THL ZINC NAMIBIA HOLDINGS (PROPRIETARY) LIMITED
(Registration number 98/227)
Annual financial statements
for the year ended March 31, 2021

General Information

Country of incorporation and domicile	Namibia
Nature of business and principal activities	Exploration, development, treatment, production and sale of zinc and associated minerals concentrates.
Directors	P Singla P Van Greunen
Registered office	24 Orban Street Klein Windhoek Windhoek Namibia
Postal address	P O Box 30 Windhoek Namibia
Holding company	THL Zinc Limited incorporated in Mauritius
Ultimate holding company	Vedanta Resources Limited incorporated in United Kingdom
Bankers	First National Bank of Namibia Limited Standard Bank Namibia Limited
Auditor	Ernst & Young
Company registration number	98/227
Preparer	The annual financial statements were internally compiled by: Pushpender Singla CA(SA) Chief Financial Officer

Contents

Published

May 21, 2021

Directors' responsibilities and approval

The directors are required in terms of the Companies Act of Namibia, 2004, to maintain adequate accounting records and are responsible for the content and integrity of the annual financial statements and related financial information included in this report. It is their responsibility to ensure that the annual financial statements fairly present the state of affairs of the group as at the end of the financial year and the results of its operations and cash flows for the year then ended, in conformity with International Financial Reporting Standards. The external auditor is engaged to express an independent opinion on the annual financial statements.

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

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

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

The directors have reviewed the group’s cash flow forecast for the year to March 31, 2022 and, in light of this review and the current financial position, they are satisfied that the group has or had access to adequate resources to continue in operational existence for the foreseeable future.

The external auditor is responsible for independently auditing and reporting on the group's annual financial statements. The annual financial statements have been examined by the group's external auditor and their report is presented on pages 4 to 5.

The annual financial statements set out on pages 6 to 62, which have been prepared on the going concern basis, were approved by the board of directors on May 21, 2021 and were signed on their behalf by:

Approval of financial statements

P Singla

P Van Greunen

Ernst & Young Namibia
Cnr Otto Nitzsche and Maritz Streets
Box 1857
Windhoek
10005
Namibia

Tel: +264 61 289 1100
Fax: +264 61 234991
www.ey.com

Building a better working world

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDER OF THL ZINC NAMIBIA HOLDINGS (PROPRIETARY) LIMITED

Opinion

We have audited the consolidated and separate annual financial statements of THL Zinc Namibia Holdings (Proprietary) Limited ('the Group') set out on pages 6 to 61 which comprise the directors' report, the consolidated and separate statement of financial position as at 31 March 2021, and the consolidated and separate statement of profit or loss and other comprehensive income, consolidated and separate statement of changes in equity and consolidated and separate statement of cash flows for the year then ended, and notes to the consolidated and separate annual financial statements, including a summary of significant accounting policies.

In our opinion, the consolidated and separate annual financial statements present fairly, in all material respects, the consolidated and separate financial position of THL Zinc Namibia Holdings (Proprietary) Limited as at 31 March 2021 and its consolidated and separate financial performance and consolidated and separate cash flows for the year then ended in accordance with International Financial Reporting Standards and the requirements of the Companies Act of Namibia.

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 annual financial statements section of our report. We are independent of the Group in accordance with the International Ethics Standards Board for Accountants *International Code of Ethics for Professional Accountants (including International Independence Standards)* and other independence requirements applicable to performing audits of consolidated and separate annual financial statements in Namibia. We have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other information

The directors are responsible for the other information. The other information comprises the general information on page 1, contents on page 2 and the directors' responsibilities and approval on page 3. The other information does not include the consolidated and separate annual financial statements and our auditor's report thereon. Our opinion on the consolidated and separate annual financial statements does not cover the other information and we do not express an audit opinion or any form of assurance conclusion thereon.

In connection with our audit of the consolidated and separate annual financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated and separate annual financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed, 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 annual financial statements

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

In preparing the consolidated and separate annual financial statements, the directors are responsible for assessing the Group'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 or to cease operations, or have no realistic alternative but to do so.

EY

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

Our objectives are to obtain reasonable assurance about whether the consolidated and separate annual 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 annual 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 annual 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 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 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 annual 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 to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated and separate annual financial statements, including the disclosures, and whether the consolidated and separate annual financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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.

Ernst & Young

Ernst & Young
Partner - Jaco Coetzee
Registered Accountants and Auditors
Chartered Accountants (Namibia)
Windhoek

Date: 21 May 2021

Directors' report

The directors have pleasure in submitting their report on the annual financial statements of THL Zinc Namibia Holdings (Proprietary) Limited and the group for the year ended March 31, 2021.

1. Nature of business

GENERAL REVIEW

The company was incorporated in Namibia on 16 June 1998, for the purpose of owning investments in companies involved in mineral exploration, mining and beneficiation. The company's holding company is THL Zinc Limited, a company incorporated in Mauritius. The ultimate holding company is Vedanta Resources Ltd, incorporated in the United Kingdom.

The authorised share capital of 4 000 (2020: 4 000) and issued share capital of 820 (2020: 820) ordinary shares have remained unchanged during the year.

The following companies are wholly owned subsidiaries of THL Zinc Namibia Holdings (Proprietary) Limited:

Skorpion Zinc (Proprietary) Limited

This company is a holding company, and its significant wholly owned subsidiaries are:

Skorpion Mining Company (Proprietary) Limited

This company is the holder of Mining Licence ML108 which holds the exclusive right to mine precious, base and rare metals over a certain portion of land in the Karas region, near Rosh Pinah. The mining licence was issued on 28 July 2000 for a period of twenty-five years. The company mines zinc ore by conventional open pit method. The ore is sold to Namzinc (Proprietary) Limited. The company also conducts exploration activities.

On the 31st of March 2020 the mine was put into care and maintenance after a series of slope failures that occurred in the 2020 financial year. The pit has been assessed by a series of industry experts who have concluded that the pit is minable and a new mine plan has been developed. The directors currently expect mining to resume in the last quarter of the 2022 financial year. The directors estimate this will take eight months from the restart of mining operations to fully mine the declared ore resources in the pit. A letter of guarantee for the company has been issued by the Black Mountain Mining entity in light of the operations being in care and maintenance, the letter confirms that the company will be able to meet its financial obligations as they fall due.

Namzinc (Proprietary) Limited

The company owns and operates a zinc refinery. The ore bought from Skorpion Mining Company (Proprietary) Limited is processed and refined to produce special high grade zinc. The zinc is exported either by sea via Lüderitz or by road to South Africa. The company has been granted Export Processing Zone status by the Namibian Government and is, therefore, exempt from paying taxes. The company has received dispensation to sell a limited portion of production to the Southern African Customs Union market.

Namzinc Refinery is an Oxide Refinery. During the 2015/16 financial year the Skorpion mine life was coming to an end, at that time management reviewed the Refinery Conversion Project and started assessing its economically viability. This Project was to enable Namzinc Refinery to treat Sulphide Zinc Concentrate from external sources. Based on this assessment, the company commenced capitalisation and revised the estimated useful lives of the assets and the timing of the decommissioning and rehabilitation expense accordingly.

Directors' report

On 31 March 2020, the board approved a request from management to spend USD 1 million (increased to USD 2 million in December 2020) to refresh the feasibility study that was previously performed for the Refinery Conversion Project in order to treat Sulphide Zinc Concentrate from the Gamsberg Mine in South Africa owned by Namzinc's sister company, Black Mountain Mining (Proprietary) Limited, and start prework for the conversion. Further Namzinc Board has approved another USD 1 million Pre Project Capex in the 2021 financial year to strengthen the Refinery Conversion feasibility to bring it to final stage for board approval.

There is significant progress made to make the Refinery Conversion Project economically feasible which includes: 1) Two technology partners (licensors) have completed their technical studies and issued reports; 2) An engineering technical feasibility and bankable feasibility study has been also completed by external parties; 3) Project capital expenditure and business case has been finalized based on the information from the feasibility studies; 4) Management are in the final stages of negotiation with Nampower for the cost of electricity, a significant part of the variable costs in the refinery. A favourable power tariff will ensure a positive internal rate of return and overall viability of the conversion project; and 5) In the addition to the above a civil construction partner has been identified and will be appointed on approval by the board.

The sulphide conversion is expected to cost USD 170 million and will have a 18-24 months construction period. This will result in a plant capacity of 150 kilo tons per annum of zinc metal produced at an estimated cost of production of USD 600 per metric ton. It is management’s intention to get approval from the board for the full conversion of the refinery once a favourable electricity rate is agreed with Nampower, which is expected in the early part of the next financial year.

Management have performed a discounted cash flow calculation as at 31 March 2021 using only oxide ore expected to be received from Skorpion Mining Company (Proprietary) Limited Pit 112. Should, for any reason, the conversion of the refinery not be approved by the board the present value of future expected cash flows from the processing, refining and sale of the remaining oxide ore are greater than the net book value of the group's assets and therefore the directors are comfortable that the assets are not impaired as at the 31 March 2021.

There have been no material changes to the nature of the group's business from the prior year.

2. Dividends

The board of directors do not recommend the declaration of a dividend for the year (2020: N$ Nil).

3. Directorate

The directors in office at the date of this report are as follows:

Directors	Designation	Nationality	Changes
P Singla	Executive	Indian	
P Van Greunen	Executive	South African	Appointed Monday, May 4, 2020
I Simataa	Executive	Namibian	Resigned Friday, July 31, 2020
D Naidoo	Executive	South African	Resigned Monday, May 4, 2020

Directors' report

4. Going concern

The directors believe that the group has adequate financial resources to continue in operation for the foreseeable future and accordingly the consolidated annual financial statements have been prepared on a going concern basis. The directors have satisfied themselves that the group is in a sound financial position and that it has access to sufficient borrowing facilities to meet its foreseeable cash requirements. The directors are not aware of any new material changes that may adversely impact the group. The directors are also not aware of any material non-compliance with statutory or regulatory requirements or of any pending changes to legislation which may affect the group.

A letter of guarantee for the group has been issued by the Black Mountain Mining entity confirming that the company and its' subsidiaries will be able to meet all financial obligations as they fall due.

5. Events after the reporting period

The directors are not aware of any material event which occurred after the reporting date and up to the date of this report.

6. Share capital

During the year the company bought back 720 of it's shares from its holding company THL Zinc Limited for the value of N$ 945 000 000.

Refer to note 12 of the consolidated annual financial statements for detail of the movement in authorised and issued share capital.

7. Holding company

The group's holding company is THL Zinc Limited which holds 100% (2020: 100%) of the group's equity. THL Zinc Limited is incorporated in Mauritius.

8. Ultimate holding company

The group's ultimate holding company is Vedanta Resources Limited which is incorporated in United Kingdom.

9. Terms of appointment of the auditor

Ernst & Young were appointed as the company's auditors for the year.

Consolidated statements of financial position as at March 31, 2021

		Group		Company	
	Note(s)	2021 N$ '000	2020 N$ '000	2021 N$ '000	2020 N$ '000
Assets					
Non-Current Assets					
Property, plant and equipment	3	1,556,650	1,555,533	-	-
Intangible assets	4	7,929	8,409	-	-
Investments in subsidiaries	5	-	-	257,582	257,582
Investments in joint ventures	6	4,192	6,097	-	-
Loans to group companies	7	997,298	945,358	-	-
		2,566,069	**2,515,397**	**257,582**	**257,582**
Current Assets					
Inventories	9	299,711	359,277	-	-
Loans to group companies	7	42,820	1,033,367	999,648	999,648
Trade and other receivables	10	23,071	184,313	30	30
Current tax receivable	27	12	6	-	-
Cash and cash equivalents	11	72,376	570,096	137	83
		437,990	**2,147,059**	**999,815**	**999,761**
Total Assets		**3,004,059**	**4,662,456**	**1,257,397**	**1,257,343**
Equity and Liabilities					
Equity					
Share capital	12	15,050	960,050	15,050	960,050
Retained income		2,602,913	2,703,978	1,227,845	282,878
		2,617,963	**3,664,028**	**1,242,895**	**1,242,928**
Liabilities					
Non-Current Liabilities					
Decommissioning provision	13	85,697	98,210	-	-
Restoration provision	14	97,517	99,134	-	-
		183,214	**197,344**	**-**	**-**
Current Liabilities					
Trade and other payables	15	44,449	612,790	7	630
Loans from group companies	16	158,433	188,294	14,495	13,785
		202,882	**801,084**	**14,502**	**14,415**
Total Liabilities		**386,096**	**998,428**	**14,502**	**14,415**
Total Equity and Liabilities		**3,004,059**	**4,662,456**	**1,257,397**	**1,257,343**

