EASTERN PLATINUM LIMITED

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITIONS AND RESULTS OF OPERATIONS FOR THE THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2016

The following Management's Discussion and Analysis ("MD&A") is intended to assist the reader to assess material changes in financial condition and results of operations of Eastern Platinum Limited ("Eastplats" or the "Company") as at September 30, 2016 and for the three and nine months then ended in comparison to the same period in 2015.

This MD&A should be read in conjunction with the unaudited condensed interim consolidated financial statements for the three and nine months ended September 30, 2016 and the accompanying notes and with the audited consolidated financial statements of the Company and the accompanying notes for the year ended December 31, 2015. These unaudited condensed consolidated interim financial statements have been prepared in accordance with International Accounting Standard 34 Interim Financial Reporting.

All monetary amounts are in thousands of U.S. dollars ("$" or "U.S. dollars"), Canadian dollars ("Cdn$" or "Canadian dollars") and South African Rand ("ZAR" or "Rand") except for per share amounts or otherwise indicated. The effective date of this MD&A is November 14, 2016. Additional information, including the Annual Information Form for the year ended December 31, 2015 and other documents relating to the Company, are available on SEDAR at www.sedar.com.

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1. Overview

Presently, Eastplats owns directly and indirectly a number of platinum group metals ("PGM") assets in the Republic of South Africa ("South Africa"). All of the Company's properties are situated on the western and eastern limbs of the Bushveld Complex ("BC"), the geological environment that supports over 75% of the world's PGM production.

As at September 30, 2016, the Company's primary assets were:

(a) an 87.5% direct and indirect interest in Barplats Investments Limited, whose main assets are the Crocodile River Mine (the "CRM") located on the western limb of the BC and the Kennedy's Vale project located on the eastern limb of the BC;

(b) an 87% direct and indirect interest in the Mareesburg project, located on the eastern limb of the BC; and

(c) a 93.4% direct and indirect interest in the Spitzkop project, also located on the eastern limb of the BC, Kennedy's Vale, Spitzkop PGM and Mareesburg projects (collectively, the "Eastern Limb Projects").

Due to the uncertain outlook in the global economic environment, particularly in Europe, stagnant PGM pricing and the operating environment in South Africa, the development of the Kennedy's Vale project was suspended in mid-2012, the Mareesburg and Spitzkop PGM projects were suspended in the fourth quarter of 2012, and the CRM was placed on care and maintenance on August 1, 2013.

The Company's interest in above properties may be impacted by certain obligations under other agreements discussed below.

2. Third Quarter of Fiscal Year 2016 Highlights

2.1 Significant Events

- At the Company's annual general meeting held on July 5, 2016 (the "AGM"), the shareholders elected a new board of directors (the "Board"). Concurrently with the change in the board of directors, the former management of the Company who provided their services through their respective privately owned entities namely, David Cohen through Maluti Services Limited, Horng Dih Lee through Jazz Financial Ltd. ("Jazz") and Sterling West Management Ltd. ("Sterling") (collectively, the "Former Management"), terminated their services agreements with the Company and authorized the payment and released totaling $1,219 (Cdn$1,590), of which $368 (Cdn$480) was paid to Maluti, $529 (Cdn$690) was paid to Jazz, and $322 (Cdn$420) was paid to Sterling (collectively the "Termination Fees"). Following the election of the Board, new management personnel were appointed (the "New Management").

- On June 28, 2016, prior to the election of the Board, Former Management entered into a share purchase agreement (the "CRM Purchase Agreement") with Hebei Zhongheng Tianda Platinum Co. Limited ("HZT"), a company incorporated in the People's Republic of China, whereby HZT would acquire a 100% equity interest in Barplats Mines Limited and associated intercorporate investments and loans for total consideration of $50,000 (the "CRM Transaction").

- On September 21, 2016, HZT placed its $5,000 break fee deposit into an escrow account in accordance with the CRM Purchase Agreement. As a result, both the Company and HZT have completed their respective break fee deposits in accordance with the CRM Purchase Agreement.

- The completion of the CRM Transaction is subject to a number of conditions. The CRM Transaction was put forward to the Company's shareholders for approval at a special shareholders meeting held on October 12, 2016 (the "Special Meeting"). At the Special Meeting, 85.83% of the shareholders represented at the Special Meeting voted against the CRM Transaction.

- New Management is continuing its review and investigation of the Company's rights and obligations, and attending to satisfaction of its covenants under the CRM Purchase Agreement. At the present time, the CRM Transaction has not been completed or formally terminated. It is uncertain whether the conditions for completion under the CRM Purchase Agreement will be satisfied, or if the transactions under the CRM Purchase Agreement will be completed, terminated or otherwise resolved. .

- On June 30, 2016, prior to the election of the Board, Former Management entered into share purchase agreements (the "BEE Buyout Agreements") with Ingwenya Incorporated ("Ingwenya") and Serina Service AG ("Serina") (Ingwenya and Serina, collectively the "Vendors") to acquire all of the Company's black economic empowerment partners' (the "BEE Partners") interests in the Company's South African projects, except for the 17.65% equity interest in Afriminerals Holdings (Pty) Ltd. ("Afriminerals"), for a total of $13,367. The Vendors represented to the Company that they are or will be the registered and beneficial owners of the respective equity interests in the Company's South African projects as at the closing date under the BEE Buyout Agreements. The transactions under the BEE Buyout Agreements consist of the acquisition of:

(a) Ingwenya's 44.12% equity interest in Gubevu Consortium Investment Holdings (Pty) Ltd. ("Gubevu") for a total of $8,955 and an 18% equity interest in Lion's Head Platinum (Pty) Ltd. ("Lion's Head") for $1,099; and

(b) Serina's 8% interest in Lion's Head for $502, a 5.89% equity interest in Gubevu for $1,194 and a 33.35% equity interest in Afriminerals for $1,617.

(collectively, the "BEE Buyout Transaction")

Pursuant to the BEE Buyout Agreements, Former Management placed 100% of the consideration (the "Escrow Funds") with an escrow agent and provided certain evidence sufficient to permit the Escrow Funds to be released to the Vendors upon the change of control as defined in the BEE Buyout Agreements which occurred upon the election of the Board.

As at September 30, 2016, the BEE Buyout Transaction had not been completed. New Management has been actively investigating the Company's rights and obligations under the BEE Buyout Agreements and the related transactions between parties. The Company is working on determining the actions and steps necessary to complete the BEE Buyout Transaction. The Company's ability to complete the BEE Buyout Transaction has been impeded by the difficulty to access the underlying documents and agreements, the cooperation of various parties and the review of the implications of the BEE Buyout Agreements under the Company's mining rights and certain provisions under the *Mineral & Petroleum Resources Development Act* (South Africa) (the "MPRDA"). As at September 30, 2016, consideration in the amount of $13,367 paid to the Vendors has been recorded as a prepayment in the Company's consolidated statement of financial position.

2.2 Financial Highlights

- As at September 30, 2016, the Company had cash, cash equivalents and short term investments ("Cash Position") of $29,208.

