

Notice of  
Annual General  
Meeting  
26 May 2026



# Notice of annual general meeting

Notice is hereby given in terms of section 62(1) of the Companies Act No 71 of 2008, as amended (the Companies Act), that the 20th annual general meeting (AGM) of shareholders of Kumba Iron Ore Limited (Kumba or the Company) will be held in hybrid format, virtually as well as in person, at the Anglo American Kumba offices in the Imbizo Auditorium, 144 Oxford Road, Rosebank on Tuesday, 26 May 2026 at 10:00 (CAT), or any adjournment or postponement thereof, to (i) consider and, if deemed fit, to pass the following ordinary and special resolutions with or without modification; and (ii) deal with such other business as may be dealt with at the AGM.

This notice sets out the procedures that shareholders should follow in order to participate in the AGM either in person or by electronic communication.

The electronic communication to be employed will enable all persons participating in the meeting to communicate concurrently with each other without an intermediary and to participate reasonably effectively in the meeting.

## This document is important and requires your immediate attention

If you are in any doubt about the action you should take, consult your broker, Central Securities Depository Participant (CSDP), banker, financial adviser, accountant or other professional adviser immediately.

The notice of AGM is only available in English. Electronic copies may be obtained from the Company Secretary by emailing [fazila.patel@angloamerican.com](mailto:fazila.patel@angloamerican.com) and the transfer secretaries, Computershare Investor Services Proprietary Limited, Rosebank Towers, 15 Biermann Avenue, Rosebank, 2196 or Private Bag X9000, Saxonwold, 2132 or [proxy@computershare.co.za](mailto:proxy@computershare.co.za).

## Registered and corporate office

Kumba Iron Ore Limited, 144 Oxford Road, Rosebank, Melrose, 2196 Gauteng (Postnet Suite 153, Private Bag X31, Saxonwold, 2132), South Africa.

Included in this document are the following:

- The notice of AGM setting out resolutions to be proposed at the meeting, with explanatory notes. There are also guidance notes if you wish to attend the meeting or to vote by proxy
- A proxy form for completion, signature and submission to the transfer secretaries by shareholders holding Kumba ordinary shares in certificated form or recorded in sub-registered electronic form in "own name"
- Annexure 1 – Annual financial statements
- Annexure 2 – Brief curricula vitae of directors proposed for re-election/election, Audit Committee members and Social, Ethics and Transformation Committee members proposed for election
- Annexure 3 – Remuneration report
- Annexure 4 – Major shareholders

## Record date, proxies and voting

Record date to determine which shareholders are entitled to receive the notice of AGM  
Date for posting of notice of AGM  
Last day to trade in order to be eligible to attend and vote at the AGM  
Record date to be eligible to participate in and vote at the AGM  
Forms of proxy to be lodged with Computershare by no later than 10:00 on  
Date of AGM  
Results of the AGM to be released by no later than

Thursday, 2 April 2026  
Friday, 10 April 2026  
Tuesday, 12 May 2026  
Friday, 15 May 2026  
Friday, 22 May 2026  
Tuesday, 26 May 2026  
Thursday, 28 May 2026

## Safety notice

At Kumba, your safety is our priority, and we would like to draw your attention to the following rules when visiting our corporate office:

- Reverse parking is compulsory
- No talking and texting on cellphones while walking
- Use of handrails is compulsory
- Firearms are not permitted

## Electronic participation process

The Company has appointed Computershare Investor Services Proprietary Limited to host the AGM on an interactive platform and to facilitate electronic participation and voting by shareholders.

# Notice of annual general meeting continued

	<b>Certificated shareholders and “own name” dematerialised shareholder</b>	<b>Dematerialised shareholders (excluding “own name” dematerialised shareholders)</b>
<b>Shareholders who wish to vote, but not attend the AGM in person or by electronic participation</b>	<p>Complete the form of proxy attached to this notice of the AGM and email same, together with proof of identification (i.e. certified copy of South African (SA) identity document, SA driver’s licence or passport) and authority to do so (where acting in a representative capacity), to the transfer secretaries, Computershare Investor Services Proprietary Limited (transfer secretaries), at <a href="mailto:proxy@computershare.co.za">proxy@computershare.co.za</a> so as to be received by the transfer secretaries by no later than 10:00 (CAT) on Friday, 22 May 2026 for administrative purposes, provided that any form of proxy not delivered to the transfer secretaries by this time and date may be emailed to the transfer secretaries (who will provide same to the Chairperson of the AGM) at any time prior to the AGM, provided that such form of proxy and identification must be verified and registered before the commencement of the AGM.</p>	<p>Provide your CSDP or broker with your voting instructions in terms of the custody agreement entered into between you and your CSDP or broker.</p> <p>You should contact your CSDP or broker regarding the cut-off time for submitting your voting instructions to them.</p> <p>If your CSDP or broker does not receive voting instructions from you, they will be obliged to vote in accordance with the instructions as per the custody agreement.</p>
<b>Shareholders who wish to vote, but not attend the AGM by electronic participation</b>	<p>Register online at <a href="http://www.meetnow.global/za">www.meetnow.global/za</a> by no later than 10:00 (CAT) on Friday, 22 May 2026. Shareholders may still register online to participate in and/or vote electronically at the AGM after this date and time, provided, however, that for those shareholders to participate and/or vote electronically at the AGM, they must be verified and registered before the commencement of the AGM.</p> <p>As part of the registration process, you will be requested to upload proof of identification (i.e. certified copy of SA identity document, SA driver’s licence or passport) and authority to do so (where acting in a representative capacity), as well as to provide details, such as your name, surname, email address and contact number.</p> <p>Following successful registration, the transfer secretaries will provide you with an invitation code in order to connect electronically to the AGM.</p> <p>Participate in the AGM through the Computershare website by following the steps set out at <a href="http://www.meetnow.global/za">www.meetnow.global/za</a>.</p>	<p>Request your CSDP or broker to provide you or your proxy with the necessary authority (i.e. letter of representation) in terms of the custody agreement entered into between you and your CSDP or broker.</p> <p>Register online at <a href="http://www.meetnow.global/za">www.meetnow.global/za</a> by no later than 10:00 (CAT) on Friday, 22 May 2026. Shareholders may still register online to participate in and/or vote electronically at the AGM after this date and time, provided, however, that for those shareholders to participate in and/or vote electronically at the AGM, they must be verified and registered before the commencement of the AGM.</p> <p>As part of the registration process, you will be requested to upload your letter of representation and proof of identification (i.e. certified copy of SA identity document, SA driver’s licence or passport), as well as to provide details, such as your name, surname, email address and contact number.</p> <p>Following successful registration, the transfer secretaries will provide you with an invitation code in order to connect electronically to the AGM.</p> <p>Participate in the AGM through the Computershare website by following the steps set out at <a href="http://www.meetnow.global/za">www.meetnow.global/za</a>.</p>
<b>Shareholders who wish to vote and attend the AGM in person</b>	<p>In terms of section 63(1) of the Companies Act, before any person may attend or participate in the AGM, meeting participants (including proxies) will be required to provide reasonably satisfactory identification before being entitled to participate in or vote at the AGM. Forms of identification that will be accepted include original and valid identity documents, driver’s licences and passports.</p> <p>Shareholders who wish to attend the AGM in person can register online using the online registration portal at <a href="https://meetnow.global/za">https://meetnow.global/za</a> to, inter alia, allow the Transfer Secretary to arrange the participation of the shareholder in the AGM. Alternatively, shareholders can register at the venue.</p>	<p>In terms of section 63(1) of the Companies Act, before any person may attend or participate in the AGM, meeting participants (including proxies) will be required to provide reasonably satisfactory identification before being entitled to participate in or vote at the AGM. Forms of identification that will be accepted include original and valid identity documents, driver’s licences and passports.</p> <p>Request your CSDP or broker to provide you or your proxy with the necessary authority (i.e. letter of representation) in terms of the custody agreement entered into between you and your CSDP or broker and then register online using the online registration portal at <a href="https://meetnow.global/za">https://meetnow.global/za</a> to, inter alia, allow the Transfer Secretary to arrange the participation of the shareholder in the AGM. Alternatively, shareholders can register at the venue.</p>

- Each shareholder is entitled to appoint one or more proxy(ies) (who need not be a shareholder(s) of the Company) to participate, speak and vote in their stead at the AGM.
- Voting will take place by way of a poll, and accordingly, every holder of ordinary shares will have one vote in respect of each ordinary share held.
- The cost (e.g. for mobile data consumption or internet connectivity) of electronic participation in the AGM will be carried by the participant.
- The participant acknowledges that the electronic communication services are provided by third parties and indemnifies the Company and its directors/employees/Company Secretary/transfer secretaries/service providers against any loss, injury, damage, penalty or claim arising in any way from the use or possession of the electronic services, whether or not the problem is caused by any act or omission on the part of the participant or anyone else. In particular, but not exclusively, the participant acknowledges that he/she will have no claim against the Company or its directors/employees/Company Secretary/transfer secretaries/service providers, whether for consequential damages or otherwise, arising from the use of the electronic services or any defect in them or from total or partial failure of the electronic services and connections linking the participant via the electronic services to the AGM.
- Shareholders attending via electronic means or in person are requested to submit the questions that they wish to raise at the AGM in advance of the AGM by sending them by email to the Company Secretary at [fazila.patel@angloamerican.com](mailto:fazila.patel@angloamerican.com) by no later than 12:00 on Tuesday, 19 May 2026. These questions will be addressed at the AGM, as well as responded to via email.
- Shareholders attending the AGM in person and who wish to vote thereat must ensure that they bring along an internet-enabled smartphone, tablet or computer in order to vote at the venue. Please ensure that your compatible device’s browser has the latest version of Chrome, Safari, Edge or Firefox. Shareholders are also referred to the “electronic participation meeting guide”, (see page 10 for instructions on electronic voting). Shareholders attending the meeting in person will follow the same steps to vote at the meeting as the shareholders attending the meeting via electronic communication.

# Notice of annual general meeting continued

## Presentation to shareholders

### Presentation of the audited annual financial statements

The audited annual financial statements of the Company and the group for the year ended 31 December 2025 (as approved by the Board of directors of the Company), incorporating the external auditor's report, the Audit Committee's report, and the directors' report, are presented to shareholders in terms of section 30(3) of the Companies Act.

The annual financial statements are set out in Annexure 1 hereto and appear on the Company's website at [www.angloamericankumba.com](http://www.angloamericankumba.com).

### Report of the Social, Ethics and Transformation Committee

The Company's Social, Ethics and Transformation Committee (Setco) report, read with the Sustainability report published on the Company's website at [www.angloamericankumba.com](http://www.angloamericankumba.com), will serve as the Setco's report to the Company's shareholders on the matters falling within its mandate at the AGM. Any specific questions to the Committee may be sent to the Company Secretary prior to the AGM.

### Presentation of the Remuneration report

The Remuneration report of the Company is presented to shareholders in terms of section 61(8)(a)(v) of the Companies Act. The Remuneration report is set out in Annexure 3 hereto and appears on the Company's website at [www.angloamericankumba.com](http://www.angloamericankumba.com).

## Ordinary resolutions

### Percentage of voting rights – ordinary resolutions

Ordinary resolutions numbered 1 to 8, contained in this notice of AGM, require the approval of a minimum of 50% plus one vote of the votes exercised on the resolutions by the shareholders present or represented by proxy at the AGM in order for the resolutions to be adopted.

### 1. Ordinary resolution number 1

#### Reappointment of independent external auditor

To reappoint PricewaterhouseCoopers Inc (PwC) as independent external auditor of the Company, and that Mr Bilal Laher be reappointed as the individual designated auditor, to hold office until the conclusion of the next AGM in terms of section 90(1) of the Companies Act. The Audit Committee has evaluated the independence, experience and effectiveness of both PwC and Mr Laher and has concluded that both the firm and the individual designated auditor are independent of the Company in accordance with section 94(8) of the Companies Act. In compliance with the JSE Listings Requirements (paragraph 5.7(h)(iii)), the Audit Committee obtained and considered all information in its assessment of the suitability of PwC as well as Mr Laher for reappointment. The Audit Committee concluded that, based on the outcome of the inspection by the Independent Regulatory Board of Auditors (IRBA) of PwC, no matters were raised that negatively impacted the suitability of PwC and Mr Laher for reappointment as external auditor and individual designated auditor, respectively, of the Company.

There are no current pending or finalised legal or disciplinary processes which affect the suitability of PwC or Mr Laher for reappointment as the Company's external auditor and

individual designated auditor. Further information on the execution of the duties of the Audit Committee is set out in the Audit Committee report contained in the annual financial statements.

### Ordinary resolution number 1

"RESOLVED that PwC and Mr Bilal Laher be and are hereby reappointed as independent external auditor and individual designated auditor, respectively, of the Company, to hold office until the conclusion of the next AGM in terms of section 90(1) of the Companies Act."

### 2. Ordinary resolution number 2

(Comprising separate ordinary resolutions numbered 2.1 to 2.5)

#### Re-election/election of directors

To re-elect/elect, by way of separate resolutions, the following non-executive directors, each of whom retire in terms of the provisions of the memorandum of incorporation (MoI) of the Company, and, each being eligible, offer themselves for re-election/election:

- 2.1 Mr Ruben Marcus Fernandes\*\*
- 2.2 Mr Mark Ashley Goliath\*\*
- 2.3 Mr Terence Philip Goodlace\*\*\*
- 2.4 Mr Aman Jeawon\*
- 2.5 Mrs Nomalizo (Ntombi) Beryl Langa-Royds\*

Note: Mr Sango Siviwe Ntsaluba, who retires in terms of the provisions of the MoI, has indicated that he will not be making himself available for re-election, and will step down as a director at the conclusion of the AGM.

\* These directors are retiring due to the one-third rotation requirement in the MoI.

The Board confirmed that based on the fit and proper assessment and the test for independence in accordance with the JSE Listings Requirements, the Companies Act and the recommendations in King V that Mr Aman Jeawon, Mrs Nomalizo (Ntombi) Beryl Langa-Royds remained independent and were fit and proper to hold office. In addition the Board reviewed the performance and attendance of these directors, and was satisfied with their performance and attendance at meetings.

\*\* These directors are retiring due to being appointed after the 2025 AGM.

\*\*\* This director is retiring due to the tenure requirement in the MoI (in March 2026 Mr Goodlace would have served on the Board for nine years). The Board of directors followed a robust process to evaluate whether Mr Goodlace remained independent despite his long association with the Company. The Board applied the test for independence in accordance with the JSE Listings Requirements, the Companies Act and the recommendations in the King V™ Code on Governance Principles for South Africa, 2025 (King V) and confirmed that notwithstanding his long tenure, he continues to provide strong unbiased support and guidance to management. In addition, he continues to exercise unfettered and objective judgement and, his contribution provides immense value to deliberations at the Board. The Board confirmed that based on the fit and proper assessment and the test for independence that Mr Goodlace remained independent and is fit and proper to hold office.

Accordingly, shareholders are requested to consider and, if deemed fit, to re-elect/elect these retiring directors as members of the Board of the Company by way of passing the separate ordinary resolutions set out below. Brief résumés in respect of each director offering themselves for re-election/election as directors of the Company are attached hereto as Annexure 2.

# Notice of annual general meeting continued

## Ordinary resolution number 2.1

"RESOLVED that Mr Ruben Marcus Fernandes be and is hereby elected as a director of the Company with effect from 26 May 2026."

## Ordinary resolution number 2.2

"RESOLVED that Mr Mark Ashley Goliath be and is hereby elected as a director of the Company with effect from 26 May 2026."

## Ordinary resolution number 2.3

"RESOLVED that Mr Terence Philip Goodlace be and is hereby re-elected as a director of the Company with effect from 26 May 2026."

## Ordinary resolution number 2.4

"RESOLVED that Mr Aman Jeawon be and is hereby re-elected as a director of the Company with effect from 26 May 2026."

## Ordinary resolution number 2.5

"RESOLVED that Mrs Nomalizo (Ntombi) Beryl Langa-Royds be and is hereby re-elected as a director of the Company with effect from 26 May 2026."

## 3. Ordinary resolution number 3

(Comprising separate ordinary resolutions numbered 3.1 to 3.7)

### Election of Social, Ethics and Transformation Committee members

To elect, by way of separate ordinary resolutions, the members of the Social, Ethics and Transformation Committee consisting of a majority of independent non-executive directors in terms of section 72(7A)(a) of the Companies Act and appointed in terms of section 72(9A)(a) of the Companies Act to perform the duties and responsibilities stipulated in Regulation 43(5) of the Companies Act and other duties described in the Social, Ethics and Transformation Committee's terms of reference, which are available on the Company's website, [www.angloamericankumba.com](http://www.angloamericankumba.com).

The Board has determined that each of the members standing for election possess the required skills and experience to fulfil their duties as members of the Social, Ethics and Transformation Committee. The following directors, each being eligible, offer themselves for election:

- 3.1 Mrs Mary Sina Bomela
- 3.2 Mr Mark Ashley Goliath\*
- 3.3 Mr Terence Philip Goodlace\*
- 3.4 Mrs Nomalizo (Ntombi) Beryl Langa-Royds\*
- 3.5 Mr Xolani Frederick Mbambo
- 3.6 Ms Neo Violet Mokhesi
- 3.7 Ms Nompumelelo (Mpumi) Dessederia Zikalala

\* Subject to re-election/election as a director pursuant to ordinary resolution numbers 2.2, 2.3 and 2.5 respectively.

The resolutions pertaining to the election of the members of the Social, Ethics and Transformation Committee are to be voted on individually. Brief résumés in respect of each director offering themselves for election as members of the Social, Ethics and Transformation Committee are attached hereto as Annexure 2.

## Ordinary resolution number 3.1

"RESOLVED that Mrs Mary Sina Bomela, who is an independent non-executive director, be and is hereby elected, with effect from 26 May 2026, as a member of the Social, Ethics and Transformation Committee."

## Ordinary resolution number 3.2

"RESOLVED that Mr Mark Ashley Goliath, who is a non-executive director, be and is hereby elected, with effect from 26 May 2026, as a member of the Social, Ethics and Transformation Committee."

## Ordinary resolution number 3.3

"RESOLVED that Mr Terence Philip Goodlace, who is an independent non-executive director, be and is hereby elected, with effect from 26 May 2026, as a member of the Social Ethics and Transformation Committee."

## Ordinary resolution number 3.4

"RESOLVED that Mrs Nomalizo (Ntombi) Beryl Langa-Royds, who is an independent non-executive director, be and is hereby elected, with effect from 26 May 2026, as a member of the Social, Ethics and Transformation Committee."

## Ordinary resolution number 3.5

"RESOLVED that Mr Xolani Frederick Mbambo, who is an executive director, be and is hereby elected, with effect from 26 May 2026, as a member of the Social, Ethics and Transformation Committee."

## Ordinary resolution number 3.6

"RESOLVED that Ms Neo Violet Mokhesi, who is an independent non-executive director, be and is hereby elected, with effect from 26 May 2026, as a member of the Social, Ethics and Transformation Committee."

## Ordinary resolution number 3.7

"RESOLVED that Ms Nompumelelo (Mpumi) Dessederia Zikalala, who is an executive director, be and is hereby elected, with effect from 26 May 2026, as a member of the Social, Ethics and Transformation Committee."

## 4. Ordinary resolution number 4

(Comprising separate ordinary resolutions numbered 4.1 to 4.4)

### Election of Audit Committee members

To elect, by way of separate ordinary resolutions, the members of the Audit Committee consisting of independent non-executive directors in terms of section 94(4) of the Companies Act and appointed in terms of section 94(2) of the Companies Act to perform the duties and responsibilities stipulated in section 94(7) of the Companies Act and other duties described in the Audit Committee's terms of reference, which are available on the Company's website, [www.angloamericankumba.com](http://www.angloamericankumba.com). In terms of Regulation 42 of the Act, at least one-third of the members of the Company's Audit Committee must have academic qualifications, or experience, in economics, law, corporate governance, finance, accounting, commerce, industry, public affairs or human resource management.

# Notice of annual general meeting continued

The Board has determined that each of the members standing for election is independent as contemplated in section 94(4) of the Companies Act, and that they possess the required qualifications, skills and experience as contemplated in Regulation 42 of the Act and collectively, they have sufficient qualifications and experience to fulfil their duties as contemplated in section 94(7) of the Companies Act. The following independent non-executive directors, each being eligible, offer themselves for election:

4.1 Mrs Mary Sina Bomela

4.2 Mr Aman Jeawon\*

4.3 Mrs Michelle Anne Jenkins

4.4 Ms Neo Violet Mokhesi

\* Subject to re-election as a director pursuant to ordinary resolution number 2.4.

The resolutions pertaining to the election of the members of the Audit Committee are to be voted on individually. Brief résumés in respect of each independent non-executive director offering themselves for election as members of the Audit Committee are attached hereto as Annexure 2.

## Ordinary resolution number 4.1

"RESOLVED that Mrs Mary Sina Bomela, who is an independent non-executive director, be and is hereby elected, with effect from 26 May 2026, as a member of the Audit Committee."

## Ordinary resolution number 4.2

"RESOLVED that Mr Aman Jeawon, who is an independent non-executive director, be and is hereby elected, with effect from 26 May 2026, as a member of the Audit Committee."

## Ordinary resolution number 4.3

"RESOLVED that Mrs Michelle Anne Jenkins, who is an independent non-executive director, be and is hereby elected, with effect from 26 May 2026, as a member of the Audit Committee."

## Ordinary resolution number 4.4

"RESOLVED that Ms Neo Violet Mokhesi, who is an independent non-executive director, be and is hereby elected, with effect from 26 May 2026, as a member of the Audit Committee."

## 5. Ordinary resolution number 5

### Approval of the remuneration policy

In accordance with the King V Code, shareholder approval is sought for the Company's remuneration policy and implementation thereof by way of separate non-binding advisory votes. The non-binding votes enable shareholders to express their views on the Company's remuneration policy and on the implementation thereof. The detailed remuneration policy, for which approval is being sought, is contained herein as Annexure 3.

In the event that the remuneration policy or the implementation report, or both have been voted against by 25% or more of the voting rights exercised by shareholders in the non-binding advisory vote, the Board will delegate representatives to actively engage with the majority shareholders to address and conciliate the substantiating objections and concerns and to ameliorate the policy and/or report as appropriate, taking cognisance of the shareholder feedback and proposals resulting from the engagement and as approved by the Board.

### Ordinary resolution number 5.1

"RESOLVED that the Company's remuneration policy be and is hereby approved by way of a non-binding advisory vote, as recommended in King V."

### Ordinary resolution number 5.2

"RESOLVED that the implementation of the Company's remuneration policy be and is hereby approved by way of a non-binding advisory vote, as recommended in King V."

## 6. Ordinary resolution number 6

### General authority for directors to allot and issue ordinary shares

In terms of clause 7.2 of the Company's MoI, subject to the approval of the JSE Limited (JSE), the approval, by way of an ordinary resolution of shareholders, is required for the allotment and issue of ordinary shares (including options in respect thereof), in circumstances other than as contemplated in sections 41(1) and (3) of the Companies Act. In terms of section 41(1) of the Companies Act, any issue of shares or grant of options contemplated in section 42, or grant of any rights exercisable for securities, must be approved by a special resolution of the shareholders of a company, if the shares, securities, options or rights are issued to (a) a director, future director, Prescribed officer or future Prescribed officer of the Company; (b) a person related or interrelated to the Company; or (c) a nominee of a person contemplated in (a) or (b). In terms of section 41(3) of the Companies Act, an issue of shares, securities convertible into shares, or rights exercisable for shares in a transaction, or a series of integrated transactions requires the approval of the shareholders by special resolution if the voting power of the class of shares that are issued or issuable as a result of the transaction or series of integrated transactions exceed 30% of the voting power of all the shares of that class held by shareholders immediately before the transaction or series of transactions. Unless renewed, the existing authority granted by shareholders at the 19th AGM of the shareholders of 4 June 2025 expires at the forthcoming 20th AGM to be held on Tuesday, 26 May 2026.

# Notice of annual general meeting continued

This general authority, once granted, allows the Board from time to time, and when it is appropriate to do so, to issue ordinary shares as may be required. This general authority is subject to the restriction that it is limited to a maximum of 5% of the number of shares in issue at the date of this notice (being 16,104,299 shares), with the number of issued and listed equity securities in issue as at the date of this notice being 322,085,974 shares. It is noted that an issue as contemplated in sections 41(1) and (3) of the Companies Act must first be approved by way of a special resolution in terms of section 41 of the Companies Act and is not authorised in terms of this resolution.

## Ordinary resolution number 6

"RESOLVED that the unissued shares in the Company, limited to 5% of the number of shares in issue at the date of this notice (being 16,104,299 shares), and the number of listed equity securities in issue as at the date of this notice being 322,085,974 shares, be and are hereby placed under the control of the directors until the next AGM and that the directors be and are hereby authorised to issue any such shares as they may deem fit, subject to the Companies Act, the Mol of the Company, and the provisions of the Listings Requirements of the JSE."

## 7. Ordinary resolution number 7

### General authority to issue shares for cash

"RESOLVED that, subject to the passing of ordinary resolution number 6 and in terms of the Listings Requirements of the JSE, the directors are hereby authorised by way of a general authority, to issue the authorised but unissued ordinary shares of 1 cent each in the capital of the Company for cash, as and when suitable opportunities arise, subject to the Mol of the Company, the Companies Act, and the following conditions, namely that:

- the equity securities, which are the subject of the issue for cash, must 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
- any such issue will only be made to "public shareholders" as defined by the Listings Requirements of the JSE and to related parties, subject to the paragraph below
- related parties may only participate in a general issue of shares for cash through a bookbuild process provided that:
  - (i) they may only participate with a maximum bid price at which they are prepared to take up shares or at book close price. In the event of a maximum bid price and the book closes at a higher price, the relevant related party will be "out of the book" and not be allocated shares
  - (ii) equity securities must be allocated equitably "in the book" through the bookbuild process and the measures to be applied must be disclosed in the SENS announcement launching the bookbuild
- this authority shall only be valid until the next AGM of the Company but shall not extend beyond 15 months from the date this authority is given

- an announcement giving full details required by the Listings Requirements of the JSE will be published at the time of any issue representing, on a cumulative basis, within the period of this authority, 5% (five percent) or more of the number of shares in issue prior to the issue concerned
- any such general issues are subject to exchange control regulations and approval at that point in time
- in respect of securities, which are the subject of the general issue of shares for cash, such issue may not exceed 5% (being 16,104,299 shares) of the number of listed equity securities as at the date of this notice of AGM, the number of listed equity securities in issue as at the date of this notice being 322,085,974 shares, provided that:
  - any equity securities issued under this authority during the period must be deducted from the number above
  - in the event of a sub-division or consolidation of issued equity securities during the period contemplated above, the existing authority must be adjusted accordingly to represent the same allocation ratio
- the calculation of the listed equity securities is a factual assessment of the listed equity securities as at the date of the notice of AGM, excluding treasury shares
- in determining the price at which an issue of shares for cash may be made in terms of this authority, the maximum discount permitted shall be 10% of the weighted average traded price of the ordinary shares on the JSE over the 30 business days prior to the date that the price of the issue is agreed between the directors of the Company and the party subscribing for the securities. The JSE should be consulted for a ruling if the Company's securities have not traded in such 30-day business period".

### Reason and effect

The effect of ordinary resolution number 7 is that the directors will be able to issue the authorised but unissued ordinary shares of 1 cent each in the capital of the Company for cash, as and when suitable opportunities arise, subject to the requirements of the JSE, the restrictions/conditions set out in the authority, the Companies Act and the Mol of the Company. Such issue may not exceed 5% (being 16,104,299 shares) of the number of listed equity securities as at the date of this notice being, 322,085,974 shares.

## 8. Ordinary resolution number 8

### Authorisation to sign documents to give effect to resolutions

"RESOLVED that any one director or the Company Secretary be and is hereby authorised to do all such things and sign all such documents and take all such actions as they consider necessary to give effect to the resolutions set out in this notice of AGM."

# Notice of annual general meeting continued

## Special resolutions

### Percentage of voting rights – special resolutions

Special resolutions numbered 1 to 3, contained in this notice of AGM, require the approval of a minimum of 75% (seventy-five percent) of the votes exercised on the resolutions by the shareholders present or represented by proxy at the AGM in order for the resolutions to be adopted.

### 9. Special resolution number 1

#### Remuneration payable to non-executive directors

The fees payable to non-executive directors are benchmarked by the Company's independent remuneration adviser. In line with the previous year's benchmarking the fees for the Board roles are below the market, however this is compensated for, to some extent, by Board Committee fees that are generally higher than the market. Although the compa-ratio range has narrowed compared to 2024 due to the differential increases approved last year, the fees for the Board Chairman and member, and lead independent director, are below the median, the Audit Committee Chair and member are aligned to the median, and the rest of the Board Committee fees are above the market. Based on the benchmarking exercise and as presented to shareholders in 2025 in order to equalise the market disparities over two years. It is recommended that the normalisation process

which commenced in 2025 continues, and that higher than inflation increases are applied to the fees for the Board Chairperson and member and an increase percentage of 5% be applied to the Audit Committee Chairperson and member, and that the fee freeze to the Committee fees remains.

The effective overall increase for the second year is 10.21%, compared to 8.33% in the previous year. This is largely attributable to the higher increase proposed for the fee payable to the Lead Independent Director. The Lead Independent Director fee currently lags the market with a compa-ratio of 84% and hence an increase of 24% is being proposed to align the fee to the median.

This overall increase translates into an increase of 15% for the Board Chairperson fee, 20% for the Ordinary Board member fee and 24% for the fees paid to the Lead Independent Director. No increases are proposed for the Board sub-committee Chairperson or Board sub-committee member fees. It is therefore RESOLVED that, in terms of section 66(9) of the Companies Act and on the recommendation of the Human Resources and Remuneration Committee (Remco), the Company be and is hereby authorised to remunerate its non-executive directors for their services as directors and/or pay any fees related thereto as detailed in the table below.

	Proposed for the period from 26 May 2026 (exclusive of VAT) Rand	Proposed increase %	Fees approved in June 2025 (exclusive of VAT) Rand
2.1 Board Chairperson*	<b>2,803,910</b>	15.0	2,438,183
2.2 Ordinary Board member	<b>582,321</b>	20.0	485,268
2.3 Lead independent director**	<b>1,873,940</b>	24.0	1,511,242
2.4 Audit Committee Chairperson	<b>495,508</b>	5.0	471,912
2.5 Audit Committee member	<b>247,754</b>	5.0	235,956
2.6 Strategy and Investment Committee Chairperson	<b>385,840</b>	0.0	385,840
2.7 Strategy and Investment Committee member	<b>198,432</b>	0.0	198,432
2.8 Social, Ethics and Transformation Committee Chairperson	<b>385,840</b>	0.0	385,840
2.9 Social, Ethics and Transformation Committee member	<b>198,432</b>	0.0	198,432
2.10 Nominations and Governance Committee member	<b>198,432</b>	0.0	198,432
2.11 Human Resources and Remuneration Committee Chairperson	<b>418,912</b>	0.0	418,912
2.12 Human Resources and Remuneration Committee member	<b>209,456</b>	0.0	209,456
2.13 Safety, Health and Sustainable Development Committee Chairperson	<b>385,840</b>	0.0	385,840
2.14 Safety, Health and Sustainable Development Committee member	<b>198,432</b>	0.0	198,432
2.15 Special Board sub-committee Chairperson***	<b>385,840</b>	0.0	385,840
2.16 Special Board sub-committee member***	<b>198,432</b>	0.0	198,432

\* The Chairperson of the Board chairs the Nominations and Governance Committee. He is also a member of the Human Resources and Remuneration Committee and the Safety, Health and Sustainable Development Committee. He attends all other sub-committee meetings and does not receive any additional remuneration in this regard.

\*\* The lead independent non-executive director chairs the Strategy and Investment Committee and is a member of the Audit Committee, the Human Resources and Remuneration Committee and the Nominations and Governance Committee. She does not receive any additional remuneration in this regard.

\*\*\* To provide for an ad hoc sub-committee should this be required.

Executive directors do not receive directors' fees.

# Notice of annual general meeting continued

## Reason and effect

In terms of sections 66(8) and 66(9) of the Companies Act, remuneration may only be paid to members of the Board for their services as directors in accordance with a special resolution approved by the shareholders within the previous two years and if not prohibited in terms of the Company's Mol. The reason for and effect of special resolution number 1 is for the Company to obtain the approval of shareholders by way of special resolution for the payment of remuneration to its non-executive directors for their services as directors of the Company.

## 10. Special resolution number 2

### Approval for the granting of financial assistance in terms of sections 44 and 45 of the Companies Act

"RESOLVED that, to the extent required by the Companies Act, the Board of directors of the Company may, subject to compliance with the requirements of the Company's Mol, the Companies Act, and the Listings Requirements of the JSE, each as presently constituted and as amended from time to time, authorise the Company to provide direct or indirect financial assistance as contemplated in section 44 and/or section 45 of the Companies Act, by way of a loan, guarantee, the provision of security or otherwise, to:

- any of its present or future subsidiaries and/or any other company or corporation that is or becomes related or interrelated to the Company, for any purpose or in connection with any matter, including, but not limited to, the subscription of any option, or any securities issued or to be issued by the Company or a related or interrelated company, or for the purchase of any securities of the Company or a related or interrelated company as contemplated under section 44 of the Companies Act; and/or
- any person who is a participant in any of the share or other employee incentive schemes of the Kumba group, for the purpose of, or in connection with, the subscription of any option, or any securities, issued or to be issued by the Company or a related or interrelated company, or for the purchase of any securities of the Company or a related or interrelated company, where such financial assistance is provided in terms of any such scheme that does not constitute an employee share scheme that satisfies the requirements of section 97 of the Companies Act.

## Reason and effect

Notwithstanding the title of section 45 of the Companies Act, being "Loans or other financial assistance to directors", on a proper interpretation, the body of the section may also apply to financial assistance (as such term is defined therein) provided by a company to related or interrelated companies and corporations, including, inter alia, its subsidiaries, for any purpose.

Furthermore, section 44 of the Companies Act may also apply to financial assistance provided by a company to related or interrelated companies, in the event that the financial assistance is provided for the purposes of, or in connection with, the subscription of any options, or any securities, issued or to be issued by the Company or a related or interrelated company, or for the purchase of any securities of the Company or related or interrelated company.

Both section 44 and section 45 of the Companies Act provide, inter alia, that the particular financial assistance must be provided pursuant to a special resolution of the shareholders, adopted within the previous two years, which approved such assistance either for the specific recipient, or generally for a category of potential recipients, and the specific recipient falls within that category and that the Board of directors must be satisfied that (i) immediately after providing the financial assistance, the Company would satisfy the solvency and liquidity test; and (ii) the terms under which the financial assistance is proposed to be given are fair and reasonable to the Company.

The reason for and effect of special resolution number 2 is to grant the directors of the Company the authority to provide financial assistance, when the need arises, in accordance with the provisions of sections 44 and 45 of the Companies Act. This means that the Company is authorised, among other things, to grant loans to its subsidiaries and to guarantee the debt of its subsidiaries.

The Board undertakes that, insofar as the Companies Act requires, it will not adopt a resolution to authorise such financial assistance, unless the directors are satisfied that:

- immediately after providing the financial assistance, the Company would satisfy the solvency and liquidity test as contemplated in the Companies Act
- the terms under which the financial assistance is proposed to be given are fair and reasonable to the Company

As part of the authority above, the Company will not provide financial assistance to directors, Prescribed officers or "any person". The Company also notes the obligation to send a letter to shareholders and trade unions as per section 45(5) of the Act within 10 business days after the Company's Board adopted the resolution if the total value of the financial assistance contemplated in that resolution, together with any previous such resolution during the financial year, exceeds one-tenth of 1% of the Company's net worth at the time of the resolution; or within 30 business days after the end of the financial year, in any other case.

# Notice of annual general meeting continued

## 11. Special resolution number 3

### General authority to repurchase shares

"RESOLVED that the Board of directors of the Company be and is hereby authorised, by way of a renewable general authority, to approve the repurchase by the Company or by any of its subsidiaries of any of the shares issued by the Company, upon such terms and conditions and in such amounts as the Board of directors may from time to time determine, but subject to the provisions of sections 46 and 48 of the Companies Act, the Mol of the Company and the Listings Requirements of the JSE, including, inter alia, that:

- the general repurchase of the shares may only be implemented through the order book of the JSE and done without any prior understanding or arrangement between the Company and the counterparty (reported trades are prohibited)
- this general authority shall only be valid until the next AGM of the Company, provided that it shall not extend beyond 15 months from the date of passing of this resolution
- an announcement must be published as soon as the Company has repurchased shares constituting, on a cumulative basis, 3% of the number of shares in issue as at the date that this special resolution number 4 is passed, pursuant to which the aforesaid 3% threshold is reached, containing full details thereof, as well as for each 3% in aggregate of the initial number of shares repurchased thereafter. Such announcement will be made as soon as possible and, in any event, by not later than 08:30 on the second business day following the day on which the 3% threshold is reached or exceeded
- subject to section 48 of the Companies Act, the general authority to repurchase is limited to a maximum of 5% in the aggregate in any one financial year of the Company's issued share capital at the beginning of the financial year, provided that the number of shares purchased and held by or for the benefit of a subsidiary or subsidiaries of the Company, taken together, shall not exceed 5% in the aggregate of the number of issued shares in the Company
- a resolution has been passed by the Board of directors of the Company and/or any subsidiary of the Company, as the case may be, approving the purchase, that the group has satisfied the solvency and liquidity test as defined in the Companies Act, and that since the solvency and liquidity test was applied there have been no material changes to the financial position of the Company or any company of the group
- repurchases must not be made at a price more than 10% above the weighted average of the market value of the shares for five business days immediately preceding the date that 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 may at any point in time only appoint one agent to effect any repurchase(s) on the Company's behalf

- any such general repurchases are subject to exchange control regulations and approval at that point in time
- the Company may not effect a repurchase during any prohibited period as defined in terms of the Listings Requirements of the JSE unless there is a repurchase programme in place as contemplated in terms of 7.89 of the Listings Requirements of the JSE, full details of which have been submitted to the JSE in writing prior to the commencement of the prohibited period

### Reason and effect

The reason for and effect of special resolution number 3 is to grant the Board of directors a general authority in terms of the Listings Requirements of the JSE, up to and including the date of the following AGM of the Company (provided it shall not extend beyond 15 months from the date the resolution is passed), to authorise the Company and any of its subsidiary companies to repurchase the Company's issued shares on such terms, conditions and in such amounts as determined from time to time by the directors of the Company subject to the limitations set out above. In terms of clause 18 of the Mol, the repurchase of securities must be undertaken in accordance with the Listings Requirements of the JSE.

In special resolution number 3, reference is made to sections 46 and 48 of the Companies Act.

Section 46 regulates the making of "distributions" by a company, which includes the transfer by a company of money or other property of a company, other than its own shares, to or for the benefit of one or more holders of any of the shares, or to the holder of a beneficial interest in any such shares, of that company or of another company within the same group of companies, as consideration for the acquisition (i) by a company of any of its shares, as contemplated in section 48 of the Companies Act; or (ii) by any company within the same group of companies, of any shares of a company within that group of companies. Section 46 of the Companies Act prohibits the making of such a distribution unless (a) the distribution is pursuant to an existing legal obligation of the Company, or a court order or the Board of the Company, by resolution, has authorised the distribution; (b) it reasonably appears that the Company will satisfy the solvency and liquidity test immediately after completing the proposed distribution; and (c) the Board of directors of the Company has, by resolution, acknowledged that it has applied the solvency and liquidity test, as set out in section 4 of the Companies Act, and reasonably concluded that the Company will satisfy the solvency and liquidity test after completing the proposed distribution.

Section 48 of the Companies Act regulates the acquisition by a company of its own shares and the acquisition by a subsidiary company of shares in its holding company. Section 48(8) sets out those circumstances in which a special resolution of shareholders is required under the Companies Act for such acquisitions.

At the present time, the directors have no specific intention with regard to the utilisation of this authority, which will only be used if the circumstances are appropriate. The Company wishes to confirm that any repurchase of shares, if implemented, will only be dealt with via the formal JSE trading system.

# Notice of annual general meeting continued

## **Disclosures/information required in terms of the Listings Requirements of the JSE**

For the purposes of considering special resolution number 3 and in compliance with the Listings Requirements of the JSE, the following information is provided:

### **Directors' statement after considering the effect of a repurchase pursuant to a general authority**

The directors of the Company agree that they will not undertake any repurchase, as contemplated in special resolution number 3, unless it has authorised the repurchase after considering the effect of the maximum repurchase and that the Company and its subsidiaries have passed the solvency and liquidity test in terms of the Companies Act, and that since the test was performed, there have been no material changes to the financial position of any company of the group.

## **Directors' responsibility statement**

The Board of directors of the Company collectively and individually accept full responsibility for the accuracy of the information pertaining to special resolution number 3 and certify that, to the best of their knowledge and belief, there are no facts that have been omitted which would make any statement false or misleading, and that all reasonable enquiries to ascertain such facts have been made and that this resolution contains all information required by the Listings Requirements of the JSE.

## **No material changes**

There have been no known material changes in the assets or liabilities of the Company or any subsidiary that have occurred between the end of the financial year of the Company or any subsidiary of the Company in respect of which its most recent annual financial statements report and the date of this notice of AGM.

The following further disclosures required in terms of the Listings Requirements of the JSE are set out in Annexure 4, attached hereto:

- major shareholders of the Company
- share capital of the Company

By order of the Board

**Fazila Patel**  
Company Secretary

Rosebank

10 April 2026

# Notice of annual general meeting continued

## Virtual shareholder's meeting guide 2026



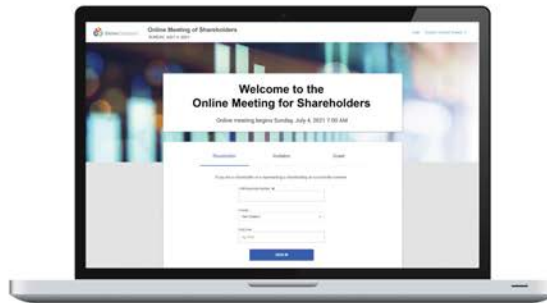
## HOW TO PARTICIPATE IN VIRTUAL/HYBRID MEETINGS

### Attending the meeting online

Our online meetings provide you with the opportunity to participate online using your smartphone, tablet or computer.

You will be able to view a live webcast of the meeting, ask questions and submit your votes in real time.

You will need the latest version of Chrome, Safari, Edge or Firefox. Please ensure your browser is compatible.



Visit <https://meetnow.global/za>



#### Access

Access the online meeting at <https://meetnow.global/za>, select the applicable meeting from the drop down option. Click 'JOIN MEETING NOW'.

#### If you are a shareholder:

Select 'Invitation' on the login screen and enter the applicable information included in the email received from [noreply@computershare.com](mailto:noreply@computershare.com). Accept the Terms and Conditions and click Continue.

#### If you are a guest:

Select 'Guest' on the login screen. As a guest, you will be prompted to complete all the relevant fields, including title, first name, last name and email address.

Please note, guests will not be able to ask questions or vote at the meeting.

#### If you are a proxy holder:

You will receive an email invitation the day before the meeting to access the online meeting. Click on the link in the email invitation from [noreply@computershare.com](mailto:noreply@computershare.com) to access the meeting.



#### Contact

If you have any issues accessing the website please email [proxy@computershare.co.za](mailto:proxy@computershare.co.za).



#### Navigation



When successfully authenticated, the home screen will be displayed. You can watch the webcast, vote, ask questions, and view meeting materials in the documents folder. The image highlighted blue indicates the page you have active.

The webcast will appear and begin automatically once the meeting has started.



#### Voting

Resolutions will be put forward once voting is declared open by the Chair. Once the voting has opened, the resolution and voting options will appear.

To vote, simply select your voting direction from the options shown on screen. You can vote for all resolutions at once or by each resolution.

Your vote has been cast when the green tick appears. To change your vote, select 'Change Your Vote'.



#### Q&A

Any eligible shareholder/proxy attending the meeting remotely is eligible to ask a question.

Select the Q&A tab and type your question into the box at the bottom of the screen and press 'Send'.

# Form of proxy

<b>Kumba Iron Ore Limited (Kumba)</b> A member of the Anglo American plc group (Incorporated in the Republic of South Africa)
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This form of proxy is for use and completion by certificated shareholders and dematerialised shareholders with "own name" registration only.

For use and completion by registered members of Kumba at the 20th annual general meeting (AGM) of the Company to be held in hybrid format (in person and by electronic communication) at 10:00 (CAT) on Tuesday, 26 May 2026.

Each shareholder entitled to attend and vote at the AGM is entitled to appoint one or more proxy or proxies (who need not be a shareholder of Kumba) to attend, participate in and speak and vote in place of that shareholder at the AGM, and at any adjournment thereof.

Shareholders who have dematerialised their shares, other than those shareholders who have dematerialised their shares with "own name" registration, must not complete this form or proxy but should contact their Central Securities Depository Participant (CSDP) or broker in the manner and time stipulated in their agreement, in order to furnish them with their voting instructions or to obtain the necessary letter of authority to attend the AGM, in the event that they wish to attend the AGM.

Please note the following:

- The appointment of your proxy may be suspended at any time to the extent that you choose to act directly and in person in the exercise of your rights as a shareholder at the AGM
- The appointment of the proxy is revocable
- You 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 Kumba

Kindly note that meeting participants (including a proxy or proxies) are required in terms of section 63(1) of the Companies Act No 71 of 2008 to provide reasonably satisfactory identification before being entitled to attend or participate in the AGM. Forms of identification include a green barcoded identification document issued by the South African Department of Home Affairs, a smart identity card issued by the South African Department of Home Affairs, a valid driver's licence or a valid passport.

A proxy may not delegate his/her authority to act on behalf of a shareholder of Kumba to another person.

I/We	(please print names in full)
of (address)	contact number
being the holder/s or custodians of	ordinary shares in the Company, do hereby appoint:
1	or failing him/her
2	or failing him/her
3 The Chairperson of the AGM, as my/our proxy to act, attend, participate and speak, for me/us and/or on my/our behalf at the AGM which will be held for the purpose of considering and, if deemed fit, passing, with or without modification, the resolutions to be proposed thereat and at each adjournment thereof and to vote for me/us and/or on my/our behalf or to abstain from voting on such resolutions in respect of the ordinary share/s in the issued capital of the Company registered in my/our name/s with the following instructions:	

Continued overleaf

# Form of proxy continued

		Number of votes (one vote per share)		
		In favour	Against	Abstain
<b>Ordinary resolution number 1: Reappointment of independent external auditor</b>				
<b>Ordinary resolution number 2: Re-election/election of directors</b>				
2.1	To elect Mr Ruben Marcus Fernandes as a director of the Company			
2.2	To elect Mr Mark Ashley Goliath as a director of the Company			
2.3	To re-elect Mr Terence Philip Goodlace as a director of the Company			
2.4	To re-elect Mr Aman Jeawon as a director of the Company			
2.5	To re-elect Mrs Nomalizo (Ntombi) Beryl Langa-Royds as a director of the Company			
<b>Ordinary resolution number 3: Election of Social, Ethics and Transformation Committee members</b>				
3.1	To elect Mrs Mary Sina Bomela as a member of the Committee			
3.2	To elect Mr Mark Ashley Goliath as a member of the Committee			
3.3	To elect Mr Terence Philip Goodlace as a member of the Committee			
3.4	To elect Mrs Nomalizo (Ntombi) Beryl Langa-Royds as a member of the Committee			
3.5	To elect Mr Xolani Frederick Mbambo as a member of the Committee			
3.6	To elect Ms Neo Violet Mokhesi as a member of the Committee			
3.7	To elect Ms Nompumelelo (Mpumi) Dessederia Zikalala as a member of the Committee			
<b>Ordinary resolution number 4: Election of Audit Committee members</b>				
4.1	To elect Mrs Mary Sina Bomela as a member of the Committee			
4.2	To elect Mr Aman Jeawon as a member of the Committee			
4.3	To elect Mrs Michelle Anne Jenkins as a member of the Committee			
4.4	To elect Ms Neo Violet Mokhesi as a member of the Committee			
<b>Ordinary resolution number 5: Approval of the Remuneration Policy</b>				
5.1	Non-binding advisory vote: Approval of the remuneration policy			
5.2	Non-binding advisory vote: Approval for the implementation of the remuneration policy			
<b>Ordinary resolution number 6: General authority for directors to allot and issue ordinary shares</b>				
<b>Ordinary resolution number 7: General authority to issue shares for cash</b>				
<b>Ordinary resolution number 8: Authorisation to sign documents to give effect to resolutions</b>				
<b>Special resolution number 1: Remuneration payable to non-executive directors</b>				
<b>Special resolution number 2: Approval for the granting of financial assistance in terms of sections 44 and 45 of the Companies Act</b>				
<b>Special resolution number 3: General authority to repurchase shares</b>				

Insert an "X" in the relevant space above according to how you wish your votes to be cast. An "X" in the relevant space above indicates the maximum number of votes exercisable. If you wish to cast your votes in respect of less than all of the shares that you own in Kumba, however, then insert the number of ordinary shares held in respect of which you desire to vote.

Signed at \_\_\_\_\_ on \_\_\_\_\_ 2026  
Signature \_\_\_\_\_ Assisted by me (where applicable)

Each member is entitled to appoint one or more proxies (none of whom need be a member of the Company) to attend, speak and, on a poll, vote in place of that member at the AGM. Please read the notes on the reverse side hereof.

# Notes to the proxy

## Summary of shareholders' rights in respect of proxy appointments as contained in section 58 of the Companies Act

Please note that in terms of section 58 of the Companies Act:

- this form of proxy must be in writing, dated and signed by the shareholder appointing the proxy
- you may appoint an individual as a proxy, including an individual who is not a shareholder of Kumba, to participate in, and speak and vote at the AGM, on your behalf
- your proxy may delegate his/her authority to act on your behalf to another person, subject to any restriction set out in this form of proxy
- this form or proxy should be delivered to Kumba, or to Kumba's transfer secretaries, Computershare Investor Services Proprietary Limited, before your proxy exercises any of your voting rights as a shareholder at the AGM. Any form of proxy not received by Kumba or Kumba's transfer secretaries must be sent to the Chairperson of the AGM by email before your proxy may exercise any of your voting rights as a shareholder at the AGM
- the appointment of your proxy or proxies will be suspended at any time to the extent that you choose to act directly and in person in the exercise of any of your rights as a shareholder at the AGM
- the appointment of your proxy is revocable unless you expressly state otherwise in this form of proxy
- as the appointment of your proxy is revocable, you 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 Kumba. Please note that the revocation of a proxy appointment constitutes a complete and final cancellation of your proxy's authority to act on your behalf as of the later of the date stated in the revocation instrument, if any, or the date on which the revocation instrument was delivered to the proxy and Kumba as aforesaid
- if this form of proxy has been delivered to Kumba, as long as that appointment remains in effect, any notice that is required by the Companies Act or Kumba's Mol to be delivered by Kumba to you must be delivered by Kumba to you or, if you have directed Kumba to do so, in writing, and paid any reasonable fees charged by Kumba for doing so:
  - your proxy is entitled to exercise, or abstain from exercising, any voting rights of yours without direction at the AGM, except to the extent that this form of proxy provides otherwise
  - the appointment of your proxy remains valid only until the end of the AGM or any adjournment or postponement thereof, unless it is revoked by you before then on the basis set out above

## Explanatory notes

1. A form of proxy is only to be completed by those ordinary shareholders who are:
  - 1.1 holding ordinary shares in certificated form; or
  - 1.2 recorded on sub-register electronic form in "own name".
2. If you have already dematerialised your ordinary shares through a CSDP or broker and wish to attend the AGM, you must request your CSDP or broker to provide you with a letter of representation or you must instruct your CSDP or broker to vote by proxy on your behalf in terms of the agreement entered into between you and your CSDP or broker.
3. A member entitled to attend and vote at the AGM is entitled to appoint one or more proxy or proxies to attend, participate in and speak and vote in his/her stead at the AGM. A proxy need not be a member of the Company. Satisfactory identification must be presented by any person wishing to attend the AGM, as set out in the notice of AGM (to which this form of proxy is included). A member may insert the name of a proxy or the names of two alternative proxies of the member's choice in the space. The person whose name stands first on the form of proxy and who is present at the AGM of shareholders will be entitled to act to the exclusion of those whose names follow.
4. On a show of hands, a member of the Company present in person or by proxy shall have one (1) vote irrespective of the number of shares he/she holds or represents, provided that a proxy shall, irrespective of the number of members he/she represents, have only one (1) vote. On poll, a member who is present in person or represented by proxy shall be entitled to one vote in respect of each ordinary share in Kumba held by him/her.

# Notes to the proxy continued

## Instructions on signing and lodging the proxy form

1. A member may insert the name of a proxy or the names of two alternative proxies of the member's choice in the space/s provided, with or without deleting "the Chairperson of the AGM", but any such deletion must be initialled by the member. Should this space be left blank, the Chairperson of the AGM will exercise the proxy. The person whose name appears first on the form of proxy and who is present at the AGM will be entitled to act as proxy to the exclusion of those whose names follow.
2. A member's instructions to the proxy must be indicated by the insertion of an "X" or the relevant number of votes exercisable by the member in the appropriate box provided. An "X" in the appropriate box provided indicates the maximum number of votes exercisable by that member. Failure to comply with the above will be deemed to authorise the proxy to vote or to abstain from voting at the AGM as he/she deems fit in respect of all the member's votes exercisable thereat. A member or the proxy is not obliged to use all the votes exercisable by the member or by the proxy, but the total of the votes cast and in respect of which abstention is recorded may not exceed the total of the votes exercisable by the member or by the proxy.
3. Forms of proxy are requested, for administrative purposes only, to be lodged at, or posted to the transfer secretaries of Kumba, Computershare Investor Services Proprietary Limited at the address below, to be received by 10:00 on Friday, 22 May 2026. Any forms of proxy not received by this time and date may be emailed to the transfer secretaries (who will provide same to the Chairperson of the AGM) at any time prior to the AGM, prior to your proxy exercising any of your voting rights as a shareholder at the AGM.
4. The completion and lodging of this form of proxy will not preclude the relevant member from attending the AGM and speaking and voting in person thereat to the exclusion of any proxy appointed in terms hereof.
5. Documentary evidence establishing the authority of a person signing this form of proxy in a representative capacity or other legal capacity must be attached to this form of proxy, unless previously recorded by the transfer secretaries or waived by the Chairperson of the AGM.
6. Any alteration or correction made to this form of proxy must be initialled by the signatory/ies.
7. Notwithstanding the foregoing, the Chairperson of the AGM may waive any formalities that would otherwise be a prerequisite for a valid proxy.
8. If any shares are jointly held, all joint members must sign this form of proxy. If more than one of those members is present at the AGM, either in person or by proxy, the person whose name appears first in the register shall be entitled to vote.

For shareholders on the South African register:  
Computershare Investor Services Proprietary Limited  
15 Biermann Avenue, Rosebank, 2196, South Africa  
Private Bag X9000, Saxonwold, 2132  
Email: proxy@computershare.co.za  
www.computershare.com  
Tel: +27 11 370 5000

# Annexure 1

## Directors' responsibility for financial reporting for the year ended 31 December 2025

The directors are responsible for the preparation, fair presentation and integrity of the annual financial statements and related financial information of the Kumba Iron Ore Limited Group (the group) and Kumba Iron Ore Limited (Kumba or the Company), in accordance with International Financial Reporting Standards (IFRS<sup>®</sup> Accounting Standards), the requirements of the South African Companies Act No 71 of 2008, as amended (Companies Act), and the JSE Limited Listings Requirements, which include amounts based on reasonable and prudent judgements and estimates made by management.

The annual financial statements set out on pages 29 to 116 are based on appropriate accounting policies, which have been consistently applied, except for changes in accounting policies as detailed in the notes, and which are supported by reasonable and prudent judgements and estimates. These financial statements comprise the statements of financial position at 31 December 2025; the statements of profit or loss; the statements of other comprehensive income; the statements of changes in equity; and the statements of cash flows for the year then ended; the notes to the financial statements, which include a summary of principal accounting policies and other explanatory notes; the directors' report; the report of the Audit Committee; and the certificate of the Company Secretary.

The directors, primarily through the Audit Committee, periodically meet with the external and internal auditors as well as the executive management to evaluate matters concerning their responsibilities, which include:

- maintaining adequate accounting records and an effective system of risk management
- developing, implementing and maintaining a sound system of internal control relevant to the preparation and fair presentation of these financial statements, which provides reasonable, but not absolute assurance against material misstatement or loss, whether owing to fraud or error
- selecting and applying appropriate accounting policies
- making accounting estimates that are reasonable in the circumstances
- safeguarding shareholders' investments and the group's assets
- preparing the supplementary annexures included in these financial statements

The group's internal auditors independently evaluate the internal controls and co-ordinate their audit coverage with the external auditors.

The independent external auditors are responsible for reporting on whether the consolidated financial statements and the separate financial statements are fairly presented in accordance with the applicable financial reporting framework. The independent auditor's report to the shareholders of the group and Kumba is set out on pages 24 to 28 of this report.

The external and internal auditors have unrestricted access to all records, property and personnel as well as to the Audit Committee.

The directors acknowledge that they are ultimately responsible for the process of risk management and the system of internal financial control established by the group, and place a strong emphasis on maintaining a strong control environment. The directors are not aware of any material breakdown in the functioning of these controls and systems during the year under review. The directors are of the opinion that, based on the information and explanations given by management, the internal auditors, the external auditors and the group's risk, compliance and other reporting processes, the risk management processes and system of internal control provide reasonable assurance in all key material aspects that the financial records may be relied upon for the preparation of the annual financial statements.

Having considered the group's major risks, outstanding legal, insurance and taxation issues, an assessment of the solvency and liquidity taking into account the current financial position and existing borrowing facilities, along with the group's financial budgets with their underlying business plans, the directors consider it appropriate that the annual financial statements be prepared on a going concern basis.

Attributable free cash flow, net cash, adjusted EBITDA, net asset value attributable to owners of Kumba and US dollar convenience translation statements are non-IFRS financial measures reported on pages 120 to 123, and constitute *pro forma* financial information, as defined by the JSE Limited Listings Requirements. This information is provided for illustrative purposes only, and due to its nature, may not fairly present the group's financial position, changes in equity, results of operations or cash flows. The underlying information used in the preparation of the *pro forma* financial information has been prepared using the group's accounting policies, which comply with IFRS<sup>®</sup> Accounting Standards.

The non-IFRS financial measures included in the annual financial statements is the responsibility of the Company's directors. The supplementary non-IFRS financial measures have been reported on by the group's auditors (refer to pages 124 to 125) in the Independent Auditor's Assurance Report thereon.

### Approval of group annual financial statements and Company annual financial statements

The group annual financial statements on pages 29 to 99 and 108 to 116, and the Company annual financial statements of Kumba Iron Ore Limited on pages 100 to 107 were approved by the Board of directors on 18 February 2026, and will be presented to the shareholders at the AGM on 26 May 2026. The group and Company annual financial statements are signed on the directors' behalf by:



TP Goodlace  
Chairperson



ND Zikalala  
Chief Executive

18 February 2026

## Annexure 1 continued

### Responsibility statement on internal financial controls

for the year ended 31 December 2025

Each of the directors, whose names are stated below, hereby confirm that:

- the annual financial statements set out on pages 29 to 116, fairly present in all material respects the financial position, financial performance and cash flows of the Kumba group in terms of IFRS Accounting Standards;
- to the best of our knowledge and belief, no facts have been omitted or untrue statements made that would make the annual financial statements false or misleading;
- internal financial controls have been put in place to ensure that material information relating to Kumba and its consolidated subsidiaries have been provided to effectively prepare the financial statements of the Kumba group;
- the internal financial controls are adequate and effective and can be relied upon in compiling the annual financial statements, and we have fulfilled our role and function as executive directors with primary responsibility for implementation and execution of controls;
- where we are not satisfied, we have disclosed to the Audit Committee and the auditors any deficiencies in design and operational effectiveness of the internal financial controls, and have taken steps to remedy the deficiencies; and
- we are not aware of any fraud involving directors.



**ND Zikalala**  
Chief Executive

18 February 2026



**XF Mbambo**  
Chief Financial Officer

18 February 2026

### Certificate of the Company Secretary

for the year ended 31 December 2025

I, Fazila Patel, in my capacity as Company Secretary, confirm that, for the year ended 31 December 2025, Kumba Iron Ore Limited has lodged with the Registrar of Companies, all such returns and notices as are required of a public company in terms of the South African Companies Act, as amended, and that all such returns and notices are true, correct and up to date.



