,825,153**	2,021,066
Fair value of trade payables				
Trade payables	**5,766,412**	4,115,458	**2,825,153**	2,021,066
The carrying value approximates the fair value due to the short-term nature of the balances.				

20. OTHER PAYABLES

SSMS

Sesikhona Klipbrand Colliery (Pty) Ltd has paid the final amount outstanding of R1.7 million (2012: R7 million) during September 2013 to Stefanutti Stocks Mining Services (Pty) Ltd ("SSMS") as per the settlement agreement concluded between Sesikhona and SSMS on 15 March 2013. During the year R5 million was settled by issue of 28,951,940 shares. Refer to note 13.

SARS

Included in other payables for 2012 is an amount of R4.8 million claimed by the South African Revenue Services ("SARS") in relation to PAYE that was not deducted by the one of the subsidiary companies and paid over to SARS.

Miranda Mineral Holdings Ltd has disposed 100% of its interest held in the subsidiary on 31 July 2013. Refer to note 29.

21. OPERATING LOSS

Figures in Rand	Group 2013	Group 2012	Company 2013	Company 2012
Operating loss for the year is stated after accounting for the following:				
Remuneration, other than to employees for:				
Administration fees paid	**(952,675)**	(6,889,631)	**(460,675)**	(6,889,631)
Secretarial services	**(205,729)**	(255,061)	**(205,729)**	(255,061)
Consulting and professional fees	**(4,062,882)**	(1,326,047)	**(5,000)**	(157,369)
Legal fees	**(3,797,420)**	(2,347,620)	**(6,330)**	–
	(9,000,706)	(10,828,359)	**(677,734)**	(7,312,061)
Operating lease charges				
Premises				
Straight line amounts	**(949,046)**	(919,313)	**–**	–
Profit on sale of property, plant and equipment (other income)	**26,982**	1,966,314	**–**	–
Profit on sale of subsidiary (other income)	**4,870,143**	–	**(15,507,636)**	–
Settlement discount (other income)	**565,491**	–	**275 762**	–
Profit on sale of mineral rights (other income)	**–**	179,211	**–**	–
Impairment on loans to group companies	**–**	–	**–**	–
Impairment on trade and other receivables	**(600,000)**	–	**–**	–
Impairment of mineral rights	**(959,232)**	–	**–**	–
Profit on exchange differences	**–**	2,832	**–**	2,832
Depreciation on property, plant and equipment	**(148,570)**	(1,092,768)	**–**	–
Employee costs	**(12,330,095)**	(5,924,814)	**(7,782,085)**	(1,407,645)

22. FAIR VALUE ADJUSTMENTS

Figures in Rand	Group 2013	Group 2012	Company 2013	Company 2012
Other financial assets – Environmental Insurance Policy	**32,191**	126,367	**–**	–

23. FINANCE COSTS

Figures in Rand	Group 2013	Group 2012	Company 2013	Company 2012
Shareholders	**3,466**	1,889,300	**3,466**	1,889,300
Finance leases	**26,972**	104,461	**–**	–
Bank	**27,729**	108	**–**	–
Unwinding of interest on environmental rehabilitation provision	**51,178**	–	**–**	–
	109,345	1,993,869	**3,466**	1,889,300

24. TAXATION

Figures in Rand	Group 2013	Group 2012	Company 2013	Company 2012
Major components of the tax (income) expense				
Deferred				
Originating and reversing temporary differences	**–**	(326,666)	**–**	–
Reconciliation of the tax expense				
Reconciliation between accounting profit and tax expense.				
Accounting loss	**(24,210,635)**	(27,966,901)	**(27,494,858)**	(14,105,982)
Tax at the applicable tax rate of 28% (2012: 28%)	**(6,778,978)**	(7,830,732)	**(7,698,560)**	(3,949,675)
Tax effect of adjustments on taxable income				
Non-taxable permanent differences	**–**	(14,504)	**–**	–
Deferred tax asset not raised on tax losses	**6,778,978**	7,518,570	**7,698,560**	3,949,675
	–	(326,666)	**–**	–
Unused tax losses (estimated assessed loss)	**151,583,532**	127,972,896	**86,195,862**	58,701,004
Unredeemed capital expenditure	**15,360,510**	15,360,510	**–**	–
No provision has been made for 2013 tax as the Group and Company has no taxable income. The estimated tax loss available for set off against future taxable income is:	**166,944,042**	143,333,406	**81,195,862**	58,701,004

25. AUDITORS' REMUNERATION

Figures in Rand	Group 2013	Group 2012	Company 2013	Company 2012
Audit fees	**913,650**	1,092,475	**913,650**	1,092,475

26. EARNINGS PER SHARE

Basic earnings per share

Basic earnings per share is determined by dividing profit or loss attributable to the owners of the parent by the weighted average number of ordinary shares outstanding during the year. Refer to note 34 for disclosure on a prior period error.

Figures in Rand	Group 2013	Group 2012
Basic and diluted loss per share		
From continuing operations (cents per share)	**(4.52)**	(9.46)

Basic and diluted loss per share is based on loss of R23,564,827 (2012: R27,174,222) and a weighted average number of ordinary shares of 521,788,888 (2012: 287,316,700).

Diluted earnings per share is equal to earnings per share because there is no dilutive impact of potential ordinary shares to be issued.

26. EARNINGS PER SHARE (CONTINUED)

Headline earnings and diluted headline earnings per share

Headline earnings per share and diluted headline earnings per share are determined by dividing headline earnings and diluted headline earnings by the weighted average number of ordinary share outstanding during a period. Refer to note 34 for prior period error disclosure.

Figures in Rand	Group 2013	Group 2012
Basic and diluted headline loss per share (cents)	**(5.34)**	(10.21)
Reconciliation between earnings (loss) and headline earnings (loss)		
Basic earnings (loss)	**(23,564,827)**	(27,174,224)
Adjusted for:		
Impairment of mining right	**959,232**	–
Non controlling interest related to impairment of mining right	**(359 232)**	–
Profit on sale of property, plant and equipment	**(26,982)**	(1,966,314)
Profit on sale of investment	**–**	(15,988)
Profit on sale of mining property	**–**	(179,211)
Profit on sale of subsidiary	**(4,870,143)**	–
Headline earnings	**(27,861,952)**	(29,335,737)
Net asset and net tangible asset value per share		
Net asset value per share (cents)	**5.56**	(1.85)
Net tangible asset value per share (cents)	**1.77**	(9.37)

The net asset value per share is calculated on the number of ordinary shares in issue at year end of 649,048,345 (2012: 327,187,153) and net assets of R36,087,422 (2012: R6,059,659). Shareholders are reminded that due to the nature of Miranda's business the trading statements are based on net asset value per share.

The net tangible asset value per share is calculated on the number of ordinary shares in issue at year end of 649,048,345 (2012: 327,187,153) and net tangible assets of R11,486,503 (net liability 2012: R30,660,578).

Refer to note 34 for prior period error disclosure.

