



SUSTAINABLY GOLD

REGENERATION | CLIMATE | PEOPLE | RENEWAL

King IV application register 2024

KING IV APPLICATION REGISTER

OUTCOMES AND PRINCIPLES	EXPLANATION OF THE APPLICATION OF THE PRINCIPLES
OUTCOME: ETHICAL CULTURE	
Principle 1: The Board should lead ethically and effectively	The charter of the board of directors (Board), (Board Charter) commits the Board to effective and ethical leadership. The Board is also committed to the highest standards of good corporate governance. In addition to fulfilling their statutory and fiduciary duties, all members of the Board are expected to display the characteristics of integrity, competence, responsibility, accountability, fairness and transparency. The chair of the Board is required to monitor the behaviour of Board members in this respect. The Board's performance is independently monitored on an annual basis. The Board acts in accordance with the Board Charter and Memorandum of Incorporation (MOI). The Board sets the strategic direction adopted by DRDGOLD Limited (DRDGOLD or the Company or the Group) operations to support a sustainable business taking into account, <i>inter alia</i>, the Company's short-term and long-term impact on the economy, society, environment and its stakeholders; the best interests of the Company; and the Company's risks and opportunities. The Chief Executive Officer (CEO) is responsible for the implementation and execution of the approved strategy, policy and plan; however, the Board oversees and monitors the implementation and execution by management and remains accountable for the responsibility to achieve strategic objectives and other positive outcomes, including the Company's performance, even where delegated.
Principle 2: The Board should govern the ethics of the Company in a way that supports the establishment of an ethical culture	DRDGOLD has a Code of Conduct in place which is applicable to all employees, including the Board. The Code of Conduct is based on the DRDGOLD values of unity, integrity, commitment and accountability. The ethical standards are embedded in processes for the recruitment, evaluation of performance and reward of employees as well as the sourcing of employees. The Social and Ethics Committee is tasked with ensuring that the Group's ethics are managed effectively. In addition to monitoring adherence to the Code of Conduct, the Social and Ethics Committee is responsible for oversight of organisational ethics. A whistle-blowing mechanism is in place to assist with the identification of possible unethical behaviour. The Code of Conduct is available on our website: www.drdgold.com/about-us/governance. Additional information can be found on page 105 of the Annual Integrated Report 2024 which is available on the website on: www.drdgold.com/investors/reports-and-results#ars2024
Principle 3: The Board should ensure that the Company is and is seen as a responsible corporate citizen	Compliance with the laws of the Republic of South Africa throughout the Group, including the Constitution of South Africa and the Bill of Rights, is non-negotiable. The core purpose and values of DRDGOLD, as well as its strategy and conduct, are congruent with it being a responsible corporate citizen. The Board has delegated responsibility for monitoring the Group's overall responsible corporate citizenship performance to the Social and Ethics Committee. The scope of the Social and Ethics Committee's mandate in this regard includes the relevant activities of the Group in the workplace, in the economy, society and the environment. Where relevant, specific targets have been set against which the performance of the Group is monitored on an ongoing basis. For more information on how the Group addressed its responsibilities as a responsible corporate citizen, the reader is referred to the Annual Integrated Report 2024 published on our website: www.drdgold.com/investors/reports-and-results#ars2024.

