



Pallinghurst Resources Limited

AUDITED ANNUAL RESULTS for the year ended 31 December 2013

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NAV increased by ZAR1 billion to ZAR4.4 billion

Key milestones achieved

- Profit of US\$15 million during 2013.
- NAV has increased 28% since 30 June 2013.
- Share price has risen by 60% since January 2013.
- Sedibelo Platinum Mines saw record production of almost 150,000 4E PGM ounces.
- Sedibelo Platinum Mines increased resource base to over 100 million 4E PGM ounces.
- Tshipi Borwa produced one million tonnes of manganese ore and recorded a profit during first full year of operations.
- PRL's interest in Jupiter increased to 18.45%.
- Jupiter delisted from the ASX in January 2014.
- Gemfields/Fabergé Merger completed in January 2013.
- Gemfields continued to record strong revenues from emerald auctions.

Chairman's Statement

During 2013, there were signs of growth in the developed economies though emerging markets are still weak. Commodity prices remain relatively low, with the sharp drop in the gold price during 2013 contributing to a lower platinum price. The South African operations of the three largest platinum producers are now into their third month of industrial action, with significant loss of production and the increased likelihood of mine closures; yet the platinum price has hardly responded. This inconsistency is unlikely to continue for a protracted period and when the turn comes, Sedibelo Platinum Mines, with its improving production profile and unique growth story, will be prepared to proceed with a listing.

We have taken Tshipi Borwa from a greenfields site to production and it is well on the way to becoming one of the world's important manganese mines. Even in this ramp-up phase and in an environment of depressed prices, Tshipi has operated profitably in its first full financial year. In the Central Yilgarn region of Western Australia, there has been progress in the plans to expand the handling capacity at the port of Esperance. If port access can be secured, Mount Mason has the potential to rapidly generate profits and establish Jupiter as an emerging iron ore producer.

Gemfields again achieved a good operating and share price performance during 2013 and its emerald auctions continue to set record prices. Its years of hard work have transformed the rough emeralds industry and these skills are now being rolled out to its ruby interests. These initiatives are now supported in the global luxury markets by the iconic Fabergé name, with its "Art of Colour" focus and I look forward to Gemfields entrenching its position as the world's leading coloured gemstone company.

Our portfolio companies are well-positioned to benefit from any recovery in commodity prices as global demand picks up and as the Company seeks to realise the full value of our investments over the coming years.

Brian Gilbertson Chairman

Chief Executive's Statement

I am pleased to report that the Company delivered a strong financial performance in 2013, with a profit for the year of US\$15 million and a 28% increase in the Net Asset Value ("NAV") since 30 June 2013. This is a result of each of our three Investment Platforms making significant progress during the year. Whilst the Company is still trading at a significant discount to its underlying NAV, the share price has risen by some 60% since January 2013.

Platinum Group Metals

In a difficult year for the PGM industry, Sedibelo Platinum Mines saw record production of almost 150,000 4E PGE ounces, approximately 50% higher than the prior year. The company agreed to acquire Kruidfontein, a property contiguous to and directly down-dip of its Magazynskraal ore body. With this acquisition, Sedibelo Platinum Mines has increased its resource base to over 100 million 4E PGM ounces, underpinning its long-life and unique growth profile. Sedibelo Platinum Mines continues to prepare for its IPO and intends to list once market conditions are favourable.

Steel Making Materials

Before the delisting of Jupiter, we acquired an additional 40.8 million shares, increasing the Group's interest to 18.45%. Jupiter's manganese business performed strongly, with its Tshipi Borwa mine ramping-up during 2013 to produce one million tonnes of manganese ore and profitability in its first full financial year. The production build up to design capacity of 2.4 million tonnes per annum is set to continue in line with the anticipated increase in logistics capacity. In Australia, the large Mount Ida iron ore project remains on hold until market conditions improve. However, Jupiter plans to secure access to the expansion of the port of Esperance and thereby fast-track its Mount Mason hematite project into production.