27. CASH USED IN OPERATIONS

Figures in Rand	Group 2013	Group 2012	Company 2013	Company 2012
Loss before taxation	**(24,569,867)**	(27,966,901)	**(27,494,858)**	(14,105,982)
Adjustments for:				
Depreciation and amortisation	**148,570**	1,092,768	**–**	–
(Profit) loss on sale of subsidiary	**(4,870,143)**	–	**15,507,834**	–
Profit on sale of assets	**(26,982)**	(1,966,314)	**–**	–
Profit on sale of mineral rights	**–**	(179,211)	**–**	–
Interest received	**(43,940)**	(47,977)	**(33,329)**	(43,979)
Finance costs	**109,345**	1,993,869	**3,466**	1,889,300
Fair value adjustments	**(32,191)**	(126,367)	**–**	–
Impairment of trade and other receivables	**600,000**	–	**–**	–
Impairment of mineral rights	**959,232**	–	**–**	–
Movements in operating lease assets and accruals	**–**	(27,165)	**–**	–
Settlement discount	**(565,492)**	–	**(275,762)**	–
Share-based payments	**7,782,085**	–	**7,782,085**	–
Changes in working capital:				
Trade and other receivables	**483,999**	1,493,608	**396,501**	177,888
Trade payables	**1,952,624**	(5,480,353)	**804,087**	(4,055,242)
	(18,072,760)	(31,214,043)	**(3,309,976)**	(16,138,015)

28. ACQUISITION OF PROSPECTING RIGHTS

On 18 September 2012, the Group through Miranda Coal (Pty) Ltd, a 100% subsidiary, acquired 62.55% of the issued share capital of:

- Citygraph (Pty) Ltd;
- Ocean Crest Trading (Pty) Ltd;
- Rendiphor (Pty) Ltd; and
- Almenta 122 (Pty) Ltd.

The purchase consideration was settled by issuing 3,109,343 ordinary shares of Miranda at a price of 19.29668 cents, which is the 30 day volume weighted average price as traded on the JSE, calculated as at 5 September 2012.

The total purchase consideration equated to R150,000 per entity mentioned above.

	Group		Company	
Figures in Rand	**2013**	2012	**2013**	2012
Fair value of assets acquired				
Mineral rights	**952,232**	–	**–**	–
Non controlling interest	**(359,232)**	–	**–**	–
Total cost	**600,000**	–	**–**	–

29. SALE OF SUBSIDIARY

	Group		Company	
Figures in Rand	**2013**	2012	**2013**	2012
Carrying value of assets sold				
Property, plant and equipment	**(17,868)**	–	**–**	–
Trade and other receivables	**(53,261)**	–	**–**	–
Trade and other payables	**287,328**	–	**–**	–
Other payables	**4,751,532**	–	**–**	–
Loans to subsidiary	**–**	–	**(15,507,735)**	–
Investment in subsidiary	**–**	–	**(100)**	–
Cash	**(97,588)**	–	**–**	–
Total net liabilities (assets) sold	**4,870,143**	–	**(15,507,834)**	–
Proceeds on disposal	**1**	–	**1**	–
Profit (loss) on disposal	**4,870,143**	–	**(15,507,834)**	–
	–	–	**–**	–
Net cash outflow on disposal				
Cash sold	**(97,588)**	–	**–**	–

The Company has disposed 100% of its interest held in Miranda Support Services (Pty) Ltd on 31 July 2013. Miranda Support Services was providing all the management services to the Group and will still provide these services until the end of February 2014 per the management agreement between Miranda Support Services and the Company. The Company sold Miranda Suppport Services (Pty) Ltd for R1.

30. COMMITMENTS

Operating leases – as lessee (expense)

Operating lease payments represent rentals payable by the Group for certain of its office properties. The operating lease expired at 28 February 2013. Leases are currently on a month by month basis. No contingent rent is payable. Sub leases are prohibited.

31. CONTINGENCIES

Management applies its judgement to the probabilities and advice it receives from its advisers in assessing if an obligation is probable, more likely than not or remote.

Negotiations with Shanduka Coal (Pty) Ltd ("Shanduka") and Sesikhona resulted in a memorandum of understanding being entered into, in terms whereof Shanduka will buy 1.2 million tonnes of raw material from the Sesikhona mine, however, Osho SA Coal Resources (Pty) Ltd, with whom a term sheet in respect of an offtake agreement was signed in December 2011, is alleging that they have purchased all of the Sesikhona anthracite and consequently applied for an interim interdict to stop Miranda from delivering anthracite from the Sesikhona mine to another off-taker. Miranda is opposing this application. The matter was heard in the Pietermaritzburg High Court on 4 March 2013. We are waiting on the Honourable Judge to hand down a ruling on this matter. Material losses are envisaged if this offtake agreement is enforced upon Sesikhona as detailed in the 2012 Annual Report.

32. RELATED PARTIES

Relationships as at reporting date

Subsidiaries	Refer to note 7
Associates	Refer to note 8
Shareholder with significant influence	Yakani Resources (Pty) Ltd
	Incubex Minerals Ltd
	Moneybox Investments 308 (Pty) Ltd
	Global PS Telecom Investments

	Group		Company	
Figures in Rand	**2013**	2012	**2013**	2012
Related party balances				
Loan accounts – owing to related parties				
Incubex Minerals Ltd (prior year converted into equity)	**1,353,466**	38,892,456	**1,353,466**	38,892,456
Yakani Resources (Pty) Ltd (prior year converted into equity)	**–**	2,805,129	**–**	2,805,129
Moneybox Investments 308 (Pty) Ltd	**121,155**	–	**121,155**	–
Related party transactions				
Interest paid to related parties				
Incubex Minerals Ltd	**3,466**	865,749	**3,466**	865,749
Yakani Resources (Pty) Ltd	**–**	240,573	**–**	240,573
Global PS Telecom Investments	**–**	782,978	**–**	782,978
Administration fees paid to related parties				
Incubex Minerals Ltd	**–**	4,002,131	**–**	4,002,131
Global PS Telecom Investments	**–**	2,897,500	**–**	2,897,500
Capital raising fees paid				
Incubex Minerals Ltd	**–**	240,573	**–**	240,573

33. DIRECTORS' AND PRESCRIBED OFFICERS' EMOLUMENTS

Executive	Basic salary	Total
2013		
MD Cook – CEO	**1,560,000**	**1,560,000**
C de Beer – FD	**595,000**	**595,000**
	2,155,000	**2,155,000**

** C de Beer resigned on 12 April 2013*

2012		
NA Nel	55,440	55,440
A Johnson	297,250	297,250
E Johnson	150,000	150,000
M-A vd Merwe	331,077	331,077
	833,767	833,767

Share options awarded

The following share options were awarded to the executive directors or individuals related to them in the year under review:

	Value of option or right	Number of options
MD Cook – CEO	1,446,000	12,000,000

Non-executive	Directors' fees	Total
2013		
L Mohuba	**132,000**	**132,000**
PB Cook	**132,000**	**132,000**
JL Mahlangu	**330,000**	**330,000**
MJ Yates	**330,000**	**330,000**
G Joubert	**352,000**	**352,000**
C Chiloane	**132,000**	**132,000**
N Masalane	**44,000**	**44,000**
	1,452,000	**1,452,000**
2012		
L Mohuba	110,000	110,000
PB Cook	110,000	110,000
JL Mahlangu	176,000	176,000
MJ Yates	258,866	258,866
D Joubert	176,000	176,000
C Chiloane	88,000	88,000
L Mokhobo	173,383	173,383
C Knobbs	160,684	160,684
P Pienaar	167,223	167,223
	1,420,156	1,420,156