**F Patel**  
Company Secretary

18 February 2026

## Salient features and operating statistics

for the year ended 31 December

	Unaudited 2025	Unaudited 2024
<b>Share statistics ('000)</b>		
<b>Total shares in issue<sup>1</sup></b>	<b>322,086</b>	322,086
Weighted average number of shares <sup>1</sup>	<b>320,626</b>	320,883
Diluted weighted average number of shares <sup>1</sup>	<b>321,591</b>	321,673
Treasury shares <sup>1</sup>	<b>1,781</b>	1,217
<b>Market information</b>		
Closing share price (Rand)	<b>351</b>	326
Market capitalisation (Rand million)	<b>113,052</b>	105,000
Market capitalisation (US\$ million)	<b>6,810</b>	5,606
<b>Net asset value attributable to owners of Kumba (Rand per share)<sup>2</sup></b>	<b>170.57</b>	163.98
<b>Capital expenditure (Rand million)<sup>1</sup></b>		
Capital expenditure paid	<b>10,031</b>	9,673
Contracted	<b>3,452</b>	2,962
Authorised but not contracted	<b>5,296</b>	9,225
<b>Operating commitments (Rand million)<sup>1</sup></b>	<b>252</b>	277
<b>Commitments from shipping services (Rand million)<sup>1</sup></b>	<b>—</b>	173
<b>Economic information</b>		
Average rand/US dollar exchange rate (R/US\$)	<b>17.89</b>	18.33
Closing rand/US dollar exchange rate (R/US\$)	<b>16.60</b>	18.73
<b>Sishen mine free-on-rail (FOR) unit cost</b>		
Unit cost (Rand per tonne)	<b>673.32</b>	675.60
Cash cost (Rand per tonne)	<b>529.50</b>	531.30
Unit cost (US\$ per tonne)	<b>37.64</b>	36.85
Cash cost (US\$ per tonne)	<b>29.60</b>	28.98
<b>Kolomela mine FOR unit cost</b>		
Unit cost (Rand per tonne)	<b>520.64</b>	667.99
Cash cost (Rand per tonne)	<b>374.21</b>	404.00
Unit cost (US\$ per tonne)	<b>29.11</b>	36.44
Cash cost (US\$ per tonne)	<b>20.92</b>	22.04

Amounts have been extracted from audited information.

<sup>1</sup> This constitutes *pro forma* financial information in terms of the JSE Limited Listings Requirements and should be read in conjunction with the basis of preparation. Refer to supplementary non-IFRS financial measures on pages 120 to 123.

# Annexure 1 continued

## Business overview

for the year ended 31 December 2025

### Consistent and resilient performance

Mpumi Zikalala, Chief Executive of Kumba, said, "Kumba delivered a solid performance, marked by an improved realised price, marginal sales growth and disciplined capital allocation.

"Amidst an uncertain global trade environment, Kumba's set of financial results reflects the resilience of our business and our strategy. Earnings before interest, tax, depreciation and amortisation (EBITDA) of R31.9 billion at an EBITDA margin of 46% and an attributable free cash flow of R12.0 billion, allowed the Board to declare a final cash dividend of R15.43 per share, bringing the total cash dividend for the full year to R32.03 per share at a payout ratio of 70% of headline earnings.

"Safety is our first value and we remain steadfast in our commitment to improving safety across our operations. Thanks to the great work from our teams, we met our operational and financial guidance for the full year of 2025.

"Production of high-quality iron ore increased marginally to 36.1 Mt and, based on a constant exchange rate of R18.60/US\$, the C1 unit cost improved to US\$38 per wet metric tonne (wmt) which is below our 2025 target of US\$39/wmt.

"Our team's strong marketing and sales capabilities, coupled with Transnet's improved logistics performance stability, secured sales of 37.0 Mt. This enabled us to capitalise on iron ore market prices improving in the second half of the year, with an average realised FOB export iron ore price of US\$95/wmt, 12% above the average 62% Fe benchmark FOB export price of US\$85/wmt.

"We continue to invest in the longevity of our assets, enabled by disciplined financial and capital management. The life of mine of both operations is 2041. At Sishen, our margin-enhancing UHDMS project is progressing and offers life extension optionality.

"Exploration continues at Kolomela to develop the mine's life-of-asset that will enable us to leverage existing infrastructure. In line with our strategy of unlocking value and positioning for a sustainable future, we are updating our mineral resource development plan that will further strengthen our reserves and ensure longer life assets.

"At Kumba, our sustainability commitments underpin our ability to deliver consistent returns, mitigate risk, and unlock market opportunities. As part of the Anglo American group, we are refreshing our sustainability strategy to more closely reflect our business, which was reconfigured in 2024. Our strategy will continue to guide us and ensure that we continue to produce high-quality iron ore responsibly, while

creating lasting value for all our stakeholders. This is demonstrated by the meaningful progress made in reducing freshwater withdrawals by 19% to 6,971 ML from our 2015 baseline of 8,563 ML, ensuring that our mines maximise the water available for our communities. From a livelihood perspective, we have supported well over 42,000 jobs across our mine communities since 2018.

"By delivering on our purpose of reimagining mining to improve people's lives, we created R58.0 billion of enduring value in 2025 that benefits all our stakeholders. We delivered R19.0 billion of value to our BEE suppliers, including more than R3.5 billion from our local host community suppliers, with R485 million invested in social development projects. Our BEE investment partners, including the Sishen Iron Ore Company Community Development Trust (SIOC-CDT), received R3.3 billion from the total shareholder value created of R13.6 billion.

"The International Monetary Fund projected global gross domestic product (GDP) growth of 3.3% in 2026, led by faster expansion in emerging markets. Demand for premium iron ore remains supported by productivity optimisation and the shift to low-carbon steelmaking, with the Carbon Border Adjustment Mechanism (CBAM) implementation in Europe and China's National Carbon Emission Trading System (CETS) expansion to the domestic steel industry. Limited scrap availability will keep iron ore essential for meeting rising steel needs.

"As we begin 2026, we continue to invest in our capabilities and strengthen operational alignment with Transnet to maintain production stability. We are keeping customers at the centre of our product portfolio and business strategy, while also leveraging our operational and marketing expertise for margin enhancement. Our performance-driven culture is focused on improved agility and flexibility to unlock further value for all our stakeholders.

"We are confident in the long-term market fundamentals for high-quality iron ore, which continue to be shaped by demand driven by global economic growth, urbanisation and the decarbonisation of the steelmaking industry, as well as tight supply of high-quality lump iron ore on the back of significant depletion in the future.

"Looking ahead, Kumba is well positioned to deliver enduring value. We have a sustainable life of mine, well-managed operations and a robust and flexible balance sheet to support consistent value delivery. We are focused on maintaining our operational momentum and capitalising on our world-class asset portfolio to deliver long-term growth and returns for our stakeholders."

## Business overview continued

for the year ended 31 December 2025

### Safety, health and wellbeing of our people

#### Safety

Kumba has maintained a fatality-free year, with Sishen recording more than nine years and Kolomela more than two years without fatalities. The commencement of the UHDMS project contributed to an increase in low energy incidents, which accounted for 17 (2024: 11) lost-time injuries and were mainly attributed to hands, finger and ankle-foot injuries. Total recordable cases regressed to 22 (2024:17), resulting in the total recordable injury frequency rate increasing to 0.95 (2024: 0.76). High potential incidents, a leading safety indicator, totalled 12 (2024: 7).

The implementation of our Fatal Risk Management framework across our operations and corporate office enables the early identification of fatal risks and ensures the effective application of critical controls. During the year, we further reduced the number of critical controls to embed safer, simpler and more structured ways of working. The increased time that our leaders spent in the field engaging with teams further raised safety awareness.

#### Health

During the year, 91% (2024: 91%) of our employees underwent HIV counselling and testing, with the uptake of anti-retroviral therapy at 100% (2024: 100%) and a 95% viral suppression rate (2024: 96%) against Kumba's 2025 target of 95/95/95. We screened 97% of our employees and 93% of our contractors for tuberculosis (TB) and recorded 28 (2024:15) new cases, one of which was an occupational TB case. The TB incidence rate was 172/100,000, well below Kumba's target of 217/100,000 employees.

Managing heart health and non-communicable diseases resulted in 94% of our employees and contractors being screened, ensuring that those diagnosed with chronic medical conditions have treatment support. Our Journey to Wellness programme continues to target employees with a high BMI and high heart health score.

We continue to focus on the reduction of exposure to occupational health hazards. 2025 marked nine years of no level 4 – 5 (severe) health incidents. Furthermore, no employees or service partners have been exposed to respirable dust and silica above the legislated Occupational Exposure Limit (HEG A for silica and respirable dust exposure). We have reduced noise exposure for two types of equipment emitting noise above 104 dB, in line with the industry wide benchmark. We continue to explore solutions for the remaining 23, as well as other equipment emitting noise above our internal target of 85 dB.

#### Our people

In 2025, we invested R326 million (2024: R261 million) in the training and development of employees and contractors, excluding refresher and induction training. We supported 99 employees to further their formal studies, our Early Talent bursary programme funded 40 university students, while 57 graduates participated in our Professionals in Training development programme.

The OneKumba culture seeks to instil a sense of belonging and inspire high performance across all operations and sites. Leaders are key in modelling our desired workplace culture. We commenced our 'Leading the OneKumba Way' programme in 2025 to equip our senior leaders with a deeper understanding of their individual leadership strengths, and to embed how they lead aligned with the Anglo American Leadership Framework.

Our focus remains on creating meaningful transformation and for the workplace to be supportive, fair, adaptable and inclusive. A mentorship programme for women was launched as part of our broader efforts to support development and promote gender equality in the workplace. In 2025, 60 women from diverse backgrounds took part in the programme.

The proportion of women employed at Kumba increased to 32% (2024: 30%), with women in management increasing to 36% (2024: 33%). Historically disadvantaged South Africans remained at 92% (2024: 92%) of our total workforce and 82% (2024: 80%) of our management. Our colleagues living with disabilities increased to 3% (2024: 2%) of our workforce, as we strive to be a more inclusive, equitable and diverse workplace.

Kumba's *Everyone's Dignity Matters* programme fosters a workplace free from bullying, harassment and victimisation, and promotes the prevention of gender-based violence while supporting those who have experienced dignity harm. Our Decency Task Team, in collaboration with the Living with Dignity Hub, resolved and closed 83 reported dignity harm cases; while 34 of the total 126 cases reported for 2025 were still under investigation and related processes at the end of the reporting period.

# Annexure 1 continued

## Business overview continued

for the year ended 31 December 2025

### Sustainability performance

#### Healthy environment

##### Biodiversity

We aim to achieve a net-positive impact (NPI) across all our operations by closure through integrating mine closure planning with land rehabilitation which supports alternative economies. This is particularly important as our operations are located in areas of high biodiversity value. In 2025 we planted 1,274 trees across our operations in support of the Department of Forestry, Fisheries and the Environment's Ten Million Trees Programme.

Both operations achieved 100% compliance against the biodiversity management plan which brings us closer to our NPI ambition. In terms of our rehabilitation efforts, 20.5 hectares (ha) of land was reshaped and 21.7 ha was seeded at Sishen while Kolomela reshaped 34.9 ha and seeded 34.8 ha. Over the past five years, between Sishen and Kolomela, we have reshaped 514.2 ha and seeded 514.4 ha of land.

##### Climate change

Bulk earthworks for the 63 megawatt (MW) solar PV plant at Sishen have been completed. The PV plant will reduce Sishen's scope 2 carbon emissions by approximately 33% and is being built on a disused waste dump, reducing our rehabilitation requirements at closure. Construction of the solar PV plant will commence following financial close.

At Kolomela, the 11 MW wheeled renewable energy offtake agreement with Envusa Energy, powered by a combination of wind and solar projects, is expected to reduce scope 2 emissions by approximately 85%. Wheeled energy supply is expected to commence during the first half of the year.

The reintroduction of previously parked mining fleet, longer haulage distances at Sishen and Kolomela as well as the increase in waste mining led to higher energy consumption and emissions.

Total energy consumption increased by 5% to 7.464 million gigajoules (GJ) (2024: 7.084 million GJ), greenhouse gas emissions increased by 12% to 0.943 million tonnes CO<sub>2</sub> equivalent (MtCO<sub>2</sub>e) (2024: 0.839MtCO<sub>2</sub>e) and energy-use intensity increased by 4% to 0.210 GJ per tonne (2024: 0.202 GJ per tonne). Several initiatives have been introduced to reduce our diesel usage such as, the commissioning of the Western Waste Dump at Sishen to shorten haulage distances and the introduction of in-pit fuelling at Kolomela reducing distances travelled to refuel.

##### Water stewardship

Water is a fundamental resource for our operations and surrounding communities. Although we operate in a water-stressed region, both of our mines are water-positive and Kumba plays a critical role in alleviating water shortages by providing excess clean groundwater into the Vaal

Gamagara pipeline to support the Vaal Central Water regional water supply.

We supported the completion of the first phase of the regional water balance, providing us with a better understanding of the current water demands across all users of the Vaal Gamagara Scheme. Available water resources were evaluated and the requirements projected, to plan and manage risks as well as inform engagements on the long-term water security of the region.

Kumba supplied 16,883 ML (2024: 17,526 ML) of water to the broader Northern Cape region for industrial and domestic consumption, providing drinking water to around 200,000 people. Water diverted at Sishen increased as a result of our previous investment in the dewatering infrastructure, improving dewatering rates. At Kolomela water diverted was lower as power line trips, electrical faults, vandalism and the Vaal Gamagara pipeline constraints impacted dewatering rates. During the first half of 2026, the regional water balance, site wide water balance and hydraulic models will be updated to inform decision making on operational constraints and future infrastructure upgrades.

Freshwater withdrawals decreased by 4% to 6,971 ML (2024: 7,230 ML) due to prioritising the use of grey water at our mines and above average rainfall.

##### Tailings storage facilities (TSF)

Kumba manages two TSFs, including one active facility at Kolomela, which was constructed to its final height. Sishen has one combined TSF comprising four compartments, of which only one compartment is active at any one time.

In August 2025, the Sishen TSF, which is rated as having "extreme" potential consequences under the Global Industry Standard on Tailings Management (GISTM), achieved 100% conformance with the GISTM, 24 months ahead of schedule.

The inactive Sishen Old Protea TSF and the active TSF at Kolomela, which are both rated as having a "high" potential consequence under the GISTM, achieved 87% and 89%, respectively. We aim to achieve full conformance for the two facilities in 2026. Disclosure on the GISTM conformance status of the fourth TSF (Sishen Old Western) is not required, as the facility is inactive and forms part of a waste rock dump operated in conformance with the Anglo American Mining Technical Standard. Therefore, the current and end state of the TSF is fully covered by large volumes of waste rock.

During the second half of 2026, we will be undertaking a third-party assurance of Kumba's 2025 GISTM conformance disclosure statement of the "high" potential consequence facilities at Sishen and Kolomela.

## Business overview continued

for the year ended 31 December 2025

### Sustainability performance continued

#### Thriving communities

Kumba is committed to facilitating sustainable value and delivering a lasting, positive legacy to our local host communities beyond the life of our mines. During the period under review, Kumba spent R485 million in direct social investment in our local communities.

#### Livelihoods

We remain committed to inclusive procurement and localising our supplier footprint by building capacity in our host communities. We procured R19.0 billion (2024: R17.3 billion) in goods and services from broad-based black economic empowerment (B-BBEE) suppliers, of this R3.5 billion (2024: R3.9 billion) was directed to local host community suppliers.

During the period, we facilitated over 800 jobs in our host communities, bringing the cumulative number of jobs supported since 2018 to well over 42,000. In total, 84% of our people are employed from our local mine communities in the Northern Cape region, demonstrating our long-standing commitment to shared growth and inclusive development in the communities.

#### Education

Education is key in equipping community members with the skills needed to find meaningful employment. Through the Anglo American South African Education Programme, we supported more than 10,000 learners and 330 teachers in 19 schools, and our community bursary schemes supported 78 local students in scarce skills disciplines.

We contributed to the construction of the Lebelelang Disability Centre, which is built on a former dumping site, improving the quality of life for people with disabilities. In partnership with the Sol Plaatje University, we completed the White City Library in Kolomela. The library, which was built on a waste site, features a Sol Plaatje University

learning hub bringing tertiary education closer to our communities.

#### Health

We invested in practical solutions that remove barriers to care and support active living. We've reached over 79,000 community members through our support of all six clinics, which have achieved the Ideal Clinic status.

We invested in sports and recreation facilities in Kathu, which included a swimming pool and football facilities, fostering dignity, safety and community cohesion. We launched the Collect & Go Smart eLockers at two clinics, enabling effective access to chronic medication and disease management. Since the launch, 461 patients have registered and 547 parcels have been collected, reducing missed refills and easing clinic congestion.

#### Trusted corporate leader

Kumba remained focused on embedding its reputation as a trusted corporate leader through developing trust, providing ethical value chains and improved accountability to the communities we work with.

In 2024, Kumba became the first African iron ore miner to achieve the Initiative for Responsible Mining Assurance (IRMA) 75. During 2025, both operations completed their surveillance audit against IRMA and maintained IRMA 75, strengthening our position as a supplier of responsibly mined iron ore.

Our B-BBEE rating further improved to level 4 (2024: level 5), demonstrating our commitment to transformation through our investment in skills and supplier development, as well as local procurement spend. Kumba's economic contribution to our stakeholders amounted to R58.0 billion, including tax and mineral royalties paid to the government fiscus.

# Annexure 1 continued

## Business overview continued

for the year ended 31 December 2025

### Market overview

The Platts 62% Iron Ore Index, cost and freight (CFR) China, averaged US\$102 per dry metric tonne (dmt) in 2025, compared with US\$109/dmt in the previous year. China's lacklustre domestic steel demand continued to be underpinned by the export market, with net finished steel exports rising 8% year on year to 113 Mt. Crude steel output declined for a fifth consecutive year, falling 4.6% year on year to 955 Mt. However, the drop in pig iron production was relatively narrow - down by 2.7% year on year to 830 Mt, reflecting lower scrap usage in China's blast furnaces last year.

Property markets remain persistently weak, as real estate investment contracted for a fourth consecutive year, down 17% year on year and property transactions across 30 major cities fell 13% in 2025. Fixed asset investment in infrastructure and transport weakened in the second half, erasing stable growth in the first half, and fell 2% and 1% year on year respectively.

For the full year of 2025, China's real GDP grew by 5.0%, in line with the target of "around 5%", while industrial production grew by 5.9%, reflecting robust external demand. The 2025 Central Economic Work Conference signalled a shift from "crisis response" to structural rebalancing. Policymakers are prioritising "investment in people", committing to an income-growth action plan and expanded "trade-in" scheme to anchor the domestic cycle.

On the iron ore supply side, global exports registered an increase of approximately 2% despite declines from Ukraine, India, and major Australian miners. Gains were driven largely by the junior Australian producers and higher shipments from Brazil, South Africa, and Canada, with Brazil accounting for more than half of the year-on-year increase.

The 65-62 differential averaged around US\$13/dmt in 2025, slightly below the previous year, as the improvement in Chinese mill profitability, observed at the start of the year, proved transitory. Profitability headwinds began to weigh on Chinese steelmakers in the third quarter, prompting mills to prioritise cost control.

Longer term, demand for premium ores remains supported by steelmakers' productivity optimisation and the shift to low-carbon steelmaking, with the CBAM implementation in Europe and China's National CETS expansion to the domestic steel industry.

Lump premium ended the year at near historic lows of US\$0.035/dmtu (2025 average: US\$0.145/dmtu), reflecting an increase in product supply from Australia and Brazil. Nonetheless, market conditions are likely to improve with medium-term supply growth limited, fuelling a recovery in premia from current levels.

### Operational performance

#### Operational performance summary (unaudited)

000 tonnes	December 2025	December 2024	% change
<b>Total tonnes mined</b>	<b>208,563</b>	197,701	5
<b>Total waste stripping</b>	<b>165,565</b>	155,706	6
<b>Total production</b>	<b>36,084</b>	35,731	1
<b>Total sales</b>	<b>37,038</b>	36,251	2
<b>Total tonnes mined</b>	<b>208,563</b>	197,701	5
Sishen	<b>168,428</b>	164,060	3
Kolomela	<b>40,135</b>	33,641	19
<b>Total waste stripping</b>	<b>165,565</b>	155,706	6
Sishen	<b>137,236</b>	133,940	2
Kolomela	<b>28,329</b>	21,766	30
<b>Total production by mine</b>	<b>36,084</b>	35,731	1
Sishen	<b>25,289</b>	25,661	(1)
Kolomela	<b>10,795</b>	10,070	7
<b>Total sales</b>	<b>37,038</b>	36,251	2
Lump	<b>24,853</b>	23,807	4
Fines	<b>12,185</b>	12,444	(2)

## Business overview continued

for the year ended 31 December 2025

### Mining and production

Kumba delivered a solid and consistent operational performance, demonstrating our commitment to operational excellence.

Total tonnes mined increased by 5% to 208.6 Mt (2024: 197.7 Mt) and total waste stripping by 6% to 165.6 Mt (2024: 155.7 Mt).

While heavy seasonal rainfall impacted shovel reliability, particularly at Sishen in the first half, the ramp-up in mining activity gained momentum in the second half of 2025. Waste mining at Sishen increased by 2% to 137.2 Mt (2024: 133.9 Mt), while the waste stripping ratio reduced to 3.8 (2024: 4.4). Kolomela's waste mining increased by 30% to 28.3 Mt (2024: 21.8 Mt) and the waste stripping ratio increased to 4.7 (2024: 1.8).

Total production for the year increased by 1.0% to 36.1 Mt (2024: 35.7 Mt), well within the guidance of 35 – 37 Mt. In line with our approach of maintaining production flexibility, lower production at Sishen was proactively offset by an increase in production at Kolomela.

Sishen's production decreased by 1% to 25.3 Mt (2024: 25.7 Mt). This was due to a planned drawdown of high levels of finished stock and plant maintenance brought forward on the dense media separation (DMS) and Jig plants, in preparation for the main tie-in of our UHDMS technology in the second half of 2026. Good sprint capacity at Kolomela enabled a 7% increase in production to 10.8 Mt (2024: 10.1 Mt), resulting in an overall increase in production.

### Update on UHDMS project

Progress on the overall UHDMS project is at 37%, and 90% of all engineering work has been completed. Major capital spend items have been secured.

Steady progress continues to be made on the modular substation delivery and staging. Construction of the first coarse and fines modules continues to progress with the current focus on completing the mechanical, piping and electrical installations.

Critical milestones have been achieved for the main tie-in of the bulk materials handling system, which will take place in the second half of 2026. To derisk the main shut, work on the fabrication, pre-assembly and construction of outside structures started in 2025, and will be completed ahead of the shut. In addition, the procurement of all the major construction packages has been completed and onboarding of staff is underway.

#### Background on the UHDMS project

The UHDMS project at Sishen will convert the current DMS processing plant at Sishen to UHDMS technology. This technology uses specialised ferrosilicon in the plant processing of raw iron ore and allows greater flexibility to process a wider range of iron ore (Fe) grades and densities.

The technology will increase the proportion of premium iron ore, and lower the waste stripping ratio, while maintaining Sishen's high lump:fine ratio of 70:30 on average.

The implementation will follow a modular approach, with six UHDMS coarse modules and five fines modules being converted in the existing plant.

The plant is expected to reach full capacity by the end of 2028. During the phased implementation, the DMS modules that are not under construction, as well as the Jig plant, will continue to run, and production will be supplemented by finished product stock.

The business value of the UHDMS technology remains compelling and includes:

- lowering the cut-off grade, which reduces the stripping ratio
- increasing the volume of premium-grade products from less than 20% to above 50%
- increasing Sishen's life-of-asset by six years and providing optionality to further extend the life-of-asset.

### Sales and logistics

Ore-railed to Saldanha Bay port improved by 6% to 37.6 Mt (2024: 35.6 Mt) despite four derailments in the year. The 10-day annual logistics maintenance and 26-day shut to refurbish stacker reclaimer 3 in the fourth quarter was successfully completed within the respective planned timeframes reflecting the benefit of strong collaboration between the Ore Users' Forum (OUF) and the Transnet operational teams.

As a result, sales increased by 2% to 37.0 Mt (2024: 36.3 Mt), including third-party stock of 0.7 Mt (2024: 0.7 Mt). The overall uplift in performance demonstrates the progress made in the past year through the Mutual Cooperation Agreement (MCA) and the Ore Corridor Restoration programme (OCR).

Closing finished stock was consistent at 7.5 Mt. The improvement in rail performance provided an opportunity to strategically reduce mine stockpiles to 5.7 Mt (2024: 6.9 Mt) and increase stock at Saldanha Bay port to more optimal levels of 1.8 Mt (2024: 0.5 Mt).

In the medium to long-term, Kumba continues to target sales of between 45% to 55% to regions outside of China. China's share of Kumba's export sales increased to 56% (2024: 54%) of total sales, with Chinese steel production continuing to be underpinned by strong exports. Europe represented 21% (2024: 24.4%) of sales and the rest of Asia (Japan, South Korea and Taiwan) increased to 23% (2024: 21.6%). Sales to China are predominantly on a contract of affreightment basis. As a result, sales on a CFR basis increased to 66% (2024: 65%) of total export sales volumes.

# Annexure 1 continued

## Business overview continued

for the year ended 31 December 2025

The recovery of the logistics network remains key to an efficient value chain. Pleasingly, the joint collaboration between Transnet and the OUF, through the OCR and the MCA, which enables urgent maintenance work to be executed more timeously, efficiently and effectively is making a positive difference. In terms of the Private Sector

Partnership, in November 2025, along with the OUF, Kumba submitted a follow up response to the Request for Information to government, and we await the commercial Request for Proposal.

### Financial results

Financial performance	December 2025	December 2024	% change
Average realised FOB export price (US\$/wmt)	95	92	3
Revenue (Rm)	70,077	68,529	2
Operating expenses (Rm)	45,233	46,105	(2)
C1 unit cost (US\$/wmt)	40	39	3
Adjusted EBITDA (Rm)	31,923	28,134	14
Adjusted EBITDA margin (%)	46	41	5 pp
Operating margin (%)	37	38	(1) pp
Cash breakeven price (US\$/wmt)	68	74	(8)
Headline earnings per share (R/share)	45.97	38.94	18
Total capital expenditure (Rm)	10,411	9,000	16
Attributable free cash flow (Rm)	11,965	14,467	(17)
Net cash (Rm)	14,914	14,717	1
Total cash dividend per share (R/share)	32.03	38.67	(17)
ROCE (%)	46	41	5 pp

Kumba delivered a solid set of results driven by our focus on operational excellence, improving iron ore prices, higher sales volumes and our commitment to a disciplined capital allocation strategy.

These results enabled the Board to declare a final cash dividend of R15.43 per share. Combined with our interim dividend of R16.60 per share, the total dividends for the year amounted to R32.03 per share. Our approach is to balance investment in growth with shareholder returns, reflected in our 70% payout ratio and 9% dividend yield.

Adjusted EBITDA grew by 14% to R31.9 billion, lifting the EBITDA margin to 46% from 41%. Earnings included penalty income from Transnet for logistics underperformance.

Supported by a resilient iron ore market, we achieved an average realised price of US\$95/wmt, 12% above the benchmark FOB export price of US\$85/wmt. Our high-quality products attracted an Fe premium of US\$3/tonne, lump premium of US\$6/tonne and positive timing effect of US\$1/tonne. Together with higher sales volumes, total revenue increased by 2% to R70.1 billion.

Importantly, we continued to focus on the areas within our control, maintaining overall production stability aimed at margin enhancement and embedding a cost conscious, performance-driven culture. Operating expenses decreased by 2% to R45.2 billion (2024: R46.1 billion).

Based on a constant exchange rate of R18.60/ US\$, the C1 unit cost dropped to US\$38/t. Unit costs were flat at Sishen and Kolomela delivered a 7% unit cost reduction.

Capital expenditure (capex) of R10.4 billion was principally driven by an increase in deferred stripping capex and investment in our UHDMS project, while stay-in-business (SIB) capex remained flat. We are maintaining flexibility in our capital spending and phasing of our UHDMS project to accommodate market volatility, optimise project execution and promote capital efficiency.

We generated cash from operations of R32.4 billion and an attributable free cash flow of R12.0 billion. Our balance sheet remained robust with a net cash position of R14.9 billion and our return on capital employed improved from 41% to 46% on a stronger EBITDA.

Kumba delivered R58.0 billion in economic contribution, including R19.0 billion to our BEE suppliers, of which R3.5 billion benefitted our local host community suppliers. We paid R7.4 billion in income taxes and mineral royalties, helping our government to build infrastructure, schools and hospitals to enable economic growth and provide education and healthcare to our fellow South Africans.

Unlocking further value enables us to reinvest in our business while continuing to deliver value to all of our stakeholders, well into the future.

## Business overview continued

for the year ended 31 December 2025

### Financial results continued

#### Revenue

Total revenue increased by 2% to R70.1 billion (2024: R68.5 billion), primarily due to:

- a 3% increase in the average realised FOB iron ore export price of US\$95/wmt (2024: US\$92/wmt), resulting in a R3.1 billion increase in revenue; and
- a 2% increase in total sales volumes of 37.0 Mt (2024: 36.3 Mt), led to an increase in revenue of R1.3 billion.

The increase in revenue was partly offset by

- A 2% stronger average rand/US dollar exchange rate of R17.89/US\$ (2024: R18.33/US\$1), leading to a R1.6 billion decrease in revenue; and
- A decrease in shipping revenue of 15%, to R6.9 billion (2024: R8.2 billion) due to lower freight rates of \$16/wmt (2024: \$18/wmt).

Kumba's high-grade iron ore content averaging 64.0% (2024: 64.1%) and lump-to-fine ratio of 67:33 (2024: 66:34) continued to attract a premium due to its properties, which support efficient lower carbon emitting steelmaking processes.

The average realised price of US\$95/wmt included a total product premium of US\$10/wmt on the Platts 62 FOB export price of US\$85/wmt. The product premium is comprised of a premium for lump of US\$6/wmt, Fe iron content of US\$3/wmt and positive timing effect of US\$1/wmt.

#### Operating expenses

Total operating expenses decreased by 2% to R45.2 billion (2024: R46.1 billion) reflecting the benefit of cost savings and lower non-cash costs.

Cost savings were driven by reduction in contractor mining activity of R287 million and a non-recurring cost benefit of R386 million, following the impact of our business reconfiguration in 2024. This resulted in savings of R673 million in 2025 and combined with the R4.4 billion achieved in 2024, we delivered R5.1 billion of cumulative savings. Based on a constant exchange rate of R18.60/US\$, the C1 unit cost improved to US\$38/wmt, which is below our 2025 target of US\$39/wmt. The C1 unit cost increased to US\$40/wmt at a stronger exchange rate of R17.89/US\$.

Operating costs also include the following:

- Shipping costs decrease of 14% to R6.8 billion (2024: R8.0 billion) due to lower freight rates of US\$16.4/wmt (2024: US\$18.4/wmt).
- Increase of R0.8 billion in other expenses to R3.1 billion (2024: R2.3 billion), mainly due to a change in the rehabilitation provision of R0.6 billion from change in estimate and useful lives of assets.

- Corporate costs increased by R0.5 billion to R2.3 billion (2024: R1.8 billion) due to higher corporate recharges.
- Transportation and selling cost increased by R0.6 billion to R8.5 billion (2024: R7.9 billion) due to increased rail and shipping volumes.
- Raw materials and consumables increased by R0.4 billion to R2.4 billion (2024: R2.0 billion)
- Repairs and maintenance increased to R3.8 billion (2024: R3.5 billion) as a result of the 6% higher mining volumes.

Non-cash costs of R0.6 billion (2024: R4.1 billion) primarily related to the following items:

- Capitalised deferred stripping cost increase of 28% to R4.1 billion (2024: R3.2 billion) due to higher waste stripping in the North mine at Sishen and Kapstevell South at Kolomela.
- Positive finished stock movement of R1.6 billion to R0.9 billion in 2025 from negative R0.7 billion in 2024, owing to a higher stock valuation from a higher rate.
- Positive work-in-progress (WIP) movement of R0.8 billion to R1 million in 2025 from a negative R0.8 billion in 2024, mainly due to higher ore mined and an increase in ore stockpiles following the correction of the Kolomela ore stock densities.
- Reduction in inventory provision of R0.6 billion from R0.5 billion in 2025 to a negative R71 million in 2024, after a comprehensive technical assessment of the stockpiles at Sishen against which the provision was originally raised.
- Depreciation of property, plant and equipment rose 8% to R6.2 billion (2024: R5.7 billion), as a result of an increase in Kumba's asset base during the year.

Sishen's cash unit cost improved marginally to R530/dmt (2024: R531/dmt), well within the full year 2025 guidance of R510 – 540/dmt. The benefit of a positive deferred stripping and WIP movement as well as lower input prices (diesel and tyres), were offset by the cost of inflation and lower plant production of 2% to 25.3 Mt (2024: 25.7 Mt).

Kolomela's cash unit cost improved by 7% to R374/dmt (2024: R404/dmt), below the guidance of R430 – 460/dmt. The cost of inflation and higher mining volumes were more than offset by a 7% increase in production to 10.8 Mt (2024: 10.1 Mt), positive deferred stripping, lower WIP utilisation and lower input prices (diesel and tyres).

# Annexure 1 continued

## Business overview continued

for the year ended 31 December 2025

### Adjusted EBITDA

Kumba's earnings largely reflect the benefit of higher iron ore prices and higher sales volumes, as well as a decrease in operating expenses, partly offset by a stronger ZAR/US\$ exchange rate on revenue.

Adjusted EBITDA includes other operating income which relates to penalty income from Transnet for logistics underperformance amounting to R942 million.

These factors resulted in adjusted EBITDA growth of 14% to R31.9 billion (2024: R28.1 billion) and higher EBITDA margin of 46% (2024: 41%).

Despite the macro uncertainty Kumba's resilient performance resulted in our break-even price improving from US\$74/wmt to US\$68/wmt. Our market leading high-quality products earned a price premium of US\$7/wmt and we benefitted from a decrease in freight costs of US\$2/wmt. This was partly offset by an increase in operating expenses of US\$2/wmt and an increase in SIB capex of US\$1/wmt, resulting in Kumba's break-even price reducing by US\$6/wmt to end at US\$68/wmt in 2025.

### Cash flow, value creation and statement of financial position

Kumba delivered attributable free cash flow of R12.0 billion (2024: R14.5 billion), resulting in a net cash position of R14.9 billion (2024: R14.7 billion).

Cash flow generated from operations of R32.4 billion (2024: R34.8 billion) and includes adjusted EBITDA of R31.9 billion (2024: R28.1 billion).

Net working capital decreased by 3% to R13.7 billion (2024: R14.2 billion). This was driven by a 28% increase in trade and other payables to R12.5 billion (2024: R9.7 billion) owing to timing of supplier payments, a short-term incentive accrual and higher mineral royalty payable. Inventory increased by 9% to R19.8 billion (2024: R18.1 billion) driven by an increase in WIP stockpiles at Kolomela and a partial reduction of stock provision at Sishen, finished goods at current rates and an increase in spares. Trade and other receivables increased by 11% to R6.4 billion (2024: R5.8 billion), due to a penalty receivable and higher Value Added Tax (VAT) receivable, partly offset by a shorter collection period.

Total capex of R10.4 billion (2024: R9.0 billion) relates to R4.5 billion of SIB spend, R4.1 billion of deferred stripping, and R1.8 billion of expansion capex.

The increase in capital creditors of R0.4 billion (2024: decrease of R673 million) relates to capex incurred during the year but not yet paid as at the reporting date, net of prior year capex paid during the year. The 2025 full-year cash capex net of capital creditors was R10.0 billion (2024: R9.7 billion).

SIB capex was flat and represents spend on capital spares, plant and infrastructure upgrades as well as environmental compliance projects to sustain our business. Deferred stripping capex increased due to a higher stripping ratio at Kapstevl South mine. Expansion capex mainly related to our UHDMs project of R1.7 billion and includes work brought forward from 2026 to 2025 to prepare for the main tie-in.

In total, Kumba created enduring value of R58.0 billion. Besides capital investments of R10.4 billion, these include:

- cash dividends of R13.6 billion (2024: R16.5 billion)
- paying total income tax of R5.9 billion (2024: R5.9 billion) and mineral royalties of R1.5 billion (2024: R1.4 billion) to government
- providing employment and paying salaries and benefits of R7.1 billion (2024: R6.7 billion)
- supporting local businesses through R19.0 billion (2024: R17.3 billion) of BEE supplier spend, including R3.5 billion (2024: R3.9 billion) to safeguard the livelihoods of our local host community suppliers
- building local communities through R485 million (2024: R403.0 million) in direct social spend.

Our liquidity position at 31 December 2025 consisted of R30.9 billion (2024: R30.7 billion) of net cash resources and debt facilities. Debt facilities consist of committed revolving credit facilities of R16 billion (2024: R16 billion). As at 31 December 2025, the committed facility had not been drawn down. Kumba's debt facilities also include undrawn uncommitted facilities of R8.2 billion (2024: R8.2 billion).

Kumba delivered attributable and headline earnings per share of R45.57 and R45.97 per share (2024: R45.81 and R38.94 per share), respectively. This supported the Board's decision to declare a final cash dividend of R15.43 per share. Together with our interim cash dividend of R16.60 per share, the total cash dividend for the year decreased by 17% to R32.03 per share (2024: R38.67 per share) and represents 70% of headline earnings.

### Ore Reserves and Mineral Resources

The 2025 Ore Reserve (and Saleable Product) and exclusive Mineral Resource estimates have been derived by way of a comprehensive update of Sishen and Kolomela's life-of-asset plans (LoAPs), including pit optimisations. This was based on geological model revisions for deposits within the Kolomela and Sishen mining right areas, which reflect additional borehole sampling data obtained since the previous model iteration.

## Business overview continued

for the year ended 31 December 2025

The following key principles were applied:

- Alignment with Kumba's strategic objectives: The LoAP was compiled as a fully integrated schedule designed to unlock the full value of Kumba's core assets. The plan optimises site product feed strategies, accounts for rail capacity constraints and sensitivities, and ensures consistent delivery of premium lump products. Furthermore, the LoAP is integrated upstream with the resource development plan and downstream with the financial valuation model. This integrated approach resulted in the decision to plan for the recommissioning of the small-scale UHDMS plant at Kolomela in 2028 to unlock optimal ore stockpile.
- Transition to a sustainable business model: To sustain the business in terms of Ore Reserve estimation consistency, in 2024, Kumba implemented a cost-efficiency approach in deriving its economic constraint to spatially envelope (designed pit layouts) its Ore Reserves. In 2025, this was further refined by spatially constraining Ore Reserves applying a cash break-even price methodology (long-term price, less cash margin), in line with business objectives and recognising the premium pricing achieved for Kumba's products.
- Updated macro-economic assumptions: The estimates incorporate Anglo American's revised outlook, which includes a 3% increase in the long-term iron ore price and a 6% appreciation of the ZAR/US\$ exchange rate compared to 2024 assumptions. Ore Reserves remained consistent over the reserve life, decreasing by 1% (-9.1 Mt) and Saleable Product by 2% (-11.8 Mt) year on year, primarily due to the 2025 production, which was mostly offset by the conversion of Mineral Resources to Ore Reserves.

Since 2022, in support of our strategic priorities of unlocking value from our core assets and positioning for a sustainable future, we have delivered 175.1 Mt of cumulative Ore Reserve replenishment (before depletion) through optimisation initiatives.

The Sishen and Kolomela life-of-asset has been extended by one year to 2041, compared to 2040 in the 2024 review, primarily as a result of the larger pit design optimisation and recommissioning of the Kolomela UHDMS plant in 2028.

Mineral Resources (in addition to Ore Reserves) increased materially by 62% (+292.6 Mt) from 2024 to 2025, creating significant value for our stakeholders through:

- Kolomela's exclusive Mineral Resources increased by 58.1 Mt (+49%), primarily as a result of 75.4 Mt of Mineral Resources declared at a 61% Fe cut-off grade for the Heuningkranz deposit. The overall increase in the Kolomela Mineral Resources was partially offset by the conversion of long-term stockpile medium-grade Indicated Mineral Resources to Probable Ore Reserves, with the planned recommissioning of the small-scale UHDMS plant in 2028 as per the 2025 LoAP.
- Sishen's exclusive Mineral Resources recorded a 67% year-on-year increase of 234.5 Mt, due to a material increase in the resource shell size. In the 2025 pit optimisation, the same diligence was applied to resource shell design as to pit layout design. As a result, the resource shell can effectively be referred to as a resource layout (complete with geotechnical slope designs, including bench, ramp and pushback configurations). Additionally, mineralisation previously classified as sterilised for open pit mining, located close to the Sishen and neighbouring Khumani mine mining right boundary (mining pillar), was considered during pit optimisation.

The optimisation process also considered the cost of dismantling infrastructure, as well as the fact that "pillar" mining between Sishen and Khumani was demonstrated and approved in 2024 by the Department of Mineral and Petroleum Resources (DMPR). Consequently, this mineralisation has been included in the revenue factor 1.0 resource shell as Mineral Resources and the associated risks have been captured in the Sishen Mineral Resource risk assessment register. Notably, all additional or exclusive Mineral Resources are defined by the same geological model as the rest of the Mineral Resources.

There were no further material changes to the Ore Reserves and Mineral Resources, as disclosed in the 2025 Ore Reserve (and Saleable Product) and Mineral Resource report available at <https://www.angloamericankumba.com/investors/annual-reporting/reports-archive/2025.aspx>

# Annexure 1 continued

## Business overview continued

for the year ended 31 December 2025

### Guidance for 2026

For the full year of 2026, our waste guidance is 180 – 195 Mt. Sishen's waste mining will be maintained at 135 – 145 Mt and Kolomela's waste mining is expected to increase to between 45 – 50 Mt.

Kumba's guidance is subject to Transnet's logistics performance. The production guidance for 2026 is unchanged and is expected to be between 31 – 33 Mt due to the main tie-in of the UHDMS modules. Sales are expected to be between 35 – 37 Mt. During the tie-in, the DMS plant will be shut and finished stock will be drawn down to supplement sales. Production will continue from the Jig plant at Sishen and the Kolomela direct shipping ore (DSO) plant. In 2027 and 2028, production is expected to be between 35 – 37 Mt per annum.

Kumba's unit cost guidance for Sishen is between R530 – R560/dmt and Kolomela's unit cost guidance of between R430 – R460/dmt is unchanged. Taking into account a stronger exchange rate of R16.00/US\$ and the decrease in production to between 31 – 33 Mt to accommodate the UHDMS tie-in, the C1 unit cost in 2026 is expected to increase to US\$45/wmt (previously US\$40/wmt based on a constant currency of R18.60/US\$). Cost optimisation initiatives will focus on a more integrated supply chain management system, the insourcing of previously contracted-out mining services, as well as reviewing our sourcing model for further efficiency opportunities.

Kumba's value-focused approach to capital allocation requires prioritisation of sustaining capital and a sustainable dividend in line with the dividend policy. Global volatility and the strategic imperative to grow the business require a focus on discretionary growth capital options, supported by a strong balance sheet, to position the business for a sustainable future.

In the medium term, sustaining capital expenditure is expected to increase to an average of R7.5 billion per annum (previously between R4.0 and R5.0 billion per annum on average). This includes a mining fleet recapitalisation programme of ~R2.5 billion on average per annum to support safety, asset integrity and reliability, and the cost-efficient maintenance of mining equipment.

Expansion capex is unchanged and is expected to be ~R2.0 billion on average over the medium term. Expansion capex is focused on delivering value-accretive growth and transformation projects. This relates primarily to our UHDMS project, which is anticipated to be between R1.9 and R2.9 billion per annum in line with the phased investment and execution of the project from 2026 to 2028, followed by a significant reduction in 2029 when the project is expected to be commissioned.

Deferred stripping capital expenditure over the medium term is projected to be ~R4.0 billion per annum on average (previously between R4.0 and 4.5 billion per annum on average) due to the stripping ratios in the various areas we will be mining in over the next few years.

In terms of 2026, our capital expenditure guidance is forecast at between R13.2 and R14.2 billion, comprising:

- SIB spend of between R6.6 and R7.0 billion, of which between R2.5 billion and R2.7 billion has been allocated for heavy mobile equipment (HME) recapitalisation. The rest of the SIB capex relates to plant and infrastructure upgrades, technology, land management and environmental and regulatory compliance projects.
- Expansion capital expenditure of between R3.0 and R3.2 billion, largely as a result of our phased investment in the UHDMS technology project.
- Deferred stripping capital expenditure of between R3.6 and R4.0 billion is due to mining in higher stripping ratio areas in comparison to the life-of-asset stripping ratio.

Looking ahead to 2026, we are refreshing our Sustainability Strategy to ensure that our ambitions remain relevant and that we target tangible value for all our stakeholders. Details will be available in our Sustainability Report, which will be available on the Company's website [www.angloamericankumba.com](http://www.angloamericankumba.com) from 10 April 2026.

## Business overview continued

for the year ended 31 December 2025

### Guidance for 2026 continued

Full year guidance (unaudited)	2026
<b>Total sales (Mt)<sup>2,3</sup></b>	<b>35 – 37</b>
<b>Total production (Mt)<sup>2,3</sup></b>	<b>31 – 33</b>
Sishen	~22
Kolomela	~10
<b>Waste stripping (Mt)<sup>3</sup></b>	<b>180 – 195</b>
Sishen	<b>135 – 145</b>
Kolomela	<b>45 – 50</b>
<b>On-mine unit costs (R/tonne)</b>	
Sishen	<b>530 – 560</b>
Kolomela	<b>430 – 460</b>
<b>C1 unit cost (US\$/tonne)<sup>1,2</sup></b>	<b>45</b>
<b>Capital expenditure (Rbn)</b>	<b>13.2 – 14.2</b>
SIB spend (including HME recapitalisation)	<b>6.6 – 7.0</b>
Expansion spend	<b>3.0 – 3.2</b>
Deferred stripping spend	<b>3.6 – 4.0</b>

<sup>1</sup> Based on foreign exchange rate of R16.00/US\$ for 2026.

<sup>2</sup> Production, sales volumes and the C1 unit cost are reported as wet metric tonnes, with a moisture content of approximately 1.5%.

<sup>3</sup> Volumes referred to for the period are 100% of SIOC, and attributable to Kumba's shareholders and the non-controlling interests in SIOC.

### Non-IFRS financial measures

A reconciliation of additional non-IFRS financial measures to the equivalent IFRS metrics is provided on pages 120 to 123. Adjusted EBITDA, attributable free cash flow, net asset value attributable to owners of Kumba and net cash are non-IFRS financial measures reported on pages 120 and 121 constitute *pro forma* financial information in terms of the JSE Limited Listings Requirements. This information is provided for illustrative purposes only and due to its nature may not fairly present the group's financial position, changes in equity, results of operations or cash flows. The underlying information used in the preparation of the *pro forma* financial information has been prepared using the group's accounting policies, which comply with IFRS.

The non-IFRS financial measures included in these annual financial statements are the responsibility of the Company's directors and have been reported on by the group's auditors (refer to pages 124 to 125) in the Independent Auditor's Assurance Report.

Any forecast financial information contained herein, has not been reviewed or reported on by the group's auditors.

The Company's Stock Exchange News Service announcement for the year ended 31 December 2025 will be available on the Company's website [www.angloamericankumba.com](http://www.angloamericankumba.com) at 07:05 CAT and the presentation will be available from 11:00 CAT on 19 February 2026.

# Annexure 1 continued

## Directors' report

for the year ended 31 December 2025

The directors have pleasure in presenting the annual financial statements of Kumba and the group for the year ended 31 December 2025.

### Nature of business

Kumba was incorporated in South Africa on 16 May 2005 and commenced trading in November 2006, following the unbundling of Kumba from Exxaro Resources Limited (previously Kumba Resources Limited). Subsequent to unbundling, Kumba listed on the JSE Limited on 20 November 2006.

Kumba is a mining group of companies focusing on the exploration, extraction, beneficiation, marketing, selling and shipping of iron ore. Kumba produces iron ore in South Africa at Sishen and Kolomela in the Northern Cape province.

The nature of the businesses of the group's subsidiaries, associates and joint arrangements is set out in Annexures 1 and 2.

### Corporate governance

The group subscribes to the Code of Good Corporate Practices and Conduct as contained in King IV Report on Corporate Governance for South Africa, 2016 (King IV™). The Board has satisfied itself that Kumba has complied in all material aspects with King IV as well as the JSE Limited Listings Requirements throughout the year under review. The corporate governance report will be included in the 2025 Integrated report to be published on 10 April 2026.

### Statement by the Board of directors

The annual financial statements are prepared in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board (IASB) and the IFRS Interpretations Committee (IFRIC), the Companies Act, the JSE Limited Listings Requirements and the South African Institute of Chartered Accountants (SAICA) Financial Reporting Guides, as issued by the Accounting Practices Committee, and the Financial Reporting Standards Council.

The Board is of the opinion that the consolidated annual financial statements fairly reflect the true financial position of the group at 31 December 2025 and its performance for the year then ended.

### Financial results

The financial statements on pages 29 to 116 set out fully the financial position, results of operations and cash flows of the group and the Company for the financial year ended 31 December 2025. The financial statements have been prepared under the supervision of XF Mbambo CA(SA), the Chief Financial Officer.

The operating results and business overview are set out on pages 5 to 16.

### Impact of the logistics performance and the market conditions on the financial results

The group has considered the impact of the logistics performance and market conditions on each of its material accounting judgements and estimates. The group's principal source of estimation uncertainty continues to be in relation to the assumptions used for the assessment of impairment of non-current assets where indicators of impairment are identified.

The mines' annual production profiles have been revised to align with the improved rail performance, which resulted in consistent planned annual production volumes.

The iron ore price and rand/US dollar exchange rate assumptions used to forecast future cash flows for impairment indicator assessment purposes have been updated to consider both the short-term observable impact of the rail performance and the market conditions, as well as the forecast medium- and longer-term impacts on the global economy and commodity prices.

No further significant estimates have been identified as a result of these three factors, although there is an increased level of uncertainty inherent in all future cash flow forecasts.

### Capital management

The Board takes ultimate responsibility for monitoring debt levels, return on capital, total shareholders' return and compliance with loan covenants. For more information, refer to note 34.6 to the consolidated financial statements.

### Share capital

The Company's authorised and issued share capital of 500,000,000 and 322,085,974 shares, respectively, remained unchanged during the year. The net movement in shares relating to employee share incentive schemes was 563,755 million shares. Refer to note 21 to the consolidated financial statements for full details of the authorised, issued and unissued share capital.

### Dividends

Kumba delivered attributable and headline earnings per share of R45.57 and R45.97 per share (2024: R45.81 and R38.94 per share), respectively. This supported the Board's decision to declare a final cash dividend of R15.43 per share.

Together with the interim cash dividend of R16.60 per share, the total cash dividend for the year is R32.03 per share (2024: R38.67 per share) and represents 70% of headline earnings in accordance with Kumba's dividend policy.

### Subsidiaries, joint arrangements and associates

Full particulars of the group's investment in subsidiaries, associate and joint arrangements are set out in Annexures 1 and 2.

## Directors' report continued

for the year ended 31 December 2025

### Equity compensation plans

Refer to note 22 to the consolidated financial statements and Annexure 3 of the group annual financial statements, and the detailed remuneration report that will be included in the 2025 Integrated report for a detailed explanation and analysis of movements in the group's various equity compensation plans available to Executive directors, senior managers and qualifying employees.

### Segment results

Refer to note 1 to the consolidated financial statements for a detailed segmental analysis of the group's operating results for the year and the financial position as at 31 December 2025.

### Holding company and related parties

Anglo American plc is the group's ultimate holding company. The interest in the group is held through a 69.71% effective shareholding by Anglo South Africa Proprietary Limited (2024: 69.71%).

The analysis of ordinary shareholders is provided on pages 118 to 119.

### Events after the reporting date

Refer to note 32 to the consolidated financial statements for a detailed description of events after the reporting date for the year ended 31 December 2025. The directors are not aware of any other matters or circumstances arising since the end of the year and up to the date of this report, not otherwise dealt with in this report.

### Update on the South African Revenue Service (SARS) litigation matter

The matter was concluded in December 2025 when the Constitutional Court rejected SARS's Application for Leave to Appeal the Supreme Court of Appeal (SCA) judgment, which ruled in favour of SIOC, except for certain legal costs which the court found to be non-deductible.

All SARS audits relating to this matter, which had been held in abeyance pending the outcome of the appeal to the Constitutional Court, have been terminated, and those years have now prescribed. Refer to note 31 to the consolidated financial statements for further details.

### Company Secretary

The Company Secretary for Kumba is Ms Fazila Patel. The contact details of the Company Secretary are set out on page ##. Her abridged curriculum vitae is available for inspection at the Company's registered office.

### Auditors

PricewaterhouseCoopers Inc. (PwC) was appointed as the auditor of Kumba and its subsidiaries on 7 August 2020 and has continued in office for the year ended 31 December 2025 after its reappointment as the auditor for the 2025 financial year at the AGM held on 4 June 2025.

At the AGM to be held on 26 May 2026, shareholders will be requested to reappoint PwC and Bilal Laher as the auditor and the lead audit partner of Kumba, respectively, for the 2026 financial year.

### Directors

The names of the directors who were in office during the year and at the date of this report will be set out in the 2025 Integrated report to be published on 10 April 2026. The remuneration and fees of directors as well as the directors' beneficial interest in Kumba are set out in note 35 to the consolidated financial statements.

The following changes in the Board and its committees were effected:

- Josephine Tsele, representing the Industrial Development Corporation (IDC), stepped down as a Non-executive director on 15 May 2025, and as a member of the Social, Ethics and Transformation Committee, the Safety, Health and Sustainable Development Committee and the Strategy and Investment Committee.
- Themba Mkhwanazi, who was representing Anglo American plc, stepped down as a Non-executive director of the Board and as a member of the Human Resources and Remuneration Committee and the Strategy and Investment Committee on 30 June 2025.
- Ruben Fernandes was appointed as a Non-executive director on 1 July 2025, representing Anglo American plc. He is a member of the Safety, Health and Sustainable Development Committee and a member of the Strategy and Investment Committee.
- Mark Goliath was appointed as a Non-executive director on 1 July 2025, representing the IDC. He is a member of the Social, Ethics and Transformation Committee and the Strategy and Investment Committee.
- Bothwell Mazarura stepped down as the Chief Financial Officer and an Executive director, effective from 31 December 2025, and as a member of the Social, Ethics and Transformation Committee and the Strategy and Investment Committee on the same date.
- Xolani Mbambo was appointed as Chief Financial Officer Designate from 1 December 2025 to 31 December 2025. He was then appointed as Chief Financial Officer and an Executive director on 1 January 2026 and as a member of the Social, Ethics and Transformation Committee and the Strategy and Investment Committee.

### Prescribed officers for SIOC

The group's Prescribed officers include members of the Executive Committee for SIOC. The names of the Prescribed officers who served during the year and as at the date of this report are set out in the 2025 Integrated report. The remuneration and fees of the Prescribed officers will be set out in note 35 to the consolidated financial statements.

In addition to the change to the Executive directors, the following change to the Executive management was announced during the 2025 financial year:

- André Roux, who was the General Manager for the Northern Cape hub, exited the group through a voluntary separation agreement, effective from 30 November 2025.

# Annexure 1 continued

## Directors' report continued

for the year ended 31 December 2025

### Special resolutions

On 4 June 2025, the shareholders of Kumba resolved the following:

- In terms of the JSE Limited Listings Requirements, the directors are hereby authorised, by way of a general authority, to issue the authorised but unissued ordinary shares of 1 cent each in the capital of the Company for cash, as and when suitable opportunities arise, subject to both the Memorandum of Incorporation (Mol) of the Company and the Companies Act.
- In terms of section 66(9) of the Companies Act and on recommendation of the Human Resources and Remuneration Committee, the Company be and is hereby authorised to remunerate its Non-executive directors for their services as directors and/or any fees related thereto in accordance with the table below:

Board member	Proposed for the period from 4 June 2025 (exclusive of VAT)	Proposed increase %	Fees paid during 2024
2.1 Board Chairperson*	2,438,183	15.0	2,120,159
2.2 Ordinary Board member	485,268	20.0	404,390
2.3 Lead independent director**	1,511,242	—	1,511,242
2.4 Audit Committee Chairperson	471,912	5.0	449,440
2.5 Audit Committee member	235,956	5.0	224,720
2.6 Strategy and Investment Committee Chairperson	385,840	—	385,840
2.7 Strategy and Investment Committee member	198,432	—	198,432
2.8 Social, Ethics and Transformation Committee Chairperson	385,840	—	385,840
2.9 Social, Ethics and Transformation Committee member	198,432	—	198,432
2.10 Nominations and Governance Committee member	198,432	—	198,432
2.11 Human Resources and Remuneration Committee Chairperson	418,912	—	418,912
2.12 Human Resources and Remuneration Committee member	209,456	—	209,456
2.13 Safety, Health and Sustainable Development Committee Chairperson	385,840	—	385,840
2.14 Safety, Health and Sustainable Development Committee member	198,432	—	198,432
2.15 Special Board Sub-committee Chairperson***	385,840	—	385,840
2.16 Special Board Sub-committee member***	198,432	—	198,432

\* The Chairperson of the Board chairs the Nominations and Governance Committee. He is also a member of the Human Resources and Remuneration Committee and chairs the Safety, Health and Sustainable Development Committee. He attends all other Committee meetings. He does not receive any additional remuneration in this regard.

\*\* The lead Independent non-executive director chairs the Strategy and Investment Committee and the Social, Ethics and Transformation Committee. She is also a member of the Audit Committee, the Human Resources and Remuneration Committee and the Nominations and Governance Committee. She does not receive any additional remuneration in this regard.

\*\*\* To provide for an *ad hoc* sub-committee should this be required.

Executive directors do not receive directors' fees.

- The Board of directors of the Company may, subject to compliance with the requirements of the Company's Mol, the Companies Act, and the JSE Limited Listings Requirements, each as presently constituted and as amended from time to time, authorise the Company to provide direct or indirect financial assistance as contemplated in sections 44 and/or section 45 of the Companies Act, by way of loan, guarantee, the provision of security or otherwise.
- The Board of directors of the Company be and is hereby authorised, by way of a renewable general authority, to approve the repurchase by the Company or by any of its subsidiaries of any of the shares issued by the Company, upon such terms and conditions and in such amounts as the Board of directors may from time to time determine, but subject to the provisions of sections 46 and 48 of the Companies Act, the Mol of the Company and the JSE Limited Listings Requirements.

### Going concern statement

The financial position of the group, its cash flows, liquidity position and debt facilities are set out in the group's consolidated annual financial statements. The group's liquidity position of R30.9 billion at 31 December 2025 remained strong.

The group ended the period in a cash position of R15.1 billion (31 December 2024: R16.9 billion). Further analysis of the cash position and details of the group's facilities are set out in note 8 to the consolidated financial statements.

The Board has considered the group's cash flow forecasts for the foreseeable future under base case and downside scenarios, with consideration given to the impact of the rail

performance and market conditions on both the wider macro-economic environment and the group's operations. In all the scenarios modelled, the group maintains sufficient liquidity throughout the period of assessment, without the introduction of further mitigating actions.

The Board is satisfied that the group's forecasts and projections, taking into account reasonably possible changes in trading performance, indicate that the group's liquidity position is sufficient to sustain its operations for the foreseeable future. Furthermore, the group's current debt facilities are available for use in the foreseeable future. For this reason, the group continues to adopt the going concern basis in the preparation of its financial statements.

## Report of the Audit Committee for the year ended 31 December 2025

### Introduction

The Audit Committee (the Committee) is pleased to present its report for the financial year ended 31 December 2025, as recommended by the King IV report, the Listings Requirements of the JSE Limited and the Companies Act. The Committee is constituted as a statutory committee of the Board.

The scope of the Committee extends to all activities of Kumba and its subsidiaries. The Committee performed the functions required in terms of section 94(2) of the Companies Act on behalf of the group's subsidiary companies.

The Committee has terms of reference in place, which regulate both its statutory duties and those assigned to it by the Board. The terms of reference were reviewed, updated and approved in November 2024. The Committee has conducted its affairs in compliance with its mandate and terms of reference and has fulfilled its responsibilities contained therein.

### Attendees at Committee meetings

In addition to the Committee members, the Chief Executive Officer, Chief Financial Officer, Senior Vice President Risk and Internal Audit, Internal Audit Manager, Principal Risk and Assurance, and senior management in the Finance Department attended meetings of the Committee by invitation, together with the external auditor.

The Committee meets independently with the external and internal auditors to discuss pertinent matters as they arise, as well as to discuss matters relating to the year-end audit and finalisation of the interim financial results. The Committee Chairperson also meets separately with external and internal auditors between Committee meetings.

### Committee meeting attendance

During the year under review, the Committee met seven times. Attendance at meetings held during the year is presented in the following table.

Member	Meeting date							Number of meetings attended
	3/2/2025	12/2/2025	13/3/2025	14/5/2025	21/7/2025	19/09/2025	9/11/2025	
SS Ntsaluba (Chairperson)	√	√	√	√	√	√	√	7/7
MS Bomela	√	√	√	√	√	√	√	7/7
A Jeawon	√	√	√	√	√	√	√	7/7
MA Jenkins	√	√	√	√	√	√	√	7/7
NV Mokhesi	√	√	√	√	√	A	√	6/7

√ Indicates attendance.

### Composition

The Audit Committee members, appointed by the Board and approved by the shareholders in respect of the financial year ended 31 December 2025, comprised the following Independent non-executive directors, all of whom have the requisite financial skills, business acumen and experience to fulfil their duties:

- SS Ntsaluba (Chairperson)
- MS Bomela
- A Jeawon
- MA Jenkins
- NV Mokhesi

Brief biographies of the Committee members are available on the Company's website: [www.angloamericankumba.com/about-us/leadership-team/internal-board](http://www.angloamericankumba.com/about-us/leadership-team/internal-board). The current members of the Committee will be recommended to shareholders for appointment at the AGM of the Company to be held on 26 May 2026, in respect of the financial year ending 31 December 2026.

# Annexure 1 continued

## Report of the Audit Committee continued for the year ended 31 December 2025

### Role and responsibilities

#### Statutory duties

The Committee is satisfied that it has performed the statutory requirements for an audit committee, as set out in the Companies Act, as well as the functions set out in the terms of reference, and that it has therefore complied with its legal, regulatory, and other responsibilities. There were no reportable irregularities and no complaints regarding the financial reporting brought to the attention of the Committee.