Coloured Gemstones

Gemfields continues to see strong revenues from its emerald auctions, with robust increases in average per carat prices. Kagem, its flagship emerald mine in Zambia, has now produced over a quarter of a billion dollars of revenues under Pallinghurst's ownership, representing a remarkable turnaround and strong growth in just six years. Additional revenues have been added from auctions of "traded" emeralds and the Montepuez ruby operation is planning its first auction in the next few months. The merger with Fabergé was completed in 2013 and we expect good progress as Fabergé integrates coloured gemstones into its designs and collections. Joint marketing initiatives have boosted Gemfields' international presence and consumer perception of high quality, ethically sourced gemstones.

As I mentioned last year, we have now entered the "harvesting period", and our focus remains on realising the inherent value of the Investment Portfolio. This effort has resulted in growth in the NAV as well as an increase in the Company's market capitalisation. That said, there is still a significant gap between the share price and the Company's NAV. However, I believe that the share price will respond positively and continue to narrow the discount as we move closer to monetising the underlying value of the Investment Portfolio

Arne H. Frandsen Chief Executive

Consolidated Statement of Comprehensive Income

for the year ended 31 December 2013

| INCOME Investment Portfolio Realised fair value loss on disposal of Fabergé equity shares Realised loss on conversion of Fabergé loan to Gemfields shares Impairment of Fabergé loan Realised gain on Sedibelo Platinum Mines transaction Realised fair value gain on Jupiter shares | (7,952,380) (12,027,277) | |
|--|-----------------------------|----------------------|
| Realised fair value loss on disposal of Fabergé equity shares Realised loss on conversion of Fabergé loan to Gemfields shares Impairment of Fabergé loan Realised gain on Sedibelo Platinum Mines transaction | | |
| Realised loss on conversion of Fabergé loan to Gemfields shares Impairment of Fabergé loan Realised gain on Sedibelo Platinum Mines transaction | | |
| Realised loss on conversion of Fabergé loan to Gemfields shares Impairment of Fabergé loan Realised gain on Sedibelo Platinum Mines transaction | | _ |
| Impairment of Fabergé loan Realised gain on Sedibelo Platinum Mines transaction | (,,, | _ |
| Realised gain on Sedibelo Platinum Mines transaction | _ | (1,638,471) |
| | _ | 50,932,811 |
| Realised fair value dain on Juditer shares | _ | 3,250,521 |
| Realised loss on Jupiter foreign exchange contract | _ | (318,880) |
| Unrealised fair value gains | 51,458,344 | 31,844,963 |
| Unrealised fair value losses | (10,502,814) | (119,429,986) |
| On cansed fair value 1055es | 20,975,873 | (35,359,042) |
| Investment Portfolio revenue | 20,973,073 | (33,339,042) |
| Loan interest income | | 1,681,340 |
| | - | |
| Structuring fee and other income | | 375,000 2,056,340 |
| Net gain//leages) on investments and income from operations | 20.075.972 | (33,302,702) |
| Net gain/(losses) on investments and income from operations | 20,975,873 | (33,302,702) |
| EXPENSES | | |
| Investment Manager's Benefit | (5,220,013) | (5,102,237) |
| Operating expenses | (894,663) | (806,588) |
| Foreign exchange gains | 24,029 | - |
| Foreign exchange losses | _ | (1,237,920) |
| | (6,090,647) | (7,146,745) |
| Net gain/(loss) from operations | 14,885,226 | (40,449,447) |
| Finance income | 31,895 | 281,198 |
| Net finance income | 31,895 | 281,198 |
| Profit/(loss) before share in (loss)/profit of associates | 14,917,121 | (40,168,249) |
| Total (1033) before strate in (1033) profit of associates | 14,517,121 | (+0,100,2+0) |
| Share in (loss)/profit of associates | (223,685) | 1,119,941 |
| Profit/(loss) before tax | 14,693,436 | (39,048,308) |
| Tax | (4,461) | _ |
| NET PROFIT/(LOSS) AFTER TAX | 14,688,975 | (39,048,308) |
| | ,, | (,, |
| Other comprehensive income | _ | - |
| TOTAL COMPREHENSIVE INCOME/(EXPENSE) | 14,688,975 | (39,048,308) |
| Basic and diluted earnings/(loss) per ordinary share | 0.02 | (0.06) |