33. DIRECTORS' AND PRESCRIBED OFFICERS' EMOLUMENTS (CONTINUED)

Share options awarded

The following share options were awarded to the non-executive directors or individuals related to them in the year under review:

	Value of option or right	Number of options
L Mohuba	542,250	4,500,000
C Chiloane	542,250	4,500,000
PB Cook	542,250	4,500,000

Prescribed officers	Basic salary	Fees for services	Total
2013			
AM Botha (Interim CFO)	**200,000**	**–**	**200,000**
Company Secretary	**–**	**205,729**	**205,729**
	200,000	**205,729**	**405,729**
2012			
Company Secretary		205,729	205,729

Share options awarded

The following shares options were awarded to individuals holding a prescribed office or individuals related to them in the year under review:

	Value of option or right	Number of options
AM Botha (Interim CFO)	241,000	2,000,000
Company Secretary	421,750	3,500,000

34. PRIOR PERIOD ERRORS

Due to mathematical errors the following ratios were incorrectly disclosed in the 31 August 2012 financial statements:

	Currently disclosed (Restated)	Previously disclosed
Net asset value per share	(1.85)	(2.53)
Net tangible asset value per share	(9.37)	(10.05)
Basic and diluted headline (loss) per share	(10.21)	(8.71)
Headline loss for the year	(29,335,737)	(25,012,711)

35. RISK MANAGEMENT

Capital risk management

The Group and Company's objectives when managing capital are to safeguard the Group and Company's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

The capital structure of the Group and Company consists of debt, which includes the borrowings disclosed in notes 15, 17 and 18 cash and cash equivalents disclosed in note 12, and equity as disclosed in the statement of financial position.

In order to maintain or adjust the capital structure, the Group and Company may issue new shares or sell assets to reduce debt.

There are no externally imposed capital requirements.

35. RISK MANAGEMENT (CONTINUED)

There have been no changes to what the entity manages as capital, the strategy for capital maintenance or externally imposed capital requirements from the previous year.

Financial risk management

The Group and Company's activities expose it to a variety of financial risks: market risk (including cash flow interest rate risk and price risk) and liquidity risk.

The Group and Company's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group and Company's financial performance. The Board of directors provides written principles for overall risk management, as well as written policies covering specific areas, such as interest rate risk, credit risk, and investment of excess liquidity.

Liquidity risk

The Group and company's risk to liquidity is a result of the funds available to cover future commitments. The Group and Company manages liquidity risk through an ongoing review of future commitments and credit facilities.

Cash flow forecasts are prepared and adequate utilised borrowing facilities are monitored.

The table below analyses the Group and Company's financial liabilities into relevant maturity groupings based on the remaining period at the statement of financial position to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

Group

At 31 August 2013	**Less than 1 year**	**Between 1 and 2 years**	**Between 2 and 5 years**
Loans from shareholders	**1,474,621**	**–**	**–**
Other financial liabilities	**1,004,293**	**–**	**–**
Trade and other payables	**7,325,392**	**–**	**–**
Finance lease obligations	**86,547**	**86,547**	**187,518**

At 31 August 2012	Less than 1 year
Loans from shareholders*	–
Trade and other payables	10,552,720

Company

At 31 August 2013	**Less than 1 year**
Loans from shareholders	**1,474,621**
Trade and other payables	**2,825,153**

At 31 August 2012	Less than 1 year
Loans from shareholders*	–
Trade and other payables	2,021,066

** Refer to note 17 for details of shareholders' loans converted into equity.*

35. RISK MANAGEMENT (CONTINUED)

Interest rate risk

As the Group and Company has no significant interest-bearing assets and liabilities, the Group and Company's income and operating cash flows are substantially independent of changes in market interest rates.

At 31 August 2013, if interest rates on Rand-denominated borrowings had been 200 basis points higher/lower with all other variables held constant, post-tax profit for the year would have been R6,714 (2012: R600,445) lower/higher, mainly as a result of higher/lower interest expense on floating rate borrowings.

Credit risk

Management has a credit policy in place and the exposure to credit risk is monitored on an on-going basis. Reputable financial institutions are used for investing and cash handling purposes.

Credit risk consists mainly of cash deposits, loans and receivables, other financial assets and cash equivalents. The Group and Company only deposits cash with major banks with high quality credit standing and limits exposure to any one counter party.

Financial assets exposed to credit risk at year end were as follows:

	Group		Company	
Figures in Rand	**2013**	2012	**2013**	2012
Financial instrument				
Cash and cash equivalents	**147,201**	3,292,121	**137,120**	2,668,472
Other financial assets	**1,694,527**	3,322,195	**821,895**	1,096,515
Trade and other receivables	**135,325**	910,904	**800**	–
Loans to Group companies	**–**	–	**95,845,771**	93,845,026

The amounts disclosed above is the maximum exposure to credit risk.

Loans to group companies are reviewed on a regular basis by management to manage credit risk in relation to these loans.

Foreign exchange risk

The Group and Company does not hedge foreign exchange fluctuations as it does not have any material foreign exchange exposure nor does it import or export any commodities on which any foreign exchange risk would arise.

Price risk

As the Group and Company is primarily involved in mineral exploration it is not directly exposed to commodity price risk, however the feasibility of some of the Group and Company's exploration projects could be indirectly affected due to an adverse drop in commodity prices. The intangible assets reflected on the statement of financial position of the Group and Company values the discounted future cash flows arising from the Group and Company's share in the potential future share of revenue in the project.

The impact of fair value movements to the insurance policy which is based on changes in interest rates that will results in movements in the fair value gain/loss is considered to be insignificant.

36. EVENTS AFTER THE REPORTING PERIOD

Stefanutti Settlement

Sesikhona Klipbrand Colliery (Pty) Ltd has, subsequent to year-end, paid the final amount outstanding to Stefanutti Stocks (Pty) Ltd as per the settlement agreement concluded between Sesikhona and Stefanutti Stocks (Pty) Ltd on 15 March 2013.

Framica (Pty) Ltd

Subsequent to the year-end, Framica (Pty) Ltd, a 70% subsidiary of Miranda Coal (Pty) Ltd has concluded a transaction by which it has sold a prospecting right, situated in Mpumalanga, to Sasol Mining Ltd for a total consideration of R10 million. After tax and dividends paid this resulted in a net inflow to the Group of R5,7 million.

Issue of shares

After year end the Group and Company issued 59,705,620 shares for cash. Refer to the directors report.

Nkomati Anthracite Mine Pty Ltd

Refer to the operational review on page 10.

37. GROUP SEGMENTAL ANALYSIS (CONTINUED)

IFRS 8 requires operating segments to be identified on the basis of internal reports about components of the Group that are regularly reviewed by the Executive Management including the CEO in order to allocate resources to the segments and to assess their performance. The Group has identified its operating segments based on its main exploration divisions and aggregated them into coal, diamonds, gold, base metals and industrial minerals and other. The Group currently only operates in South Africa with the major exploration assets located in KwaZulu-Natal. These values have been reconciled to the consolidated financial results. The measures reported on by the Group are in accordance with the accounting policies adopted for preparing and presenting the consolidated annual financial statements.