#### External auditors

During the year under review, the Committee:

- considered and satisfied itself with the independence and objectivity of PwC and Mr Bilal Laher in their respective capacities as the appointed external audit firm and lead audit partner, respectively
- approved the auditor's terms of engagement and fees. Fees for audit-related services incurred during the year amounted to R14.5 million and non-audit fees amounted to R2.6 million (2024: R14.3 million and R2.5 million, respectively)
- approved the external auditor's annual plan for the 2025 interim review, annual audit as well as the related scope of work, and the appropriateness of key audit risks identified
- reviewed the findings and recommendations of the external auditors and confirmed that there were no noteworthy unresolved matters at the end of the financial year
- reviewed the quality and effectiveness of the external audit process, based on the Committee's own assessment, the views of management and PwC's own assessment, and found it to be satisfactory. Confirmation was obtained from PwC that no material matters had been raised in regulatory or internal reviews of the audit partner
- considered the external auditor's suitability assessment in terms of paragraph 5.7(h)(iii) of the JSE Limited Listings Requirements
- ensured that the reappointment of PwC is presented and included as a resolution at the Company's AGM

#### Key Audit Committee matters

The Committee considered the appropriateness of the key audit matters reported in the external audit opinion and considered the significant accounting judgements and estimates relating to the annual financial statements.

The key audit matters considered by the Committee were as follows:

#### Useful lives of property, plant and equipment (PPE)

The Committee considered that certain PPE have longer useful lives, and that their useful lives for depreciation purposes are revised to align with the life-of-asset.

Following the revision of the LoAP for Sishen and Kolomela, the Committee concurred with management's assessment of the change in estimate and the impact on the depreciation charge.

#### Transfer of completed assets under construction (AUC) within PPE

A review of capitalised project costs included in AUC identified completed projects amounting to R2.3 billion relating to assets which were available for use at 31 December 2024 but had not been transferred from AUC to the relevant asset classes within PPE so that depreciation of those assets could commence.

The delayed transfers have resulted in an understatement of depreciation of R227 million for prior years.

The Committee concurred with management's recommendation that the impact of the misstatement on the PPE will require a restatement of the comparative figures in the 2025 AFS. The Committee also considered the impact on depreciation, which was not material, and agreed that the prior year financial statements not be restated in this regard.

#### Kolomela WIP density adjustment

A technical assessment performed on Kolomela WIP inventory using more advanced techniques provided reliable density test results, leading to a change in estimate which was applied prospectively from 1 January 2025.

The Committee concurred with management's revised iron ore density measures estimate which resulted in an increase in the value of Kolomela WIP inventory by R615 million.

#### Sishen legacy stockpile provision

The recoverability of the legacy WIP stockpiles was reassessed for the 2025 year end. Based on the outcome, the Committee concurred with management's revised assessment of the legacy stockpile provision.

#### JSE Proactive Monitoring of financial statements

JSE pro-active monitoring of Kumba's 2024 financial statements and 2025 interim financial statements.

The Committee reviewed the JSE's letter on the review of the Company's financial statements and the proposed response to the JSE. The key matters related to impairment assessments, tax provisions and inventory valuation. The JSE closed the file on the matter with no significant findings noted.

## Report of the Audit Committee continued

for the year ended 31 December 2025

### Role and responsibilities continued

#### Internal audit and internal controls

The internal audit function, under the auspices of Group Internal Audit, reviews and provides assurance on the adequacy and effectiveness of internal controls and internal financial controls.

During the year under review, the Committee:

- reviewed and approved the annual internal audit coverage plan
- considered changes to the internal audit structure which was impacted by the Anglo American Transformation Programme. The new structure came into effect on 1 July 2025. Key changes to the team structure related to management and included a consolidation of the general assurance activities under a new manager. The Committee noted that there were no changes to the Kumba assurance specialist roles ensuring the continuity of work and ongoing stakeholder relationships
- evaluated the independence, effectiveness and performance of the internal audit function in terms of its scope, execution of its plan, coverage, independence, skills, resourcing, overall performance and position within the organisation, and found it to be satisfactory
- received assurance that proper and adequate accounting records were maintained
- considered the internal audit reports on the group's systems of internal controls, including financial controls, and business risk management
- reviewed significant issues raised by the Internal Audit Manager and the processes and the adequacy of corrective action in response to internal audit findings and considered management's responses to adverse internal audit findings
- met with the Senior Vice President Risk and Internal Audit and the Internal Audit Manager independently of management.

#### Risk management

The Committee is responsible for reviewing the effectiveness of systems for internal control, financial reporting and financial risk management and considering the major findings of any internal investigations into control weaknesses, fraud or misconduct and management's response thereto.

The Committee considered and relied on the work of the Risk Management and Ethics Function, Risk and Internal Audit as well as the Social, Ethics and Transformation Committee on the non-financial-related risk areas. The Committee is responsible for overseeing the value delivery on Information Technology and ensuring that IT forms an integral part of the Company's risk management.

An anonymous ethics line is in place. The monitoring of whistleblower reports is shared between the Committee and the Social, Ethics and Transformation Committee.

#### Combined assurance

The Committee is of the view that the framework in place for combined assurance is adequate and is achieving the objective of an effective, integrated approach across the disciplines of risk management, compliance and audit.

#### Expertise of the Chief Financial Officer and finance function

The Committee has evaluated and is satisfied with the appropriateness of the expertise and experience of the Chief Financial Officer in accordance with the Listings Requirements of the JSE Limited, and is satisfied with the resources, expertise, succession and experience of Kumba's finance function.

#### Key focus areas in 2025

The significant areas of focus for the Committee in the 2025 financial year included:

##### Unlock the full potential of the core

- Continuing to ensure that the group's balance sheet is strengthened
- Monitoring the implementation of the initiatives to contain costs identified under Project Meraki
- Review and recommend the approval of the group's significant accounting matters
- Overseeing the adequacy of the Company's current approach to fraud risk management

##### Position for a sustainable future

- Consider the group's approach and the responsiveness to manage the impact of the regulatory and other macro-environmental developments on the control environment and the financial statements
- Review the quarterly business performance, solvency and liquidity and going concern assessments
- Oversight of the controls in place to prepare, protect, detect and respond to a cyber attack including the management of the consequences of a cybersecurity incident
- Ensuring that an appropriate capital structure to sustain the business is maintained
- Implementation of Sustainability (IFRS S1) and Climate (IFRS S2) disclosures, including periodic updates on management's preparations, gap analyses and materiality assessments

#### Chief Executive and Chief Financial Officer responsibility statement

A comprehensive risk and control matrix covering all business processes that have an impact on financial reporting, the review and testing of all key controls, and the final year-end sign-off by all the relevant control owners is in place. There are effective internal financial controls to confirm the integrity and reliability of the financial statements and to ensure compliance with paragraph 11.37 of the Listings Requirements of the JSE Limited.

No material deficiencies were noted.

# Annexure 1 continued

## Report of the Audit Committee continued for the year ended 31 December 2025

### Role and responsibilities continued

#### Annual financial statements and integrated reporting process

- The Committee reviewed all formal announcements relating to the Company's financial performance and found the reporting process and controls that led to the compilation of the financial information to be effective and appropriate.
- The Committee also assessed and confirmed the appropriateness of the going concern assumption used in the annual financial statements, considering management budgets and the capital and liquidity profiles.
- The Committee ensured that appropriate financial reporting procedures have been established and that these procedures are operating. This included a consideration of all entities included in the consolidated financial statements to ensure that it has access to all financial information to allow for the effective preparation and reporting on the financial statements.
- The Committee reviewed and discussed the Integrated report, reporting process and governance and financial information included in the 2025 Integrated report. The Committee recommended to the Board that the annual financial statements be approved.
- The Board subsequently approved the annual financial statements, which will be presented at the forthcoming AGM.



**SS Ntsaluba**  
Chairperson of the Audit Committee

18 February 2026

### Key focus areas in 2026

In 2026 the Committee will focus on financial integrity, assurance modernisation and technology-driven improvements:

- Integrate AI and relevant technologies into the reporting process.
- Ensuring Internal Audit focuses on high-risk areas and monitoring the combined assurance model.
- Oversight of the adequacy of the Company's approach to fraud risk management and other high-risk areas.
- Oversight of accounting treatments linked to key reporting matters.
- Monitor the financial implications of the Anglo-Teck merger.
- Preparation for IFRS 18 implementation and continued oversight of IFRS S1/S2 reporting.
- Strengthening cybersecurity controls and financial risk protections.

The Committee is satisfied that, in respect of the year under review, it has conducted its affairs and discharged its duties and responsibilities in accordance with its terms of reference, the JSE Limited Listings Requirements, the Companies Act and the King IV Code.

### Vote of thanks

I would like to extend my appreciation to management, the external auditors, internal auditors and fellow Committee members for their work and support throughout the year.



## Independent auditor's report

### To the shareholders of Kumba Iron Ore Limited

#### Report on the audit of the consolidated and separate financial statements

##### Our opinion

In our opinion, the consolidated and separate financial statements present fairly, in all material respects, the consolidated and separate financial position of Kumba Iron Ore Limited (the Company) and its subsidiaries (together the Group) as at 31 December 2025, and its consolidated and separate financial performance and consolidated and separate cash flows for the year then ended in accordance with IFRS Accounting Standards and the requirements of the Companies Act of South Africa.

##### What we have audited

Kumba Iron Ore Limited's consolidated and separate financial statements set out on pages 29 to 116 comprise:

- the consolidated and separate statements of financial position as at 31 December 2025;
- the consolidated statement of profit or loss for the year then ended;
- the consolidated statement of other comprehensive income for the year then ended;
- the separate statement of profit or loss and other comprehensive income for the year then ended;
- the consolidated and separate statements of changes in equity for the year then ended;
- the consolidated and separate statements of cash flows for the year then ended; and
- the notes to the financial statements, including material accounting policy information.

##### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the consolidated and separate financial statements* section of our report.

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

##### Independence

We are independent of the Group in accordance with the Independent Regulatory Board for Auditors' *Code of Professional Conduct for Registered Auditors* (IRBA Code), as applicable to audits of financial statements of public interest entities, and other independence requirements applicable to performing audits of financial statements in South Africa. We have fulfilled our other ethical responsibilities in accordance with the IRBA Code and in accordance with other ethical requirements applicable to performing audits in South Africa. The IRBA Code is consistent with the corresponding sections of the International Ethics Standards Board for Accountants' *International Code of Ethics for Professional Accountants* (including *International Independence Standards*).

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Private Bag X36, Sunninghill, 2157  
T: +27 (0) 11 797 4000, F: +27 (0) 11 209 5800  
Chief Executive Officer: L S Machaba

The Company's principal place of business is at 4 Lisbon Lane, Waterfall City, Jukskei View, where a list of directors' names is available for inspection.

Reg. no. 1998/012055/21, VAT reg.no. 4950174682

# Annexure 1 continued

## Independent auditor's report continued

### Our audit approach

#### Overview



#### Final materiality

- Final materiality (consolidated financial statements): R1.3 billion, which represents 5% of consolidated profit before taxation.
- Final materiality (separate financial statements): R120.9 million which represents 1% of company revenue.

#### Group audit scope

- We conducted full scope audits at seven significant components.
- Analytical review procedures were performed over the remaining non-significant and inconsequential components.

#### Key audit matters

- Historical non-current WIP stockpiles provision and assessment of net realisable value of non-current inventory.

As part of designing our audit, we determined materiality and assessed the risks of material misstatement in the consolidated and separate financial statements. In particular, we considered where the directors made subjective judgements; for example, in respect of significant accounting estimates that involved making assumptions and considering future events that are inherently uncertain. As in all of our audits, we also addressed the risk of management override of internal controls, including among other matters, consideration of whether there was evidence of bias that represented a risk of material misstatement due to fraud.

In terms of the IRBA Rule on Enhanced Auditor Reporting for the Audit of Financial Statements of Public Interest Entities, published in Government Gazette Number 49309 dated 15 September 2023 (EAR Rule), we report final materiality and group audit scope below.

#### Final materiality

The scope of our audit was influenced by our application of materiality. An audit is designed to obtain reasonable assurance whether the consolidated and separate financial statements are free from material misstatement. Misstatements may arise due to fraud or error. They are considered material if individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the consolidated and separate financial statements.

Based on our professional judgement, we determined certain quantitative thresholds for materiality, including the final materiality for the consolidated and separate financial statements as a whole as set out in the table below. These, together with qualitative considerations, helped us to determine the scope of our audit and the nature, timing and extent of our audit procedures and to evaluate the effect of misstatements, both individually and in aggregate on the consolidated and separate financial statements as a whole.

	Consolidated financial statements	Separate financial statements
<b>Final materiality</b>	R1.3 billion	R120.9 million
<b>How we determined it</b>	5% of consolidated profit before taxation	1% of company revenue
<b>Rationale for the materiality benchmark applied</b>	We chose consolidated profit before taxation as the benchmark because, in our view, it is the benchmark against which the performance of the Group is most commonly measured by users and is a generally accepted benchmark. We chose 5% which is consistent with quantitative materiality thresholds used for profit-oriented companies in this sector.	We chose revenue as the benchmark because, in our view, it is the benchmark against which the performance of the Company is most commonly measured by users based on the nature and purpose of the Company and is a generally accepted benchmark. We chose 1% which is consistent with quantitative materiality thresholds used for investment holding companies in this sector.

## Independent auditor's report continued

### Group audit scope

We tailored the scope of our audit in order to perform sufficient work to enable us to provide an opinion on the consolidated financial statements as a whole, taking into account the structure of the Group, the accounting processes and controls, and the industry in which the Group operates.

We considered the Group's organization or legal structure and its financial reporting processes when identifying components for purposes of planning and performing audit procedures.

In establishing the group audit scope, we considered those components which will be subject to further audit procedures and the scope of work to be performed at these components. In determining which components will be subject to audit procedures, we considered whether these components are significant (due to risk or size), non-significant or inconsequential to the Group.

We conducted full scope audits on seven components consisting of the four operating divisions (Sishen Mine, Kolomela Mine, Saldanha Bay port and Corporate Division), two marketing entities and the Company that were considered to be significant to the Group. Analytical review procedures were performed over the remaining components that were non-significant and inconsequential to the Group.

### Key audit matter

#### Historical non-current WIP stockpiles provision and assessment of net realisable value of non-current inventory

Refer to the following disclosures in the financial statements as it relates to this key audit matter:

- Principal accounting policy 4.6 (Inventories);
- Principal accounting policy 5.2 (Material accounting judgements and estimates – Inventory costing methodology); and
- Note 6 to the consolidated financial statements (Inventories).

We consider the provision on historical non-current WIP stockpiles and assessment of net realisable value of non-current inventory to be a matter of most significance to the current year audit due to the judgement management applies in evaluating the likelihood of recovery of the stockpiles, and in the estimation of future cash flows, coupled with the significance of the non-current inventory balance to the consolidated financial statements.

As described in Note 6 to the consolidated financial statements, following surveying work and inspection of historical non-current WIP stockpiles, the recoverability of these stockpiles was reassessed and the overall likelihood of recovery improved. This resulted in a decrease to the provision of non-current WIP stockpiles as at 31 December 2025.

We determined the type of work that needed to be performed by us, as the group auditor and a component auditor from another PwC network firm operating under our instruction.

Where the work was performed by a component auditor, we determined the level of involvement we needed to have in the audit work at that component to be able to conclude whether sufficient appropriate audit evidence had been obtained as a basis for our opinion on the consolidated financial statements as a whole.

### Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated and separate financial statements of the current period. These matters were addressed in the context of our audit of the consolidated and separate financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined that there are no key audit matters to communicate in our report in respect of the separate financial statements.

In terms of ISA 701 *Communicating key audit matters in the independent auditor's report*/the EAR Rule (as applicable), we are required to report key audit matters and the outcome of audit procedures or key observations with respect to the key audit matters, and these are included below.

### How our audit addressed the key audit matter

Our audit addressed this key audit matter as follows:

#### *Historical non-current WIP stockpiles provision*

- We held discussions with management to obtain an understanding of management's process regarding the assessment performed over the historic non-current WIP stockpiles, as well as their conclusions reached.
- To evaluate the reasonableness of the surveying work, we assessed the objectivity, competence, and experience of management's experts used in the surveying process through inspection of Curriculum Vitae ("CV") and membership certificates from professional bodies. No aspects requiring further consideration were noted.
- We assessed the mathematical accuracy of management's provision calculation and agreed key inputs per the calculation to the report signed by management's expert stating the results from surveying work and inspection of stockpiles. No material exceptions were noted.
- We assessed the completeness of the non-current WIP stockpiles included in management's calculation and obtained an understanding of any movements in the stockpile quantities compared to the prior year. No material exceptions were noted.
- We assessed the valuation of the non-current WIP stockpiles on hand and found this to be aligned with management's inventory costing methodology.

# Annexure 1 continued

## Independent auditor's report continued

### Key audit matter

As described in Principal accounting policy 5.2 (Material accounting judgements and estimates – Inventory costing methodology) to the consolidated financial statements, the net realisable value of non-current inventory stockpiles is determined using cash flow projections and assumptions related to:

- forecast iron ore prices;
- forecast foreign exchange rates;
- inflation-adjusted cost forecasts; and
- discount rate applied to reflect the time required to process and sell the inventory.

### How our audit addressed the key audit matter

#### *Assessment of net realisable value of non-current inventory*

- We held discussions with management to obtain an understanding of management's process regarding the assessment performed over the net realisable value of non-current inventory.
- We evaluated management's classification of inventories that are not expected to be processed and sold within the next 12 months. This has been appropriately classified as non-current inventories in accordance with the applicable standards.
- We assessed the reasonableness of management's assumptions applied in the net realisable value calculation as follows:
  - we benchmarked management's assumptions relating to the economic factors such as forecasted short- and long-term iron ore prices and foreign exchange rates used in determining the estimated future sales price against independent third-party data and found management's assumptions to be within a reasonable range;
  - we evaluated management's assessment of the inflation-adjusted cost forecast used in the net realisable value calculation and found this was reasonable; and
  - we compared management's risk-free rate used in the calculation to our independent third-party data. No material difference in the risk-free rate was noted.
- We recalculated the results of management's non-current inventories assessment of net realisable value by using independently obtained key input assumptions such as commodity prices, exchange rates and a risk-free rate and concurred with management's evaluation that no net realisable value write-downs were required for the current year.

### Other information

The directors are responsible for the other information. The other information comprises the information included in the document titled "Kumba Iron Ore Limited Annual Financial Statements 2025", which include(s) the Directors' Report, the Report of the Audit Committee and the Certificate of the Company Secretary as required by the Companies Act of South Africa and the document titled "Kumba Iron Ore Limited Ore Reserve (and Saleable Product) and Mineral Resource Report 2025", which we obtained prior to the date of this auditor's report, and the documents titled "Kumba Iron Ore Limited Integrated Report 2025" and "Kumba Iron Ore Limited Sustainability Report 2025", which are expected to be made available to us after that date. The other information does not include the consolidated or the separate financial statements and our auditor's report thereon.

Our opinion on the consolidated and separate financial statements does not cover the other information and we do not and will not express an audit opinion or any form of assurance conclusion thereon.

In connection with our audit of the consolidated and separate financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the consolidated and separate financial

statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### Responsibilities of the directors for the consolidated and separate financial statements

The directors are responsible for the preparation and fair presentation of the consolidated and separate financial statements in accordance with IFRS Accounting 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 misstatement, whether due to fraud or error.

In preparing the consolidated and separate financial statements, the directors are responsible for assessing the Group's and the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group and/or the Company or to cease operations, or have no realistic alternative but to do so.

## Independent auditor's report continued

### Auditor's responsibilities for the audit of the consolidated and separate financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated and separate financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated and separate financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated and separate financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit 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 Group's and the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's and the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated and separate financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and/or Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated and separate financial statements, including the disclosures, and whether the consolidated and separate financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence, regarding the financial information of the entities or business units within the Group, as a basis for forming an opinion on the consolidated financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the consolidated and separate financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### Report on other legal and regulatory requirements

#### Audit tenure

In terms of the IRBA Rule published in Government Gazette Number 39475 dated 4 December 2015, we report that PricewaterhouseCoopers Inc. has been the auditor of Kumba Iron Ore Limited for six year(s).

*PricewaterhouseCoopers Inc.*

#### PricewaterhouseCoopers Inc.

Director: B Laher  
Registered Auditor  
Johannesburg, South Africa

18 February 2026

*The examination of controls over the maintenance and integrity of the Group's website is beyond the scope of the audit of the Annual Financial Statements. Accordingly, we accept no responsibility for any changes that may have occurred to the Annual Financial Statements since they were initially presented on the website.*

# Annexure 1 continued

## Principal accounting policies

for the year ended 31 December 2025

### 1. General information

Kumba Iron Ore Limited (Kumba) is the holding company of the Kumba group. Kumba is a mining group of companies focusing on the exploration, extraction, beneficiation, marketing, selling and shipping of iron ore. Kumba produces iron ore at Sishen and Kolomela in the Northern Cape province.

Kumba is a public company listed on the JSE Limited and is incorporated and domiciled in the Republic of South Africa.

### 2. Basis of preparation

#### 2.1 Accounting framework

The group and Company financial statements are prepared in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board (IASB) and the IFRS Interpretations Committee (IFRIC), the Companies Act, the JSE Limited Listings Requirements, and the South African Institute of Chartered Accountants (SAICA) Financial Reporting Guides, as issued by the Accounting Practices Committee, and the Financial Reporting Standards Council. The consolidated and separate financial statements were authorised for issue by the Board of directors on 18 February 2026.

The consolidated and separate financial statements have been prepared in accordance with the historical cost convention, except for certain financial instruments, share-based payments and biological assets, which are measured at fair value.

The consolidated and separate financial statements are prepared on the basis that the group and the Company will continue to be a going concern.

The following principal accounting policies and methods of computation were applied by the group and the Company in the preparation of the consolidated and separate financial statements for the financial year ended 31 December 2025. These policies have been consistently applied to all the years presented, unless otherwise stated.

#### 2.2 Statement of compliance

##### 2.2.1 New standards effective for annual periods beginning on or after 1 January 2025

The group adopted the following amendments, which were applied for the first time, for its financial results for the year commencing on 1 January 2025.

Standard, amendment or interpretation	Impact on the financial statements
Lack of exchangeability – Amendments to IAS 21 <i>The Effects of Changes in Foreign Exchange Rates</i>	<p>The amendments to IAS 21 specify how an entity should assess whether a currency is exchangeable and how it should determine a spot exchange rate when exchangeability is lacking. The amendments also require disclosure of information that enables users of its financial statements to understand how the currency, not being exchangeable into the other currency, affects, or is expected to affect, the entity's financial performance, financial position and cash flows.</p> <p>The amendments had no impact on the group and Company financial statements.</p>

## Principal accounting policies continued

for the year ended 31 December 2025

### 2. Basis of preparation continued

#### 2.2 Statement of compliance continued

##### 2.2.2 New IFRS Accounting Standards, amendments and interpretations not yet effective and not early adopted

The new accounting standards, amendments to issued accounting standards and interpretations which are relevant to the group, but not yet effective at 31 December 2025, have been evaluated to assess their impact on the group and Company financial statements, with the exception of IFRS 18 *Presentation and Disclosure in Financial Statements*, for which the group and Company are still assessing the potential impact. These standards, amendments and interpretations are not expected to have a material impact on the group and Company financial statements. These accounting standards are listed in Annexure 4.

##### 2.3 Impact of the logistics performance and market conditions on the financial results

The group has considered the impact of the rail performance and market conditions on each of its material accounting judgements and estimates. The group's principal source of estimation of uncertainty continues to be in relation to assumptions used for the assessment of impairment of non-current assets where indicators of impairment are identified.

The mines' annual production profiles have been revised to align with the improved rail performance, which resulted in consistent planned annual production volumes.

The iron ore price and rand/US dollar foreign exchange rate assumptions, used to forecast future cash flows for impairment indicator assessment purposes, have been updated to consider both the short-term, forecast medium and longer-term impact on the global economy and commodity prices.

No further significant estimates have been identified as a result of these three factors, although there is an increased level of uncertainty inherent in all future cash flow forecasts.

#### 2.4 Currencies

##### Functional and presentation currency

Items included in the financial statements of each group entity are measured using the functional currency of that entity. The functional currency of an entity is the currency of the primary economic environment in which the entity operates. The group and Company financial results are presented in South African rand, which is Kumba's functional currency and the group's presentation currency.

All amounts have been rounded to the nearest million, unless otherwise indicated.

##### Foreign currency transactions and balances

Foreign currency transactions are translated into the functional currency of the entity at the average rate of exchange for the year.

Monetary assets and liabilities that are denominated in foreign currencies are translated into the functional currency of the entity at the rate of exchange ruling at the statement of financial position date. Non-monetary items that are denominated in foreign currencies and measured at historical cost are not retranslated. Foreign exchange gains and losses arising on translation are recognised in the statement of profit or loss.

##### Foreign operations

The financial results of all entities that have a functional currency different from the presentation currency of the group are translated into the presentation currency (South African rand).

All assets and liabilities, including fair value adjustments arising on acquisition, are translated at the closing exchange rate at the reporting date. Income and expenditure transactions of foreign operations are translated at the average exchange rate for the period. Resulting foreign exchange gains and losses arising on translation are recognised in the foreign currency translation reserve (FCTR) as a separate component of other comprehensive income.

#### 2.5 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker (CODM). The CODM, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Kumba Executive Committee.

Management has determined the operating segments of the group based on the reports reviewed by the Executive Committee that are used to make strategic decisions. The Executive Committee considers the business principally according to the nature of the products and services provided, with the segment representing a strategic business unit. The reportable operating segments derive their revenue primarily from mining, extraction, production, distribution, selling iron ore and shipping services rendered.

# Annexure 1 continued

## Principal accounting policies continued

for the year ended 31 December 2025

### 2. Basis of preparation continued

#### 2.6 Events after the reporting period

Recognised amounts in the financial statements are adjusted to reflect events arising after the statement of financial position date that provide evidence of conditions that existed at the statement of financial position date. Events after the statement of financial position date that are indicative of conditions that arose after the statement of financial position date are dealt with in note 32 to the consolidated financial statements.

### 3. Company financial statements

The Company, in its separate financial statements, applies the same accounting policies as the group, except for certain items listed below:

#### 3.1 Investments in subsidiaries

Investments in subsidiaries in the separate financial statements presented by Kumba are recognised at cost less any accumulated impairment.

#### 3.2 Impairment of investments in subsidiaries

At each reporting date, the group assesses whether there is any indication that an investment may be impaired. If any such indication exists, the recoverable amount is estimated as the higher of the fair value less costs of disposal and the value in use.

A previously recognised impairment charge is reversed (or partially reversed) if there has been a change in the estimates used to determine the recoverable amount. However, not to an amount higher than the carrying amount that would have been determined had no impairment been recognised in prior years.

### 4. Consolidated financial statements

#### 4.1 Basis of consolidation

The consolidated financial statements present the statement of financial position and changes therein, statement of profit or loss and cash flow information of the group. Where necessary, adjustments are made to the results of subsidiaries, joint arrangements and associates to ensure consistency of their accounting policies with those used by the group.

Intercompany transactions, balances and unrealised profits and losses between group companies are eliminated on consolidation.

In respect of joint ventures and associates, unrealised profits and losses are eliminated to the extent of the group's interest in these entities.

Unrealised profits and losses arising from transactions with associates are eliminated against the investment in the associate.

#### Subsidiaries

Subsidiaries are those entities (including special purpose entities) over which the group has control.

Control is achieved where the group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the group. They are deconsolidated from the date that control ceases.

#### Associate and joint arrangements

The group holds an interest in an associate and in joint arrangements.

An associate is an entity over which the group has significant influence. Joint arrangements are arrangements over which the group has joint control and are classified as either joint operations or joint ventures, depending on the underlying rights and obligations arising from the arrangement.

#### Equity accounting method

Investments in associates and joint ventures are accounted for using the equity method.

The financial statements of the associate and the joint arrangements are prepared for the same reporting period as the group. The accounting policies of both companies are aligned with those of the group. Therefore, no adjustments are made when measuring and recognising the group's share of the profit or loss of the investees after the date of acquisition.

The aggregate of the group's share of profit or loss of an associate and a joint venture is shown on the face of the statement of profit or loss outside operating profit and represents profit or loss after tax. When the group's share of losses in an associate or joint venture equals or exceeds its interest in the associate or joint venture (which includes any long-term interest that, in substance, forms part of the group's net investment in the associate or joint venture), the group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the associate or joint venture. When subsequent profits are made, previously unrecognised losses are first fully eliminated before the profits are recognised as part of the investment.

## Principal accounting policies continued

for the year ended 31 December 2025

### 4. Consolidated financial statements continued

#### 4.1 Basis of consolidation continued

##### Equity accounting method continued

The total carrying values of investments in the associate and the joint venture, including goodwill, are reviewed for impairment when there is objective evidence that the asset is impaired. If impaired, the carrying value of the group's share of the underlying net assets of the associate or joint venture are written down to its estimated recoverable amount and recognised in the statement of profit or loss.

The results of the associate are equity accounted from their most recent management accounts.

##### Joint operations

Joint operations are arrangements over which the group has joint control and whereby the group has rights to the assets and obligations for the liabilities of the arrangement. Joint control is assessed based on contractual arrangements that require unanimous consent of the parties sharing control.

In accounting for its interest in joint operations, the group recognises in its financial statements:

- its share of the assets, including its share of any jointly held assets;
- its share of the liabilities, including its share of any jointly incurred liabilities;
- its share of revenue from sale of the output by the joint operation; and
- its expenses, including its share of any expenses incurred jointly.

These amounts are recognised on a line-by-line basis in the group's financial statements.

##### Non-controlling interests

The effects of transactions with non-controlling interests that do not result in loss of control are recorded in equity as transactions with equity owners of the group. When the proportion of non-controlling interest changes, the difference between the carrying amount of the non-controlling interest and the fair value of the consideration paid or received is recorded in equity.

### Statement of financial position

#### 4.2 Property, plant and equipment

Land and assets under construction, which include capitalised development and mineral exploration and evaluation costs, are measured at cost less any accumulated impairment and are not depreciated.

All other classes of property, plant and equipment are stated at historical cost less accumulated depreciation, and where applicable, accumulated impairment charges.

The cost of an item of property, plant and equipment is recognised as an asset if, and only if, it is probable that future economic benefits associated with the item will flow to the entity and the cost of the item can be measured reliably.

The cost of items of property, plant and equipment includes all costs incurred to bring the assets to the location and condition necessary for their intended use by the group. The cost of self-constructed assets includes expenditure on materials, direct labour and an allocated proportion of project overheads. The cost of property, plant and equipment may also include:

- the estimated costs of decommissioning the assets and site rehabilitation costs to the extent that they relate to the asset
- capitalised pre-production expenditure and waste stripping costs
- deferred waste stripping costs
- capitalised borrowing costs

The cost of items of property, plant and equipment is capitalised into its various components where the useful lives of the components differ from the main item of property, plant and equipment to which the component can be logically assigned. Expenditure incurred to replace or modify a significant component of property, plant and equipment is capitalised and any remaining carrying value of the component replaced is written off as an expense in the statement of profit or loss.

Costs incurred on repairing and maintaining assets are recognised in the statement of profit or loss in the period in which they are incurred.

# Annexure 1 continued

## Principal accounting policies continued

for the year ended 31 December 2025

### 4. Consolidated financial statements continued

#### Statement of financial position continued

#### 4.2 Property, plant and equipment continued

Gains and losses on the disposal of property, plant and equipment, which are represented by the difference between the net disposal proceeds, if any, and the carrying amount of the item, are recognised in the statement of profit or loss.

Leased assets are presented separately as right-of-use assets in the statement of financial position.

#### Depreciation

Depreciation on self-constructed assets commences when they are available for use by the group.

Depreciation for property, plant and equipment is charged on a systematic basis over the estimated useful lives of the assets after deducting the estimated residual value of the assets, using the straight-line method.

Depreciation for right-of-use assets is charged on the same basis except that the period is the shorter of the useful life of the asset (in line with the category of property, plant and equipment to which the asset is classified) and the lease term, unless the title to the asset transfers at the end of the lease term, in which case depreciation is over the useful life.

The depreciation method applied is reviewed at least at each financial year end, with any changes accounted for as a change in accounting estimate to be applied prospectively.

The depreciation charge for each period is recognised in the statement of profit or loss unless it is included in the carrying amount of another asset.

The useful life of an asset is the period of time over which the asset is expected to be used. The estimated useful lives of assets and their residual values are reassessed annually at the end of each reporting period, with any changes in such accounting estimates being adjusted in the year of reassessment and applied prospectively.

The estimated useful lives of items of property, plant and equipment (excluding land and assets under construction that are not depreciated) at 31 December 2025 were:

Mineral properties	10 – 16 <sup>1</sup> years
Residential buildings	5 – 16 <sup>1</sup> years
Buildings and infrastructure	5 – 16 <sup>1</sup> years
Machinery, plant and equipment	
Mobile equipment, built-in process computers and reconditionable spares	2 – 16 <sup>1</sup> years
Fixed plant and equipment	4 – 16 <sup>1</sup> years
Loose tools and computer equipment	4 years
Mineral exploration, site preparation and development	5 – 16 <sup>1</sup> years

<sup>1</sup> The remaining useful lives for certain assets within these classes of property, plant and equipment have been reassessed and estimated to be 16 years (2024: 15 years). Refer to note 2 to the consolidated financial statements for further details.

#### Research, development, mineral exploration and evaluation costs

Research, development, mineral exploration and evaluation costs are expensed in the year in which they are incurred until they result in projects that the group:

- evaluates as being technically or commercially feasible
- has sufficient resources to complete the development
- can demonstrate that it will generate probable future economic benefits

Once these criteria are met, all directly attributable development costs and ongoing mineral exploration and evaluation costs are capitalised within property, plant and equipment. During the development of a mine, before production commences, stripping expenses are capitalised as part of the investment in the construction of the mine. Capitalisation of pre-production expenditure ceases when the mining property is capable of commercial production.

Capitalised pre-production expenditure prior to commercial production is assessed for impairment, in accordance with the group's accounting policy on impairment of non-financial assets.

## Principal accounting policies continued

for the year ended 31 December 2025

### 4. Consolidated financial statements continued

#### Statement of financial position continued

#### 4.2 Property, plant and equipment continued

##### Waste stripping expenses

The removal of overburden or waste material is required to obtain access to an ore body. In the production phase of a mine, the mining costs associated with this process are deferred to the extent that the actual stripping ratio of a component is higher than the expected average life-of-asset stripping ratio for that component. The deferred costs are charged to operating costs using a unit of production method of depreciation. The ex-pit ore extracted from the related component during the period is expressed as a percentage of the total ex-pit ore expected to be extracted from that component over the life-of-asset and applied to the balance of the deferred stripping asset for that component. The effect of this is that the cost of stripping in the statement of profit or loss is reflective of the average stripping rates for the ore body mined in any given period. This reflects the fact that waste removal is necessary to gain access to the ore body and realise the future economic benefits.

The average life-of-asset stripping ratio for the identified components is calculated as the tonnes of ex-pit waste material expected to be removed over the life-of-asset per tonne of ex-pit ore extracted. The cost per tonne is calculated as the total mining costs for each mine for the period under review, divided by the mine's total tonnes handled for the period under review.

A component has been identified as a geographically distinct ore body within a pit to which the stripping activities being undertaken within that component could be allocated. Where the pit profile is such that the actual stripping ratio is below the average life-of-asset stripping ratio, no deferral takes place as this would result in a recognition of a liability for which there is no obligation. Instead, this position is monitored and when the cumulative calculation reflects a debit balance, deferral commences.

The stripping ratios for each component are reassessed annually at the end of each reporting period. Any changes in such accounting estimates are adjusted in the year of reassessment and applied prospectively.

#### 4.3 Impairment of non-financial assets

The group's non-financial assets, other than inventories and deferred tax, are reviewed at each reporting period to determine whether there is any indication that those assets are impaired, or whether previous impairment has reversed, whenever events or changes in circumstances indicate that the carrying value may not be recoverable.

The group considers both internal and external factors when assessing impairment indicators and impairment reversal, including changes in the market conditions such as commodity prices, foreign exchange rates and external operational factors, as well as internal developments such as variations in operating costs, capital expenditure plans, and updates to Ore Resource and Mineral Reserve estimates.

If any such indication exists, the recoverable amount of the asset is estimated to determine the extent of the impairment or reversal of the previous impairment. Recoverable amounts are estimated for individual assets. Where an individual asset cannot generate cash inflows independently, the assets are grouped at the lowest level for which there are separately identifiable CGUs. The recoverable amount is determined for the CGU to which the asset belongs.

An impairment charge is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal or its value in use. If the recoverable amount of an asset or CGU is estimated to be less than its carrying amount, the carrying amount of the asset or CGU is reduced to its recoverable amount and an impairment charge is recognised in the statement of profit or loss.

A previously recognised impairment is reversed insofar as estimates change as a result of an event occurring after the impairment was recognised. An impairment is reversed only to the extent that the asset's or CGU's carrying amount does not exceed the carrying amount that would have been determined had no impairment been recognised. A reversal of impairment is recognised in the statement of profit or loss.

# Annexure 1 continued

## Principal accounting policies continued

for the year ended 31 December 2025

### 4. Consolidated financial statements continued

#### Statement of financial position continued

#### 4.3 Impairment of non-financial assets continued

Exploration and evaluation assets are tested for impairment when the development of the property commences or whenever facts and circumstances indicate impairment. An impairment is recognised for the amount by which the exploration assets' carrying amount exceeds their recoverable amount. For the purpose of assessing impairment, the relevant exploration and evaluation assets are included in the existing CGUs of producing properties that are located in the same region.

#### 4.4 Financial assets

##### Recognition and measurement

The group recognises its financial assets in the statement of financial position when and only when it becomes a party to the contractual provisions of the instrument.

At initial recognition, financial assets are measured at fair value. For financial assets other than those measured at fair value through profit or loss (FVTPL), directly attributable transaction costs are included in the initial measurement.

At subsequent reporting dates, financial assets measured at amortised cost are assessed using the effective interest method, net of any impairment charges. Other investments classified at FVTPL are subsequently measured at fair value. The gains and losses from the fair value movements for the period are included in the statement of profit or loss, within net finance gains or losses.

##### Classification

The group's financial assets are classified into the following measurement categories:

- Financial assets at FVTPL
- Financial assets at amortised cost

##### *Financial assets at FVTPL*

Financial assets at FVTPL consist of financial assets disclosed as part of other long-term receivables and investments and as part of cash and cash equivalents, provisionally priced trade receivables, derivative variation margins and investments held by the environmental trust.

##### *Trade receivables at FVTPL*

Trade receivables are amounts due from customers for iron ore sold or shipping services rendered in the ordinary course of business.

The majority of the group's sales are provisionally priced, with the sales price only finalised at a date after the sale has taken place. The provisionally priced receivables are measured at FVTPL. When there is uncertainty on the final amount, the trade receivable is marked to market based on the forward price.

##### *Financial assets at amortised cost*

Financial assets are classified as "at amortised cost" only if the asset is held within a business model whose objective is to collect the contractual cash flows and the contractual terms of the asset give rise to cash flows that are solely payments of principal and interest. They are included in current assets, except for maturities greater than 12 months after the end of the reporting period, which are classified as non-current assets.

Financial assets at amortised cost include cash and cash equivalents, the trade and other receivables that are not provisionally priced and long-term loans.

##### *Trade and other receivables at amortised cost*

Trade receivables are amounts due to the group from customers for iron ore sold or shipping services rendered in the ordinary course of business. Trade receivables that are measured at amortised cost are reviewed on a regular basis and a loss allowance is raised when they are not considered recoverable based on an expected credit loss assessment.

Other receivables are amounts due to the group for non-sale transactions and include VAT receivable, interest receivable and prepaid expenses. Where the expected term of a receivable is less than one year, it is presumed that no significant financing component exists.

If collection is expected in one year or less, the receivables are classified as current assets. If not, they are presented as non-current assets.

##### *Cash and cash equivalents*

In the consolidated and separate statements of cash flows, cash and cash equivalents comprise bank balances and initial margin accounts, which meet the definition of cash and cash equivalents. Cash and cash equivalents are measured at amortised cost.

## Principal accounting policies continued

for the year ended 31 December 2025

### 4. Consolidated financial statements continued

#### Statement of financial position continued

#### 4.4 Financial assets continued

##### Derecognition of financial assets

Financial assets are derecognised when the right to receive cash flows from the asset has expired, the right to receive cash flows has been retained but an obligation to on-pay them in full without material delay has been assumed or the right to receive cash flows has been transferred together to another party, with substantially all the risks and rewards of ownership.

#### 4.5 Impairment of financial assets

The group assesses expected credit losses on a forward-looking basis, which is the difference between the carrying amount of the financial asset and the amount that is expected to be received in respect of that financial asset. The impairment methodology applied to determine the recoverable amount of the financial asset carried at amortised cost depends on the level of credit risk associated with that specific financial asset.

The group applies the simplified expected credit loss model for its trade receivables measured at amortised cost, as permitted by IFRS 9 *Financial Instruments*. The expected credit losses on trade receivables are estimated for customers on an individual basis by reference to past default experience, credit profiles and financial metrics, adjusted as appropriate for observable data. Kumba considers a financial asset in default when contractual payments are 90 days past due. Expected credit losses are recognised in the statement of profit or loss. When a subsequent event causes the amount of expected credit losses to decrease, the decrease in expected credit losses is reversed through the statement of profit or loss.

#### 4.6 Inventories

Inventories comprise finished products, WIP, plant spares and consumable stores, and are measured at the lower of cost and net realisable value.

The cost of inventories is determined using the first-in, first-out method for finished goods and the weighted average method for WIP and plant spares and consumable stores.

The cost of finished goods and WIP comprises direct labour, other direct costs and fixed production overheads, but excludes finance costs.

Costs are allocated to WIP based on the expected finished product output from the ore grade. Fixed production overheads are allocated based on normal capacity. Plant spares and consumable stores are capitalised to the statement of financial position and expensed to the statement of profit or loss as and when they are utilised. When inventories are sold, the carrying amount of inventories sold is recognised as part of the net movement in finished product and WIP inventories within operating expenses.

Net realisable value is the estimated selling price in the ordinary course of business, less the cost of completion and variable selling expenses. Write-downs to net realisable value and inventory losses are recognised in inventory write-down to net realisable value within operating expenses on the statement of profit or loss in the period in which the write-downs or losses occur.

Inventories are included in current assets unless the inventory will not be realised within 12 months after the end of the reporting period, in which case the inventory is presented as non-current assets.

#### 4.7 Financial liabilities

The group's financial liabilities comprise trade and other payables and interest-bearing borrowings. Refer to 4.8 and 4.13 below for the detailed accounting policies for derivative financial instruments and interest-bearing borrowings, respectively.

##### *Trade and other payables*

Trade payables are obligations to pay for goods or services acquired from suppliers in the ordinary course of business. Trade and other payables are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities.

##### Recognition and measurement

The group recognises its financial liabilities in the statement of financial position when and only when the entity becomes a party to the contractual provisions of the instrument.

At initial recognition, the group measures its financial liabilities at their fair value plus, in the case of a financial liability not at FVTPL, transaction costs that are directly attributable to the issue of the financial liability.

# Annexure 1 continued

## Principal accounting policies continued

for the year ended 31 December 2025

### 4. Consolidated financial statements continued

#### Statement of financial position continued

#### 4.7 Financial liabilities continued

##### Classification

The group's trade and other payables are classified into the following measurement categories:

- Financial liabilities at amortised cost
- Financial liabilities at FVTPL (provisionally priced trade payables and derivative financial instruments)

##### *Trade payables at amortised cost*

The majority of the group's trade and other payables are measured at amortised cost, using the effective interest method.

At subsequent reporting dates, financial liabilities are carried at amortised cost, using the effective interest method, and any difference between the proceeds (net of transaction costs) and the redemption value is recognised in the statement of profit or loss.

##### *Trade payables at FVTPL*

Provisionally priced payables arising from the group's commodity trading activities are recognised at fair value and subsequent fair value movements form part of the net margin reported within revenue from other sources.

##### Derecognition

Financial liabilities are derecognised when the associated obligation has been discharged, cancelled or has expired.

#### 4.8 Derivative financial instruments

Derivative instruments are categorised at FVTPL and are classified as current assets or current liabilities. Variation margins included in derivative financial instruments are posted to the exchange daily, and values can fluctuate depending on the exchange pricing. As a result, variation margin amounts are classified as other receivables or other payables, in line with the nature of these instruments.

All derivative instruments are initially recognised at fair value on the date that the derivative contract is entered into and are subsequently remeasured at fair value at the date of the statement of financial position. Resulting gains or losses on derivative instruments are recognised in the statement of profit or loss.

#### 4.9 Offsetting financial instruments

Financial assets and financial liabilities are presented gross in the statement of financial position unless the group has a legally enforceable right to offset and intends to settle on a net basis or to realise the asset and settle the liability simultaneously, in accordance with IAS 32: *Financial Instruments: Presentation*.

Where such right does not exist, the amounts are presented gross, even if settled on a net basis.

#### 4.10 Provisions

A provision is recognised when the group has a present legal or constructive obligation as a result of past events, when it is probable that an outflow of resources will be required to settle the obligation, and when a reliable estimate of the obligation can be made.

The amount recognised as a provision is the best estimate of the expenditure required to settle the present obligation at the statement of financial position date. Provisions are not recognised for future operating losses.

Where the effects of discounting are material, provisions are measured at the present value of the cash flow expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to the passage of time is recognised as finance costs.

When a contract is identified as onerous, the loss is recognised in the statement of profit or loss. The costs that relate directly to a contract to provide goods or services include both incremental costs and an allocation of costs directly related to contract activities. In assessing the unavoidable cost of meeting the obligation under the contract at the end of the reporting date, management identifies and quantifies any compensation and penalties arising from failure to fulfil the contract.

## Principal accounting policies continued

for the year ended 31 December 2025

### 4. Consolidated financial statements continued

#### Statement of financial position continued

##### 4.10 Provisions continued

###### Environmental rehabilitation

###### *Environmental rehabilitation provisions*

The provision for environmental rehabilitation is recognised as and when an obligation to incur rehabilitation and mine closure costs arises from environmental disturbance caused by the development of or ongoing production from a mining property. Estimated long-term environmental rehabilitation provisions are measured based on the group's environmental policy taking into account current technological, environmental and regulatory requirements. Any subsequent changes to the carrying amount of the provision resulting from changes to the assumptions applied in estimating the obligation are recognised in the statement of profit or loss.

###### *Ongoing rehabilitation expenditure*

Ongoing rehabilitation expenditure is recognised in the statement of profit or loss as and when incurred.

###### *Decommissioning provision*

The estimated present value of costs relating to the future decommissioning of plant or other site preparation work, taking into account current environmental and regulatory requirements, is capitalised as part of property, plant and equipment to the extent that it relates to the construction of an asset. The related provision is raised in the statement of financial position as soon as the obligation to incur such costs arises.

These estimates are reviewed at each reporting date and changes in the measurement of the provision that result from subsequent changes in the estimated timing or amount of cash flows, or a change in discount rate, are added to, or deducted from, the cost of the related asset in the current period. If a decrease in the liability exceeds the carrying amount of the asset, the excess is recognised immediately in the statement of profit or loss. If the asset value is increased and there is an indication that the revised carrying value is not recoverable, an impairment test is performed in accordance with the accounting policy on 'Impairment of non-financial assets', refer to 4.3 above.

##### 4.11 Deferred tax

Deferred tax is recognised using the liability method on all temporary differences between the carrying values of assets and liabilities for accounting purposes and the tax bases of these

assets and liabilities used for tax purposes and on any tax losses. No deferred tax is provided on temporary differences relating to:

- the initial recognition (other than in a business combination) of an asset or liability to the extent that neither accounting nor taxable profit is affected on acquisition
- investment in subsidiaries to the extent they will probably not reverse in the foreseeable future

Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which deductible temporary differences can be utilised.

Deferred tax liabilities are recognised for taxable temporary differences arising from investments in subsidiaries, associates and joint arrangements, except where the group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax assets are recognised within the same tax entity. The carrying amount of deferred tax assets is reviewed at each statement of financial position date and is adjusted to the extent that it is no longer probable that sufficient taxable profit will be available to allow all of the assets to be recovered.

Deferred tax is calculated at the tax rates and laws that are enacted or substantively enacted in the period when the liability is settled, or when the asset is realised. Deferred tax is recognised in the statement of profit or loss, except when it relates to items recognised directly in equity, in which case the deferred tax is also taken directly to equity.

Deferred tax assets and liabilities are offset when they relate to income taxes levied by the same taxation authority and the group intends, and is able to, settle its current tax assets and liabilities on a net basis. Any remaining deferred tax asset is recognised only when, on the basis of all available evidence, it can be regarded as probable that there will be suitable taxable profits, within the same jurisdiction, in the foreseeable future against which the deductible temporary difference can be utilised.

# Annexure 1 continued

## Principal accounting policies continued

for the year ended 31 December 2025

### 4. Consolidated financial statements continued

#### Statement of financial position continued

##### 4.12 Employee benefits

###### Post-employment benefits

The group operates defined contribution plans for the benefit of its employees. A defined contribution plan is a pension plan under which the group pays fixed contributions into a separate fund. The group has no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods.

The plan is funded by payments from employees and the group. The group's contribution to the funds is recognised as an employee benefit expense in the statement of profit or loss in the year to which it relates.

The group does not provide guarantees in respect of the returns in the defined contribution funds and has no further payment obligations once the contributions have been paid.

The group does not provide defined employee benefits to its current or previous employees.

###### Bonus plans

The group recognises a liability and an expense for bonuses, based on a formula that takes into consideration the achievement of agreed Company financial, strategic and operational objectives, linked to key performance areas. The group recognises a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

###### Short-term employee benefits

The cost of all short-term employee benefits, such as salaries, bonuses, housing allowances, medical aid and other contributions is recognised in the statement of profit or loss during the period in which the employee renders the related service.

###### Termination benefits

Termination benefits are payable whenever an employee's employment is terminated before the normal retirement date or whenever an employee accepts voluntary redundancy in exchange for these benefits.

The group recognises termination benefits when it has demonstrated its commitment to either terminate the employment of current employees according to a detailed formal plan without the possibility of withdrawal or to provide termination benefits as a result of an offer made to encourage voluntary redundancy. If the benefits are due more than 12 months after the statement of financial position date, they are discounted to present value.

###### Equity compensation benefits

###### *Vesting component*

The various equity compensation schemes operated by the group allow certain senior employees, including executive directors, the option to acquire shares in Kumba over a prescribed period in return for services rendered. These options are settled by means of the issue of shares. Such equity-settled share-based payments are measured at fair value at the date of the grant.

The fair value determined at the grant date of the equity-settled share-based payments is charged as employee costs on a straight-line basis over the period that the employees become unconditionally entitled to the options, based on management's estimate of the shares that will vest and adjusted for the effect of non-market-based vesting conditions. These share options are not subsequently revalued.

The fair value of the share options is measured using option pricing models. The expected life used in the models has been adjusted, based on management's best estimate, for the effects of exercise restrictions and behavioural considerations such as volatility, dividend yield and the vesting period. The fair value takes into account the terms and conditions on which these incentives are granted, and the extent to which the employees have rendered services up to the statement of financial position date.

## Principal accounting policies continued

for the year ended 31 December 2025

### 4. Consolidated financial statements continued

#### Statement of profit or loss continued

#### 4.12 Employee benefits continued

##### Equity compensation benefits continued

##### *Non-vesting component*

An equity compensation scheme in which share options do not vest to the participating employees (the beneficiaries), but only an allocation of a dividend declared is distributed to the participating employees. The underlying shares are held in an Employee Share Ownership Plan (ESOP) Trust for the benefit of the participants. The dividend distributed to the participating employees is recorded as an employee benefit expense in the statement of profit or loss.

At each reporting date, the group's obligation in respect of the dividend expected to be distributed to the beneficiaries of the trust is assessed and appropriately recognised, if any is declared.

The fair value of the share options is measured using option pricing models. The expected life used in the models has been adjusted, based on management's best estimate, for the effects of exercise restrictions and behavioural considerations such as volatility, dividend yield and the vesting period.

The fair value takes into account the terms and conditions on which these incentives are granted and the extent to which the employees have rendered services up to the statement of financial position date.

#### 4.13 Interest-bearing borrowings

##### Recognition and measurement

Borrowings are recognised initially at fair value, net of transaction costs incurred. Borrowings are subsequently carried at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption value is recognised in the statement of profit or loss over the period of the borrowings, using the effective interest method.

Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Classification between "short-term" and "long-term"

Interest-bearing borrowings are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities.

#### 4.14 Dividends payable

Dividends payable, including the related taxation thereon, are recognised by the group when the dividend is declared.

Dividends proposed or declared subsequent to the statement of financial position date are not recognised, but are disclosed in the notes to the consolidated and separate financial statements.

#### Statement of profit or loss

#### 4.15 Revenue recognition

Revenue from contracts with customers as defined in IFRS 15 *Revenue from Contracts with Customers* is derived principally from the sale of iron ore and shipping services rendered and is measured at the fair value of the consideration received or receivable, after deducting discounts, volume rebates, VAT and other sales taxes.

The group recognises revenue when it is probable that the group will collect the consideration to which it will be entitled in exchange for the goods or services that will be transferred to the customer and when specific recognition criteria have been met for each of the group's activities as described below.

##### Sales of goods – iron ore

Local and export revenue from the sale of iron ore is recognised when control has been transferred. This occurs at a point in time, which is usually when title and insurance risk have passed to the customer, and the goods have been delivered to a contractually agreed location.

There are certain of the group's sales of iron ore which are provisionally priced, such that the price is not settled until a predetermined future date based on the market price at that time. Revenue in respect of such sales is initially recognised at the market iron ore price on the date of initial recognition, being the bill of lading date.

# Annexure 1 continued

## Principal accounting policies continued

for the year ended 31 December 2025

### 4. Consolidated financial statements continued

#### Statement of profit or loss continued

##### 4.16 Revenue recognition

###### Sales of goods – iron ore continued

Sales of iron ore that are provisionally priced are marked to market at each reporting date using the forward price for the period equivalent to that outlined in the contract. Mark-to-market adjustments arising after control of the iron ore transfers to the customer are recognised in revenue from other sources.

The related trade receivables are also adjusted to reflect the movements in the provisional pricing.

Furthermore, the group enters into iron ore price derivatives on sales transactions where there is a quotation period mismatch. Net movements in fair value of these derivative financial instruments are recognised as revenue from other sources.

###### Shipping services

Revenue from shipping services is recognised over time as and when the performance obligation has been fulfilled and accepted by the customer. For contracts that contain separate performance obligations for the sale of iron ore and the provision of shipping services, the portion of the revenue representing the obligation to perform the shipping service is deferred and recognised over time as the obligation is fulfilled, along with the associated costs.

Amounts billed to customers in respect of shipping and handling activities are classified as revenue from contracts with customers where the group is responsible for the shipping services. For CFR, insurance and freight arrangements, the transaction price, as determined above, is allocated to the ore and shipping services using the relative stand-alone selling price method.

Under these arrangements, the customer may be required to make a provisional payment on the date of shipment. Therefore, a portion of the amount paid by the customer relating to shipping services still to be provided is deferred at each reporting date.

To measure progress towards complete satisfaction of the shipping service which best represents the group's performance, and therefore the amount to be recognised as revenue for the period, the output method (being the number of shipping days that have elapsed as a proportion of total expected shipping days) is used. This is on the basis that the customer simultaneously receives and consumes the benefits provided by the group as the services are being provided. The deferred revenue is recognised as a contract liability in the statement of financial position.

##### 4.17 Other operating income

Other operating income comprises income that arises from activities incidental to the group's principal operations and do not meet the definition of revenue. Other operating income is recognised when the group receives or becomes entitled to the related benefit and the amount can be measured reliably.

##### 4.18 Taxation

The income tax charge for the period is determined based on profit before tax for the year and comprises current and deferred tax. Tax is recognised in the statement of profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the related tax is also recognised in other comprehensive income or directly in equity, respectively.

###### Current tax

The current tax charge is the calculated tax payable on the taxable income for the year using tax rates that have been enacted or substantively enacted by the statement of financial position date and any adjustments to tax payable in respect of prior years. Taxable profit differs from net profit as reported in the statement of profit or loss because it excludes items of income or expenses that are taxable or deductible in other years, and it further excludes items that are not taxable or deductible.

###### Dividend withholding tax

Dividend withholding tax is levied on dividend recipients and has no impact on the group's taxation charge as reflected in the statement of profit or loss.

###### Pillar 1 and 2

Uncertainty and changes to tax regimes can materialise in any country in which we operate and the group has no control over political acts, actions of regulators, or changes in local tax regimes. Global and local economic and social conditions can have a significant influence on governments' policy decisions and these have the potential to change tax and other political risks faced by the group. The group actively monitors tax developments at a national level, as well as global themes and international policy trends, on a continuous basis, and has active engagement strategies with governments, regulators and other stakeholders within the countries in which the group operates as well as at an international level.

## Principal accounting policies continued

for the year ended 31 December 2025

### 4. Consolidated financial statements continued

#### Statement of profit or loss continued

#### 4.18 Taxation continued

##### Pillar 1 and 2 continued

This includes global tax reforms aimed at reallocating taxing rights for large profitable companies ("Pillar 1"), and the implementation of a minimum effective tax rate of 15% on profits of large multinational groups in each country in which they operate ("Pillar 2").

The group has effective tax rates that exceed 15% in all jurisdictions in which it operates. In addition, based on the current assessment, there is no material impact from exposure to Pillar 2 legislation. The group has applied the mandatory temporary exception under IAS 12 in relation to the accounting for deferred taxes related to Pillar 2.

The group continues to review legislation to evaluate the potential impact and is engaging with policymakers in efforts to ensure that guidance and any required additional legislation is aligned with the stated policy objectives and that the group is well placed to comply.

#### 4.19 Earnings per share

The group presents basic and diluted earnings per share (EPS) and basic and diluted headline earnings per share (HEPS) data for its ordinary shares.

Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of Kumba by the weighted average number of ordinary shares outstanding during the year.

HEPS is calculated by adjusting the profit or loss attributable to ordinary shareholders of Kumba for all separately identifiable remeasurements, for example, gains and losses arising on disposal of assets, impairment charge and impairment reversal, net of related tax (both current and deferred) and related non-controlling interest, other than those remeasurements which are specifically included in headline earnings. The result is divided by the weighted average number of ordinary shares outstanding during the year.

Diluted EPS and HEPS are determined by adjusting the basic and headline earnings attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding for the effects of all dilutive potential ordinary shares, which comprise share options granted to employees.

### 5. Material accounting judgements and estimates

The preparation of the financial statements requires the group's management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent assets and liabilities at the date of the financial statements, and estimates and assumptions of the reported amounts of revenues and expenses during the reporting period. The determination of estimates requires the exercise of judgement based on various assumptions and other factors such as historical experience, current and expected economic conditions, and in some cases actuarial techniques. Actual results could differ from those estimates.

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Revisions to estimates are recognised prospectively.

The following key assumptions concerning the future, and other key sources of estimation uncertainty at the statement of financial position date, have a risk of causing material adjustments to the carrying amounts of assets and liabilities and related disclosures within the next financial year.

#### 5.1 Property, plant and equipment

In determining the depreciable amount, management makes certain assumptions with regard to the residual value of assets based on the expected estimated amount that the group would currently obtain from disposal of the asset, after deducting the estimated cost of disposal, if the asset were already of the age and in the condition expected at the end of its useful life. If an asset is expected to be abandoned, the residual value is estimated at zero.

The estimation of the useful life of the asset is a matter of judgement based on the experience of the group with similar assets. In determining the useful life of items of property, plant and equipment that is depreciated, management considers the expected usage of assets, expected physical wear and tear, legal or similar limits of assets such as mineral rights as well as obsolescence.

# Annexure 1 continued

## Principal accounting policies continued

for the year ended 31 December 2025

### 5. Material accounting judgements and estimates continued

#### 5.1 Property, plant and equipment continued

This estimate is further impacted by management's best estimation of proved and probable iron ore reserves and the expected future life of each of the mines within the group. The forecast production could be different from the actual iron ore mined.

This would generally result from significant changes in the factors or assumptions used in estimating iron ore reserves.

These factors could include:

- changes in proved and probable iron ore reserves
- differences between achieved iron ore prices and assumptions
- unforeseen operational issues at mine sites; changes in capital, operating, mining, processing, reclamation and logistics costs, discount rates and foreign exchange rates

Any change in management's estimate of the useful lives and residual values of individual assets would impact the depreciation charge. Any change in management's estimate of the total expected future life of each of the mines would impact the depreciation charge as well as the estimated rehabilitation and decommissioning provisions.

The useful lives of certain assets are aligned with the remaining life-of-asset, which is based on updated Ore Resource and Mineral Reserve estimates. Following the extension of the remaining life of both Sishen and Kolomela, the useful lives of the impacted mining-related assets were also reassessed and revised accordingly. Refer to note 2 to the consolidated financial statements for further details.

#### 5.2 Inventory costing methodology

The cost of inventories is determined by using the weighted average costing method. For WIP inventories, direct costs are allocated to the various materials based on the expected final product from each material. Direct costs are allocated to inventory on a yield-based costing method to ensure that costs are appropriately allocated to WIP and finished product inventories. The expected output from each WIP material is estimated based on the average iron ore contained in each grade of WIP material.