All elements of total comprehensive income/(expense) for the year and the comparative year are attributable to owners of the parent. There are no non-controlling interests. The accompanying notes form part of these Financial Statements.

Consolidated Balance Sheet

as at 31 December 2013

| | 2013 US\$ | 2012 US\$ |
|---|--------------|--------------|
| ASSETS | | |
| Non-current assets | | |
| Investments in associates | 1,253,200 | 1,936,241 |
| Investment portfolio | | |
| Listed equity investments | 174,618,072 | 97,675,366 |
| Unlisted equity investments | 215,237,159 | 217,951,326 |
| Loans and receivables | - | 50,599,070 |
| | 389,855,231 | 366,225,762 |
| Total non-current assets | 391,108,431 | 368,162,003 |
| Current assets | | |
| Trade and other receivables | 1,151,742 | 1,379,301 |
| Cash and cash equivalents | 23,907,419 | 31,975,952 |
| Other investments | 57,540 | _ |
| Total current assets | 25,116,701 | 33,355,253 |
| Total assets | 416,225,132 | 401,517,256 |
| LIABILITIES | | |
| Current liabilities | | |
| Trade and other payables | 178,245 | 159,344 |
| Total current liabilities | 178,245 | 159,344 |
| Total liabilities | 178,245 | 159,344 |
| Net assets | 416,046,887 | 401,357,912 |
| Capital and reserves attributable to equity holders | | |
| Share capital | 7,606 | 7,606 |
| Share premium | 375,227,145 | 375,227,145 |
| Retained earnings | 40,812,136 | 26,123,161 |
| EQUITY | 416,046,887 | 401,357,912 |

The accompanying notes form part of these Condensed Financial Statements.

Consolidated Statement of Cash Flows

for the year ended 31 December 2013

| | 2013 US\$ | 2012 US\$ |
|--|--------------|--------------|
| Cash outflows from operations | (5,842,494) | (5,777,691) |
| Additions to investments | (2,653,596) | (33,699,110) |
| Loans extended to investments | _ | (28,120,111) |
| Finance income received | 31,895 | 281,198 |
| Net cash outflows from operating activities | (8,464,195) | (67,315,714) |
| Cash flows from investing activities | | |
| Amounts invested in associates | (62,899) | (141,729) |
| Decrease in investments in associates | _ | 20,393,255 |
| Amounts returned from associates | 434,532 | _ |
| Net cash generated from investing activities | 371,633 | 20,251,526 |
| Cash flows from financing activities | | |
| Rights Offer – proceeds | _ | 77,241,092 |
| Rights Offer – costs | _ | (2,187,704) |
| Rights Offer – foreign exchange losses | _ | (49,655) |
| Net cash generated from financing activities | _ | 75,003,733 |
| NET (DECREASE)/INCREASE IN CASH AND CASH EQUIVALENTS | (8,092,562) | 27,939,545 |
| Cash and cash equivalents at the beginning of the year | 31,975,952 | 5,274,327 |
| Foreign exchange gain on cash | 24,029 | _ |
| Foreign exchange loss on cash | - | (1,237,920) |
| CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR | 23,907,419 | 31,975,952 |

The accompanying notes form part of these Condensed Financial Statements.