Segment operating expenses comprise all operating expenses of the different reportable segments and are either directly attributable to the reportable segment, or can be allocated to the reportable segment on a reasonable basis. The segment assets and liabilities comprise all assets and liabilities of the different segments that are employed by the reportable segments and are either directly attributable to the reportable segments, or can be allocated to the reportable segment on a reasonable basis.

For the year ended 31 August 2013

	Coal	Diamonds	Gold	Base metals and industrial minerals	Other	Group
Operating expenses	(7,548,153)	(10,427)	–	–	(22,440,690)	(29,999,269)
Other income	323,846	–	–	–	5,138,771	5,462,617
Operating loss	(7,224,307)	(10,427)	–	–	(17,301,919)	(24,536,653)
Investment revenue	10,520	–	–	–	33,420	43,940
Fair value adjustment	32,191	–	–	–	–	32,191
Finance cost	(105,601)	–	–	–	(3,744)	(109,345)
Segment result: Loss before taxation	(7,287,197)	(10,427)	–	–	(17,272,243)	(24,569,867)
Loss for the year	(7,287,197)	(10,427)	–	–	(17,272,243)	(24,569,867)
Other material non-cash items included in segment profit/(loss):						
Depreciation on and impairment of property, plant and equipment	83,609	–	–	–	64,961	148,570
Segment assets	42,486,079	270,631	69,435	586,292	1,086,744	44,499,181
Mining properties	16,822,171	–	–	–	–	16,822,171
Capital work in progress	3,919,720	–	–	–	–	3,919,720
Exploration and evaluation asset	11,025,527	270,568	69,435	75,262	–	11,440,792
Mineral rights	8,929,407	–	–	311,000	–	9,240,407
Other assets	1,789,254	63	–	200,030	1,086,744	3,076,091
Segment liabilities	(7,129,923)	–	–	–	(4,145,924)	(11,275,847)
Environmental rehabilitation provisions	(1,028,818)	–	–	–	–	(1,028,818)
Trade and other payables	(4,557,778)	–	–	–	(2,918,633)	(7,476,411)
Other liabilities	(1,543,327)	–	–	–	(1,227,291)	(2,770,618)

37. GROUP SEGMENTAL ANALYSIS (CONTINUED)

For the year ended 31 August 2012

	Coal	Diamonds	Gold	Base metals and industrial minerals	Other	Group
Operating expenses	(8,951,418)	(143,943)	(28,789)	(43,183)	(19,184,652)	(28,351,985)
Other income	2,171,513	25,000	–	–	8,096	2,204,609
Operating loss	(6,779,905)	(118,943)	(28,789)	(43,183)	(19,176,556)	(26,147,376)
Investment revenue	3,896	–	–	–	44,082	47,978
Fair value adjustment	126,367	–	–	–	–	126,367
Finance cost	(56,715)	(6,663)	(1,333)	(1,999)	(1,927,160)	(1,993,870)
Segment result: Loss before taxation	(6,706,357)	(125,606)	(30,122)	(45,182)	(21,059,634)	(27,966,901)
Taxation	277,666	32,667	6,533	9,800	–	326,666
Loss for the year	(6,428,691)	(92,939)	(23,589)	(35,382)	(21,059,634)	(27,640,235)
Other material non-cash items included in segment profit/(loss):						
Depreciation on and impairment of property, plant and equipment	733,300	75,190	15,038	22,557	236,654	1,082,739
Segment assets	44,029,643	270,631	69,435	586,292	5,121,336	50,077,337
Mining properties	16,635,531	–	–	–	–	16,635,531
Capital work in progress	3,919,720	–	–	–	–	3,919,720
Exploration and evaluation asset	11,025,527	270,568	69,435	75,262	–	11,440,792
Mineral rights	8,929,407	–	–	311,000	–	9,240,407
Other assets	3,519,458	63	–	200,030	5,121,336	8,840,887
Segment liabilities	(9,153,112)	(358,931)	(71,786)	(107,679)	(48,663,799)	(58,355,306)
Environmental rehablitation provisions	(791,000)	–	–	–	–	(791,000)
Trade and other payables	(8,362,112)	(358,931)	(71,786)	(107,679)	(6,966,214)	(15,866,721)
Other liabilities	–	–	–	–	(41,697,585)	(41,697,585)

38. GOING CONCERN

The financial statements set out in this report are the responsibility of the company's directors. They have been prepared by the directors on the basis of appropriate accounting policies which have been consistently applied. The financial statements have been prepared in accordance with International Financial Reporting Standards and on the basis of accounting policies applicable to going concern. The following matters are impacting on the group's ability to continue as a going concern and are reviewed by the directors on a regular basis to evaluate and assess the group's ability to function as a going concern:

- Loss for the year – the group incurred a loss of R24 million (2012: R28 million). Included in the R24 million loss is a R7.8 million share-based payment expense;
- Net current liability position – (excluding the shareholders' loans) is R7.1 million (2012: R7.4 million);
- Subsequent to year-end the group has raised R6.3 million through issue of shares and settled the majority of its liabilities..
- Production – the group has made progress with its negotiations to conclude an offtake agreement for the Sesikhona project. This is subject to litigation being successful as disclosed on note 31.
- The Board has approved a capital raising strategy to fund proposed income-generating acquisitions and shares are available for general issue for cash in the short term.

The ability of the group to continue as a going concern is dependent on a number of factors. The most significant of these in the short term, from March 2014 until June 2014, is that the directors continue to procure funding for the current monthly expenses. Beyond June 2014 the group should have raised enough capital to be sufficiently self-funded.

The Board of Miranda is satisfied with the progress made in terms of all of the above as well as the improvement of the group's debt to equity ratio after year-end. It is also of the view that upon execution of an offtake agreement and the necessary capital raise the group will be sufficiently self-funded. The outstanding litigious matter is being vigorously defended and the Board is of the view that the potential contingencies are not material to the group's overall position (Refer to note 31)

NOTICE OF ANNUAL GENERAL MEETING

Miranda Mineral Holdings Limited
(Incorporated in the Republic of South Africa)
(Registration number 1998/001940/06)
Share code: MMH ISIN: ZAE000074019
("Miranda" or "the Company")

Notice is hereby given that an Annual General Meeting of shareholders of the Company will be held on Monday, 31 March 2014 at 10:00 at the Protea Hotel Midrand, 14th Street, Noordwyk Ext 20, Halfway House, Midrand, Gauteng to deal with such business as may lawfully be dealt with at the meeting and to consider and, if deemed fit, pass, with or without modification, the ordinary and special resolutions set out hereunder in the manner required by the Companies Act, 71 of 2008, as amended "(the Companies Act"), the memorandum of incorporation ("MOI") of the Company and the Listings Requirements of the JSE Limited ("JSE Listings Requirements").