Net realisable value tests are performed at each reporting date to ensure that inventory is measured at the lower of cost and net realisable value. The realisable value of inventory represents the estimated future sales price of the inventory that the group expects to realise. For WIP, the realisable value is the estimated selling price of finished product after the WIP material has been processed to finished product. The net realisable value is the realisable value less estimated costs to complete the production process and related selling costs.

The net realisable value for inventory, which is not expected to be processed within the next 12 months, is determined using cash flow projections based on the group's forecasted pricing and foreign exchange rate assumptions, together with inflation-adjusted cost forecasts, consistent with internal budgeting and forecasting process.

As the market and price risks are incorporated in the cash flows, the discount rate applied reflects only the time required to process and sell the inventory, and is thus based on a risk-free rate of 4.3% (2024: 5%).

WIP and finished product tonnes on hand are verified by periodic surveys that are conducted at each reporting date.

In addition to this, ore densities which are supported by reliable measurement techniques and improved data quality are used to measure WIP. In the current year, updated ore density measurements were applied to WIP. Refer to note 6 to the consolidated financial statements for further details.

#### 5.3 Fair value assessment

The assessment of fair value is principally used in accounting for impairment testing and the valuation of certain financial assets and liabilities.

The determination of assumptions used in assessing the fair value of identifiable assets and liabilities is subjective, and the use of different valuation assumptions could have a significant impact on financial results. In particular, expected future cash flows, which are used in discounted cash models, are inherently uncertain and could materially change over time. They are significantly affected by a number of factors including Ore Reserves and Resources, together with economic factors such as commodity prices, exchange rates, discount rates and estimates of production costs and future capital expenditure.

## Principal accounting policies continued

for the year ended 31 December 2025

### 5. Material accounting judgements and estimates continued

#### 5.3 Fair value assessment continued

The fair value of identifiable financial assets and liabilities that are not traded in an active market is determined by using observable market data (in the case of listed entities, market share price at 31 December of the respective entity) or discounted cash flow (DCF) models (and other valuation techniques) using assumptions considered to be reasonable and consistent with those that would be applied by a market participant. Where DCFs are used, the resulting fair value measurements depend, to a significant extent, on unobservable valuation inputs.

The group uses its judgement to select a variety of methods and makes assumptions that are mainly based on market conditions existing at the statement of financial position date.

#### 5.4 Provision for environmental rehabilitation and decommissioning

The provisions for environmental rehabilitation and decommissioning costs are calculated using management's best estimate of the costs to be incurred based on the group's environmental policy, taking into account current technological, environmental and regulatory requirements discounted to a present value.

Estimates are based upon costs that are regularly reviewed, by internal and external experts, and adjusted as appropriate for new circumstances. Actual costs incurred in future periods could differ from the estimates. Additionally, future changes to environmental laws and regulations, life-of-asset estimates and discount rates used could affect the carrying amount of this provision. As a result, the liabilities that we report can vary if our assessment of the expected expenditures changes.

#### 5.5 Provisionally priced revenue from spot sales

Certain of the group's spot sales are provisionally priced at the reporting date, as the final sales price for these sales are not settled until a predetermined future date based on the average iron ore price at that time. Revenue from these sales is initially recognised at the current market rate on the bill of lading date, being the date that the revenue recognition criteria are met.

Provisionally priced sales are marked to market with reference to the Platts Iron Ore Index (IODEX) price at each reporting date. The forward market for iron ore is not considered sufficiently liquid and therefore the closing iron ore price for the month is assumed to continue into the following month for the purposes of calculating the provisionally priced revenue transactions.

#### 5.6 Waste stripping costs

The rate at which costs associated with the removal of overburden or waste material is capitalised as development costs or charged as an operating cost is calculated per component of each mine, using management's best estimates of the:

- average life-of-component stripping ratio
- total expected production over the life-of-asset

The average life-of-asset stripping ratio is recalculated when a new LoAP is designed and approved for use in light of additional knowledge and changes in estimates. Any change in management's estimates would impact the stripping costs capitalised and depreciation of the related asset.

#### 5.7 Ore Reserve and Mineral Resource estimates

Ore Reserves are estimates of the amount of ore that can be economically and legally extracted from the group's mining right properties. Mineral Resources, in addition to Ore Reserves, are estimates of the amount of ore within the group's mining right areas that have reasonable prospects for eventual economic extraction.

Such Ore Reserve and Mineral Resource estimates and changes to these may impact the group's reported financial position and results in the following way:

- Provisions for environmental rehabilitation and decommissioning may change where reserve estimate changes affect expectations about when such activities will occur and the associated cost of these activities.
- Capitalised waste stripping costs recognised in the statement of financial position, as either part of mine properties or inventory or charged to profit or loss, may change due to changes in stripping ratios.
- Depreciation charges in the statement of profit or loss may change where such charges are determined using the units of production method, or where the useful lives of the related assets change.
- The recognition and carrying value of deferred income tax assets may change due to changes in the judgements regarding the existence of such assets and in estimates of the likely recovery of such assets.

# Annexure 1 continued

## Principal accounting policies continued

for the year ended 31 December 2025

### 5. Material accounting judgements and estimates continued

#### 5.7 Ore Reserves and Mineral Resource estimates continued

The group estimates and reports Ore Reserves and Mineral Resources in accordance with the SAMREC Code (2016 edition) as prescribed by the JSE Limited Listings Requirements.

The group estimates its Ore Reserves and Mineral Resources based on information compiled by appropriately qualified and experienced persons as required by the SAMREC Code's definition of Competence. The estimates and associated reporting thereof are rigorously interrogated by independent professional experts.

The group's Ore Reserve and Mineral Resource estimates are derived from spatial interpretation and subsequent estimation processes, informed by technical and economic forward looking assumptions.

Sishen's life-of-asset has extended by one year, effective 1 January 2026, as a result of a planned reduction in its annual mining volume profile and pit layout optimisation. The remaining life of Sishen is 16 years to 2041 (2024: In the prior year, Sishen life-of-asset was extended by two years, effective 1 January 2025 resulting in the remaining life of Sishen being 16 years to 2040).

Kolomela's life-of-asset has extended by one year, effective 1 January 2026, due to the pit layout optimisation and the planned increase in the conversion of medium-grade ore. The remaining life of Kolomela is 16 years to 2041 (2024: In the prior year, Kolomela's life-of-asset was extended by six years, effective 1 January 2025, resulting in the remaining life of Kolomela being 16 years to 2040).

### 6. Other accounting judgements and estimates

#### 6.1 Consolidation of special purpose entities (SPEs)

The group sponsors the formation of SPEs primarily to hold Kumba shares for the benefit of employees. SPEs are consolidated when the substance of the relationship between the group and the SPE indicates control. As it can sometimes be difficult to determine whether the group controls an SPE, management makes judgements about its exposure to the risks and rewards, as well as about its ability to make operational decisions for the SPE in question.

#### 6.2 Going concern

Management considers key financial metrics and loan covenant compliance in the group's approved medium-term budgets, together with its existing term facilities, to conclude that the going concern assumption used in compiling the group's annual financial statements is appropriate.

#### 6.3 Segmental reporting

In applying IFRS 8 *Operating Segments*, management makes judgements with regard to the identification of reportable operating segments of the group in a manner consistent with the internal reporting provided to the CODM.

#### 6.4 Equity-settled share-based payment reserve

Management makes certain judgements in respect of selecting appropriate fair value option pricing models to be used in estimating the fair value of the various share-based payment arrangements in respect of employees and SPEs. Judgements and assumptions are also made in calculating the variable elements used as inputs in these models. The inputs that are used in the models include, but are not limited to, the expected vesting period and related conditions, share price, dividend yield, share option life, risk-free interest rate and annualised share price volatility. Refer to note 22 to the consolidated financial statements.

#### 6.5 Cash and cash equivalents

Certain of the group's short-term cash deposits, included in cash and cash equivalents, are placed with subsidiaries of the ultimate holding company, and funds are drawn down from these entities when required. In determining the presentation of the cash deposits, management makes certain judgements, which mainly consider the short-term lead time to access the cash deposits. The funds are readily available and can be accessed and withdrawn within a period of one to two days. As a result, the group accounts for these short-term deposits as cash and cash equivalents within the consolidated financial statements.

For the purpose of presentation on the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits.

**Group**  
Consolidated statement of financial position

## Statement of financial position

as at 31 December

Rand million	Notes	2025	2024
<b>ASSETS</b>			
Property, plant and equipment	2	59,976	56,006
Right-of-use assets	3	168	143
Biological assets		46	40
Investments held by the environmental trust	4	1,207	989
Investment in associate		22	23
Other long-term receivables and investments	5	250	166
Inventories	6	10,120	8,520
<b>Non-current assets</b>		<b>71,789</b>	<b>65,887</b>
Inventories	6	9,688	9,605
Trade and other receivables	7	6,393	5,766
Current tax assets		718	575
Cash and cash equivalents	8	15,117	16,913
<b>Current assets</b>		<b>31,916</b>	<b>32,859</b>
<b>Total assets</b>		<b>103,705</b>	<b>98,746</b>
<b>EQUITY</b>			
Shareholders' equity		54,939	52,815
Non-controlling interests	23	17,069	16,485
<b>Total equity</b>		<b>72,008</b>	<b>69,300</b>
<b>LIABILITIES</b>			
Lease liabilities	3	109	70
Provisions	9	3,390	3,190
Deferred tax liabilities	10	15,214	14,106
<b>Non-current liabilities</b>		<b>18,713</b>	<b>17,366</b>
Lease liabilities	3	94	123
Interest-bearing borrowings	8	—	2,003
Provisions	9	163	210
Trade and other payables	11	11,994	9,271
Contract liabilities	11	482	449
Current tax liabilities		251	24
<b>Current liabilities</b>		<b>12,984</b>	<b>12,080</b>
<b>Total liabilities</b>		<b>31,697</b>	<b>29,446</b>
<b>Total equity and liabilities</b>		<b>103,705</b>	<b>98,746</b>

## Annexure 1 continued

### Group

Consolidated statement of profit or loss and consolidated statement of other comprehensive income

## Statement of profit or loss for the year ended 31 December

Rand million	Notes	2025	2024
Revenue	12	70,077	68,529
Other operating income	13	942	—
Operating expenses	14	(45,233)	(46,105)
Impairment reversal	2	—	3,940
Expected credit losses on financial assets	7	(28)	(3)
<b>Operating profit</b>		<b>25,758</b>	<b>26,361</b>
Finance income	18	1,382	800
Finance costs	18	(907)	(510)
Share of losses of equity-accounted joint venture and associate		(1)	(1)
<b>Profit before taxation</b>		<b>26,232</b>	<b>26,650</b>
Taxation	19	(7,075)	(7,375)
<b>Profit for the year</b>		<b>19,157</b>	<b>19,275</b>
<b>Attributable to:</b>			
Owners of Kumba		14,611	14,699
Non-controlling interests		4,546	4,576
		<b>19,157</b>	<b>19,275</b>
<b>Earnings per share attributable to the ordinary equity holders of Kumba (Rand per share)</b>			
Basic	20	45.57	45.81
Diluted	20	45.43	45.70

## Statement of other comprehensive income for the year ended 31 December

Rand million	2025	2024
Profit for the year	19,157	19,275
Other comprehensive (loss)/income for the year <sup>1</sup>	(865)	33
Exchange differences on translation of foreign operations	(865)	33
<b>Total comprehensive income for the year</b>	<b>18,292</b>	<b>19,308</b>
<b>Attributable to:</b>		
Owners of Kumba	13,951	14,724
Non-controlling interests	4,341	4,584
	<b>18,292</b>	<b>19,308</b>

<sup>1</sup> There is no tax attributable to items included in other comprehensive income and all items will subsequently be reclassified to profit or loss in the event that the related foreign operation is disposed of. No deferred tax is recognised as there is no accounting or tax base for these items as they pertain to current assets.

**Group**  
Consolidated statement of changes in equity

# Statement of changes in equity

for the year ended 31 December

Rand million	Notes	Share capital and share premium 21	Treasury shares 21	Equity-settled share-based payment reserve 22	FCTR	Retained earnings	Shareholders' equity	Non-controlling interests 23	Total equity
<b>Balance at 31 December 2023</b>		367	(599)	357	3,122	48,772	52,019	16,203	68,222
Net movement in treasury shares under employee share incentive schemes		—	(241)	—	—	—	(241)	—	(241)
Equity-settled share-based payment expenses		—	—	155	—	—	155	—	155
Vesting of shares under employee share incentive schemes		—	283	(220)	—	(65)	(2)	—	(2)
Total comprehensive income for the year		—	—	—	25	14,699	14,724	4,584	19,308
Dividends paid		—	—	—	—	(13,840)	(13,840)	(4,302)	(18,142)
<b>2024</b>		367	(557)	292	3,147	49,566	52,815	16,485	69,300
Net movement in treasury shares under employee share incentive schemes		—	(310)	—	—	—	(310)	—	(310)
Equity-settled share-based payment expenses		—	—	238	—	—	238	—	238
Vesting of shares under employee share incentive schemes		—	179	(185)	—	7	1	—	1
Total comprehensive income for the year		—	—	—	(660)	14,611	13,951	4,341	18,292
Profit for the year		—	—	—	—	14,611	14,611	4,546	19,157
Other comprehensive loss for the year <sup>1</sup>		—	—	—	(660)	—	(660)	(205)	(865)
Dividends paid		—	—	—	—	(11,756)	(11,756)	(3,757)	(15,513)
<b>2025</b>		367	(688)	345	2,487	52,428	54,939	17,069	72,008

<sup>1</sup> The loss recognised in FCTR reflects the impact of the rand's strengthening against foreign currencies during the year, which increased translation losses.

## Dividend per share

Rand	2025	2024
Interim	16.60	18.77
Final <sup>2</sup>	15.43	19.90
<b>Total</b>	<b>32.03</b>	<b>38.67</b>

<sup>2</sup> The final dividend for 2025 was declared subsequent to the year end and is presented for information purposes only.

## Equity-settled share-based payment reserve

The equity-settled share-based payment reserve comprises the value of services rendered that has been settled through the issue of shares or share options.

## FCTR

The FCTR comprises all foreign exchange differences arising from the translation of the financial results of foreign operations to the presentation currency of Kumba.

# Annexure 1 continued

**Company**  
Separate statement of cash flows

## Statement of cash flows for the year ended 31 December

Rand million	Notes	2025	2024
<b>Cash flows utilised in operating activities</b>			
Cash generated from operations <sup>1</sup>	8	12,040	13,739
Finance income received		90	99
Dividends paid		(11,756)	(13,840)
Taxation paid	9	(24)	(24)
		<b>350</b>	<b>(26)</b>
<b>Cash flows from investing activities</b>			
Loan granted to subsidiary	1	(401)	(8)
Loans repaid by subsidiary	1	125	49
		<b>(276)</b>	<b>41</b>
<b>Cash flows utilised in financing activities</b>			
Vesting of shares under employee share incentive schemes		(23)	(37)
		<b>(23)</b>	<b>(37)</b>
Net increase/(decrease) in cash and cash equivalents		51	(22)
Cash and cash equivalents at the beginning of the year		398	420
<b>Cash and cash equivalents at the end of the year</b>	2	<b>449</b>	<b>398</b>

<sup>1</sup> This amount includes R12,088 million (2024: R13,840 million) in respect of dividends received from SIOC.

## Notes to the annual financial statements for the year ended 31 December

### 1. Segmental reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the CODM. The CODM, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Kumba Executive Committee.

The Kumba Executive Committee considers the business principally according to the nature of the products and services provided, with the identified segments each representing a strategic business unit. "Other" segment comprises corporate, administration and other expenditure not allocated to the reported segments.

The total reported segment revenue comprises revenue from external customers and is measured in a manner consistent with that disclosed in the statement of profit or loss. The performance of the operating segments is assessed based on adjusted EBITDA, before taking into account any impairment charges or reversals, which is considered to be a more appropriate measure of profitability for the group's business. Finance income and finance costs are not allocated to segments as the treasury activity is managed on a central group basis.

Certain costs and income included in the determination of adjusted EBITDA are considered to be significant and have, therefore, been reported per segment for the group as a whole.

Total segment assets comprise finished product and WIP inventories only, which are allocated based on the operations of the segment and the physical location of the asset.

Rand million	Products <sup>1</sup>		Services			Total
	Sishen mine	Kolomela mine	Logistics <sup>2</sup>	Shipping operations	Other	
<b>2025</b>						
<b>Statement of profit or loss</b>						
Total external revenue	44,523	18,630	—	6,924	—	70,077
Adjusted EBITDA <sup>3</sup>	31,360	13,842	(8,608)	85	(4,756)	31,923
Significant items of (income)/expenses in the statement of profit or loss						
Other operating income	(942)	—	—	—	—	(942)
Net movement in finished product and WIP inventories	(67)	(842)	—	—	—	(909)
Raw materials and consumables	1,953	440	2	—	—	2,395
Depreciation	3,692	2,179	—	—	294	6,165
Staff costs	4,504	1,193	58	—	1,326	7,081
Contractors' expenses	1,629	1,191	—	—	710	3,530
Transportation and selling costs	—	—	8,549	—	—	8,549
Shipping services rendered	—	—	—	6,839	—	6,839
Petroleum products	2,465	556	—	—	11	3,032
Corporate costs	200	217	431	—	1,403	2,251
Repairs and maintenance	2,934	819	—	—	18	3,771
Energy costs	713	123	—	—	—	836
Mineral royalty	798	916	—	—	—	1,714
<b>Statement of financial position</b>						
Total segment assets	9,097	6,526	1,251	—	—	16,874
<b>Statement of cash flows</b>						
Additions to property, plant and equipment:						
Expansion capital expenditure	924	557	—	—	—	1,481
SIB capital expenditure	3,483	914	18	—	—	4,415
Deferred stripping	3,450	685	—	—	—	4,135

<sup>1</sup> Derived from extraction, production and selling of iron ore.

<sup>2</sup> No revenue is reported for this segment as its performance is reviewed with reference to volumes railed and rail tariffs achieved.

<sup>3</sup> This constitutes *pro forma* financial information in terms of the JSE Limited Listings Requirements and should be read in conjunction with the basis of preparation. Refer to supplementary non-IFRS financial measures on pages 120 to 123.

# Annexure 1 continued

Group  
Notes to the consolidated annual financial statements

## Notes to the annual financial statements continued

for the year ended 31 December

### 1. Segmental reporting continued

Rand million	Products <sup>1</sup>		Services		Other	Total
	Sishen mine	Kolomela mine	Logistics <sup>2</sup>	Shipping operations		
<b>2024</b>						
<b>Statement of profit or loss</b>						
Total external revenue	44,070	16,277	—	8,182	—	68,529
Adjusted EBITDA <sup>3</sup>	27,673	10,567	(7,962)	184	(2,328)	28,134
Significant items of expenses in the statement of profit or loss:						
Depreciation	3,705	1,043	—	—	965	5,713
Impairment reversal	—	(3,940)	—	—	—	(3,940)
Staff costs	4,126	1,318	49	—	1,214	6,707
Raw materials and consumables	1,742	267	2	—	—	2,011
Net movement in finished product and WIP inventories	1,287	287	—	—	—	1,574
Contractors' expenses	1,749	1,079	—	—	632	3,460
Transportation and selling costs	—	—	7,913	—	—	7,913
Shipping services rendered	—	—	—	7,998	—	7,998
Petroleum products	2,451	406	—	—	3	2,860
Corporate costs	173	285	424	—	907	1,789
Repairs and maintenance	2,869	577	—	—	7	3,453
Energy costs <sup>4</sup>	643	102	—	—	—	745
Mineral royalty	1,325	306	—	—	—	1,631
<b>Statement of financial position</b>						
Total segment assets	9,426	5,861	278	—	—	15,565
<b>Statement of cash flows</b>						
Additions to property, plant and equipment:						
Expansion capital expenditure	935	492	—	—	—	1,427
SIB capital expenditure	4,258	750	—	—	—	5,008
Deferred stripping	2,906	332	—	—	—	3,238

<sup>1</sup> Derived from extraction, production and selling of iron ore.

<sup>2</sup> No revenue is reported for this segment as its performance is reviewed with reference to volumes railed and rail tariffs achieved.

<sup>3</sup> This constitutes *pro forma* financial information in terms of the JSE Limited Listings Requirements and should be read in conjunction with the basis of preparation. Refer to supplementary non-IFRS financial measures on pages 120 to 123.

<sup>4</sup> To provide a better understanding of material expenses that impact the profit measure, the disclosure in the comparative segment report has been updated to include comparative amounts for expenses that were not material in the prior year, which are material in the current year.

#### Reconciliation of reportable segments' assets to inventories:

Rand million	Note	2025	2024
Finished product		4,055	3,147
WIP		12,819	12,418
Segment assets		16,874	15,565
Plant spares and stores		2,934	2,560
<b>Balance per statement of financial position</b>	6	<b>19,808</b>	18,125

All non-current assets, excluding investments in associates and joint arrangements, are located in South Africa.

# Notes to the annual financial statements continued

for the year ended 31 December

## 1. Segmental reporting continued

### Reconciliation of operating profit to adjusted EBITDA:

Rand million	2025	2024
Operating profit per the statement of profit or loss	25,758	26,361
Add back: Depreciation	6,165	5,713
<b>EBITDA</b>	<b>31,923</b>	32,074
Less: Impairment reversal	—	(3,940)
<b>Adjusted EBITDA</b>	<b>31,923</b>	28,134

### Geographical analysis of revenue:

Rand million	2025	2024
Sale of iron ore	60,955	66,818
Services rendered – shipping	6,924	8,182
Revenue from other sources	2,198	(6,471)
<b>Total external revenue</b>	<b>70,077</b>	68,529
<b>Geographical analysis of revenue</b>		
Domestic – South Africa	—	1
Export	70,077	68,528
China	39,501	39,198
Rest of Asia	17,011	14,801
Europe	13,457	13,993
Rest of Africa and Americas	108	536
<b>Total external revenue</b>	<b>70,077</b>	68,529

### Customer analysis:

Two customers each accounted for 11% of total external revenue for the year (2024: one customer accounted for 15% of total external revenue). Other customers each accounted for less than 10% of the external revenue. The group's products are sold primarily to industrial customers.

# Annexure 1 continued

Group  
Notes to the consolidated annual financial statements

## Notes to the annual financial statements continued

for the year ended 31 December

### 2. Property, plant and equipment

Rand million	Group							Total
	Land	Mineral properties	Residential buildings	Buildings and infrastructure	Machinery, plant and equipment	Mineral exploration, site preparation and development	Assets under construction	
<b>2025</b>								
<b>Cost</b>								
Balance at the beginning of the year	338	621	3,562	9,366	55,092	31,554	8,453	108,986
Additions (refer to note 28)	—	—	—	10	184	4,144	6,073	10,411
Capital acquisitions	—	—	—	10	184	9	6,073	6,276
Deferred stripping	—	—	—	—	—	4,135	—	4,135
Borrowing costs capitalised	—	—	—	—	—	—	71	71
Changes in decommissioning provision (refer to note 9)	—	—	—	(49)	(37)	—	—	(86)
Disposals and scrapping	—	—	(283)	—	(220)	—	(155)	(658)
Transfers between asset classes	55	—	18	669	3,604	—	(4,346)	—
<b>Balance at 31 December 2025</b>	<b>393</b>	<b>621</b>	<b>3,297</b>	<b>9,996</b>	<b>58,623</b>	<b>35,698</b>	<b>10,096</b>	<b>118,724</b>
<b>Accumulated depreciation</b>								
Balance at the beginning of the year	—	461	1,697	4,196	36,073	10,553	—	52,980
Depreciation	—	11	85	477	3,828	1,652	—	6,053
Disposals and scrapping	—	—	(144)	—	(141)	—	—	(285)
<b>Balance at 31 December 2025</b>	<b>—</b>	<b>472</b>	<b>1,638</b>	<b>4,673</b>	<b>39,760</b>	<b>12,205</b>	<b>—</b>	<b>58,748</b>
<b>Carrying amount at 31 December 2025</b>	<b>393</b>	<b>149</b>	<b>1,659</b>	<b>5,323</b>	<b>18,863</b>	<b>23,493</b>	<b>10,096</b>	<b>59,976</b>

# Notes to the annual financial statements continued

for the year ended 31 December

## 2. Property, plant and equipment continued

Rand million	Land	Mineral properties	Residential buildings	Buildings and infrastructure	Machinery, plant and equipment (Restated <sup>1</sup> )	Mineral exploration, site preparation and development	Assets under construction (Restated <sup>1</sup> )	Total
<b>2024</b>								
<b>Cost</b>								
Restated balance at the beginning of the year <sup>1</sup>	344	621	3,608	7,453	49,991	24,230	14,451	100,698
Additions (refer to note 28)	—	—	—	—	31	3,238	5,731	9,000
Capital acquisitions	—	—	—	—	31	—	5,731	5,762
Deferred stripping	—	—	—	—	—	3,238	—	3,238
Borrowing costs capitalised	—	—	—	—	—	—	75	75
Changes in decommissioning provision (refer to note 9)	—	—	—	(2)	(220)	—	—	(222)
Disposals and scrapping	(6)	—	(46)	—	(513)	—	—	(565)
Transfers between asset classes <sup>1</sup>	—	—	—	1,915	5,803	4,086	(11,804)	—
<b>Restated balance at 31 December 2024</b>	<b>338</b>	<b>621</b>	<b>3,562</b>	<b>9,366</b>	<b>55,092</b>	<b>31,554</b>	<b>8,453</b>	<b>108,986</b>
<b>Accumulated depreciation</b>								
Balance at the beginning of the year	—	450	1,579	3,601	32,411	8,401	—	46,442
Depreciation	—	11	106	450	3,349	1,644	—	5,560
Notional depreciation on impaired assets	—	—	33	145	808	508	—	1,494
Disposals and scrapping	—	—	(21)	—	(495)	—	—	(516)
<b>Balance at 31 December 2024</b>	<b>—</b>	<b>461</b>	<b>1,697</b>	<b>4,196</b>	<b>36,073</b>	<b>10,553</b>	<b>—</b>	<b>52,980</b>
<b>Impairment</b>								
Balance at the beginning of the year	—	43	300	550	1,856	1,221	1,464	5,434
Notional depreciation on impaired assets	—	—	(33)	(145)	(808)	(508)	—	(1,494)
Impairment reversal	—	(43)	(267)	(405)	(1,048)	(713)	(1,464)	(3,940)
<b>Balance at 31 December 2024</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>—</b>
<b>Restated carrying amount at 31 December 2024</b>	<b>338</b>	<b>160</b>	<b>1,865</b>	<b>5,170</b>	<b>19,019</b>	<b>21,001</b>	<b>8,453</b>	<b>56,006</b>

<sup>1</sup> An amount of R2,287 million relating to capital projects that were available for use in the prior year was not transferred from assets under construction to machinery, plant and equipment in the correct period. The misclassification error has been corrected by restating the prior year opening balances and the amounts for "transfers between asset classes" for machinery, plant and equipment and assets under construction. The reclassification resulted in a decrease of R885 million in the 2024 opening balance and an increase of R1,402 million in "transfers between assets" for assets under construction, with a corresponding impact recorded for machinery, plant and equipment. The total carrying amount for property, plant and equipment remains unchanged. The depreciation associated with this reclassification is immaterial.

# Annexure 1 continued

Group  
Notes to the consolidated annual financial statements

## Notes to the annual financial statements continued

for the year ended 31 December

### 2. Property, plant and equipment continued

#### Impairment indicator assessment

Kumba produces iron ore at Sishen and Kolomela, each of which is considered capable of generating independent cash inflows and is, therefore, a separate CGU. In the prior year, the Kolomela CGU recognised a reversal of the full impairment of R3.9 billion (with related deferred tax of R1.1 billion) following a significant change to the Kolomela LoAP. Kolomela's forecast production volume profile was revised as part of the group's business reconfiguration plan to optimise value considering the logistics capacity.

At 31 December 2025, management considered whether any internal or external indicators of impairment were present. This assessment concluded that there were no indicators of impairment identified for any of the group's CGUs.

Key operational and market factors that could impact future cash flows, including forecasted iron ore prices, foreign exchange rates, production costs, logistics performance and estimates of Ore Reserve and Mineral Resource estimates, are continuously monitored. There were no changes in these factors during the year, which indicated that the carrying amount of either CGU may not be recoverable.

Accordingly, no impairment losses have been recognised for the year ended 31 December 2025.

#### Borrowing costs

During the year, R71 million (2024: R75 million) of borrowing costs incurred were capitalised on qualifying assets within property, plant and equipment. A weighted average capitalisation rate of 8.5% (2024: 9.3%) was applied.

#### Change in useful lives of assets

The useful lives of certain assets are aligned with the life-of-asset, which is based on updated Ore Resource and Mineral Reserve estimates. Following the extension of the lives of Kolomela and Sishen, the useful lives of the impacted mining-related assets were also reassessed and revised accordingly.

This revision constitutes a change in accounting estimate and has been accounted for prospectively in accordance with IAS 8 *Accounting Policies, Changes in Accounting Estimates and Errors*. The resulting decrease in the depreciation expense for the current year and for future periods is not significant.

#### Other disclosure

The group generated proceeds from disposals of items of property, plant and equipment of R141 million (2024: R50 million).

The estimated replacement value of assets for insurance purposes and assets under construction at cost amounts to R97 billion (2024: R94 billion).

A register of land and buildings is available for inspection at the registered office of the Company.

None of the assets are encumbered as security for any of the group's liabilities, nor is the title to any of the assets restricted.

Rand million	2025	2024
<b>Capital commitments</b>		
Capital commitments include all items of capital expenditure for which specific Board approval has been obtained up to the statement of financial position date. Capital expenditure will be financed principally from cash generated from operations.		
Capital expenditure still in the study phase of the project pipeline for which specific Board approvals have not yet been obtained are excluded.		
Capital expenditure contracted for plant and equipment	3,452	2,962
Capital expenditure authorised for plant and equipment but not contracted	5,296	9,225

## Notes to the annual financial statements continued

for the year ended 31 December

### 3. Leases

This note provides information for leases where the group is a lessee.

Amounts recognised in the statement of financial position:

(a) Right-of-use assets:

Rand million	Note	Residential buildings	Buildings and infrastructure	Machinery, plant and equipment	Total
<b>2025</b>					
<b>Cost</b>					
Balance at the beginning of the year		447	155	356	958
Additions		25	113	—	138
Early termination of lease agreements		(2)	—	—	(2)
<b>Balance at 31 December 2025</b>		<b>470</b>	<b>268</b>	<b>356</b>	<b>1,094</b>
<b>Accumulated depreciation</b>					
Balance at the beginning of the year		362	142	311	815
Depreciation	14	52	22	38	112
Early termination of lease agreements		(1)	—	—	(1)
<b>Balance at 31 December 2025</b>		<b>413</b>	<b>164</b>	<b>349</b>	<b>926</b>
<b>Carrying amount at 31 December 2025</b>		<b>57</b>	<b>104</b>	<b>7</b>	<b>168</b>
<b>2024</b>					
<b>Cost</b>					
Balance at the beginning of the year		447	155	356	958
Additions		7	—	—	7
Early termination of lease agreements		(7)	—	—	(7)
<b>Balance at 31 December 2024</b>		<b>447</b>	<b>155</b>	<b>356</b>	<b>958</b>
<b>Accumulated depreciation</b>					
Balance at the beginning of the year		290	124	251	665
Depreciation	14	75	18	60	153
Early termination of lease agreements		(3)	—	—	(3)
<b>Balance at 31 December 2024</b>		<b>362</b>	<b>142</b>	<b>311</b>	<b>815</b>
<b>Carrying amount at 31 December 2024</b>		<b>85</b>	<b>13</b>	<b>45</b>	<b>143</b>

The right-of-use assets in relation to the leased properties do not meet the definition of an investment property.

(b) Lease liabilities:

Rand million	Note	2025	2024
Balance at the beginning of the year		193	355
New leases capitalised during the year		138	7
Early termination of lease agreements		(1)	(4)
Lease payments made during the year		(151)	(195)
Finance costs	18	24	30
<b>Balance at the end of the year</b>		<b>203</b>	<b>193</b>
Current		94	123
Non-current		109	70
<b>Balance at the end of the year</b>		<b>203</b>	<b>193</b>

# Annexure 1 continued

Group  
Notes to the consolidated annual financial statements

## Notes to the annual financial statements continued

for the year ended 31 December

### 3. Leases continued

#### Maturity profile of the group's lease liabilities

Rand million	Within 6 months	6 to 12 months	1 to 2 years	3 or more years	Total contractual cash flows
<b>2025</b>					
Undiscounted cash flows	47	47	57	100	251
<b>2024</b>					
Undiscounted cash flows	67	67	57	27	218

#### Amounts recognised in the statement of profit or loss:

Rand million	Notes	2025	2024
Depreciation on right-of-use asset	14	112	153
Interest expense on leases <sup>1</sup>	18	24	30
Lease expenses relating to short-term and low-value assets		1	—
Variable lease payments <sup>2</sup>		459	686
Income from sub-leasing of right-of-use assets	14	(55)	(59)
<b>Net effect</b>		<b>541</b>	<b>810</b>

<sup>1</sup> Included in finance costs.

<sup>2</sup> The group's contract mining lease agreements include variable payments. These payments are expressed as a rate paid per tonne drilled or hauled. The payments are dependent on the production profile for the year.

Refer to note 30 for future lease commitments.

#### Amounts recognised in the statement of cash flows:

Total cash outflow for leases in 2025 was R151 million (2024: R195 million), including R24 million (2024: R30 million) for finance costs (refer to note 18).

The group's leases consist mainly of leasing of buildings and mining equipment. With the exception of leases of low-value underlying assets, each lease which meets the requirements of IFRS 16 *Leases* is reflected on the statement of financial position as a right-of-use asset and a lease liability. Lease payments for the leases accounted for as IFRS 16 *Leases* are fixed.

Variable lease payments, which do not depend on an index or a rate, are excluded from the initial measurement of the lease liability and the related right-of-use asset.

The group classifies and depreciates its right-of-use assets in a consistent manner to its property, plant and equipment.

### 4. Investments held by the environmental trust

Rand million	2025	2024
Balance at the beginning of the year	989	877
Gain on investments	218	112
<b>Balance at the end of the year</b>	<b>1,207</b>	<b>989</b>

The trust's investment activities are managed by Old Mutual Investment Group (South Africa) Proprietary Limited and M&G Investments (South Africa) Retirement Fund Limited. The trust aims to achieve its objectives by investing in unit trust instruments that hold a diversified portfolio of equity and debt securities of predominantly South African listed companies, as well as South African sovereign and corporate debt through various instruments. Each mine's portfolio is managed separately according to each individual mine's risk and life-of-asset profile.

The movement in the environmental trust includes fair value movements as well as dividend and interest income, where applicable. The movement has been recognised as net finance gains in the statement of profit or loss (refer to note 17).

These investments may only be utilised for the purpose of settling decommissioning and rehabilitation obligations relating to the group's mining operations. The investment returns are reinvested by the trust. Refer to note 9 for the environmental rehabilitation and decommissioning provisions.

# Notes to the annual financial statements continued

for the year ended 31 December

## 5. Other long-term receivables and investments

Rand million	2025	2024
Long-term investments and prepayments	105	99
Other long-term receivables <sup>1</sup>	145	67
<b>Balance at the end of the year</b>	<b>250</b>	<b>166</b>

Maturity profile of long-term prepayments and other receivables	2025	2024
1 to 2 years	13	11
2 to 5 years	98	94
More than 5 years	3	3
	<b>114</b>	<b>108</b>

<sup>1</sup> This amount includes R136 million (2024: R58 million) for a long-term receivable measured at FVTPL which does not have a maturity date and therefore is not included in the maturity analysis.

## 6. Inventories

Rand million	2025	2024
Finished products	4,055	3,147
WIP	12,819	12,418
Plant spares and stores	2,934	2,560
<b>Total inventories</b>	<b>19,808</b>	<b>18,125</b>
Non-current portion of WIP inventories <sup>1</sup>	10,120	8,520
Current portion of inventories	9,688	9,605
<b>Total inventories</b>	<b>19,808</b>	<b>18,125</b>

<sup>1</sup> The balance consists of B-grade WIP inventory of R7,166 million (2024: R6,134 million) and C-grade WIP inventory of R2,954 million (2024: R2,386 million).

During the year, the recoverability of historical non-current WIP stockpiles that were identified as potentially non-recoverable was reassessed. The overall likelihood of recovery improved following surveying work and inspection of stockpiles. As a result, the provision decreased by R401 million to R578 million (2024: R979 million). The provision for slow-moving plant spares and stores decreased by R127 million to R183 million (2024: R310 million).

The total decrease in inventory provision of R528 million (2024: R71 million net increase) has been recognised in the statement of profit or loss (refer to note 14).

### Change in estimate

Non-current WIP inventory increased by R615 million in the current year following a change in estimate relating to the density of the tonnes on hand. The change in estimate arose from the implementation of improved ore-density measurement techniques, informed by updated survey data and expert inputs. The revised density assumptions resulted in higher estimated stockpile tonnages and, accordingly, an increase in the carrying amount of WIP inventory.

No inventories were encumbered during the year.

WIP inventory which will not be processed within the next 12 months is presented as non-current.

# Annexure 1 continued

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Notes to the consolidated annual financial statements

## Notes to the annual financial statements continued

for the year ended 31 December

### 7. Trade and other receivables

Rand million	2025	2024
Trade receivables	2,129	2,765
Trade receivables at amortised cost	745	1,062
Trade receivables at FVTPL	1,384	1,703
Provision for credit losses – trade receivables	(321)	(292)
<b>Net trade receivables</b>	<b>1,808</b>	<b>2,473</b>
Other receivables <sup>1</sup>	4,401	3,146
Provision for credit losses – other receivables	(389)	(390)
<b>Net trade and other receivables</b>	<b>5,820</b>	<b>5,229</b>
Prepayments	96	106
Deferred shipping costs	477	431
<b>Balance at the end of the year</b>	<b>6,393</b>	<b>5,766</b>

<sup>1</sup> Other receivables mainly comprise a VAT receivable of R3,511 million (2024: R2,633 million) and exploration cost recoveries of R352 million (2024: R353 million), including R108 million (2024: R108 million) owed by a related party as disclosed in note 33.

#### Net settlement arrangement

A receivable arising from other operating income, disclosed in note 13, is subject to a contractual settlement arrangement. This arrangement does not meet the offsetting criteria in accordance with IAS 32 *Financial Instruments: Presentation* and, the related balance is presented gross in the statement of financial position. The related cash flows are settled on a net basis. Refer to note 11 for the related disclosure for the net settlement arrangement.

#### Credit risk

Kumba is largely exposed to credit risk relating to end-user customers within the steel manufacturing industry. As part of its approach to working capital management, Kumba uses debtor discounting arrangements. These arrangements are on a non-recourse basis, therefore the related trade receivables are derecognised from the group's statement of financial position. Refer to note 34.2 for detailed disclosure regarding the group's approach to credit risk management.

#### Significant concentrations of credit risk

Of the total outstanding gross trade receivables balance of R2,129 million (2024: R2,765 million), R1,391 million (2024: R2,656 million) or 65% (2024: 96%) consists of individual end-user customers with an outstanding balance in excess of 5% of the total trade receivables balance at 31 December 2025.

The group continues to maintain long-standing relationships with its customers, with a substantial number having transacted with the group for more than five years. None of these customers' balances have been written off or are impaired at the end of the reporting period. In monitoring customers' credit risks, the group assesses this on an individual customer basis. The group considers each customer's credit characteristics, their geographical location, industry, trading history with the group and existence of previous financial difficulties. As a result of the above factors, the expected credit loss is considered immaterial.

The historical level of customer default is minimal and there is no current observable data to indicate a potential material future default. As a result, the credit quality of trade receivables at the end of the year is considered to be high.

# Notes to the annual financial statements continued

for the year ended 31 December

## 7. Trade and other receivables continued

### Significant concentrations of credit risk continued

Rand million	2025	2024
<b>Trade receivables credit risk exposure by geographical area (gross)<sup>1</sup></b>		
South Africa	341	305
Europe	20	1,170
Asia	1,768	1,290
	<b>2,129</b>	<b>2,765</b>
<b>Trade receivables credit risk exposure by currency (gross)<sup>2</sup></b>		
Rand	341	305
US dollar	1,788	2,460
	<b>2,129</b>	<b>2,765</b>
<b>Ageing of trade receivables (gross)</b>		
Not past due	1,806	2,478
Past due 1 to 30 days	—	—
Past due 31 to 60 days	—	—
Past due 61 to 90 days	—	—
Past due more than 90 days	323	287
	<b>2,129</b>	<b>2,765</b>
<b>Expected credit loss rate (%) for trade receivables measured at amortised cost</b>		
Not past due	1	1
Past due 1 to 30 days	—	—
Past due 31 to 60 days	—	—
Past due 61 to 90 days	—	—
Past due more than 90 days	92	91

<sup>1</sup> Trade receivables by geographical area include amounts at amortised cost of R341 million in South Africa, R20 million in Europe and R384 million in Asia.

<sup>2</sup> Trade receivables by currency comprise amounts at amortised cost of R341 million in Rand and R404 million in US dollar.

Trade receivables are non-interest-bearing and are generally on terms of 30 days. Refer to note 34.1 for the trade and other receivables classification.

The group's export trade receivables internal ratings range from secured to moderate risk, while the external rating is BBB (2024: BBB+), based on S&P Global and Moody's Investors Service ratings. The domestic customers' internal ratings range from secured to moderate risk, and externally BBB- (2024: BBB-).

A provision for credit losses of R321 million (2024: R292 million) was raised against trade receivables. The group calculates expected credit losses for trade receivables, which incorporates forward looking information. The group limits its exposure to credit risk from trade receivables by establishing a maximum payment period of 60 days. Trade and other receivables that have been outstanding for a period longer than 90 days, or where there is a dispute, were considered and provided accordingly.

An expected credit loss reversal of R1 million (2024: R19 million reversal) was recognised during the year against other receivables.

Set out below is the movement in the allowance for expected credit losses on trade and other receivables:

Rand million	2025	2024
<b>Balance at the beginning of the year</b>	<b>682</b>	<b>679</b>
Movement in expected credit losses raised during the year	28	3
Trade receivables	29	22
Other receivables	(1)	(19)
<b>Balance at the end of the year</b>	<b>710</b>	<b>682</b>

# Annexure 1 continued

Group  
Notes to the consolidated annual financial statements

## Notes to the annual financial statements continued

for the year ended 31 December

### 8. Cash and cash equivalents and debt facilities

#### Cash and cash equivalents

Rand million	2025	2024
Balance at the end of the year	15,117	16,913

Included in cash and cash equivalents is an amount of R1,486 million (2024: R1,758 million) held to cover initial margins under derivative contracts. On termination of the derivative contracts, the underlying positions will be closed, with an insignificant impact on the initial margin value, as the variation margin is settled daily.

Short-term cash deposits of R12,944 million (2024: R14,119 million) were placed with subsidiaries of the ultimate holding company during the year under review (refer to note 33). The group held deposits amounting to R418 million (2024: R395 million), which are subject to statutory restrictions and are therefore not available for general use by the group.

Rand million	2025	2024
<b>Currency analysis of cash and cash equivalents</b>		
Rand	4,269	2,118
US dollar	10,837	14,788
Other	11	7
	15,117	16,913

Refer to note 34.3 for detailed disclosure regarding the group's approach to liquidity risk management.

#### Debt facilities

Rand million	2025	2024
Current interest-bearing borrowings	—	2,003
	—	2,003
<b>Reconciliation</b>		
Balance at the beginning of the year	2,003	4,144
Borrowings raised during the year	12,000	39,852
Borrowings repaid during the year	(14,000)	(41,986)
Finance costs repaid during the year	(3)	(10)
Finance costs payable at the end of the year	—	3
<b>Balance at the end of the year</b>	<b>—</b>	<b>2,003</b>

## Notes to the annual financial statements continued

for the year ended 31 December

### 8. Cash and cash equivalents and debt facilities continued

#### Debt facilities continued

Rand million	Facility maturity date	Interest rate at 31 December	Facility	Outstanding balance	
				2025	2024
<b>Unsecured loans</b>					
Revolving syndicated facility at a variable interest rate of JIBAR plus a margin which varies based on the period of the borrowing (committed) <sup>1,2</sup>	23 May 2029	2025 JIBAR + 160 bps 2024 JIBAR + 160 bps	8,000	—	—
Revolving syndicated facility at a variable interest rate of JIBAR plus a margin which varies based on the period of the borrowing (committed) <sup>2,3</sup>	15 May 2029	2025 JIBAR + 160 bps 2024 JIBAR + 160 bps	8,000	—	2,000
Call loan facility at floating call rates (uncommitted) <sup>1,2</sup>	Open	2025 JIBAR + 185 bps 2024 JIBAR + 185 bps	8,200	—	—
Short-term working capital financing facilities <sup>1,4</sup>	30 June 2026	2025 SOFR + margin <sup>5</sup> 2024 SOFR + margin <sup>5</sup>	18,430	—	—
<b>Total</b>			<b>42,630</b>	<b>—</b>	<b>2,000</b>

<sup>1</sup> These facilities are held with related parties (refer to note 33).

<sup>2</sup> The Financial Stability Board has initiated a fundamental review and reform of the major interest rate benchmarks used globally by financial market participants. This review seeks to replace existing interbank offered rates with alternative risk-free rates to improve market efficiency and mitigate systemic risk across financial markets. The South African Reserve Bank (SARB) designated the South African Rand Overnight Index Average (ZARONIA) as the successor rate to replace JIBAR in November 2023. The observation period for ZARONIA ended 3 November 2023 and the SARB has indicated that market participants may use the published ZARONIA as a reference rate in pricing financial contracts going forward. In the current year, the SARB formally announced the cessation of JIBAR, confirming that publication of the benchmark will end on 31 December 2026. Market participants are required to transition outstanding JIBAR-linked exposure to ZARONIA during this period. The group has identified all contractual agreements requiring transition and will amend contracts and systems accordingly.

<sup>3</sup> The prior year outstanding balance for borrowings was paid during 2025.

<sup>4</sup> During the year, the group amended the short-term working capital financing facilities and extended the maturity date to June 2026.

<sup>5</sup> The margin varies from 50 bps to 200 bps (2024: 50 bps to 170 bps) depending on the value of the drawdown from the facility.

The group's debt facilities consist of committed R16 billion (2024: R16 billion) revolving credit facilities which mature in May 2029. No amount had been drawn down from the committed facilities as at 31 December 2025 (2024: R2.0 billion). Committed facilities are defined as the bank's and related parties' commitment to provide funding, up to the facility limit and until the maturity date of the facility. The facilities roll on a continuous basis unless notice of cancellation, per the facilities' notice period, is provided by the contracting parties.

In line with the agreements, the financial covenants were tested at 31 December 2025 and 31 December 2024 and the group was not in breach of any of its financial covenants during the year and at the reporting date.

The group's debt facilities also include an uncommitted facility of R8.2 billion (2024: R8.2 billion). At 31 December 2025, the uncommitted facility was undrawn (2024: undrawn).

The committed facilities are reviewed and monitored bi-annually. The uncommitted facility is callable on demand. Refer to note 34.3 for details on financial covenants contained in the group's revolving credit facilities.

The short-term working capital financing facilities consist of committed revolving credit facilities of US\$510 million (R8.5 billion) (2024: US\$510 million (R9.6 billion)) and uncommitted facilities of US\$600 million (R10.0 billion) (2024: US\$600 million (R11.2 billion)). These facilities were concluded by SIOC's subsidiaries (Kumba Singapore Pte Limited and Kumba International Trading Limited) during the year to fund their working capital requirements. These facilities, placed with a subsidiary of the ultimate holding company, are reviewed on an annual basis. SIOC, the parent company, will provide guarantees in favour of the lender for amounts drawn under these facilities, up to a maximum of US\$820 million (R13.6 billion). The committed and uncommitted facilities were undrawn at 31 December 2025 and 31 December 2024.

# Annexure 1 continued

Group  
Notes to the consolidated annual financial statements

## Notes to the annual financial statements continued

for the year ended 31 December

### 9. Provisions

Rand million	Employee benefits cash-settled share-based payments	Environmental rehabilitation	Decommissioning	Other	Total
<b>2025</b>					
Non-current provisions	52	2,848	490	—	3,390
Current provisions	20	142	1	—	163
<b>Total provisions</b>	<b>72</b>	<b>2,990</b>	<b>491</b>	<b>—</b>	<b>3,553</b>
Balance at the beginning of the year	105	2,735	556	4	3,400
Unwinding of discount (refer to note 18)	—	132	27	—	159
(Decrease)/increase in provision charged to the statement of profit or loss	(14)	123	(6)	—	103
Unused amounts reversed	—	—	—	(2)	(2)
Decrease in property, plant and equipment (refer to note 2)	—	—	(86)	—	(86)
Exchange differences on translation	(4)	—	—	—	(4)
Utilised during the year	(15)	—	—	(2)	(17)
<b>Balance at 31 December 2025</b>	<b>72</b>	<b>2,990</b>	<b>491</b>	<b>—</b>	<b>3,553</b>
Expected timing of future cash flows					
Within 1 year	20	142	1	—	163
2 to 5 years	52	557	15	—	624
More than 5 years	—	2,291	475	—	2,766
	<b>72</b>	<b>2,990</b>	<b>491</b>	<b>—</b>	<b>3,553</b>
Estimated undiscounted obligation	<b>72</b>	<b>5,900</b>	<b>1,200</b>	<b>—</b>	<b>7,172</b>
<b>2024</b>					
Non-current provisions	105	2,566	519	—	3,190
Current provisions	—	169	37	4	210
Total provisions	105	2,735	556	4	3,400
Balance at the beginning of the year	57	2,968	841	36	3,902
Unwinding of discount (refer to note 18)	—	97	24	—	121
Increase/(decrease) in provision charged to the statement of profit or loss	40	(330)	(87)	(32)	(409)
Decrease in property, plant and equipment (refer to note 2)	—	—	(222)	—	(222)
Exchange differences on translation	1	—	—	—	1
Utilised during the year	7	—	—	—	7
<b>Balance at 31 December 2024</b>	<b>105</b>	<b>2,735</b>	<b>556</b>	<b>4</b>	<b>3,400</b>
Expected timing of future cash flows					
Within 1 year	—	169	37	4	210
2 to 5 years	105	749	187	—	1,041
More than 5 years	—	1,817	332	—	2,149
	<b>105</b>	<b>2,735</b>	<b>556</b>	<b>4</b>	<b>3,400</b>
Estimated undiscounted obligation	<b>105</b>	<b>5,477</b>	<b>1,196</b>	<b>4</b>	<b>6,782</b>

# Notes to the annual financial statements continued

for the year ended 31 December

## 9. Provisions continued

### Cash-settled share-based payments

At 31 December 2025, the provision represented share awards of Anglo American plc shares made by the group to certain employees.

### Environmental rehabilitation

Provision is made for environmental rehabilitation costs where either a legal or constructive obligation is recognised as a result of past events. Estimates are based upon costs that are reviewed regularly and adjusted as appropriate for new circumstances.

### Decommissioning

The decommissioning provision relates to decommissioning of property, plant and equipment where either a legal or constructive obligation is recognised as a result of past events. Estimates are based upon costs that are regularly reviewed and adjusted.

### Compliance with the GISTM

The group has made significant progress in assessing the work required to achieve conformance with the GISTM for all highest-priority tailings facilities. Work continues to refine the associated designs and cost estimates. Where a legal or constructive obligation exists, the estimated costs of conformance have been recognised within the relevant decommissioning and environmental restoration provisions at 31 December 2025.

### Funding of environmental rehabilitation and decommissioning

The group funds the environmental rehabilitation and decommissioning obligations through a combination of the investment held by the Kumba Iron Ore Rehabilitation Trust and guarantees (refer to note 29). The carrying value of the investment held by the trust amounted to R1,207 million at 31 December 2025 (2024: R989 million), refer to note 4 above.

### Significant accounting estimates and assumptions

The measurement of the environmental rehabilitation and decommissioning provisions is a key area for which management's judgement is required. Closure provisions are measured at the present value of the expected future cash flows required to perform the rehabilitation and decommissioning. This calculation requires the use of certain estimates and assumptions when determining the amount and timing of the future cash flows and the discount rate. Closure provisions are updated at each reporting date for changes in the estimates of the amount or timing of future cash flows, inflationary changes in the expected cash flows, utilisation of prior year provisions and changes in the discount rate. The LoAP for each mine on which accounting estimates are based only includes Proved and Probable Ore Reserves as disclosed in Kumba's annual Ore Reserves and Mineral Resources statement.

The resultant movement in the provisions are summarised as follows:

Rand million	Environmental rehabilitation	Decommissioning	Total
<b>Change in provision</b>	<b>123</b>	<b>(92)</b>	<b>31</b>
Revised estimates of closure costs	(94)	(137)	(231)
Impact of the decrease in discount rates	278	65	343
Life-of-asset changes	(61)	(20)	(81)

The discount rates for Sishen and Kolomela, in real terms, decreased to 4.2% and 4.3% respectively, due to lower bond yields (2024: 5.0% for both mines).

# Annexure 1 continued

Group  
Notes to the consolidated annual financial statements

## Notes to the annual financial statements continued

for the year ended 31 December

### 9. Provisions continued

#### Significant accounting estimates and assumptions continued

The environmental rehabilitation provision increased by R123 million, resulting mainly from the decrease in the discount rate, partially offset by revised closure cost estimates and changes in the remaining lives of both mines, with the full increase recognised in the statement of profit or loss.

The decommissioning provision decreased by R92 million. Of this decrease, R86 million was recognised within property, plant and equipment, and R6 million was charged in the statement of profit or loss.

The movement in the provisions decreased profits attributable to the owners of Kumba by R65 million (2024: R233 million increase). This movement resulted in a decrease in profits attributable to the owners of Kumba of R0.20 per share (2024: increase of R0.73 per share).

The carrying value of the closure provisions is sensitive to changes in the estimates and assumptions used in its measurement. If the real discount rates for Sishen and Kolomela had been 1% higher than management's estimate, the provision would have decreased by R330 million and R104 million, respectively (2024: R328 million). On the other hand, if the discount rate for Sishen and Kolomela had been 1% lower than management's estimate, the provision would have increased by R399 million and R122 million, respectively (2024: R389 million).

### 10. Deferred tax liabilities

Rand million	2025	2024
<b>Deferred tax liabilities</b>		
Reconciliation:		
Balance at the beginning of the year	14,106	11,860
Prior year adjustment	(80)	(46)
Current year charge	1,188	2,292
<b>Balance at the end of the year</b>	<b>15,214</b>	<b>14,106</b>
<b>Deferred tax liabilities attributable to the following temporary differences:</b>		
Property, plant and equipment	16,056	15,033
Environmental rehabilitation provision	(807)	(738)
Decommissioning provision	(132)	(150)
Environmental rehabilitation trust asset	326	267
Leave pay accrual	(84)	(108)
Share-based payments	313	316
Provisions <sup>1</sup>	(425)	(487)
Prepayments	(55)	25
Lease liabilities	22	(52)
<b>Total deferred tax liabilities</b>	<b>15,214</b>	<b>14,106</b>

<sup>1</sup> The amount mainly consists of provisions for expected credit losses and bonuses.

## Notes to the annual financial statements continued

for the year ended 31 December

### 11. Trade and other payables and contract liabilities

Rand million	2025	2024
Trade payables <sup>1</sup>	9,230	6,960
Other payables <sup>2</sup>	2,450	1,894
Leave pay accrual	314	417
<b>Total trade and other payables (excluding contract liabilities)</b>	<b>11,994</b>	<b>9,271</b>
Contract liabilities <sup>3</sup>	482	449
<b>Total trade and other payables (including contract liabilities)</b>	<b>12,476</b>	<b>9,720</b>
<b>Currency analysis of trade and other payables and contract liabilities</b>		
Rand	11,564	8,797
US dollar	877	884
Other <sup>4</sup>	35	39
	<b>12,476</b>	<b>9,720</b>

<sup>1</sup> The balance consists of trade payables measured at amortised cost of R9,108 million (2024: R6,667 million) and trade payables measured at fair value of R122 million (2024: R293 million).

<sup>2</sup> Other payables mainly comprise a short-term incentive accrual of R685 million (2024: R507 million), freight costs payable of R595 million (2024: R406 million), mineral royalty payable of R300 million (2024: R93 million), unclaimed dividends of R269 million (2024: R267 million), and an accrual for employee benefit costs of R68 million (2024: R77 million).

<sup>3</sup> The full amount of R449 million in relation to the contract liabilities at 31 December 2024 was recognised as revenue during 2025.

<sup>4</sup> "Other" mainly comprises payables denominated in Singapore dollars.

Trade payables are non-interest-bearing and are generally on 60-day payment terms.

#### Net settlement arrangement

As disclosed in note 7, the group has a contractual net settlement arrangement that does not meet the offsetting criteria outlined in IAS 32 *Financial Instruments: Presentation*. The gross amount for the trade payable is therefore presented within trade and other payables in the statement of financial position, although the related cash flows will be settled on a net basis. The amounts subject to the net settlement arrangement are as follows:

Rand million	Gross amounts recognised	Amounts subject to net settlement arrangements <sup>1</sup>	Net amount
Other receivable	406	(406)	–
Trade payable	(762)	270	(492)
<b>Net amounts</b>	<b>(356)</b>	<b>(136)</b>	<b>(492)</b>

<sup>1</sup> The other receivable as per the net settlement arrangement amounts to R406 million, of which R270 million was eligible to be settled on a net basis at the reporting date, with the remaining R136 million eligible to be settled on a net basis in 2026.

The net settlement arrangement applies only to these balances.

# Annexure 1 continued

Group  
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## Notes to the annual financial statements continued

for the year ended 31 December

### 12. Revenue

Rand million	2025	2024
Sale of iron ore	60,955	66,818
Services rendered - shipping	6,924	8,182
<b>Total revenue from contracts with customers</b>	<b>67,879</b>	<b>75,000</b>
Revenue from other sources <sup>1</sup>	2,198	(6,471)
<b>Total revenue as per statement of profit or loss</b>	<b>70,077</b>	<b>68,529</b>
<b>Geographical analysis of revenue from contracts with customers</b>		
Domestic - South Africa	—	1
Export	67,879	74,999
China	39,674	40,204
Rest of Asia	15,428	18,150
Europe	12,669	16,109
Rest of Africa and Americas	108	536
<b>Total revenue from contracts with customers</b>	<b>67,879</b>	<b>75,000</b>

<sup>1</sup> Revenue from other sources comprises a net gain on financial instruments of R2,032 million (2024: net loss of R5,252 million) and subsequent movements in provisionally priced sales of R166 million (net gain) (2024: R1,219 million (net loss)). The net gain on financial instruments includes net gains on derivatives relating to undelivered physical cargo of R382 million (2024: net loss of R1,123 million).

Revenue from contracts with customers comprises sales of iron ore and shipping services rendered.

Disaggregation of revenue from contracts with customers:

Rand million	Products		Services	Total
	Sishen mine	Kolomela mine	Shipping operations	
<b>2025</b>				
Total segment revenue (refer to note 1)	44,523	18,630	6,924	70,077
Less: Revenue from other sources (net gain)	(1,520)	(678)	—	(2,198)
<b>Revenue from contracts with customers</b>	<b>43,003</b>	<b>17,952</b>	<b>6,924</b>	<b>67,879</b>
<b>2024</b>				
Total segment revenue (refer to note 1)	44,070	16,277	8,182	68,529
Add: Revenue from other sources (net loss)	4,610	1,861	—	6,471
<b>Revenue from contracts with customers</b>	<b>48,680</b>	<b>18,138</b>	<b>8,182</b>	<b>75,000</b>

### 13. Other operating income

Rand million	2025	2024
Penalty income	942	—
<b>Other operating income</b>	<b>942</b>	<b>—</b>

This amount relates to a take-or-pay penalty income from a service provider for logistics underperformance. The related receivable has been disclosed in note 7.

# Notes to the annual financial statements continued

for the year ended 31 December

## 14. Operating expenses

Rand million	Notes	2025	2024
<b>Cost by nature:</b>			
Raw materials and consumables		2,395	2,011
Net movement in finished product and WIP inventories		(909)	1,575
Net (reversal of)/increase in inventory provision <sup>1</sup>		(528)	71
Contractors' expenses		3,530	3,460
Deferred stripping costs capitalised		(4,135)	(3,238)
Staff costs	15	7,081	6,706
Salaries and wages		6,145	5,698
Equity-settled share-based payments	22	238	155
Cash-settled share-based payments		(16)	44
Termination benefits		2	149
Pension and medical aid contributions	16	712	660
Mineral royalty		1,714	1,631
Transportation and selling costs		8,549	7,913
Shipping services rendered		6,839	7,998
Depreciation of property, plant and equipment		6,165	5,713
Mineral properties	2	11	11
Residential buildings	2	85	106
Buildings and infrastructure	2	477	450
Machinery, plant and equipment	2	3,828	3,349
Mineral exploration, site preparation and development	2	1,652	1,644
Right-of-use assets	3	112	153
Repairs and maintenance		3,771	3,453
Legal fees		37	28
Consulting fees		300	438
Auditors' remuneration		17	17
Audit fees		14	14
Other services		3	3
Insurance cost		198	225
Technical services and project studies		342	240
Lease expenses	3	460	686
Sub-lease rentals received		(55)	(59)
Other expenses <sup>2</sup>		3,115	2,267
Petroleum products		3,032	2,860
Net loss/(gain) on disposal and scrapping of property, plant and equipment		232	(1)
Net finance losses/(gains)	17	228	(350)
Energy costs		836	745
Own work capitalised <sup>3</sup>		(232)	(73)
Corporate costs		2,251	1,789
<b>Total operating expenses</b>		<b>45,233</b>	<b>46,105</b>

<sup>1</sup> The net reversal of inventory provision comprises the decrease of R401 million for non-current WIP inventory (2024: Rnil) and R127 million (2024: increase in provision of R71 million) for plant, spares and stores. Refer to note 6 for further details.