- The Company recorded a loss attributable to equity shareholders of the Company of $3,570 ($0.04 loss per share) for the three months ended September 30, 2016 (the "Q3 2016") compared to a loss of $16 ($0.00 loss per share) for the three months ended September 30, 2015 ("Q3 2015").

- General and administrative ("G&A") costs increased $2,849 from $478 to $3,327 in Q3 2016 compared to Q3 2015. The increase is primarily a result of the Termination Fees paid, and approximately $996 in legal and other investigation costs incurred in Q3 2016.

- Care and maintenance costs decreased $697 from $2,562 to $1,865 in Q3 2016 compared to Q3 2015 in connection with the CRM and Eastern Limb Projects, representing a 27% reduction in Q3 2016 compared to Q3 2015.

3. Selected Quarterly Financial Data

The table below sets forth selected results of operations for the Company's eight most recently completed quarters in accordance with International Financial Reporting Standards ("IFRS").

Selected quarterly data
(Expressed in thousands of U.S. dollars, except per share amounts and foreign exchange rates)

	2016			2015				2014
	Sept. 30	June 30	Mar. 31	Dec. 31	Sept. 30	June 30	Mar. 31	Dec. 31
	$	$	$	$	$	$	$	$
Expenses:								
General and administrative	(3,327)	(1,010)	(1,907)	(1,281)	(478)	(492)	(638)	(644)
Care and maintenance	(1,865)	(1,455)	(1,851)	(3,872)	(2,562)	(2,622)	(2,336)	(3,450)
Care and maintenance depreciation	(73)	(122)	(74)	(104)	(130)	(411)	(509)	(922)
Impairment		(23,357)	—	(14,514)	—	—	—	(129,994)
Other income, net of expenses	1,278	490	(1,346)	1,644	2,631	267	1,332	1,575
Loss before income taxes	(3,987)	(25,454)	(5,178)	(18,127)	(539)	(3,258)	(2,151)	(133,435)
Net loss for the period	(3,997)	(25,509)	(4,970)	(17,375)	(547)	(3,219)	(2,212)	(121,994)
Net loss attributable to equity shareholders of the Company	(3,570)	(22,207)	(4,611)	(15,204)	(16)	(2,666)	(1,729)	(118,680)
Loss per share - basic and diluted	(0.04)	(0.24)	(0.05)	(0.16)	(0.00)	(0.03)	(0.02)	(1.28)
Average foreign exchange rates								
South African Rand per US dollar	14.05	14.98	15.82	14.18	12.99	12.08	11.73	11.21
US dollar per Canadian dollar	0.7664	0.7763	0.7284	0.7493	0.7640	0.8136	0.8060	0.8803
Period end foreign exchange rates								
South African Rand per US dollar	13.73	14.68	14.73	15.46	13.77	12.16	12.12	11.54
US dollar per Canadian dollar	0.7624	0.7742	0.7700	0.7225	0.7493	0.8006	0.7895	0.8620

The Company’s operations are not impacted by seasonality considerations.

4. Results of Operations for the Three and Nine Months Ended September 30, 2016

The Company's presentation currency is the U.S. dollar while the Company's operating expenses are incurred in Canadian dollars and Rand. The average foreign exchange rate for Q3 2016 was Cdn$1.00 to $0.7664 and ZAR1.00 to $0.0712 and for Q3 2015 was Cdn$1.00 to $0.7640 and ZAR1.00 to $0.0770.

The following table sets forth selected consolidated financial information for the three and nine months ended September 30, 2016 and 2015:

Consolidated statements of loss
(Expressed in thousands of U.S. dollars, except per share amounts)

	Three months ended September 30		Nine months ended September 30	
	2016	2015	**2016**	2015
	$	$	**$**	$
Revenue	—	—	—	—
Mine operating (loss) earnings	—	—	—	—
Expenses				
General and administrative	**3,327**	478	**6,244**	1,608
Care and maintenance	**1,865**	2,562	**5,171**	7,520
Care and maintenance depreciation and amortization	**73**	130	**269**	1,050
Impairment		—	**23,357**	—
Operating loss	**(5,265)**	(3,170)	**(35,041)**	(10,178)
Other income (expense)				
Gain on disposal of property, plant and equipment	**290**	19	**708**	221
Interest income	**202**	273	**617**	968
Other income	**428**	387	**1,284**	1,330
Finance costs	**(173)**	(177)	**(489)**	(626)
Foreign exchange gain (loss)	**531**	2,129	**(1,698)**	2,337
Loss before income taxes	**(3,987)**	(539)	**(34,619)**	(5,948)
Income tax (expense) recovery	**(10)**	(8)	**143**	(30)
Net loss for the period	**(3,997)**	(547)	**(34,476)**	(5,978)
Attributable to				
Non-controlling interest	**(427)**	(531)	**(4,088)**	(1,567)
Equity shareholders of the Company	**(3,570)**	(16)	**(30,388)**	(4,411)
Net loss for the period	**(3,997)**	(547)	**(34,476)**	(5,978)
Loss per share				
Basic and diluted	**(0.04)**	(0.00)	**(0.33)**	(0.05)
Weighted average number of common shares outstanding				
Basic and diluted	**92,599**	92,599	**92,599**	92,599

Consolidated statements of financial position	**September 30, 2016**	December 31, 2015
	$	$
Total assets	**166,678**	184,113
Total long-term liabilities	**10,662**	9,078

4.1 Crocodile River Mine

Pursuant to the CRM Purchase Agreement, the completion of the CRM Transaction was subject to a number of conditions, including but not limited to approvals by the necessary regulatory bodies, governmental departments or ministries of South Africa and shareholders of the Company. Under the CRM Purchase Agreement, certain events, including the failure to perform certain obligations, would trigger the payment of break fees of up to $10,000 in the case of HZT failing to meet its obligations, and $5,000 in the case of the Company failing to meet its obligations. Both HZT and the Company were required to place the break fee into an escrow account. As at September 30, 2016, restricted cash in the amount of $5,000 presented in the Company's financial statements, represented the break fee deposit made by the Company.

Care and maintenance costs are discussed under Section 4.2 below.

In Q3 2016, the Company increased its environmental guarantee issued to the Department of Mineral Resources of South Africa by $57. The guarantee consists of money market fund investments and is issued in respect of the environmental rehabilitation liability at CRM and the Eastern Limb Projects.

4.2 Corporate and Other Expenses

General and Administrative

G&A costs are associated with the Company's Vancouver corporate head office and include legal and accounting, regulatory, executive management, investor relations, travel and consulting fees. Such costs are incurred in Canadian dollars.

G&A costs increased $2,849 and $4,636 to $3,327 and $6,244 for the three and nine months ended September 30, 2016, respectively, compared to $478 and $1,608 for the same periods in 2015. The increase in Q3 2016 is largely due to the one-time Termination Fees paid to the Former Management as well as higher legal and other investigation costs relating to the review of the CRM Transaction and the BEE Buyout Agreements, and a $355 charge in respect of stock based compensation of 1,100,000 stock options granted to the New Management, directors and consultants in Q3 2016. The increase during the nine months ended September 30, 2016 is, in addition to the reasons for the increase in Q3 2016, due to the termination payment in the amount of $1,442 (Cdn$1,980) made to Ian Rozier ("Mr. Rozier") whose services were provided pursuant to a management service contract with Buccaneer Management Inc. ("Buccaneer"), a private company controlled by Mr. Rozier upon his resignation as President and Chief Executive Officer ("CEO") of the Company on January 31, 2016 and an increase in shareholder relations costs in Q2 2016 in connection with the AGM.