The record date on which members must be recorded as such in the register maintained by the transfer secretaries of the Company for the purpose of being entitled to attend and vote at the Annual General Meeting is 20 March 2014

Meeting participants (including shareholders and proxies) are required to provide reasonably satisfactory identification before being entitled to attend or participate in a shareholders' meeting. Forms of identification include valid identity documents, driver's licences and passports.

AGENDA

Presentation of annual financial statements and reports for the financial year ending 31 August 2013.

The annual financial statements of the Company, incorporating, *inter alia*, the Directors' Report, Independent External Auditors' Report and Report of the Audit and Risk Committee, for the financial year ended 31 August 2013, have been distributed as required and will be presented to the shareholders. The complete annual financial statements are set out on page 55 of the integrated annual report.

1. Ordinary resolution number 1

Confirmation of appointment of external auditor

"Resolved that shareholders authorise the Board to appoint Grant Thornton (known as PKF Sandton prior to the merger between PKF and Grant Thornton), as the independent external auditors and Rudi Huiskamp as the individual designated auditor of the Company for the ensuing year."

The percentage of voting rights that will be required for this resolution to be adopted is more than 50% of the votes exercised on the resolution.

2. Ordinary resolution number 2

2.1 Confirmation of appointment of a director

"Resolved that shareholders confirm the appointments of directors appointed in terms of section 72 of the Company's Memorandum of Incorporation ("MOI"), and who, being eligible, have offered themselves for re-election:

2.1.1 John Nicholas Wallington (Chief Executive Officer);
2.1.2 Nhlanhla Madalane (Non-Executive Director); and

2.2 Re-election of directors who retire by rotation

"Resolved that shareholders re-elect by way of a separate vote, the following directors who retire by rotation in terms of the Company's MOI, and who, being eligible, have offered themselves for re-election:
2.2.1 D Joubert; and
2.2.2 J Mahlangu

Brief biographies in respect of each director offering themselves for re-election are contained on page 22 of the integrated annual report, are eligible and offer themselves for re-election.
The percentage of voting rights that will be required for these resolutions to be adopted is more than 50% of the votes exercised on the resolution.

3. Ordinary resolution number 3

Election of Audit and Risk Committee members

"Resolved that shareholders elect, each by way of a separate vote, the following independent non-executive as members of the Miranda Audit and Risk Committee, with effect from the end of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company:
3.1 Jabu Mahlangu (Chairman)
3.2 Gideon Joubert
3.3 Michael J Yates

Brief biographies of these directors offering themselves for election as members of the Miranda Audit and Risk Committee are enclosed in the report on pages 4 to 6 of the Integrated Annual Report. The Board nominated the directors above as members of the Audit and Risk Committee. The Board is satisfied that each nominated member satisfies the requirements of section (94)(4) and (94)(5) of the Companies Act, 2008 and Regulation 42 of the Companies Regulations, 2011.

The percentage of voting rights that will be required for this resolution to be adopted is more than 50% of the votes exercised on the resolution.

4. Ordinary resolution number 4

Endorsement of Miranda remuneration policy

"Resolved that shareholders endorse, by way of a non-binding advisory vote, the Company's remuneration policy (excluding the remuneration of the non-executive directors and the members of Board committees for their services as directors and member of committee), as set out in the integrated annual report on page 26."

The percentage of voting rights that will be required for this resolution to be adopted is more than 50% of the votes exercised on the resolution.

5. Ordinary resolution number 5

General authority to directors to allot and issue authorised but unissued ordinary shares

"Resolved that the authorised but unissued shares in the capital of the Company be and are hereby placed under the control and authority of the directors of the Company and that the directors of the Company be and are hereby authorised and empowered to allot, issue and otherwise dispose of such shares to such person or persons on such terms and conditions and at such times as the directors of the Company may from time to time and in their discretion deem fit, subject to the provisions of the Companies Act, the MOI of the Company, when applicable, such authority to remain in force until the next Annual General Meeting."

The percentage of voting rights that will be required for this resolution to be adopted is more than 50% of the votes exercised on the resolution.

6. Ordinary resolution number 6

General authority to issue shares for cash

In terms of the JSE Listings Requirements, the approval of 75% majority of the votes cast by shareholders present or represented by proxy at this Annual General Meeting will be required for this authority to become effective.

"Resolved that the directors are hereby authorised as a general authority to allot and issue the authorised but unissued shares in the capital of the Company, for cash, subject to the Companies Act, the MOI of the Company, the Listings Requirements of the JSE, provided that:

(a) the equity securities be of a class already in issue or, where this is not the case, must be limited to such securities or rights that are convertible into a class already in issue;

(b) the equity securities must be issued to public shareholders, as defined in the Listings Requirements of the JSE, and not to related parties;

(c) the equity securities which are the subject of a general issue for cash:

    (1) may not exceed 15% of the Company's listed equity securities as at the date of the passing of the notice of the Annual General Meeting limited to 106 313 095 shares seeking the general issue for cash authority, provided that:

        (i) the authority shall be valid until Miranda's next Annual General Meeting, or for 15 months from the date on which the general issue for cash ordinary resolution was passed, whichever period is shorter subject to the requirements of the JSE and to any other restrictions set out in this authority;

        (ii) the calculation of the Company's listed equity securities must be a factual assessment of the Company's listed equity securities as at the date of the this Annual General Meeting, excluding treasury shares;

        (iii) any equity securities issued under the authority during the period contemplated in (c)(1)(i) above must be deducted from such number in (1) above; and

        (iv) in the event of a sub-division or consolidation of issued equity securities during the period contemplated in (c)1(i), the existing authority must be adjusted accordingly to represent the same allocation ratio.

(d) the maximum discount at which equity securities may be issued is 10% of the weighted average traded price of such equity securities measured over the 30 business days prior to the date that the price of the issue is agreed between the Company and the party subscribing for the securities. The JSE should be consulted for a ruling if the applicant's securities have not traded in such 30 business day period;

(e) a SENS announcement giving full details, including the impact on net asset value, net tangible asset value, earnings and headline earnings per share will be published at the time of any issue representing, on a cumulative basis within a financial year, 5% or more of the number of securities in issue prior to the issue; and

(f) this authority includes any options/convertible securities that are convertible into an existing class of equity securities.

7. Ordinary resolution number: 7

Amendments to the Share Option Scheme

With reference to "The Miranda Mineral Holdings Limited Share Option Scheme approved by shareholders on 8 May 2013 and more specifically that the Board shall only amend the provisions of Scheme if so sanctioned by the Company in a general meeting, and whereas the Company now wishes to change clause 5.1 in the Scheme and to increase the aggregate number of shares issuable under the Scheme.

7.1 "Resolved that clause 5.1 of The Miranda Mineral Holdings Limited Share Option Scheme be and is hereby deleted in its entirety and replaced with the following new clause 5.1:

"Subject to adjustment as provided in paragraph 15 hereof, the Options to be offered under the Scheme will pertain to Shares. The aggregate number of Shares issuable under the Scheme will not exceed 106 673 095 Shares. If any Option granted hereunder expires or terminates for any reason in accordance with the terms of the Scheme, the Shares pertaining thereto will again be available for the purpose of this Scheme."

The percentage of voting rights that will be required for this resolution to be adopted is more than 75% of the votes exercised on the resolution.