Consolidated statements of profit or loss and other comprehensive income

		Group		Company	
	Note(s)	2021 N$ '000	2020 N$ '000	2021 N$ '000	2020 N$ '000
Revenue	17	65,544	2,364,064	-	-
Cost of sales		(937)	(2,405,862)	-	-
Gross profit / (loss)		**64,607**	**(41,798)**	**-**	**-**
Other operating income	18	131,452	169,711	945,000	-
Other operating losses	19	(1,689)	(141)	-	-
Selling and distribution expenses		(2,266)	(104,154)	-	-
Other operating expenses		(301,078)	(394,084)	(34)	(1,018)
Operating (loss) / profit	20	**(108,974)**	**(370,466)**	**944,966**	**(1,018)**
Finance income	21	96,155	296,045	1	4
Finance costs	22	(86,341)	(55,097)	-	-
Loss from equity accounted investments		(1,905)	(1,122)	-	-
(Loss) / profit for the year		**(101,065)**	**(130,640)**	**944,967**	**(1,014)**
Other comprehensive income		-	-	-	-
Total comprehensive (loss) / income for the year		**(101,065)**	**(130,640)**	**944,967**	**(1,014)**

Consolidated statements of changes in equity

	Share capital N$ '000	Share premium N$ '000	Retained income N$ '000	Total equity N$ '000
Group				
Balance at April 1, 2019	**1**	**960,049**	**2,834,618**	**3,794,668**
Loss for the year	-	-	(130,640)	(130,640)
Other comprehensive income	-	-	-	-
Total comprehensive loss for the year	**-**	**-**	**(130,640)**	**(130,640)**
Balance at March 31, 2020	**1**	**960,049**	**2,703,978**	**3,664,028**
Loss for the year	-	-	(101,065)	(101,065)
Other comprehensive income	-	-	-	-
Total comprehensive loss for the year	**-**	**-**	**(101,065)**	**(101,065)**
Purchase of own / treasury shares	-	(945,000)	-	(945,000)
Total contributions by and distributions to owners of company recognised directly in equity	**-**	**(945,000)**	**-**	**(945,000)**
Balance at March 31, 2021	**1**	**15,049**	**2,602,913**	**2,617,963**
Note(s)	12	12		
Company				
Balance at April 1, 2019	**1**	**960,049**	**283,892**	**1,243,942**
Loss for the year	-	-	(1,014)	(1,014)
Other comprehensive income	-	-	-	-
Total comprehensive loss for the year	**-**	**-**	**(1,014)**	**(1,014)**
Balance at March 31, 2020	**1**	**960,049**	**282,878**	**1,242,928**
Profit for the year	-	-	944,967	944,967
Other comprehensive income	-	-	-	-
Total comprehensive income for the year	**-**	**-**	**944,967**	**944,967**
Purchase of own / treasury shares	-	(945,000)	-	(945,000)
Total contributions by and distributions to owners of company recognised directly in equity	**-**	**(945,000)**	**-**	**(945,000)**
Balance at March 31, 2021	**1**	**15,049**	**1,227,845**	**1,242,895**
Note(s)	12	12		

Consolidated statements of cash flows

		Group		Company	
	Note(s)	2021 N$ '000	2020 N$ '000	2021 N$ '000	2020 N$ '000
Cash flows from operating activities					
Cash (used in)/generated from operations	24	(464,142)	57,520	(657)	(393)
Interest received	21	3,080	12,222	1	4
Interest paid	22	-	(6,938)	-	-
Tax paid	27	(6)	(4)	-	-
Net cash from operating activities		**(461,068)**	**62,800**	**(656)**	**(389)**
Cash flows from investing activities					
Purchase of property, plant and equipment	3	(17,605)	(308,733)	-	-
Proceeds from sale of property, plant and equipment	3	342	-	-	-
Loans to group companies advanced	26	(10,739)	(281,884)	-	-
Net cash from investing activities		**(28,002)**	**(590,617)**	**-**	**-**
Cash flows from financing activities					
Proceeds from loans from group companies	26	-	15,631	710	410
Repayment of loans from group companies	26	(4,224)	-	-	-
Net cash from financing activities		**(4,224)**	**15,631**	**710**	**410**
Total cash movement for the year		**(493,294)**	**(512,186)**	**54**	**21**
Cash at the beginning of the year		570,096	1,024,104	83	62
Effect of exchange rate movement on cash balances	25	(4,426)	58,178	-	-
Total cash at end of the year	11	**72,376**	**570,096**	**137**	**83**

Accounting policies

1. Significant accounting policies

The principal accounting policies applied in the preparation of these consolidated and separate annual financial statements are set out below.

1.1 Basis of preparation

The consolidated and separate annual financial statements have been prepared on the going concern basis in accordance with, and in compliance with, International Financial Reporting Standards ("IFRS") and International Financial Reporting Interpretations Committee ("IFRIC") interpretations issued and effective at the time of preparing these annual financial statements and the Companies Act of Namibia, 2004.

The annual financial statements have been prepared on the historic cost convention, unless otherwise stated in the accounting policies which follow and incorporate the principal accounting policies set out below. They are presented in Namibia Dollars, which is the group and company's functional currency, and rounded to the nearest thousand.

These accounting policies are consistent with the previous year.

1.2 Consolidation

Basis of consolidation

The consolidated annual financial statements incorporate the annual financial statements of the company and all subsidiaries. Subsidiaries are entities (including structured entities) which are controlled by the group.

The group has control of an entity when it is exposed to or has rights to variable returns from involvement with the entity and it has the ability to affect those returns through use its power over the entity.

The results of subsidiaries are included in the consolidated annual financial statements from the effective date of acquisition to the effective date of disposal.

Adjustments are made when necessary to the annual financial statements of subsidiaries to bring their accounting policies in line with those of the group.

All inter-company transactions, balances, and unrealised gains on transactions between group companies are eliminated in full on consolidation. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred.

Non-controlling interests in the net assets of consolidated subsidiaries are identified and recognised separately from the group's interest therein, and are recognised within equity. Losses of subsidiaries attributable to non-controlling interests are allocated to the non-controlling interest even if this results in a debit balance being recognised for non-controlling interest.

Transactions with non-controlling interests that do not result in loss of control are accounted for as equity transactions and are recognised directly in the Consolidated Statements of Changes in Equity.

The difference between the fair value of consideration paid or received and the movement in non-controlling interest for such transactions is recognised in equity attributable to the owners of the company.

Where a subsidiary is disposed of and a non-controlling shareholding is retained, the remaining investment is measured to fair value with the adjustment to fair value recognised in profit or loss as part of the gain or loss on disposal of the controlling interest. The fair value is the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in other comprehensive income are reclassified to profit or loss.

Accounting policies

1.3 Joint arrangements

A joint arrangement is an arrangement of which two or more parties have joint control. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require the unanimous consent of the parties sharing control. A joint arrangement is either a joint operation or a joint venture.

A joint operation is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the assets, and obligations for the liabilities, relating to the arrangement. A joint venture is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the arrangement.

Joint ventures

An interest in a joint venture is accounted for using the equity method, except when the investment is classified as held-for-sale in accordance with IFRS 5 Non-current Assets Held for Sale and Discontinued Operations. Under the equity method, interests in joint ventures are carried in the statement of financial position at cost adjusted for post acquisition changes in the company's share of net assets of the joint venture, less any impairment losses.

The group's share of post-acquisition profit or loss is recognised in profit or loss, and its share of movements in other comprehensive income is recognised in other comprehensive income with a corresponding adjustment to the carrying amount of the investment. Losses in a joint venture in excess of the group's interest in that joint venture, including any other unsecured receivables, are recognised only to the extent that the group has incurred a legal or constructive obligation to make payments on behalf of the joint venture.

Any goodwill on acquisition of a joint venture is included in the carrying amount of the investment, however, a gain on acquisition is recognised immediately in profit or loss.

Profits or losses on transactions between the group and a joint venture are eliminated to the extent of the group's interest therein. Unrealised losses are eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of joint ventures have been changed where necessary to ensure consistency with the policies adopted by the group.

When the company loses joint control, the company proportionately reclassifies the related items which were previously accumulated in equity through other comprehensive income to profit or loss as a reclassification adjustment. In such cases, if an investment remains, that investment is measured to fair value, with the fair value adjustment being recognised in profit or loss as part of the gain or loss on disposal.

1.4 Significant judgements and sources of estimation uncertainty

The preparation of annual financial statements in conformity with IFRS requires management, from time to time, to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, income and expenses. These estimates and associated assumptions are based on experience and various other factors that are believed to be reasonable under the circumstances. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

Critical judgements in applying accounting policies

The critical judgements made by management in applying accounting policies, apart from those involving estimations, that have the most significant effect on the amounts recognised in the financial statements, are outlined as follows:

Accounting policies

1.4 Significant judgements and sources of estimation uncertainty (continued)

Ore resources estimates

Ore reserves and mineral resource estimates are estimates of the amount of ore that can be economically and legally extracted from the company's mining properties. Such reserves and mineral resource estimates and changes to these may impact the company's reported financial position and results, in the following ways:

- The carrying value of exploration and evaluation assets, mine properties, property, plant and equipment, and goodwill may be affected due to changes in estimated future cash flows;
- Depreciation and amortisation charges in the statement of profit or loss and other comprehensive income may change where such charges are determined using the UOP method, or where the useful life of the related assets change;
- Capitalised 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;
- Provisions for rehabilitation and environmental provisions may change where reserve estimate changes affect expectations about when such activities will occur and the associated cost of these activities; or
- 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.

The company estimates its ore reserves and mineral resources (Life of Mine (LOM) plan) annually based on information compiled by appropriately qualified persons relating to the geological and technical data on the size, depth, shape and grade of the ore body and suitable production techniques and recovery rates. Such an analysis requires complex geological judgements to interpret the data. The estimation of recoverable reserves is based upon factors such as estimates of foreign exchange rates, commodity prices, future capital requirements and production costs, along with geological assumptions and judgements made in estimating the size and grade of the ore body.

Impairment of assets

Property, plant and equipment are considered for impairment if there is reason to believe that impairment may be necessary. Factors taken into consideration in reaching such a decision include the economic viability of the asset itself or if it is a component of a larger economic unit, the viability of that unit. Equally previously impaired assets are assessed for evidence of changes in economic circumstance that would require a reversal of impairment.

Future cash flows expected to be generated by the assets are projected, taking into account market conditions and the expected useful lives of the assets. The present value of these cash flows, determined using an appropriate discount rate, is compared to the current net asset value, and if lower, the assets are impaired to the present value, or if an impairment is released, such release is limited to the carrying value of the assets had no such impairment occurred.

Valuation of financial instruments

The valuation of derivative financial instruments is based on the market situation at the reporting date. The value of the derivative instruments fluctuates on a daily basis and the actual amounts realised may differ materially from the value at the statement of financial position date.

Sulphide conversion

Namzinc (Proprietary) Limited has one significant capital project currently ongoing, namely the Sulphide Conversion project. The sulphide conversion project is a project which allows for the conversion of the current refinery to treat both sulphide and oxide ore in order to extract the final zinc metal.

During the 2015 financial year, management made an assessment as to whether the sulphide conversion project is economically viable and based on this assessment commenced capitalisation and revised the estimated useful lives of the assets and the timing of the decommissioning and rehabilitation expense accordingly.

Accounting policies

1.4 Significant judgements and sources of estimation uncertainty (continued)

The financial statements have been prepared on the assumption that the full refinery conversion will be approved. On 31 March 2020, the board approved a request from management to spend USD 1 million (increased to USD 2 million in December 2020) to refresh the feasibility study that was previously performed for the Refinery Conversion Project in order to treat Sulphide Zinc Concentrate from the Gamsberg Mine in South Africa owned by Namzinc's sister company, Black Mountain Mining (Proprietary) Limited, and start prework for the conversion. Further Namzinc Board has approved another USD 1 million Pre Project Capex in the 2021 financial year to strengthen the Refinery Conversion feasibility to bring it to final stage for board approval.

There is significant progress made to make the Refinery Conversion Project economically feasible which includes: 1) Two technology partners (licensors) have completed their technical studies and issued reports; 2) An engineering technical feasibility and bankable feasibility study has been also completed by external parties; 3) Project capital expenditure and business case has been finalized based on the information from the feasibility studies; 4) Management are in the final stages of negotiation with Nampower for the cost of electricity, a significant part of the variable costs in the refinery. A favourable power tariff will ensure a positive internal rate of return and overall viability of the conversion project; and 5) In the addition to the above a civil construction partner has been identified and will be appointed on approval by the board.

The sulphide conversion is expected to cost USD 170 million and will have a 18-24 months construction period. This will result in a plant capacity of 150 kilo tons per annum of zinc metal produced at an estimated cost of production of USD 600 per metric ton. It is management’s intention to get approval from the board for the full conversion of the refinery once a favourable electricity rate is agreed with Nampower, which is expected in the early part of the next financial year.

Management have performed a discounted cash flow calculation as at 31 March 2021 using only oxide ore expected to be received from Skorpion Mining Company (Proprietary) Limited Pit 112. Should, for any reason, the conversion of the refinery not be approved by the board the present value of future expected cash flows from the processing, refining and sale of the remaining oxide ore are greater than the net book value of the refinery assets and therefore the directors are comfortable that the assets are not impaired as at the 31 March 2021.