Care and Maintenance, and Care and Maintenance Depreciation

Care and maintenance costs are incurred when the Company suspends production for its projects and reduces its expenditures to the minimum required to maintain the good condition of such assets. Such costs consist of maintenance, pumping to prevent flooding of the workings, underground inspections to ensure that the integrity of critical excavations is preserved, G&A and other costs necessary to safeguard such projects and their associated assets. The Company's Mareesburg and Kennedy's Vale concentrator projects were placed on care and maintenance in the fourth quarter of 2012 and the CRM was placed on care and maintenance in the third quarter of 2013.

On January 31, 2016, the Company reduced its care and maintenance workforce at the CRM and the Eastern Limb Projects by approximately 34% and incurred termination costs of $303. However, overall care and maintenance costs decreased to $1,865 and $5,171 for the three and nine months ended

September 30, 2016, respectively, compared to $2,562 and $7,520 for the same periods in 2015, representing a decrease of 27% and 31% respectively.

Care and maintenance depreciation consists of the depreciation expense related to assets belonging to a project that is currently on care and maintenance. Care and maintenance depreciation decreased to $73 and $269 for the three and nine months ended September 30, 2016, respectively, compared to $130 and $1,050 for the same periods in 2015. The decrease primarily resulted from the full amortization of a refining contract during the year ended December 31, 2015.

Impairment

The Company assesses the carrying values of its mineral properties for indication or reversal of impairment at the end of each quarter. For the purposes of the impairment assessment, the Company identified the CRM as one cash-generating unit ("CGU") and the Eastern Limb Projects as one CGU.

In Q2 2016, the Company considered the CRM Transaction as representing an impairment indicator and recorded a further impairment charge in the amount of $23,357 based on the fair value less cost to sell. The fair value less cost to sell was estimated to be $47,400 calculated based on HZT's purchase price pursuant to the CRM Purchase Agreement less estimated costs to sell of approximately $2,600. The Company concluded that there were no impairment indicators in Q3 2016 with respect to the CRM Transaction. With respect to the Eastern Limb Projects, the Company has determined that there were no impairment indicators for the three and nine months ended September 30, 2016. Any changes to future market conditions and commodity prices may result in impairment, a further impairment or a reversal of impairment of any of the Company's mineral properties.

Interest Income

Interest income decreased to $202 and $617 for the three and nine months ended September 30, 2016, respectively, compared to $273 and $968 for the same periods in 2015. The decrease is due to the Company's lower cash balances over the respective quarters as a result of cash spent on care and maintenance and G&A costs over the last 12 months and due to a weaker Canadian dollar versus the U.S. dollar compared to the same period in 2015.

Other Income

Other income consists of rental income from company-owned residential properties on the Eastern Limb Projects and at the CRM as well as scrap metal sales not directly related to operations. The Company recorded other income of $428 and $1,284 for the three and nine months ended September 30, 2016, respectively, compared to $387 and $1,330 for the same periods in 2015.

Finance Costs

The Company recorded finance costs of $173 and $489 for the three and nine months ended September 30, 2016, respectively, compared to $177 and $626 for the same periods in 2015. Finance costs include interest accretion on the provision for environmental rehabilitation and miscellaneous interest charges. As finance costs are mostly incurred in Rand, the weakening of the Rand in 2016 compared to 2015 has led to a decrease in finance costs reported in U.S. dollars in the Company's consolidated financial statements.

Income Tax

The Company recorded a net income tax expense of $10 and a net income tax recovery of $143 for the three and nine months ended September 30, 2016, respectively, compared to a net income tax expense of $8 and a net income tax expense of $30 for the same periods in 2015. During the three months ended March 31, 2016 ("Q1 2016"), the Company reversed a $227 over-accrual of taxes payable following the settlement of certain outstanding tax disputes in South Africa. Excluding the over-accrual, the Company recorded an income tax expense of $84 for the nine months ended September 30, 2016. The expense relates to the origination and reversal of temporary differences which arose due to changes in the Company's net assets and the foreign exchange impact on deferred tax liabilities. The consolidated statement of financial position reflects total deferred tax liabilities of $2,713 which arose primarily as a result of the step-up to fair value of the net assets acquired on the Spitzkop and Mareesburg business acquisitions in prior years.

5. Liquidity and Capital Resources

As at September 30, 2016, the Company had working capital of $48,241 (December 31, 2015 – $55,716) and a Cash Position of $29,208 (December 31, 2015 – $56,334).

The Company's Cash Position decreased by $16,623 in Q3 2016 compared to the balance as at June 30, 2016 as the Company incurred: (i) $13,367 in connection with the consideration payment under the BEE Buyout Agreements; (ii) approximately $2,310 in operations, including G&A and care and maintenance of the CRM and the Eastern Limb Projects; (iii) $1,219 (Cdn$1,590) for the Termination Fees; (iv) an increase in other assets in the amount of $192; and (v) offset by interest, other income and proceeds from asset sales of approximately $465.

The Company's Cash Position decreased $27,126 for the nine months ended September 30, 2016 compared to the balance as at December 31, 2015 as the Company incurred: (i) $13,367 in connection with the consideration payment under the BEE Buyout Agreements; (ii) $5,000 to fund the HZT break fee deposit; (iii) approximately $5,334 in operations including G&A and care and maintenance of the CRM and the Eastern Limb Projects; (iv) $1,442 (Cdn$1,980) in a termination fee to Buccaneer controlled by Mr. Rozier upon his resignation as President and CEO of the Company on January 31, 2016; (v) $1,219 (Cdn$1,590) in the Termination Fees paid to the Former Management; (vi) tax paid in the amount of $1,596; (vii) an increase of other assets in the amount of $509; and (viii) offset by interest, other income and proceeds from asset sales of approximately $1,341.

The Company had no long-term debt outstanding as at September 30, 2016, other than a provision for environmental rehabilitation relating to the CRM, Kennedy's Vale and Spitzkop and the deferred income tax liabilities.

5.1 Outlook

As at the date of this MD&A, based on the information obtained by the Company through its investigation process, the Company notes that the BEE Buyout Transaction has not formally been completed. However, if completed, the BEE Buyout Transaction would give rise to non-compliance with the Company's mining rights and certain provisions of the MPRDA in respect of black economic empowerment requirements, unless steps are taken to rectify the potential non-compliance. Under section 93 of the MPRDA, the Department of Mineral Resources of the Republic of South Africa ("DMR") may formally order the Company to rectify any such non-compliance. Failure to rectify the non-compliance could ultimately lead to the Minister cancelling the Company's mining rights under section 47 of the MPRDA. The Company has met with the DMR and is working proactively to address these issues.