8. Ordinary resolution number 8

Authority to sign all required documents

"Resolved that, subject to the passing of the ordinary and special resolutions at the Meeting, any director of the Company or the Company Secretary shall be and is hereby authorised to sign all documents and perform all acts which may be required to give effect to such ordinary and special resolutions."

75% (seventy five per cent) majority of the votes cast by shareholders present or represented by proxy and voting at the general meeting will be required in order for ordinary resolution number 8 to become effective.

9. Special resolution number 1

General authority to acquire (repurchase) shares

"Resolved that the Company and/or any subsidiary be and is hereby authorised by way of a specific approval as contemplated in section 48 read with section 46 of the Companies Act, to acquire from time to time issued ordinary shares of the Company, upon such terms and conditions and in such amounts as the directors of the Company may from time to time determine, but subject to the MOI of the Company and the provisions of the Companies Act, and provided that:

- any such acquisition of ordinary shares shall be effected through the order book operated by the JSE trading system and done without any prior understanding or arrangement with the counterparty (reported trades being prohibited);
- this general authority shall be valid until the Company's next Annual General Meeting, provided that it shall not extend beyond 15 months from the date of passing of this special resolution number 1, whichever period is shorter;
- an announcement will be published as soon as the Company or any of its subsidiaries have acquired ordinary shares constituting, on a cumulative basis, 3% of the number of ordinary shares in issue and for each 3% in aggregate of the initial number acquired thereafter;
- acquisitions of shares in aggregate in any one financial year may not exceed 20% of the Company's ordinary issued share capital, as the case may be, as at the date of passing of this special resolution number 1;
- ordinary shares may not be acquired at a price greater than 10% above the weighted average of the market value at which such ordinary shares for the five business days immediately preceding the date the transaction is effected. The JSE should be consulted for a ruling if the Company's securities have not traded in such five business day period;
- the Company has been given authority by its MOI;
- at any point in time, the Company and/or its subsidiaries may only appoint one agent to effect any such acquisition;
- the aggregate of such acquisitions by subsidiaries of Miranda may not result in such subsidiaries holding more than 10% of Miranda's issued share capital;
- the Company and/or its subsidiaries undertaking that they will not enter the market to so acquire the Company's shares until the Company's sponsor has provided written confirmation to the JSE regarding the adequacy of the Company's working capital in accordance with the JSE Listings Requirements;
- a resolution has been passed by the Board of Directors confirming that the Board has authorised the general repurchase, that the Company passed the solvency and liquidity test and that since the test was done, there have been no material changes to the financial position of the Group; and
- the Company and/or its subsidiaries not acquiring any shares during a prohibited period, as defined in the JSE Listings Requirements unless a repurchase programme is in place, where dates and quantities of shares to be traded during the prohibited period are fixed and full details of the programme have been disclosed in an announcement over the Securities Exchange News Service prior to the commencement of the prohibited period."
- Although no such repurchases are currently in contemplation, the directors undertake that they will not effect a general repurchase of shares as contemplated above unless the following can be met for a period of 12 months after the date of this notice:
- the Company and the Group would in the ordinary course of their business be able to pay their debts;
- the consolidated assets of the Company and the Group would exceed the consolidated liabilities of the Company and the Group respectively, such assets and liabilities being fairly valued and recognised and measured in accordance with the accounting policies used in the financial statements contained in the integrated annual report;
- the issued capital and reserves of the Company and the Group would be adequate for the purposes of the Company and the Group's business;
- the Company and the Group's working capital would be sufficient for ordinary business purposes; and
- a resolution by the Board of Directors will be passed that authorised the repurchase, that Miranda and its subsidiaries have passed the solvency and liquidity test and that since the test was performed, there have been no material changes to the financial position of the Group.

The JSE Listings Requirements require, the following disclosures, which appear in the integrated annual report:

- Directors and management – refer to pages 4 to 6 of the integrated annual report.
- Major shareholders – refer to page 36 of the integrated annual report.
- Directors' interests in securities – refer to pages 4 to 6 of the integrated annual report.
- Share capital of the Company – refer to page 36 of the integrated annual report.

Litigation statement

The directors, whose names appear on pages 4 to 6 of the integrated annual report of which the notice of Annual General Meeting forms part, are not aware of any legal of arbitration proceedings that are pending or threatened, that may have or had in the recent past, being at least the previous 12 months, a material effect on the Miranda's financial position.

Directors' responsibility statement

The directors, whose names appear on pages 4 to 6 of the integrated annual report, collectively and individually accept full responsibility for the accuracy of the information pertaining to this special resolution and certify that, to the best of their knowledge and belief, there are no facts that have been omitted which would make any statements false or misleading, and that all reasonable enquiries to ascertain such facts have been made and that this special resolution contains all information required by law and the JSE Listings Requirements.

Material changes

Other than the facts and developments reported on in the integrated annual report, there have been no material changes in the financial or trading position of the Company and its subsidiaries since the date of signature of the audit report and up to the date of the notice of Annual General Meeting.

The directors have no specific intention, at present, for the Company or its subsidiaries to acquire any of the Company's shares but consider that such a general authority should be put in place should an opportunity present itself to do so during the year, which is in the best interests of the Company and its shareholders.

The directors are of the opinion that it would be in the best interests of the Company to extend such general authority and thereby allow the Company or any of its subsidiaries to be in a position to acquire the shares issued by the Company through the order book of the JSE, should the market conditions, tax dispensation and price justify such an action.

The percentage of voting rights that will be required for this resolution to be adopted is more than 75% of the votes exercised on the resolution.

Reason and effect of special resolution number 1

The reason and effect for special resolution number 1 is to grant the Company general approval to acquire its own issued shares on such terms, conditions and such amounts determined from time to time by the directors of the Company by the limitations set out above.

Pursuant to and in terms of the JSE Listings Requirements, the directors of the Company hereby state:

- The directors of the Company have no specific intention to effect the provisions of special resolution number 1 but will, however, continually review this position having regard to prevailing circumstances;
- The intention of the Company and/or its subsidiaries is to utilise the general authority to repurchase; if at some future date the cash resources of the Company are in excess of its requirements.
- The method by which the Company and any of its subsidiaries intends to repurchase its securities and the date on which such repurchase will take place, has not yet been determined.

10. Special resolution number 2

Remuneration of non-executive directors

"Resolved that the Board and committee fees for non-executive directors for the financial year ending 31 August 2014, as set out in the note below, be and are hereby authorised, in accordance with section 66(8) to (9) of the Companies Act and that the Company may continue to pay directors' fees at the annual rates specified in the note below as well as a meeting attendance fee of R20,000 per meeting, for the period from 1 September 2013 until the Company's Annual General Meeting to be held on year-end 31 August 2014."

	Annual amount
Chairman of the Board	R250 000
Lead Independent Director	R250 000
Non-executive Director	R150 000
Committee Chairman	R20 000
Committee Member	R10 000

Reason and effect of special resolution number 2

The Companies Act requires shareholder approval of directors' fees prior to payment of such fees.

The percentage of voting rights that will be required for this resolution to be adopted is more than 75% of the votes exercised on the resolution.