Key sources of estimation uncertainty

Impairment of financial assets

The impairment provisions for financial assets are based on assumptions about risk of default and expected loss rates. The group uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the group’s past history, existing market conditions as well as forward looking estimates at the end of each reporting period. For details of the key assumptions and inputs used, refer to the individual notes addressing financial assets.

Fair value estimation

All non current liabilities carrying amounts are a reasonable approximation of fair value.

Management assessed that the fair values of cash and short-term deposits, trade receivables, trade payables, bank overdrafts and other current liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments. Trade receivables subject to provisional pricing are already carried at fair value.

The fair value of the financial instruments is included at the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Management of the company have assessed that the fair values of cash and cash equivalents, trade receivables (not subject to provisional pricing), trade payables, bank overdrafts and other current liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

Accounting policies

1.4 Significant judgements and sources of estimation uncertainty (continued)

The company measures financial instruments, such as provisionally priced trade receivables, at fair value at each reporting date. Also, from time to time, the fair values of non-financial assets and liabilities are required to be determined, e.g. when the entity acquires a business, or where an entity measures the recoverable amount of an asset or CGU at fair value less costs of disposal.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability; or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of IFRS 2 Share based payments, leasing transactions that are within the scope of lFRS 16 Leases, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in lAS 2 Inventories or value in use in lAS 36 Impairment of Assets.

The company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

Significant estimates and assumptions

When the fair values of financial assets and financial liabilities recorded in the statement of financial position cannot be measured based on quoted prices in active markets, they are measured using valuation techniques including the discounted cash flow (DCF) model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

When the fair values of non-financial assets/CGU need to be determined, e.g., for the purposes of calculating FVLCD for impairment testing purposes, they are measured using valuation techniques including the DCF model.

The company’s principal financial liabilities, comprise accounts payable, bank loans and overdrafts and debentures. The main purpose of these financial instruments is to manage short-term cash flow and raise finance for the company’s capital expenditure programme. The company’s principal financial assets and provisionally priced trade receivables, comprise trade and other receivables and cash and short-term deposits that arise directly from its operations.

Accounting policies

1.4 Significant judgements and sources of estimation uncertainty (continued)

Risk exposures and responses

The company manages its exposure to key financial risks in accordance with its financial risk management policy. The objective of the policy is to support the delivery of the company's financial targets while protecting future financial security. The main risks that could adversely affect the company's financial assets, liabilities or future cash flows are market risks comprising: commodity price risk, cash flow interest rate risk and foreign currency risk; liquidity risk; and credit risk. Management reviews and agrees policies for managing each of these risks that are summarised below.

Useful lives of property, plant and equipment

Property, plant and equipment are depreciated over their useful lives taking into account residual values where appropriate. The actual lives of the assets and residuals are assessed annually and may vary depending on a number of factors. In reassessing asset lives, factors such as technological innovation, life-of-mine plan and maintenance programmes are taken into account. Residual value assessments take into account issues such as future market conditions, the remaining life of the asset and projected disposal values.

Decommissioning and rehabilitation provisions

Provisions are inherently based on assumptions and estimates using the best information available. Additional disclosure of these estimates of provisions are included in notes 13 and 14.

Estimating the future costs of environment and rehabilitation obligations is complex and requires management to make estimates and judgements as most of the obligations will be fulfilled in future and contracts and laws are often not clear regarding what is required. The resulting provision is further influenced by changing technologies and environmental, safety, business and statutory considerations.

Life-of-Mine review and estimated life of refinery

The Life-of-Mine ("LOM") plan is reviewed annually. The LOM plan takes into account an expectation of the changes in commodity prices, foreign exchange rates, fixed and variable mining cost, zinc grade and capital expenditure. The LOM is now estimated to be less than a year.

Life of refinery is set using the expected available ore for refining from the Gamsberg development, currently being undertaken by the company's sister company, Black Mountain Mining Company with a life of mine of 11 years.

1.5 Property, plant and equipment

Property, plant and equipment are tangible assets which the group holds for its own use or for rental to others and which are expected to be used for more than one year.

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

Property, plant and equipment is initially measured at cost. Cost includes all of the expenditure which is directly attributable to the acquisition or construction of the asset, including the capitalisation of borrowing costs on qualifying assets and adjustments in respect of hedge accounting, where appropriate.

The initial cost of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, and any directly attributable costs of bringing an asset to working condition and location for its intended use. It also includes the initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located. If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment. All other expenses on existing property, plant and equipment, including day-to-day repair and maintenance expenditure and cost of replacing parts, are charged to the income statement for the period during which such expenses are incurred.

Accounting policies

1.5 Property, plant and equipment (continued)

Expenditure incurred subsequently for major services, additions to or replacements of parts of property, plant and equipment are capitalised if it is probable that future economic benefits associated with the expenditure will flow to the group and the cost can be measured reliably. Day to day servicing costs are included in profit or loss in the year in which they are incurred.

Property, plant and equipment is subsequently stated at cost less accumulated depreciation and any accumulated impairment losses, except for land which is stated at cost less any accumulated impairment losses.

Assets in the course of construction are capitalised in the assets under construction account. At the point when an asset is capable of operating in the manner intended by management, the cost of construction is transferred to the appropriate category of property, plant and equipment. Costs (net of income) associated with the commissioning of an asset and any obligatory decommissioning costs are capitalised until the period of commissioning has been completed and the asset is ready for its intended use.

Depreciation of an asset commences when the asset is available for use as intended by management. Depreciation is charged to write off the asset's carrying amount over its estimated useful life to its estimated residual value, using a method that best reflects the pattern in which the asset's economic benefits are consumed by the group. Leased assets are depreciated in a consistent manner over the shorter of their expected useful lives and the lease term. Depreciation is not charged to an asset if its estimated residual value exceeds or is equal to its carrying amount. Depreciation of an asset ceases at the earlier of the date that the asset is classified as held for sale or derecognised.

The useful lives of items of property, plant and equipment have been assessed as follows:

Item	Depreciation method	Average useful life
Furniture and fixtures	Straight line	10
Motor vehicles	Straight line	4
IT equipment	Straight line	3

The residual value, useful life and depreciation method of each asset are reviewed at the end of each reporting year. If the expectations differ from previous estimates, the change is accounted for prospectively as a change in accounting estimate.

Each part of an item of property, plant and equipment with a cost that is significant in relation to the total cost of the item is depreciated separately.

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

Impairment tests are performed on property, plant and equipment when there is an indicatory that they may be impaired. When the carrying amount of an item of property, plant and equipment is assessed to be higher than the estimated recoverable amount, an impairment loss is recognised immediately in profit or loss to bring the carrying amount in line with the recoverable amount.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its continued use or disposal. Any gain or loss arising from the derecognition of an item of property, plant and equipment, determined as the difference between the net disposal proceeds, if any, and the carrying amount of the item, is included in profit or loss when the item is derecognised.

Land and properties in the course of construction are not depreciated. Buildings, vehicles, furniture and fittings and computer equipment are depreciated down to their estimated residual values at varying rates, on the straight-line basis over their estimated useful lives or the life of mine whichever is shorter.

Accounting policies

1.5 Property, plant and equipment (continued)

Mining properties and plant and equipment are depreciated down to their residual values with reference to the expected units of production using the life of mine method based on proven and probable reserves. Depreciation is charged on new mining ventures from the date that the mining property is capable of commercial production. When there is little likelihood of a mineral right being exploited, or the value of the exploitable mineral right has diminished below cost, a write-down to the recoverable amount is charged to profit or loss.

The per unit depreciation rate is determined annually by dividing the total of the undepreciated development expenditure and future development expenditure for the mine by the remaining proven and probable reserves based on the most current reserve study available. Where mining freehold and leasehold properties have significant value after reserves are depleted, the estimated residual value may be deducted from the amount of mining development expenditure which is subject to depreciation.

Where the economic viability of reserves has been established, but future operations are dependent upon receiving future planning permission or lease extension, management assesses, on at least an annual basis, the probability of the planning permission or lease extension being received. If it is no longer considered probable, the estimate of reserves and the unit-of-production depreciation calculation is revised accordingly.

The gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss. Management consider the remaining useful life of refinery's plant and equipment to approximate the remaining life of mine and assets were componentised accordingly. The residual value, useful life and depreciation method of each asset are reviewed at the end of each reporting year. If the expectations differ from previous estimates, the change is accounted for prospectively as a change in accounting estimate.

Each part of an item of property, plant and equipment with a cost that is significant in relation to the total cost of the item is depreciated separately.

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

At each reporting date, the company reviews the carrying amounts of its assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of impairment loss, if any. Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

The recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the future cash flows are discounted to their present value using a pre-tax discount rate that reflects the current market assessment of the time value of money and the risks specific to the asset. The discount rate applied is based upon the directors' best estimate of weighted average cost of capital, with appropriate adjustment made for local conditions.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, its carrying amount is reduced to its recoverable amount. Impairment losses are recognised as an expense immediately.

Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in the prior years. A reversal of an impairment loss is recognised as income immediately, unless the relevant asset is carried at a revalued amount under another standard, in which case the reversal of the impairment loss is treated as a revaluation increase under that other standard.

Accounting policies

1.5 Property, plant and equipment (continued)

Research expenditure is written off in the period in which it is incurred until such time as an economic reserve is defined. When a decision is taken that a mining property is viable for commercial production, all further pre-production expenditure is capitalised. Capitalisation of pre-production expenditure ceases when the mining property is capable of commercial production. Capitalised pre-production expenditure is amortised from the date commercial production commences over the economic life of the mine.

1.6 Site restoration and dismantling cost

The company has an obligation to dismantle, remove and restore items of property, plant and equipment. Such obligations are referred to as 'decommissioning, restoration and similar liabilities'. The cost of an item of property, plant and equipment includes the initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located, the obligation for which an entity incurs either when the item is acquired or as a consequence of having used the item during a particular period for purposes other than to produce inventories during that period.

If the related asset is measured using the cost model:

- changes in the liability is 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 profit or loss; and
- if the adjustment results in an addition to the cost of an asset, the entity considers whether this is an indication that the new carrying amount of the asset may not be fully recoverable. If it is such an indication, the asset is tested for impairment by estimating its recoverable amount, and any impairment loss is recognised in profit or loss.

These costs are charged to the income statement over the life of the operation through the depreciation of the asset and the unwinding of the discount on the provision. The cost estimates are reviewed periodically and are adjusted to reflect known developments which may have an impact on the cost estimates or life of operations. The cost of the related asset is adjusted for changes in the provision due to factors such as updated cost estimates, changes to lives of operations, new disturbance and revisions to discount rates. The adjusted cost of the asset is depreciated prospectively over the lives of the assets to which they relate. The unwinding of the discount is shown as a finance cost in the income statement.

Costs for restoration of subsequent site damage which is caused on an ongoing basis during production are provided for at their net present value and charged to the income statement as extraction progresses. Where the costs of site restoration are not anticipated to be material, they are expensed as incurred.

The provisions for restoration, rehabilitation and environmental liabilities represent the management's best estimate of the costs which will be incurred in the future to meet the company's obligations under existing Namibian law and the terms of the company's mining and other licences and contractual arrangements.

The company recognises the full cost of site restoration as a liability when the obligation to rectify environmental damage arises. An obligation to incur restoration, rehabilitation and environmental costs arises when environmental disturbance is caused by the development or ongoing production from a producing field.

1.7 Intangible assets

An intangible asset is recognised when:

- it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity; and
- the cost of the asset can be measured reliably.

Intangible assets are initially recognised at cost.

Expenditure on research (or on the research phase of an internal project) is recognised as an expense when it is incurred.

Accounting policies

1.7 Intangible assets (continued)

An intangible asset arising from development (or from the development phase of an internal project) is recognised when:

- it is technically feasible to complete the asset so that it will be available for use or sale;
- there is an intention to complete and use or sell it;
- there is an ability to use or sell it;
- it will generate probable future economic benefits;
- there are available technical, financial and other resources to complete the development and to use or sell the asset; and
- the expenditure attributable to the asset during its development can be measured reliably.

Intangible assets are carried at cost less any accumulated amortisation and any impairment losses.

An intangible asset is regarded as having an indefinite useful life when, based on all relevant factors, there is no foreseeable limit to the period over which the asset is expected to generate net cash inflows. Amortisation is not provided for these intangible assets, but they are tested for impairment annually and whenever there is an indication that the asset may be impaired. For all other intangible assets amortisation is provided on a straight line basis over their useful life.

The amortisation period and the amortisation method for intangible assets are reviewed every period-end.

Reassessing the useful life of an intangible asset with a finite useful life after it was classified as indefinite is an indicator that the asset may be impaired. As a result the asset is tested for impairment and the remaining carrying amount is amortised over its useful life.

Amortisation is provided to write down the intangible assets, on a straight line basis, to their residual values as follows:

Item	Useful life
Computer software	5 years

1.8 Financial instruments

Financial instruments held by the group are classified in accordance with the provisions of IFRS 9 Financial Instruments.

Broadly, the classification possibilities, which are adopted by the group, as applicable, are as follows:

Financial assets which are equity instruments:

- Mandatorily at fair value through profit or loss; or
- Designated as at fair value through other comprehensive income. This designation is not available to equity instruments which are held for trading or which are contingent consideration in a business combination.