OUTCOME: VALUE CREATION

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OUTCOMES AND PRINCIPLES	EXPLANATION OF THE APPLICATION OF THE PRINCIPLES
Principle 4: The Board should appreciate that the Company's core purpose, its risks and opportunities, strategy, business model, performance and sustainable development are all inseparable elements of the value creation process	The Board is deeply aware of the expectation for value creation across various elements of the business and any discussions of strategy, risk and opportunities, as well as the business model and performance are based on the prerequisite for long-term sustainability and sustainable development. This is also within the context of the difficult market and trading conditions faced by the mining industry over an extended period of time. For more information on the vision and future direction of the Group as well as the value created for the Group and its material stakeholders, the reader is referred to the Annual Integrated Report 2024 published on our website: www.drdgold.com/investors/reports-and-results#ars2024 The Board sets key performance measures and targets in order to continuously monitor and assess the achievement of strategic objectives and agreed plans for value creation over the short-term, medium-term and long-term. Management is expected to implement and execute on the approved strategy and business plans. Management is further expected to continually assess and respond, in a responsible manner, to the negative consequences of the Group's activities and outputs in all areas of the business. The Board has a particular focus on the general viability of the business and its status as a going concern. For this reason, the solvency and liquidity of the Company is monitored on a continuous basis. With regards to financial and operational performance, the Board commended management for the stability of production outcomes. The Board remains very confident in management's technical ability to achieve this. This confidence has been augmented by the ongoing fine-tuning of processes, proactive problem-solving approach and the improved quality of the data as well as technical and analytical insights being reported to the Board. The Board is seen to be effective in its strategic contribution.
Principle 5: The Board should ensure that reports issued by the Company enable stakeholders to make informed assessments of the Company's performance, and its short-term, medium-term and long-term prospects	Refer to the Annual Integrated Report 2024 on our website: www.drdgold.com/investors/reports-and-results#ars2024 which presents material information in an integrated manner and provides stakeholders and users with a holistic presentation of the Group's performance in a clear, concise and understandable manner. The annual reporting suite contains, <i>inter alia</i>, the annual financial statements, the annual integrated report which includes corporate governance disclosures in addition to those contained herein, as well as the notice of the annual general meeting of DRDGOLD shareholders. The Board, with the assistance of the Audit Committee, ensures that reports are issued as is necessary to comply with legal requirements and/or to meet the legitimate and reasonable information needs of material stakeholders. The integrity of all reporting is ensured with the assistance of relevant internal and external role players forming part of the integrated assurance process.

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OUTCOMES AND PRINCIPLES	EXPLANATION OF THE APPLICATION OF THE PRINCIPLES
OUTCOME: EFFECTIVE CONTROL	
Principle 6: The Board should serve as the focal point and custodian of corporate governance in the Company	The Board fully appreciates that it is first and foremost accountable for the application of corporate governance principles and practices in DRDGOLD. It furthermore understands that its key functions are to set the strategic direction of the Group, to approve appropriate policies and plans to give effect to the approved strategy, to delegate implementation of the foregoing to management and adequately monitor management's performance and to ensure accountability through reporting and the principle of transparency. The role and functions of the Board are set out in the Board Charter and also incorporated into the Board's annual workplan. The Board is satisfied that it has fulfilled its responsibilities in accordance with its Board Charter for the reporting period. As previously indicated, the Board is fully committed to ethical and effective leadership. This entails, <i>inter alia</i>, that the Board appropriately manages its duty to act as custodian of corporate governance in the Group. Refer to the Annual Integrated Report 2024 published on our website: www.drdgold.com/investors/reports-and-results#ars2024 for the requisite information and disclosure regarding the number of Board meetings and attendance during the reporting period.

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OUTCOMES AND PRINCIPLES	EXPLANATION OF THE APPLICATION OF THE PRINCIPLES
OUTCOME: EFFECTIVE CONTROL <i>continued</i>	
Principle 7: The Board should comprise the appropriate balance of knowledge, skills, experience, diversity and independence for it to discharge its governance role and responsibilities objectively and effectively	The Board is continuously evaluating its composition to ensure that it is aligned with socio-economic transformation reflective of South Africa's population demographics. To ensure a formal and transparent appointment process, any new appointment of a director is considered by the Board as a whole, on the recommendation of the Nominations Committee. The selection process involves considering the existing balance of knowledge, skills, experience, diversity and independence on the Board and a continual process of assessing the needs of DRDGOLD and the Board's effectiveness and ability to discharge its governance role and responsibilities objectively and effectively. On an annual basis, a review of the independence of the directors of the Board is undertaken within the meaning ascribed thereto in the JSE Limited Listings Requirements ("JSE Listings Requirements") and the King IV Report on Corporate Governance for South Africa 2016 (King IV). The composition of the Board is diverse and reflective of transformation and South Africa's demographics. With legal, financial and engineering experience represented amongst the independent non-executive directors, complimenting the extensive skills and experience of the chairman and executive directors, the Board has an appropriate mix of knowledge, skills and experience. The composition of the Board also introduces the required element of diversity and independence. The Board is therefore comfortable with its composition under current circumstances and considering the challenges faced by the business. Refer to the DRDGOLD website at: www.drdgold.com/about-us/leadership for disclosure regarding the composition of the Board and on each of the directors. The Nominations Committee continues to play an active role in assessing the Board composition and identifying appropriate candidates for appointment to the Board. A formal induction programme is available for new directors including background material on the Company's business and Board matters, guidance on directors' duties and responsibilities, and meetings with senior executives. All directors have been on site visits to familiarise themselves with the operations and to meet with senior management. Ongoing training includes workshops presented by external advisors and additional training is facilitated as required. Site visits to the operations are held from time-to-time and directors receive regular briefings on legal and other developments, including changes in the business and the business environment. Mr Edmund Jeneker serves as lead independent director and his main responsibilities include: • Leading in the absence of the chairman of the Board • Chairing discussions and decision-making by the Board on matters where the chairman of the Board has a conflict of interest. • Serving as sounding board for the chairman of the Board • Acting as intermediary between the chairman of the Board and the other Board members, if necessary • Strengthening the independence of the Board • Leading the assessment of the performance of the chairman of the Board • Dealing with concerns where contact through normal channels has failed to resolve concerns, or where such contact is inappropriate.