The Company is in the process of reviewing its operational strategy. Pending the resolution of the CRM Transaction, the Company intends to continue the care and maintenance with respect to all of its properties. In Q3 2016, the Company commenced a review of all of its South African projects including options and possibilities to continue developing the Eastern Limb Projects and the feasibility of restarting the CRM.

The Company believes that given the current stagnation of the global economy and the European car market, which consumes approximately 50% of South Africa's platinum production, the industry will be contending with continued stagnant PGM prices hovering near 10-year lows. At the same time, the South African PGM industry continues to experience a number of adverse economic factors, particularly ongoing labour unrest, operating cost inflation and concerns regarding power delivery reliability. Ongoing cost pressure and decreasing productivity in South Africa will continue to significantly reduce free cash flow for the industry. Should there be a sustained strengthening of PGM prices and market improvement in the operating environment in South Africa, the Company may increase activity at the CRM and additional funding may be required to bring the CRM back into operation.

Development of the Mareesburg open pit mine and Kennedy's Vale concentrator project, which were suspended in mid-2012, may also be restarted once market and operating conditions support such recommencement, subject to capital requirements and the availability of financing.

Additional funding will be required to bring the Company's development projects to production, and such funding may include debt financing arrangements, joint venture or other third party participation in one or more of these projects, or sales of equity or debt securities of the Company. Any additional financing may be dilutive to shareholders, and debt financing, if available, may involve restrictions on financing, investing and operating activities. There can be no assurance that additional funding will be available to the Company when needed or, if available, that this funding will be on acceptable terms. If adequate funds are not available, including funds generated from any producing operations, the Company may be required to further delay or reduce the scope of these development projects or mining operations.

5.2 Share Capital

During the three and nine months ended September 30, 2016, the Company did not issue any common shares. 1,126,000 stock options expired during the nine months ended September 30, 2016. In Q3 2016, the Company granted 1,100,000 stock options to directors, officers and consultants of the Company to acquire common shares of the Company at an exercise price of Cdn$1.05 per share expiring in five years from the grant date. These options vest 90 days from the grant date. For the three and nine months ended September 30, 2016, a total of $355 (three and nine months ended September 30, 2015 – nil) was recorded as share-based compensation expense relating to G&A.

As at the date of this MD&A, the Company had:

- 92,639,032 common shares outstanding;
- 39,722 treasury shares outstanding; and
- 1,194,000 stock options outstanding as listed below:

Options outstanding	Options exercisable	Exercise price Cdn$	Remaining Contractual Life (Years)	Expiry date
2,500	2,500	6.00	0.70	March 12, 2017
9,000	9,000	23.10	1.27	October 5, 2017
282,500	282,500	1.90	1.53	January 8, 2018
400,000	—	1.05	5.00	July 4, 2021
400,000	—	1.05	4.87	August 14, 2021
100,000	—	1.05	4.98	September 20, 2021
1,194,000	294,000	2.17	2.23	

5.4 Contractual Obligations, Commitments and Contingencies

The Company's major contractual obligations and commitments as at September 30, 2016 were as follows:

(in thousands of U.S. dollars)	Total $	Less than 1 year $	1 - 5 years $	More than 5 years $
Provision for environmental rehabilitation	7,949	—	—	7,949
Operating lease	62	20	42	—
Capital expenditure and purchase commitments contracted at September 30, 2016 but not recognized on the consolidated statement of financial position	37	37		—
	8,048	57	42	7,949

6. Related Party Transactions

The Company has transactions with the following related parties:

	Relationships	Nature of services
Buccaneer Management Inc. ("Buccaneer")	Controlled by Ian Rozier, former director of the Company, resigned on July 5, 2016	Management
Jazz Financial Ltd. ("Jazz")	Controlled by Horng Dih Lee, the former CFO of the Company, resigned on July 5, 2016	Management
Maluti Services Limited ("Maluti")	Controlled by David Cohen, the former CEO and director of the Company, resigned on July 5, 2016	Management
Remington Resources Inc. ("Remington")	Significantly influenced by the former directors and officers of the Company who resigned on July 5, 2016	General and administrative
Sterling West Management Ltd. ("Sterling")	Significantly influenced by the former directors and officers of the Company resigned on July 5, 2016	General and administrative
Zinpro Engineering (Pty) Ltd. ("Zinpro")	Controlled by Willie Byleveld, former director of the South Africa subsidiaries, resigned on July 5, 2016	Consulting and mine contractor
Maplegrow Capital Inc. ("Maplegrow")	Controlled by Peter Clausi, the former interim CEO and former director of the Company, resigned on August 12, 2016	Management
CGH Industries Ltd. ("CGH")	Controlled by Diana Hu, the CEO and director of the Company	Management
Oriental Fortune Consulting Services Limited ("Oriental Fortune")	Controlled by Andrea Zhang, the interim COO of the Company	Management
Redfield Management Service Limited ("Redfield")	Controlled by David Li, the interim CFO of the Company	Management

The Company incurred the following fees and expenses in the normal course of operations in connection with certain companies owned by New Management, directors, the Former Management and former directors. Expenses have been measured at the exchange amount which is determined on a cost recovery basis.

(Expressed in thousands of U.S. dollars)	**Three months ended September 30,**		**Nine months ended September 30,**	
	2016	2015	**2016**	2015
	$	$	**$**	$
Trading transactions				
Management and consulting fees, including termination fees	**1,132**	224	**2,867**	687
General and administrative expenses	**331**	118	**700**	420
Total trading transactions	**1,463**	342	**3,567**	1,107
Compensation of key management personnel				
Remuneration and directors' fees	**1,543**	266	**3,353**	819
Total compensation of key management personnel	**1,543**	266	**3,353**	819

On January 31, 2016, Mr. Rozier resigned as President and Chief Executive Office (“CEO”) of the Company and David Cohen, the then Chairman of the Company, assumed the role of President and CEO until July 5, 2016. Mr. Rozier's services were provided pursuant to a management services contract with Buccaneer. In accordance with this services contract, Buccaneer was paid a termination fee in the amount of $1,442 (Cdn$1,980) on January 31, 2016. Mr. Rozier remained a director of the Company until July 5, 2016.

At the AGM, the shareholders elected the Board. Concurrently with the election of the Board, the Former Management terminated their services and were paid the Termination Fees totaling $1,219 (Cdn$1,590).

In Q3 2016, Peter Clausi resigned as interim CEO and a director of the Company and was paid a termination fee in the amount of $77 (Cdn$100).

In Q3 2016, Diana Hu was appointed as the President and CEO of the Company.

The Company entered into a consulting agreement with CGH on July 27, 2016, pursuant to which the Company has agreed to pay Cdn$25 per month to CGH for the management consulting services rendered. The consulting agreement has an initial term of one year and is renewable annually.

The Company entered into a consulting agreement with Redfield on July 15, 2016, pursuant to which the Company has agreed to pay Cdn$12 per month to Redfield for the management consulting services rendered. The consulting agreement has an initial term of three months and is renewable every three months.

The Company entered into a consulting agreement with Oriental Fortune on July 5, 2016, pursuant to which the Company has agreed to pay Cdn$23 per month to Oriental Fortune for the management consulting services rendered. The consulting agreement has an initial term of one year and is renewable annually.