Financial assets which are debt instruments:

- Amortised cost. This category applies only when the contractual terms of the instrument give rise, on specified dates, to cash flows that are solely payments of principal and interest on principal, and where the instrument is held under a business model whose objective is met by holding the instrument to collect contractual cash flows;
- Fair value through other comprehensive income. This category applies only when the contractual terms of the instrument give rise, on specified dates, to cash flows that are solely payments of principal and interest on principal, and where the instrument is held under a business model whose objective is achieved by both collecting contractual cash flows and selling the instruments;
- Mandatorily at fair value through profit or loss. This classification automatically applies to all debt instruments which do not qualify as at amortised cost or at fair value through other comprehensive income; or

Accounting policies

1.8 Financial instruments (continued)

- Designated at fair value through profit or loss. This classification option can only be applied when it eliminates or significantly reduces an accounting mismatch.

Derivatives which are not part of a hedging relationship:
- Mandatorily at fair value through profit or loss.

Financial liabilities:
- Amortised cost;
- Mandatorily at fair value through profit or loss. This applies to contingent consideration in a business combination or to liabilities which are held for trading; or
- Designated at fair value through profit or loss. This classification option can be applied when it eliminates or significantly reduces an accounting mismatch; the liability forms part of a group of financial instruments managed on a fair value basis; or it forms part of a contract containing an embedded derivative and the entire contract is designated as at fair value through profit or loss.

Note 29 Financial instruments and risk management presents the financial instruments held by the group based on their specific classifications.

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

The specific accounting policies for the classification, recognition and measurement of each type of financial instrument held by the group are presented below:

Loans receivable at amortised cost

Classification

Loans to group companies (note 7) are classified as financial assets subsequently measured at amortised cost.

They have been classified in this manner because the contractual terms of these loans give rise, on specified dates to cash flows that are solely payments of principal and interest on the principal outstanding, and the group's business model is to collect the contractual cash flows on these loans.

Recognition and measurement

Loans receivable are recognised when the group becomes a party to the contractual provisions of the loan. The loans are measured, at initial recognition, at fair value plus transaction costs, if any.

They are subsequently measured at amortised cost.

The amortised cost is the amount recognised on the loan initially, minus principal repayments, plus cumulative amortisation (interest) using the effective interest method of any difference between the initial amount and the maturity amount, adjusted for any loss allowance.

Application of the effective interest method

Interest income is calculated using the effective interest method, and is included in profit or loss in finance income (note 21).

The application of the effective interest method to calculate interest income on a loan receivable is dependent on the credit risk of the loan as follows:
- The effective interest rate is applied to the gross carrying amount of the loan, provided the loan is not credit impaired. The gross carrying amount is the amortised cost before adjusting for a loss allowance;

Accounting policies

1.8 Financial instruments (continued)

- If a loan is purchased or originated as credit-impaired, then a credit-adjusted effective interest rate is applied to the amortised cost in the determination of interest. This treatment does not change over the life of the loan, even if it is no longer credit-impaired; and
- If a loan was not purchased or originally credit-impaired, but it has subsequently become credit-impaired, then the effective interest rate is applied to the amortised cost of the loan in the determination of interest. If, in subsequent periods, the loan is no longer credit impaired, then the interest calculation reverts to applying the effective interest rate to the gross carrying amount.

Loans denominated in foreign currencies

When a loan receivable is denominated in a foreign currency, the carrying amount of the loan is determined in the foreign currency. The carrying amount is then translated to the Namibia Dollar equivalent using the spot rate at the end of each reporting period. Any resulting foreign exchange gains or losses are recognised in profit or loss in the other operating losses (note 19).

Details of foreign currency risk exposure and the management thereof are provided in the specific loan notes and in the financial instruments and risk management (note 29).

Impairment

The group recognises a loss allowance for expected credit losses on all loans receivable measured at amortised cost. The amount of expected credit losses is updated at each reporting date to reflect changes in credit risk since initial recognition of the respective loans.

The group measures the loss allowance at an amount equal to lifetime expected credit losses (lifetime ECL) when there has been a significant increase in credit risk since initial recognition. If the credit risk on a loan has not increased significantly since initial recognition, then the loss allowance for that loan is measured at 12 month expected credit losses (12 month ECL).

Lifetime ECL represents the expected credit losses that will result from all possible default events over the expected life of a loan. In contrast, 12 month ECL represents the portion of lifetime ECL that is expected to result from default events on a loan that are possible within 12 months after the reporting date.

In order to assess whether to apply lifetime ECL or 12 month ECL, in other words, whether or not there has been a significant increase in credit risk since initial recognition, the group considers whether there has been a significant increase in the risk of a default occurring since initial recognition rather than at evidence of a loan being credit impaired at the reporting date or of an actual default occurring.

Significant increase in credit risk

In assessing whether the credit risk on a loan has increased significantly since initial recognition, the group compares the risk of a default occurring on the loan as at the reporting date with the risk of a default occurring as at the date of initial recognition.

The group considers both quantitative and qualitative information that is reasonable and supportable, including historical experience and forward-looking information that is available without undue cost or effort. Forward-looking information considered includes the future prospects of the industries in which the counterparties operate, obtained from economic expert reports, financial analysts, governmental bodies, relevant think-tanks and other similar organisations, as well as consideration of various external sources of actual and forecast economic information.

Irrespective of the outcome of the above assessment, the credit risk on a loan is always presumed to have increased significantly since initial recognition if the contractual payments are more than 30 days past due, unless the group has reasonable and supportable information that demonstrates otherwise.

Accounting policies

1.8 Financial instruments (continued)

By contrast, if a loan is assessed to have a low credit risk at the reporting date, then it is assumed that the credit risk on the loan has not increased significantly since initial recognition.

The group regularly monitors the effectiveness of the criteria used to identify whether there has been a significant increase in credit risk and revises them as appropriate to ensure that the criteria are capable of identifying significant increases in credit risk before the amount becomes past due.

Measurement and recognition of expected credit losses

The measurement of expected credit losses is a function of the probability of default, loss given default (i.e. the magnitude of the loss if there is a default) and the exposure at default.

The assessment of the probability of default and loss given default is based on historical data adjusted by forward-looking information as described above. The exposure at default is the gross carrying amount of the loan at the reporting date.

Lifetime ECL is measured on a collective basis in cases where evidence of significant increases in credit risk are not yet available at the individual instrument level. Loans are then grouped in such a manner that they share similar credit risk characteristics, such as nature of the loan, external credit ratings (if available), industry of counterparty etc.

The grouping is regularly reviewed by management to ensure the constituents of each group continue to share similar credit risk characteristics.

If the group has measured the loss allowance for a financial instrument at an amount equal to lifetime ECL in the previous reporting period, but determines at the current reporting date that the conditions for lifetime ECL are no longer met, the group measures the loss allowance at an amount equal to 12 month ECL at the current reporting date, and visa versa.

An impairment gain or loss is recognised for all loans in profit or loss with a corresponding adjustment to their carrying amount through a loss allowance account. The impairment loss is included in other operating expenses in profit or loss as a movement in credit loss allowance (note 20).

Credit risk

Details of credit risk related to loans receivable are included in the specific notes and the financial instruments and risk management (note 29).

Trade and other receivables

Classification

Trade and other receivables, excluding, when applicable, VAT and prepayments, are classified as financial assets subsequently measured at amortised cost (note 10).

They have been classified in this manner because their contractual terms give rise, on specified dates to cash flows that are solely payments of principal and interest on the principal outstanding, and the group's business model is to collect the contractual cash flows on trade and other receivables.

Recognition and measurement

Trade and other receivables are recognised when the group becomes a party to the contractual provisions of the receivables. They are measured, at initial recognition, at fair value plus transaction costs, if any.

They are subsequently measured at amortised cost.

Accounting policies

1.8 Financial instruments (continued)

The amortised cost is the amount recognised on the receivable initially, minus principal repayments, plus cumulative amortisation (interest) using the effective interest method of any difference between the initial amount and the maturity amount, adjusted for any loss allowance.

Application of the effective interest method

For receivables which contain a significant financing component, interest income is calculated using the effective interest method, and is included in profit or loss in finance income (note 21).

The application of the effective interest method to calculate interest income on trade receivables is dependent on the credit risk of the receivable as follows:

- The effective interest rate is applied to the gross carrying amount of the receivable, provided the receivable is not credit impaired. The gross carrying amount is the amortised cost before adjusting for a loss allowance;
- If a receivable is a purchased or originated as credit-impaired, then a credit-adjusted effective interest rate is applied to the amortised cost in the determination of interest. This treatment does not change over the life of the receivable, even if it is no longer credit-impaired; and
- If a receivable was not purchased or originally credit-impaired, but it has subsequently become credit-impaired, then the effective interest rate is applied to the amortised cost of the receivable in the determination of interest. If, in subsequent periods, the receivable is no longer credit impaired, then the interest calculation reverts to applying the effective interest rate to the gross carrying amount.

Impairment

The group recognises a loss allowance for expected credit losses on trade and other receivables, excluding VAT and prepayments. The amount of expected credit losses is updated at each reporting date.

The group measures the loss allowance for trade and other receivables at an amount equal to lifetime expected credit losses (lifetime ECL), which represents the expected credit losses that will result from all possible default events over the expected life of the receivable.

Measurement and recognition of expected credit losses

The company recognises an allowance for ECLs for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the company expects to receive, discounted at an approximation of the original EIR. The expected cash flows will include cash flows from the sale of collateral held or other enhancements that are integral to the contractual terms.

ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

Accounting policies

1.8 Financial instruments (continued)

For trade receivables (not subject to provisional pricing) and other receivables due in less than 12 months, the company applies the simplified approach in calculating ECLs, as permitted by IFRS 9. Therefore, the company does not track changes in credit risk, but instead, recognises a loss allowance based on the financial asset's lifetime ECL at each reporting date. For any other financial assets carried at amortised cost (which are due in more than 12 months), the ECL is based on the 12-month ECL. The 12-month ECL is the proportion of lifetime ECLs that results from default events on a financial instrument that are possible within 12 months after the reporting date. However, when there has been a significant increase in credit risk since origination, the allowance will be based on the lifetime ECL. When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the company's historical experience and informed credit assessment including forward-looking information.

The company considers a financial asset in default when contractual payments are 90 days past due. However, in certain cases, the company may also consider a financial asset to be in default when internal or external information indicates that the company is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the company. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows and usually occurs when past due for more than one year and not subject to enforcement activity.

At each reporting date, the company assesses whether financial assets carried at amortised cost are credit impaired. A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Credit risk

Details of credit risk are included in the trade and other receivables note (note 10) and the financial instruments and risk management note (note 29).

Derecognition

Refer to the derecognition section of the accounting policy for the policies and processes related to derecognition.

Any gains or losses arising on the derecognition of trade and other receivables is included in profit or loss in the derecognition gains / (losses) on financial assets at amortised cost.

Borrowings and loans from related parties

Classification

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

Recognition and measurement

Borrowings and loans from related parties are recognised when the group becomes a party to the contractual provisions of the loan. The loans are measured, at initial recognition, at fair value plus transaction costs, if any.

They are subsequently measured at amortised cost using the effective interest method.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the amortised cost of a financial liability.

Accounting policies

1.8 Financial instruments (continued)

Interest expense, calculated on the effective interest method, is included in profit or loss in finance costs (note 22.)

Borrowings expose the group to liquidity risk and interest rate risk. Refer to note 29 for details of risk exposure and management thereof.

Loans denominated in foreign currencies

When borrowings are denominated in a foreign currency, the carrying amount of the loan is determined in the foreign currency. The carrying amount is then translated to the Namibian Dollar equivalent using the spot rate at the end of each reporting period. Any resulting foreign exchange gains or losses are recognised in profit or loss in the other operating losses (note 19).

Details of foreign currency risk exposure and the management thereof are provided in the specific loan notes and in the financial instruments and risk management (note 29).

Trade and other payables

Classification

Trade and other payables (note15), excluding VAT and amounts received in advance, are classified as financial liabilities subsequently measured at amortised cost.

Recognition and measurement

They are recognised when the group becomes a party to the contractual provisions, and are measured, at initial recognition, at fair value plus transaction costs, if any.

They are subsequently measured at amortised cost using the effective interest method.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the amortised cost of a financial liability.

If trade and other payables contain a significant financing component, and the effective interest method results in the recognition of interest expense, then it is included in profit or loss in finance costs (note 22).

Trade and other payables expose the group to liquidity risk and possibly to interest rate risk. Refer to note 29 for details of risk exposure and management thereof.

Trade and other payables denominated in foreign currencies

When trade payables are denominated in a foreign currency, the carrying amount of the payables are determined in the foreign currency. The carrying amount is then translated to the Namibia Dollar equivalent using the spot rate at the end of each reporting period. Any resulting foreign exchange gains or losses are recognised in profit or loss in the other operating losses.

Details of foreign currency risk exposure and the management thereof are provided in the financial instruments and risk management note (note 29).