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OUTCOMES AND PRINCIPLES	EXPLANATION OF THE APPLICATION OF THE PRINCIPLES
OUTCOME: EFFECTIVE CONTROL <i>continued</i>	
Principle 8: The Board should ensure that its arrangements for delegation within its own structures promote independent judgement, and assist with balance of power and the effective discharge of its duties	The following Board committees are established: • Audit Committee • Risk Committee • Nominations Committee • Remuneration Committee • Social and Ethics Committee Each committee has a minimum of three members as recommended by King IV. The composition of each committee is also aligned with the King IV recommendations. The members of the Audit Committee are independent non-executive directors. The chairman of the Board does not serve on the Audit Committee. The Board is comfortable that the current composition of the Audit Committee contributes to its effectiveness in fulfilling its duties. This position is monitored on a continuous basis. Information about the Risk Committee, Nominations Committee, Remuneration Committee and the Social and Ethics Committee is on page 111 to page 115 of the Annual Integrated Report 2024 at: www.drdgold.com/investors/reports-and-results#ars2024. The Board is also comfortable that the current composition of the Board committees contributes to effective collaboration as well as a balanced distribution of power so that no individual has the ability to dominate decision-making and no undue reliance is placed on any individual. The terms of reference for each of the Board committees which are disclosed in our Annual Integrated Report 2024 provide the following information: • Composition of each committee and qualifications and experience of members • Information on external advisors who regularly attend committee meetings • Key areas of focus of each committee • Number of committee meetings and attendance • Confirmation by each committee that it is satisfied that it has fulfilled its responsibilities for the reporting period

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OUTCOMES AND PRINCIPLES	EXPLANATION OF THE APPLICATION OF THE PRINCIPLES
OUTCOME: EFFECTIVE CONTROL <i>continued</i>	Refer to the DRDGOLD website at: www.drdgold.com/investors/reports-and-results#ars2024 for access to the report of the Audit Committee included in the annual financial statements. The report confirms, <i>inter alia</i>, that the Audit Committee has: • Satisfied itself with the independence and performance of the external audit firm as well as the quality of the external audit • Ensured that the reappointment of BDO South Africa Inc. (BDO) (with the designated partner, Jacques Barradas), upon the recommendation of the Board, following the recommendation of the Audit Committee, has been presented and included as a resolution at the annual general meeting to be held on 27 November 2024, which reappointment as the Company's independent external registered auditors is for the ensuing period commencing from 27 November 2024 and terminating on the conclusion of the next AGM • Satisfied itself with the appropriateness of the expertise and experience of the financial director • Satisfied itself with the effectiveness of the design and implementation of the internal financial controls • Satisfied itself with the effectiveness of the Company's assurance functions and services, with particular focus on combined assurance arrangements, including external assurance service providers, internal audit and the finance function

