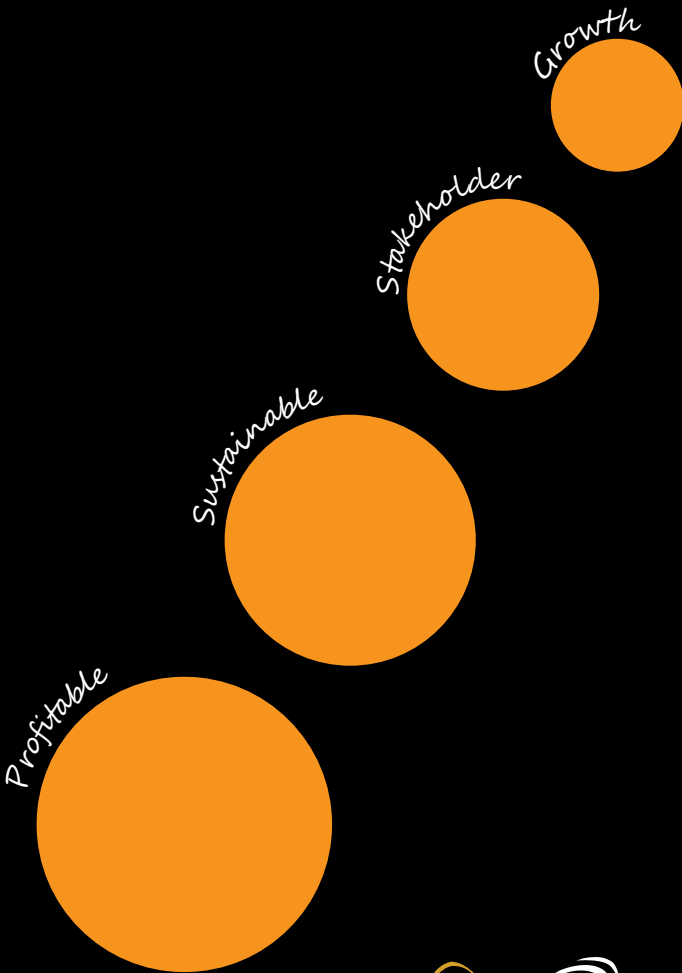


Audited Annual Results
2011



PAN AFRICAN
RESOURCES
PIC

The African Focused Precious Metals Producer

A Sound Business model

The Group has developed a sound business model during the year based on our track record of delivery. Our business philosophy is based on four guiding pillars:

Profitability

Profit describes our commitment to grow the margin between our revenue and 'all-in' cost base. This however, is on the condition that profits can never come at the exploitation of our stakeholders. In short, our stakeholders also need to profit from their association with us. This means no compromise on safety, credibility, honesty and integrity.

Sustainability

We need to take decisions that will benefit our stakeholders on a continued basis over the life of the business. We are not about short term gains at the expense of the long term viability of the business. We need to optimise our returns and minimise our risks, be flexible and adapt to a changing world. We are part of the environment in which we do business, and cannot stand divorced from this environment, our responsibilities or our commitments towards it.

Stakeholder Value

Stakeholders include our shareholders, employees and the communities directly surrounding our operations. We also need to abide by and respect the laws of the countries in which we operate. We need to be fair and reasonable when dealing with contractors and suppliers and will not solicit or entertain any form of bribery to enable preferential treatment. We will ensure that we have a communication platform in place to facilitate effective communications between all stakeholders and the Group in a constructive manner without prejudice.

Growth

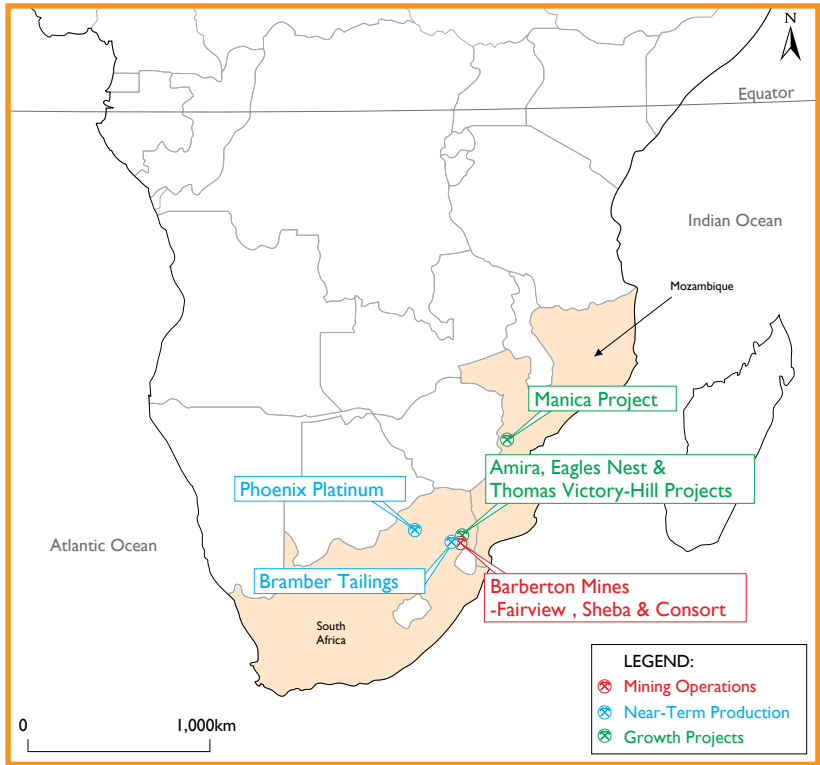
This relates to our continued drive and passion to grow the other pillars of our Company. Our growth, however, cannot simply be for the sake of trying to be the biggest. Growth must unlock value and must not compromise our business pillars.