Cash and cash equivalents

Cash and cash equivalents are stated at carrying amount which is deemed to be fair value.

Accounting policies

1.9 Tax

Deferred tax assets and liabilities

A deferred tax liability is recognised for all taxable temporary differences, except to the extent that the deferred tax liability arises from the initial recognition of an asset or liability in a transaction which at the time of the transaction, affects neither accounting profit nor taxable profit (tax loss).

A deferred tax asset is recognised for all deductible temporary differences to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilised. A deferred tax asset is not recognised when it arises from the initial recognition of an asset or liability in a transaction at the time of the transaction, affects neither accounting profit nor taxable profit (tax loss).

A deferred tax asset is recognised for the carry forward of unused tax losses to the extent that it is probable that future taxable profit will be available against which the unused tax losses can be utilised.

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

Tax expenses

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

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

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

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

1.10 Inventories

Inventories are measured at the lower of cost and net realisable value.

Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale. The production cost of stock includes an appropriate proportion of depreciation and production overheads. Cost is determined on the following bases:

- raw materials on the average cost basis;
- consumables on the weighted average cost basis; and
- finished products are values at raw material cost, labour cost and a proportion of manufacturing overhead expenses.

1.11 Impairment of assets

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

Irrespective of whether there is any indication of impairment, the group also:

- tests intangible assets with an indefinite useful life or intangible assets not yet available for use for impairment annually by comparing its carrying amount with its recoverable amount. This impairment test is performed during the annual period and at the same time every period; and
- tests goodwill acquired in a business combination for impairment annually.

Accounting policies

1.11 Impairment of assets (continued)

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

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

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

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

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

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

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

1.12 Share capital and equity

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

Ordinary shares are recognised at par value and classified as 'share capital' in equity. Any amounts received from the issue of shares in excess of par value is classified as 'share premium' in equity. Dividends are recognised as a liability in the group in which they are declared.

1.13 Share based payments

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

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

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

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

Accounting policies

1.13 Share based payments (continued)

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

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

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

1.14 Employee benefits

Short-term employee benefits

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

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

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

Defined contribution plans

Payments to defined contribution retirement benefit plans are charged as an expense as they fall due.

Actuarial gains and losses, which can arise from differences between expected and actual outcomes or changes in actuarial assumptions, are recognised immediately in equity. Any increase in the present value of plan liabilities expected to arise from employee service during the period is charged to operating profit. The expected return on the plan assets and the expected increase during the period in the present value of plan liabilities are included in investment income and interest expense.

Past service cost is recognised immediately to the extent that the benefits are already vested, and otherwise is amortised on a straight-line basis over the average period until the benefits become vested.

The retirement benefit obligation recognised in the statement of financial position represents the present value of the defined benefit obligation as adjusted for unrecognised past service costs and as reduced by the fair value of scheme assets. Any asset resulting from this calculation is limited to past service cost, plus the present value of available refunds and reductions in future contributions to the plan.

1.15 Provisions and contingencies

Provisions are recognised when:
- the group has a present obligation as a result of a past event;
- it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and
- a reliable estimate can be made of the obligation.

Accounting policies

1.15 Provisions and contingencies (continued)

The amount of a provision is the present value of the expenditure expected to be required to settle the obligation.

Where some or all of the expenditure required to settle a provision is expected to be reimbursed by another party, the reimbursement shall be recognised when, and only when, it is virtually certain that reimbursement will be received if the entity settles the obligation. The reimbursement shall be treated as a separate asset. The amount recognised for the reimbursement shall not exceed the amount of the provision.

Provisions are not recognised for future operating losses.

If an entity has a contract that is onerous, the present obligation under the contract shall be recognised and measured as a provision.

A constructive obligation to restructure arises only when an entity:

- has a detailed formal plan for the restructuring, identifying at least:
  - the business or part of a business concerned;
  - the principal locations affected;
  - the location, function, and approximate number of employees who will be compensated for terminating their services;
  - the expenditures that will be undertaken;
  - when the plan will be implemented; and
- has raised a valid expectation in those affected that it will carry out the restructuring by starting to implement that plan or announcing its main features to those affected by it.

After their initial recognition contingent liabilities recognised in business combinations that are recognised separately are subsequently measured at the higher of:

- the amount that would be recognised as a provision; and
- the amount initially recognised less cumulative amortisation.

Contingent assets and contingent liabilities are not recognised. Contingencies are disclosed in note 32.

1.16 Revenue from contracts with customers

The group recognises revenue from the following major sources:

- Sales zinc metal; and
- Revenue from freight and shipping services

All revenue from Zinc sales is recognised at a point in time when control transfers and revenue from freight/shipping services is recognised over time as the services are provided.

The group is principally engaged in the business of producing zinc and in some instances, provides freight or shipping services. Revenue from contracts with customers is recognised when control of the goods or services is transferred to the customer which usually is on delivery of the goods to the shipping agent at an amount that reflects the consideration to which the company expects to be entitled in exchange for those goods or services. Revenue is recognised net of discounts, volume rebates, outgoing sales taxes/ goods and service tax and other indirect taxes excluding excise duty. Revenues from sale of by-products are included in revenue.

Revenue from freight and insurance services is recognised over the period during which services are rendered.

The company does not expect to have any contracts where the period between the transfer of the promised goods or services to the customer and payment by the customer exceeds one year. As a consequence, the company does not adjust any of the transaction prices for the time value of money.

Accounting policies

1.17 Borrowing costs

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised as part of the cost of that asset until such time as the asset is ready for its intended use. The amount of borrowing costs eligible for capitalisation is determined as follows:

- Actual borrowing costs on funds specifically borrowed for the purpose of obtaining a qualifying asset less any temporary investment of those borrowings.
- Weighted average of the borrowing costs applicable to the entity on funds generally borrowed for the purpose of obtaining a qualifying asset. The borrowing costs capitalised do not exceed the total borrowing costs incurred.

The capitalisation of borrowing costs commences when:

- expenditures for the asset have occurred;
- borrowing costs have been incurred; and
- activities that are necessary to prepare the asset for its intended use or sale are in progress.

Capitalisation is suspended during extended periods in which active development is interrupted. Capitalisation ceases when substantially all the activities necessary to prepare the qualifying asset for its intended use or sale are complete. All other borrowing costs are recognised as an expense in the period in which they are incurred.

Borrowing cost includes interest expense as per effective interest rate (EIR) and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial liability or a shorter period, where appropriate, to the amortised cost of a financial liability. When calculating the effective interest rate, the company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options).

1.18 Translation of foreign currencies

Foreign currency transactions

A foreign currency transaction is recorded, on initial recognition in Namibia Dollars, by applying to the foreign currency amount the spot exchange rate between the functional currency and the foreign currency at the date of the transaction.

At the end of the reporting period:

- foreign currency monetary items are translated using the closing rate;
- non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction; and
- non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined.

Exchange differences arising on the settlement of monetary items or on translating monetary items at rates different from those at which they were translated on initial recognition during the period or in previous annual financial statements are recognised in profit or loss in the period in which they arise.

When a gain or loss on a non-monetary item is recognised to other comprehensive income and accumulated in equity, any exchange component of that gain or loss is recognised to other comprehensive income and accumulated in equity. When a gain or loss on a non-monetary item is recognised in profit or loss, any exchange component of that gain or loss is recognised in profit or loss.

Cash flows arising from transactions in a foreign currency are recorded in Namibia Dollars by applying to the foreign currency amount the exchange rate between the Namibia Dollar and the foreign currency at the date of the cash flow.

Consolidated notes to the financial statements

2. New Standards and Interpretations

2.1 Standards and interpretations effective and adopted in the current year

The annual financial statements have been prepared in accordance with International Financial Reporting Standards on a basis consistent with the prior year.

Several other amendments and interpretations applied for the first time in the 2021 financial year, but did not have an impact on the financial statements of the company and, hence, have not been disclosed. The company has not early adopted any standards, interpretations or amendments that have been issued but are not yet effective.

2.2 Standards and interpretations not yet effective

The group has chosen not to early adopt the following standards and interpretations, which have been published and are mandatory for the group's accounting periods beginning on or after April 1, 2021:

Standard/ Interpretation:	Effective date: Years beginning on or after	Expected impact:
• IFRS 17 Insurance Contracts	January 1, 2023	Unlikely there will be a material impact
• Interest Rate Benchmark Reform – Phase 2 – Amendments to IFRS 9, IAS 39, IFRS 7, IFRS 4 and IFRS 16	January 1, 2021	Unlikely there will be a material impact
• Covid-19-Related Rent Concessions – Amendment to IFRS 16	July 1, 2020	Unlikely there will be a material impact
• Reference to the Conceptual Framework –Amendments to IFRS 3	January 1, 2022	Unlikely there will be a material impact
• Onerous Contracts – Costs of Fulfilling a Contract – Amendments to IAS 37	January 1, 2022	Unlikely there will be a material impact
• Classification of Liabilities as Current or Noncurrent - Amendments to IAS 1	January 1, 2023	Unlikely there will be a material impact

Consolidated notes to the financial statements

3. Property, plant and equipment

Group	2021			2020		
	Cost or revaluation N$'000	Accumulated depreciation N$'000	Carrying value N$'000	Cost or revaluation N$'000	Accumulated depreciation N$'000	Carrying value N$'000
Buildings	879,728	(772,172)	107,556	879,729	(772,138)	107,591
Plant and machinery	4,127,632	(3,643,114)	484,518	4,106,292	(3,646,689)	459,603
Mining properties and leases	1,537,522	(827,843)	709,679	1,537,522	(827,843)	709,679
Decommissioning and restoration costs	139,241	(136,549)	2,692	134,868	(134,868)	-
Capital - Work in progress	252,205	-	252,205	278,660	-	278,660
Total	**6,936,328**	**(5,379,678)**	**1,556,650**	**6,937,071**	**(5,381,538)**	**1,555,533**

Reconciliation of property, plant and equipment - Group - 2021

	Opening balance N$'000	Additions N$'000	Disposals N$'000	Transfers N$'000	Decom-missioning liability N$'000	Depreciation N$'000	Total N$'000
Buildings	107,591	-	-	-	-	(35)	107,556
Plant and machinery	459,603	101	(2,031)	43,959	-	(17,114)	484,518
Mining properties and leases	709,679	-	-	-	-	-	709,679
Decommission and restoration costs	-	-	-	-	2,692	-	2,692
Capital - Work in progress	278,660	17,504	-	(43,959)	-	-	252,205
	1,555,533	**17,605**	**(2,031)**	**-**	**2,692**	**(17,149)**	**1,556,650**

Consolidated notes to the financial statements

3. Property, plant and equipment (continued)

Reconciliation of property, plant and equipment - Group - 2020

	Opening balance N$'000	Additions N$'000	Disposals N$'000	Transfers N$'000	Decom-missioning liability N$'000	Depreciation N$'000	Total N$'000
Buildings	116,755	-	-	-	-	(9,164)	107,591
Plant and machinery	501,049	70,936	(141)	14,931	(29,337)	(97,835)	459,603
Mining properties and leases	800,350	222,861	-	-	-	(313,532)	709,679
Decommission and restoration costs	81,312	-	-	-	(89,461)	8,149	-
Capital - Work in progress	278,655	14,936	-	(14,931)	-	-	278,660
	1,778,121	**308,733**	**(141)**	**-**	**(118,798)**	**(412,382)**	**1,555,533**

Consolidated notes to the financial statements

3. Property, plant and equipment (continued)

Details of properties

Registers with details of land and buildings are available for inspection by shareholders or their duly authorised representatives at the registered office of the company and its respective subsidiaries.

Mining properties and leases (Nampower assets) with a net book value of N$10 108 054 (2020: N$10 111 518), were capitalised in accordance with IFRIC 4. The finance lease was settled in the 2006 financial year.

The group tests the total capital investment made in the operations annually for impairment indicators. The following cash generating unit has been identified:

Mining activities: Skorpion Project

The recoverable amounts of the cash-generating unit are determined from value in use calculations. The key assumptions for the value in use calculations are those regarding the discount rates, growth rates, exchange rates and expected changes to commodity prices. Management estimates discount rates using pre-tax rates that reflect current market conditions of the time value of money and the risks specifically associated with the cash-generating unit. Growth rates are based on industry growth forecasts. Changes in commodity prices are based on past practices and expectations of future changes in the market.

Management have performed a discounted cash flow calculation as at 31 March 2021 using only ore expected to be received from Skorpion Mining Company's Pit 112. Should, for any reason, the conversion of the refinery not be approved by the board the present value of future expected cash flows from the processing, refining and sale of the remaining oxide ore are greater than the net book value of the refinery assets and therefore the directors are comfortable that the assets are not impaired as at the 31 March 2021.

Key assumptions used in impairment calculations are:

	2021	2020
Foreign exchange rate (USD)	15.29	15.49
Average zinc price (USD/t)	2,504	2,123
Inflation rate (%)	2.30	3.20
Discount rate (%)	13.89	21.90

At 31 March 2021, no impairment was necessary related to the Skorpion Project (2020: N$ Nil).