<sup>2</sup> "Other expenses" include administrative expenses, equipment hire, shuttle services, professional fees, rehabilitation costs and general labour.

<sup>3</sup> Relates to operating expenses incurred during the year that were capitalised to property, plant and equipment. These costs met the qualifying criteria for capitalisation.

# Annexure 1 continued

Group  
Notes to the consolidated annual financial statements

## Notes to the annual financial statements continued

for the year ended 31 December

### 15. Other items included in operating profit

Rand million	2025	2024
<b>Operating profit includes the following amounts:</b>		
Staff costs (excluding directors' and Prescribed officers' remuneration)	6,992	6,611
Employee expenses	6,768	6,263
Net restructuring costs	2	149
Share-based payment expenses	222	199
Directors' emoluments (refer to note 35)	52	41
Executive directors	39	30
Emoluments received as directors of the Company	25	18
Bonuses and cash incentives	14	12
Non-executive directors – emoluments received as directors of the Company	13	11
Prescribed officers' remuneration (excluding executive directors – refer to note 35)	37	55
<b>Total</b>	<b>7,081</b>	<b>6,707</b>

### 16. Employee benefits: defined contribution funds

#### 16.1 Retirement fund

At the end of 2025 and 2024, the following independent funds providing pension and other benefits were in existence:

- Kumba Iron Ore Selector Provident Fund<sup>1</sup>
- Iscor Employees Umbrella Provident Fund

Members pay contributions of 7% and an employer's contribution of 12% is expensed as incurred. All funds are governed by the South African Pension Funds Act of 1956. Membership of each fund and employer contributions to each fund were as follows:

	2025		2024	
	Working members (number)	Employer contributions (Rand million)	Working members (number)	Employer contributions (Rand million)
Kumba Iron Ore Selector Provident Fund	3,376	273	3,055	243
Iscor Employees Umbrella Provident Fund	2,571	147	2,608	148
<b>Total</b>	<b>5,947</b>	<b>420</b>	<b>5,663</b>	<b>391</b>

<sup>1</sup> Fund was renamed from Kumba Iron Ore Selector Pension and Provident Funds to Kumba Iron Ore Selector Provident Fund.

Due to the nature of these funds, the accrued liabilities equate to the total assets under control of these funds.

#### 16.2 Medical funds

The group contributes to medical aid schemes for the benefit of permanent employees and their dependants. The contributions charged against income amounted to R292 million (2024: R269 million). The group has no obligation to fund post-retirement medical aid contributions for current or retired employees.

### 17. Net finance losses/(gains)

Rand million	2025	2024
Finance gains recognised in operating profit:		
Net foreign currency gains <sup>1</sup>	529	(218)
Net fair value gains on financial assets measured at FVTPL <sup>2</sup>	(301)	(132)
<b>Net finance losses/(gains)</b>	<b>228</b>	<b>(350)</b>

<sup>1</sup> This amount consists of R54 million realised net losses (2024: R190 million net losses) on foreign currency and R475 million unrealised net losses (2024: R408 million net gain) on foreign currency.

<sup>2</sup> This amount mainly comprises a R218 million net fair value gain (2024: R112 million net fair value gain) on investments held by the environmental trust (refer to note 4) and a R78 million fair value gain (2024: R18 million gain) on a long-term loan receivable measured at FVTPL.

## Notes to the annual financial statements continued

for the year ended 31 December

### 18. Net finance income

Rand million	Notes	2025	2024
Interest expense		795	434
Finance costs on leases	3	24	30
Unwinding of discount on provisions	9	159	121
Borrowing costs capitalised	2	(71)	(75)
Total finance costs		907	510
Total finance income		(1,382)	(800)
Interest received on cash and cash equivalents		(739)	(683)
Other interest received <sup>1</sup>		(643)	(117)
<b>Net finance income</b>		<b>(475)</b>	<b>(290)</b>

<sup>1</sup> This amount relates to interest received from SARS.

### 19. Taxation

Rand million	2025	2024
<b>Taxation expense</b>		
Current taxation	5,967	5,129
Deferred taxation	1,108	2,246
	7,075	7,375
<b>Charges to the statement of profit or loss</b>		
South African normal taxation		
Current year	5,597	4,617
Prior year	(174)	156
Foreign taxation <sup>1</sup>		
Current year	544	360
Prior year	—	(4)
<b>Income taxation</b>	<b>5,967</b>	<b>5,129</b>
<b>Deferred taxation</b>		
Current year	1,188	2,292
Prior year	(80)	(46)
	7,075	7,375

There was no tax adjustment required for the group relating to Pillar 2 taxes for the year ended 31 December 2025.

	2025	2024
<b>Reconciliation of taxation rates</b>	%	%
Taxation as a percentage of profit before taxation	27.0	27.7
Taxation effect of:		
Rate difference between South African and foreign subsidiaries <sup>1</sup>	0.1	(0.1)
Disallowable expenditure <sup>2</sup>	(1.1)	(0.2)
Prior year under/(over) provision	1.0	(0.4)
Standard taxation rate	27.0	27.0

<sup>1</sup> This relates to tax incurred in the United Kingdom where the tax rate is 25%.

<sup>2</sup> This relates mostly to learnership expenses, legal fees mainly relating to outside services, consulting and donations.

# Annexure 1 continued

Group  
Notes to the consolidated annual financial statements

## Notes to the annual financial statements continued

for the year ended 31 December

### 20. Earnings and headline earnings per share

Attributable EPS is calculated by dividing the profit or loss attributable to shareholders of Kumba by the weighted average number of ordinary shares in issue for the year, excluding ordinary shares purchased by the group and held as treasury shares.

For the diluted EPS, the weighted average number of ordinary shares in issue is adjusted to assume conversion of all potential dilutive ordinary shares, as a result of share options granted to employees under the employee share incentive schemes. A calculation is performed to determine the number of shares that could have been acquired at fair value, determined as the average annual market share price of the Company's shares based on the monetary value of the subscription rights attached to the outstanding share options.

Rand million	2025	2024
Profit attributable to equity holders of Kumba	14,611	14,699
<b>Number of shares</b>		
Weighted average number of ordinary shares in issue	320,625,822	320,883,243
Potential dilutive effect of outstanding share options <sup>1</sup>	964,680	789,464
Diluted weighted average number of ordinary shares in issue	321,590,502	321,672,707

<sup>1</sup> The dilution adjustment of 964,680 shares at 31 December 2025 (2024: 789,464) is a result of the share options granted under the various employee share incentive schemes. Refer to Annexure 3 for details of the group's share option schemes.

### Reconciliation of headline earnings

The calculation of HEPS is based on the basic EPS calculation adjusted for the following items:

Rand million	2025		2024	
	Gross adjustment	Net attributable	Gross adjustment	Net attributable
Profit attributable to equity holders of Kumba	14,611	14,611	14,699	14,699
Impairment reversal	—	—	(3,940)	(2,203)
Net loss/(gain) on disposal and scrapping of property, plant and equipment	232	129	(1)	(1)
	14,843	14,740	10,758	12,495
Taxation effect of adjustments	(63)	—	1,052	—
Non-controlling interest adjustments	(40)	—	685	—
<b>Headline earnings</b>	<b>14,740</b>	<b>14,740</b>	<b>12,495</b>	<b>12,495</b>

Rand	2025	2024
<b>Attributable EPS</b>		
Basic	45.57	45.81
Diluted	45.43	45.70
<b>HEPS</b>		
Basic	45.97	38.94
Diluted	45.83	38.84

## Notes to the annual financial statements continued

for the year ended 31 December

### 21. Share capital and share premium (including treasury shares)

Number of shares	2025	2024
<b>Authorised</b>		
Ordinary shares of R0.01 each	500,000,000	500,000,000
<b>Issued</b>		
Ordinary shares of R0.01 each	322,085,974	322,085,974
<b>Reconciliation of issued shares</b>		
Number of shares at the beginning of the year	322,085,974	322,085,974
Number of shares at the end of the year	322,085,974	322,085,974
<b>Reconciliation of shares held in reserve (unissued shares)</b>		
Authorised shares at the beginning of the year not issued	177,914,026	177,914,026
<b>Unissued shares at the end of the year</b>	<b>177,914,026</b>	177,914,026

No new shares were issued during 2025 and 2024.

The unissued shares are placed under the control of the directors of Kumba until the next AGM. All issued shares are fully paid up. There are no rights, preferences or restrictions attached to these shares.

#### Reconciliation of treasury shares held

Number of shares	2025	2024
Balance at the beginning of the year	1,216,978	1,134,326
Purchased during the year	951,026	527,646
Issued to employees under the Bonus and Retention Share Plan (BRP), SIOC Employee Share Ownership Plan Trust (Semela) and the Performance Share Plan (PSP)	(387,271)	(444,994)
<b>Number of treasury shares at the end of the year</b>	<b>1,780,733</b>	1,216,978

All treasury shares are held in respect of employee share schemes and are available for utilisation for the purposes of these schemes, as disclosed in note 22. At 31 December 2025, all treasury shares were held as conditional share awards under the BRP, Semela and PSP.

Total treasury shares purchased during the year were acquired by the Semela scheme (460,514 shares) and SIOC (490,512 shares). No treasury shares reverted to "authorised but unissued" during the year.

Rand million	2025	2024
<b>Reconciliation of share capital and premium (net of treasury shares)</b>		
Balance at the beginning of the year	(190)	(232)
Net movement in treasury shares under employee share incentive schemes	(131)	42
Purchase of treasury shares under employee share incentive schemes <sup>1</sup>	(310)	(241)
Shares issued to employees under employee share incentive schemes	179	283
Balance at the end of the year	(321)	(190)
Comprises:		
Share capital	3	3
Share premium	364	364
Treasury shares	(688)	(557)
<b>Balance at the end of the year</b>	<b>(321)</b>	(190)

<sup>1</sup> The average price paid for the purchase of treasury shares in 2025 was R341.55 per share (2024: R457.38 per share).

# Annexure 1 continued

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Notes to the consolidated annual financial statements

## Notes to the annual financial statements continued

for the year ended 31 December

### 22. Equity-settled share-based payment reserve

Rand million	2025	2024
Balance at the beginning of the year	292	357
Equity-settled share-based payment expense	238	155
Employee share incentive schemes:		
Karolo	23	38
Semela	107	55
PSP	26	(9)
BRP	82	71
Vesting of shares under employee share incentive schemes	(185)	(220)
<b>Balance at the end of the year</b>	<b>345</b>	<b>292</b>

Refer to Annexure 3: Equity-settled share-based payment schemes for the description, detailed movements and valuation assumptions for each share scheme for the year under review.

### 23. Non-controlling interests

Rand million	2025	2024
Balance at the beginning of the year	16,485	16,203
Profit for the year	4,546	4,576
Exxaro Resources Limited	3,952	3,978
SIOC Community Development Trust	594	598
Dividends paid	(3,757)	(4,302)
Exxaro Resources Limited	(3,266)	(3,741)
SIOC Community Development Trust	(491)	(561)
Interest in movement in equity reserves	(205)	8
Foreign currency translation reserve	(205)	8
	<b>17,069</b>	<b>16,485</b>

Details relating to non-controlling interests are disclosed in note 33.

### 24. Cash generated from operations

Rand million	2025	2024
<b>Operating profit</b>	<b>25,758</b>	<b>26,361</b>
Adjusted for:		
Depreciation of property, plant, equipment and right-of-use assets	6,165	5,713
Movement in provisions	83	(403)
Unrealised foreign currency revaluations and fair value adjustments	740	(801)
Loss/(profit) on disposal and scrapping of property, plant and equipment	232	(1)
Impairment reversal	—	(3,940)
Expected credit losses	28	—
WIP inventory adjustments <sup>1</sup>	(1,016)	—
Other non-cash movements	34	—
Movement in non-current financial assets and prepayments	3	11
Equity-settled share-based payment expenses	238	155
<b>Cash flows from operations</b>	<b>32,265</b>	<b>27,095</b>
Working capital movements:		
(Increase)/decrease in inventories	(720)	2,283
(Increase)/decrease in trade and other receivables	(1,527)	5,281
Increase in trade and other payables	2,430	132
<b>Cash generated from operations<sup>2</sup></b>	<b>32,448</b>	<b>34,791</b>

<sup>1</sup> This amount consists of non-cash movements in inventory relating to WIP inventory change in estimate of R615 million and movement in historical WIP stockpile provision of R401 million. Refer to note 6 for further details.

<sup>2</sup> The group presents its statement of cash flows using the direct method. The above note has been included as additional information.

## Notes to the annual financial statements continued

for the year ended 31 December

### 25. Net finance income received

Rand million	Notes	2025	2024
Net finance income per the statement of profit or loss		475	290
Adjusted for:			
Notional interest on provisions	9	159	121
Borrowing costs capitalised	2	(71)	(75)
Movement in interest receivable		(34)	17
Movement in interest payable		(3)	(7)
		526	346
Finance income received		1,348	817
Finance costs paid		(822)	(471)
		526	346

### 26. Taxation paid

Rand million	2025	2024
Taxation (assets)/liabilities at the beginning of the year	(551)	206
Income taxation per the statement of profit or loss (refer to note 19)	5,967	5,129
Translation of taxation for foreign operations	(10)	(8)
Taxation asset at the end of the year	467	551
<b>Taxation paid per the statement of cash flows</b>	<b>5,873</b>	<b>5,878</b>
<b>Comprising normal taxation:</b>		
South Africa	5,516	5,313
Foreign operations	357	565
	5,873	5,878

### 27. Dividends paid

Rand million	2025	2024
Dividends paid to owners of Kumba	11,756	13,840
Dividends paid to non-controlling shareholders	3,757	4,302
<b>Total dividends per the statement of changes in equity</b>	<b>15,513</b>	<b>18,142</b>

### 28. Additions to property, plant and equipment

Rand million	2025	2024
Investments to expand operations	1,800	1,260
Investments to maintain operations	4,476	4,502
Deferred stripping costs capitalised	4,135	3,238
Total capital expenditure for the year	10,411	9,000
(Increase)/decrease in capital creditors <sup>1</sup>	(380)	673
Additions per the statement of cash flows	10,031	9,673

<sup>1</sup> This amount relates to capital expenditure incurred during the year which had not been paid as at the reporting date, net of any prior year capital expenditure paid during the year.

# Annexure 1 continued

Group  
Notes to the consolidated annual financial statements

## Notes to the annual financial statements continued

for the year ended 31 December

### 29. Guarantees and regulatory update

#### 29.1 Guarantees

Rand million	2025	2024
Environmental closure liability guarantees obtained in favour of the DMPR	6,516	6,521
Operational guarantees obtained in favour of the DMPR	8	8
Other guarantees	41	40
	6,565	6,569

#### Environmental obligations

Total guarantees provided in favour of the DMPR in respect of the group's undiscounted environmental closure liabilities at 31 December 2025 were R6.5 billion (2024: R6.5 billion). No additional guarantees were provided in favour of the DMPR during the year as there was a surplus of R838 million at 31 December 2024.

Undiscounted closure costs increased by R427 million during the year. This, together with the cancellation of a R5 million guarantee, partially offset by an increase of R218 million in the trust fund investment, has resulted in a surplus of R624 million at December 2025 in respect of guarantees provided to the DMPR for both mines.

#### 29.2 Regulatory update

##### National Environmental Management Act (NEMA)

The Minister of Forestry, Fisheries and the Environment has determined that requirements for making financial provision to manage, rehabilitate and remediate environmental impacts from mining operations will be regulated under NEMA and no longer under the current Mineral and Petroleum Resources Development Act. This agreement has been formalised by amending the relevant environmental, water and mining legislation. The financial provisioning regulations were published on 20 November 2015, and further proposed material amendments were gazetted on 10 November 2017, 17 May 2019 and 30 August 2021. The effective date for NEMA regulations has been extended to a date yet to be published. These amendments are expected to result in the provision of additional funding for the undiscounted closure costs.

### 30. Commitments

#### Lease commitments<sup>1</sup>

This relates to future cash outflows that Kumba is exposed to that are not reflected in the measurement of the lease liabilities. This includes exposure from variable lease payments for certain equipment items and lease payments for low-value equipment items.

Rand million	2025	2024
<b>The undiscounted future cash outflows not reflected in the measurement of the lease liabilities are as follows:</b>		
<b>Plant and equipment</b>		
Within 1 year	1	49
Between 1 and 2 years	—	10
Between 2 to 5 years	—	—
<b>Total lease commitments</b>	<b>1</b>	<b>59</b>

<sup>1</sup> Certain lease agreements include variable lease payments, which amounted to R459 million at 31 December 2025 (2024: R686 million). These payments, based on rates per tonne drilled or hauled, are recognised in profit or loss as incurred and expose Kumba to variability in future cash flows.

# Notes to the annual financial statements continued

for the year ended 31 December

## 31. Update on the SARS litigation matter

On 5 March 2025, the SCA handed down its judgment on the dispute with SARS relating to the deductibility of certain expenditure incurred by SIOC during the 2012 to 2014 years of assessment and claimed as deductions for income tax purposes. The SCA ruled in favour of SIOC, except for certain legal costs which the court found to be non-deductible for income tax.

On 27 March 2025, SARS filed its Notice of Application for Leave to Appeal with the Constitutional Court to appeal against the SCA judgment. SIOC subsequently filed its Notice of Intention to Oppose SARS's Leave to Appeal with the Constitutional Court on 9 April 2025. On 1 December 2025, the Constitutional Court rejected SARS's Application for Leave to Appeal.

All SARS audits relating to this matter, which had been held in abeyance pending the outcome of the appeal to the Constitutional Court, have been terminated and those years have now prescribed.

## 32. Events after the reporting period

### 32.1 Dividends

A final cash dividend of R15.43 per share was declared by the Board on 18 February 2026 from profits accrued during the financial year ended 31 December 2025. The total cash dividend for the year amounts to R32.03 per share. The estimated total cash flow of the final Kumba dividend, payable on 16 March 2026, is R4.9 billion.

### 32.2 Other

The directors are not aware of any other matters or circumstances arising since the end of the year and up to the date of this report, not otherwise dealt with in this report.

## 33. Related-party transactions

During the year, the Company and its subsidiaries, in the ordinary course of business, entered into various sales and purchases of goods and service transactions with the group's related parties, as detailed below. The effect of these transactions is included in the results of the group.

### Shareholders

The principal shareholders of the Company are detailed under shareholder analysis on pages 118 and 119.

### Ultimate holding company

Anglo American plc is the ultimate holding company of the group, through its 100% held subsidiary, Anglo South Africa Proprietary Limited.

### Subsidiaries of ultimate holding company

The Company regularly transacts with its fellow subsidiaries. The most significant transactions are the shipping arrangements entered into with Anglo American Shipping Private Limited, the clearing of funds being repatriated to South Africa that are placed on short-term deposit with Anglo American Capital Proprietary Limited and corporate office recharges for services performed.

Anglo American SA Finance Proprietary Limited acts as an agent for the Company and the group in respect of all foreign exchange transactions and performs a back-office treasury function for the group. Short-term cash deposits are placed with the entity, and funds are drawn down from this entity in the form of borrowings when required, resulting in both interest paid and interest received from Anglo American SA Finance Proprietary Limited.

# Annexure 1 continued

Group  
Notes to the consolidated annual financial statements

## Notes to the annual financial statements continued

for the year ended 31 December

### 33. Related-party transactions continued

#### Holding company

Anglo South Africa Proprietary Limited holds a 69.71% interest in the Company (2024: 69.71%).

#### Fellow subsidiaries

The Company regularly transacts with Anglo Corporate Services South Africa Proprietary Limited in respect of the centralised services it provides to Anglo American plc group companies, including the Kumba group.

#### Subsidiaries of the Company

Details of investments in, and loans to, subsidiaries are disclosed in Annexure 1.

#### Sale of an indirect subsidiary to a related party

During the year, SIOC disposed of its 100% interest in Solar SPV Proprietary Limited to Envusa Energy for a nominal consideration of R100. The subsidiary was dormant and had no assets or liabilities at the date of disposal, and accordingly an immaterial gain arose from the transaction.

Envusa Energy is a joint venture between Anglo American plc and a third party.

#### Associates and joint arrangements

Details of investments in associates and joint arrangements are disclosed in Annexure 2.

#### Entities with significant influence over SIOC

Exxaro Resources Limited is SIOC's 20.37% BEE shareholder, representing Exxaro Resources Limited's legal shareholding in SIOC. Details of dividends paid to Exxaro Resources Limited as well as its proportionate share of earnings for the year are detailed in note 23.

#### Special purpose entities (SPEs)

The group controls the following SPEs which are consolidated:

Entity	Nature of business
Kumba Iron Ore Rehabilitation Trust	Trust fund for mine closure
Kumba Bonus Share Plan (BSP) Trust	Share incentive scheme administrator
SIOC Employee Benefit Trust (Karlolo)	Share incentive scheme administrator
SIOC Employee Share Ownership Plan Trust (Semela)	Share incentive scheme administrator

#### Directors, senior management and Prescribed officers

Details relating to the remuneration and shareholdings (including share options) of the Company's directors and the group's Executive Committee and Prescribed officers are disclosed in note 35.

# Notes to the annual financial statements continued

for the year ended 31 December

## 33. Related-party transactions continued

### Transactions and balances held with related parties

Rand million	2025	2024
<b>Anglo American SA Finance Proprietary Limited</b>		
Short-term deposit held with Anglo American SA Finance Proprietary Limited		
– Deposit balance	3,582	1,101
– Weighted average interest rate (%)	7.53	9.37
Interest earned during the year	250	86
Interest receivable	35	1
Uncommitted facilities held with Anglo American SA Finance Proprietary Limited	8,200	8,200
Interest incurred during the year	4	20
Interest payable	–	2
<b>Anglo American Capital plc</b>		
Short-term deposit held with Anglo American Capital plc		
– Deposit balance	9,362	13,018
– Weighted average interest rate (%)	4.25	5.17
Interest earned during the year	358	491
Committed debt facilities held with Anglo American Capital plc	8,468	9,552
Uncommitted debt facilities held with Anglo American Capital plc	9,962	11,238
Commitment fees incurred during the year	39	48
<b>Anglo Corporate Services South Africa Proprietary Limited</b>		
Purchase of goods and services: Corporate operations (including shared services)	1,834	1,376
Insurance receivable	74	90
Trade payables	2,468	1,522
Long-term receivables	115	115
<b>Anglo American Marketing Limited</b>		
Cash and cash equivalents held with Anglo American Marketing Limited	1,486	1,758
Net gain/(loss) on trading activities realised	2,096	(5,215)
Trade receivables	–	39
Trade payables	141	150
Sale of goods and services	1,134	1,614
Interest received <sup>1</sup>	58	123
Purchase of services <sup>1</sup>	439	574
<b>Anglo American Shipping Private Limited</b>		
Shipping services provided by Anglo American Shipping Private Limited	6,839	7,998
Shipping commitments	–	173
Transportation and selling costs	160	–
Net loss on trading activities	–	37
Trade receivables	477	431
Trade payables	595	406
<b>Anglo American Shipping Private Limited UK</b>		
Shipping services provided by Anglo American Shipping Private Limited UK Branch	47	–
<b>Anglo American Rand Capital</b>		
Committed debt facilities held with Anglo American Rand Capital	8,000	8,000
Commitment fees incurred during the year	31	44
<b>Anglo South Africa Proprietary Limited</b>		
Dividends paid to Anglo South Africa Proprietary Limited	8,196	9,648
<b>Exxaro Resources Limited</b>		
Dividends paid to Exxaro Resources Limited	3,266	3,741
Purchase of goods and services <sup>2</sup>	73	2
<b>Essential Prospects 101 Proprietary Limited</b>		
Cost recoveries for services rendered by SIOC <sup>1</sup>	*	(1)
Other receivables for cost recoveries	108	108
<b>OUF Proprietary Limited</b>		
Other receivables	2	–

<sup>1</sup> The disclosure in the comparative year has been updated to include all other material items of income or expenses to provide more information about related-party trading activities.

<sup>2</sup> Goods purchased from and services rendered by Exxaro Resources Limited consisted of ferrosilicon purchases and directors' fees.

# Annexure 1 continued

Group  
Notes to the consolidated annual financial statements

\* The amount for the period is less than R1 million.

## Notes to the annual financial statements continued

for the year ended 31 December

### 33. Related-party transactions continued

#### Maturity analysis of shipping services commitments:

Rand million	2025	2024
Future commitments under contracts for affreightment are as follows:		
Within 1 year	–	173
	–	173

#### Entities with significant non-controlling interests

SIOC is the only consolidated subsidiary with non-controlling interests. SIOC is incorporated in South Africa.

The non-controlling interests are as follows:

Exxaro Resources Limited	20.37% (2024: 20.37%)
SIOC Community Development Trust	3.06% (2024: 3.06%)

The non-controlling interests in the consolidated financial statements are as follows:

Rand million	2025	2024
Profit for the year allocated to non-controlling interests	4,546	4,576
Accumulated non-controlling interests at the end of the year	17,069	16,485

Rand million	2025	2024
<b>Statement of profit or loss</b>		
Revenue	58,993	56,225
Other operating income	942	–
Operating expenses	(36,589)	(36,103)
Impairment reversal	–	3,940
Expected credit losses on financial assets	(37)	(16)
Operating profit	23,309	24,046
Net finance income	49	(245)
Income from investments	4,765	4,694
Profit before taxation	28,123	28,495
Taxation	(6,500)	(6,997)
<b>Profit for the year</b>	<b>21,623</b>	<b>21,498</b>
<b>Statement of financial position</b>		
Non-current assets	73,882	67,762
Current assets	22,667	20,702
<b>Total assets</b>	<b>96,549</b>	<b>88,464</b>
Shareholders' equity	66,272	60,494
Non-current liabilities	18,806	17,395
Current liabilities	11,471	10,575
<b>Total equity and liabilities</b>	<b>96,549</b>	<b>88,464</b>
<b>Statement of cash flows</b>		
Cash flows from operating activities	29,621	30,958
Cash flows utilised in investing activities	(9,890)	(9,623)
Cash flows utilised in financing activities	(17,718)	(20,490)
<b>Net increase in cash and cash equivalents</b>	<b>2,013</b>	<b>845</b>

# Notes to the annual financial statements continued

for the year ended 31 December

## 34. Financial risk management

The group is exposed to credit risk, liquidity risk and market risk (commodity price risk, foreign exchange risk and interest rate risk) from the use of financial instruments. Overall responsibility for establishment and oversight of the risk management framework rests with the Board of directors. The Board, through its various sub-committees, is responsible for the development, monitoring and communication of the processes for managing risk across the group.

The group maintains an integrated, enterprise-wide risk management programme. The group applies a logical, systematic and repetitive methodology to identify, analyse, assess, treat and monitor all risks, whether they are insurable or not. The risk management process is continuous, with well-defined steps that support better decision-making by contributing a greater insight into risks and their impacts. Risks from all sources are identified and once they pass the materiality threshold, a formal process begins in which various factors and consequences are identified and the correlation with other risks and the current risk mitigating strategy is reviewed. One of the challenges is to ensure that mitigating strategies are geared to deliver reliable and timely risk information to support better decision-making.

The risk assessment and reporting criteria are designed to provide the Executive Committee, via the Management Risk Committee and the Board, with a consistent, enterprise-wide perspective of the key risks. The reports, which are submitted monthly to the Executive Committee and quarterly to the Management Risk Committee and the Board, include an assessment of the likelihood and impact of risks materialising, as well as risk mitigation initiatives and their effectiveness, risk appetite and tolerance.

In conducting its review of the effectiveness of risk management, the Board considers the key findings from the ongoing monitoring and reporting processes within the combined assurance framework as well as from management. The Board also takes into account material changes and trends in the risk profile and considering whether the control system, including reporting, adequately supports the Board in achieving its risk management objectives.

SIOC, in conjunction with Anglo American SA Finance Proprietary Limited, provides a treasury function to the group, co-ordinates access to domestic and international financial markets, and manages the financial risks relating to the group's operations.

The group utilises derivative instruments to manage certain market risk exposures, however, it chooses not to designate derivatives as hedges for accounting purposes. Such derivatives are classified as FVTPL and the fair value movements are recorded in the group's statement of profit or loss.

The majority of the group's sales are index-linked to the Platts Iron Ore Index. Iron ore derivatives are entered into by the group's marketing division to manage this price risk. Derivatives are linked to sales made to customers. A quotational period mismatch generally arises because physical trades and derivative hedges reference different pricing periods. These derivatives allow the group to more closely align prices achieved from sales transactions with reference prices set by the group. Margin accounts are used to manage risks related to the derivatives. The initial margins under a derivative contract with a related party, which are required to be held for trading, are included in cash and cash equivalents (refer to note 8).

The use of derivative instruments is subject to limits and the positions are regularly monitored and reported to the Executive Committee.

# Annexure 1 continued

Group  
Notes to the consolidated annual financial statements

## Notes to the annual financial statements continued

for the year ended 31 December

### 34. Financial risk management continued 34.1 Measurement basis of financial instruments

Rand million	Notes	FVTPL <sup>1</sup>	Amortised cost	Total
<b>2025</b>				
<b>Financial assets</b>				
Investments held by the environmental trust	4	1,207	—	1,207
Trade receivables	7	1,384	424	1,808
Long-term other receivables	5	136	—	136
Equity investments at FVTPL		9	—	9
Other receivables (excluding VAT and prepayments)	7	—	501	501
Cash and cash equivalents	8	—	15,117	15,117
<b>Financial liabilities</b>				
Trade payables	11	(122)	(9,108)	(9,230)
Other payables (excluding VAT and mineral royalty payable)	11	(14)	(2,153)	(2,167)
		<b>2,600</b>	<b>4,781</b>	<b>7,381</b>
<b>2024</b>				
<b>Financial assets</b>				
Investments held by the environmental trust	4	989	—	989
Trade receivables	7	1,703	770	2,473
Long-term other receivables	5	58	—	58
Equity investments at FVTPL		9	—	9
Other receivables (excluding VAT, prepayments and mineral royalty receivable)	7	29	525	554
Cash and cash equivalents	8	—	16,913	16,913
<b>Financial liabilities</b>				
Lease liabilities	3	—	(193)	(193)
Interest-bearing borrowings	8	—	(2,003)	(2,003)
Trade payables	11	(293)	(6,667)	(6,960)
Other payables	11	(7)	(1,888)	(1,895)
		<b>2,488</b>	<b>7,457</b>	<b>9,945</b>

<sup>1</sup> These financial assets and financial liabilities are mandatorily measured at FVTPL.

# Notes to the annual financial statements continued

for the year ended 31 December

## 34. Financial risk management continued

### 34.2 Credit risk

Credit risk is the risk of financial loss to the group if a counterparty to a financial instrument fails to meet its contractual obligations. The group is exposed to counterparty risk from the investments made by the environmental trust, outstanding customer balances, cash deposits with financial institutions and related parties. The objective of managing credit risk is to avoid losses due to a default by a counterparty, or to minimise losses in the event of a default.

#### 34.2.1 Credit risk policy: Investments and cash and cash equivalents

The group's policy is to strictly limit exposure to individual counterparties by reference to published short-term and long-term credit ratings from recognised credit rating agencies. The group invests in high-quality investments with reputable service providers with long-term investment credit ratings ranging between AA and AA+, based on external credit rating agencies.

The group's exposure and the credit ratings of its counterparties are continuously monitored. The policy requires diversification of credit exposures among these financial institutions and defines acceptable daily settlement limits. Where cash is held by related parties, those related parties manage the external investment of cash in accordance with the group's treasury policy by investing in liquidity funds, bank deposits and government instruments. The related parties are ultimately wholly owned subsidiaries of the ultimate holding company, which has a credit rating of BBB+ based on S&P Global Ratings and Moody's Investors Service ratings.

Individual limits for counterparties whose ratings fall within the credit rating guidelines of the group's policy are approved by the Chief Financial Officer, and for counterparties with ratings outside of the policy guidelines, the limits must be approved by the Board.

#### 34.2.2 Credit risk policy: Trade and other receivables

The group's credit policy is used for the management of counterparty risk associated with trade receivables originating from export and domestic sales contracts. This policy seeks to mitigate and minimise the risk of financial loss should customers become unable to meet their obligations to the group. It defines the requirement for sanctions and compliance reviews, the application of secure payment terms, primarily letters of credit from acceptable banks, as well as credit risk assessments and the establishment of credit limits prior to contracting. Credit limits are reviewed and approved at least annually and the group's exposure to its counterparties is regularly monitored at the appropriate level.

#### 34.2.3 Credit risk exposure

The carrying amount of financial assets represents the group's maximum credit risk exposure.

Rand million	Notes	2025	2024
Trade receivables	7	1,808	2,473
Cash and cash equivalents	8	15,117	16,913
Investment held by the environmental trust	4	1,207	989
Other receivables (excluding VAT and prepayments)	7	501	554

#### Trade and other receivables

The group applies the simplified expected credit loss model for its trade receivable measured at amortised cost, as permitted by IFRS 9 *Financial Instruments*. The expected credit losses on trade and other receivables are estimated for customers on an individual basis by reference to past default experience, credit profiles and financial metrics, adjusted as appropriate for current observable data (refer to note 7).

Other receivables were considered to have similar risk characteristics. No significant increase in credit risk related to other receivables was identified and therefore the expected credit losses were measured at a 12-month expected credit loss applying the general approach.

The receivable subject to a net settlement arrangement, disclosed in note 7, has no significant credit risk exposure as settlement occurs on a net basis against trade payables. Accordingly, the expected credit loss has been assessed as immaterial.

# Annexure 1 continued

Group  
Notes to the consolidated annual financial statements

## Notes to the annual financial statements continued

for the year ended 31 December

### 34. Financial risk management continued

#### 34.2.3 Credit risk exposure continued

##### *Cash and cash equivalents*

The group held cash and cash equivalents of R15,117 million at 31 December 2025 (2024: R16,913 million). Cash and cash equivalents amounting to R12,944 million (2024: R14,119 million) and R1,486 million (2024: R1,758 million) were held with related parties who provide a treasury or trading service to the group (refer to note 33). Where cash is held with Anglo American plc group companies, the related treasury companies manage the external investment of cash in accordance with the Anglo American plc group treasury policy by investing in liquidity funds, bank deposits and government instruments. The funds are managed according to strict policy guidelines with pre-approved limits and counterparties, and are readily available and can be accessed and withdrawn within a period of one to two days.

The group treasury companies are ultimately wholly owned subsidiaries of Anglo American plc, which has a credit rating of BBB+.

#### 34.2.4 Collateral

The group does not hold any other material collateral in respect of its financial assets subject to credit risk.

### 34.3 Liquidity risk

Liquidity risk is the risk that the group will be unable to meet its financial obligations as they become due. The objectives of the group's liquidity risk management processes are to maintain adequate cash and credit facilities to meet all short-term obligations and ensure that the group can meet all known and forecast strategic commitments.

The group's treasury function must maintain cash and committed facilities to meet at least 125% of all known and forecast commitments for the next 18 months using debt instruments as deemed appropriate. As a general rule, it is the group's policy that no security be provided. However, exceptions are allowed on a case-by-case basis where it is required for a transaction to proceed. Facilities creating security or encumbrances over assets need the prior consent of the group's Chief Financial Officer. The group's credit facilities are detailed in note 8.

The group's revolving credit facilities contain financial covenants which state that:

- the ratio of SIOC's consolidated net debt to SIOC's consolidated tangible net worth must not exceed 0.8:1.0
- SIOC's consolidated tangible net worth must not be less than R20 billion at the end of each reporting period

Net debt is defined in the covenant as SIOC's consolidated borrowings less SIOC's unrestricted cash, Kumba International Trading Limited and Kumba Singapore Pte Limited's unrestricted cash in excess of US\$20 million plus its financial indebtedness at the time. Tangible net worth is defined as total equity less any intangible assets.

In line with the agreements, the financial covenants were tested at 30 June 2025 and 31 December 2025 and the group was not in breach of any of its financial covenants during the year and as at 31 December 2025.

The group's debt facilities consist of SIOC's committed R16 billion (2024: R16 billion) revolving credit facilities, which mature in 2029, and SIOC's uncommitted facility of R8.2 billion (2024: R8.2 billion). No amount had been drawn down from the committed facilities as at 31 December 2025 (2024: R2.0 billion). At 31 December 2025, the uncommitted facility was undrawn (2024: undrawn).

In addition, during the 2025 financial year, SIOC's wholly owned subsidiaries, Kumba Singapore Pte Limited and Kumba International Trading Limited, amended and extended their short-term working capital financing facilities which mature in June 2026. The facilities consist of a US\$510 million (R8.5 billion) committed facility and a US\$600 million (R10.0 billion) uncommitted facility. Both facilities were undrawn at 31 December 2025 and 31 December 2024.

Guarantees obtained in favour of third parties must be approved by the group's Executive Committee up to R500 million, and by the Board if the value exceeds R500 million. During the year, no additional group guarantees were provided in respect of the environmental rehabilitation provisions (2024: R1,395 million additional guarantees), as sufficient funding had been provided to the DMPR at 31 December 2024. As at 31 December 2025, total guarantees obtained in favour of third parties amounted to R6.6 billion (2024: R6.6 billion) (refer to note 29.1).

At 31 December 2025, the expected cash flows from trade and other receivables maturing in the short term and cash and cash equivalents were sufficient to meet the obligations associated with the group's financial liabilities as at that date.

# Notes to the annual financial statements continued

for the year ended 31 December

## 34. Financial risk management continued

### 34.3 Liquidity risk continued

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

Maturity profile of the group's financial liabilities

Rand million	Notes	Within 6 months	6 to 12 months	1 to 2 years	3 or more years	Total contractual cash flows
<b>2025</b>						
<b>Financial liabilities</b>						
<b>At amortised cost:</b>						
Trade payables	11	9,108	—	—	—	9,108
Other payables	11	2,436	—	—	—	2,436
		<b>11,544</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>11,544</b>
<b>2024</b>						
<b>Financial liabilities</b>						
<b>At amortised cost:</b>						
Interest-bearing borrowings	8	2,003	—	—	—	2,003
Trade payables	11	6,667	—	—	—	6,667
Other payables	11	2,304	—	—	—	2,304
		<b>10,974</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>10,974</b>

### 34.4 Market risk

Market risk includes foreign exchange risk, interest rate risk and commodity price risk.

All derivative activities are for risk management purposes only and not to engage in speculative transactions. Hedging is conducted in strict compliance with the group's treasury risk policy. The group does not apply any form of hedge accounting.

#### 34.4.1 Foreign exchange risk

The group's earnings are exposed to movements in exchange rates. Kumba's iron ore export prices are determined in US dollars and the group negotiates iron ore prices in that currency with customers. Currency movements of the US dollar against the rand therefore could have a significant effect on the financial position and results of Kumba. Certain operating costs and capital expenditure are also denominated in foreign currencies. The Company's functional currency for the preparation of financial accounts is the South African rand. The group is therefore exposed to foreign exchange risk in respect of non-rand cash flows for revenues, operating costs and capital expenditure. The group aligned both its export and import hedging policies with that of the Anglo American plc group. In line with the policy, hedging requires approval subject to the limit defined in the treasury policy. The hedging of foreign currency exposures on the group's behalf via suppliers and third parties is also prohibited.

It is the group's policy to be fully exposed to operating cost and revenue currency risk, i.e. not to hedge foreign currency operating costs and revenues. The objective of managing currency risk on capital expenditure is to broadly offset foreign currency capital expenditure with the future streams of foreign currency denominated revenues, i.e. natural or economic hedging. Net US dollar export proceeds are repatriated and either sold on a weekly basis or invested in the US dollar bank account at the ruling spot price.

# Annexure 1 continued

Group  
Notes to the consolidated annual financial statements

## Notes to the annual financial statements continued

for the year ended 31 December

### 34. Financial risk management continued

#### 34.4 Market risk continued

##### 34.4.1 Foreign exchange risk continued

The average rand/US dollar exchange rate for 2025 of US\$1: R17.89 (2024: US\$1: R18.33) was used to translate the statement of profit or loss and the statement of cash flows, while the statement of financial position was translated at the closing rate on the last day of the reporting year using an exchange rate of US\$1: R16.60 (2024: US\$1: R18.73). The group's financial instrument exposure to currency risk, excluding derivatives, is summarised below:

Rand million	Notes	Rand	US dollar	Other	Total
<b>2025</b>					
<b>Financial assets</b>					
<b>Fair value through profit or loss:</b>					
Investments held by the environmental trust	4	1,207	—	—	1,207
Long-term other receivables	5	136	—	—	136
Equity investment at FVTPL		9	—	—	9
Trade receivables	7	—	1,363	21	1,384
<b>Amortised cost:</b>					
Trade receivables	7	24	400	—	424
Other receivables (excluding VAT and prepayments)	7	498	3	—	501
Cash and cash equivalents	8	4,269	10,837	11	15,117
<b>Financial liabilities</b>					
<b>Fair value through profit or loss:</b>					
Trade payables	11	—	(122)	—	(122)
Other payables		—	(14)	—	(14)
<b>Amortised cost:</b>					
Trade payables	11	(9,103)	(4)	(1)	(9,108)
Other payables (excluding VAT and mineral royalty payable)	11	(1,865)	(255)	(33)	(2,153)
<b>Net exposure</b>		<b>(4,825)</b>	<b>12,208</b>	<b>(2)</b>	<b>7,381</b>
<b>2024</b>					
<b>Financial assets</b>					
<b>Fair value through profit or loss:</b>					
Investments held by the environmental trust	4	989	—	—	989
Long-term other receivables	5	58	—	—	58
Equity investment at FVTPL		9	—	—	9
Trade receivables	7	—	1,703	—	1,703
Other receivables		—	29	—	29
<b>Amortised cost:</b>					
Trade receivables	7	33	737	—	770
Other receivables	7	2,715	12	—	2,727
Cash and cash equivalents	8	2,118	14,788	7	16,913
<b>Financial liabilities</b>					
<b>Fair value through profit or loss:</b>					
Trade and other payables	11	—	(293)	—	(293)
Other payables		—	(7)	—	(7)
<b>Amortised cost:</b>					
Interest-bearing borrowings	8	(2,003)	—	—	(2,003)
Lease liabilities	3	(193)	—	—	(193)
Trade and other payables	11	(8,797)	(584)	(39)	(9,420)
<b>Net exposure</b>		<b>(5,071)</b>	<b>16,385</b>	<b>(32)</b>	<b>11,282</b>

# Notes to the annual financial statements continued

for the year ended 31 December

## 34. Financial risk management continued

### 34.4 Market risk continued

#### 34.4.1 Foreign exchange risk continued

##### *Sensitivity analysis*

A movement in exchange rates of 5%, with all other variables held constant, against the US dollar would have increased/decreased profit or loss and equity by the amounts shown below, based on the net US dollar denominated financial instrument balances at 31 December 2025. The analysis has been performed on the same basis followed for 2024.

This analysis considers the impact of changes in foreign exchange rates on profit or loss and equity, excluding foreign exchange translation differences resulting from the translation of group entities that have a functional currency different from the presentation currency, into the group's presentation currency (and recognised in the FCTR).

Rand million	Impact on total comprehensive income and shareholders' equity	
	Increase	Decrease
<b>2025</b>		
US dollar	39	(35)
<b>2024</b>		
US dollar	46	(42)

#### 34.4.2 Interest rate risk

The group's earnings are exposed to movements in floating interest rates on investments and floating rate debt when drawn. The Company is not exposed to fair value interest rate risk as the Company does not have any fixed interest-bearing financial instruments carried at fair value.

The group's policy is to borrow at floating rates of interest and to manage interest rate risks on borrowings to minimise the after-tax cost of debt to the group. Fixed rate debt requires approval from the Board. Cash is primarily at floating rates of interest, subject to tax, legal, currency and liquidity constraints, with the primary purpose of preserving the capital value of cash and maintaining adequate liquidity levels.

##### *Sensitivity analysis*

Changes in market interest rates affect the interest income or expense of floating rate financial instruments. If the interest rate increased by 50 basis points, the profit would decrease by R5 million (2024: R1 million). On the other hand, if the interest rate decreased by 50 basis points, the profits would increase by R5 million at 31 December 2025 (2024: R1 million).

#### 34.4.3 Commodity price risk

The Company's earnings are exposed to movements in the prices of iron ore that it produces and the commodities that it purchases, for example, energy and material costs. The Company's policy is to sell its products at prevailing market prices and is generally not to hedge commodity price risk, though some hedging may be undertaken for strategic reasons. In such cases, the Company generally uses forward contracts and other derivative instruments to hedge the price risk.

Certain of the group's sales are provisionally priced, meaning that the selling price is determined normally 30 days after delivery of the iron ore sold to the customer, based on quoted market prices stipulated in the contract, and as a result the sales are susceptible to future price movements. As at 31 December 2025, R1,377 million (2024: R1,684 million) of the trade receivables balance was subject to price movements, and R431 million (2024: R260 million) of the trade payables balance was subject to price movements.

# Annexure 1 continued

Group  
Notes to the consolidated annual financial statements

## Notes to the annual financial statements continued

for the year ended 31 December

### 34. Financial risk management continued

#### 34.4 Market risk continued

##### 34.4.3 Commodity price risk continued

###### Sensitivity analysis

A movement in the iron ore prices of 10%, with all other variables held constant, would have increased/decreased profit or loss and equity as shown below, based on the balance of trade receivables that are subject to provisional pricing at 31 December 2025 and 31 December 2024.

Rand million	Impact on total comprehensive income and shareholders' equity	
	Increase	Decrease
<b>2025</b>		
Iron ore price	184	(184)
<b>2024</b>		
Iron ore price	167	(167)

#### 34.5 Fair value estimation

The carrying value of financial instruments not carried at fair value, which include trade receivables, cash and cash equivalents, trade payables, other payables, lease liabilities and interest-bearing borrowings, approximates fair value because of the short period to maturity of these instruments or as a result of market-related variable interest rates. The table below presents the group's assets and liabilities that are measured at fair value:

Rand million	Level 1 <sup>1</sup>	Level 2 <sup>2</sup>	Level 3 <sup>3</sup>
<b>2025</b>			
Investments held by the environmental trust <sup>4</sup>	—	1,207	—
Long-term other receivables	—	—	136
Equity investment at FVTPL	—	—	9
Trade receivables <sup>5</sup>	—	1,384	—
Trade payables <sup>6</sup>	—	(122)	—
Other payables	—	(14)	—
	—	2,455	145
<b>2024</b>			
Investments held by the environmental trust <sup>4</sup>	—	989	—
Long-term other receivables	—	—	58
Equity investment at FVTPL	—	—	9
Trade receivables <sup>5</sup>	—	1,703	—
Trade payables <sup>6</sup>	—	(293)	—
	—	2,399	67

<sup>1</sup> Level 1 fair value measurements are derived from unadjusted quoted prices in active markets for identical assets or liabilities.

<sup>2</sup> Level 2 fair value measurements are derived from inputs other than quoted prices included within level 1, which are observable either directly or indirectly (i.e. derived from prices).

<sup>3</sup> Level 3 fair value measurements are derived from valuation techniques where at least one input (which could have a significant effect on the instrument's valuation) is not based on observable market data. Where inputs can be observed from market data without undue cost or effort, the observed input is used. Otherwise, management determines a reasonable estimate for the input.

<sup>4</sup> Refer to note 4 for further details of the investments held by the environmental trust.

<sup>5</sup> This includes the provisionally priced receivables carried at fair value through profit or loss.

<sup>6</sup> This mainly consists of provisionally priced amounts that have moved to a payable position carried at fair value through profit or loss.

# Notes to the annual financial statements continued

for the year ended 31 December

## 34. Financial risk management continued

### 34.5 Fair value estimation continued

Fair value gains and losses recognised in operating profit are disclosed in note 17.

The trade receivables are measured at fair value using market-related inputs. The measurement is therefore classified within level 2 of the fair value hierarchy. The inputs used in the model are the forward iron ore price on the inception date as well as the iron ore price on the date the fair value calculation is performed.

There were no transfers between the levels for the year ended 31 December 2025 and 31 December 2024.

All resulting fair value estimates are included in level 1 or level 2, except for the long-term other receivable and equity investment at fair value through profit or loss that are level 3 financial assets. The movements in the fair value of the level 3 financial assets are shown as follows:

Rand million	2025	2024
<b>Balance at the beginning of the year</b>	<b>67</b>	49
Fair value gain for the year	<b>78</b>	18
<b>Balance at the end of the year</b>	<b>145</b>	67

The long-term other receivables at 31 December 2025 relate to exploration projects. The fair value was determined using the market approach, which applies available market information of sales transactions for similar recent projects. The significant unobservable inputs used in the valuation model related to the size and grade of the ore deposit determined by geological exploration results.

There were no changes made to any of the valuation techniques applied at 31 December 2025.

### 34.6 Capital management

The group strives to maintain strong credit ratings. In managing its capital, the group's priority is to ensure a robust statement of financial position to provide resilience in times of volatility and enable the group to take advantage of opportunities when they arise, and return excess capital to shareholders unless there are compelling value-accretive opportunities for investment. The group maintains a healthy appetite for moderate gearing in the event of attractive merger and acquisition opportunities. The priority is not to use debt as a cushion for margin stress brought by market volatility. The group's capital expenditure is funded from cash generated from operations. Neither the Company nor any of its subsidiaries are subject to externally imposed capital requirements.

The group's cash and cash equivalents and debt at the statement of financial position date were as follows:

Rand million	2025	2024
Cash and cash equivalents	<b>15,117</b>	16,913
Interest-bearing borrowings	—	(2,003)
Lease liabilities	<b>(203)</b>	(193)
<b>Net cash</b>	<b>14,914</b>	14,717
<b>Total equity</b>	<b>72,008</b>	69,300

The group has entered into two debt facilities that dictate certain requirements in respect of capital management as listed below. The group has complied with the contractual financial covenants at 31 December 2025 and during the year, as illustrated below:

	2025	2024
<b>Net cash/(debt): equity (%)</b>		
- Target	<b>&lt;80</b>	<80
- Actual	<b>8</b>	11
<b>Consolidated tangible net worth</b>		
- Target	<b>&gt;R20 billion</b>	>R20 billion
- Actual (Headroom)	<b>R51.9 billion</b>	R49.5 billion

# Annexure 1 continued

Group  
Notes to the consolidated annual financial statements

## Notes to the annual financial statements continued

for the year ended 31 December

### 35. Directors' and Prescribed officers' remuneration 2025 Single figure remuneration

R'000	Guaranteed pay and benefits		Additional payments		Long-term incentive			Total long-term incentive	Total emoluments 2025
	Base salary	Benefits <sup>7</sup>	Total guaranteed pay 2025	Additional payments <sup>8</sup>	Cash bonus accrued (payable in March 2026) <sup>9</sup>	Deferred bonus arrangement (DBA)	Long-term incentive plan (LTIP) <sup>10</sup>		
<b>Executive directors</b>									
ND Zikalala <sup>1</sup>	9,403	1,280	10,683	980	9,960	9,960	3,083	13,043	34,666
BA Mazarura <sup>1,2</sup>	7,072	341	7,413	5,512	3,992	3,992	1,778	5,770	22,687
<b>Sub-total</b>	16,475	1,621	18,096	6,492	13,952	13,952	4,861	18,813	57,353
<b>Prescribed officers</b>									
XF Mbambo <sup>3</sup>	713	97	810	—	—	—	—	—	810
SB Mbatha	3,108	466	3,574	74	1,589	1,589	—	1,589	6,826
PG Nortje <sup>4</sup>	4,732	501	5,233	539	2,457	2,457	987	3,444	11,673
P Ramchander <sup>1,5</sup>	3,510	518	4,028	217	1,884	1,884	614	2,498	8,627
S Ramgoolam <sup>1</sup>	3,429	335	3,764	—	1,780	1,780	554	2,334	7,878
AD Roux <sup>5,6</sup>	4,356	316	4,672	439	—	—	—	—	5,111
NM Sibanyoni <sup>1,5</sup>	3,328	494	3,822	249	1,701	1,701	582	2,283	8,055
<b>Sub-total</b>	23,176	2,727	25,903	1,518	9,411	9,411	2,737	12,148	48,980
<b>Total</b>	39,651	4,348	43,999	8,010	23,363	23,363	7,598	30,961	106,333

<sup>1</sup> 36.0% of the LTIP shares awarded in 2023, with a performance period ending 31 December 2025, have vested based on performance condition testing.

<sup>2</sup> Bothwell Mazarura stepped down as Chief Financial Officer and Executive director on 31 December 2025. Payments related to his termination, are included under additional payments. His LTIP payment related to the 2025 performance year will be made in cash as per the amended Bonus and Retention Plan (BRP) policy.

<sup>3</sup> Xolani Mbambo was appointed as Chief Financial Officer Designate effective 1 December 2025 to 31 December 2025.

<sup>4</sup> The additional payment includes the dividend equivalent relating to the 2022 Anglo American plc (JSE) LTIP share awards, which were awarded prior to his appointment on 1 July 2023 and vested on 1 March 2025. The LTIP incentive comprises 21.2% of the Anglo American plc (JSE) LTIP shares awarded in 2023, with a performance period ending 31 December 2025, that vested based on the performance condition testing.

<sup>5</sup> The additional payment includes the dividend equivalent relating to the 2022 LTIP share awards that vested on 1 March 2025.

<sup>6</sup> André Roux resigned effective 30 November 2025 and is not eligible to receive a short-term incentive payment for the 2025 performance year.

<sup>7</sup> Benefits include the employer's contribution to the unemployment insurance fund, retirement fund and medical aid fund.

<sup>8</sup> Additional payments include dividend equivalent payments, leave encashment, safety achievement recognition payments as well as termination payments, where applicable.

<sup>9</sup> The short-term incentive is based on the performance outcomes which are measured against the 2025 performance scorecard and will be paid in March 2026.

<sup>10</sup> The long-term incentive includes the face value of the DBA shares awarded in March 2026 in terms of the BRP as derived from the 2025 short-term incentive value.

# Notes to the annual financial statements continued

for the year ended 31 December

## 35. Directors' and Prescribed officers' remuneration continued 2024 Single figure remuneration

R'000	Guaranteed pay and benefits		Additional payments		Long-term incentive			Total long-term incentive	Total emoluments 2024
	Base salary	Benefits <sup>10</sup>	Total guaranteed pay 2024	Additional payments <sup>11</sup>	Cash bonus accrued (paid in March 2025) <sup>12</sup>	Deferred bonus arrangement (DBA) <sup>13</sup>	Long-term incentive plan (LTIP)		
<b>Executive directors</b>									
ND Zikalala <sup>1</sup>	8,955	1,218	10,173	623	8,408	8,408	2,503	10,911	30,115
BA Mazarura <sup>2</sup>	6,735	324	7,059	—	3,352	3,352	1,155	4,507	14,918
<b>Sub-total</b>	<b>15,690</b>	<b>1,542</b>	<b>17,232</b>	<b>623</b>	<b>11,760</b>	<b>11,760</b>	<b>3,658</b>	<b>15,418</b>	<b>45,033</b>
<b>Prescribed officers<sup>15</sup></b>									
V Kumar <sup>2,5</sup>	395	36	431	—	173	173	674	847	1,451
SA Martin <sup>2,4,14</sup>	1,193	107	1,300	4,782	507	507	366	873	7,462
SB Mbatha <sup>3</sup>	2,302	348	2,650	68	1,229	1,229	—	1,229	5,176
GM Mc Gavigan <sup>2,4,6</sup>	1,649	162	1,811	4,929	706	706	453	1,159	8,605
PG Nortje <sup>7</sup>	4,335	460	4,795	3,325	1,984	1,984	388	2,372	12,476
P Ramchander <sup>2,4</sup>	3,343	492	3,835	378	1,582	1,582	498	2,080	7,875
S Ramgoolam <sup>9</sup>	3,266	304	3,570	2,285	1,851	1,851	—	1,851	9,557
AD Roux <sup>8</sup>	2,263	164	2,427	3,002	1,963	1,963	516	2,479	9,871
NM Sibanyoni	3,169	470	3,639	—	1,428	1,428	464	1,892	6,959
<b>Sub-total</b>	<b>21,915</b>	<b>2,543</b>	<b>24,458</b>	<b>18,769</b>	<b>11,423</b>	<b>11,423</b>	<b>3,359</b>	<b>14,782</b>	<b>69,432</b>
<b>Total</b>	<b>37,605</b>	<b>4,085</b>	<b>41,690</b>	<b>19,392</b>	<b>23,183</b>	<b>23,183</b>	<b>7,017</b>	<b>30,200</b>	<b>114,465</b>

- <sup>1</sup> The additional payment relates to a dividend equivalent payment pertaining to Anglo American plc shares (JSE) that vested on 1 March 2024.
- <sup>2</sup> 40.6% of the LTIP shares awarded in 2022, with a performance period ending 31 December 2024, have vested based on performance condition testing.
- <sup>3</sup> Acted in the Chief Technical Officer role from 1 March 2024 to 30 June 2024, before her appointment in the role with effect from 1 July 2024. The additional payment includes her acting allowance for this four-month period. The remuneration reported is only from the period when she acted in this role.
- <sup>4</sup> The additional payment includes the dividend equivalent relating to the 2021 LTIP share awards that vested on 1 March 2024.
- <sup>5</sup> Transferred to Anglo Corporate Services South Africa on 1 February 2024. The *pro rata* DBA will be awarded in Anglo American JSE shares and is included in the long-term incentive figure.
- <sup>6</sup> He left the group on 31 July 2024. As part of the separation agreement, he did not receive remuneration for the two-month sabbatical period preceding his exit. Additional payments include payments related to his voluntary separation. His *pro rata* long-term incentive payment relating to the 2024 performance year will be made in cash as per the amended Bonus and Retention Plan policy.
- <sup>7</sup> The long-term incentive figure includes 16.2% of the Anglo American LTIP shares awarded in 2022 when he was employed by De Beers Consolidated Mines, a subsidiary of the ultimate holding company. These awards vested based on performance condition testing. Additional payments include a retention award, with a three-year lock-in clause.
- <sup>8</sup> Appointed as the Senior General Manager Northern Cape on 1 July 2024. Additional payment includes a retention award, with a three-year lock-in clause. The remuneration reported is only from the date of his appointment in the Senior General Manager Northern Cape role.
- <sup>9</sup> Additional payments include a retention award, with a three-year lock-in clause.
- <sup>10</sup> Benefits include the employer's contribution to the UIF, retirement fund and medical aid fund.
- <sup>11</sup> Inclusive of retention awards, dividend equivalent payments, leave encashment, safety achievement recognition payments as well as termination payments, where applicable.
- <sup>12</sup> The short-term incentive is based on the performance outcomes which are measured against the 2024 performance scorecard and will be paid in March 2025. For individuals who transferred or terminated on "good leaver status", the incentive payment is *pro rata* accordingly.
- <sup>13</sup> The long-term incentive includes the face value of the DBA shares awarded in March 2025, which were awarded in terms of the Bonus and Retention Share Plan and derived from the 2024 short-term incentive value.
- <sup>14</sup> Left the group on 30 April 2024. Payments related to his voluntary separation are included under additional payment.
- <sup>15</sup> F Patel has been excluded as she is no longer a Prescribed officer.

# Annexure 1 continued

Group  
Notes to the consolidated annual financial statements

## Notes to the annual financial statements continued

for the year ended 31 December

### 35. Directors' and Prescribed officers' remuneration continued 2025 Single figure remuneration

R'000	Fees		Total emoluments
	Directors' fees	Committee fees	
<b>Non-executive directors</b>			
MS Bomela	1,511	—	1,511
RM Fernandes <sup>1,2</sup>	243	273	516
MA Goliath <sup>2,3</sup>	243	198	441
TP Goodlace <sup>4</sup>	2,304	—	2,304
A Jeawon	451	786	1,237
MA Jenkins	451	672	1,123
NB Langa-Royds	451	849	1,300
TM Mkhwanazi <sup>1,5</sup>	208	204	412
NV Mokhesi	451	902	1,353
SS Ntsaluba	451	892	1,343
MJ Tsele <sup>5,6</sup>	151	222	373
MTS Walker <sup>1</sup>	451	408	859
<b>Total</b>	<b>7,366</b>	<b>5,406</b>	<b>12,772</b>

<sup>1</sup> The fees were paid to Anglo American plc.

<sup>2</sup> Appointed as a Non-executive director with effect from 1 July 2025.

<sup>3</sup> The fees were paid to the IDC.

<sup>4</sup> The Chairperson of the Board chairs the Nominations and Governance Committee. He does not receive additional remuneration in respect of the committees he serves on.

<sup>5</sup> Stepped down as a Non-executive director with effect from 30 June 2025.

<sup>6</sup> Stepped down as a Non-executive director with effect from 15 May 2025.