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OUTCOMES AND PRINCIPLES	EXPLANATION OF THE APPLICATION OF THE PRINCIPLES
OUTCOME: EFFECTIVE CONTROL <i>continued</i>	
Principle 9: The Board should ensure that the evaluation of its own performance and that of its committees, its chair and its individual members, support continued improvement in its performance and effectiveness	The effectiveness and performance of the Board as a whole and the individual Board Committees is evaluated annually. The 2024 evaluation and report into the effectiveness of the Board as a collective was based on qualitative interviews and a quantitative questionnaire. Generally, the review was positive. The Board members are mature, committed, value-adding and fulfil their duties with the necessary preparedness and diligence. The Board works well and functions optimally in all of its obligations, roles, functions and accountabilities. The directors have the requisite mix of skills to ensure that they have a robust understanding of the business and remain in tune with the operating context. The integrity, quality and value of the governance reporting is of a high standard with ongoing refinement of information and discussions. It was noted that the Board is now diverse, from a transformation perspective and the gender composition had also been addressed. Given the long tenure of some directors on the Board, a comprehensive succession plan is still required. The Board remains resolute in its focus and commitment to ensuring ongoing operational, technical and process improvement (the flow of information between the Board and management is effective and we are adequately kept abreast of developments with appropriate updates between meetings). Social and Ethics Committee: The Board is satisfied with the quality of and on-going refinements to integrated reporting on sustainability and the environment as an integral part of risk management and strategic objectives of the Company. The Social and Ethics Committee has noted that environmental, social and governance (ESG) reporting has become an integral component to measuring the sustainability and ethical impact and performance of the Company. The Board has recommended the repositioning of the Social and Ethics Committee to have a structured approach to sustainability related issues in meeting agendas and management reports to ensure that we are incorporating all the themes and requirements relating to ESG and climate change. The Board is satisfied that the chairman of the Social and Ethics Committee has sufficient expertise and experience to oversee sustainability relates issues as he is a certified ESG Competent Director and Climate Change Competent Director. Risk Committee: The Risk Committee assists the Board with the governance of risk and monitoring of risk management. Audit Committee: The Board has delegated to the Audit Committee oversight of, <i>inter alia</i>, the effectiveness of the Company's assurance services, with particular focus on combined assurance, including external audit and internal audit and the finance function as well as the integrity of the annual integrated report and the annual financial statements. The Board remains satisfied with the combined assurance and overall integrity and quality of financial, budgeting and forecasting information. Remuneration Committee and Nominations Committee: The Remuneration Committee and Nominations Committee continue to be effective.

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OUTCOMES AND PRINCIPLES	EXPLANATION OF THE APPLICATION OF THE PRINCIPLES
OUTCOME: EFFECTIVE CONTROL <i>continued</i>	
Principle 10: The Board should ensure that the appointment of, and delegation to, management, contributes to role clarity and the effective exercise of authority and responsibilities	The Board has the authority to exercise all of the powers and perform any of the functions of the Company, except as otherwise provided in the Companies Act, No. 71 of 2008 (Companies Act) or the MOI of the Company. Specific authority and powers of the Board have been delegated to management and such delegation is captured in a formal delegation of authority framework that is reviewed by the Board on a regular basis. The Board is comfortable and satisfied that this framework contributes to role clarity and the effective exercise of authority and responsibilities. Additional information on executive management can be found on the DRDGOLD website and in the Annual Integrated Report 2024 at: www.drdgold.com/investors/reports-and-results#ars2024. The CEO does not have any commitments outside of DRDGOLD. The notice period of the CEO in terms of his employment contract is three months. There are no other conditions relating to termination of employment for the CEO which are not standard employment conditions in the Group. A succession plan is in place for the CEO position. The Company Secretary is appointed by the Board in accordance with the Companies Act and the JSE Listings Requirements and her performance is evaluated annually during the independent assessment of Board effectiveness. The Board is satisfied that the Company Secretary is properly qualified and experienced to competently carry out the duties and responsibilities of a Company Secretary.