If the recoverable amount of an asset or cash-generating unit is estimated to be less than its carrying amount, the carrying amount of the asset or cash-generating unit is reduced to its recoverable amount. An impairment is recognised immediately as an expense.

Where an impairment subsequently reverses, the carrying amount of the asset or cash-generating unit is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment been recognised for the asset or cash-generating unit in prior years. A reversal of an impairment is recognised as income immediately.

Consolidated notes to the financial statements

4. Intangible assets

Group	2021			2020		
	Cost / Valuation N$'000	Accumulated amortisation N$'000	Carrying value N$'000	Cost / Valuation N$'000	Accumulated amortisation N$'000	Carrying value N$'000
Computer software, other	21,698	(13,769)	7,929	21,698	(13,289)	8,409

Reconciliation of intangible assets - Group - 2021

	Opening balance N$'000	Amortisation N$'000	Total N$'000
Computer software	8,409	(480)	7,929

Reconciliation of intangible assets - Group - 2020

	Opening balance N$'000	Amortisation N$'000	Total N$'000
Computer software	8,889	(480)	8,409

Other information

Intangible assets consist mainly of software licences relating to the SAP enterprise system. These assets are considered to have a finite useful life and as such are amortised over the life of the mine.

5. Interests in subsidiaries including consolidated structured entities

The following table lists the entities which are controlled by the group, either directly or indirectly through subsidiaries.

Group

Name of company	Held by	% holding 2021	% holding 2020
Skorpion Zinc (Proprietary) Limited	THL Zinc Namibia Holdings (Proprietary) Limited	100	100
Namzinc (Proprietary) Limited	Skorpion Zinc (Proprietary) Limited	100	100
Skorpion Mining Company (Proprietary) Limited	Skorpion Zinc (Proprietary) Limited	100	100

Consolidated notes to the financial statements

5. Interests in subsidiaries including consolidated structured entities (continued)

Company

Name of company	Held by	% holding 2021	% holding 2020	Carrying amount 2021 N$'000	Carrying amount 2020 N$'000
Skorpion Zinc (Proprietary) Limited	THL Zinc Namibia Holdings (Proprietary) Limited	100	100	257,582	257,582

6. Joint arrangements

Joint ventures

The following table lists all of the joint ventures in the group:

Group

Name of company	Held by	% ownership interest 2021	% ownership interest 2020	Carrying amount N$'000 2021	Carrying amount N$'000 2020
RoshSkor Township (Proprietary) Limited	Skorpion Zinc (Proprietary) Limited	50	50	4,192	6,097
Rosh Pinah Health Care (Proprietary) Limited	Skorpion Zinc (Proprietary) Limited	69	69	-	-
Gergarub Exploration and Mining (Proprietary) Limited	Skorpion Zinc (Proprietary) Limited	51.00 %	51.00 %	-	-
				4,192	6,097

The country of incorporation is the same as the principle place of business for all joint ventures. The percentage voting rights is equal to the percentage ownership for all joint ventures.

RoshSkor Township (Proprietary) Limited's principal activity involves the development and delivery of utilities. Rosh Pinah Health Care (Proprietary) Limited is involved in the leasing out of medical equipment and building, and conducting services related thereto. Gergarub Exploration and Mining (Proprietary) Limited is the holder of Mineral Deposit Retention License 2616 which holds the exclusive right to mine precious, base and rare metals over a certain portion of land in the Karas region, near Rosh Pinah.

Consolidated notes to the financial statements

	Group		Company	
	2021 N$ '000	2020 N$ '000	2021 N$ '000	2020 N$ '000

7. Loans to group companies

Joint ventures				
RoshSkor Township (Proprietary) Limited *	9,941	9,941	-	-
Terms and conditions				
Fellow subsidiaries				
Skorpion Mining Company (Proprietary) Limited *	-	-	16,600	16,600
Monte Cello BV **	32,879	38,869	-	-
THL Zinc Limited ***	122,290	1,022,062	-	-
Black Mountain Mining (Proprietary) Limited ****	875,008	906,489	-	-
Skorpion Zinc (Proprietary) Limited *	-	-	983,048	983,048
Vedanta Resources Limited *	-	1,325	-	-
Vedanta Limited - Copper Division *	-	39	-	-
	1,030,177	**1,968,784**	**999,648**	**999,648**

* The loan is unsecured, interest free and has no set terms of repayment.

** The loan to Monte Cello BV is due for renewal on the 31 March 2022 and carries interest at a rate of 2.25%.

*** The loan to THL Zinc Limited is due for renewal on the 31 October 2022 and carries interest at a rate of 3.5%.

**** The loan to Black Mountain Mining (Proprietary) Limited is due for renewal on the 30 July 2022 and carries interest at a rate of 9.5%.

Split between non-current and current portions

Non-current assets	997,298	945,358	-	-
Current assets	42,820	1,033,367	999,648	999,648
	1,040,118	**1,978,725**	**999,648**	**999,648**

Exposure to credit risk

Loans receivable inherently expose the group to credit risk, being the risk that the group will incur financial loss if counterparties fail to make payments as they fall due.

Loans receivable are subject to the impairment provisions of IFRS 9 Financial Instruments, which requires a loss allowance to be recognised for all exposures to credit risk. The loss allowance for group loans receivable is calculated based on twelve month expected losses if the credit risk has not increased significantly since initial recognition. In cases where the credit risk has increased significantly since initial recognition, the loss allowance is calculated based on lifetime expected credit losses. The loss allowance is updated to either twelve month or lifetime expected credit losses at each reporting date based on changes in the credit risk since initial recognition. If a loan is considered to have a low credit risk at the reporting date, then it is assumed that the credit risk has not increased significantly since initial recognition. On the other hand, if a loan is in arrears more than 90 days, then it is assumed that there has been a significant increase in credit risk since initial recognition.

Consolidated notes to the financial statements

	Group		Company	
	2021 N$ '000	2020 N$ '000	2021 N$ '000	2020 N$ '000

7. Loans to group companies (continued)

In determining the amount of expected credit losses, the group has taken into account any historic default experience, the financial positions of the counterparties as well as the future prospects in the industries in which the counterparties operate.

There has been no change in the estimation techniques or significant assumptions made during the current reporting period.

The maximum exposure to credit risk is the gross carrying amount of the loans as presented below. The group does not hold collateral or other credit enhancements against group loans receivable.

8. Deferred tax

Deferred tax liability

The deferred tax assets and the deferred tax liability relate to income tax in the same jurisdiction, and the law allows net settlement.

Reconciliation of deferred tax asset / (liability)

	Group 2021	Group 2020	Company 2021	Company 2020
Fixed asset allowances	38,146	17,429	-	-
Prepayments	75	310	-	-
Deferred stripping asset	255,884	255,884	-	-
Other items	20,818	22,342	-	-
Assessed loss	(314,923)	(295,965)	-	-
	-	**-**	**-**	**-**

Unrecognised deferred tax asset

	Group 2021	Group 2020	Company 2021	Company 2020
Deductible temporary differences not recognised as deferred tax assets	841,912	687,556	-	-

Consolidated notes to the financial statements

	Group		Company	
	2021 N$ '000	2020 N$ '000	2021 N$ '000	2020 N$ '000

9. Inventories

Raw materials, components	187,873	252,349	-	-
Work in progress	130,883	75,504	-	-
Finished goods	34,564	85,033	-	-
Mining stockpile	19,671	19,671	-	-
	372,991	432,557	-	-
Inventories (write-downs)	(73,280)	(73,280)	-	-
	299,711	**359,277**	**-**	**-**

The inventory write-down provision has been estimated based on the age of consumables and their rate of movement.

Stockpiles are valued by estimating the zinc content in tons and applying the average cost method to the tons in stock. Zinc content of stockpiles is quantified by performing geological samples on the stockpiles in order to determine the grade (expressed as a percentage). This percentage is then applied to the total tons of ore in the stockpile. At year end, the estimation of grade and zinc content was:

Group - Stacker / reclaimer				
Average grade (%)	8.50	5.00	-	-
Zinc content (tons)	2,483	767	-	-
Group - Mining stockpile				
Average grade (%)	5.07	5.80	-	-
Zinc content (tons)	1,532	1 497	-	-

10. Trade and other receivables

Financial instruments:				
Trade receivables	13,137	66,281	-	-
Other receivables	3,303	71,040	-	-
Non-financial instruments:				
VAT	4,060	30,775	30	30
Prepayments	2,571	16,217	-	-
Total trade and other receivables	**23,071**	**184,313**	**30**	**30**

Consolidated notes to the financial statements

	Group		Company	
	2021 N$ '000	2020 N$ '000	2021 N$ '000	2020 N$ '000

10. Trade and other receivables (continued)

Categorisation of trade and other receivables

Trade and other receivables are categorised as follows in accordance with IFRS 9: Financial Instruments:

At amortised cost	16,440	137,321	-	-
Non-financial instruments	6,631	46,992	30	30
	23,071	**184,313**	**30**	**30**

Other receivables includes the current portion of a receivable from Basil Read for mining assets sold, as well as fuel rebate claims.

Exposure to credit risk

Trade receivables inherently expose the group to credit risk, being the risk that the group will incur financial loss if customers fail to make payments as they fall due.

Trade receivables are non-interest-bearing and are generally on terms of 30 to 90 days. Payment is due from customers on receipt of the provisional invoice and the bill of lading and is generally paid within 5 days of the customer receiving the documentation, which reduces the initial receivable recognised under IFRS 15.

Impairment provision of trade and other receivables

An allowance for expected credit losses has been made in respect of other receivables. There are no trade receivable accounts that are past due as per the individual sales contracts at the reporting date. The outstanding trade receivable balances at 31 March 2021 was mainly due from 1 customers (2020: 2 customers).

An amount of N$1 475 184 (2020: N$90 366 988) was included in trade and other receivables as allowance for credit losses.

Reconciliation of loss allowances

The following table shows the movement in the loss allowance (lifetime expected credit losses) for trade and other receivables:

Opening balance in accordance with IFRS 9	**(90,337)**	**(36,789)**	**-**	**-**
Remeasurement of loss allowance - comparative	-	(83,823)	-	-
Provision raised on new trade receivables	(1,218)	(6,933)	-	-
Provisions reversed on settled trade receivables	90,080	37,208	-	-
Closing balance	**(1,475)**	**(90,337)**	**-**	**-**

Consolidated notes to the financial statements

	Group		Company	
	2021 N$ '000	2020 N$ '000	2021 N$ '000	2020 N$ '000

11. Cash and cash equivalents

Cash and cash equivalents comprise cash and short-term deposits held by the treasury function. The carrying amounts of these assets approximate their fair value.

Cash on hand	52	85	-	-
Bank balances	44,518	212,432	137	83
Short-term deposits	27,806	357,579	-	-
	72,376	**570,096**	**137**	**83**

12. Share capital

Authorised				
4 000 Ordinary shares of N$1 each	4	4	4	4
1 000 5% Preference shares of N$1 each	1	1	1	1
	5	**5**	**5**	**5**
Issued				
100 ordinary shares (2020: 820) of N$1	1	1	1	1
Share premium	15,049	960,049	15,049	960,049
	15,050	**960,050**	**15,050**	**960,050**

During the year the company bought back 720 of its shares from its holding company THL Zinc Limited for the value of N$ 945 000 000.

Consolidated notes to the financial statements

13. Decommissioning provision

Reconciliation of decommissioning provision - Group - 2021

	Opening balance	Unwinding of discount	Change in discount factor	Total
	N$'000	N$'000	N$'000	N$'000
Decommissioning provision	98,210	6,431	(18,944)	85,697

Reconciliation of decommissioning provision - Group - 2020

	Opening balance	Unwinding of discount	Change in discount factor	Total
	N$'000	N$'000	N$'000	N$'000
Decommissioning provision	428,252	37,922	(367,964)	98,210

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 as appropriate for new circumstances. The current estimate was discounted at a rate of 4.5% (Mining) and 10.54% (Refinery) (2020: 7.79% (Mining) and 10.03% (Refinery)). These costs are expected to be incurred over the remaining life-of-mine currently being 11 years (2020: 13 years) (Refinery) and 0.9 years (2020: 0.9 years) (Mining).

In the prior year a new independent closure cost report was received. In the previous report issued in 2016 N$59m was estimated as the decomissioning of the Rosh Pinah town. These costs were removed in the 2020 report as the company has reached an agreement with the government that the town is not required to be decomissioned as the houses will be given to the local government due to a housing shortage in Namibia. In addition the 2016 report also included the costs of retrenchment and relocation of the company's employees. This amount has been removed from the 2020 closure cost report due to the fact that this cost was incurred in April 2020 as all employees are being retrenched as the refinery goes into care and maintenance. The retrenchments have been provided for as part of salary accruals (note 15).