Management consulting fees and G&A costs charged by the related parties increased $1,121 to $1,463 in Q3 2016 compared to Q3 2015, and increased $2,460 to $3,567 for the nine months ended September 30, 2016 as compared to the same period in 2015. The increase for the three and nine months ended September 30, 2016 was a result of the inclusion of the Termination Fees in Q3 2016 and the termination fee paid to Buccaneer for Mr. Rozier in Q1 2016. Excluding these termination fees, management consulting and G&A costs were reduced to $244 and $906 for the three and nine months ended September 30, 2016, respectively compared to the same period in 2015.

The total key compensation figure includes share-based payments in the amount of $331 for the three and nine months ended September 30, 2016 (three and nine months ended September 30, 2015 – nil).

As at September 30, 2016, the Company held a loan receivable from Gubevu in the amount of ZAR780 million ($55,482) (December 31, 2015 – ZAR726 million, $46,972), which has been fully provided for in the consolidated financial statements. The Company did not record any interest income with regards to this loan or receive cash from, or lend any further cash to Gubevu in the three and nine months ended September 30, 2016 and the same periods in 2015.

Accounts payable as at September 30, 2016 included $nil (December 31, 2015 - $13) due to private companies controlled by officers and directors of the Company. Accounts receivable as at September 30, 2016 included $39 (December 31, 2015 - $31) due from Remington representing the reimbursement receivable for certain G&A expenses incurred by the Company on behalf of Remington. Amounts due to/from related parties are unsecured, non-interest bearing and due on demand.

7. Critical Accounting Estimates and Judgments

The preparation of financial statements requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, and revenue and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from those estimates as the estimation process is inherently uncertain. Estimates are reviewed on an ongoing basis based on historical experience and other factors that are considered to be relevant under the circumstances. Revisions to estimates and the resulting impact on the carrying amounts of the Company's assets and liabilities are accounted for prospectively.

Areas of significant judgment and estimates made by management for the three and nine months ended September 30, 2016 includes the determination of the closing date of the acquisition of certain of the Company's non-controlling interest and estimating the fair value of the share-based payment transactions. Additional critical judgments and estimates applied in the preparation of the Company's unaudited condensed interim consolidated financial statements for the three and nine months ended September 30, 2016 are consistent with those applied and disclosed in notes 4(w) and 4(x) of the Company's audited consolidated financial statements for the year ended December 31, 2015 as summarized below.

Critical Accounting Estimates

Critical accounting estimates are estimates and assumptions made by management that may result in material adjustments to the carrying amount of assets and liabilities within the next financial year.

(i) *Impairment*

The Company's tangible and intangible assets are reviewed for indications of impairment at each statement of financial position date. If indication of impairment exists, the asset's recoverable amount is estimated.

An impairment loss is recognized when the carrying amount of an asset, or its CGU, exceeds its recoverable amount. A CGU is the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or groups of assets. Impairment losses are recognized in profit or loss for the period.

Impairment losses recognized in respect of CGUs are allocated first to reduce the carrying amount of any goodwill allocated to CGUs and then to reduce the carrying amount of the other assets in the unit on a pro-rata basis.

The recoverable amount is the greater of the asset's fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the CGU to which the asset belongs.

The Company considers the net present valuation to be fair value less costs to sell. For the purposes of the valuation, the Company identified CRM as one CGU and the Eastern Limb Projects as one CGU. There has been no change to the composition of CGUs compared to the prior year.

(ii) *Rehabilitation Provision*

The future value of the provision for environmental rehabilitation was determined using an inflation rate of 6.67% (December 31, 2015 – 6.67%) and an estimated life of mine of 16 years for Zandfontein (December 31, 2015 – 16 years), eight years for Maroelabult (December 31, 2015 – 8 years), ten years for Crocette (December 31, 2015 – 10 years), 23 years for Kennedy's Vale (December 31, 2015 – 23 years) and 23 years for Spitzkop (December 31, 2015 – 23 years). The provision has been discounted to present value at a discount rate of 9.43% (December 31, 2015 – 9.43%).

Critical Accounting Judgments

Critical accounting judgments are accounting policies that have been identified as being complex or involving subjective judgments or assessments.

(i) *Determination of Functional Currency*

Management determined that the functional currencies of the Company and its South African subsidiaries are the Canadian dollar and Rand, respectively, as these are the currencies of the primary economic environment in which the companies operate.

(ii) *Useful Life of Assets*

At December 31, 2015, the remaining life of mine for Zandfontein, Maroelabult, Crocette, Kennedy's Vale and Spitzkop was assessed at 16 years, eight years, ten years, 23 years and 23 years, respectively based on proven and probable ore reserves. The remaining mine life will be evaluated each year as the reserves move to the proven and probable category.

(iii) *Depreciation Rates*

The estimated maximum useful lives of property, plant and equipment are:

Mining assets owned	Duration
Underground and other assets	Units of production
Mine houses	50 years
Office buildings	20 years
Plant	Units of production
Computer Equipment	3 years
Mining assets leased	5 years
Mineral properties being depleted	Units of production
Residential properties	50 years
Properties and land	50 years

8. Financial Instruments and Other Instruments

Management of Capital Risk

The capital structure of the Company consists of equity attributable to common shareholders, comprising issued capital, equity-settled employee benefits reserve, deficit, and currency translation adjustment. The Company's objectives when managing capital are to: (i) preserve capital; (ii) obtain the best available net return; and (iii) maintain liquidity.

The Company manages the capital structure and makes adjustments in response to changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares.

The Company is not subject to externally imposed capital requirements.

Categories of Financial Instruments

(expressed in thousands of U.S. dollars)	**September 30 2016 $**	December 31, 2015 $
Financial assets		
Loans and receivables		
Cash and cash equivalents	**14,335**	8,283
Restricted cash	**5,000**	—
Trade and other receivables (excluding taxes receivable)	**335**	496
Available for sale financial assets		
Short-term investments	**14,873**	48,051
Other assets	**9,618**	8,049
	44,161	64,879
Other Financial liabilities		
Trade and other payables	**2,537**	3,615
	2,537	3,615

Fair Value of Financial Instruments

The fair value of financial instruments traded in active markets is based on quoted market prices at the balance sheet date.

The fair value of the Cash Position, restricted cash, other assets and trade and other payables approximate their carrying values due to the short-term to maturities of these financial instruments.

Financial instruments that are measured subsequent to initial recognition at fair value are grouped into a hierarchy based on the degree to which the fair value is observable. Level 1 fair value measurements are derived from unadjusted, quoted prices in active markets for identical assets or liabilities. Level 2 fair value measurements are derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability directly or indirectly. Level 3 fair value measurements are derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data. As at September 30, 2016, there were no financial assets or liabilities recognized at fair value on a non-recurring basis.

9. New Accounting Standards and Accounting Pronouncements Under IFRS

9.1 Application of New and Revised IFRS

Effective January 1, 2016, the Company adopted the following new and amended IFRS that were issued by the International Accounting Standards Board (the “IASB”). The application of these new IFRS standards did not have a material impact on the Company’s unaudited condensed interim consolidated financial statements for the three and nine months ended September 30, 2016.