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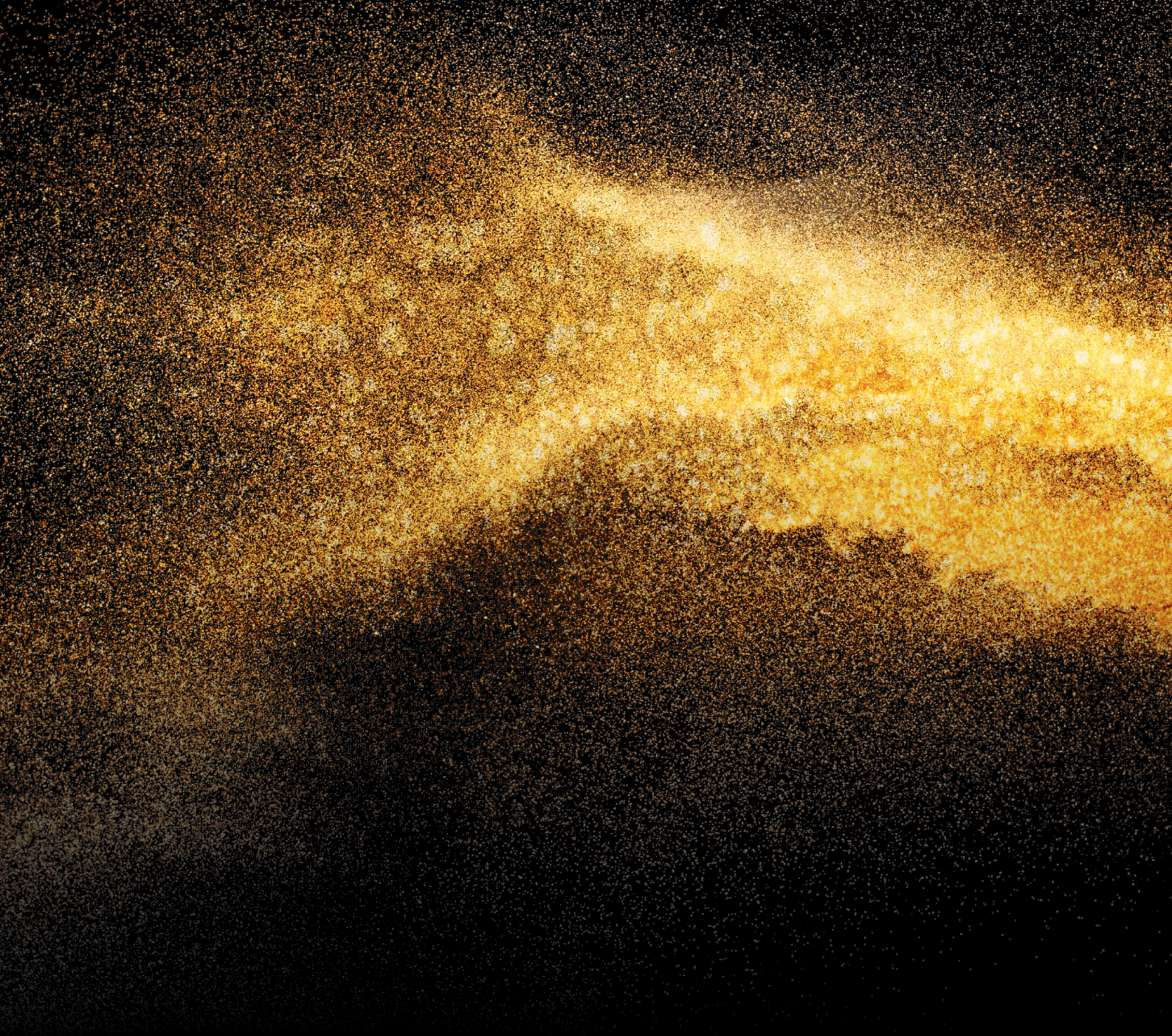
OUTCOMES AND PRINCIPLES	EXPLANATION OF THE APPLICATION OF THE PRINCIPLES
OUTCOME: EFFECTIVE CONTROL <i>continued</i>	
Principle 11: The Board should govern risk in a way that supports the Company in setting and achieving its strategic objectives	The Board has the ultimate responsibility to oversee risk management, including those relating to economic and ESG as they are intrinsically linked to our strategic focus areas. Through its Risk Committee, the Board has delegated the development of risk mitigation policies and procedures to Management, supported by the Group's Risk Management Function, which is responsible for the overall governance of risk and for monitoring the success of controls and mitigation plans. The Board's Risk Committee annually reviews and approves the risk management framework, policy and plan and reviews risk information on a quarterly basis to ensure that risk is effectively understood and managed. The Group's enterprise-wide risk management process through its risk management framework and policy facilitates a structured and disciplined approach to the risk management process that aligns and integrates the Company's strategy with internal processes to ultimately create value. The Group's strategic and operational risks are annually assessed through workshop sessions held with risk owners. The Group's risk function monitors and reviews these registers on a continuous basis with risk owners and submits a risk report quarterly to the Risk Committee. Refer to the DRDGOLD website at www.drdgold.com/investors/reports-and-results#ars2024 for access to the risk report included in the Annual Integrated Report 2024. The report elaborates on the arrangements for governing and managing risk as well as the key focus areas during the reporting period and the planned areas of future focus. Key risks and actions taken to monitor the effectiveness of the risk management processes are also addressed in the report.
Principle 12: The Board should govern technology and information in a way that supports the Company setting and achieving its strategic objectives	Technology and information governance is ultimately the responsibility of the Board. The Audit Committee oversees the information and technology governance in respect of DRDGOLD's environment, integrated into key business objectives and monitored for compliance and performance. Among the key aims of the information and technology framework are to standardise business processes across the Group, reduce internal costs and ensure sound governance. Information and technology risks (which include cybercrime) are assessed as part of the annual strategic and operational risk assessments. Mitigation controls are annually assessed for adequacy and effectiveness by internal audit and external specialists in line with the Group's Combined Assurance Framework. The outcome of risk assessments and assurance activities are reported to the Risk Committee.