Consolidated notes to the financial statements

14. Restoration provision

Reconciliation of restoration provision - Group - 2021

	Opening balance N$'000	Unwinding of discount N$'000	Change in discount factor N$'000	Total N$'000
Restoration provision	99,134	9,029	(10,646)	97,517

Reconciliation of restoration provision - Group - 2020

	Opening balance N$'000	Unwinding of discount N$'000	Change in discount factor N$'000	Total N$'000
Restoration provision	85,096	6,821	7,217	99,134

The provision for restoration, rehabilitation and environmental liabilities represent the management's best estimate of the costs which will be incurred in the future to meet the company's obligations under existing Namibian law and the terms of the company's mining and other licences and contractual arrangements. The current estimate was discounted at a rate of 4.5% (Mining) and 10.54% (Refinery) (2020: 7.79% (Mining) and 10.03% (Refinery)), and become payable on closure of the mine and refinery expected to be incurred within the next two years (mine) and 12 years (refinery).

In the prior year a new independent closure cost report was received. Costs for the filling of the pit were significantly reduced due to a new agreement with the ministry on the extent to which the pit would need to be filled and secured.

15. Trade and other payables

Financial instruments:				
Trade payables	6,099	180,546	7	2
Accrued leave pay	2,572	40,888	-	-
Salary accruals	579	129,549	-	-
Other accrued expenses	34,668	255,094	-	628
	43,918	**606,077**	**7**	**630**
Non-financial instruments:				
Refund liability	531	6,713	-	-
	44,449	**612,790**	**7**	**630**

Fair value of trade and other payables

The fair value of trade and other payables is not materially different to the carrying values presented. The average credit period is 30 days.

Consolidated notes to the financial statements

	Group		Company	
	2021 N$ '000	2020 N$ '000	2021 N$ '000	2020 N$ '000

16. Loans from group companies

Fellow subsidiaries

Namzinc (Proprietary) Limited *	-	-	13,745	13,035
Black Mountain Mining (Proprietary) Limited *	3,134	8,481	-	-
Skorpion Zinc (Proprietary) Limited *	-	-	750	750
Vedanta Lisheen Holdings Limited **	153,533	168,962	-	-
Vedanta Resources Limited *	1,098	10,584	-	-
Vedanta Limited *	668	267	-	-
	158,433	**188,294**	**14,495**	**13,785**

* The loan is unsecured, interest free and has no set terms of repayment.

** The loan from Vedanta Lisheen Holdings Limited is due for renewal on the 30 June 2021 and carries interest at a rate of 2%.

17. Revenue

Disaggregation of revenue from contracts with customers

The group's principal activities are mining and producing of special high grade zinc and form part of the other mining and industrial category in the Vedanta Resources Plc group. The group's revenue derives from one significant operation, the production of zinc. All information contained in the statement of profit or loss and other comprehensive income and statement of financial position relate to this activity.

The group disaggregates revenue from customers as follows:

Sale of goods				
Zinc ingots	19,269	2,314,314	-	-
IFRS 9 fair value adjustment	45,362	-	-	-
	64,631	**2,314,314**	**-**	**-**
Rendering of services				
Freight / shipping services	913	49,750	-	-

All revenue from zinc is recognised at a point in time when control transfers and revenue from freight/shipping services is recognised over time as the services are provided.

Total revenue from contracts with customers	**65,544**	**2,364,064**	**-**	**-**

Consolidated notes to the financial statements

	Group		Company	
	2021 N$ '000	2020 N$ '000	2021 N$ '000	2020 N$ '000

18. Other operating income

Rental income	995	1,594	-	-
Dividend income	-	-	945,000	-
Proceeds from insurance	72,464	-	-	-
Other income	57,993	168,117	-	-
	131,452	**169,711**	**945,000**	**-**

Other income consists mainly of gains from changes in estimates on the provision for decommissioning and restoration in the current financial year. The balance in current year and prior year also includes income from scrap sales.

19. Other operating losses

Loss on disposals, scrappings and settlements					
Property, plant and equipment	Note 3	(1,689)	(141)	-	-

20. Operating loss

Operating (loss) / profit for the year is stated after (charging)/crediting the following, amongst others:

Auditor's remuneration - external	(2,670)	(3,974)	-	-
Auditor's remuneration - internal	(1,201)	(2,009)	-	-
	(3,871)	**(5,983)**	**-**	**-**

Remuneration, other than to employees				
Consulting and professional services	(5,757)	(15,489)	(31)	(1,014)
Secretarial services	-	(4)	-	-
	(5,757)	**(15,493)**	**(31)**	**(1,014)**

Employee costs

Salaries, wages, bonuses and other benefits	(67,108)	(353,461)	-	-
Total employee costs	**(67,108)**	**(353,461)**	**-**	**-**
Less: Employee costs included in cost of merchandise sold and inventories	44,593	130,375	-	-
Total employee costs expensed	**(22,515)**	**(223,086)**	**-**	**-**

Consolidated notes to the financial statements

	Group		Company	
	2021 N$ '000	2020 N$ '000	2021 N$ '000	2020 N$ '000

20. Operating loss (continued)

Depreciation and amortisation				
Depreciation of property, plant and equipment	(17,149)	(412,382)	-	-
Amortisation of intangible assets	(480)	(480)	-	-
Total depreciation and amortisation	**(17,629)**	**(412,862)**	**-**	**-**
Less: Depreciation and amortisation included in cost of merchandise sold and inventories	17,149	412,382	-	-
Total depreciation and amortisation expensed	**(480)**	**(480)**	**-**	**-**

21. Finance income

Interest income				
Investments in financial assets:				
Bank and other cash	3,080	12,222	1	4
Net foreign exchange gains on foreign currency borrowings	-	164,486	-	-
Foreign exchange gains on cash balances	4,838	37,866	-	-
Loans to group companies:				
Finance income from loan payables to related parties	88,237	81,471	-	-
Total finance income	**96,155**	**296,045**	**1**	**4**

22. Finance costs

Interest on loans from group companies	(4,188)	(3,416)	-	-
Net foreign exchange losses on foreign currency borrowings	(66,693)	-	-	-
Interest current borrowings	-	(6,938)	-	-
Unwinding of discount on provisions and other liabilities	(15,460)	(44,743)	-	-
Total finance costs	**(86,341)**	**(55,097)**	**-**	**-**

Consolidated notes to the financial statements

	Group		Company	
	2021 N$ '000	2020 N$ '000	2021 N$ '000	2020 N$ '000

23. Taxation

Major components of the tax income

Reconciliation of the tax expense

Reconciliation between applicable tax rate and average effective tax rate.

Applicable tax rate	32.00 %	32.00 %	32.00 %	32.00 %
Tax loss not recognised	(32.00)%	(32.00)%	(32.00)%	(32.00)%
	- %	**- %**	**- %**	**- %**
Deductible temporary differences, unused tax losses and unused tax credits for which no deferred tax asset has been recognised.	841,912	687,556	34,963	34,929

24. Cash (used in) /generated from operations

(Loss) / profit before taxation	(101,065)	(130,640)	944,967	(1,014)
Adjustments for:				
Depreciation and amortisation	17,629	412,862	-	-
Losses on disposals, scrappings and settlements of assets and liabilities	1,689	141	-	-
Unrealised foreign exchange loss/(gain)	63,254	(215,192)	-	-
Loss from equity accounted investments	1,905	1,122	-	-
Dividend income	-	-	(945,000)	-
Finance income	(91,317)	(93,693)	(1)	(4)
Finance costs	19,648	55,097	-	-
Gain on decommissioning and restoration provision re-estimation	(32,282)	(241,949)	-	-
Changes in working capital:				
Inventories	59,566	151,210	-	-
Trade and other receivables	161,242	161,022	-	-
Trade and other payables	(564,411)	(42,460)	(623)	625
	(464,142)	**57,520**	**(657)**	**(393)**

Consolidated notes to the financial statements

	Group		Company	
	2021 N$ '000	2020 N$ '000	2021 N$ '000	2020 N$ '000

25. Foreign exchange gains/(losses)

Group

2021	**Realised N$'000**	**Unrealised N$'000**	**Total N$'000**
Cash and bank	9,264	(4,426)	4,838
Loans payable/receivable	(3,935)	(62,758)	(66,693)
Trade payables	(9,659)	3,930	(5,729)
	(4,330)	**(63,254)**	**(67,584)**

2020			
Loans payable/receivable	-	164,486	164,486
Cash and bank	(20,312)	58,178	37,866
Trade receivables	20,145	(6,226)	13,919
Trade payables	(947)	(1,246)	(2,193)
	(1,114)	**215,192**	**214,078**

Company

THL Zinc Namibia (Proprietary) Limited does not hold any foreign currency balances and only transacts in Namibia Dollars.

Consolidated notes to the financial statements

	Group		Company	
	2021 N$ '000	2020 N$ '000	2021 N$ '000	2020 N$ '000

26. Changes in loans (payable)/receivable from related parties

The table below details changes in the company's loans including both cash and non-cash changes in order ensure correct classification in the statement of cash flows:

	Group 2021	Group 2020	Company 2021	Company 2020
Loans from related parties				
Balance at 1 April	(188,294)	(137,771)	(13,785)	(13,375)
Cash flows				
Financing cash flows	4,224	(15,631)	(710)	(410)
Non-cash changes				
Finance cost	(4,188)	(3,416)	-	-
Unrealised foreign exchange gain/(losses)	29,825	(31,476)	-	-
Balance at 31 March	**(158,433)**	**(188,294)**	**(14,495)**	**(13,785)**

	Group 2021	Group 2020	Company 2021	Company 2020
Loans to related parties				
Balance at 1 April	1,978,725	1,419,408	999,648	999,648
Cash flows				
Financing cash flows	10,739	281,884	-	-
Non-cash changes				
Finance income	88,237	81,471	-	-
Unrealised foreign exchange gains	(92,583)	195,962	-	-
Reduction of loan through share buy back	(945,000)	-	-	-
Balance at 31 March	**1,040,118**	**1,978,725**	**999,648**	**999,648**

27. Tax paid

	Group 2021	Group 2020	Company 2021	Company 2020
Balance at beginning of the year	6	2	-	-
Balance at end of the year	(12)	(6)	-	-
	(6)	**(4)**	**-**	**-**

28. Related parties

Relationships	
Ultimate holding company	Vedanta Resources Limited
Holding company	THL Zinc Limited

Related party transactions

	Group 2021	Group 2020	Company 2021	Company 2020
Administration fees paid to (received from) related parties				
Black Mountain Mining (Proprietary) Limited	14,548	33,942	-	-

Consolidated notes to the financial statements

29. Financial instruments and risk management

Categories of financial assets

Group - 2021

	Note(s)	Amortised cost N$'000	Total N$'000	Fair value N$'000
Loans to group companies	7	1,040,118	1,040,118	1,040,118
Trade and other receivables	10	16,440	16,440	16,440
Cash and cash equivalents	11	72,376	72,376	72,376
		1,128,934	**1,128,934**	**1,128,934**

Group - 2020

	Note(s)	Amortised cost N$'000	Total N$'000	Fair value N$'000
Loans to group companies	7	1,978,725	1,978,725	1,978,725
Trade and other receivables	10	137,321	137,321	137,321
Cash and cash equivalents	11	570,096	570,096	570,096
		2,686,142	**2,686,142**	**2,686,142**

Company - 2021

	Note(s)	Amortised cost N$'000	Total N$'000	Fair value N$'000
Loans to group companies	7	999,648	999,648	999,648
Cash and cash equivalents	11	137	137	137
		999,785	**999,785**	**999,785**

Company - 2020

	Note(s)	Amortised cost N$'000	Total N$'000	Fair value N$'000
Loans to group companies	7	999,648	999,648	999,648
Cash and cash equivalents	11	83	83	83
		999,731	**999,731**	**999,731**

Consolidated notes to the financial statements

29. Financial instruments and risk management (continued)

Categories of financial liabilities

	Note(s)	Amortised cost N$'000	Total N$'000	Fair value N$'000
Group - 2021				
Trade and other payables	15	43,918	43,918	43,918
Loans from group companies	16	158,433	158,433	158,433
		202,351	**202,351**	**202,351**
Group - 2020				
Trade and other payables	15	606,077	606,077	606,077
Loans from group companies	16	188,294	188,294	188,294
		794,371	**794,371**	**794,371**
Company - 2021				
Trade and other payables	15	7	7	7
Loans from group companies	16	14,495	14,495	14,495
		14,502	**14,502**	**14,502**
Company - 2020				
Trade and other payables	15	630	630	630
Loans from group companies	16	13,785	13,785	13,785
		14,415	**14,415**	**14,415**

Consolidated notes to the financial statements

29. Financial instruments and risk management (continued)

Capital risk management

The group manages its capital to ensure it will be able to continue as a going concern while maximising the return to stakeholders through the optimisation of the debt and equity balance. The group's overall strategy remains unchanged from 2020.

Return to the shareholder is maximised, through structured dividend declarations and share buy-backs, while keeping sufficient cash funds to meet normal working capital and capital expenditure requirements.

In order to achieve this overall objective, the company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to its interest-bearing loans and borrowings that form part of its capital structure requirements. Breaches in the financial covenants would permit the bank to immediately call interest-bearing loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowings in the current or prior year.