11. Special resolution number 3

Changes to the Memorandum of Incorporation

Resolved that, clause 2.2.2 of the Memorandum of Incorporation be deleted in its entirety and replaced with:

"The Board may grant special privileges associated with any debt instruments to be issued by the Company but in line with Schedule 10 subparagraph 10.10 or as it may be amended in future, the granting of special privileges to holders of debt instruments, such as (1) attending, (2) voting at general meetings and (3) the appointment of directors must be prohibited."

Reason and effect

The reason and effect of the special resolution is to bring clarity in the MOI on the restrictive conditions of the rules of the JSE Limited and to allow the Company to issue secured or unsecured debt instruments with special privileges other than the once prohibited by the JSE.

The percentage of voting rights that will be required for this resolution to be adopted is more than 75% of the votes exercised on the resolution.

12. Other business

To transact such other business as may be transacted at the Annual General Meeting of the Company.

ELECTRONIC PARTICIPATION

Should any shareholder of the Company wish to participate in the AGM by way of electronic participation, that shareholder is obliged to apply in writing (including details on how the shareholder or its representative can be contacted) to the transfer secretaries at the address set out below at least 5 (five) business days prior to the AGM. Shareholders who wish to participate in the meeting by dialling in must note that they will not be able to vote electronically. Should such shareholders wish to have their votes counted at the meeting, they are welcome to cast their votes via representation at the meeting either by proxy or by letter of representation, as provided for in this notice of AGM. The costs of accessing any means of electronic participation provided by the Company will be borne by the shareholder. The Company cannot be held liable for any loss, damage, penalty or claim arising in any way from using the telecommunication facility whether or not as a result of any act or omission on the part of the Company or anyone else.

Voting instructions

In terms of the Companies Act, any member entitled to attend and vote at the above meeting may appoint one or more persons as proxy, to attend and speak and vote in his stead. A proxy need not be a member of the Company. Forms of proxy must be deposited at the office of the transfer secretaries not later than 48 hours before the time fixed for the meeting (excluding Saturdays, Sundays and public holidays).

If your Miranda shares have been dematerialised and are held in a nominee account, then your Central Securities Depository Participant ("CSDP") or broker, as the case may be, should contact you to ascertain how you wish to cast your vote at the Annual General Meeting and thereafter cast your vote in accordance with your instructions.

If you have not been contacted it would be advisable for you to contact your CSDP or broker, as the case may be, and furnish them with your instructions. If your CSDP or broker, as the case may be, does not obtain instructions from you, they will be obliged to act in terms of your mandate furnished to them, or if the mandate is silent in this regard to abstain from voting.

Dematerialised shareholders whose shares are held in a nominee account must not complete the attached form of proxy. Unless you advise your CSDP or broker timeously in terms of the agreement between yourself and your CSDP or broker by the cut-off time advised by them that you wish to attend the Annual General Meeting or send a proxy to represent you at the Annual General Meeting, your CSDP or broker will assume you do not wish to attend the Annual General Meeting or send a proxy. If you wish to attend the Annual General Meeting, your CSDP or broker will issue the necessary letter of representation to you to attend the Annual General Meeting.

Shareholders who have dematerialised their shares through a CSDP or broker, other than "own name" registered dematerialised shareholders, who wish to attend the Annual General Meeting, must request their CSDP or broker to issue them with a letter of representation, or they must provide the CSDP or broker with their voting instructions in terms of the relevant custody agreement/mandate entered into between them and the CSDP or broker.

Shareholder rights

It is requested that forms of proxy should be forwarded to reach the Company's transfer secretaries at the address given below by no later than Thursday, 27 March 2014 at 10:00.

In terms of section 63(2) and 63(3) of the Companies Act, shareholders or their proxies may participate in the meeting by way of telephone conference call and, if they wish to do so:

- must contact the Company Secretary (by email at the address melinda@fusioncorp.co.za) by no later than Thursday, 27 March 2014 at 10:00 in order to obtain a pin number and dial-in details for that conference call;
- will be required to provide reasonably satisfactory identification; and
- will be billed separately by their own telephone service providers for their telephone call to participate in the meeting.

By order of the Board

Melinda Gous
Company Secretary

25 February 2014

FORM OF PROXY

Miranda Mineral Holdings Limited
(Incorporated in the Republic of South Africa)
(Registration number 1998/001940/06)
Share code: MMH ISIN: ZAE000074019
("Miranda" or "the Company")

FORM OF PROXY FOR THE ANNUAL GENERAL MEETING TO BE HELD AT THE PROTEA HOTEL MIDRAND, 14TH STREET, NOORDWYK EXT 20, HALFWAY HOUSE, MIDRAND, GAUTENG – FOR USE BY CERTIFICATED ORDINARY SHAREHOLDERS AND DEMATERIALISED ORDINARY SHAREHOLDERS WITH "OWN NAME" REGISTRATION ONLY

Holders of dematerialised ordinary shares other than "own name" registration must inform their CSDP or broker of their intention to attend the Annual General Meeting and request their CSDP to issue them with the necessary authorisation to attend the Annual General Meeting in person or provide their CSDP or broker with their voting instructions should they not wish to attend the Annual General Meeting in person but wish to be represented thereat.

I/We ______________________________

(Please print) ______________________________

of (address) ______________________________

being the registered holder(s) of ______________________________ordinary shares in the capital of the Company do hereby appoint

1. ______________________________ or failing him/her,

2. ______________________________ or failing him/her,

the chairman of the Annual General Meeting as my/our proxy to act on my/our behalf at the Annual General Meeting of the Company which will be held on Monday, 31 March 2014 for the purpose of considering and, if deemed fit, passing, with or without modification, the resolutions to be proposed thereat and at any adjournment thereof, and to vote for and/or against the resolutions and/or abstain from voting in respect of the shares registered in my/our name/s, in accordance with the following instructions:

		Number of ordinary shares		
		For	**Against**	**Abstain**
1.	Ordinary resolution number 1: Re-appointment external auditor			
2.	Ordinary resolution number 2: Appointment of directors			
2.1.1	John Wallington			
2.1.2	Nhlanhla Madalane			
2.2	Re-election of directors who retire by rotation			
2.2.1	Gideon Joubert			
2.2.2	Jabu Mahlangu			
3.	Ordinary resolution number 3: Election of Audit and Risk Committee			
	4.1 Jabu Mahlangu (Chairman)			
	4.2 Michael J Yates			
	4.3 Gideon Joubert			
4.	Ordinary resolution number 4: Endorsement of Miranda remuneration policy			
5.	Ordinary resolution number 5: General authority to directors to allot and issue authorised but unissued ordinary shares			
6.	Ordinary resolution number 6: General authority to issue shares for cash			
7.	Ordinary resolution number 7: Amendments to the 2012 share option scheme			
7.1	Increase of shares available to the scheme			
8.	Ordinary resolution number 8: Authority to sign documents			
9.	Special resolution number 1: General authority to acquire (repurchase) shares			
10.	Special resolution number 2: Remuneration of non-executive directors			
11.	Special resolution number 3: Change to the MOI clause 5.1			
12.	To transact such other business as may be transacted at the Annual General Meeting of the Company			

Please indicate with an "X" in the appropriate spaces provided above how you wish your vote to be cast. If no indication is given, the proxy will be entitled to vote or abstain as he/she deems fit.