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OUTCOMES AND PRINCIPLES	EXPLANATION OF THE APPLICATION OF THE PRINCIPLES
OUTCOME: EFFECTIVE CONTROL <i>continued</i>	
Principle 13: The Board should govern compliance with applicable laws and adopted, non-binding rules, codes and standards in a way that supports the Company being ethical and a good corporate citizen	The Board is ultimately responsible for the governance of compliance with applicable laws and adopted, non-binding rules, codes and standards by setting the direction for how compliance should be approached and addressed. The Board's approach to compliance is addressed in the Board charter and confirms that the Group is expected to be a law-abiding citizen of South Africa. Compliance is considered by the Board not only for the obligations it creates but also the rights and protection it affords. The regulatory universe is continually monitored by management to identify changes and developments that may have an impact on the Group. New legislation that impacts the Group is discussed at Board meetings. The Company Secretary as well as executive management assist in this regard with the use of a comprehensive compliance checklist. There were no regulatory penalties, sanctions or fines for contraventions of, or non-compliance with any statutory obligations. No adverse compliance inspections by environmental regulators took place during the period under review and no incidences of non-compliance with environmental laws were identified.
Principle 14: The Board should ensure that the Company remunerates fairly, responsibly and transparently so as to promote the achievement of strategy objectives and positive outcomes in the short-term, medium-term and long-term	The Remuneration Committee supports the Board with the governance of remuneration throughout the Group and with ensuring fair and responsible remuneration practices. Detailed disclosure regarding remuneration is contained in the Annual Integrated Report 2024 which can be accessed on our website at: www.drdgold.com/investors/reports-and-results#ars2024.

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OUTCOMES AND PRINCIPLES	EXPLANATION OF THE APPLICATION OF THE PRINCIPLES
OUTCOME: EFFECTIVE CONTROL <i>continued</i>	
Principle 15: The Board should ensure that assurance services and functions enable an effective control environment, and that these support the integrity of information for internal decision-making and of the Company's external reports	The Board has delegated to the Audit Committee oversight of, <i>inter alia</i>, the effectiveness of DRDGOLD's assurance services, with particular focus on combined assurance, including external audit, internal audit and the finance function as well as the integrity of the annual financial reporting suite, particularly the Annual Integrated Report and annual financial statements; and, to the extent delegated by the Board, any other external reports issued by DRDGOLD. The Audit Committee also considers annually, and satisfies itself of, the appropriateness of the expertise and experience of the CFO and the overall finance function. Refer to the Annual Integrated Report 2024 at: www.drdgold.com/investors/reports-and-results#ars2024 for information on the assurance provided.
OUTCOME: LEGITIMACY	
Principle 16: In the execution of its governance role and responsibilities, the Board should adopt a stakeholder-inclusive approach that balances the needs, interests and expectations of material stakeholders in the best interests of the Company	The Board has identified material stakeholders of the Group and considers the legitimate and reasonable needs, interests and expectations of such stakeholders on an ongoing basis as part of the decision-making process and in acting in the best interest of the Company over time. Refer to the website and Annual Integrated Report 2024 at: www.drdgold.com/investors/reports-and-results#ars2024 for additional information on the management of stakeholder relationships as well as the results of the previous annual general meeting, as contemplated in the relevant announcement <i>via</i> the Stock Exchange News Service. A formal Group governance framework has been put in place between the Company as the holding company and its operating subsidiaries. The Board fully recognises the separate legal existence of each subsidiary as well as the statutory and fiduciary duties of the directors of such subsidiaries. The Audit Committee, Risk Committee, Nominations Committee, Remuneration Committee as well as the Social and Ethics Committee fulfil oversight functions also in respect of relevant subsidiaries. Group policies are applied in all subsidiaries unless regarded as not being in the interest of a subsidiary in which event the directors of the subsidiary may recommend appropriate amendments to such policy.
Principle 17: The Board of an institutional investor organisation should ensure that responsible investment is practiced by the Company to promote the good governance and the creation of value by the companies in which it invests	The Company is not an institutional investor.



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