The company manages its capital structure and makes adjustments to it, in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the company adjusts the dividend payment to shareholders. No changes were made in the objectives, policies or processes during the years ended 31 March 2021 and 31 March 2020.

The company monitors capital using a gearing ratio, which is net debt divided by the aggregate of equity and net debt. The company includes in its net debt, interest-bearing loans and borrowings, trade and other payables, less cash and short-term deposits.

The capital structure and gearing ratio of the group at the reporting date was as follows:

		Group		Company	
		2021 N$ '000	2020 N$ '000	2021 N$ '000	2020 N$ '000
Loans from group companies	16	(158,433)	(188,294)	(14,495)	(13,785)
Trade and other payables	15	(44,449)	(612,790)	(7)	(630)
Total borrowings		**(202,882)**	**(801,084)**	**(14,502)**	**(14,415)**
Cash and cash equivalents	11	72,376	570,096	137	83
Net borrowings		**(130,506)**	**(230,988)**	**(14,365)**	**(14,332)**
Equity		(2,617,963)	(3,664,028)	(1,242,895)	(1,242,928)
Gearing ratio		5 %	6 %	1 %	1 %

29. Financial instruments and risk management (continued)

Financial risk management

Overview

The group is exposed to the following risks from its use of financial instruments:
- Credit risk;
- Liquidity risk; and
- Market risk (currency risk, interest rate risk and price risk).

The group's risk management policies are established to identify and analyse the risks faced by the group, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the group's activities.

The group manages its capital to ensure it will be able to continue as a going concern while maximising the return to stakeholders through the optimisation of the debt and equity balance. The group's overall strategy remains unchanged from 2020.

Return to the shareholder is maximised, through structured dividend declarations and loan repayments, while keeping sufficient cash funds to meet normal working capital and capital expenditure requirements.

Credit risk

Credit risk is the risk of financial loss to the group if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The group is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments.

The group trades only with recognised creditworthy third parties. It is the group's policy that all customers who wish to trade on credit terms are subject to credit verification procedures, which are based on an extensive credit rating scorecard, short-term liquidity and financial position. Individual credit limits are defined in accordance with this assessment. In addition, outstanding receivable balances are regularly monitored on an ongoing basis, with the result that the group's exposure to credit-impaired balances and bad debts is not significant.

An impairment analysis is performed at each reporting date to measure expected credit losses. There were no expected credit losses arising from trade receivables at 31 March 2021 (2020: nil). The only expected credit loss relates to other receivables with respect to rental income received on a building on site leased to a number of store owners.

With respect to credit risk arising from the other financial assets of the company and group, which comprise cash and short-term deposits the company's exposure to credit risk arises from default of the counterparty, with a maximum exposure equal to the carrying amount of these instruments. The company and group limits its counterparty credit risk on these assets by dealing only with financial institutions of high credit standing.

Credit risk from balances with banks and financial institutions is managed by the company and group's treasury department in accordance with the company and group's policy. Investments of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty. Counterparty credit limits are reviewed by the company and group's management on a regular basis, and may be updated throughout the year subject to appropriate approval. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through a counterparty's potential failure to make payments.

29. Financial instruments and risk management (continued)

The maximum exposure to credit risk is presented in the table below:

Group		2021			2020		
		Gross carrying amount N$'000	Credit loss allowance N$'000	Amortised cost / fair value N$'000	Gross carrying amount N$'000	Credit loss allowance N$'000	Amortised cost / fair value N$'000
Loans to group companies	7	1,040,118	-	1,040,118	1,978,725	-	1,978,725
Trade and other receivables	10	17,915	(1,475)	16,440	227,658	(90,337)	137,321
Cash and cash equivalents	11	72,376	-	72,376	570,096	-	570,096
		1,130,409	**(1,475)**	**1,128,934**	**2,776,479**	**(90,337)**	**2,686,142**

Company		2021			2020		
		Gross carrying amount N$'000	Credit loss allowance N$'000	Amortised cost / fair value N$'000	Gross carrying amount N$'000	Credit loss allowance N$'000	Amortised cost / fair value N$'000
Loans to group companies	7	999,648	-	999,648	999,648	-	999,648
Cash and cash equivalents	11	137	-	137	83	-	83
		999,785	**-**	**999,785**	**999,731**	**-**	**999,731**

Liquidity risk

The group is exposed to liquidity risk, which is the risk that the group will encounter difficulties in meeting its obligations as they become due.

The group monitors its risk of a shortage of funds by monitoring its debt rating and the maturity dates of existing debt and other payables.

The group manages its liquidity risk by ensuring that it has access to adequate cash resources to meet its obligations. The group has reported positive operating cash flows for the current year and projections indicate this trend to be sustainable.

The maturity profile of contractual cash flows of non-derivative financial liabilities, and financial assets held to mitigate the risk, are presented in the following table. The cash flows are undiscounted contractual amounts.

Consolidated notes to the financial statements

29. Financial instruments and risk management (continued)

Group - 2021

		Less than 1 year N$'000	Total N$'000	Carrying amount N$'000
Trade and other payables	15	44,449	44,449	44,449
Loans from group companies	16	158,433	158,433	158,433
		202,882	**202,882**	**202,882**

Group - 2020

		Less than 1 year	Total	Carrying amount
Trade and other payables	15	612,790	612,790	612,790
Loans from group companies	16	188,294	188,294	188,294
		801,084	**801,084**	**801,084**

Company - 2021				
Trade and other payables	15	7	7	7
Loans from group companies	16	14,495	14,495	14,495
		14,502	**14,502**	**14,502**

Company - 2020				
Trade and other payables	15	630	630	630
Loans from group companies	16	13,785	13,785	13,785
		14,415	**14,415**	**14,415**

Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The group's exposure to the risk of changes in foreign exchange rates relates primarily to the group's operating activities (when revenues or expenses are denominated in currencies other than N$) and foreign denominated interest bearing borrowings. All sales are invoiced in USD. Revenues collected in USD are paid into a USD denominated bank account and is only converted to N$ as and when funds are needed.

The group's policy is to only take cover on large foreign currency capital purchases with long lead times. The group's major exposure to foreign currency is to the United States Dollar ("USD"), in relation to trade receivables and cash in its CFC bank account, both denominated in USD.

The company has a very limited direct exposure to foreign currency risk. All transactions are in local currency, and there are no foreign denominated bank accounts, loans, or receivables.

Consolidated notes to the financial statements

29. Financial instruments and risk management (continued)

Foreign currency sensitivity analysis

The following information presents the sensitivity of the group to an increase or decrease in the respective currencies it is exposed to. The sensitivity rate is the rate used when reporting foreign currency risk internally to key management personnel and represents management's assessment of the reasonably possible change in foreign exchange rates. The sensitivity analysis includes only outstanding foreign currency denominated amounts and adjusts their translation at the reporting date. No changes were made to the methods and assumptions used in the preparation of the sensitivity analysis compared to the previous reporting period.

Group	2021	2021	2020	2020
Increase or decrease in rate	Increase N$'000	Decrease N$'000	Increase N$'000	Decrease N$'000
Impact on profit or loss:				
US Dollar 10% (2020: 10%)	(297)	297	137,819	(137,819)

Consolidated notes to the financial statements

29. Financial instruments and risk management (continued)

Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The group's exposure to the risk of changes in market interest rates relates primarily to the group's long-term debt obligations with floating interest rates.

Borrowings, should these be required, will be requested from the holding company or from external parties and interest rates are managed in accordance with the policies set down by the Vedanta Resources Ltd group treasury function.

The company has a very limited direct exposure to interest rate risk. All loans to and from the company are held in other group entities.

Interest rate sensitivity analysis

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans affected, based on the last two years' historical rates and economic forecasters' expectations of the company's profit before tax through the impact on floating rate borrowings and cash and cash equivalents (with all other variables held constant).

Group	2021	2021	2020	2020
Increase or decrease in rate	Increase N$'000	Decrease N$'000	Increase N$'000	Decrease N$'000
Impact on profit or loss:				
Interest rates 10% (2020: 10%)	1,537	(1,537)	4,740	(4,740)

Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risks: commodity price risk, interest rate risk and foreign currency risk. Financial instruments affected by market risk include loans and borrowings, deposits, trade receivables, trade payables, accrued liabilities and derivative financial instruments.

The sensitivity analyses in the following sections relate to the positions as at 31 March 2021 and 2020, respectively.

The sensitivity analyses have been prepared on the basis that the amount of net debt, the ratio of fixed-to floating interest rates on the debt and derivatives, and the proportion of financial instruments in foreign currencies are all constant. The sensitivity analyses are intended to illustrate the sensitivity to changes in market variables on the company's financial instruments and show the impact on profit or loss and shareholders' equity, where applicable.

The analyses exclude the impact of movements in market variables on the carrying value of provisions.

The following assumptions have been made in calculating the sensitivity analyses:

- The statement of financial position sensitivity relates to derivatives and foreign currency-denominated trade receivables;
- The sensitivity of the relevant profit before tax item and/or equity is the effect of the assumed changes in respective market risks. This is based on the financial assets and financial liabilities held at 31 March 2021 and 31 March 2020; and
- The impact on equity is the same as the impact on profit before tax.

Consolidated notes to the financial statements

29. Financial instruments and risk management (continued)

The company has a very limited direct exposure to market risk. The majority of group operational activities occur in other group companies.

Commodity price risk

The group is exposed to the risk of fluctuations in prevailing market commodity prices of mineral products it produces, which is mainly zinc (goods), which it sells into global markets. The market prices of the metals are the key drivers of the company's capacity to generate cash flow. The group is predominantly an unhedged producer to provide its shareholders with exposure to changes in the market price of metals. The group's policy is to manage these risks through the use of contract-based prices with customers. Most customer contracts are based on the average LME (London Metal Exchange) price in the month of shipment plus a premium.

The company has a very limited direct exposure to commodity price risk. All sales activities for the group occur in other group companies.

Commodity price risk sensitivity analysis

The table below summarises the impact on profit before tax for changes in commodity prices on the fair value of trade receivables (subject to provisional pricing). The analysis is based on the assumption that the Zinc LME price moves 5% with all other variables held constant. Reasonable possible movements in commodity prices were determined based on a review of the last two years' historical prices and economic forecasters' expectations.

Group	2021	2021	2020	2020
Increase or decrease in rate	Increase N$'000	Decrease N$'000	Increase N$'000	Decrease N$'000
Impact on profit or loss:				
Zinc LME price 5% (2020: 5 %)	-	-	3,314	(3,314)

30. Fair value information

Fair value hierarchy

The company uses the following hierarchy for determining and disclosing the fair value of financial instruments which are measured at fair value by valuation technique:

Level 1: Quoted unadjusted prices in active markets for identical assets or liabilities that the group can access at measurement date.

Level 2: Inputs other than quoted prices included in level 1 that are observable for the asset or liability either directly or indirectly.

Level 3: Unobservable inputs for the asset or liability.

Fair values of the company's interest-bearing borrowings and loans are determined by using discounted cash flow models that use discount rates that reflect the issuer's borrowing rate as at the end of the reporting period.

All financial instruments measured at fair value use Level 2 valuation techniques in both years.

There have been no transfers between fair value levels during the reporting period.

Consolidated notes to the financial statements

	Group		Company	
	2021 N$ '000	2020 N$ '000	2021 N$ '000	2020 N$ '000

31. Commitments

Authorised capital expenditure

Already contracted for but not provided for				
• Property, plant and equipment	-	20,598	-	-
Not yet contracted for but authorised by directors	-	17,890	-	-
Not yet contracted for and not yet authorised by directors	-	2,289,120	-	-

Included in the capital commitments in the prior year is an amount of N$2 289 000 000 related to the sulphide conversion project and N$ 17 890 000 for the prework related to the sulphide conversion.

32. Guarantees

Guarantees	**Maturity**	**Nature**	**Guarantor**	**2021 N$'000**	**2020 N$'000**
Customs and Excise Bond	Open ended	SACU sales bond	FNB	3,200	3,200
Namibian Ports Authority	Upon payment or cancellation	Surety on default	FNB	1,184	1,064
Nampower (Proprietary) Limited	Upon payment or cancellation	Surety on default	FNB	91	91
Nampower (Proprietary) Limited	Upon payment or cancellation	Surety on default	FNB	4,303	18
RoshSkor Township (Proprietary) Limited	Upon payment or cancellation	Surety on default	FNB	1,159	1,159
State of Queensland	Upon payment or cancellation	Surety on default	FNB	13,120	-
				23,057	**5,532**

Contingent liabilities				
Rosh Pinah Zinc Corporation	6,000	6,000	-	-

Contingencies relating to interests in joint ventures

The contingent liability relates to a claim for refund of proportionate costs incurred on the Gergarub Project by Skorpion Mining Company (Proprietary) Limited's joint venture partner, Rosh Pinah Zinc Corporation (Proprietary) Limited (RPZC). Skorpion Mining Company (Proprietary) Limited believes it is not liable for the costs, as RPZC was not authorised to incur the expenses.

33. Events after the reporting period

The directors are not aware of any material event which occurred after the reporting date and up to the date of this report.