Signed at ______________________________ on ______________________________ 2014

Signature ______________________________

Assisted by me (where applicable) ______________________________

NOTES TO THE FORM OF PROXY

Summary of rights contained in section 58 of the companies act

in terms of section 58 of the Companies Act:

- a shareholder of a company may, at any time and in accordance with the provisions of section 58 of the Companies Act, appoint any individual (including an individual who is not a shareholder) as a proxy to participate in, and speak and vote at, a shareholders' meeting on behalf of such shareholder;
- a proxy may delegate her or his authority to act on behalf of a shareholder to another person, subject to any restriction set out in the instrument appointing such proxy;
- irrespective of the form of instrument used to appoint a proxy, the appointment of a proxy is suspended at any time and to the extent that the relevant shareholder chooses to act directly and in person in the exercise of any of such shareholder's rights as a shareholder;
- any appointment by a shareholder of a proxy is revocable, unless the form of instrument used to appoint such proxy states otherwise;
- if an appointment of a proxy is revocable, a shareholder may revoke the proxy appointment by: (i) cancelling it in writing, or making a later inconsistent appointment of a proxy and (ii) delivering a copy of the revocation instrument to the proxy and to the relevant company;
- a proxy appointed by a shareholder is entitled to exercise, or abstain from exercising, any voting right of such shareholder without direction, except to the extent that the relevant company's memorandum of incorporation, or the instrument appointing the proxy, provides otherwise; and
- if the instrument appointing a proxy or proxies has been delivered by a shareholder to a company, then, for so long as that appointment remains in effect, any notice that is required in terms of the Companies Act or such company's memorandum of incorporation to be delivered to a shareholder must be delivered by such company to:
  - the relevant shareholder; or
  - the proxy or proxies, if the relevant shareholder has: (i) directed such company to do so, in writing and (ii) paid any reasonable fee charged by such company for doing so.

Notes to form of proxy

1. An ordinary shareholder holding dematerialised shares by "own name" registration, or who holds shares that are not dematerialised, may insert the name of a proxy or the names of two alternative proxies of the ordinary shareholder's choice in the space provided, with or without deleting "the chairman of the Annual General Meeting". The person whose name stands first on the proxy form and who is present at the Annual General Meeting will be entitled to act as proxy to the exclusion of those whose names follow. Should a proxy not be specified, this will be exercised by the chairman of the Annual General Meeting. A proxy need not be a shareholder of the Company.

2. An ordinary shareholder is entitled to one vote on a show of hands and, on a poll, to that proportion of the total votes in the Company which the aggregate amount of the nominal value of the shares held by him/her bears to the aggregate amount of the nominal value of all the shares issued by the Company. An ordinary shareholder's instructions to the proxy must be indicated by inserting the relevant number of votes exercisable by the ordinary shareholder in the appropriate box(es). An "X" in the appropriate box indicates the maximum number of votes exercisable by that shareholder. Failure to comply with the above will be deemed to authorise the proxy to vote or to abstain from voting at the Annual General Meeting as he/she deems fit in respect of the entire shareholder's votes exercisable thereat. An ordinary shareholder or his/her proxy is not obliged to use all the votes exercisable by the ordinary shareholder, or to cast all those votes exercised in the same way, but the total of the votes cast and in respect whereof abstention is recorded may not exceed the total of the votes exercisable by the ordinary shareholder.

3. If any ordinary shareholder does not indicate on this instrument that his/her proxy is to vote in favour of or against any resolution or to abstain from voting, or give contradictory instructions, or should any further resolution(s) or any amendment(s) which may be properly put before the Annual General Meeting be proposed, the proxy shall be entitled to vote as he/she thinks fit.

4. The completion and lodging of this form of proxy will not preclude the relevant shareholder from attending the Annual General Meeting and speaking and voting in person thereat instead of any proxy appointed in terms thereof.

5. Documentary evidence establishing the authority of a person signing the proxy form in a representative capacity must be attached to this form, unless previously recorded by the Company or waved by the chairman of the Annual General Meeting.

6. The chairman of the Annual General Meeting may reject or accept any proxy form which is completed and/or received other than in compliance with these notes.

7. A proxy may not delegate his/her authority to act on behalf of the shareholder, to another person.

8. It is requested that this form of proxy should be completed and returned to the Company's transfer secretaries, Link Market Services, 13th floor, Rennie House, 19 Ameshoff Street, Braamfontein (PO Box 4844, Johannesburg, 2000) so as to reach them by no later than Thursday, 27 March 2014 at 10:00.

9. Should a shareholder lodge the form of proxy with the transfer secretaries less than 48 hours before the Annual General Meeting, such shareholder will also be required to furnish a copy of such form of proxy to the chairman of the Annual General Meeting before the appointed proxy exercises any such shareholder's rights at the Annual General Meeting.

ADDITIONAL FORMS OF PROXY ARE AVAILABLE FROM THE TRANSFER SECRETARIES ON REQUEST.

ince

ELECTION FORM

Miranda Mineral Holdings Limited
(Incorporated in the Republic of South Africa)
(Registration number 1998/001940/06)
Share code: MMH ISIN: ZAE000074019
("Miranda" or "the Company")

To:

The Directors

MIRANDA MINERAL HOLDINGS LIMITED

I/We, (the undersigned)

(please print)

of address

being the registered holder(s) of: ordinary shares in the capital of the Company and/or

do hereby elect to receive any documents or notices from Miranda, by electronic post, to the extent that the Company is permitted to so distribute any notices, documents, records or statements in terms of the Companies Act, 71 of 2008, as amended, and any and every other statute, ordinance, regulation or rule in force from time to time, including the Listings Requirements of the JSE Limited, concerning companies and affecting Miranda.

I/We hereby furnish the following email address and/or fax number for such electronic communication:

Email address	
Fax number	

Any written amendment or withdrawal of any such notice of consent by me/us, shall only take effect if signed by me/us and received by the Company.

Signed at on 2014

Signature

Assisted by me (where applicable)

1. **Please complete, detach and return this election form to Miranda's Company Secretary, Fusion Corporate Secretarial Services (Pty) Ltd (PO Box 68528, Highveld, 0169)** by no later than Thursday, 27 March 2014.

ince

CORPORATE INFORMATION

Company registration number

1998/001940/06

Registered office and physical address

The Greens Office Park
Ground Floor, Pecanwood Building
Charles de Gaulle Crescent
Highveld
Centurion
South Africa

Postal address

PO Box 9215
Centurion
0046

Website

www.mirandaminerals.com

Bankers

First National Bank (FNB)

Company Secretary

Fusion Corporate Secretarial Services (Pty) Ltd
represented by M Gous
PO Box 68528
Highveld
Centurion
0169

Auditors

Grant Thornton
42 Wierda Road West
Wierda Valley
Sandton
2196

JSE Sponsor

PricewaterhouseCoopers Corporate Finance (Pty) Ltd
Private Bag X36
Sunninghill
2157

Transfer Secretaries

Link Market Services
13th Floor, Rennie House
19 Ameshoff Street
Braamfontein
South Africa

PO Box 4844
Johannesburg
2000
South Africa