Consolidated Statement of Changes in Equity

at 31 December 2013

| | Share capital US\$ | Share premium US\$ | Retained earnings US\$ | Total equity US\$ |
|---|--------------------------|--------------------------|------------------------------|----------------------|
| Balance at 1 January 2012 | 4,760 | 300,226,258 | 65,171,469 | 365,402,487 |
| Rights Offer – proceeds | 2,846 | 77,238,246 | _ | 77,241,092 |
| Rights Offer – costs | - | (2,187,704) | _ | (2,187,704) |
| Rights Offer – foreign exchange losses | - | (49,655) | _ | (49,655 |
| Total comprehensive loss for the year | - | _ | (39,048,308) | (39,048,308 |
| Balance at 31 December 2012 | 7,606 | 375,227,145 | 26,123,161 | 401,357,912 |
| Total comprehensive income for the year | - | - | 14,688,975 | 14,688,975 |
| Balance at 31 December 2013 | 7,606 | 375,227,145 | 40,812,136 | 416,046,887 |

The accompanying notes form part of these Condensed Financial Statements.

Segmental reporting

The Chief Operating Decision Maker ("CODM") is Mr Gilbertson, the Chairman, who measures the performance of each operating segment by assessing the fair value of the Group's Investment Portfolio on a regular basis.

The Group's segmental reporting has been revised and is now based around three Investment Platforms, PGMs, Steel Making Materials, and Coloured Gemstones, each of which is categorised as an operating segment. The Group previously reported four separate segments. Gemfields completed its merger with Fabergé on 28 January 2013. The Group no longer holds a direct interest in Fabergé and presents segmental information for its enlarged interest in Gemfields as a single Coloured Gemstones segment. The Group's comparative information has been amended for consistency with the revised current year presentation. A restated balance sheet for the prior year has not been presented as the restatement would not impact on this balance sheet.

The Consolidated Statement of Comprehensive Income segmental information provided to the CODM for the year ended 31 December 2013 is as follows:

| | PGMs US\$ | Steel Making Materials US\$ | Coloured Gemstones US\$ | Unallocated US\$ | Total US\$ |
|---|--------------|-----------------------------------|-------------------------------|---------------------|---------------|
| 31 December 2013 | | | | | |
| Realised fair value loss on disposal of Fabergé equity shares | s - | _ | (7,952,380) | _ | (7,952,380) |
| Realised loss on conversion of Fabergé loan to | | | | | |
| Gemfields shares | _ | _ | (12,027,277) | _ | (12,027,277) |
| Unrealised fair value gains ¹ | 30,741,707 | _ | 20,716,637 | _ | 51,458,344 |
| Unrealised fair value losses ² | _ | (10,502,814) | _ | - | (10,502,814) |
| Net segmental expense | 30,741,707 | (10,502,814) | 736,980 | _ | 20,975,873 |
| Other income | | | | _ | _ |
| Net losses on investments and income from operations | | | | | 20,975,873 |
| Expenses, net finance income, share of loss of associates | | | | | |
| and taxation | | | | (6,286,898) | (6,286,898) |
| Net segmental profit/(loss) | 30,741,707 | (10,502,814) | 736,980 | (6,286,898) | 14,688,975 |

¹ The unrealised fair value gain on the Coloured Gemstones segment of US\$20,716,637 includes an unrealised foreign exchange gain of US\$4,411,908.

² The unrealised fair value loss on the Steel Making Materials segment of US\$10,502,814 includes an unrealised foreign exchange loss of US\$5,433,310.