### 2024 Single figure remuneration

R'000	Fees		Total emoluments
	Directors' fees	Committee fees	
<b>Non-executive directors</b>			
MS Bomela	1,474	—	1,474
TP Goodlace <sup>1</sup>	2,071	—	2,071
A Jeawon	395	607	1,002
MA Jenkins	395	618	1,013
NB Langa-Royds	395	797	1,192
TM Mkhwanazi <sup>3</sup>	395	398	793
NV Mokhesi <sup>2</sup>	202	311	513
SS Ntsaluba	395	827	1,222
MJ Tsele <sup>4</sup>	395	581	976
MTS Walker <sup>3,5</sup>	299	302	601
<b>Total</b>	<b>6,416</b>	<b>4,441</b>	<b>10,857</b>

<sup>1</sup> The Chairperson of the Board chairs the Nominations and Governance Committee. He does not receive additional remuneration in respect of the committees he serves on.

<sup>2</sup> Appointed as Independent Non-executive director with effect from 1 July 2024.

<sup>3</sup> Fees were paid to Anglo American plc.

<sup>4</sup> Fees were paid to the IDC.

<sup>5</sup> Appointed as Non-executive director with effect from 1 April 2024.

# Notes to the annual financial statements continued

for the year ended 31 December

## 35. Directors' and Prescribed officers' remuneration continued

### Interests of Executive directors and Prescribed officers – unvested awards and cash flow

The interests of the Executive directors and of Prescribed officers in shares of the Company granted in terms of the various long-term incentive schemes as at 31 December 2025 are shown in the following tables below:

Scheme	Award date	Next date of vesting	Number of shares				R'000		
			Opening balance on 1 January 2025	Granted during 2025	Forfeited during 2025 <sup>8</sup>	Vested during 2025	Closing balance on 31 December 2025	Value of receipts <sup>9</sup>	Estimated fair value on 31 December 2025 <sup>10</sup>
<b>Executive directors<sup>1</sup></b>									
ND Zikalala									
Kumba share awards									
DBA	1 March 2022		2,165	—	—	2,165	—	798	
DBA	1 March 2023	1 March 2026	9,297	—	—	3,099	6,198	1,368	
DBA	1 March 2024	1 March 2026	10,956	—	—	—	10,956	400	
DBA	1 March 2025	1 March 2027	—	22,627	—	—	22,627	826	
LTIP <sup>2,3</sup>	1 March 2022		19,011	—	11,298	7,713	—	2,842	
LTIP <sup>2</sup>	1 March 2023	1 March 2026	24,422	—	—	—	24,422	—	
LTIP <sup>2</sup>	1 March 2024	1 March 2027	29,373	—	—	—	29,373	—	
LTIP <sup>2</sup>	1 March 2025	1 March 2028	—	44,283	—	—	44,283	—	
Anglo American plc share awards (JSE) <sup>3</sup>									
LTIP <sup>4</sup>	1 August 2025	1 March 2028	—	36,026	—	—	36,026	—	
<b>Sub-total</b>			<b>95,224</b>	<b>102,936</b>	<b>11,298</b>	<b>12,977</b>	<b>173,885</b>	<b>6,234</b>	<b>47,844</b>
BA Mazarura									
Kumba share awards									
DBA	1 March 2022		2,620	—	—	2,620	—	965	
DBA	1 March 2023	1 March 2026	3,049	—	—	1,016	2,033	448	
DBA	1 March 2024	1 March 2026	4,893	—	—	—	4,893	178	
DBA	1 March 2025	1 March 2027	—	9,020	—	—	9,020	329	
LTIP <sup>2,3</sup>	1 March 2022		8,771	—	5,212	3,559	—	1,311	
LTIP <sup>2</sup>	1 March 2023	1 March 2026	14,085	—	—	—	14,085	—	
LTIP <sup>2</sup>	1 March 2024	1 March 2027	14,521	—	—	—	14,521	—	
LTIP <sup>2</sup>	1 March 2025	1 March 2028	—	21,891	—	—	21,891	—	
<b>Sub-total</b>			<b>47,939</b>	<b>30,911</b>	<b>5,212</b>	<b>7,195</b>	<b>66,443</b>	<b>3,231</b>	<b>16,141</b>
<b>Prescribed officers</b>									
XF Mbambo <sup>5</sup>									
Kumba share awards									
DBA	1 December 2025	1 March 2026	—	184,280	—	—	184,280	—	64,625
<b>Sub-total</b>			<b>—</b>	<b>184,280</b>	<b>—</b>	<b>—</b>	<b>184,280</b>	<b>—</b>	<b>64,625</b>
SB Mbatha									
Kumba share awards									
DBA	1 March 2022		1,084	—	—	1,084	—	399	
DBA	1 March 2023	1 March 2026	1,939	—	—	646	1,293	285	
DBA	1 March 2024	1 March 2026	1,824	—	—	—	1,824	66	
DBA	1 March 2025	1 March 2027	—	3,306	—	—	3,306	121	
LTIP	1 March 2025	1 March 2028	—	6,691	—	—	6,691	—	
<b>Sub-total</b>			<b>4,847</b>	<b>9,997</b>	<b>—</b>	<b>1,730</b>	<b>13,114</b>	<b>871</b>	<b>3,659</b>

# Annexure 1 continued

Group  
Notes to the consolidated annual financial statements

## Notes to the annual financial statements continued

for the year ended 31 December

### 35. Directors' and Prescribed officers' remuneration continued

#### Interests of Executive directors and the Prescribed officers – unvested awards and cash flow continued

Scheme	Award date	Next date of vesting	Number of shares					R'000	
			Opening balance on 1 January 2025	Granted during 2025	Forfeited during 2025 <sup>8</sup>	Vested during 2025	Closing balance on 31 December 2025	Value of receipts <sup>9</sup>	Estimated fair value on 31 December 2025 <sup>10</sup>
<b>PG Nortje</b>									
Kumba share awards									
DBA	1 March 2024	1 March 2026	2,328	—	—	—	2,328	85	816
DBA	1 March 2025	1 March 2027	—	5,340	—	—	5,340	195	1,873
LTIP	1 March 2024	1 March 2027	7,424	—	—	—	7,424	—	1,826
LTIP	1 March 2025	1 March 2028	—	12,317	—	—	12,317	—	2,589
Anglo American plc share awards (JSE) <sup>6</sup>									
DBA	10 March 2022		1,115	—	—	1,115	—	626	—
DBA	10 March 2023	10 March 2026	1,876	—	148	637	1,091	364	747
LTIP	11 March 2022		4,360	—	3,454	906	—	509	—
LTIP	10 March 2023	10 March 2026	6,800	—	—	—	6,800	—	1,033
<b>Sub-total</b>			<b>23,903</b>	<b>17,657</b>	<b>3,602</b>	<b>2,658</b>	<b>35,300</b>	<b>1,779</b>	<b>8,884</b>
<b>P Ramchander</b>									
Kumba share awards									
DBA	1 March 2022		1,593	—	—	1,593	—	587	—
DBA	1 March 2023	1 March 2026	1,645	—	—	548	1,097	242	385
DBA	1 March 2024	1 March 2026	2,199	—	—	—	2,199	81	771
DBA	1 March 2025	1 March 2027	—	4,257	—	—	4,257	156	1,493
LTIP	1 March 2022		3,785	—	2,249	1,536	—	566	—
LTIP	1 March 2023	1 March 2026	4,863	—	—	—	4,863	—	821
LTIP	1 March 2024	1 March 2027	5,013	—	—	—	5,013	—	1,233
LTIP	1 March 2025	1 March 2028	—	7,558	—	—	7,558	—	1,589
<b>Sub-total</b>			<b>19,098</b>	<b>11,815</b>	<b>2,249</b>	<b>3,677</b>	<b>24,987</b>	<b>1,632</b>	<b>6,292</b>
<b>S Ramgoolam</b>									
Kumba share awards									
DBA	1 March 2022		975	—	—	975	—	359	—
DBA	1 March 2023	1 March 2026	1,285	—	—	428	857	189	301
DBA	1 March 2024	1 March 2026	1,985	—	—	—	1,985	73	696
DBA	1 March 2025	1 March 2027	—	4,980	—	—	4,980	182	1,746
LTIP	1 March 2023	1 March 2026	4,388	—	—	—	4,388	—	741
LTIP	1 March 2024	1 March 2027	4,737	—	—	—	4,737	—	1,165
LTIP	1 March 2025	1 March 2028	—	7,141	—	—	7,141	—	1,500
<b>Sub-total</b>			<b>13,370</b>	<b>12,121</b>	<b>—</b>	<b>1,403</b>	<b>24,088</b>	<b>803</b>	<b>6,149</b>

# Notes to the annual financial statements continued

for the year ended 31 December

## 35. Directors' and Prescribed officers' remuneration continued

Interests of Executive directors and the Prescribed officers – unvested awards and cash flow continued

Scheme	Award date	Next date of vesting	Number of shares				R'000		
			Opening balance on 1 January 2025	Granted during 2025	Forfeited during 2025 <sup>8</sup>	Vested during 2025	Closing balance on 31 December 2025	Value of receipts <sup>9</sup>	Estimated fair value on 31 December 2025 <sup>10</sup>
<b>AD Roux<sup>7</sup></b>									
<b>Kumba share awards</b>									
DBA	1 March 2022		1,521	–	–	1,521	–	560	–
DBA	1 March 2023		2,722	–	1,815	907	–	400	–
DBA	1 March 2024		2,560	–	2,560	–	–	93	–
DBA	1 March 2025		–	5,281	5,281	–	–	193	–
LTIP	1 March 2022		3,920	–	2,329	1,591	–	586	–
LTIP	1 March 2023		5,035	–	5,035	–	–	–	–
LTIP	1 March 2024		5,534	–	5,534	–	–	–	–
LTIP	1 March 2025		–	9,594	9,594	–	–	–	–
<b>Sub-total</b>			<b>21,292</b>	<b>14,875</b>	<b>32,148</b>	<b>4,019</b>	<b>–</b>	<b>1,832</b>	<b>–</b>
<b>NM Sibanyoni</b>									
<b>Kumba share awards</b>									
DBA	1 March 2022		883	–	–	883	–	325	–
DBA	1 March 2023	1 March 2026	1,530	–	–	510	1,020	225	358
DBA	1 March 2024	1 March 2026	2,085	–	–	–	2,085	76	731
DBA	1 March 2025	1 March 2027	–	3,844	–	–	3,844	140	1,348
LTIP	1 March 2022		3,522	–	1,429	2,093	–	771	–
LTIP	1 March 2023	1 March 2026	4,610	–	–	–	4,610	–	778
LTIP	1 March 2024	1 March 2027	4,752	–	–	–	4,752	–	1,169
LTIP	1 March 2025	1 March 2028	–	7,165	–	–	7,165	–	1,506
<b>Sub-total</b>			<b>17,382</b>	<b>11,009</b>	<b>1,429</b>	<b>3,486</b>	<b>23,476</b>	<b>1,537</b>	<b>5,890</b>
<b>Total</b>			<b>243,055</b>	<b>395,601</b>	<b>55,938</b>	<b>37,145</b>	<b>545,573</b>	<b>17,919</b>	<b>159,484</b>

<sup>1</sup> Forfeitable Kumba share awards are granted in terms of the BRP (DBA) and PSP (LTIP) share schemes.

<sup>2</sup> Post the vesting of the awards, an additional two-year holding period, subject to clawback conditions, will apply. Awards made until December 2022 do not qualify for any dividend equivalents during the performance period.

<sup>3</sup> Shares vested as a result of performance conditions being met. The shares are subject to an additional two-year holding period during which clawback conditions apply.

<sup>4</sup> Anglo American plc (JSE) conditional shares awarded in recognition of her significant ongoing contribution and commitment to Anglo American plc. The award is subject to vesting performance condition testing after three years.

<sup>5</sup> Forfeitable shares of the equivalent face value were awarded to offset the share portfolio forfeited at his previous employer, aligned with a five-year vesting schedule.

<sup>6</sup> Anglo American plc (JSE) shares awarded when he was employed by De Beers Consolidated Mines, an ultimate subsidiary of Anglo American plc.

<sup>7</sup> Resigned effective from 30 November 2025 and forfeited all unvested shares.

<sup>8</sup> Shares were forfeited due to performance conditions that were not fully met.

<sup>9</sup> Includes dividend payments received during the year as well as the face value of all share vestings during 2025.

<sup>10</sup> This is the total of the estimated fair value of unvested DBA shares, the 2023 LTIP award (actual vesting of 36% and 21.2% of the Anglo American plc (JSE) shares), 2024 and 2025 LTIP awards with an estimated vesting of 60% as well as concomitant accumulated dividend equivalent payments. The value is based on a three-day volume weighted average price (VWAP) on 31 December 2025 of R350.69 for Kumba Iron Ore Limited, R684.56 for Anglo American plc (JSE).

# Annexure 1 continued

Group  
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## Notes to the annual financial statements continued

for the year ended 31 December

### 35. Directors' and Prescribed officers' remuneration continued

#### Interests of Executive directors and the Prescribed officers – unvested awards and cash flow continued

The interests of the Executive directors and of Prescribed officers in shares of the Company granted in terms of the various long-term incentive schemes as at 31 December 2024 are shown in the following tables below:

Scheme	Award date	Next date of vesting	Number of shares					R'000	
			Opening balance on 1 January 2024	Granted during 2024	Forfeited during 2024 <sup>10</sup>	Vested during 2024	Closing balance on 31 December 2024	Value of receipts <sup>9</sup>	Estimated fair value on 31 December 2024 <sup>9</sup>
<b>Executive directors<sup>1</sup></b>									
<b>ND Zikalala</b>									
Kumba share awards									
DBA	1 March 2022	1 March 2025	3,247	—	—	1,082	2,165	700	703
DBA	1 March 2023	1 March 2025	9,297	—	—	—	9,297	399	3,017
DBA	1 March 2024	1 March 2026	—	10,956	—	—	10,956	471	3,556
LTIP <sup>2</sup>	1 March 2022	1 March 2025	19,011	—	—	—	19,011	—	2,503
LTIP <sup>2</sup>	1 March 2023	1 March 2026	24,422	—	—	—	24,422	—	5,681
LTIP <sup>2</sup>	1 March 2024	1 March 2027	—	29,373	—	—	29,373	—	5,877
Anglo American plc share awards (JSE) <sup>5</sup>									
DBA	12 March 2021		1,284	—	—	1,284	—	545	—
DBA	20 May 2021		262	—	—	262	—	111	—
LTIP	12 March 2021		14,500	—	9,527	4,973	—	2,073	—
LTIP	16 June 2021		61	—	41	20	—	8	—
<b>Sub-total</b>			<b>72,084</b>	<b>40,329</b>	<b>9,568</b>	<b>7,621</b>	<b>95,224</b>	<b>4,307</b>	<b>21,337</b>
<b>TM Mkhwanazi<sup>11</sup></b>									
Kumba share awards									
DBA	1 March 2019		8,179	—	—	8,179	—	4,601	—
DBA	1 March 2020	1 March 2025	7,443	—	—	—	7,443	320	2,415
DBA	1 March 2021		7,162	—	—	7,162	—	4,029	—
DBA	1 March 2022	1 March 2025	13,841	—	—	4,613	9,228	2,992	2,995
LTIP	1 March 2021		20,510	—	12,057	8,453	—	4,551	—
Anglo American plc share awards (JSE)									
DBA <sup>4</sup>	1 March 2020	1 March 2025	18,383	—	—	9,191	9,192	4,075	5,056
<b>Sub-total</b>			<b>75,518</b>	<b>—</b>	<b>12,057</b>	<b>37,598</b>	<b>25,863</b>	<b>20,568</b>	<b>10,466</b>
<b>BA Mazarura<sup>11</sup></b>									
Kumba share awards									
DBA	1 March 2021		1,938	—	—	1,938	—	1,088	—
DBA	1 March 2022	1 March 2025	3,930	—	—	1,310	2,620	848	850
DBA	1 March 2023	1 March 2025	3,049	—	—	—	3,049	131	989
DBA	1 March 2024	1 March 2026	—	4,893	—	—	4,893	210	1,588
LTIP	1 March 2021		8,015	—	4,712	3,303	—	1,774	—
LTIP <sup>2</sup>	1 March 2022	1 March 2025	8,771	—	—	—	8,771	—	1,155
LTIP <sup>2</sup>	1 March 2023	1 March 2026	14,085	—	—	—	14,085	—	3,276
LTIP <sup>2</sup>	1 March 2024	1 March 2027	—	14,521	—	—	14,521	—	2,905
<b>Sub-total</b>			<b>39,788</b>	<b>19,414</b>	<b>4,712</b>	<b>6,551</b>	<b>47,939</b>	<b>4,051</b>	<b>10,763</b>

# Notes to the annual financial statements continued

for the year ended 31 December

## 35. Directors' and Prescribed officers' remuneration continued

### Interests of Executive directors and the Prescribed officers – unvested awards and cash flow continued

Scheme	Award date	Next date of vesting	Number of shares				Closing balance on 31 December 2024	R'000	
			Opening balance on 1 January 2024	Granted during 2024	Forfeited during 2024 <sup>10</sup>	Vested during 2024		Value of receipts <sup>8</sup>	Estimated fair value on 31 December 2024 <sup>9</sup>
<b>Prescribed officers</b>									
V Kumar									
Kumba share awards									
DBA	1 March 2021		1,256	—	—	1,256	—	707	—
DBA	1 March 2022	1 March 2025	2,869	—	—	956	1,913	620	621
DBA	1 March 2023	1 March 2025	2,226	—	—	—	2,226	96	722
LTIP	1 March 2021		4,681	—	2,751	1,930	—	1,039	—
LTIP	1 March 2022	1 March 2025	5,122	—	—	—	5,122	—	968
LTIP	1 March 2023	1 March 2026	6,580	—	—	—	6,580	—	1,530
<b>Sub-total</b>			<b>22,734</b>	<b>—</b>	<b>2,751</b>	<b>4,142</b>	<b>15,841</b>	<b>2,462</b>	<b>3,841</b>
SA Martin <sup>6</sup>									
Kumba share awards									
DBA	1 March 2021		1,117	—	—	1,117	—	628	—
DBA	1 March 2022		2,156	—	—	2,156	—	1,109	—
DBA	1 March 2023		1,673	—	—	1,673	—	820	—
DBA	1 March 2024		—	2,237	—	2,237	—	1,096	—
LTIP	1 March 2021		3,518	—	2,068	1,450	—	781	—
LTIP	1 March 2022	1 March 2025	3,850	—	1,071	—	2,779	—	525
LTIP	1 March 2023	1 March 2026	4,945	—	3,022	—	1,923	—	447
LTIP	1 March 2024	1 March 2027	—	5,098	4,818	—	280	—	56
<b>Sub-total</b>			<b>17,259</b>	<b>7,335</b>	<b>10,979</b>	<b>8,633</b>	<b>4,982</b>	<b>4,434</b>	<b>1,028</b>
SB Mbatha <sup>12</sup>									
Kumba share awards									
DBA	1 March 2021		250	—	—	250	—	141	—
DBA	1 March 2022	1 March 2025	1,626	—	—	542	1,084	351	352
DBA	1 March 2023	1 March 2025	1,939	—	—	—	1,939	83	629
DBA	1 March 2024	1 March 2026	—	1,824	—	—	1,824	78	592
<b>Sub-total</b>			<b>3,815</b>	<b>1,824</b>	<b>—</b>	<b>792</b>	<b>4,847</b>	<b>653</b>	<b>1,573</b>
GM Mc Gavigan <sup>7</sup>									
Kumba share awards									
DBA	1 March 2021		1,240	—	—	1,240	—	698	—
DBA	1 March 2022		2,393	—	—	2,393	—	1,119	—
DBA	1 March 2023		1,856	—	—	1,856	—	779	—
DBA	1 March 2024		—	2,483	—	2,483	—	1,043	—
LTIP	1 March 2021		3,904	—	2,295	1,609	—	866	—
LTIP	1 March 2022	1 March 2025	4,272	—	830	—	3,442	—	650
LTIP	1 March 2023	1 March 2026	5,489	—	2,894	—	2,595	—	604
LTIP	1 March 2024	1 March 2027	—	5,658	4,872	—	786	—	157
<b>Sub-total</b>			<b>19,154</b>	<b>8,141</b>	<b>10,891</b>	<b>9,581</b>	<b>6,823</b>	<b>4,505</b>	<b>1,411</b>

# Annexure 1 continued

Group  
Notes to the consolidated annual financial statements

## Notes to the annual financial statements continued

for the year ended 31 December

### 35. Directors' and Prescribed officers' remuneration continued

#### Interests of Executive directors and the Prescribed officers – unvested awards and cash flow continued

Scheme	Award date	Next date of vesting	Number of shares				Closing balance on 31 December 2024	R'000	
			Opening balance on 1 January 2024	Granted during 2024	Forfeited during 2024 <sup>10</sup>	Vested during 2024		Value of receipts <sup>8</sup>	Estimated fair value on 31 December 2024 <sup>9</sup>
<b>PG Nortje</b>									
Kumba share awards									
DBA	1 March 2024	1 March 2026	—	2,328	—	—	2,328	100,034	756
LTIP	1 March 2024	1 March 2027	—	7,424	—	—	7,424	—	1,486
Anglo American plc share awards (JSE) <sup>5</sup>									
DBA	12 March 2021		882	—	—	882	—	375	—
DBA	20 May 2021		360	—	—	360	—	153	—
DBA	10 March 2022	1 March 2025	1,689	—	—	574	1,115	261	613
DBA	10 March 2023	1 March 2025	1,876	—	—	—	1,876	29	1,032
LTIP	12 March 2021		6,400	—	4,205	2,195	—	915	—
LTIP	4 June 2021		27	—	18	9	—	4	—
LTIP	11 March 2022	1 March 2025	4,360	—	—	—	4,360	—	388
LTIP	10 March 2023	1 March 2026	6,800	—	—	—	6,800	—	2,115
<b>Sub-total</b>			<b>22,394</b>	<b>9,752</b>	<b>4,223</b>	<b>4,020</b>	<b>23,903</b>	<b>1,837</b>	<b>6,390</b>
<b>P Ramchander</b>									
Kumba share awards									
DBA	1 March 2021		946	—	—	946	—	532	—
DBA	1 March 2022	1 March 2025	2,390	—	—	797	1,593	517	517
DBA	1 March 2023	1 March 2025	1,645	—	—	—	1,645	71	534
DBA	1 March 2024	1 March 2026	—	2,199	—	—	2,199	94	714
LTIP	1 March 2021		3,459	—	2,033	1,426	—	768	—
LTIP	1 March 2022	1 March 2025	3,785	—	—	—	3,785	—	715
LTIP	1 March 2023	1 March 2026	4,863	—	—	—	4,863	—	1,131
LTIP	1 March 2024	1 March 2027	—	5,013	—	—	5,013	—	1,003
<b>Sub-total</b>			<b>17,088</b>	<b>7,212</b>	<b>2,033</b>	<b>3,169</b>	<b>19,098</b>	<b>1,982</b>	<b>4,614</b>
<b>S Ramgoolam</b>									
Kumba share awards									
DBA	1 March 2021		755	—	—	755	—	425	—
DBA	1 March 2022	1 March 2025	1,462	—	—	487	975	316	316
DBA	1 March 2023	1 March 2025	1,285	—	—	—	1,285	55	417
DBA	1 March 2024	1 March 2026	—	1,985	—	—	1,985	85	644
LTIP	1 March 2023	1 March 2026	4,388	—	—	—	4,388	—	1,021
LTIP	1 March 2024	1 March 2027	—	4,737	—	—	4,737	—	948
<b>Sub-total</b>			<b>7,890</b>	<b>6,722</b>	<b>—</b>	<b>1,242</b>	<b>13,370</b>	<b>881</b>	<b>3,346</b>

# Notes to the annual financial statements continued

for the year ended 31 December

## 35. Directors' and Prescribed officers' remuneration continued

### Interests of Executive directors and the Prescribed officers – unvested awards and cash flow continued

Scheme	Award date	Next date of vesting	Number of shares				R'000		
			Opening balance on 1 January 2024	Granted during 2024	Forfeited during 2024 <sup>10</sup>	Vested during 2024	Closing balance on 31 December 2024	Value of receipts <sup>8</sup>	Estimated fair value on 31 December 2024 <sup>9</sup>
<b>AD Roux<sup>13</sup></b>									
Kumba share awards									
DBA	1 March 2021		938	—	—	938	—	—	
DBA	1 March 2022	1 March 2025	2,282	—	—	761	1,521	493	
DBA	1 March 2023	1 March 2025	2,722	—	—	—	2,722	117	
DBA	1 March 2024	1 March 2026	—	2,560	—	—	2,560	110	
LTIP	1 March 2021		3,582	—	2,105	1,477	—	795	
LTIP	1 March 2022	1 March 2025	3,920	—	—	—	3,920	—	
LTIP	1 March 2023	1 March 2026	5,035	—	—	—	5,035	—	
LTIP	1 March 2024	1 March 2027	—	5,534	—	—	5,534	—	
<b>Sub-total</b>			<b>18,479</b>	<b>8,094</b>	<b>2,105</b>	<b>3,176</b>	<b>21,292</b>	<b>2,043</b>	<b>5,227</b>
<b>NM Sibanyoni</b>									
Kumba share awards									
DBA	1 March 2022	1 March 2025	1,324	—	—	441	883	286	
DBA	1 March 2023	1 March 2025	1,530	—	—	—	1,530	66	
DBA	1 March 2024	1 March 2026	—	2,085	—	—	2,085	90	
LTIP	1 March 2022	1 March 2025	3,522	—	—	—	3,522	—	
LTIP	1 March 2023	1 March 2026	4,610	—	—	—	4,610	—	
LTIP	1 March 2024	1 March 2027	—	4,752	—	—	4,752	—	
<b>Sub-total</b>			<b>10,986</b>	<b>6,837</b>	<b>—</b>	<b>441</b>	<b>17,382</b>	<b>442</b>	<b>4,149</b>
<b>Total</b>			<b>327,189</b>	<b>110,002</b>	<b>59,319</b>	<b>86,966</b>	<b>295,778</b>	<b>48,162</b>	<b>73,987</b>

<sup>1</sup> Kumba share awards are granted in terms of the Bonus and Retention Share Plan (DBA) and Performance Share Plan (LTIP).

<sup>2</sup> Post the vesting of the awards, an additional two-year holding period, subject to clawback conditions, will apply. Awards made until December 2022 do not qualify for any dividend equivalents during the performance period.

<sup>3</sup> Anglo American plc (JSE) shares previously awarded when she was employed by De Beers Managed Operations, a subsidiary of the ultimate holding company.

<sup>4</sup> Anglo American plc (JSE) forfeitable shares were awarded related to his position as a member of the Anglo American Group Management Committee, prior to his appointment on 1 January 2022 as the Chief Executive of Bulk Commodities, a division of Anglo American plc group.

<sup>5</sup> Anglo American plc (JSE) shares previously awarded when he was employed by De Beers Consolidated Mines.

<sup>6</sup> Accelerated vesting of DBA share awards due to his voluntary separation on 30 April 2024. Pro rata forfeiture of LTIP awards as a result of his voluntary separation during the performance period. LTIP awards remain subject to the performance conditions and normal vesting period.

<sup>7</sup> Accelerated vesting of DBA share awards due to his voluntary separation on 31 July 2024. Pro rata forfeiture of LTIP awards as a result of his voluntary separation during the performance period. LTIP awards remain subject to the performance conditions and normal vesting period.

<sup>8</sup> Includes dividend payments received during the year as well as the face value of all share vestings during 2024.

<sup>9</sup> Sum total of the estimated fair value of unvested DBA shares, 2022 LTIP award (actual vesting of 40.57% and 16.15% for Anglo American plc shares), 2023 and 2024 LTIP awards (estimated vesting of 60%) as well as concomitant accumulated dividend equivalent payments. The value is based on a three-day VWAP on 31 December 2024 of R324.53 for Kumba Iron Ore Limited, R550.04 for Anglo American plc (JSE) shares.

<sup>10</sup> Shares forfeited due to performance conditions not met in full.

<sup>11</sup> Shares vested as a result of performance conditions being met. The shares are subject to an additional two-year holding period during which clawback conditions apply.

<sup>12</sup> Kumba DBA shares awarded related to the previous position she held prior to her appointment as the Chief Transformation Officer.

<sup>13</sup> Kumba DBA and LTIP shares awarded related to the previous position he held prior to his appointment as the Senior General Manager for the Northern Cape hub.

# Annexure 1 continued

Group  
Notes to the consolidated annual financial statements

## Notes to the annual financial statements continued

for the year ended 31 December

### 35. Directors' and Prescribed officers' remuneration continued

#### Interests of Executive directors and the Prescribed officers – unvested awards and cash flow continued

#### Directors' beneficial interest in Kumba

The aggregate beneficial interest of the directors of the Company, and their immediate families (none of whom has a holding greater than 1% in the issued shares of the Company), as at 31 December 2025, are detailed below. There have been no changes to the shareholding since 31 December 2025 to the date of approval of these annual financial statements.

Capacity and name	2025			2024		
	Direct shareholding	Long-term incentive scheme shares	Total beneficial interest	Direct shareholding	Long-term incentive scheme shares	Total beneficial interest
<b>Executive directors</b>						
ND Zikalala <sup>1</sup>	568	47,494	48,062	568	22,418	22,986
BA Mazarura <sup>2,3</sup>	—	22,808	22,808	—	18,394	18,394
<b>Sub-total</b>	<b>568</b>	<b>70,302</b>	<b>70,870</b>	<b>568</b>	<b>40,812</b>	<b>41,380</b>
<b>Non-executive directors</b>						
TM Mkhwanazi <sup>2,4</sup>	95,788	8,453	104,241	95,788	37,292	133,080
SS Ntsaluba	1,385	—	1,385	—	—	—
<b>Sub-total</b>	<b>97,173</b>	<b>8,453</b>	<b>105,626</b>	<b>95,788</b>	<b>37,292</b>	<b>133,080</b>
<b>Total</b>	<b>97,741</b>	<b>78,755</b>	<b>176,496</b>	<b>96,356</b>	<b>78,104</b>	<b>174,460</b>

<sup>1</sup> Long-term incentive scheme reflects the DBA awards granted under the rules of the BRP as disclosed in the tables above.

<sup>2</sup> Long-term incentive scheme relates to DBA awards granted under the rules of the BRP as disclosed in the tables above and includes vested LTIP shares subject to a holding period as per the rules of the PSP.

<sup>3</sup> Stepped down as Chief Financial Officer and an Executive director, effective from 31 December 2025.

<sup>4</sup> Stepped down as Non-executive director on 30 June 2025.

Kumba Iron Ore Company

## Statement of financial position

as at 31 December

Rand million	Notes	2025	2024
<b>ASSETS</b>			
Investments (shares at cost)	1	3	3
Loans to subsidiaries	1	491	215
Deferred tax assets		1	1
<b>Non-current assets</b>		<b>495</b>	<b>219</b>
Cash and cash equivalents	2	449	398
Current tax asset	9	1	—
<b>Current assets</b>		<b>450</b>	<b>398</b>
<b>Total assets</b>		<b>945</b>	<b>617</b>
<b>EQUITY AND LIABILITIES</b>			
Share capital and premium	3	367	367
Reserves		27	49
Retained earnings/(accumulated loss)		274	(82)
<b>Total equity</b>		<b>668</b>	<b>334</b>
<b>LIABILITIES</b>			
<b>Non-current liabilities</b>			
Other payables	4	277	271
Current tax liabilities	9	—	12
<b>Current liabilities</b>		<b>277</b>	<b>283</b>
<b>Total liabilities</b>		<b>277</b>	<b>283</b>
<b>Total equity and liabilities</b>		<b>945</b>	<b>617</b>

# Annexure 1 continued

**Company**  
Separate statement of profit or loss and other comprehensive income

## Statement of profit or loss and other comprehensive income

for the year ended 31 December

Rand million	Notes	2025	2024
Revenue	5	12,088	13,840
Net operating expenses	6	(56)	(61)
<b>Operating profit</b>		<b>12,032</b>	13,779
Finance income		90	99
<b>Profit before taxation</b>		<b>12,122</b>	13,878
Taxation	7	(11)	(50)
<b>Profit for the year</b>		<b>12,111</b>	13,828
<b>Total comprehensive income for the year</b>		<b>12,111</b>	13,828

The Company did not have any other comprehensive income during the year other than the profit for the year, therefore no separate statement of other comprehensive income is presented for the years ended 31 December 2025 and 31 December 2024.

**Company**  
Separate statement of changes in equity

## Statement of changes in equity

for the year ended 31 December

Rand million	Share capital (note 3)	Share premium (note 3)	Equity-settled share-based payment reserve	Retained earnings/ (accumulated loss)	Total
<b>Balance at 31 December 2023</b>	3	364	100	(70)	397
Equity-settled share-based payments	—	—	(14)	—	(14)
Vesting of shares under employee share incentive schemes	—	—	(37)	—	(37)
Total comprehensive income for the year	—	—	—	13,828	13,828
Dividends paid	—	—	—	(13,840)	(13,840)
<b>Balance at 31 December 2024</b>	<b>3</b>	<b>364</b>	<b>49</b>	<b>(82)</b>	<b>334</b>
Equity-settled share-based payments	—	—	2	—	2
Vesting of shares under employee share incentive schemes	—	—	(24)	1	(23)
Total comprehensive income for the year	—	—	—	12,111	12,111
Dividends paid	—	—	—	(11,756)	(11,756)
<b>Balance at 31 December 2025</b>	<b>3</b>	<b>364</b>	<b>27</b>	<b>274</b>	<b>668</b>

Refer to Annexure 3: Equity-settled share-based payment reserve for a description, detailed movements and the valuation assumptions of the share scheme for the year under review.

# Annexure 1 continued

**Company**  
Separate statement of cash flows

## Statement of cash flows for the year ended 31 December

Rand million	Notes	2025	2024
<b>Cash flows utilised in operating activities</b>			
Cash generated from operations <sup>1</sup>	8	12,040	13,739
Finance income received		90	99
Dividends paid		(11,756)	(13,840)
Taxation paid	9	(24)	(24)
		350	(26)
<b>Cash flows from investing activities</b>			
Loan granted to subsidiary	1	(401)	(8)
Loans repaid by subsidiary	1	125	49
		(276)	41
<b>Cash flows utilised in financing activities</b>			
Vesting of shares under employee share incentive schemes		(23)	(37)
		(23)	(37)
Net increase/(decrease) in cash and cash equivalents		51	(22)
Cash and cash equivalents at the beginning of the year		398	420
<b>Cash and cash equivalents at the end of the year</b>	2	<b>449</b>	398

<sup>1</sup> This amount includes R12,088 million (2024: R13,840 million) in respect of dividends received from SIOC.

# Notes to the annual financial statements

for the year ended 31 December

## 1. Interests in subsidiaries

Rand million	2025	2024
Investments (shares at cost)	3	3
Loans to subsidiaries	491	215
Loan to SIOC	407	153
Loan to KIO Investment Holdings Proprietary Limited	84	62
<b>Total interests in subsidiaries</b>	<b>494</b>	<b>218</b>

### Loans to subsidiaries

Rand million	2025	2024
Loans to subsidiaries	491	215
	491	215
<b>Reconciliation</b>		
Balance at the beginning of the year	215	256
Loans granted to subsidiaries	401	8
Loans repaid by subsidiary	(125)	(49)
<b>Balance at the end of the year</b>	<b>491</b>	<b>215</b>

Investments in subsidiaries are accounted for at cost.

The loan to SIOC bears interest at the prevailing average deposit rate of the four major South African banks, reduced by 10 basis points, which is market-related. SIOC has sufficient cash flows to cover the debt highlighted by the dividends declared in the current year. The loan is payable on demand, however it is not expected to be repaid in the next 12 months.

The loan to KIO Investment Holdings Proprietary Limited is interest free with no repayment terms and will be repaid after 12 months. There is no intention or expectation to call on the loans in the next 12 months from the reporting date.

An expected credit loss in this regard is considered to be insignificant and forward looking information does not indicate that this will change.

For further details on investments in significant subsidiaries, refer to Annexure 1.

## 2. Cash and cash equivalents

Rand million	2025	2024
Cash and cash equivalents	449	398
<b>Currency analysis of cash and cash equivalents</b>		
Rand	449	398

The Company held deposits amounting to R418 million (31 December 2024: R395 million), which are subject to statutory restrictions and are therefore not available for general use by the Company.

### Credit risk

Cash and cash equivalents are held with financial institutions with long-term investment grade credit ratings of BBB+ (2024: BBB), based on external credit rating agencies and with the capacity for payment of financial commitments considered strong.

### Fair value of cash and cash equivalents

The carrying amount of cash and cash equivalents approximates their fair value because of the short period to maturity of these instruments.

# Annexure 1 continued

Company  
Notes to the separate financial statements

## Notes to the annual financial statements continued

for the year ended 31 December

### 3. Share capital and share premium

	2025	2024
<b>Number of shares</b>		
<b>Authorised</b>		
500,000,000 ordinary shares of R0.01 each	<b>500,000,000</b>	500,000,000
<b>Issued</b>		
Ordinary shares of R0.01 each	<b>322,085,974</b>	322,085,974
<b>Reconciliation of issued shares</b>		
Number of shares at the beginning of the year	<b>322,085,974</b>	322,085,974
<b>Number of shares at the end of the year</b>	<b>322,085,974</b>	322,085,974

For further details, refer to note 21 to the consolidated financial statements.

	2025	2024
<b>Rand million</b>		
<b>Reconciliation of share capital and premium</b>		
Share capital	<b>3</b>	3
Share premium	<b>364</b>	364
	<b>367</b>	367

### 4. Other payables

	2025	2024
<b>Rand million</b>		
Unclaimed dividends <sup>1</sup>	<b>269</b>	267
Other payables	<b>8</b>	4
<b>Balance at the end of the year</b>	<b>277</b>	271

<sup>1</sup> Balance relates to dividends unclaimed by shareholders.

### 5. Revenue

	2025	2024
<b>Rand million</b>		
Dividends received from subsidiary (refer to note 10)	<b>12,088</b>	13,840

### 6. Net operating expenses

	2025	2024
<b>Rand million</b>		
<b>Cost by nature</b>		
Salaries and wages	<b>43</b>	36
Equity-settled share-based payments	<b>2</b>	(14)
Pension, medical and termination costs	<b>2</b>	1
General charges	<b>44</b>	67
Cost recoveries <sup>1</sup>	<b>(35)</b>	(29)
	<b>56</b>	61
<b>The above expenses are stated after including:</b>		
Directors' remuneration <sup>2</sup>	<b>52</b>	41
Executive directors	<b>39</b>	30
Emoluments received as directors of the Company	<b>25</b>	18
Bonuses and cash incentives	<b>14</b>	12
Non-executive directors – emoluments as directors of the Company	<b>13</b>	11

<sup>1</sup> This relates to management fees recovered from SIOC.

<sup>2</sup> Refer to note 35 to the consolidated financial statements for details of remuneration paid to directors.

## Notes to the annual financial statements continued

for the year ended 31 December

### 7. Taxation

Rand million	2025	2024
<b>Charge to the statement of profit or loss</b>		
South African normal tax		
Current year	24	25
Prior year	(13)	25
<b>Total</b>	<b>11</b>	<b>50</b>
	<b>%</b>	<b>%</b>
<b>Reconciliation of taxation rates</b>		
Taxation as a percentage of profit before taxation	0.1	0.4
Taxation effect of:		
Disallowable expenditure <sup>1</sup>	(0.1)	(0.1)
Exempt income <sup>2</sup>	26.9	26.9
Prior year under/(over) provision	0.1	(0.2)
<b>Standard tax rate</b>	<b>27.0</b>	<b>27.0</b>

<sup>1</sup> These percentages comprise many immaterial amounts which have been aggregated; no individual disclosure has been provided.

<sup>2</sup> This relates to dividend income received from a subsidiary.

### 8. Cash generated by operations

Rand million	2025	2024
Operating profit	12,032	13,779
Adjusted for:		
Share-based payment expense	2	(14)
Working capital movements:		
Increase in other payables	6	(26)
<b>Cash flows generated from operating activities</b>	<b>12,040</b>	<b>13,739</b>

### 9. Normal taxation paid

Rand million	2025	2024
Current tax liability/(asset) at the beginning of the year	12	(14)
Amounts charged to the statement of profit or loss	11	50
Current tax asset/(liability) at the end of the year	1	(12)
<b>Taxation paid during the year per the statement of cash flow</b>	<b>24</b>	<b>24</b>

# Annexure 1 continued

Company  
Notes to the separate financial statements

## Notes to the annual financial statements continued

for the year ended 31 December

### 10. Related-party transactions

During the year, Kumba, in the ordinary course of business, entered into various transactions for the rendering of services to its subsidiary, SIOC, as well as its holding company, Anglo American plc. Certain deposits and borrowings are also placed with a subsidiary of the holding company. The subsidiary of the holding company also acts as an agent for the Company in respect of all foreign exchange transactions and performs a back office treasury function for the group. Details of these transactions are included in note 33 to the consolidated financial statements. These transactions occurred under terms that are no less favourable than those arranged with third parties.

#### Holding company

Anglo American plc is Kumba's ultimate holding company whose interest in the group is held through a 69.71% shareholding by Anglo South Africa Proprietary Limited (2024: 69.71%).

#### Subsidiaries

Details of investments in, and loans to, subsidiaries are disclosed in Annexure 1 and note 1 above.

#### Shareholders

The principal shareholders of the Company are detailed under the shareholder analysis on pages 118 and 119.

#### Related-party transactions:

Rand million	2025	2024
<b>Rendering of services</b>		
SIOC – payroll costs <sup>1</sup>	25	18
<b>Rendering of services and finance income</b>		
SIOC – finance income	61	64
SIOC – service recovery fee <sup>2</sup>	35	29
<b>Amounts owing by related parties</b>		
SIOC – loan	407	153
KIO Investment Holdings – loan	84	62
<b>Dividends paid to/(by) Kumba</b>		
SIOC	12,088	13,840
Anglo South Africa Proprietary Limited	(8,196)	(9,648)

<sup>1</sup> This relates to payroll costs recovered from Kumba by SIOC for work performed for Kumba by SIOC employees.

<sup>2</sup> This relates to management fees recoverable from SIOC.

#### Directors

Details relating to the Company's directors' remunerations and shareholdings (including share options) are disclosed in note 35 to the consolidated financial statements and on pages 118 and 119.

### 11. Events after the reporting period

#### Dividend

A final cash dividend of R15.43 per share was declared by the Board on 18 February 2026 from profits accrued during the financial year ended 31 December 2025. The total cash dividend for the year amounted to R32.03 per share. The estimated total cash flow of the final Kumba dividend, payable on 16 March 2026, is R4.9 billion.

#### Other

The directors are not aware of any other matter or circumstance arising since the end of the year and up to the date of this report, not otherwise dealt with in this report.

## Investments in subsidiaries

for the year ended 31 December

R'000	Country of incorporation <sup>1</sup>	Principal place of business <sup>1</sup>	Nature of business <sup>2</sup>	Percentage holding	Nominal issued capital R	Investments at cost		Loans to subsidiaries	
						2025	2024	2025	2024
<b>Direct investments</b>									
Sishen Iron Ore Company Proprietary Limited	RSA	RSA	A	76%	100	3,009	3,009	407,228	153,427
KIO Investment Holdings Proprietary Limited	RSA	RSA	B	100%	1,000	—	—	83,501	61,765
<b>Total investments in subsidiaries</b>						<b>3,009</b>	<b>3,009</b>	<b>490,729</b>	<b>215,192</b>

### Indirect subsidiaries\*

	Country of incorporation <sup>1</sup>	Principal place of business <sup>1</sup>	Nature of business <sup>2</sup>	Percentage holding
Kumba International Trading Limited	JE	UK	C	100%
Kumba Iron Ore Holdings SARL	NE	LUX	D	100%
Kumba Singapore Private Limited	SNG	SNG	C	100%
Sibelo Resources Development Proprietary Limited	RSA	RSA	D	100%

\*During the year, SIOC disposed of its interest in SIOC Solar SPV Proprietary Limited, refer to note 33 to the consolidated financial statements.

### Special purpose entities<sup>3</sup>

	Country of incorporation <sup>1</sup>	Principal place of business <sup>1</sup>	Nature of business <sup>2</sup>	Percentage holding
Kumba Iron Ore Rehabilitation Trust <sup>4</sup>	RSA	RSA	E	100%
Kumba BSP Trust <sup>4</sup>	RSA	RSA	F	100%
SIOC Employee Share Ownership Plan Trust (Semela)	RSA	RSA	F	100%
SIOC Employee Benefit Scheme (Karolo)	RSA	RSA	F	100%

<sup>1</sup> RSA – Republic of South Africa, JE – Jersey, UK – United Kingdom, NE – Netherlands, LUX – Luxembourg, SNG – Singapore.

<sup>2</sup> A – Mining, B – Investment company, C – Iron ore marketing and sales, D – Dormant, E – Mine closure fund, F – Share incentive scheme administrator.

<sup>3</sup> Controlled by Kumba.

<sup>4</sup> The trusts have a 28 February year end as it is a requirement by SARS. Where the financial year ends are not co-terminous with that of the group, financial information has been obtained from published information on management accounts as appropriate.

# Annexure 1 continued

Annexure 1

## Investments in associates and joint arrangements

for the year ended 31 December

R'000	Country of incorporation <sup>1</sup>	Principal place of business <sup>1</sup>	Nature of business <sup>2</sup>	Number of shares held	Percentage holding	Investment at cost R	Group loan balance		Company loan balance	
							2025	2024	2025	2024
<b>Associates</b>										
Unlisted										
Essential Prospects 101 Proprietary Limited (Essential)										
	RSA	RSA	A	26	26%	50,000	16,501	13,050	16,501	13,050
<b>Total investment in associates</b>						50,000	16,501	13,050	16,501	13,050
<b>Incorporated joint arrangements</b>										
Unlisted										
Polokwane Iron Ore Company Proprietary Limited (PIOC)										
	RSA	RSA	A	4,000	50%	3,740	*	*	—	—
OUF Proprietary Limited										
	RSA	RSA	B	650	65%	—	—	—	—	—
<b>Total investment in joint arrangements</b>						3,740	—	—	—	—

<sup>1</sup> RSA – Republic of South Africa.

<sup>2</sup> A – Exploration, B - The entity was established by the users of the Ore Export Channel for the improvement of rail performance.

\* Impaired in SIOC's separate financial statements.

The associates and joint venture are equity accounted in the group consolidated financial statements. SIOC's share of Essential's post-acquisition losses of R1 million (2024: R1 million) was recognised in the statement of profit or loss, resulting in a reduction of R1 million (2024: R1 million) to the carrying amount of the investment. The carrying amount of the investment at 31 December 2025 was R22 million (2024: R23 million).

SIOC's share of PIOC's post-acquisition losses is limited to the investment and the loan to PIOC, resulting in a carrying amount of Rnil (2024: Rnil) in respect of the investment and loan to PIOC in the group's statement of financial position. As a result, the impairment of the loan receivable from PIOC had no impact on the group's financial statements.

During the year, the group, as part of the OUF, entered into a Shareholders Agreement with the OUF Proprietary Limited. In terms of the agreement, the group holds a 65% shareholding and exercises joint control over the arrangement. The shareholders main objective is to enhance the reliability and performance of the Ore Export Channel.

## Equity-settled share-based payment schemes for the year ended 31 December

### Employee share incentive schemes

Certain group employees participate in the following share incentive schemes:

- Bonus and Retention Share Plan (BRP)
- Performance Share Plan (PSP)
- SIOC Employee Benefit Share Scheme (Karolo)
- SIOC Employee Share Ownership Plan Trust (Semela)

#### 1. BRP scheme

##### Description of scheme

The Bonus Share Plan (BSP) scheme, which was approved and adopted by shareholders on 20 March 2009 for a 10-year period, reached its 10th anniversary in March 2019, and was therefore terminated. Consequently, the BRP scheme for executive directors and senior employees was implemented during 2019, replacing the BSP scheme.

The BRP is offered to Executive directors and senior managers who have the opportunity and the responsibility to contribute towards Kumba's overall strategic objectives. The BRP has two components:

- a payment of an annual cash bonus
- a forfeitable award of Kumba shares linked to the participant's annual cash bonus award known as bonus shares

The number of bonus shares awarded is determined with reference to the amount of the annual cash bonus an employee receives, which is directly linked to the employee's personal performance and potential. The shares are held in an escrow account and released to the employee three years after the award date (subject to continuous employment). During the three-year period, the employee is entitled to all rights attached to the bonus shares, including dividend entitlements and voting rights.

##### Movement in the number of share awards granted

	2025 award	2024 award	2023 award	2022 award	2021 award	2020 award
<b>Balance at the beginning of the year</b>	—	154,310	108,221	71,810	—	7,443
Bonus shares awarded	<b>298,465</b>	—	—	—	—	—
Awards forfeited	<b>(9,597)</b>	(6,001)	(1,283)	—	—	—
Awards exercised <sup>1</sup>	<b>(2,584)</b>	(6,855)	(5,879)	—	—	—
Awards exercised on vesting	—	(13,970)	(45,788)	(71,810)	—	(7,443)
<b>Balance at 31 December 2025</b>	<b>286,284</b>	127,484	55,271	—	—	—
<b>Balance at the beginning of the year</b>	—	—	158,680	139,628	63,694	7,443
Bonus shares awarded	—	181,279	—	—	—	—
Awards forfeited	—	(6,295)	(5,999)	(1,107)	—	—
Awards exercised <sup>1</sup>	—	(20,674)	(25,071)	(16,180)	—	—
Awards exercised on vesting	—	—	(19,389)	(50,531)	(63,694)	—
<b>Balance at 31 December 2024</b>	—	154,310	108,221	71,810	—	7,443

<sup>1</sup> This relates to the pro rata portion of the bonus shares granted to employees who are considered good leavers (retirement, retrenchment and medical incapacity) in terms of the share scheme rules.

# Annexure 1 continued

Annexure 1

## Equity-settled share-based payment schemes continued

for the year ended 31 December

### 1. BRP scheme continued

	Number of conditional awards	Expiry date
<b>Vesting period of awards granted</b>		
Less than 1 year	108,053	2026
1 to 2 years	178,344	2027
2 to 5 years	182,642	2028

#### Valuation of scheme

The share awards granted under the BRP are considered equity-settled.

The share-based payment expense is measured using the fair value of the share awards issued under the BRP, which was determined using the Kumba share price on grant date.

	2025 award	2024 award	2023 award	2022 award	2021 award	2020 award
<b>Fair value assumptions</b>						
Share price on date of grant (Rand)	371.60	533.55	518.91	628.88	655.45	283.23
Expected share option life (years)	3	3	3	3	3	3
Expected dividend yield (%)	5.00	5.00	5.00	5.00	5.00	5.00

The risk-free interest rate for the period within the contractual term of the awards is based on South African government bonds.

The historical volatility of the Kumba share price is used in determining the expected volatility.

### 2. PSP scheme

#### Description of scheme

The PSP scheme was implemented during 2019. The PSP awards have performance conditions attached to the vesting and do not qualify for shareholder rights over the vesting period. The payment of dividend equivalents will be incorporated into the awards for qualifying Prescribed officers and senior managers to offset the loss of dividend rights associated with the conditional share award pre-vesting. No dividend equivalent policy will apply to the Executive directors.

#### Movement in the number of conditional awards granted

	Number of conditional awards					
	2025 award	2024 award	2023 award	2022 award	2021 award	2020 award
<b>Balance at the beginning of the year</b>	—	77,924	78,733	54,162	11,756	16,697
Conditional awards issued	145,670	—	—	—	—	—
Conditional awards forfeited	—	—	(3,234)	(32,184)	—	—
Conditional awards vested	—	—	—	(10,706)	—	(16,697)
<b>Balance at 31 December 2025</b>	<b>145,670</b>	<b>77,924</b>	<b>75,499</b>	<b>11,272</b>	<b>11,756</b>	<b>—</b>
<b>Balance at the beginning of the year</b>	—	—	84,649	56,063	68,073	16,697
Conditional awards issued	—	87,614	—	—	—	—
Conditional awards forfeited	—	(9,690)	(5,916)	(1,901)	(40,108)	—
Conditional awards vested	—	—	—	—	(16,209)	—
<b>Balance at 31 December 2024</b>	<b>—</b>	<b>77,924</b>	<b>78,733</b>	<b>54,162</b>	<b>11,756</b>	<b>16,697</b>

## Equity-settled share-based payment schemes continued

for the year ended 31 December

### 2. PSP scheme continued

	Number of conditional awards	Expiry date
<b>Vesting period of conditional awards granted</b>		
Less than 1 year	98,527	2026
1 to 2 years	77,924	2027
2 to 5 years	145,670	2028

#### Valuation of scheme

The conditional awards granted under the PSP are considered equity-settled.

The share-based payment expense is measured using the fair value of the conditional award issued under the PSP, which was determined using the Monte Carlo option pricing model.

	2025 award	2024 award	2023 award	2022 award	2021 award	2020 award
<b>Fair value assumptions</b>						
Share price on date of grant (Rand)	371.60	533.55	518.91	628.88	655.45	537.03
Annualised expected volatility (%)	46.92	40.61	51.31	48.64	49.19	50.81
Expected share option life (years)	3	3	3	3	3	3
Expected dividend yield (%)	5.00	5.00	5.00	5.00	5.00	5.00
Risk-free interest rate (%)	8.38	9.10	8.30	8.20	6.20	5.50

The risk-free interest rate for the period within the contractual term of the awards is based on South African government bonds.

The historical volatility of the Kumba share price is used in determining the expected volatility.

### 3. SIOC Employee Benefit Share Scheme (Karolo)

#### Description of scheme

The Karolo scheme became effective in August 2018, comprising an annual grant of Kumba shares to qualifying employees. The Kumba shares, which will vest after three years, are held by an agent and released to the employee three years after the award date, subject to continuous employment. During the three-year period, the employee is entitled to all rights attached to the bonus shares, including dividend entitlements and voting rights.

The Karolo scheme terminated in August 2022 and was replaced by the Semela scheme (refer to section 4 below of this Annexure for details of the Semela scheme). The last award from the Karolo scheme was made in August 2022.

# Annexure 1 continued

Annexure 1

## Equity-settled share-based payment schemes continued

for the year ended 31 December

### 3. SIOC Employee Benefit Share Scheme (Karolo) continued

#### Movement in the number of share awards granted

	2023 to 2025 awards	2022 award	2021 award
<b>Balance at the beginning of the year</b>	—	200,843	—
Awards forfeited	—	(2,420)	—
Awards exercised <sup>1</sup>	—	—	—
Awards exercised on vesting	—	(198,423)	—
<b>Balance at 31 December 2025</b>	—	—	—
<b>Balance at the beginning of the year</b>	—	219,688	176,148
Awards forfeited	—	(3,468)	(2,460)
Awards exercised <sup>1</sup>	—	(15,377)	(171,726)
Awards exercised on vesting	—	—	(1,962)
<b>Balance at 31 December 2024</b>	—	200,843	—

<sup>1</sup> This relates to the *pro rata* portion of the Karolo shares granted to employees who are considered good leavers (retirement, retrenchment and medical incapacity) in terms of the share scheme rules.

#### Valuation of scheme

The share awards granted under the Karolo scheme are considered equity-settled.

The share-based payment expense is measured using the fair value of the share award issued under the Karolo scheme, which was determined using the grant date share price of Kumba's shares.

	2022 award	2021 award
<b>Fair value assumptions</b>		
Share price on date of grant (Rand)	488.62	614.02
Expected share option life (years)	3	3
Expected dividend yield (%)	5.00	5.00

The risk-free interest rate for the period within the contractual term of the awards is based on South African government bonds.

The historical volatility of the Kumba share price is used in determining the expected volatility.

## Equity-settled share-based payment schemes continued

for the year ended 31 December

### 4. SIOC Employee Share Ownership Plan Trust (Semela)

#### Description of scheme

The Semela scheme was implemented to replace the Karolo scheme which terminated in 2022. The Semela scheme, consists of two components:

- vesting
- non-vesting

#### Vesting component

Under the vesting component, participating employees are awarded Kumba shares valued at an inflation-adjusted equivalent of R20,000 per employee on an annual basis, with a three-year vesting period, similar to the Karolo scheme. The first share award under this scheme was made during August 2023.

#### Non-vesting component

In 2022, the group issued new SIOC shares, an equivalent of 1.2% interest in SIOC, to a trust established for the benefit of qualifying SIOC employees who were employed by SIOC as at May 2022. The group has control over the trust.

Under the Semela non-vesting component, participating employees are entitled to their portion of dividends declared by SIOC to the Semela Trust in relation to the trust's 1.2% shareholding in SIOC. Participating employees receive their *pro rata* distribution of SIOC dividends declared, less applicable administrative costs. This scheme does not have any funding requirements attached to it and is expected to exist over the group's remaining life-of-asset.

#### Movement in the number of share awards granted:

	2025 award	2024 award	2023 award
<b>Balance at the beginning of the year</b>	—	328,168	259,529
Shares awarded	<b>470,129</b>	—	—
Awards forfeited	<b>(1,175)</b>	(3,486)	(2,823)
Awards exercised	<b>(542)</b>	(3,354)	(3,057)
Awards exercised on vesting	—	—	—
<b>Balance at 31 December 2025</b>	<b>468,412</b>	321,328	253,649
<b>Balance at the beginning of the year</b>	—	—	283,164
Shares awarded	—	331,055	—
Awards forfeited	—	(1,237)	(4,571)
Awards exercised	—	(1,650)	(19,064)
Awards exercised on vesting	—	—	—
<b>Balance at 31 December 2024</b>	—	328,168	259,529

	Number of conditional awards	Expiry date
Vesting period of awards granted:		
Less than 1 year	<b>253,649</b>	<b>2026</b>
1 to 2 years	<b>321,328</b>	<b>2027</b>
2 to 5 years	<b>468,412</b>	<b>2028</b>

# Annexure 1 continued

Annexure 1

## Equity-settled share-based payment schemes continued

for the year ended 31 December

### 4. SIOC Employee Share Ownership Plan Trust (Semela) continued

#### Valuation of scheme

The share awards granted under the Semela scheme are considered equity-settled.

The share-based payment expense is measured using the fair value of the share awards issued under the Semela scheme, which was determined using the grant date share price of Kumba's shares.

	2025 awards	2024 awards	2023 awards
<b>Fair value assumptions</b>			
Share price on date of grant (Rand)	<b>284.91</b>	404.82	476.54
Expected share option life (years)	<b>3</b>	3	3
Expected dividend yield (%)	<b>5.00</b>	5.00	5.00

The risk-free interest rate for the period within the contractual term of the awards is based on South African government bonds.

The historical volatility of the Kumba share price is used in determining the expected volatility.

The aggregate number of shares, which may be allocated under the BRP, PSP and Semela, when added to the total number of unvested conditional awards and share options allocated to employees under any other share scheme, may not exceed 31,194,612 shares. At the end of 2025, a total of 29,360,065 shares (2024: 29,825,016 shares) were available for utilisation under the share incentive schemes.

## New and amended standards not yet adopted by the group

A number of new standards and amendments to standards and interpretations are in issue, but not effective for annual periods beginning on 1 January 2025. The group has not early adopted the new or amended standards in preparing these consolidated financial statements.

### **Classification and Measurement of Financial Instruments – Amendment to IFRS 9 *Financial Instruments* and IFRS 7 *Financial Instruments: Disclosures***

The amendments to IFRS 9 and IFRS 7 clarify the requirements for the timing of recognition and derecognition of some financial assets and liabilities, with a new exception for some financial liabilities settled through an electronic cash transfer system. The amendments clarify and add further guidance for assessing whether a financial asset meets the solely payments of principal and interest (SPPI) criterion adding new disclosures for certain instruments with contractual terms that can change cash flows (such as some instruments with features linked to the achievement of ESG targets). The amendments make updates to the disclosures for equity instruments designated at fair value through other comprehensive income (FVOCI).

The amendments will be effective for annual reporting periods beginning on or after 1 January 2026. Early adoption is permitted, but will need to be disclosed. The amendments are not expected to have a material impact on the consolidated and separate financial statements.

### **Amendment to IFRS 9 and IFRS 7 - Contracts Referencing Nature-dependent Electricity**

The amendments apply only to contracts that reference nature-dependent electricity, and they clarify the application of the 'own-use' requirements for in-scope contracts. The amendments change the designation requirements for a hedged item in a cash flow hedging relationship for in-scope contracts and add new disclosure requirements to enable investors to understand the effect of these contracts on a company's financial performance and cash flows.

The amendments will be effective for annual reporting periods beginning on or after 1 January 2026. Early adoption is permitted, but will need to be disclosed. The amendments are not expected to have a material impact on the consolidated and separate financial statements.

### **IFRS 18 *Presentation and Disclosure in Financial Statements***

The new standard on presentation and disclosure in financial statements, focus on updates to the statement of profit or loss. The key new concepts introduced in IFRS 18 relate to the structure of the statement of profit or loss, required disclosures in the financial statements for certain profit or loss performance measures that are reported outside an entity's financial statements (that is, management-defined performance measures) and enhanced principles on aggregation and disaggregation that apply to the primary financial statements and notes in general.

IFRS 18 will be effective for annual reporting periods beginning on or after 1 January 2027, but earlier application is permitted and must be disclosed. IFRS 18 will apply retrospectively. The group is currently working to identify all impacts the new standard will have on the primary financial statements and notes to the financial statements.

### **Amendment to IAS 21 - Translation to a Hyperinflationary Presentation Currency**

The amendment specifies the translation procedures to be applied when an entity's presentation currency is that of a hyperinflationary economy. The entity applies the amendments if its functional currency is that of a non-hyperinflationary economy and it is translating its results and financial position into the currency of a hyperinflationary economy. The amendment aims to improve the usefulness of the resulting information in a cost-effective manner.