(i) Amended standard IAS 1, *Presentation of Financial Statements* ("IAS 1")

The amendments to IAS 1 deal with clarification of materiality in terms of the presentation of financial statements, clarification of the disclosure required in the statement of financial position, statement of loss and statement of other comprehensive income, and addition of possible ways of ordering the notes in order to increase the understand ability and comparability of the financial statements. The application of this amendment did not have a material impact on the amounts reported for current or prior years but may affect the presentation of future transactions or arrangements.

(ii) Amended standards IAS 16, *Property, Plant and Equipment* ("IAS 16") and IAS 38, Intangibles ("IAS 38")

The amendments to IAS 16 and IAS 38 prohibit the use of revenue-based depreciation for plant and equipment and significantly limit the use of revenue-based amortization for intangible assets. The application of these amendments did not have a material impact on the amounts reported for the current or prior years but may affect the presentation of future transactions or arrangements.

(iii) Amended standard IFRS 11, *Joint Arrangements* ("IFRS 11")

The amendments to IFRS 11 deal with the accounting for acquisitions of an interest in a joint operation. The application of this amendment did not have any impact for the current or prior years but may affect the disclosure required in the future.

9.2 Accounting Standards Issued but not yet Effective

(i) Amended standard IAS 7, *Statement of Cash Flows*("IAS 7")

These amendments to IAS 7 were issued to improve information provided to users of financial statements about an entity's changes in liabilities arising from financing activities. Effective for annual periods commencing on or after January 1, 2017.

(ii) Amended standard IAS 12, *Income Taxes*

These amendments relate to the recognition of deferred tax assets for unrealized losses associated with debt instruments measured at fair value. Effective for annual periods commencing on or after January 1, 2017.

(iii) Amended standard IFRS 7, *Financial Instruments: Disclosures* ("IFRS 7")

The amendments to IFRS 7 outline the disclosures required when initially applying IFRS 9. Effective date January 1, 2018.

(iv) New standard IFRS 9, *Financial Instruments* ("IFRS 9")

IFRS 9 replaced IAS 39 *Financial Instruments: Recognition and Measurement.* Effective date January 1, 2018.

(v) New standard IFRS 15, *Revenue from Contracts with Customers* ("IFRS 15")

IFRS 15 provides guidance on how and when revenue from contracts with customers is to be recognized, along with new disclosure requirements in order to provide financial statement users with more informative and relevant information. Effective date January 1, 2018.

(vi) New standard IFRS 16, *Leases* ("IFRS 16")

Effective for annual periods commencing on or after January 1, 2019, this replaces existing lease accounting guidance. All leases will be required to be reported on the statement of financial position unless certain requirements for exclusion are met.

The Company has not yet adopted these new and amended IFRS standards and is currently assessing the impact that these standards will have on the Company's consolidated financial statements.

10. Off-Balance Sheet Arrangements

As at September 30, 2016, the Company had not entered into any off-balance sheet arrangements.

11. Subsequent Events

On October 27, 2016, the Company announced that it intends to complete a private placement of 18,435,360 common shares of the Company at a price of Cdn$0.56 per share for aggregate proceeds of approximately Cdn$10,324. The common shares to be issued under the private placement will represent approximately 19.9% of the issued and outstanding common shares of the Company prior to completion of the private placement (post-completion – 16.6%). The common shares issued under the private placement will be subject to a four month hold period. Upon completion of the private placement, a 5% finder's fee in the amount of Cdn$516 will be paid in cash to Tier Financial Leasing (China) Co., Ltd (an arms-length party). The Company intends to use the net proceeds from the private placement for general working capital including capital costs to advance the Company's mining assets, which may include prospect work and mine construction.

As of the date of this MD&A, the Company is continuing to negotiate and settle addition terms and conditions in connection with the above private placement and seeking regulatory approval thereof. The private placement is subject to the approval of the Toronto Stock Exchange.

12. Internal Control Over Financial Reporting

Disclosure Controls and Procedures

The Company's New Management has evaluated the effectiveness of the Company's disclosure controls and procedures. Based upon the results of that evaluation, the Company's New Management has concluded that, as of the end of the period covered by this MD&A, the Company's disclosure controls and procedures were effective to provide reasonable assurance that the information required to be disclosed by the Company in reports it files is recorded, processed, summarized and reported within the appropriate time periods and is accumulated and communicated to New Management, including the CEO and the Chief Financial Officer ("CFO") as appropriate to allow timely decisions regarding required disclosure.

Internal Control Over Financial Reporting

The CEO and the CFO are also responsible for the design of the internal controls over financial reporting ("ICFR") within the Company in order to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS.

There have been no changes in the Company during the nine months ended September 30, 2016 that have materially affected, or are reasonably likely to materially affect, the Company's ICFR.

Limitation of Controls and Procedures

The Company's New Management believes that any disclosure controls and procedures or ICFR, no matter how well conceived and operated, can provide only reasonable, not absolute, assurance that the objectives of the control system are met. Further, the design of a control system must reflect the fact that there are resource constraints, and the benefits of controls must be considered relative to their costs. Because of the inherent limitations in all control systems, they cannot provide absolute assurance that all control issues and instances of fraud, if any, within the Company have been prevented or detected. These inherent limitations include the realities that judgments in decision making can be faulty, and that breakdowns can occur because of simple error or mistake. Additionally, controls can be circumvented by the individual acts of some persons, by collusion of two or more people, or by unauthorized override of the control. The design of any control system also is based in part upon certain assumptions about the likelihood of future events, and there can be no assurance that any design will succeed in achieving its stated goals under all potential future conditions. Accordingly, because of the inherent limitations in a cost effective control system, misstatements due to error or fraud may occur and not be detected.

13. Risk Factors

The exploration of mineral deposits involves significant risks and uncertainties. A comprehensive list of risk factors relating to our business is provided under the heading "Risk Factors", in the Company's annual information form for the year ended December 31, 2015, which is available on SEDAR at www.sedar.com. Certain of the more prominent risk factors that may materially affect the Company's future performance, in addition to those referred to above, are listed hereunder.

Titles and other rights to the Company's assets cannot be guaranteed and may be subject to prior unregistered agreements, transfers or claims and other defects.

The Company cannot guarantee that title to its mineral property will not be challenged. The Company may not have, or may not be able to obtain, all necessary surface rights to develop its projects. Title insurance generally is not available for mineral properties, and our ability to ensure that we have obtained secure claim to individual mineral properties or mining concessions comprising the projects may be severely constrained. The mineral property may be subject to prior unregistered agreements, transfers or claims, and title may be affected by, among other things, undetected defects. Eastplats has not conducted surveys of all of the claims in which we hold direct or indirect interests. A successful challenge to the precise area and location of these claims could result in our being unable to operate on all or part of the property as permitted or being unable to enforce our rights with respect to all or part of the property. This could result in Eastplats not being compensated for its prior expenditures relating to the property. In addition, Eastplats' ability to continue to explore and develop the property may be subject to agreements with other third parties.

Completion of the transactions contemplated under the BEE Buyout Agreements may result in the Company losing certain mining licences and negatively impact the Company's operations, prospects and value.