Segmental reporting (continued)

The Consolidated Statement of Comprehensive Income segmental information provided to the CODM for the year ended 31 December 2012 is as follows:

| | PGMs US\$ | Steel Making Materials US\$ | Coloured Gemstones (restated) US\$ | Unallocated US\$ | Total US\$ |
|---|--------------|-----------------------------------|---|---------------------|---------------|
| 31 December 2012 | | | | | |
| Unrealised fair value gains ¹ | 8,293,290 | _ | _ | _ | 8,293,290 |
| Unrealised fair value losses ^{2,3} | _ | (63,902,168) | (33,416,992) | _ | (97,319,160) |
| Realised foreign exchange gains | 1,440,847 | _ | _ | _ | 1,440,847 |
| Realised gain on Sedibelo Platinum Mines transaction | 50,932,811 | _ | - | _ | 50,932,811 |
| Realised gain on subscription for Jupiter shares | _ | 2,931,641 | _ | | 2,931,641 |
| Impairment of Fabergé Ioan | _ | _ | (1,638,471) | | (1,638,471) |
| Loan interest income | _ | _ | 1,681,340 | - | 1,681,340 |
| Net segmental expense | 60,666,948 | (60,970,527) | (33,374,123) | _ | (33,677,702) |
| Other income | | | | 375,000 | 375,000 |
| Net losses on investments and income from operations | | | | | (33,302,702) |
| Expenses, net finance income, share of loss of associates | | | | | |
| and taxation | | | | (5,745,606) | (5,745,606) |
| Net segmental profit/(loss) | 60,666,948 | (60,970,527) | (33,374,123) | (5,370,606) | (39,048,308) |

¹ The unrealised fair value gain on the PGMs segment of US\$8,293,290 consists entirely of foreign exchange.

² The unrealised fair value loss on the Steel Making Materials segment of US\$63,902,168 includes an unrealised foreign exchange gain of US\$1,977,488.

³ Two operating segments from 2012, Gemfields and Luxury Brands, have been combined as a single operating segment due to the completion of the Gemfields/Fabergé merger. The unrealised fair value loss of US\$33,416,992 for 2012 includes a fair value gain of US\$18,255,119 on Gemfields, an unrealised foreign exchange gain of US\$1,878,219 on Gemfields and a fair value loss of US\$53,550,330 on Fabergé.

(continued)

Segmental reporting (continued)

The segmental information provided to the CODM for the reportable segments for the year ended 31 December 2013 is as follows:

| | PGMs US\$ | Steel Making Materials US\$ | Coloured Gemstones US\$ | Tota USS |
|--|---------------------------------------|--|---|--|
| 31 December 2013 | | | | |
| Investment Portfolio | | | | |
| Listed investments | _ | 30,256,997 | 144,361,075 | 174,618,072 |
| Unlisted investments | 215,237,159 | - | - | 215,237,159 |
| Total segmental assets | 215,237,159 | 30,256,997 | 144,361,075 | 389,855,231 |
| Investments in associates, current assets and liabilities | | | | 26,191,656 |
| | | | | 416 046 997 |
| Net assets The comparative segmental information provided for the year elements. | nded 31 December 2 | 012 is as follows | | 416,046,887 |
| | nded 31 December 2 PGMs US\$ | 012 is as follows Steel Making Materials US\$ | Coloured Gemstones (restated) US\$ | 416,046,887 Tota USS |
| The comparative segmental information provided for the year e | PGMs | Steel Making Materials | Coloured Gemstones (restated) | Tota |
| | PGMs | Steel Making Materials | Coloured Gemstones (restated) | Tota |
| The comparative segmental information provided for the year engagement of the segmental information provided for the year engagement of the segmental information provided for the year engagement of the segmental information provided for the year engagement of the segmental information provided for the year engagement of the segmental information provided for the year engagement of the segmental information provided for the year engagement of the segment of the year engagement o | PGMs | Steel Making Materials US\$ | Coloured Gemstones (restated) US\$ | Tota USS |
| The comparative segmental information provided for the year end of the segmental information provided for the year end of the segmental information provided for the year end of the segmental information provided for the year end of the segmental information provided for the year end of | PGMs | Steel Making Materials | Coloured Gemstones (restated) | Tota |
| The comparative segmental information provided for the year end of the segmental information provided for the year end of the segmental information provided for the year end of the segmental information provided for the year end of the segmental information provided for the year end of | PGMs US\$ | Steel Making Materials US\$ | Coloured Gemstones (restated) US\$ | Tota USS 97,675,366 |
| The comparative segmental information provided for the year end of the comparative segmental information provided for the year end of the comparative segmental information provided for the year end of the comparative segmental information provided for the year end of the comparative segmental information provided for the year end of the comparative segmental information provided for the year end of the comparative segmental information provided for the year end of the year | PGMs US\$ | Steel Making Materials US\$ | Coloured Gemstones (restated) US\$ 59,569,151 33,455,874 | Tota USS 97,675,366 217,951,326 |
| The comparative segmental information provided for the year end of the comparative segmental information provided for the year end of the comparative segmental information provided for the year end of the comparative segmental information provided for the year end of the comparative segmental information provided for the year end of the comparative segmental information provided for the year end of the comparative segmental information provided for the year end of the year | PGMs US\$ - 184,495,452 - | Steel Making Materials US\$ 38,106,215 — | Coloured Gemstones (restated) US\$ 59,569,151 33,455,874 50,599,070 | 97,675,366 217,951,326 50,599,070 |