The IAS 21 amendment will become effective for reporting periods beginning on or after 1 January 2027, with early application permitted. The amendment is not expected to have a material impact on the consolidated and separate financial statements.

### **Annual improvements - Volume 11**

Annual improvements are limited to changes that either clarify the wording in an Accounting Standard or correct relatively minor unintended consequences, oversights or conflicts between the requirements in the Accounting Standards. The amendments are to IFRS 1 *First-time Adoption of International Financial Reporting Standards*; IFRS 7 *Financial Instruments: Disclosures* and its accompanying guidance on implementing IFRS 7, IFRS 9 *Financial Instruments*, IFRS 10 *Consolidated Financial Statements* and IAS 7 *Statement of Cash Flows*.

The amendments will be effective for annual reporting periods beginning on or after 1 January 2026. Early adoption is permitted, but will need to be disclosed. The amendments are not expected to have a material impact on the consolidated and separate financial statements.

# Annexure 1 continued

Notice of final cash dividend

## Notice of final cash dividend

On 18 February 2026, the directors approved a gross final cash dividend of 1,543 cents per share on the ordinary shares from profits accrued during the year ended 31 December 2025. The dividend has been declared from income reserves.

The dividend will be subject to a dividend withholding tax of 20% for all shareholders who are not exempt from or do not qualify for a reduced rate of withholding tax. The net dividend payable to shareholders after withholding tax at a rate of 20%, amounts to 1,234.40 cents per share.

The issued share capital at the declaration date is 322,085,974 ordinary shares.

**The salient dates are as follows:**

Publication of declaration data	Thursday, 19 February 2026
Last day for trading to qualify and participate in the final dividend	Tuesday, 10 March 2026
Trading ex-dividend commences	Wednesday, 11 March 2026
Record date	Friday, 13 March 2026
Dividend payment date	Monday, 16 March 2026

Share certificates may not be dematerialised or rematerialised between Wednesday, 11 March 2026 and Friday, 13 March 2026, both days inclusive. Any change of address or dividend instructions must be provided by the last day for trading.

By order of the Board



**F Patel**  
Company Secretary

18 February 2026

Shareholder analysis

# Shareholder analysis

Register date: 31 December 2025

Issued share capital: 322,085,974

	Number of shareholdings	%	Number of shares	%
<b>Shareholder spread</b>				
1 – 1,000 shares	16,991	90.41	2,508,680	0.78
1,001 – 10,000 shares	1,422	7.57	4,418,427	1.37
10,001 – 100,000 shares	299	1.59	9,596,933	2.98
100,001 – 1,000,000 shares	71	0.38	19,464,639	6.04
1,000,001 shares and over	11	0.05	286,097,295	88.83
<b>Total</b>	<b>18,794</b>	<b>100.00</b>	<b>322,085,974</b>	<b>100.00</b>
<b>Major categories of shareholders</b>				
Strategic investor	1	0.01	224,535,915	69.71
Government	12	0.06	48,447,429	15.04
Banks/brokers	189	1.01	26,581,199	8.25
Close corporations	88	0.47	82,299	0.03
Endowment funds	19	0.10	23,828	0.01
Individuals	16,149	85.92	5,563,704	1.74
Insurance companies	139	0.74	704,966	0.22
Investment companies	20	0.11	134,146	0.04
Medical schemes	15	0.08	175,007	0.05
Mutual funds	328	1.75	8,853,676	2.75
Private companies	436	2.32	1,696,871	0.53
Retirement funds	286	1.52	3,266,703	1.01
Share trusts	4	0.02	1,074,764	0.33
Trusts	1,108	5.89	945,467	0.29
<b>Total</b>	<b>18,794</b>	<b>100.00</b>	<b>322,085,974</b>	<b>100.00</b>
<b>Public/non-public shareholders</b>				
<b>Non-public shareholders</b>	<b>24</b>	<b>0.13</b>	<b>268,435,201</b>	<b>83.34</b>
Directors, associates and Executive Committee of the Company	17	0.09	402,761	0.13
Strategic holdings <sup>1</sup>	2	0.01	266,034,530	82.59
Related party holdings	5	0.03	1,997,910	0.62
<b>Public shareholders</b>	<b>18,770</b>	<b>99.87</b>	<b>53,650,773</b>	<b>16.66</b>
<b>Total</b>	<b>18,794</b>	<b>100.00</b>	<b>322,085,974</b>	<b>100.00</b>

	Number of shares	%
<b>Major shareholders</b>		
Pursuant to section 56(7) of the Companies Act, the following shareholders held 5% or more as at 31 December 2025:		
Anglo South Africa Proprietary Limited	224,535,915	69.71
IDC of South Africa Limited	41,498,615	12.88
<b>Total</b>	<b>266,034,530</b>	<b>82.59</b>

<sup>1</sup> Strategic shareholders comprise Anglo South Africa Proprietary Limited and the IDC South Africa Limited.

# Annexure 1 continued

Shareholder analysis

## Shareholder analysis continued

**Register date: 31 December 2025**

**Issued share capital: 322,085,974**

### Breakdown of non-public holdings

	Number of shares	%
<b>Directors, associates and executives of the Company</b>		
<b>Zikalala, ND (Chief Executive)</b>	<b>48,062</b>	<b>0.01</b>
Zikalala, ND	47,494	0.01
Zikalala, ND	568	0.00
<b>Mazarura, BA (Chief Financial Officer)</b>	<b>22,808</b>	<b>0.01</b>
Mazarura, BA	22,808	0.01
<b>Mkhwanazi, TM (Non-executive director)</b>	<b>104,241</b>	<b>0.04</b>
Mkhwanazi, TM	78,725	0.02
Mkhwanazi, TM	17,063	0.01
Mkhwanazi, TM	8,453	0.01
<b>Ntsaluba, SS</b>	<b>1,385</b>	<b>0.00</b>
Ntsaluba, SS	1,385	0.00
<b>Mbambo, XF (Chief Financial Officer Designate)</b>	<b>184,280</b>	<b>0.06</b>
Mbambo, XF	184,280	0.06
<b>Mbatha, SB</b>	<b>6,423</b>	<b>0.00</b>
Mbatha, SB	6,423	0.00
<b>Nortje, PG</b>	<b>7,679</b>	<b>0.00</b>
Nortje, PG	7,668	0.00
Nortje, PG	11	0.00
<b>Ramchander, P</b>	<b>11,391</b>	<b>0.01</b>
Ramchander, P	7,553	0.00
Ramchander, P	3,838	0.00
<b>Ramgoolam, S</b>	<b>7,822</b>	<b>0.00</b>
Ramgoolam, S	7,822	0.00
<b>Sibanyoni, NM</b>	<b>8,670</b>	<b>0.00</b>
Sibanyoni, NM	6,949	0.00
Sibanyoni, NM	1,721	0.00
<b>Total</b>	<b>402,761</b>	<b>0.13</b>

## Supplementary non-IFRS financial measures

The Kumba Iron Ore Limited Annual Financial Statements for the year ended 31 December 2025 include certain non-IFRS financial measures in respect of the group's financial performance, financial position and cash flows. These measures are presented in order to provide users with relevant information and measures used by the group to assess performance. The nature of these measures may not fairly represent the issuer's financial position, changes in equity, results of operations or cash flows. The information was extracted from the audited Kumba Iron Ore Limited Annual Financial Statements for the year ended 31 December 2025.

Non-IFRS financial measures are financial measures other than those defined or specified under all relevant IFRS Accounting Standards. To the extent that these measures are not extracted from the IFRS Accounting Standards disclosure included in the audited Kumba Iron Ore Limited Annual Financial Statements for the year ended 31 December 2025, these measures constitute *pro forma* financial information in terms of the JSE Limited Listings Requirements and are the responsibility of the Board of directors. They are presented for illustrative purposes and to provide users with relevant information and measures used by the Company to assess its operating and financial performance, cash flow performance, and to enable offshore stakeholders to interpret the financial performance in a universally measured currency. In addition, these measures may not be comparable to similarly titled measures used by other companies. The underlying information used in the presentation of the *pro forma* financial information has been prepared using the group's accounting policies that comply with IFRS Accounting Standards.

This *pro forma* financial information has been reported on by the external auditor. The Independent Auditor's Assurance Report is prepared in terms of ISAE 3420 and is included on pages 124 to 125.

The following sets out the non-IFRS financial measures disclosed throughout these annual financial statements and where they are reconciled.

### Adjusted EBITDA

EBITDA is a measure of operating performance and is used to identify trends of controllable expenses in the business. Adjusted EBITDA is a measure of the group's core earnings adjusted for non-recurring items, such as impairment charges or reversal of prior year impairment charges.

Rand million	2025	2024
Operating profit per the statement of profit or loss	25,758	26,361
Add back: Depreciation	6,165	5,713
<b>EBITDA</b>	<b>31,923</b>	<b>32,074</b>
Less: Impairment reversal	—	(3,940)
<b>Adjusted EBITDA</b>	<b>31,923</b>	<b>28,134</b>

### Attributable free cash flow

Attributable free cash flow measures the group's ability to generate cash for the period under review. The table below illustrates attributable free cash flow for the years ended 31 December:

Rand million	2025	2024
Cash generated from operations	32,448	34,791
Less: Additions to property, plant and equipment	(10,031)	(9,673)
Less: Finance costs paid	(822)	(471)
Less: Taxation paid	(5,873)	(5,878)
Less: Dividends paid to non-controlling shareholders	(3,757)	(4,302)
<b>Attributable free cash flow</b>	<b>11,965</b>	<b>14,467</b>

# Annexure 1 continued

Supplementary non-IFRS financial measures

## Supplementary non-IFRS financial measures continued

### Net asset value attributable to owners of Kumba

Net asset value attributable to owners represents the worth of one share as at 31 December:

	2025	2024
Shareholders' equity (Rand million)	54,939	52,815
Divided by: Ordinary shares in issue	322,085,974	322,085,974
<b>Net assets attributable to owners of Kumba (Rand per share)</b>	<b>170.57</b>	163.98

### Net cash

Net cash illustrates the group's cash position after deducting borrowings and lease liabilities as at 31 December:

Rand million	2025	2024
Cash and cash equivalents	15,117	16,913
Less: Interest-bearing borrowings	—	(2,003)
Less: Lease liabilities	(203)	(193)
<b>Net cash</b>	<b>14,914</b>	14,717

### US dollar convenience translation statements

The Company, whose functional currency is the rand, has translated its statement of financial position and statement of profit or loss into US dollar to enable offshore stakeholders to interpret the group's financial performance in a universally measured currency. Refer to pages 122 and 123, respectively.

## Supplementary non-IFRS financial measures continued

### Statement of financial position – US dollar convenience translation as at 31 December

US dollar million	2025	2024
<b>ASSETS</b>		
Property, plant and equipment	3,613	2,990
Right-of-use assets	10	8
Biological assets	3	2
Investments held by environmental trust	73	53
Investment in associate	1	1
Long-term prepayments and other receivables	15	9
Inventories	610	455
<b>Non-current assets</b>	<b>4,325</b>	<b>3,518</b>
Inventories	584	513
Trade and other receivables	385	307
Current tax assets	43	31
Cash and cash equivalents	911	903
<b>Current assets</b>	<b>1,923</b>	<b>1,754</b>
<b>Total assets</b>	<b>6,248</b>	<b>5,272</b>
<b>EQUITY AND LIABILITIES</b>		
Shareholders' equity	3,310	2,817
Non-controlling interests	1,028	880
<b>Total equity</b>	<b>4,338</b>	<b>3,697</b>
<b>LIABILITIES</b>		
Lease liabilities	6	4
Provisions	204	170
Deferred tax liabilities	917	753
<b>Non-current liabilities</b>	<b>1,127</b>	<b>927</b>
Lease liabilities	6	7
Interest-bearing borrowings	—	107
Provisions	10	11
Trade and other payables	723	498
Contract liabilities	29	24
Current tax liabilities	15	1
<b>Current liabilities</b>	<b>783</b>	<b>648</b>
<b>Total liabilities</b>	<b>1,910</b>	<b>1,575</b>
<b>Total equity and liabilities</b>	<b>6,248</b>	<b>5,272</b>
<b>Exchange rate</b>		
Translated at closing rand/US dollar exchange rate	<b>16.60</b>	<b>18.73</b>

Note: The consolidated statement of financial position of Kumba Iron Ore Limited, whose functional currency is the rand, has been translated into US dollars. Assets and liabilities have been translated at the closing rand/US dollar exchange rate of 16.60 and 18.73 at 31 December 2025 and 31 December 2024, respectively.

# Annexure 1 continued

Supplementary non-IFRS financial measures

## Supplementary non-IFRS financial measures continued

### Statement of profit or loss – US dollar convenience translation as at 31 December

US dollar million	2025	2024
Revenue	3,917	3,739
Other operating income	53	–
Operating expenses	(2,528)	(2,515)
Impairment reversal	–	215
Expected credit losses on financial assets	(2)	–
<b>Operating profit</b>	<b>1,440</b>	<b>1,439</b>
Finance income	77	44
Finance costs	(51)	(28)
<b>Profit before taxation</b>	<b>1,466</b>	<b>1,455</b>
Taxation	(395)	(402)
<b>Profit for the year</b>	<b>1,071</b>	<b>1,053</b>
<b>Attributable to:</b>		
Owners of Kumba	817	803
Non-controlling interests	254	250
	<b>1,071</b>	<b>1,053</b>
<b>Earnings per share attributable to the ordinary equity holders of Kumba (US dollar per share)</b>		
Basic	2.55	2.50
Diluted	2.54	2.49
<b>Exchange rate</b>		
Translated at average rand/US dollar exchange rate	<b>17.89</b>	18.33

Note: The financial results of Kumba Iron Ore Limited, whose functional currency is the rand, has been translated into US dollars. Income and expenses presented on the statement of profit or loss have been translated at the average rand/US dollar exchange rate of 17.89 and 18.33 for the 2025 and 2024 financial year, respectively.

# Independent Auditor's Assurance Report

## Independent Auditor's Assurance Report on the compilation of pro forma financial information for the year ended 31 December 2025 included in the Kumba Iron Ore Limited Annual Financial Statements for the year ended 31 December 2025

### To the Directors of Kumba Iron Ore Limited

We have completed our assurance engagement to report on the compilation of the pro forma financial information of Kumba Iron Ore Limited (the "Company") (and its subsidiaries (together "the Group") by the directors. The pro forma financial information, as set out on pages 120 to 123 of the Kumba Iron Ore Limited Annual Financial Statements for the year ended 31 December 2025 ("the Annual Financial Statements") consists of non-IFRS measures (the "Pro Forma Financial Information"). The applicable criteria on the basis of which the directors have compiled the Pro Forma Financial Information are specified in the Listings Requirements of the JSE Limited ("the JSE Listings Requirements") and described in the Supplementary non-IFRS financial measures section of the Annual Financial Statements (the "Applicable Criteria").

The Pro Forma Financial Information has been compiled by the directors solely for illustrative purposes and to provide users with the relevant information and measures used by the Group to assess its operating and financial performance, cash flow performance, and to enable offshore stakeholders to interpret the financial performance in a universally measured currency.

As part of this process, information about the Group's consolidated financial position and financial performance has been extracted by the directors from the Annual Financial Statements, on which an audit opinion was issued on 18 February 2026.

### Directors' responsibility for the Pro Forma Financial Information

The directors are responsible for compiling the Pro Forma Financial Information on the basis of the Applicable Criteria.

### Our Independence and Quality Management

We have complied with the independence and other ethical requirements of the *Code of Professional Conduct for Registered Auditors*, issued by the Independent Regulatory Board for Auditors' (IRBA Code), which is founded on fundamental principles of integrity, objectivity,

professional competence and due care, confidentiality and professional behaviour. The IRBA Code is consistent with the corresponding sections of the International Ethics Standards Board for Accountants' *International Code of Ethics for Professional Accountants (including International Independence Standards)*.

The firm applies International Standard on Quality Management 1, *Quality Management for Firms that Perform Audits or Reviews of Financial Statements, or Other Assurance or Related Services Engagements*, which requires the firm to design, implement and operate a system of quality management, including policies or procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

### Auditor's responsibility

Our responsibility is to express an opinion, as required by the JSE Listings Requirements, about whether the Pro Forma Financial Information has been compiled, in all material respects, by the directors, on the basis of the Applicable Criteria, based on our procedures performed.

We conducted our engagement in accordance with the International Standard on Assurance Engagements (ISAE) 3420, *Assurance Engagements to Report on the Compilation of Pro Forma Financial Information Included in a Prospectus* issued by the International Auditing and Assurance Standards Board. This standard requires that we plan and perform our procedures to obtain reasonable assurance about whether the Pro Forma Financial Information has been compiled, in all material respects, on the basis specified in the Applicable Criteria.

For purposes of this engagement, we are not responsible for updating or reissuing any reports or opinions on any historical financial information used in compiling the Pro Forma Financial Information, nor have we, in the course of this engagement, performed an audit or review of the financial information used in compiling the Pro Forma Financial Information.

PricewaterhouseCoopers Inc.  
4 Lisbon Lane, Waterfall City, Jukskei View, 2090  
Private Bag X36, Sunninghill, 2157  
T: +27 (0) 11 797 4000, F: +27 (0) 11 209 5800  
Chief Executive Officer: L S Machaba

The Company's principal place of business is at 4 Lisbon Lane, Waterfall City, Jukskei View, where a list of directors' names is available for inspection.  
Reg. no. 1998/012055/21, VAT reg.no. 4950174682

# Annexure 1 continued

Independent auditor's assurance report on non-IFRS measures

## Independent Auditor's Assurance Report continued

The purpose of the Pro Forma Financial Information included in the Annual Financial Statements is solely for illustrative purposes and to provide users with the relevant information and measures used by the Group to assess its operating and financial performance, cash flow performance, and to enable offshore stakeholders to interpret the financial performance in a universally measured currency.

A reasonable assurance engagement to report on whether the Pro Forma Financial Information has been compiled, in all material respects, on the basis of the Applicable Criteria involves performing procedures to assess whether the Applicable Criteria used by the directors in the compilation of the Pro Forma Financial Information provide a reasonable basis for presenting the significant effects directly attributable to the event, and to obtain sufficient appropriate evidence about whether:

- The related pro forma adjustments give appropriate effect to those criteria; and
- The Pro Forma Financial Information reflects the proper application of those adjustments to the unadjusted financial information.

The procedures selected depend on our judgement, having regard to our understanding of the nature of the Group, the events in respect of which the Pro Forma Financial Information has been compiled, and other relevant engagement circumstances.

Our engagement also involves evaluating the overall presentation of the Pro Forma Financial Information.

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

### Opinion

In our opinion, the Pro Forma Financial Information has been compiled, in all material respects, on the basis of the Applicable Criteria.

*PricewaterhouseCoopers Inc.*

PricewaterhouseCoopers Inc.  
Director: B Laher  
Registered Auditor  
Johannesburg, South Africa

18 February 2026

*The examination of controls over the maintenance and integrity of the Group's website is beyond the scope of the compilation of Pro Forma financial information. Accordingly, we accept no responsibility for any changes that may have occurred to the Annual Financial Statements since they were initially presented on the website.*

## Glossary of terms and acronyms

<b>Adjusted EBITDA</b>	Operating profit before deducting depreciation, amortisation and impairment charges and before adding impairment reversals
<b>AGM</b>	Annual general meeting
<b>Attributable free cash flow</b>	The amount of cash available to finance returns to shareholders or growth after servicing debt, providing a return to non-controlling shareholders and meeting existing capital expenditure commitments.
<b>B-BBEE</b>	Broad-based black economic empowerment
<b>BEE</b>	Black economic empowerment
<b>BRP</b>	Bonus and Retention Share Plan
<b>BSP</b>	Bonus Share Plan
<b>C1 unit cost</b>	All direct cash costs incurred in the mining and production of iron ore
<b>CAT</b>	Central Africa Time
<b>CBAM</b>	Carbon Border Adjustment Mechanism
<b>CETS</b>	Carbon Emission Trading System
<b>CFR</b>	Cost and freight
<b>CGU</b>	Cash-generating unit
<b>CODM</b>	Chief operating decision-maker
<b>Companies Act</b>	South African Companies Act No 71 of 2008, as amended
<b>DBA</b>	Deferred bonus arrangement
<b>DCF</b>	Discounted cash flow
<b>DMPR</b>	Department of Mineral and Petroleum Resources
<b>DMS</b>	Dense media separation
<b>dmt</b>	Dry metric tonne
<b>dmtu</b>	Dry metric tonne unit
<b>EBITDA</b>	Earnings before interest, tax, depreciation and amortisation
<b>EPS</b>	Earnings per share
<b>ESG</b>	Environmental, Social and Governance
<b>ESOP</b>	Employee share ownership scheme
<b>FCTR</b>	Foreign currency translation reserve
<b>Fe</b>	Iron
<b>FOB</b>	Free-on-board
<b>FVTPL</b>	Fair value through profit or loss
<b>GDP</b>	Gross domestic product
<b>GISTM</b>	Global Industry Standard on Tailings Management
<b>GJ</b>	Gigajoule
<b>ha</b>	Hectares
<b>HEPS</b>	Headline earnings per share
<b>Historically disadvantaged South Africans</b>	Included in the calculation, all permanent employees, fixed-term employees as well as trainees in our workforce

# Annexure 1 continued

Glossary of terms and acronyms

## Glossary of terms and acronyms continued

<b>IAS</b>	International Accounting Standards
<b>IASB</b>	International Accounting Standards Board
<b>IDC</b>	Industrial Development Corporation
<b>IFRIC</b>	International Financial Reporting Interpretations Committee
<b>IFRS Accounting Standards</b>	International Financial Reporting Standards as issued by the IASB
<b>IODEX</b>	Platts Iron Ore Index
<b>JIBAR</b>	Johannesburg Interbank Average Rate
<b>JIG</b>	A plant that uses jig separators to process minerals and concentrate them by density
<b>JSE</b>	Johannesburg Stock Exchange
<b>King IV</b>	King IV Report on Corporate Governance for South Africa, 2016
<b>LoAP</b>	Life-of-asset plan
<b>LTI</b>	Lost-time injury
<b>LTIP</b>	Long-term incentive plan
<b>MCA</b>	Mutual Cooperation Agreement
<b>ML</b>	Megalitres
<b>Mol</b>	Memorandum of Incorporation
<b>Mt</b>	Million tonnes
<b>MW</b>	Megawatt
<b>NEMA</b>	National Environmental Management Act
<b>Net cash</b>	Total cash and cash equivalents, less total borrowings and lease liabilities
<b>Net working capital</b>	Total inventory (including non-current) plus trade and other receivables, less trade and other payables (including contract liabilities). These balances principally relate to assets and liabilities to support our operations
<b>NPI</b>	Net-positive impact
<b>PwC</b>	PricewaterhouseCoopers
<b>OCR</b>	Ore Corridor Restoration programme
<b>OUF</b>	Ore Users' Forum
<b>PSP</b>	Performance Share Plan
<b>PV</b>	Photovoltaic
<b>ROCE</b>	Return on adjusted capital employed - calculated as annualised EBIT divided by adjusted average capital
<b>SAICA</b>	South African Institute of Chartered Accountants
<b>SAMREC Code</b>	The South African Code for the Reporting of Exploration Results, Mineral Resources and Mineral Reserves, 2016 Edition

## Glossary of terms and acronyms continued

<b>SARB</b>	South African Reserve Bank
<b>SARS</b>	South African Revenue Service
<b>SCA</b>	Supreme Court of Appeal
<b>Semela</b>	SIOC Employee Share Ownership Plan Trust
<b>SIB</b>	Stay-in-business
<b>SIOC</b>	Sishen Iron Ore Company Proprietary Limited
<b>SOFR</b>	Secured overnight funding rate
<b>Tangible net worth</b>	Measures the value of a company's physical assets (excluding intangible assets) minus its liabilities. It is calculated as the sum of paid-up, issued share capital and share premium of the Company, the consolidated reserves of the group and the retained income of the group minus intangible assets.
<b>TB</b>	Tuberculosis
<b>UHDMS</b>	Ultra-high dense media separation
<b>Unit cost</b>	All costs incurred by the operations in the mining and production of iron ore, including overheads and non-cash costs like depreciation, accounting provisions and share-based payment costs
<b>VAT</b>	Value Added Tax
<b>VWAP</b>	Volume weighted average price
<b>WIP</b>	Work in progress
<b>wmt</b>	Wet metric tonne
<b>Women in management</b>	Included in the calculation, all permanent employees, fixed-term employees as well as trainees in our workforce
<b>ZARONIA</b>	South African Rand Overnight Index Average

# Annexure 2

## Brief curricula vitae of directors proposed for re-election/election

### Mr Ruben Marcus Fernandes (60)

#### Non-executive director

BA (Metallurgical Engineering), MBA

#### Joined the Board on 1 July 2025

A member of the Strategy and Investment Committee and the Safety, Health and Sustainable Development Committee.

Ruben is the Chief Operating Officer of Anglo American and held a number of senior executive roles for Anglo American since he joined the group in 2012. He has served as the Regional Director – Americas since 2023, having previously led Anglo American's base metals businesses. Prior to joining Anglo American, Ruben was head of mining at Votorantim Metals in Brazil. Between 2009 and 2011, he was COO at Vale Fertilizers and, CEO of Kaolin Companies – Pará Pigments and Cadam – two subsidiaries of Vale, between 2007 and 2009, and held various analysis, marketing and project roles in Vale which he joined in 1999.

### Mr Mark Ashley Goliath (51)

#### Non-executive director

MBA, BCom (Hons) Finance, NDip Chemical Engineering

#### Joined the Board on 1 July 2025

A member of the Social, Ethics and Transformation Committee and the Strategy and Investment Committee.

He is currently the Acting Divisional Executive: Manufacturing at the IDC and has 30 years of corporate finance, investment banking and manufacturing operational experience. He is accountable for leading a team which develops and implements industrial investments across the manufacturing sectors focusing on South Africa and Sub-Saharan Africa. The sectors include chemicals, industrial minerals beneficiation, pharmaceuticals, oil and gas, machinery and equipment including yellow goods, automotive and transport, wood, paper, textile and clothing.

### Mr Terence Philip Goodlace (66)

#### Independent non-executive director

BCom, MBA, NHDip (Metalliferous Mining)

#### Joined the Board on 24 March 2017

Chairs the Board and the Nominations and Governance Committee. He is a member of the Safety, Health and Sustainable Development Committee and the Human Resources and Remuneration Committee.

In addition to his role at Kumba Iron Ore Limited, he is also an independent non-executive director at Gold Fields Limited. His mining career has spanned more than 46 years across multiple organisations. He previously held Executive Vice-President and Chief Operating Officer roles at Gold Fields and spent 28 years with the Company. Terence has also served as the CEO of Impala Platinum Holdings Limited and CEO of Metorex Limited. He has experience in leading underground and open-pit operations in Africa, South America and Australia.

### Mr Aman Jeawon (56)

#### Independent non-executive director

Bachelor of Accountancy, Postgraduate Diploma in Accountancy (Hons), CA(SA), CD(SA)<sup>®</sup>

#### Joined the Board on 1 January 2023

Chairs the Safety, Health and Sustainable Development Committee and is a member of the Audit Committee and the Strategy and Investment Committee.

Aman is a Chartered Accountant and a Chartered Director of South Africa and has over 25 years' experience in the energy, mining and utility sectors. As a Corporate and Finance Executive he gained experience in mergers and acquisitions, deal origination, due diligence, legal and tax reviews, fundraising, private equity and capital structures. In addition to his finance and audit experience, Aman has ESG experience particularly in renewable energy.

He is the Executive Chairman of Global Acquty Holdings Proprietary Limited and serves on the Audit Committee of Medshield Medical Scheme as an Independent Expert. He has served on the boards of Engen Ltd, South32, SA Coal Holdings Proprietary Limited, Pareto Ltd, ESCAP (SOC) Limited, Pembani Group Proprietary Limited and served as a trustee on the Eskom Pension and Provident Fund board. Aman is a member of the Institute of Independent Directors of Southern Africa and the South African Institute of Chartered Accountants.

### Mrs Nomalizo (Ntombi) Beryl Langa-Royds (63)

#### Independent non-executive director

BA (Law), LLB

#### Joined the Board on 1 December 2017

Chairs the Human Resources and Remuneration Committee and is a member of the Social, Ethics and Transformation Committee and the Nominations and Governance Committee.

She also serves as a non-executive director on the boards of Redefine Properties Limited, Retirement Investments and Savings for Everyone (RISE), Intellidex Holdings Limited and WBD Investment Holdings Company. She currently serves as a Trustee of the Women's Development Bank.

## Annexure 2 continued

### Brief curricula vitae of Social, Ethics and Transformation Committee members proposed for re-election

#### **Mrs Mary Sina Bomela (52)**

##### **Independent non-executive director**

MBA, CA(SA), BCom (Hons)

##### **Joined the Board on 1 December 2017**

Chairs the Strategy and Investment Committee and is a member of Social, Ethics and Transformation Committee, the Audit Committee, the Nominations and Governance Committee and the Human Resources and Remuneration Committee.

Mary was the Chief Executive Officer of the Mineworkers Investment Company (MIC). She currently serves on the board of Nedbank Limited and previously served on the boards of Primedia Proprietary Limited, Metrofile Holdings Limited and DN Invest Proprietary Limited.

#### **Mr Mark Goliath (51)**

##### **Non-executive director**

MBA, BCom (Hons) Finance, NDip Chemical Engineering

##### **Joined the Board on 1 July 2025**

A member of the Social, Ethics and Transformation Committee and the Strategy and Investment Committee.

He is currently the Acting Divisional Executive: Manufacturing at the IDC and has 30 years of corporate finance, investment banking and manufacturing operational experience. He is accountable for leading a team which develops and implements industrial investments across the manufacturing sectors focusing on South Africa and Sub-Saharan Africa. The sectors include chemicals, industrial minerals beneficiation, pharmaceuticals, oil and gas, machinery and equipment including yellow goods, automotive and transport, wood, paper, textile and clothing.

#### **Mr Terence Philip Goodlace (66)**

##### **Independent non-executive director**

BCom, MBA, NHD (Metalliferous Mining)

##### **Joined the Board on 24 March 2017**

Chairs the Board and the Nominations and Governance Committee. He is a member of the Safety, Health and Sustainable Development Committee and the Human Resources and Remuneration Committee.

In addition to his role at Kumba Iron Ore Limited, he is also an independent non-executive director at Gold Fields Limited. His mining career has spanned more than 46 years across multiple organisations. He previously held Executive Vice-President and Chief Operating Officer roles at Gold Fields and spent 28 years with the Company. Terence has also served as the CEO of Impala Platinum Holdings Limited and CEO of Metorex Limited. He has experience in leading underground and open-pit operations in Africa, South America and Australia.

#### **Mrs Nomalizo (Ntombi) Beryl Langa-Royds (63)**

##### **Independent non-executive director**

BA (Law), LLB

##### **Joined the Board on 1 December 2017**

Chairs the Human Resources and Remuneration Committee and is a member of the Social, Ethics and Transformation Committee and the Nominations and Governance Committee.

She also serves as a non-executive director on the boards of Redefine Properties Limited, Retirement Investments and Savings for Everyone (RISE), Intellidex Holdings Limited and WBD Investment Holdings Company. She currently serves as a Trustee of the Women's Development Bank.

## Annexure 2 continued

### Mr Xolani Frederick Mbambo (50)

#### Executive director

CA(SA), AMP

#### Joined the Board on 1 January 2026

A member of the Social, Ethics and Transformation Committee and the Strategy and Investment Committee.

He has over two decades of leadership experience across mining and logistics sectors. Before joining Kumba, Xolani served more than a decade at Grindrod, a JSE-listed integrated logistics company, in senior executive roles including CFO and CEO, and as an executive director on the Grindrod Limited Board and boards of multiple local and international subsidiaries. His career began in the mining sector in 2001 with Anglo American, where he spent over 12 years in finance roles within the group's coal and corporate divisions across Johannesburg, Mpumalanga, Gaborone, and London.

### Ms Neo Violet Mokhesi (64)

#### Independent non-executive director

BCom, AMP

#### Joined the Board on 1 July 2024

Chairs the Social, Ethics and Transformation Committee and is a member of the Safety, Health and Sustainable Development Committee, the Nominations and Governance Committee and the Audit Committee.

She has over 25 years' experience in marketing, corporate affairs, development finance, strategy and corporate governance. Neo was a senior executive at the Industrial Development Corporation, including serving as the executive responsible for market development into the rest of Africa. She currently serves on the boards of Barloworld Limited, Mozal Aluminium Co and Nozala Trust. She was previously on the boards of Clover SA and Scaw Metals.

### Ms Nompumelelo (Mpumi) Dessederia Zikalala (47)

#### Executive director

BSc (Chemical Engineering)

#### Joined the Board on 1 January 2022

A member of the Social, Ethics and Transformation Committee, the Safety, Health and Sustainable Development Committee and the Strategy and Investment Committee.

Mpumi is the CEO of Kumba Iron Ore and Chairperson of the operating entity, Sishen Iron Ore Company (Pty) Ltd. Mpumi started her career at De Beers in 2001 as a process engineer and held various leadership roles within production management, and project management. In 2007, she was appointed General Manager at De Beers Kimberley Mines, becoming the first female General Manager in the De Beers Group. In 2010, she was appointed General Manager of De Beers Voorspoed Mine and in 2013 became Senior Vice-President of De Beers Sightholder Sales South Africa. Mpumi was promoted to Deputy CEO of De Beers Consolidated Mines in 2017 and to Managing Director, De Beers Group Managed Operations, in 2019, covering operations in South Africa and Canada.

Mpumi serves as the Deputy President of the Minerals Council of South Africa and as one of the CEO sponsors on the South African National Logistics Crisis Committee. She is the Chairperson of the Private Sector Forum of the South African National AIDS Council and a Trustee of the Anglo American Foundation. She was the 2023 Campaign Ambassador for the International Day for Women in Mining and was one of the 2018 Top 100 Global Inspirational Women in Mining awards in Mayfield, London.

## Annexure 2 continued

### Brief curricula vitae of Audit Committee members proposed for re-election

#### **Mrs Mary Sina Bomela (52)**

##### **Independent non-executive director**

MBA, CA(SA), BCom (Hons)

##### **Joined the Board on 1 December 2017**

Chairs the Strategy and Investment Committee and is a member of the Social, Ethics and Transformation Committee, the Audit Committee, the Nominations and Governance Committee and the Human Resources and Remuneration Committee.

Mary was the Chief Executive Officer of the Mineworkers Investment Company (MIC). She currently serves on the board of Nedbank Limited and previously served on the boards of Primedia Proprietary Limited, Metrofile Holdings Limited and DN Invest Proprietary Limited.

#### **Mr Aman Jeawon (56)**

##### **Independent non-executive director**

Bachelor of Accountancy, Postgraduate Diploma in Accountancy (Hons), CA(SA), CD(SA)<sup>®</sup>

##### **Joined the Board on 1 January 2023**

Chairs the Safety, Health and Sustainable Development Committee and is a member of the Audit Committee and the Strategy and Investment Committee.

Aman is a Chartered Accountant and a Chartered Director of South Africa and has over 25 years' experience in the energy, mining and utility sectors. As a Corporate and Finance Executive he gained experience in mergers and acquisitions, deal origination, due diligence, legal and tax reviews, fundraising, private equity and capital structures. In addition to his finance and audit experience, Aman has ESG experience particularly in renewable energy.

He is the Executive Chairman of Global Acquity Holdings Proprietary Limited and serves on the Audit Committee of Medshield Medical Scheme as an Independent Expert. He has served on the boards of Engen Ltd, South32, SA Coal Holdings Proprietary Limited, Pareto Ltd, ESCAP (SOC) Limited, Pembani Group Proprietary Limited and served as a trustee on the Eskom Pension and Provident Fund board. Aman is a member of the Institute of Independent Directors of Southern Africa and the South African Institute of Chartered Accountants.

## Annexure 2 continued

### **Mrs Michelle Anne Jenkins (65)**

#### **Independent non-executive director**

BSc (Hons) Geology, BA (Hons) Accounting, CA(SA)

#### **Joined the Board on 1 November 2019**

A member of the Audit Committee, the Human Resources and Remuneration Committee and the Strategy and Investment Committee.

Michelle is a Chartered Accountant with over 20 years' experience in exploration and mining, with an Honours Degree in Geology from the University of the Witwatersrand and a Bachelor of Accounting Science (Honours) from the University of South Africa. Michelle has substantial experience working as a geologist prior to joining KPMG's mining group as a Chartered Accountant. She has held the role of Chief Financial Officer/Financial Director with a number of exploration and mining companies throughout Africa. Michelle provides financial and commercial leadership and, with experience in multiple jurisdictions, has been involved in operating resources ventures and has been instrumental in start-ups, corporate acquisitions and disposals. Michelle offers a wealth of knowledge in resource industry risk management and mitigation and strategic leadership. She was Executive: Finance and Administration for ASX/JSE listed Orion Minerals Limited, and on the board of Prieska Copper Zinc Mine Proprietary Limited. Prior to that, she was the Chief Financial Officer of Taurus Gold with gold assets in West Africa.

### **Ms Neo Violet Mokhesi (64)**

#### **Independent non-executive director**

BCom, AMP

#### **Joined the Board on 1 July 2024**

Chairs the Social, Ethics and Transformation Committee and is a member of the Safety, Health and Sustainable Development Committee, the Nominations and Governance Committee and the Audit Committee.

She has over 25 years' experience in marketing, corporate affairs, development finance, strategy and corporate governance. Neo was a senior executive at the Industrial Development Corporation, including serving as the executive responsible for market development into the rest of Africa. She currently serves on the boards of Barloworld Limited, Mozal Aluminium Co and Nozala Trust. She was previously on the boards of Clover SA and Scaw Metals.

# Annexure 3

## Remuneration report

### The Human Resources and Remuneration Committee of the Board (Remco)

#### Role of Remco and terms of reference

Remco guides the Board by ensuring that Kumba's remuneration and employee benefits-related decisions and policies are aligned with its overall goals, while remaining fair and equitable both to employees and shareholders. The Committee's interests and activities are geared towards developing, maintaining and progressing a strong, competitive human resources (HR) environment. The Remco terms of references can be accessed on Kumba's website:

- » [www.angloamericankumba.com/investors/corporate-governance](http://www.angloamericankumba.com/investors/corporate-governance)
- » For details on the membership of Remco and attendance of meetings refer to **page 97 of the Governance section** in the Integrated report.

#### Remuneration philosophy

Our reward philosophy is based on competitive, fair and transparent remuneration for our employees, and formulated to attract, retain, motivate and reward high-calibre, talented and productive employees. Remuneration components are designed to reward and recognise excellent, collaborative team and individual performance, while aligning with our values, culture and strategic objectives and allowing employees to share in the performance and success of the business and align with our shareholder experience.

Guaranteed remuneration is aligned with the market median in respect of fixed pay. Variable performance-related pay, both short and long term, is included in the total remuneration offering to ensure market competitiveness, with key and critical skills remunerated at the higher end of median scales. Our top priority is to ensure the fair, equitable and consistent application of our remuneration principles and policies, guided by the King IV™ principles relating to fair and responsible remuneration.

The Remco is firmly committed to its overarching responsibility of ensuring that the principles of accountability, transparency, sustainability and good governance are enacted in all remuneration-related matters. This includes the critical link between executive remuneration and performance against set strategic objectives, with the aim of creating executive engagement and shareholder value.

The Companies Amendment Act 16 of 2024 (the Act) was promulgated in July 2024. Every public and state-owned company must present a remuneration policy at its AGM. Shareholders must approve the policy by ordinary resolution, after which it remains valid for three years. Any material changes during this period require further shareholder approval before implementation. If shareholders reject the remuneration policy, the previously approved policy will remain in force until a new policy is approved. Companies will not be permitted to implement proposed changes until shareholder approval is secured. In addition to the remuneration policy, companies must present a remuneration report each year. This report will be subject to a separate shareholder vote and must include a background statement, the Company's remuneration policy, and a detailed implementation report. Where the annual remuneration

report is rejected, the Remuneration Committee must report back at the following AGM on how shareholder concerns were addressed. In addition, all non-executive directors on the Committee must stand for re-election. Should the report be rejected again, those directors may continue serving on the Board but will be ineligible to serve on the Remuneration Committee for two years.

The Amendment Act was signed into law on 26 July 2024. While some provisions took effect in December 2024, the new remuneration disclosure regime has not yet commenced. Kumba has however elected to voluntarily disclose the total On-target Remuneration and total Actual Remuneration of all full-time permanent employees for the 2024 and 2025 reporting years in the spirit of the Act.

For our 2025 reporting cycle, in the event that the remuneration policy or implementation report, or both, have been voted against by 25% or more of the voting rights exercised by shareholders in the non-binding advisory vote at the AGM, the Board will delegate representatives to actively engage with dissenting shareholders to address and collate the substantive objections and concerns, and to adapt the policy and/or report as appropriate, taking cognisance of the shareholder feedback and proposals resulting from the engagement, and as approved by the Board.

#### Fair and responsible remuneration

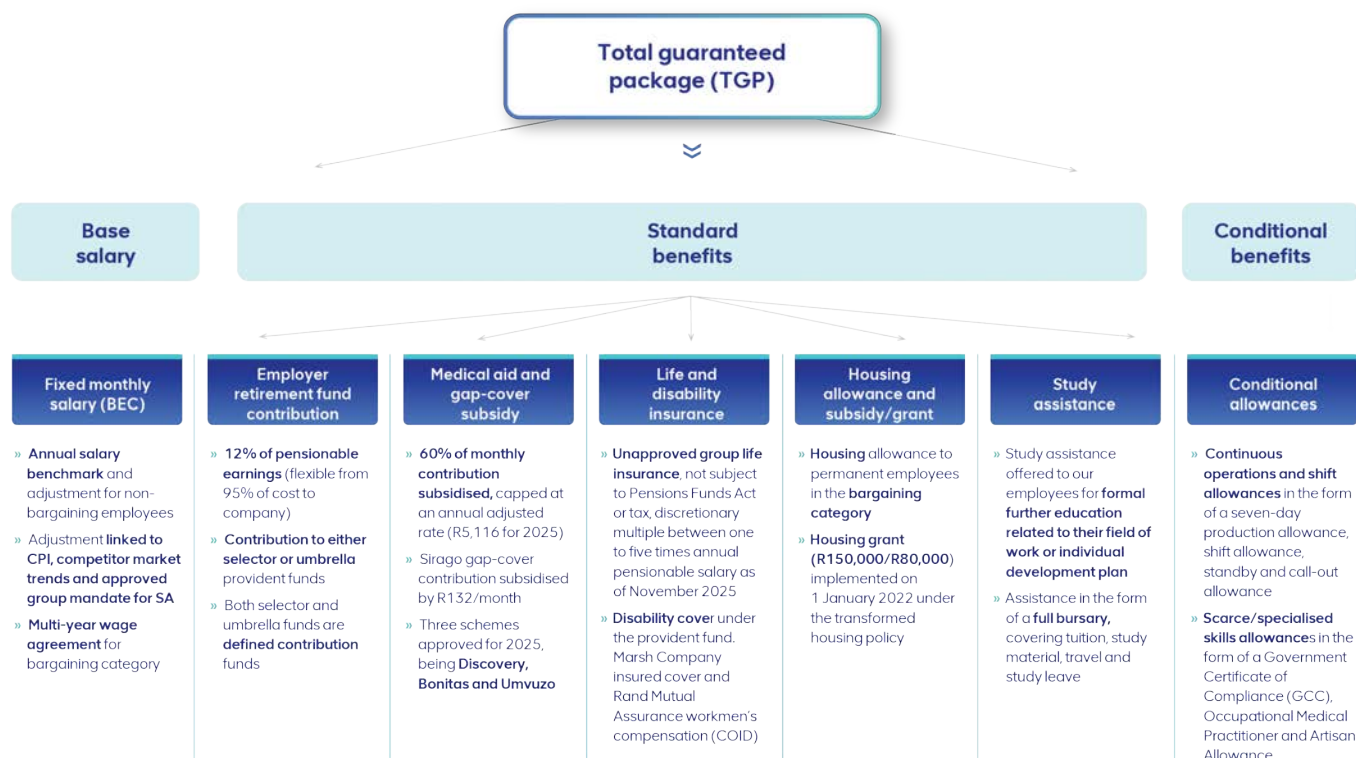
The main principles and practices that drive our commitment to fair and responsible remuneration are:

- adhering to legislative requirements and prescriptions relevant to remuneration and benefits
- undertaking an annual, external market benchmark of our remuneration package competitiveness across grading and job function/category in our industry and nationally
- reviewing and adjusting accordingly any salary anomalies lying below the comparable market median within a predetermined threshold, also taking cognisance of the internal peer group median and parity
- applying structured policies on appointment and salary movement (promotions, demotions and lateral moves), while linking salaries to functional peer group medians to address equal pay for equal work and any income disparities based on gender, race or other demographics
- ensuring that all permanent and fixed-term employees in the Company are eligible to participate in an STI scheme, as appropriate
- designing and executing People & Organisation strategic initiatives to enhance the overall employee work experience and improve the EVP offering to our employees
- driving continuous improvement and future-proofing of our underlying employee engagement process and system interfaces toward digitisation and mobile platforms, enabling higher efficiency and effectiveness in employee service delivery and supporting the Company's "future of work" strategic drive for future-focused skills and capabilities
- staying abreast of the latest market trends and offerings pertaining to remuneration and the remuneration mix of benefits to ensure that we remain relevant and competitive in our reward offering

## Remuneration report continued

### Elements of remuneration

The key elements of our remuneration framework and structure, which guide payments to all employees, are shown below, with a focus on Executive directors and Prescribed officers.



### Diagram A – TGP elements

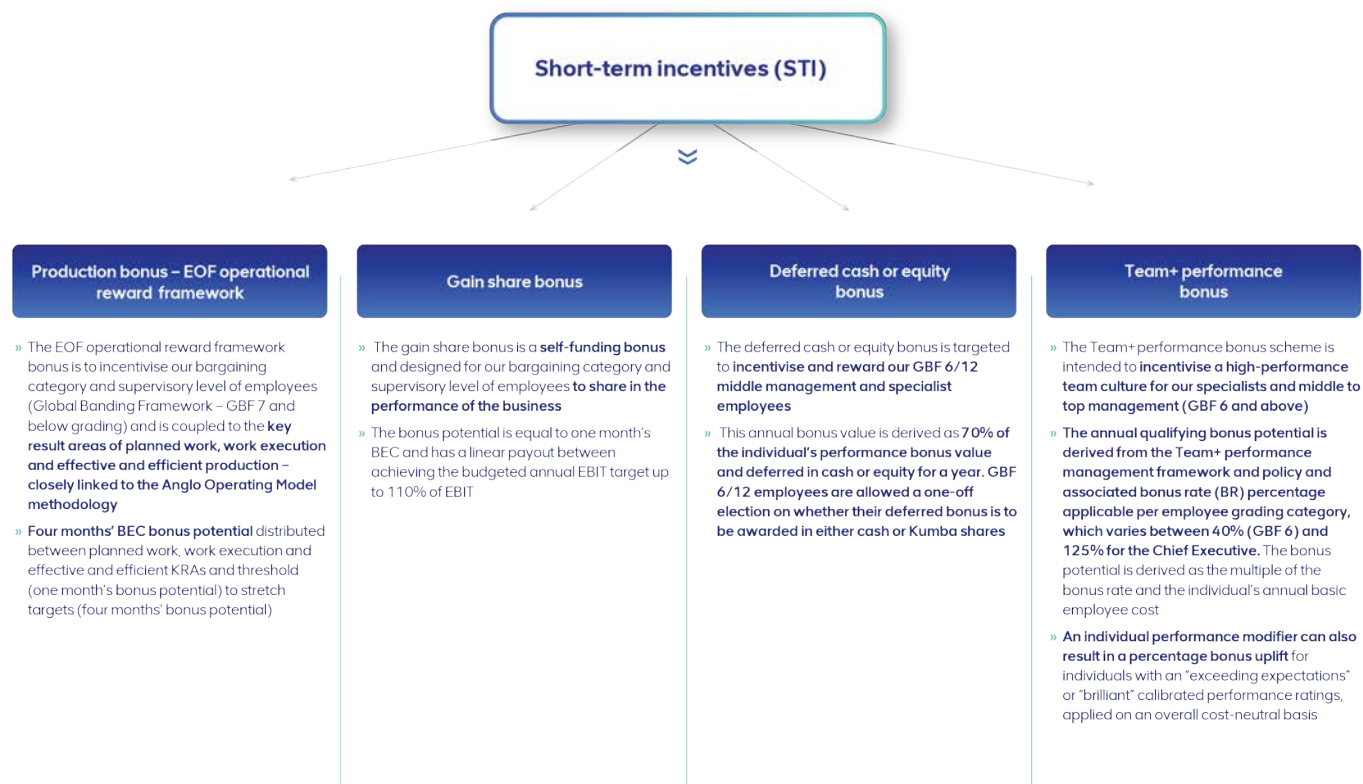
The strategic purpose of TGP is:

- to attract, motivate and retain high-calibre, talented and productive employees in a competitive market and to recognise their skills, experience and contribution to the Company's values
- ensuring that pay is competitive in the industry and is market-related
- being able to comply with legislative provisions and negotiated contractual commitments
- to reinforce and enhance the principle that employees are the key stakeholders of Kumba
- to ensure an appropriate and flexible benefit mix (retirement fund, medical aid, gap cover, group life, etc.) to best serve our employees' dynamic lifestyle and needs at different life stages

The eligibility for conditional allowance benefits is dependent on the scarcity of skills, job-specific roles, responsibilities and legislative requirements.

# Annexure 3 continued

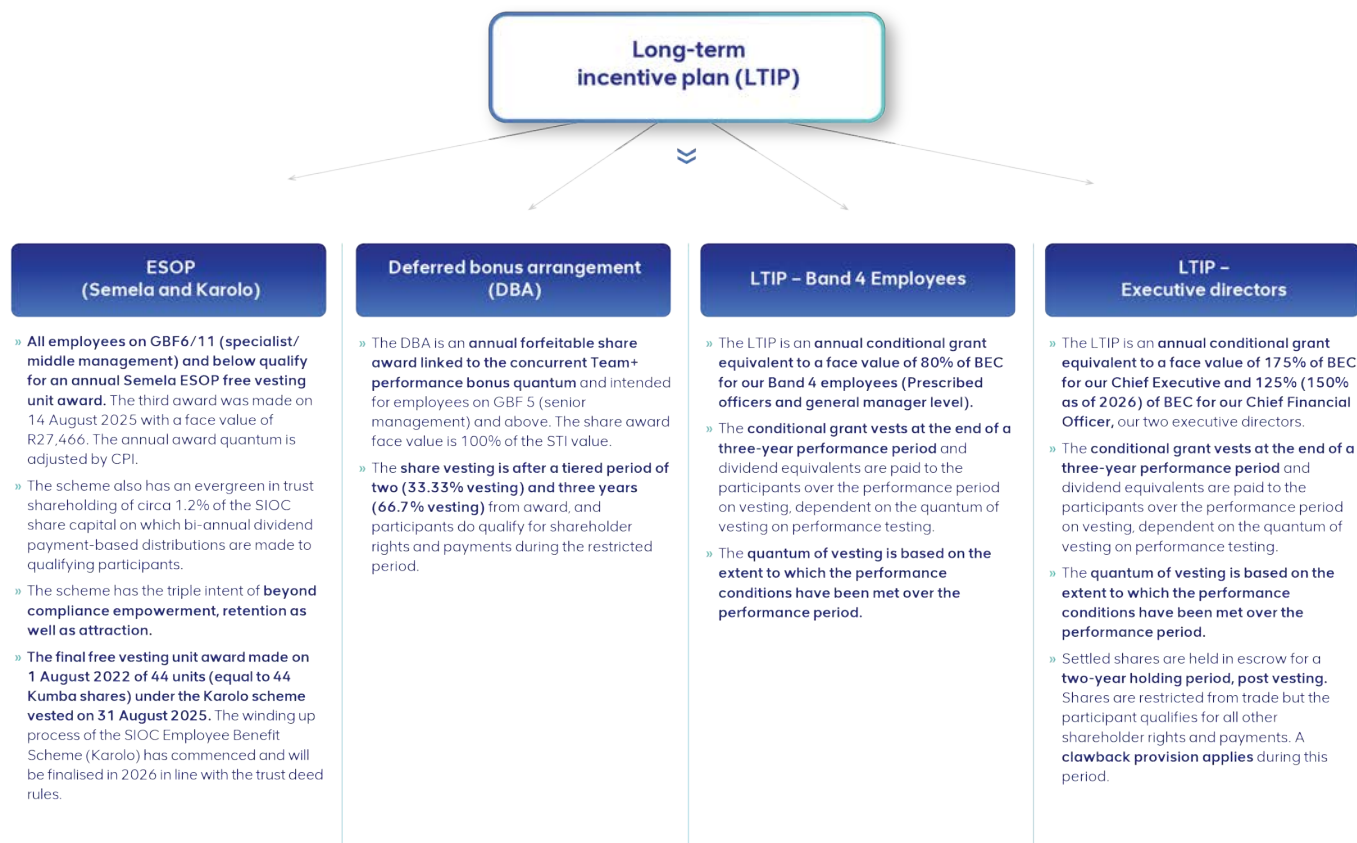
## Remuneration report continued



### Diagram B – STI elements

The STI rewards employees who, as contributing members of teams and as individuals, meet or exceed committed annual performance targets. The rewards aim to align the achievement of financial, operational, safety, health, environmental and Company strategic and sustainability objectives at a corporate and operational or site level. The level and depth of metrics are based on the applicable STI scheme and the associated grading and sphere of control of the participating employees. The achievement of stretch targets at a company, asset (mine), functional or team levels is also encouraged by this incentivisation while allowing our employees to participate in the gains attributed to strong or exceptional Company performance during the performance year.

## Remuneration report continued



### Diagram C – LTIP elements

Kumba’s share incentive plans are structured to optimise the organisation’s overall EVP position, while providing benefits that will assist the Company to attract, retain and incentivise executives and top talented employees towards sustained performance.

The plans are designed to align management and shareholder interests, and grow shareholder value. The objectives are to motivate long-term sustainable performance, and retain business-critical and top talented employees while incentivising employees towards the achievement of ambitious business performance and sustainability through the Refreshed strategy and culture programme.

# Annexure 3 continued

## Remuneration report continued

### Executive directors' and Prescribed officers' remuneration

When assessing the performance of the Company and its Executive directors and Prescribed officers, the Committee is mindful of its obligation to our shareholders, as elaborated in our remuneration framework. The remuneration of Executive directors and Prescribed officers consists of fixed and variable components designed to ensure that a substantial portion of the total reward remuneration package is linked to the achievement of the Company's strategic objectives, thereby aligning incentives with the creation of sustainable shareholder value.

#### Fixed remuneration

The total package per role is compared to levels of pay at the market median in JSE-listed companies of comparable size and complexity within the industry sector. Annual salary benchmark reviews are conducted to ensure market competitiveness and pay relevance.

The Company contributes 12% of pensionable salary to approved retirement funds. Medical aid is subsidised at 60% of the contribution to a maximum amount determined by market comparisons. Risk insurance benefits include life cover and death-in-service benefits, subject to the rules of the approved Kumba retirement funds. The Company provides additional death and disability cover to employees through its insurance risk and compensation for COVID underwriting policies.

#### Variable remuneration

The variable remuneration of the Executive directors and Prescribed officers consists of cash (annual Team+ performance bonus) and equity instruments (deferred bonus and long-term incentives) applied in combination and with the quantum and conditions appropriate to the scope of responsibility and contribution to operating and financial performance of the respective role.

**The variable remuneration components of our remuneration framework can be summarised as follows for our Executive directors, Prescribed officers and senior to middle management and specialists:**

Variable pay component	Instrument type	Payment/vesting	Eligibility
Team+ performance bonus	Cash	Annual cash payment in March, following the performance year under review	Executive directors, Prescribed officers, senior and middle management employees and specialists
DBA	Restricted equity awarded under the BRP rules	Unconditional vesting, subject to employment condition, with tranches vesting after two and three years, respectively	Executive directors, Prescribed officers and senior management employees
Deferred cash or equity (Band 6/12)	A once-off election between an annual cash or equity deferral of 70% of the Team+ performance bonus. Equity awarded under the BRP rules	Cash or equity deferred for one year with an unconditional vesting, subject to employment condition, after one year	Middle management employees and specialists
Khumo awards (Band 6/12)	An annual equity award with a fixed face value of R35,000 per participant. Equity awarded under the BRP rules	Unconditional vesting, subject to employment condition, vesting after two years	Middle management employees and specialists
LTIP	Restricted equity awarded under the performance share plan (PSP) rules	Conditional vesting after three years, with an additional two-year holding period subject to clawback provisions for the Executive directors	Executive directors, Prescribed officers and qualifying senior managers (general management level employees)

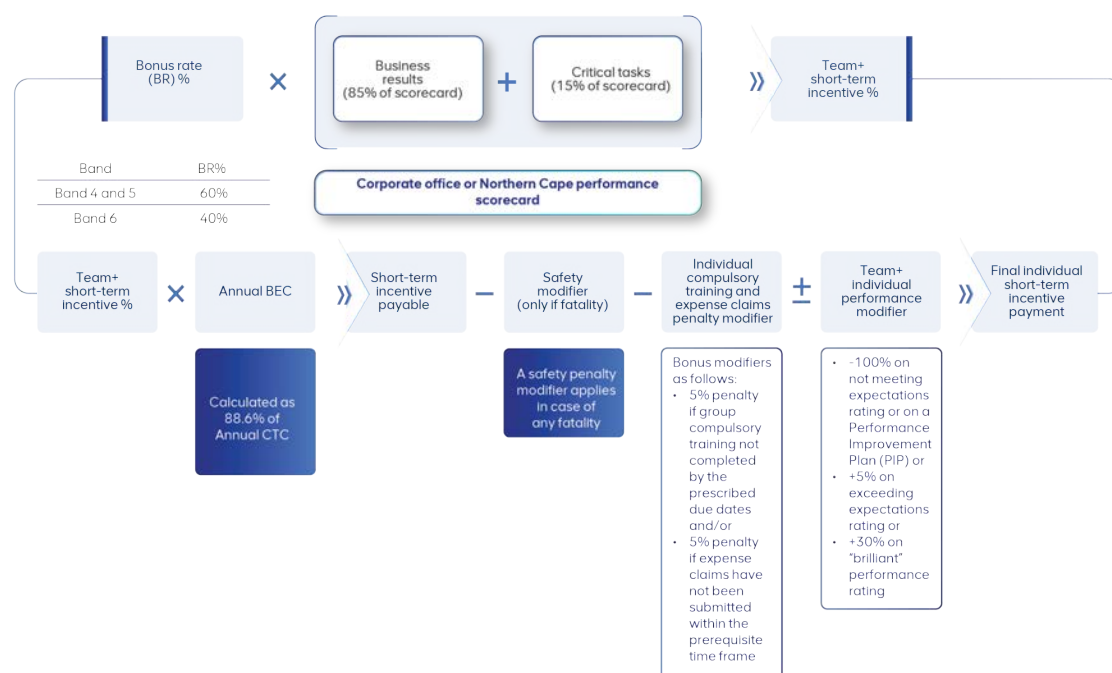
## Remuneration report continued

### Team+ performance bonus

The Team+ performance management process focuses on individual and collective team performance driven through collaboration, with annual team performance objectives set on a Kumba Corporate and Northern Cape Region scorecard for the performance year, supplemented by individual, personal performance objectives set for the participating employee cohort.

The annual short-term incentive scheme, underpinning Team+ performance management process, is based on an additive calculation formula, comprising the sum of the key result area performance outcome (business results and critical tasks) multiplied by the grading specific bonus rate, as indicated in Diagram D following. A safety deductor penalty modifier is applicable to all participating employees. The penalty modifier ranges from a 10% penalty per fatality on a corporate and Northern Cape hub level up to 20% at a mine level, based on the line-of sight control principle.

Further to the safety deductor penalty modifier, an individual group mandatory compliance training penalty modifier has been introduced from the 2024 performance year onward. This penalty modifier will be applied to participating individuals who have not fully complied with the completion of their assigned group mandatory compliance training by the stipulated deadline dates relevant to the applicable performance year. The penalty modifier will amount to a 5% reduction of the short-term incentive payment realised for the performance year. During 2025, a further individual penalty modifier of a 5% reduction of the short-term incentive payment realised for the performance year has been introduced for individuals failing to comply with the Company's Travel and South African expense policies in terms of the timely submission of all expense claims within the prescribed period.



### Diagram D – Team+ short-term performance incentive calculation methodology for 2025

Diagram D is a diagrammatic representation of the Team+ short-term performance incentive calculation methodology that has been applicable for the 2025 performance year.

Strategic performance objectives for the performance year are set within the Business results and Critical tasks key result areas (KRAs), as follows:

- Business results – the key output metrics for the performance year – such as financial, operational, safety, health and environmental key strategic measures. This key result area comprises 85% of the short-term incentive scorecard potential.
- Critical tasks – comprises programmes and initiative deliverables that must be delivered during the performance year to be successful in the performance and sustainability delivery of the business – for the performance year under review and future years. This key result area comprises 15% of the short-term incentive potential.

The short-term incentive payment realised for any performance year is differentiated by the participative team (corporate office and the Northern Cape region) performance against their respective scorecard set objectives, individual grading bonus rate, annual basic employment cost and lastly any penalty modifiers applicable.