The transactions under the BEE Buyout Agreements have not been completed as of the date of this MD&A. If the Company completes the BEE Buyout Transaction, it may lose its BEE Partners, and the Company may be in breach of the provisions of its mining rights and certain provisions of the MPRDA, unless steps are taken to rectify those requirements. The Company is working proactively to resolve these issues in anticipation of the completion of the transactions contemplated in the BEE Buyout Agreements. If required to do so, there is no guarantee that the Company will be able to successfully rectify those requirements within the required timeframe. Failure to rectify any non-compliance with the obligations under the MPRDA may negatively impact the Company's operations and value of its assets.

There is a possibility that the Company may not be able to recover some or all of the pre-payment made in the amount of $13,367 in the event that the transactions contemplated under the BEE Buyout Agreements cannot be completed.

If the CRM Transaction is completed, the Company's mining assets will be materially diminished.

At the present time it is uncertain whether the conditions for completion under the CRM Purchase Agreement will be satisfied, or if the transactions under the CRM Purchase Agreement will be completed, terminated or otherwise resolved.

If the CRM Purchase Agreement is terminated as a result of the Company's failure to fulfill certain conditions and obligations under the agreement, HZT would be entitled to receive a break fee in the amount of $5,000.

Suppliers suspending or denying delivery of products or services.

Eastplats' business and technology systems and platforms depend on products and services provided by third parties including contractors, surveyors and consultants. If there is any interruption to products or services provided by third parties or those products or services are not as adaptable to Eastplats' needs as anticipated, or there are problems in upgrading such products or services, Eastplats' business may be adversely affected, and Eastplats may be unable to fund adequate replacement products or services on a timely basis or at all.

Eastplats' activities are subject to changes in government legislation, taxation, controls, regulations and political or economic developments in Canada, the United States, South Africa, or Barbados or other countries in which Eastplats carries or may carry on business in the future, that may increase Eastplats' costs of doing business and restrict the Company's operations.

The current mining, exploration and development activities of Eastplats require permits from various governmental authorities, and such operations are and will be governed by laws and regulations regarding prospecting, labour standards, occupational health, waste disposal, toxic substances, land use, environmental protection, safety and other matters. Companies engaged in exploration activities generally experience increased costs and delays as a result of the need to comply with applicable laws, regulations and to obtain permits. There can be no assurance that all permits which Eastplats may require for exploration will be obtainable on reasonable terms, on a timely basis or at all, or that such laws and regulations would not have a materially adverse effect on any project that Eastplats may undertake.

Failure to comply with applicable laws, regulations, and permitting requirements may result in enforcement actions, including but not limited to orders issued by regulatory or judicial authorities causing operations to cease or to be curtailed, and may include corrective measures requiring capital expenditures, installation of additional equipment, or remedial actions. There can be no assurance that compliance with these laws and regulations or changes thereto or the cost of rehabilitation of site operations or the failure to obtain necessary permits, approvals or leases or successful challenges to the grant of such permits, approvals and leases will not adversely affect the results of operations or the financial condition of Eastplats. Parties engaged in exploration operations may be required to compensate those suffering loss or damage by reason of the exploration activities and may have civil or criminal fines or penalties imposed for violations of applicable laws or regulations and, in particular, environmental laws.

Amendments to current laws, regulations and permits governing operations and activities of exploration companies, or more stringent implementation thereof, could have a material adverse impact on Eastplats and cause increases in expenditure and costs, or require abandonment, or cause delays in developing new mining properties.

Eastplats may need additional funding.

As a result of Eastplats' decision to suspend funding for its projects, the Company terminated certain credit facility agreements that were to be used to partly fund the development costs of its projects. There is no assurance that a new or restructured financing package will be available to Eastplats or, if available, that this funding will be on acceptable terms.

Additional funding will be required to bring the Company's development projects to production. Any additional financing may be dilutive to shareholders, and debt financing, if available, may involve restrictions on financing, investing and operating activities. There can be no assurance that additional funding will be available to Eastplats when needed or, if available, that this funding will be on acceptable terms. If adequate funds are not available, including funds generated from any producing operations, Eastplats may be required to delay or reduce the scope of these development projects or mining operations.

The trading market for the common shares may be subject to volatility.

The market price of Eastplats' common shares may be subject to wide fluctuations in response to many factors, including the completion, termination or other resolution of material agreements, variations in the operating results of Eastplats, divergence in financial results from analysts' expectations, changes in earnings estimates by stock market analysts, general economic conditions, legislative changes in Eastplats' sector and other events and factors outside the control of Eastplats.

In addition, stock markets, and in particular the market for shares of resource companies, have from time to time experienced extreme price and volume fluctuations which, as well as general economic and political conditions, could adversely affect the market price for Eastplats' common shares.

Eastplats is susceptible to the risks of currency fluctuation that directly impact the Company.

Prior to the suspension of Eastplats' South African mining and development activities in 2012 and 2013, operations at the CRM were predominantly conducted in Rand, with costs paid in Rand and revenues received in Rand, even though PGM prices were based in U.S. dollars. Development costs at Eastplats' Eastern Limb Projects were also predominantly incurred in Rand. Rand has been subject to significant volatilities. Eastplats did not and has no plans to hedge or sell forward any of its PGM production and would therefore be exposed to exchange rate fluctuations should the CRM production and the Eastern Limb Project development resume. As Eastplats also has not and has no plans to purchase any forward currency exchange contracts, a deterioration of the value of U.S. dollar and Canadian dollar against the

Rand could increase the cost of PGM production and the cost of the Eastern Limb Project development and therefore may have a material adverse effect, and on the overall costs of bringing the Eastern Limb Project into production.

Eastplats cannot predict the effect of exchange rate fluctuations upon future operating results and there can be no assurance that exchange rate fluctuations will not have a material adverse effect on its business, operating results or financial condition.

Eastplats is exposed to the risks associated with fluctuations in the assumed prices of PGMs and other commodities.

Metal prices have a direct impact on Eastplats' decision to resume operations at the CRM and to reinitiate development at the Eastern Limb, and on Eastplats' earnings should production at the CRM resume. Since late 2011, demand and industrial consumption of platinum has been negatively impacted by the volatility of the Eurozone financial markets, by the global economy in general, and more recently by the strength in the U.S. dollar and the weakening of gold prices. Supplies have been negatively affected by the depletion of existing resources and the lack of new mining projects, and by intermittent production stoppages experienced by many of the South African PGM miners. This has resulted in a significant increase in the recycling of scrap metal. Some of the other key factors that may influence platinum prices are policies in the most important producing countries, namely South Africa and Russia, the amount of stockpiled platinum, economic conditions in the main consuming countries, international economic and political trends, fluctuations in the U.S. dollar and other currencies, interest rates, and inflation. A decline in the market price of PGMs mined by Eastplats may render ore reserves containing relatively low grades of mineralization uneconomic and may in certain circumstances lead to a restatement of reserves.

Since late 2011, PGM prices have generally declined with occasional periods of high volatility due to unplanned and unlawful labour actions experienced by the South African PGM industry. There is no assurance that PGM prices will return to the 2008 highs (when platinum reached $2,200 per ounce) in the future, or to levels which would result in a positive decision to restart mining at the CRM in the near future.