Investments

The reconciliation of the Investment Portfolio from 1 January 2013 to 31 December 2013 is as follows:

| Investment | Opening at 1 January 2013 US\$ | Unrealised fair value gains¹ US\$ | Unrealised fair value losses ² US\$ | Realised loss on Gemfields/ Fabergé Merger US\$ | Additions and disposals US\$ | Closing at 31 December 2013 US\$ |
|-------------------------------|--------------------------------------|--|---|---|---------------------------------------|---|
| Listed equity investments | | | | | | |
| Gemfields | 59,569,151 | 20,716,637 | _ | _ | 64,075,287 | 144,361,075 |
| Jupiter | 38,106,215 | - | (10,502,814) | - | 2,653,596 | 30,256,997 |
| | 97,675,366 | 20,716,637 | (10,502,814) | - | 66,728,883 | 174,618,072 |
| Unlisted equity investments | | | | | | |
| Fabergé | 33,455,874 | - | _ | (7,952,380) | (25,503,494) | _ |
| Sedibelo Platinum Mines | 184,495,452 | 30,741,707 | _ | _ | _ | 215,237,159 |
| | 217,951,326 | 30,741,707 | - | (7,952,380) | (25,503,494) | 215,237,159 |
| Loans and receivables | | | | | | |
| Fabergé – US\$50 million loan | 50,599,070 | _ | _ | (12,027,277) | (38,571,793) | _ |
| | 50,599,070 | - | - | (12,027,277) | (38,571,793) | _ |
| Total | 366,225,762 | 51,458,344 | (10,502,814) | (19,979,657) | 2,653,596 | 389,855,231 |

¹ The unrealised fair value gain on the Gemfields investment of US\$20,716,637 includes an unrealised foreign exchange gain of US\$4,411,908.

² The unrealised fair value loss on the Jupiter investment of US\$10,502,814 includes an unrealised foreign exchange loss of US\$5,433,310.

(continued)

Investments (continued)

The net gain on financial assets carried at fair value through profit or loss (i.e. listed and unlisted equity investments during 2013 is US\$33,003,150. The net loss on loans and receivables during 2013 is US\$12,027,277. The fair value of loans and receivables equate to their carrying value at 31 December 2013.