An individual performance element has been introduced to the short-term incentive methodology as of the 2024 performance year, not linked to the respective Team+ scorecard rating outcome, but based

on the respective line manager performance assessment against the individual performance objectives set for the performance year. Leaders have the discretion to adjust individual short-term incentive outcomes at the year end, based on a holistic view of what team members have delivered and how they have delivered it with a cost-neutral impact overall, ensuring high performance is recognised and rewarded and underperformance is addressed and managed. A mandatory short-term incentive deduction for significant underperformance, and where the employee is on a performance improvement plan (PIP) during the performance year, has been implemented since the 2024 performance year.

The introduction of an individual performance element aligns and supports our current priority of embedding a high-performance culture across Kumba, with leaders being encouraged to take accountability for the performance of their teams and individuals being supported to drive their own individual performance targets. It allows for poor performance to be addressed and for individuals to be recognised and potentially rewarded for exceptional performance. This approach further enables the business to make crucial people and organisation decisions on areas such as career development, succession planning, team collaboration and the management of poor performance and underperformance. It will also provide data that can be used to understand the "people performance story" across the business. The impact on leadership behaviours will ultimately drive the sustainability of our business performance.

# Annexure 3 continued

## Remuneration report continued

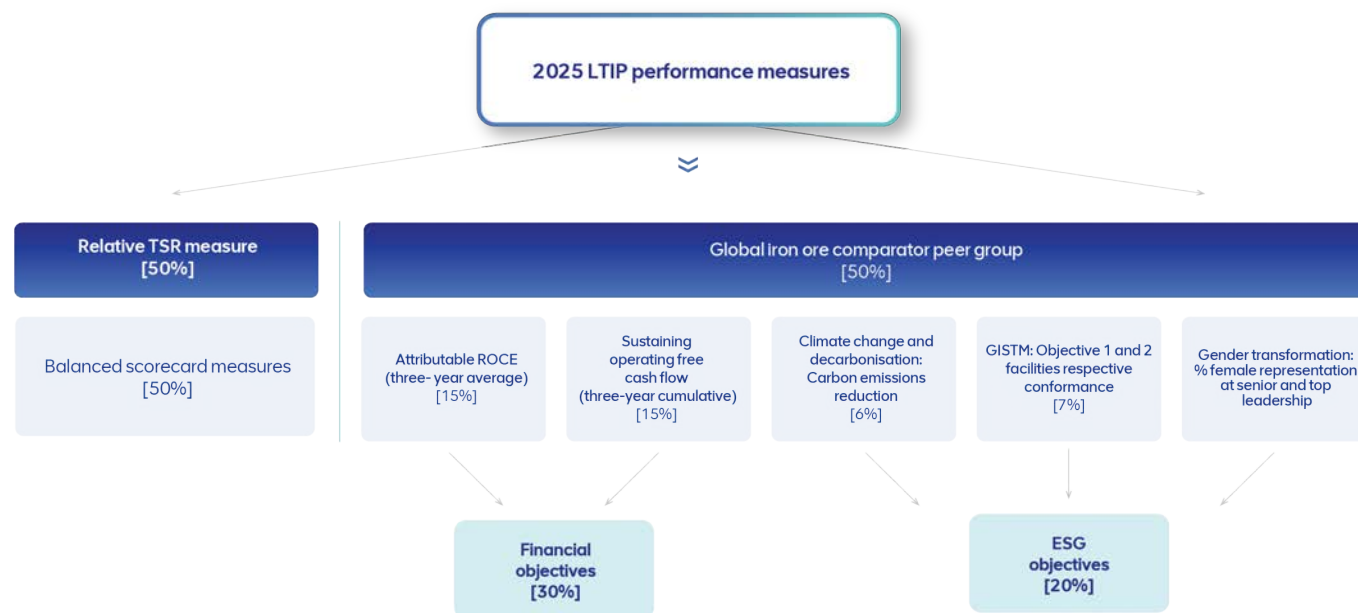
### 2025 Long-term incentive plan (granted under the performance share plan rules)

The purpose of the LTIP is to incentivise, attract and retain high-performing employees as part of the Company's EVP. Awards are subject to underlying LTIP performance conditions which are measured over a three-year period. These conditional vesting performance measures are reviewed and evaluated annually by the Remco. The Remco considers the key business value, strategic and ESG drivers in selecting metrics and the alignment of the participants' reward with long-term, sustainable value creation in setting performance targets.

**Table A – Changes for the 2025 financial year LTIP grant performance conditions breakdown are summarised below, compared to the 2024 grant:**

LTIP performance key results areas	2025 performance weighting	2025 performance measure	2025 measure weighting	2024 performance weighting	2024 performance measure	2024 measure weighting
Relative total shareholder return (TSR)	50%	TSR – global iron ore peer group	50%	50%	TSR – global iron ore peer group	50%
Balanced scorecard of measures	50%	<b>Financial measures – 30%</b>		50%	<b>Financial measures – 30%</b>	
		Sustaining operating free cash flow (SOFCF) - 3-Year cumulative.	15%		Sustaining operating free cash flow (SOFCF) - 3-Year cumulative.	15%
		Attributable return on capital employed (ROCE) - 3 Year average.	15%		Attributable return on capital employed (ROCE) - 3 Year average.	15%
		<b>ESG measures – 20%</b>			<b>ESG measures – 20%</b>	
		Climate change and decarbonisation : carbon emissions reduction	6%		Climate change: absolute reduction in GHG emissions.	10%
		Global Industry Standard on Tailings Management (GISTM) Objective 1 – Facilities: Full conformance with GISTM and Objective 2 – Facilities: Conformance with GISTM based on self assessment.	7%		Global Industry Standard on Tailings Management (GISTM) Objective 1 Facilities: Full compliance with GISTM.	5%
Gender transformation: percentage female representation at Band 5 and above (senior/ top leadership).	7%	Global Industry Standard on Tailings Management (GISTM) Objective 2 Facilities: Compliance with GISTM based on self-assessment.	5%			

## Remuneration report continue



**Diagram E – 2025 LTIP award underpinning performance condition breakdown**

The TSR measure, linked into a global iron ore comparator group, has been retained from the 2 November 2022 Remco decision to rationalise the relative TSR measure to a metric, weighted at 50% for the 2023 LTIP award onward. The TSR of Kumba relative to the TSR of the global iron ore peer group is measured via the Shareforce electronic analysis and reporting platform and allows for the correlation between companies when valuing the performance condition. The global iron ore peer group is reviewed for relevance and appropriateness every three years. Although a thorough review has been performed for the 2023 LTIP grant, a request to review the Global Iron Ore comparator group for the 2025 LTIP grant with companies of similar market capitalisation had been commissioned by our independent third-party remuneration advisory service provider, to confirm the continued appropriateness of the relative TSR comparator group. Our independent third-party remuneration advisory service provider has advised that Kumba remains reasonably placed toward the median or “middle” of the global iron ore comparators in respect of size. Kumba’s PE ratio remains comparable to most of the comparators, except for Ferrexpo plc, which had negative earnings and therefore not a valid PE ratio, and Mineral Resources Limited, which, at the time of review, had low earnings, and therefore a very high PE ratio of 57. Ferrexpo plc’s market capital has also become very small compared to Kumba’s, so our advisory service provider recommended removing Ferrexpo plc from the comparator group, but retaining Mineral Resources Limited at this stage. Our advisory service provider indicated that nine (9) comparators in the relative TSR group should be sufficient, in the absence of an obvious replacement for Ferrexpo plc. The following table reflects the proposed global iron ore peer group for the 2025 to 2027 performance period:

Global Iron Ore peer group for 2025 to 2027	
Mineral Resources Limited	Fortescue Metals Group Limited
NMDC Limited	CSN Mineracao SA
Grupo Simec S.A.B. de C.V.	Nucor Corp
Cleveland-Cliffs Inc.	Vale S.A.
Metalurgica Gerdau SA	

The 2025 balanced scorecard measures proposed have remained the same for the financial objectives segment of the scorecard compared to 2024, but the ESG performance measures segment has been refined in terms of the Climate Change and Decarbonisation measure proposed, and

supplemented with a Gender Transformation measure. For 2025, three ESG measures have been included within a combined weighting of 20%, which is one additional measure compared to the measures that were included in the 2024 LTIP grant. The Kumba balanced scorecard ESG-related targets included for the 2025 LTIP award are therefore summarised as follows:

- i) Climate Change and decarbonisation: carbon emissions reduction.
- ii) Global Industry Standard on Tailings Management (GISTM) Objective 1 and 2 Facilities conformance.
- iii) Gender transformation: percentage female representation on Band 5 and above.

# Annexure 3 continued

## Remuneration report continued

Table B below shows the details of the 2025 LTIP award performance conditions, targets and vesting quantum schedule.

**Table B – 2025 LTIP award performance conditions, targets and vesting schedule**

Performance indicator	% of allocation subject to indicator	Performance indicator	% of allocation subject to indicator	Below threshold target	Threshold target	Stretch target
Relative TSR achieved	50%	Global iron ore comparator peer group	50%	Below peer group median TSR	Median TSR of the peer group	Upper quartile TSR of the peer group
		Vesting schedule		0%	25%	100%
Balanced scorecard	50%	Attributable ROCE – three-year average	15%	<12.00%	12.00%	20.00%
		Vesting schedule		0%	25%	100%
		Sustaining operating free cash flow – three-year cumulative	15%	<R55.275 million	R55.275 million	R61.093 million
		Vesting schedule		0%	25%	100%
		Climate change and decarbonisation: carbon emissions reduction	6%	<84 ktCO <sub>2</sub> e	84 ktCO <sub>2</sub> e	93 ktCO <sub>2</sub> e
		Vesting schedule		0%	25%	100%
		Global Industry Standard on Tailings Management (GISTM) Objective 1 - Facilities: Full conformance with GISTM and Objective 2 - Facilities: Conformance with GISTM based on self-assessment.	7%	<85% progress to plan	85% progress to plan	≥95% progress to plan
		Vesting schedule		0%	25%	100%
		Gender transformation: percentage female representation at Band 5 and above (Senior/Top Leadership).	7%	<35%	35%	37%
		Vesting schedule		0%	25%	100%

### Executive directors' and Prescribed officers' 2025 remuneration policy

The following section provides a comprehensive overview of the Executive directors' and Prescribed officers' remuneration policy applicable to the 2025 financial year.

### Executive directors' and Prescribed officers' package design and total remuneration opportunity at different levels of performance

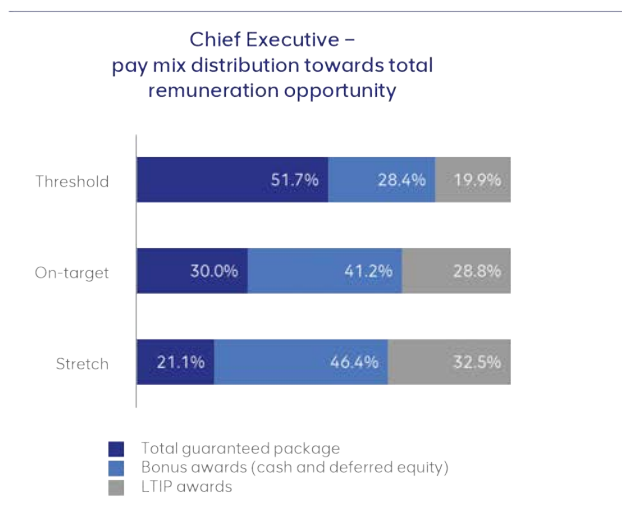
The following charts illustrate the pay mix distribution of the Chief Executive (Chart 1), Chief Financial Officer (Chart 2) and the Prescribed officers (Chart 3) at threshold, on-target and stretch performance for 2025.

#### Key assumptions

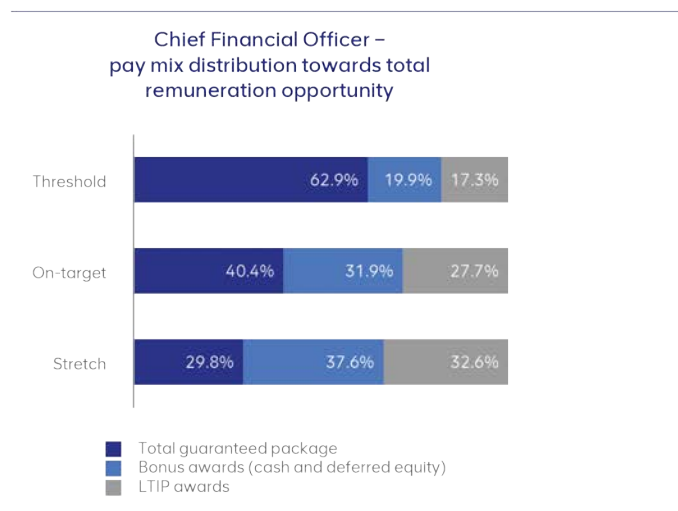
Total remuneration component	Threshold	On-target	Stretched
TGP	2025 basic salary, benefits and pension	2025 basic salary, benefits and pension	2025 basic salary, benefits and pension
Bonus awards (cash and deferred equity) – Chief Executive	25% of maximum bonus opportunity	62.5% of maximum bonus opportunity	100% of maximum bonus opportunity
Bonus awards (cash and deferred equity)	25% of maximum bonus opportunity	62.5% of maximum bonus opportunity	100% of maximum bonus opportunity
LTIP awards	25% of award vesting	62.5% of award vesting	100% of award vesting

## Remuneration report continued

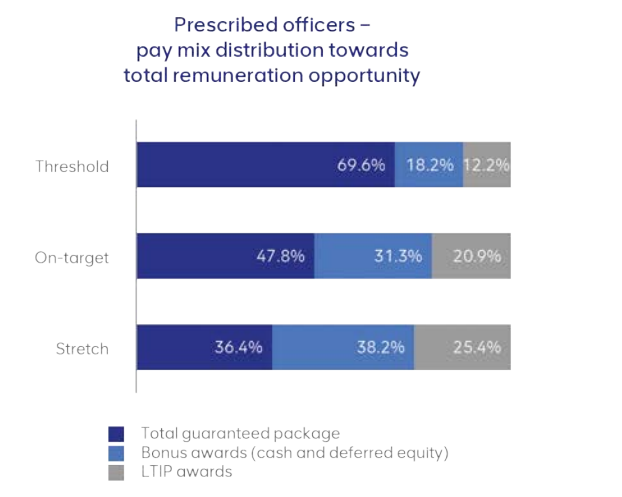
**Chart 1: Chief Executive's pay mix distribution with performance**



**Chart 2: Chief Financial Officer's pay mix distribution with performance**



**Chart 3: Prescribed officers' pay mix distribution with performance**



# Annexure 3 continued

## Remuneration report continued

### Changes to the Executive directors' remuneration policy for 2025

The current Executive directors' remuneration policy continues to be effective, with no changes having been effected during 2025. However, for 2026 onward, the quantum of the annual conditional LTIP award for the Chief Financial Officer has been adjusted from 125% of annual BEC to 150% of annual BEC for the incoming Chief Financial Officer, Xolani Mbambo. The adjustment in the quantum of the LTIP award has been necessitated in part to be able to offset the total remuneration package for the incoming Chief Financial Officer, but more so to ensure the future competitiveness of our Chief Financial Officer's total remuneration package as the LTIP award quantum has been historically lagging the industry peer group market median. The details pertaining to the appointment package for the Chief Financial Officer Designate has been fully expounded in Section 1 of the report. The adjusted quantum of the Chief Financial Officer annual LTIP award will be effective for 2026 onward.

An additional change to the Executive director's remuneration policy contemplated for 2026 is the removal of the Team+ performance short-term incentive deferral of 100% of the incentive quantum in equity for two years (33.3%) and three years (66.64%) respectively, once any underpinning minimum shareholding requirement (MSR) has been satisfied. It should be noted that only the Kumba Chief Executive is subject to a minimum shareholding requirement condition of 200% of her annual salary, which has been satisfied. The intent is to pay the Team+ short-term incentive realised for the performance year in cash and in full without any deferral in March of the year following the performance year. The key consideration that has led to this intended change in the Team+ performance short-term incentive for 2026 is based on internal stakeholder feedback related to the overall quantum of the cash short-term incentive in an increasingly globally competitive environment lagging our competitors, although the total short-term incentive, inclusive of the deferred portion of the incentive, is highly competitive. Market practice also supports a reduced deferral on the annual short-term incentive, with the LTIP conditional share award for our top management cohort aligning management with the shareholder experience over the longer term.

### Executive directors' and Prescribed officers' contracts of employment

Executive directors and Prescribed officers are not employed on fixed-term contracts but have standard employment contracts with notice periods of up to six months. Both the Chief Executive Officer and Chief Financial Officer's contracts have a restraint of trade provision for a period of 12 months after the termination of employment. There are no additional payments for any of the restraint obligations as the Executive directors' remuneration is deemed fair and reasonable compensation, inclusive of the restraint obligations.

There is no restraint of trade provisions applicable to the Prescribed officers. No restraint payments have been made during this year. There are no change of control provisions or any provisions relating to payment on termination of employment.

### Promoting long-term executive share ownership

Aligned with the Anglo American group, and in response to investor feedback, an in-post shareholding requirement for Kumba's Chief Executive Officer equal to 200% of annual salary was introduced in 2020. No post-exit shareholding requirements are currently being contemplated.

### Appointments of Executive directors and Prescribed officers

Appointments are subject to approval by the Board and are governed by the business integrity policy.

### Non-executive directors' fees

Non-executive directors do not have employment contracts with the Company or participate in any of the Company's incentive plans. Non-executive directors are subject to retirement by rotation and re-election by shareholders in accordance with the Mol of the Company.

The fees payable to Non-executive directors are benchmarked by the Company's independent remuneration adviser on an annual basis. The current comparator group comprises African Rainbow Minerals, Northam Platinum Limited, Sibanye-Stillwater Limited, Impala Platinum Holdings Limited, Exxaro Resources Limited, Harmony Gold Mining Company Limited, AECI Limited, Thungela Resources Limited and Anglo American Platinum Limited. In addition, a market capitalisation, size-based supplementary comparator group of JSE-listed companies was introduced to determine a separate benchmark point for further reference. In line with the previous year's benchmarking, the fees for the Board member roles are somewhat below the market, however this is compensated for, to some extent, by the various Board Committee fees that are generally higher than the market.

Given that the new industry comparator group yields certain differentials, it has been proposed that the Board Chairperson fee, the Board member fee, the Audit Committee Chairperson fee and the Audit Committee member fee be adjusted, while the fees for all of the other Board roles be retained. It has been recommended that the market disparities be equalised over the next two years, and that no increase be granted for those that are above the market median. Postponing any specific increases could result in further compounding lags and could inevitably lead to requesting higher-than-average increases in future years.

To achieve this objective for the first year of a two-year adjustment period, an effective overall increase of 8.33% has been proposed for total fees paid to the Board based upon Board seat allocations as at 31 December 2024.

## Remuneration report continued

This overall increase translates into an increase of 15% for the Board Chairperson fee, 20% for the Ordinary Board member fee and 5% for the fees paid to the Chairperson of the Audit Committee and Audit Committee members. No increases have been proposed for the Board sub-committee Chairperson or Board sub-committee member fees.

In terms of sections 66(8) and 66(9) of the Companies Act, remuneration may only be paid to members of the Board for their services as directors in accordance with a special resolution approved by the shareholders within the previous two years and if not prohibited in terms of the Company's Mol. Special resolution number 2 for the Company to obtain the approval of shareholders by way of special resolution for the payment of remuneration to its Non-executive directors for their services as directors of the Company was approved at the AGM of the Company on 4 June 2025. The 2025 annual fees approved for the Non-executive directors in accordance with special resolution 2 are reflected in the following table.

### 2025 fees per annum (Rand)

Capacity	Chairperson	Member
Board of directors <sup>1</sup>	<b>2,438,183</b>	<b>485,268</b>
Lead independent director	<b>1,511,242</b>	<b>N/A</b>
Audit Committee	<b>471,912</b>	<b>235,956</b>
Strategy and Investment Committee	<b>385,840</b>	<b>198,432</b>
Social, Ethics and Transformation Committee	<b>385,840</b>	<b>198,432</b>
Human Resources and Remuneration Committee	<b>418,912</b>	<b>209,456</b>
Nominations and Governance Committee <sup>1</sup>	<b>N/A</b>	<b>198,432</b>
Safety, Health and Sustainable Development Committee <sup>1</sup>	<b>385,840</b>	<b>198,432</b>
Special Board sub-committee <sup>2</sup>	<b>385,840</b>	<b>198,432</b>

<sup>1</sup> The Nominations and Governance Committee is chaired by the Chairperson of the Board and there are no additional fees paid for this responsibility. He is also a member of the Human Resources and Remuneration Committee and chairs the Safety, Health and Sustainable Development Committee. He attends all other committee meetings. He does not receive any additional remuneration in this regard.

<sup>2</sup> To provide for an ad hoc sub-committee should this be required.

# Annexure 3 continued

## Remuneration report continued

### Section three:

#### Disclosure on implementation of policies for the financial year

##### Guaranteed pay adjustments

##### Inflationary salary adjustments for 2025

An inflation adjustment mandate of 5.0% to the cost to company (base salary plus employer retirement fund contribution) was approved by the Remco at the 18 November 2025 meeting of the Committee for the non-bargaining category employees, in line with our mining peers and national benchmarks conducted, supported by an external, third-party service provider. The salary adjustment was effected on 1 January 2026.

The total reward remuneration of the Executive directors is benchmarked against a comparator peer group of JSE-listed companies of comparable size and nature of operations and undertaken by a third-party external service provider. The third-party remuneration advisory service provider utilises a comparator group of JSE-listed industry peer companies to benchmark the remuneration of the Executive directors. It is generally advisable to use the same comparator group unless there is a significant change in the size, complexity or business composition of a company. As per established practice, a detailed review of the comparator group is undertaken every three years, or if any significant market changes have occurred since the last review. As a thorough peer group review had been done during October 2024, the market peer group utilised for the 2025 salary adjustment review has been carried over for the 2026 benchmarking review. During the 2025 salary adjustment benchmarking exercise that was performed in October 2024, the Remco requested that consideration be given to a supplementary benchmarking comparator group of other listed companies, based on similar size and complexity to Kumba, to provide further benchmarking validity assurance. The size and complexity based supplementary comparator group has also been carried over for the 2026 benchmarking review.

The JSE-listed industry comparator peer group review is based on the general principle that the constituents should be comparable in terms of size and complexity. The measures that are utilised to assess size are:

- market capitalisation
- revenue
- total assets under control
- number of employees

Complexity, being harder to measure, is based on a subjective assessment of:

- number of operations
- complexity and diversity of operations (e.g. in mining: exploration, development, extraction, processing, marketing and beneficiation, single or multiple commodities)
- number of international jurisdictions

The JSE size-based supplementary comparator group review is based on the general principle that the non-mining constituents should be comparable in terms of size and complexity. The measures that are utilised in selecting the supplementary comparator companies are:

- market capitalisation
- single jurisdiction operating companies (for the most part, circa 70% and above)
- comparable remuneration mix towards Total Remuneration, thus excluding the financial services sector of companies.

The JSE-listed industry comparator peer group and size-based supplementary comparator group of companies utilised for the total remuneration benchmarking of the Executive directors is represented in the table below:

Number	JSE-listed industry comparator group of companies	Size-based supplementary comparator group of companies
1	African Rainbow Minerals Limited	Aspen Pharmacare Holdings Limited
2	Northam Platinum Limited	Bidvest Group Limited
3	Sibanye-Stillwater Limited	Clicks Group Limited
4	Impala Platinum Holdings Limited	Pepkor Holdings Limited
5	Exxaro Resources Limited	Mr Price Group Limited
6	Harmony Gold Mining Company Limited	The Foschini Group Limited
7	AECI Limited	AVI Limited
8	Thungela Resources Limited	Dis-Chem Pharmacies Limited
9	Anglo American Platinum Limited	Redefine Properties Limited
10		Spar Group Limited

## Remuneration report continued

On-target total remuneration is utilised as benchmarking base throughout, being the best representation of the remuneration policy. The on-target total remuneration benchmark is compiled as follows:

- The total Cost-to-Company (CTC) package, usually annualised, in effect on the last day of the reporting year.
- The on-target cash short-term incentive, settled in cash within 12 months of the end of year, based on the achievement of group and personal targets, where this is disclosed in the companies' remuneration report. In the case where an on-target value is not disclosed, 60% of the maximum short-term incentive potential is utilised as proxy.
- The on-target total short-term incentive, including the cash incentive and any deferred incentive, awarded for the current year's performance.
- The on-target long-term incentive is based on the on-target values or percentages disclosed in the companies' remuneration policy or using at-grant, annualised fair values of awards made during the year.

The benchmarking data utilised by our independent third-party remuneration advisory service provider has been gathered from the remuneration reports of the latest available published integrated annual reports of the comparator companies. The data has been aged by escalating it by 5% from the comparator year end to 1 January 2026.

The CTC benchmarks of the Prescribed officers below the Paterson F-Upper band are determined based on the lower quartile, median and upper quartile of the Old Mutual Corporate REMchannel survey, increased by 5% to 1 January 2026. The on-target short-term incentive and long-term incentive benchmarks for these roles are based on our independent, third-party remuneration advisory service provider's market knowledge regarding on-target short- and long-term awards at South African listed mining companies.

In 2023, a multi-year collective bargaining agreement was concluded between Kumba and the representative trade unions, for the period 1 July 2023 to 30 June 2026. The CCMA-facilitated negotiations with the three recognised trade unions (NUM, AMCU and Solidarity) commenced on 9 May 2023. Although the Company proposed the consideration of a five-year wage agreement during the initial wage discussions, the trade unions had limited appetite for an extended agreement beyond three years due to the uncertainties and volatility in the macro-economic and micro-economic environment. The Company therefore continued discussions with a three-year focus.

NUM and AMCU entered into an agreement on 6 July 2023 that was effective retrospectively, from 1 July 2023. Based on representation and in accordance with section 23 (1)(d) of the Labour Relations Act, the agreement was extended to members of Solidarity, despite the trade union declaring a dispute. The agreed changes to wages and conditions of employment were also extended to all non-unionised employees and individuals employed in the bargaining category at the corporate office, SIB projects and Marketing and Logistics at Saldanha.

An internal dispute meeting was held with Solidarity on 10 July 2023, during which Solidarity accepted the extension of the agreement to its members and acknowledged that it had no legal recourse to challenge it through a formal dispute process.

The following table provides a breakdown summary per year of the agreed compounded three-year adjustment of 17.59%, within the Remco's approved mandate:

Period	Average adjustment agreed
Year 1: 1 July 2023 to 30 June 2024	6.65%
Year 2: 1 July 2024 to 30 June 2025	5.21%
Year 3: 1 July 2025 to 30 June 2026	4.80%
Three-year compounded adjustment	17.59%

The above increases include adjustments to basic salaries, housing allowances, 13<sup>th</sup> cheques and fixed allowances for all bargaining category employees. An average increase of 4.80% was effected on 1 July 2025, in accordance with the third and final year of the three-year wage agreement across the bargaining category gradings. The Company will commence with the negotiation of a new wage agreement with our recognised trade unions during the second quarter of 2026.

### Annual performance incentive outcomes – linked to underlying performance

For the outcome against the 2025 performance, refer to the diagram on page 117.

# Annexure 3 continued

## Remuneration report continued

1 2 3

### Safety performance



TRIFR increased to **0.95** from 0.76 (2024)  
Total LTIs recorded increased to **17** LTIs from 11 (2024)

HPIs totalled **12** during 2025 compared to seven (2024)

» For more information see page 6 in the AFS

### Health performance



**HIV**  
Full-time employees **91%** of our full-time employees knew their HIV status (2024: 91%)

**100%** uptake of antiretroviral therapy (ART) and a viral suppression rate of **95%**

**TB**  
**97%** of the workforce was screened for TB  
**93%** of service partners were screened for TB  
**14** new cases of non-occupational/ community-acquired TB were diagnosed

All of our workforce receiving treatment  
TB incidence rate increased to **199** per 100,000 of the employees and service partners, below the Kumba target of 217 per 100,000 employees and service partners

» For more information see page 6 in the AFS

### Our people



Invested **R326 million** (2024: R261 million) in training and development  
Supported **99** employees with further formal studies  
Women employed in the workforce increased to **32%** from 30% in 2024  
Women in management increased to **36%** from 33% in 2024  
HDSAs in the workforce remained stable at **92%**  
HDSAs in management increased to **83%** from 80% in 2024  
Employees living with disabilities increased to **3%** from 2% in 2024



#### Healthy environment

Kumba's track record of zero level 3 to level 5 environmental incidents has been maintained for 10 consecutive years

#### Biodiversity

Over the past five years, 514.2 hectares were reshaped at Sishen and Kolomela and 514.4 ha were seeded

For 2025, rehabilitation targets were met at both operations and 100% compliance was achieved

Sishen reshaped **20.5** hectares and seeded **21.7** hectares

Kolomela has reshaped **34.9** hectares of land and seeded **34.8** hectares

In 2025, we planted 1,274 trees across our operations in support of the Department of Forestry, Fisheries and the Environment's Ten Million Trees programme

#### Climate change

Total energy consumption increased by **5%** to **7.464** million GJ (2024: 7.084 million GJ)

GHG emissions increased by **12%** to **0.943** Mt carbon dioxide equivalents (CO<sub>2</sub>e) (2024: 0.839 Mt CO<sub>2</sub>e)

Energy-use intensity increased by **4%** to **0.210** GJ per tonne product (2024: 0.202 GJ per tonne)

#### Water stewardship

Mines supplied **16,883** ML (2024: 17,526 ML) to the broader Northern Cape region for domestic and industrial consumption

#### Tailings storage facilities (TSFs)

In August 2025, the Sishen TSF, which is rated as having "extreme" potential consequences under the Global Industry Standard on Tailings Management (GISTM), achieved 100% conformance with the GISTM, 24 months ahead of schedule

The inactive Sishen Old Protea TSF and the active TSF at Kolomela, which are both rated as having a "high" potential consequence under the GISTM, achieved 87% and 89%, respectively. We aim to achieve full conformance for the two facilities in 2026

» For more information see page 6 in the AFS

## Remuneration report continued

# 4

### Thriving communities



**R19.0 billion** (2024: R17.3 billion), with qualifying B-BBEE entities, of which most community-owned businesses accounted for **R3.5 billion** (2024: R3.9 billion)

Facilitated **835 jobs** across a number of sectors outside of the mining industry, cumulative number of jobs supported since 2018 of well over 42,000

Through the Anglo American South African Education Programme, we supported more than **10,000 learners** and **330 teachers** in **19 schools**, and our community bursary schemes supported **78 local students** in scarce skills disciplines.

We've reached over **79,000 community members** through our support of all six clinics, which have achieved the Ideal Clinic status

We launched the Collect&Go™ Smart Lockers at two clinics, enabling effective access to chronic medication and disease management. Since the launch, **461 patients** have registered and **547 parcels** have been collected, reducing missed refills and easing clinic congestion



#### Trusted Corporate Leader

Our B-BBEE rating further improved to **level 4** (2024: level 5), demonstrating our commitment to transformation

» For more information see page 8 in the AFS

# 5

### Operational and production performance



Total tonnes mined increased by 6% to **208.6 Mt** (2024: 197.7 Mt)

Waste stripping increased by 6% to **165.6 Mt** (2024: 155.7 Mt)

Sishen's waste mining increased by 2% to **137.2 Mt** (2024: 133.9 Mt) and the waste stripping ratio remained stable at 4.4

Kolomela's waste mining increased by 30% to **28.3 Mt** (2024: 21.8 Mt) and the waste stripping ratio by 33% to 2.4 (2024: 1.8)

Total production increased 1% to **36.1 Mt** (2024: 35.7 Mt)

Production at Sishen decreased by 2% to **25.3 Mt** (2024: 25.7 Mt) and increased at Kolomela by 7% to **10.8 Mt** (2024: 10.1 Mt)

» For more information see page 10 in the AFS

# 6

### Financial performance



Adjusted EBITDA of **R31.9 billion** (2024: R28.1 billion)

EBITDA margin of **46%** (2024: 41%).

Sishen's cash costs improved marginally to **R530/dmt** (2024: R531/dmt), well within the full-year 2025 guidance of R510 to 540/dmt

Kolomela's cash cost improved by 7% to **R374/dmt** (2024: R404/dmt), below the guidance of R430 to 460/dmt

Capex of **R10.4 billion** increased by 16% from R9.0 billion, within its full-year 2025 guidance of R9.5 to 10.5 billion

Cash generated from operations of **R32.4 billion** (2024: R34.8 billion)

Attributable free cash flow of **R12.0 billion** (2024: R14.5 billion)

» For more information see page 11 in the AFS

# Annexure 3 continued

## Remuneration report continued

### 2025 performance scorecard for the Exco – performance against targets

Aligned with the Anglo American Team+ performance management approach, Exco was assessed against the business performance scorecard, set forth for Kumba. The Chief Executive was assessed against her personal scorecard, aligned with the Kumba business performance scorecard objectives, but also reflecting her committed strategic (10% of the scorecard) and personal objectives (5% of the scorecard) for the 2025 performance year.

The underlying Kumba Team+ business performance scorecard comprises two key result areas:

- Business results – Measures achievements at the Business or Asset/Site level based on the key output metrics for the performance year – such as financial, operational, safety, health, and environmental measures. This key result area comprises 85% of the overall short-term incentive potential.
- Critical tasks – Programmes and initiatives that the Business or Asset/Site must deliver during the performance year in the performance delivery transformation of the Business to drive performance year and future years. This key result area comprises 15% of the overall short-term incentive potential.

The 2025 Team+ performance against scorecard objectives was reviewed and assessed based on the following cascading process:

- Business Results – The Kumba business scorecard was reviewed and assessed by the Anglo American Corporate Committee and ratified by the Anglo American ELT. The final scoring was communicated to Remco for final review, consideration and approval.
- Critical Tasks – The adjudication of the critical tasks segment of the Kumba business scorecard is comparable to the business results segment, but as the critical tasks key result areas (KRAs) objectives are interwoven with the strategic and personal objectives of the Chief Executive Officer, this section of the scorecard is assessed independently for the Kumba Chief Executive Officer by the Chairperson of the Kumba Board and the Anglo American Chief Operating Officer, prior to final review, consideration and ratification by Remco as per their mandate from the Board.

As Kumba had no fatalities during the 2025 performance year, no safety deductor penalty modifier is applicable to the 2025 short-term incentive payment of the Executive Committee.

An individual short-term incentive element has been introduced as of the 2024 performance year onward, not linked to the Team+ scorecard performance rating, but applied at line manager discretion with a cost-neutral impact overall, ensuring high performance is recognised and underperformance is addressed and managed.

The Chief Executive assisted by the Executive Head of People and Organisation has the discretion to adjust individual short-term incentive outcomes at year end, based on a holistic view of what individual team members have delivered and how they have delivered it during the performance year, following a detailed multi-level performance calibration process advising a four-point individual performance rating scale, tabulated as follows:

Performance Rating Scale	Chief Executive Discretionary Short-Term Incentive Payment Sanction
1 rating – “below expectations” or on a Performance Improvement Plan (PIP)	Forfeiture of the full 2025 short-term incentive
2 rating – “meeting expectations”	No impact on the short-term incentive payment quantum
3 rating – “exceeding expectations”	A short-term incentive payment quantum uplift of 5%
4 rating – “brilliant”	A short-term incentive payment quantum uplift of 30%

A mandatory short-term incentive forfeiture (100% forfeiture) for significant underperformance (1 rating – “below expectations”) and where the employee is on a PIP is effected for the performance year under review. A short-term incentive payment quantum uplift of 30% for “brilliant” rated individuals (4 rating) and a 5% uplift for “exceeding expectations” rated individuals (3 rating) for the 2025 performance year has been sanctioned by the Chief Executive and subsequently reviewed and approved by the Remco. The Chief Executive is excluded from the performance calibration process in effect for the Executive Committee and all employees participating in the Team+ performance management and short-term incentive process.

Over and above the safety deductor penalty modifier, two additional penalty modifiers were applicable for the 2025 performance year, each weighted at -5% of the realised short-term incentive payment, as an applicable sanction where participants failed to comply with the prescriptions pertaining to mandatory training and travel and expense policies. These sanctions were applicable in conjunction with disciplinary remedies available.

## Remuneration report continued

### 2025 performance incentive sanctioned adjustments

Two financial and one operational target/objective for the 2025 performance year have been adjusted considering events that had a direct bearing on the achieved performance outcome of these impacted measures.

The adjustments were tabled to, and sanctioned by, the Anglo American ELT and subsequently by the Kumba Remco. The related adjustments were effected for the following financial and operational performance measures:

- Earnings before interest, taxes, depreciation and amortisation (EBITDA): The target objective was adjusted for working capital opening balance adjustments and the Transnet penalty payment realised during the performance year. The adjusted score for the measure, weighted at 25%, decreased by 8.9%, reducing the related scoring by 2.2 points for the Kumba Business scorecard.

- Sustaining Attributable Free Cash flow (SAFCF): The target objective was adjusted for working capital opening balances and the Transnet penalty payment realised during the performance year. The proposed target adjustment had no impact on the realised scoring of 15 points out of the available 15 points for this metric.
- A downward adjustment on the Business Operational Mine Compliance measure has been mandated, from a 100% stretched target achievement against the measure to an 80% achievement against the measure because of Sishen not having adequately achieved the targeted volumetric underpin for the measure.

The adjustments were sanctioned for all Kumba employees participating in the annual performance incentive scheme, including the Chief Executive Officer, Chief Financial Officer and Prescribed officers.

As Kumba had no fatalities during the 2025 performance year, no safety deductor penalty modifier is applicable to the 2025 short-term incentive payment of the Chief Financial Officer and Prescribed officers.

# Annexure 3 continued

## Remuneration report continued

### 2025 performance scorecard for the Exco – performance against targets

Weighting		Weighting	Level achieved	Percentage achieved	Points awarded
<b>Group financial targets</b>					
10	EPS Anglo American group at fixed prices	10.0	Target achieved or exceeded on EPS at actual prices and SAFCF at fixed prices	66.0	6.6
	EPS Anglo American group at actual prices				
	Sustaining attributable free cash flow at fixed prices				
<b>Business – financials</b>					
40	EBITDA at fixed prices (adjusted for price/exchange rate)	25.0	> Stretch	100.0	25.0
	EBITDA at fixed prices (adjusted for price/exchange rate) – adjusted target	25.0	> Target	91.0	22.8
	Sustaining attributable free cash flow	15.0	> Stretch	100.0	15.0
	Sustaining attributable free cash flow – adjusted target	15.0	> Stretch	100.0	15.0
<b>Business – operational</b>					
15	Saleable production	5.0	> Target	67.8	3.4
	Kumba C1 unit cost at fixed exchange rate	5.0	> Target	86.0	4.3
	Mine compliance (budget spatial compliance)	5.0	At Stretch	100.0	5.0
	Mine compliance (budget spatial compliance) – adjusted target	5.0	> Stretch	80.0	4.0
<b>Safety, health and environment</b>					
20	CAC – Critical Action Closure with TRIFR underpin	2.5	> Stretch	100.0	2.5
	Operational excellence in safety – planned maintenance: focus on percentage of planned and scheduled corrective maintenance	2.5	> Target	87.6	2.2
	Operational excellence in safety – number of VFL interventions in the field	5.0	> Stretch	100.0	5.0
	Environment Footprint Improvement – percentage reduction in environmental footprint, based on a holistic assessment of the four pillars of environmental health (healthy workplaces, land, water and nature)	10.0	3 of the 4 pillar targets achieved	75.0	7.5
<b>Critical tasks</b>					
15	Critical task 1 – Fatal Risk Management (FRM): Embed the FRM critical control simplification programme within Kumba.	2.0	Full Achievement	100.0	2.0
	Critical task 2 – Excellence at the Fundamentals: Deliver the “Excellence at the fundamentals” workstream of our margin improvement initiative and maintain throughout 2025. 1. Mining 2.0: Implement the Mining 2.0 improvement programme. 2. Contractor optimisation: Implement phase II of the programme. 3. Supply Chain optimisation: Identify and implement initiatives and renegotiations.	2.0	Substantive Achievement	75.0	1.5
	Critical task 3 – Transformed business competitiveness: Deliver the transformation workstreams of our margin improvement initiative. 1. US\$/tonne: Define, resource and execute the US\$/tonne cost-out workstreams. 2. OneKumba: Implementation of key OneKumba initiatives – standardise rhythms and routines, NC reporting, consistent incentive model and OneKumba PPE.	3.0	Partial Achievement	50.0	1.5
	Critical task 4 – Deliver sustainable future projects. 1. Execute the UHDMS project as per the implementation schedule. 2. Create a pathway for the Kolomela life-of-asset extension. 3. Finalise the growth pathway for Kumba.	4.0	Substantive Achievement	75.0	3.0
	Critical task 5 – De-risk the Transnet logistics constraints. 1. Implementation of the OCR to drive logistics turnaround. 2. Implementation of the PSP solution with the Department of Transport. 3. Materially advance the Sishen contract renegotiation.	4.0	Substantive Achievement	75.0	3.0
<b>Overall performance rating – unadjusted targets</b>				<b>80.9%</b>	
<b>Overall performance rating – adjusted targets inclusive of Anglo American group financial targets</b>				<b>85.2%</b>	

## Remuneration report continued

### **2025 performance scorecard for the Chief Executive – performance against targets**

The 2025 performance scorecard for the Chief Executive Officer has been designed to encompass the key strategic objectives of the Company for the performance year and has been done in coordination with Anglo American group performance and reward to ensure alignment with the group objectives and the Anglo American plc Chief Operating Officer scorecard objectives for the 2025 performance year, as relevant to the Kumba business.

Performance towards driving the key strategic imperatives for the business as well as the personal objectives for the Chief Executive Officer is incorporated into the Chief Executive performance scorecard design and objectives for the performance year.

The KRAs and performance weighting for the 2025 Chief Executive performance scorecard are as follows:

- Anglo American plc group financial performance metrics – 10%
- Kumba business financial and operational performance metrics – 55%

- group-aligned strategic objectives (Unlock the full potential of the core and Position for a sustainable future) – 10%
- the Chief Executive’s personal objectives (Unlock the full potential of the core and Position for a sustainable future) – 5%

As the Chief Executive’s scorecard financial and operational performance metrics and objectives are aligned with the Kumba Business performance scorecard, the adjustment applicable for the two financial and one operational target/objective for the 2025 performance year, as elaborated in the previous section pertaining to the 2025 performance against targets for the Executive Committee, also applies.

Performance against target for the Chief Executive Officer for the 2025 performance year has been independently reviewed, assessed, and scored by the Kumba Chairperson of the Board and the Anglo American plc Chief Operating Officer, with specific relevance to the Chief Executive Officer’s strategic and personal objectives.

A detailed performance assessment and scoring of the Chief Executive, against her 2025 performance scorecard objectives, is reflected in tables following.

# Annexure 3 continued

## Remuneration report continued

### 2025 performance scorecard for the Chief Executive – performance against targets

Weighting		Weighting	Level achieved	Percentage achieved	Points awarded	
<b>Group performance</b>						
10	EPS Anglo American group at fixed prices	10.0	Target achieved or exceeded on EPS at actual prices and SAFCF at fixed prices	66.0	6.6	
	EPS Anglo American group at actual prices					
	Sustaining attributable free cash flow at fixed prices					
<b>Business performance</b>						
55	EBITDA at fixed prices (adjusted for price/exchange rate)	25.0	> Stretch	100.0	25.0	
	EBITDA at fixed prices (adjusted for price/exchange rate) – adjusted target	25.0	> Target	91.0	22.8	
	Sustaining attributable free cash flow	15.0	> Stretch	100.0	15.0	
	Sustaining attributable free cash flow – adjusted target	15.0	> Stretch	100.0	15.0	
	Saleable production	5.0	> Target	67.8	3.4	
	Kumba C1 unit cost at fixed exchange rate	5.0	> Target	86.0	4.3	
	Mine compliance (budget spatial compliance)	5.0	At Stretch	100.0	5.0	
	Mine compliance (budget spatial compliance) – adjusted target	5.0	> Stretch	80.0	4.0	
<b>Safety, health and environment</b>						
20	CAC – Critical Action Closure with TRIFR underpin	2.5	> Stretch	100.0	2.5	
	Operational excellence in safety – planned maintenance: focus on percentage of planned and scheduled corrective maintenance	2.5	> Target	87.6	2.2	
	Operational excellence in safety – number of VFL interventions in the field	5.0	> Stretch	100.0	5.0	
	Environment Footprint Improvement – percentage reduction in environmental footprint, based on a holistic assessment of the four pillars of environmental health (healthy workplaces, land, water and nature)	10.0	3 of the 4 pillar targets achieved	75.0	7.5	
<b>Strategic objectives</b>						
10	Unlock the full potential of the core	Fatal risk management	1.0	Refer to detail on the right	100.0	1.0
		Margin improvement initiative: Excellence at the fundamentals	2.0	Refer to detail on the right	75.0	1.5
		Margin improvement initiative: Transformed business competitiveness	2.0	Refer to detail on the right	50.0	1.0
	Position for as sustainable future	Deliver sustainable future projects	3.0	Refer to detail on the right	50.0	1.5
		De-risking the Transnet logistics constraints	2.0	Refer to detail on the right	75.0	1.5
<b>Personal objectives</b>						
5	Unlock the full potential of the core	Leadership excellence and diversity	2.0	Refer to detail on the right	100.0	2.0
	Position for a sustainable future	Government, shareholder, employee and customer interests	2.0	Refer to detail on the right	100.0	2.0
		Social and Sustainable Mining Plan	1.0	Refer to detail on the right	100.0	1.0
<b>Overall performance rating – unadjusted targets</b>				<b>81.4%</b>		
<b>Overall performance rating – adjusted targets inclusive of Anglo American Group Financial targets</b>				<b>84.7%</b>		

## Remuneration report continued

### Chief Executive's 2025 strategic and personal objectives performance feedback

KRA	KRA workstream	Objective type	Objectives	2025 performance feedback
Unlock the full potential of the core	Fatal risk management	Strategic	1. Embed the Fatal Risk Management (FRM) critical control simplification programme within Kumba.	100% Rating – Full Achievement: Work and associated benefits fully delivered (based on quarterly milestones and outcomes)
	Margin improvement initiative: Excellence at the fundamentals	Strategic	Deliver the “Excellence at the fundamentals” workstream of our margin improvement initiative and sustain throughout 2025: 1. Mining 2.0: Implement the Mining 2.0 improvement programme. 2. Contractor optimisation: Implement the Phase II contractor optimisation programme. 3. Supply Chain optimisation: Identify and implement Supply Chain initiatives and renegotiations.	75% Rating – Substantive Achievement: Majority of the work and associated benefits delivered.
	Margin improvement initiative: Transformed business competitiveness	Strategic	Deliver the transformation workstreams of our margin improvement initiative. 1. US\$ per tonne: Define, resource and execute the US\$ per tonne cost-out workstreams. 2. OneKumba: Create a shared experience for all Kumba’s people, that instils a sense of belonging and inspires a high-performance culture.	50% – Partial Achievement: 50% of the work and associated benefits delivered, with clear pathway to full delivery.
	Leadership excellence and diversity	Personal	1. Deliver Gender Diversity Target: Achieve 30% WIM and HDSA per the EE plan. 2. De-risk the business from the identified Supply Chain risks. 3. Kumba Culture – Stabilise the business post our margin improvement initiatives (Org design and Contractor management).	100% Rating – Full Achievement: Work and associated benefits fully delivered (based on quarterly milestones and outcomes)

# Annexure 3 continued

## Remuneration report continued

### Chief Executive's 2025 strategic and personal objectives performance feedback continued

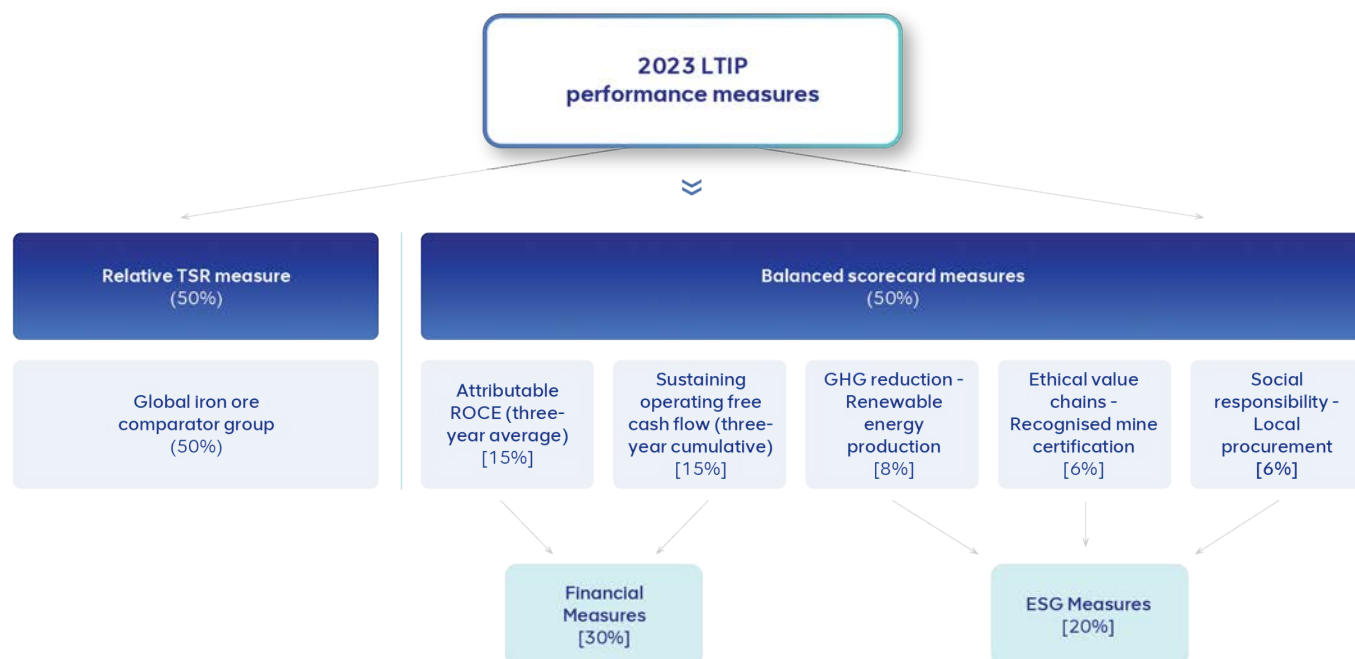
KRA	KRA workstream	Objective type	Objectives	2025 performance feedback
Position for a sustainable future	Deliver sustainable future projects	Strategic	<ol style="list-style-type: none"> <li>1. Execute Project Koketso as per the implementation schedule.</li> <li>2. Create a pathway for Kolomela life-of-asset extension.</li> <li>3. Solar PV at Sishen.</li> <li>4. Finalise the growth pathway for Kumba, considering all the strategic growth pathways identified.</li> </ol>	50% – Partial Achievement: 50% of the work and associated benefits delivered, with clear pathway to full delivery.
	De-risking the Transnet logistics constraints	Strategic	<ol style="list-style-type: none"> <li>1. Implementation of the OCR to drive logistics turnaround.</li> <li>2. Implementation of the PSP solution with the Department of Transport.</li> <li>3. Materially advance the Sishen contract renegotiation.</li> </ol>	75% Rating – Substantive Achievement: Majority of the work and associated benefits delivered
	Government, shareholder, employee and customer interests	Personal	Logistics – Work through Government, Transnet, the NLCC and the OUF to de-risk Kumba regarding the logistics performance risk (short, medium and long term).	100% – Full Achievement: Work and associated benefits fully delivered (based on quarterly milestones and outcomes)
	Social and Sustainable Mining Plan	Personal	<ol style="list-style-type: none"> <li>1. Anglo American Social Way – Ensure continued improvement of the Social Way governance framework.</li> <li>2. Sustainable Mine Plan – Achieve 90% compliance with SMP annual tasks and deliver the critical 2024 SMP outcomes (Carbon Neutrality).</li> <li>3. Maintain IRMA 75 for Sishen and Kolomela.</li> </ol>	100% – Full Achievement: Work and associated benefits fully delivered (based on quarterly milestones and outcomes)

## Annexure 3 continued

### Remuneration report continued

#### 2023 LTIP vesting outcomes and awards for the Executive directors and Prescribed officers

During 2023, conditional shares were awarded to the Executive directors and Prescribed officers in terms of the performance share plan rules. The 2023 LTIP performance measures comprised 50% relative TSR and a 50% balanced scorecard of performance measures (financial and ESG measures). The breakdown and weighting of the 2023 LTIP award performance measures are depicted in the following diagram:



The performance vesting has been calculated based on targets against actual performance during 2025, with reference to the base year (2022) parameters, as applicable.

#### Relative TSR performance and vesting conditions

The 2023 LTIP award conditional shares are subject to a 50% relative TSR performance condition which is determined by assessing the Company's relative performance correlated to a global iron ore comparator group in terms of TSR. The approved peer group of 10 companies for the period was determined as:

- Mineral Resources Limited
- Ferrexpo Plc
- NMDC Limited
- Grupo Simec S.A.B. de C.V.
- Cleveland-Cliffs Inc.
- Metalurgica Gerdau SA
- Fortescue Metals Group Limited
- CSN Mineracao SA
- Nucor Corp
- Vale S.A.

## Remuneration report continued

The TSR performance of all the peer group companies, including Kumba Iron Ore, is calculated over the performance period. The TSR performance of Kumba Iron Ore is then compared against the conditional percentile hurdles set to determine the number of awards that will vest.

### Relative TSR and vesting conditions – applicable to 50% of conditional shares:

TSR measure	Performance condition weighting	Target	TSR performance	Vesting percentage
Global iron ore peer group	50%	< Threshold	Below the median	0
		Threshold	Median TSR of the peer group (50th percentile)	25
		Stretch	Upper quartile TSR of the peer group	100

Kumba's TSR performance calculated over the performance period (vesting period) was -1.66%, which places the Company's relative TSR performance below the median (3.85%) of its global iron ore comparator group. Based on the global iron ore comparator group relative TSR condition, 0% of the awards pertaining to this condition vested.

### Balanced scorecard performance measures – applicable to 50% of conditional shares

Condition	Performance condition weighting	Threshold	Target	Stretch	Vesting mechanism	Achieved performance	Vesting percentage
Attributable ROCE – (three-year average)	15%	12%	15%	20.0%	Straight-line vest from threshold (25% vesting) to stretch (100% vesting) performance	46.28%	100.0
Sustaining operating free cash flow (three-year cumulative)	15%	R9,551 million	R10,054 million	R10,557 million	Straight-line vest from threshold (25% vesting) to stretch (100% vesting) performance	R76,239 million	100.0
GHG reduction – renewable energy production	8%	N/A	68 MW production capacity per annum	N/A	The GHG reduction - renewable energy production measure is based on an "all or nothing" binary achievement, i.e. a 100% or 0% vesting on achieving target or not	Target not achieved	0
Ethical value chains – recognised Responsible Mine certification (IRMA certification)	6%	N/A	Kumba to achieve IRMA (Initiative for Responsible Mining Assurance) 50 certification	N/A	The ethical value chains - recognised Responsible Mine certification measure is based on an "all or nothing" binary achievement, i.e. a 100% or 0% vesting on achieving target or not	Target achieved	100.0
Social responsibility – local procurement spend	6%	22.09% of 2022 discretionary spend base	23.26% of 2022 discretionary spend base	24.42% of 2022 discretionary spend base	Straight-line vest from threshold (25% vesting) to stretch (100% vesting) performance	15.0%	0

The attributable ROCE (three-year average) and sustaining operating free cash flow (three-year cumulative) financial performance conditions' stretch objectives (100%) have been achieved and 100% of the awards pertaining to these conditions will therefore vest. As the threshold hurdles for the GHG reduction – renewable energy production and local procurement spend ESG performance measures have not been achieved in performance testing, no awards pertaining to these conditions will vest. Kumba achieved IRMA 75 certification in 2025 and hence the ethical value chains – recognised Responsible Mine certification measure binary objective has been achieved and 100% of the awards pertaining to this condition will vest.

## Annexure 3 continued

### Remuneration report continued

#### Overall 2023 LTIP vesting based on the relative TSR and balanced scorecard performance conditions

The overall vesting of the 2023 LTIP conditional share award, based on the performance testing of both the relative TSR (50%) and balanced scorecard (50%) performance conditions for 2025, is 36.0 %.

Condition	Performance condition weighting	Vesting percentage
TSR – Global iron ore comparator group	50%	0.0
Attributable ROCE (three-year average)	15%	100.0
Sustaining operating free cash flow (three-year cumulative)	15%	100.0
GHG reduction – renewable energy production	8%	0
Ethical value chains – recognised Responsible Mine certification	6%	100.0
Social responsibility – local procurement spend	6%	0
<b>Total overall vesting percentage of the 2023 LTIP award</b>		<b>36.0</b>

For remuneration tables - refer to note 35 of the annual financial statements on pages 102 to 112

# Annexure 4

## Major shareholders

Shareholder	Location	Holdings as at 9 January 2026	% ISC
Anglo South Africa South Africa Proprietary Limited	Johannesburg	224,535,915	69.7
Industrial Development Corporation of South Africa Limited (IDC)	Johannesburg	41,498,615	12.9
Public Investment Corporation (SOC) Limited	Pretoria	5,538,617	1.7
Lazard Asset Management, LLC	United States	4,560,896	1.4
Camissa Asset Management Proprietary Limited	South Africa	2,407,267	0.7
The Vanguard Group, LLC	United States	2,201,483	0.7
SBG Securities Proprietary Limited	Rosebank	1,986,158	0.6
Robeco Institutional Asset Management BV	Netherlands	1,772,798	0.6
Arcadian Asset Management LLC	United States	1,698,713	0.5
Lazard Asset Management Limited	United Kingdom	1,325,742	0.4
<b>Total</b>		<b>287,526,204</b>	<b>89.2</b>

### No material changes

There have been no known material changes in the assets or liabilities of the Company or any subsidiary that have occurred between the end of the financial year of the Company or any subsidiary of the Company in respect of which its most recent annual financial statements report and the date of this notice of AGM.

### Share capital and share premium (including treasury shares)

Number of shares	2025	2024
Authorised		
Ordinary shares of R0.01 each	500,000,000	500,000,000
Issued		
Ordinary shares of R0.01 each	322,085,974	322,085,974
Reconciliation of issued shares		
Number of shares at the beginning of the year	322,085,974	322,085,974
Number of shares at the end of the year	322,085,974	322,085,974
Shares held in reserve reconciliation (unissued shares)		
Authorised shares at the beginning of the year not issued	177,914,026	177,914,026
Unissued shares	177,914,026	177,914,026

No new shares were issued during 2025 and 2024.

The unissued shares are under the control of the directors of Kumba until the next AGM. All issued shares are fully paid up. There are no rights, preferences or restrictions attached to these shares.

### Reconciliation of treasury shares held

Number of shares	2025	2024
Balance at the beginning of the year	1,168,612	1,202,700
Purchased during the year	465,211	441,924
Issued to employees under the Bonus Share Plan (BSP), Bonus and Retention Share Plan (BRP), the Long-Term Incentive Plan (LTIP), Performance Share Plan (PSP) and the SIOC Employee Benefit Scheme ('Karolo')	(499,497)	(476,012)
Number of treasury shares at the end of the year	1,134,326	1,168,612

All treasury shares are held in respect of employee share schemes and are available for utilisation for the purposes of these schemes, as disclosed in note 22 of the AFS. At 31 December 2023, all treasury shares were held as conditional share awards under the BSP, BRP, Karolo and Semela.

Total treasury shares purchased during the year were acquired by the SIOC Employee Share Ownership Plan Trust (285,502 shares) and SIOC, a subsidiary of Kumba (179,709 shares). No treasury shares reverted to authorised but unissued during the year.

<b>Rand million</b>	<b>2025</b>	2024
Reconciliation of share capital and premium (net of treasury shares)		
Balance at the beginning of the year	<b>(251)</b>	(190)
Net movement in treasury shares under employee share incentive schemes	<b>19</b>	(61)
Purchase of treasury shares under employee share incentive schemes <sup>1</sup>	<b>(223)</b>	(232)
Shares issued to employees under employee share incentive schemes	<b>242</b>	171
Balance at the end of the year	<b>(232)</b>	(251)
Comprises		
Share capital	<b>3</b>	3
Share premium	<b>364</b>	364
Treasury shares	<b>(599)</b>	(618)
Balance at the end of the year	<b>(232)</b>	(251)

<sup>1</sup> The average price paid for the purchase of the shares in 2025 was R478.86 per share (2022: R536.43 per share).

# Administration

## Company registration number

2005/015852/06

JSE share code: KIO

ISIN: ZAE000085346

Legal entity number (LEI): 3789006C753402643048

## Company Secretary and registered office

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[www.angloamericankumba.com](http://www.angloamericankumba.com)

## Auditor

PricewaterhouseCoopers

Registered Auditors

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Tel: +27 (0) 11 797 4000

Fax: +27 (0) 11 797 5800

[www.pwc.co.za](http://www.pwc.co.za)

## Assurance providers

SRL Consulting

4 Sandown Valley Crescent

Sandown Sandton. 2030

South Africa

Tel +27(0) 10 020 7343

## JSE Sponsor

RAND MERCHANT BANK

(A division of FirstRand Bank Limited)

Registration number: 1929/001225/06

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PO Box 786273, Sandton, 2146

[www.rmb.co.za](http://www.rmb.co.za)

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Rosebank Towers, 15 Biermann Avenue

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