Eastplats may incur unexpected or increased costs in connection with the legal proceedings.

Eastplats is or may be subject to legal proceedings initiated by or against it related to the development of its projects, operations, titles to it properties, environmental issues, resolution of the CRM Transaction and the BEE Buyout Agreements, shareholder, regulatory or other proceedings. Given the uncertain nature of these actions, despite Eastplats' diligence in obtaining information and results of its investigations, Eastplats cannot reasonably predict the likelihood of further legal proceedings or the outcome thereof. In the event Eastplats is unable to be successfully resolve any such legal proceeding, this may have a material adverse effect on its business, financial conditions or prospects.

Eastplats is prone to the risks associated with mining or development activities and the speculative nature of exploration and development, including the risk of obtaining necessary licences and permits and assumed quantities or grades of reserves.

Eastplats' exploration and mining activities are dependent upon the grant of appropriate licences, concessions, leases, permits and regulatory consents which may be granted for a defined period of time, or may not be granted, or may be withdrawn or made subject to limitations. There can be no assurance that such authorizations will be renewed following expiry or granted (as the case may be) or as to the terms of such grants or renewals. There is also no assurance that the issue of a reconnaissance, prospecting or exploration licence will ensure the subsequent issue of a mining licence.

The business of exploring for minerals and mining involves a high degree of risk. Only a small proportion of the properties that are explored are ultimately developed into producing mines. The mining areas presently being assessed by Eastplats may not contain economically recoverable volumes of minerals or metals. The operations of Eastplats may be disrupted by a variety of factors and hazards which are beyond the control of Eastplats including, but not limited to, geological and geotechnical uncertainties, seismic events, fires, power outages, labour disruptions, flooding, explosions, cave-ins, landslides, and the inability to obtain suitable or adequate machinery, industrial and mechanical accidents, equipment or labour difficulties, environmental events (including discharge of metals, pollutants or hazardous chemicals) and other risks involved in the operation of mines and the conduct of exploration programs.

There is uncertainty associated with Eastplats' operating assumptions, many of which are outside Eastplats' control, and therefore Eastplats' results may differ materially from those forecast. Eastplats has relied, and may continue to rely, upon consultants and others for operating expertise. Should economically recoverable volumes of minerals or metal be identified, it can take a number of years from the initial phases of drilling and identification of mineralization until production is possible. During this time, the economic feasibility of production may change. Substantial expenditure is required to establish reserves through drilling, to develop metallurgical processes, and to develop the mining and processing facilities and infrastructure at any site selected for mining. Although substantial benefits may be derived from the discovery of a major mineral deposit, no assurance can be given that minerals will be discovered in sufficient quantities or have sufficient grade to justify commercial operations, or that funds required for development can be obtained on a timely basis.

There can be no assurance that minerals recovered in laboratory test work will be recoverable economically in large scale tests under on-site conditions or in production scale operations, and material changes in geological resources, grades, stripping ratios or recovery rates may affect the economic viability of projects.

14. Cautionary Statement on Forward-Looking Information

This MD&A contains certain "forward-looking statements" or "forward-looking information" (collectively referred to herein as "forward-looking statements") within the meaning of applicable securities legislation. Such forward-looking statements include, without limitation, forecasts, estimates, expectations and objectives for future operations that are subject to a number of assumptions, risks and uncertainties, many of which are beyond the control of the Company. Forward-looking statements are statements that are not historical facts and are generally, but not always, identified by the words "expects", "plans", "anticipates", "believes", "intends", "estimates", "projects", "potential" and similar expressions, or are events or conditions that "will", "would", "may", "could" or "should" occur or be achieved. This MD&A contains forward-looking statements, pertaining to, among other things, the following: the future funding of the Company's projects, including the negotiation of the further terms and conditions and regulatory approval of the proposed private placement and the use of proceeds therefrom; the future development and funding of the Company's projects; the Company's plans for its properties; the ability of the Company to meet all of its commitments with respect to its environmental management programs and the relevant aspects of its Social and Labour Plan; the review of the CRM Purchase Agreement; the completeness of and ability to complete the CRM Purchase Agreement; the BEE Buyout Agreements and all related transactions; the Company's belief that the platinum production industry will face a continuation of stagnant PGM prices; the seasonality of the Company's operations; the continuing impact of adverse economic factors on the South African PGM industry; the assertion that ongoing cost pressure and decreasing productivity in South Africa will continue to reduce free cash flow for the PGM industry; the potential restarts of the CRM if there is a sustained strengthening of PGM prices and a marked improvement in the South African operating environment; the possibility of restarting the development of the Mareesburg open pit mine and Kennedy's Vale concentrator projects;

the insufficiency of funding for development of the Company's projects; the requirement of additional funding to bring the project into production and how that funding will be attained; the possibility of any impairment or reversal of impairment if there are any changes to future market conditions and commodity prices; the composition of G&A costs; potential non-compliance with the MPRDA and the corresponding impact; the share capital of the Company; the renewal of consulting agreements; the ongoing assessment of mine life; critical accounting judgments made by the Company; the impact of the new IFRS on unaudited condensed interim consolidated financial statements; adoption of new IFRS standards; and the applicable risk factors.

With respect to the forward-looking statements contained in this MD&A, assumptions have been made regarding, among other things: the Company's ability to complete or otherwise to resolve the CRM Transaction and the BEE Buyout Agreements, the resolution of the black economic empowerment requirements, the price of PGMs, fluctuations in currency markets, inflation, the regulatory framework in the jurisdictions that the Company conducts its business, operating costs, the Company's ability to obtain financing on acceptable terms and litigation outcome.

Forward-looking statements are subject to all of the risks and uncertainties normally incident in the mining and development of PGMs that may cause actual results or events to differ materially from those anticipated in such forward-looking statements. These risks include, but are not limited to: the risk of fluctuations in the assumed exchange rates of currencies that directly impact the Company, such as the Canadian dollar, Rand and U.S. dollar; the risk of fluctuations in the assumed prices of PGM and other commodities; the risk of changes in government legislation, taxation, controls, regulations and political or economic developments in Canada, the United States, South Africa, Barbados or other countries in which the Company carries, or may carry on business in the future; risks associated with mining or development activities; the speculative nature of exploration and development, including the risk of obtaining necessary licences and permits, assumed quantities or grades of reserves and certain other known and unknown risks detailed from time to time in the Company's public disclosure documents, copies of which are available on the Company's SEDAR profile at www.sedar.com.

Although the Company believes that the material factors, expectations and assumptions expressed in such forward-looking statements are reasonable based on information available to it on the date such statements were made, no assurances can be given as to future results, levels of activity and achievements and such statements are not guarantees of future performance. The Company's actual results may differ materially from those expressed or implied in forward-looking statements and readers should not place undue importance or reliance on the forward-looking statements. Statements including forward-looking statements are made as of the date they are given and, except as required by applicable securities laws, the Company disclaims any intention or obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise. The forward-looking statements contained in this MD&A are expressly qualified by this cautionary statement.