The reconciliation of the Investment Portfolio from 1 January 2012 to 31 December 2012 is as follows:

| | | | | Realised | | | Accrued | |
|--|----------------|--------------------------|--------------------------|---------------------|------------------|--------------------------|------------------------|---------------------------|
| | Opening at | Unrealised fair value | Unrealised fair value | foreign exchange | Additions and | Impairment of Fabergé | interest & structuring | Closing at 31 December |
| | 1 January 2012 | gains | losses | gain | disposals | loan | fee | 2012 |
| Investment | US\$ | US\$ | US\$ | US\$ | US\$ | US\$ | US\$ | US\$ |
| | | | | | | | | |
| Listed equity investments | | | | | | | | |
| Gemfields ¹ | 39,435,813 | 20,133,338 | _ | - | _ | _ | - | 59,569,151 |
| Jupiter ² | 85,755,778 | _ | (63,902,168) | _ | 16,252,605 | _ | _ | 38,106,215 |
| | 125,191,591 | 20,133,338 | (63,902,168) | _ | 16,252,605 | - | - | 97,675,366 |
| Unlisted equity investments | | | | | | | | |
| Fabergé | 87,006,204 | _ | (53,550,330) | _ | _ | _ | _ | 33,455,874 |
| Moepi Group ³ | 13,373,315 | _ | _ | _ | (13,373,315) | | _ | _ |
| Richtrau ³ | 36,621,344 | _ | _ | _ | (36,621,344) | _ | _ | _ |
| Platmin ³ | 53,455,699 | - | _ | 1,440,847 | (54,896,546) | - | - | _ |
| Sedibelo Platinum Mines ^{3,4} | _ | 8,293,290 | _ | - | 176,202,162 | _ | - | 184,495,452 |
| | 190,456,562 | 8,293,290 | (53,550,330) | 1,440,847 | 71,310,957 | - | _ | 217,951,326 |
| Loans and receivables | | | | | | | | |
| Fabergé – US\$25 million loan | 22,436,091 | _ | _ | - | (22,942,061) | _ | 505,970 | _ |
| Fabergé – US\$50 million loan | _ | - | _ | - | 51,062,172 | (1,638,471) | 1,175,369 | 50,599,070 |
| | 22,436,091 | - | - | _ | 28,120,111 | (1,638,471) | 1,681,339 | 50,599,070 |
| Total | 338,084,244 | 28,426,628 | (117,452,498) | 1,440,847 | 115,683,673 | (1,638,471) | 1,681,339 | 366,225,762 |

¹ The unrealised fair value gain on the Gemfields investment of US\$20,133,338 includes an unrealised foreign exchange gain of US\$1,878,219.

The net loss on financial assets carried at fair value through profit or loss (i.e. listed and unlisted equity investments) during 2012 is US\$87,585,023. The net loss on loans and receivables during 2012 is US\$1,638,471. The fair value of loans and receivables equate to their carrying value at 31 December 2012.

² The unrealised fair value loss on the Jupiter investment of US\$63,902,168 includes an unrealised foreign exchange gain of US\$1,977,488.

³ The Group vended its interests in Moepi Group, Richtrau (Magazynskraal) and Sedibelo into Sedibelo Platinum Mines for new shares during 2012.

⁴ The unrealised fair value gain on the Sedibelo Platinum Mines investment of US\$8,293,290 consists entirely of foreign exchange.

Basis of preparation

The Directors are responsible for preparing the Annual Report and Financial Statements in accordance with The Companies (Guernsey) Law, 2008, the financial reporting guides issued by the Accounting Practices Committee of the South African Institute of Chartered Accountants ("SAICA"), the JSE Listing Requirements and the BSX Listing Regulations.

The Group has prepared Financial Statements under IFRS for the year ending 31 December 2013. The Financial Statements have been audited by the Company's auditors, Saffery Champness; their audit opinion was unqualified, and did not draw attention to any emphases of matter. The audit opinion is available for inspection at the Company's registered office. The Financial Statements will be mailed to shareholders during April 2014, and made available on the Company's website, www.pallinghurst.com.

This preliminary announcement, which includes condensed financial statements (the "Condensed Financial Statements") does not contain sufficient information to fully comply with IFRS. The Condensed Financial Statements have been prepared in accordance with IAS34 Interim Financial Reporting, the Companies (Guernsey) Law, 2008, the financial reporting guides issued by the Accounting Practices Committee of SAICA, the JSE Listing Requirements and the BSX Listing Regulations.

Accounting policies

The Group's accounting policies were last disclosed in full in the Group's financial statements for the year ended 31 December 2012. The Group has adopted various new accounting standards effective 1 January 2013, including IFRS10 Consolidated Financial Statements, IFRS11 Joint Arrangements, IFRS12 Disclosure of Interests in Other Entities, IAS28 Investments in Associates and Joint Ventures, and the revised IAS27 Separate Financial Statements. These five new and revised standards are known together as the "package of five". The adoption of the package of five has not had a material impact on the Group in the current year and no adjustments to the Group's comparative information have been required.

Various new and revised accounting standards, amendments to standards and new interpretations have been issued by the International Accounting Standards Board but are not yet effective. The Directors have not yet fully determined what the impact of these changes will be. The accounting policies applied are consistent with those adopted and disclosed in the Group's financial statements for the year ended 31 December 2012 other than in respect of these changes.

Contingent liabilities and contingent assets

The Group has acted as a limited guarantor for the lease of Fabergé's New York retail outlet at 694 Madison Avenue since 31 August 2011. The circumstances relating to the guarantee have not changed since that time. One of the conditions of the Gemfields/Fabergé Merger was that Gemfields either take over as guarantor from PRL, or that Gemfields indemnify the Group against any potential liability to the landlord. Gemfields have now provided an indemnification to the Group against any loss from this guarantee. The Directors' assessment is that the maximum amount of the Group's contingent liability continues to be US\$219,000, although any such loss should be recoverable from Gemfields under the terms of the indemnification.

The Group had no other significant contingent liabilities or contingent assets at 31 December 2013 or 31 December 2012.

Commitments

The Group had no material commitments at the date of signature of the Financial Statements.

(continued)

Events occurring after the end of the year

Approval of Annual Report

The Annual Report was approved by the Directors and authorised for issue on 25 March 2014.

Pallinghurst Resources Limited | (Incorporated in Guernsey) | (Guernsey registration number: 47656) | (South African external company registration number 2009/012636/10) | Share code on the BSX: PALLRES | ISIN: GG00B27Y8Z93 | Share code on the JSE: PGL | ("Pallinghurst" or the "Company") EXECUTIVE DIRECTORS: Brian Gilbertson, Arne H. Frandsen, Andrew Willis¹ NON-EXECUTIVE DIRECTOR: Dr Christo Wiese² INDEPENDENT NON-EXECUTIVE DIRECTORS: Stuart Platt-Ransom³, Martin Tolcher, Clive Harris, Patricia White⁴ PERMANENT ALTERNATES: Chris Powell¹, Brian O'Mahoney³ ADMINISTRATOR AND COMPANY SECRETARY: Legis Fund Services Limited, 11 New Street, St Peter Port, Guernsey, GY1 2PF, Channel Islands REGISTERED OFFICE: 11 New Street, St Peter Port, Guernsey, GY1 2PF, Channel Islands SOUTH AFRICAN TRANSFER SECRETARY: Computershare Investor Services (Pty) Limited, 70 Marshall Street, Johannesburg, 2001, South Africa AUDITOR: Saffery Champness, PO Box 141, La Tonnelle House, Les Banques, St Sampson, Guernsey, GY1 3HS, Channel Islands JSE SPONSOR: Investec Bank Limited, 100 Grayston Drive, Sandown, Sandton, 2196, South Africa BSX SPONSOR: Capital G BSX Services Limited, 25 Reid Street, 4th Floor, Hamilton, HM11, Bermuda.

¹ Mr Powell has acted as Permanent Alternate to Mr Willis since 22 March 2013.

² Dr Wiese was appointed to the Board effective 11 February 2013.

³ Mr O'Mahoney acts as Permanent Alternate to Mr Platt-Ransom.

⁴ Ms White resigned from the Board on 15 March 2013.