We will always make decisions in the best interest of our stakeholders, by being true to our strategy and the four business pillars that support our vision.

Supporting our strategy of:

Building a sustainable and profitable African focused precious metals mining company.

Geographic Location



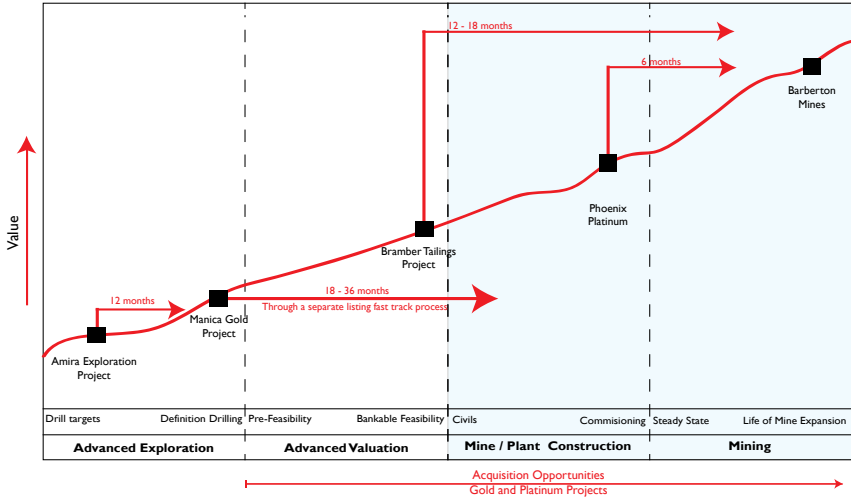
Pan African Resources PLC
(hereinafter referred to the "Company", 'Pan African Resources' or 'Pan African')
(Incorporated in England & Wales under the Companies Act 1985
with registration number 3937466 on 25 February 2000)

Share code on AIM: PAF

Share code on JSE: PAN

ISIN: GB0005300496

Strategic Overview



Planned Action

- Strengthen our Statement of Comprehensive Income by:
 - Bringing surface stockpiles at Barberton to account (288kt @ 2.23g/t in situ).
 - Starting PGM production at Phoenix Platinum project (12,200oz 4E per annum).
 - Bringing Bramber Tailings project to account within 12-18 months.
 - Fast tracking development of Manica project through separate listing (with its own access to capital) to unlock value.
- This will allow us to take full advantage of high commodity prices to:
 - Grow the earnings and dividend as well as,
 - Exploit further opportunities in the precious metals sector.

Salient Features

Group

- Gross revenue for gold sales increased by 15.62% to £79.2 million (2010: £68.5 million).
- Earnings Before Interest, Taxation, Depreciation and Amortisation ('EBITDA') increased by 14.00% to £28.5 million (2010: £25.0 million).
- Attributable profit increased by 20.28% to £17.2 million (2010: £14.3 million).
- Earnings per share ('EPS') increased by 15.38% to 1.20p (2010: 1.04p).
- Headline earnings per share ('HEPS') increased by 12.15% to 1.20p (2010: 1.07p).
- Profit margin increased by 30.36% to US\$ 584/oz (2010: US\$ 448/oz).
- Resource inventory increased by 22.46% to 5.67 Moz (2010: 4.63 Moz).
- Reserve inventory increased by 51.29% to 1.0 Moz (2010: 661 Koz).
- The Group's cash balance was £10.1 million (2010: £12.8 million) at year-end.
- Increased Group capital expenditure by 255.93% to £21.0 million (2010: £5.9 million).
- Final dividend of £7.4 million proposed (2010: £5.4 million dividend paid).

Mining Operations - Barberton Mines (Pty) Ltd ('Barberton Mines')

- Gold sold decreased by 6.01% to 92,197oz (2010: 98,091oz), mainly due to a reduction in tonnes mined at Barberton.
- Sustaining and increasing production profile at Barberton Mines through continued capital investment of £6.8 million (2010: £5.9 million).
- Safety performance showed a significant improvement with Lost Time Injury Frequency Rate ('LTIFR') improving by 47.62% to 2.2 (2010: 4.2) and Serious Injury Frequency Rate ('SIFR') by 40.00% to 0.66 (2010: 1.1).
- Achieved one million fatality-free shifts over a 15-month period post financial year.
- Increase in total cost of production, in South African Rands, contained to 4.09%, which is below the South African rate of inflation.
- Increase of the Barberton Mines Life of Mine ('LOM') from 10 to 17 years.

Near Term Production Projects – Phoenix Platinum Mining (Pty) Ltd ('Phoenix Platinum') and the Bramber Tailings Project ('Bramber')

- Completing construction of Phoenix Platinum Chrome Tailings Retreatment Plant ('CTRP'), which will generate revenue from Platinum Group Metals ('PGM's'): Platinum, Palladium, Rhodium and Gold.* Production forecast to commence in December 2011.
- Defined a total indicated resource of 147,500oz (3.130Mt @ 1.47g/t in situ) at indicated recoveries of 52.00% for the Bramber Tailings Project at Barberton Mines.

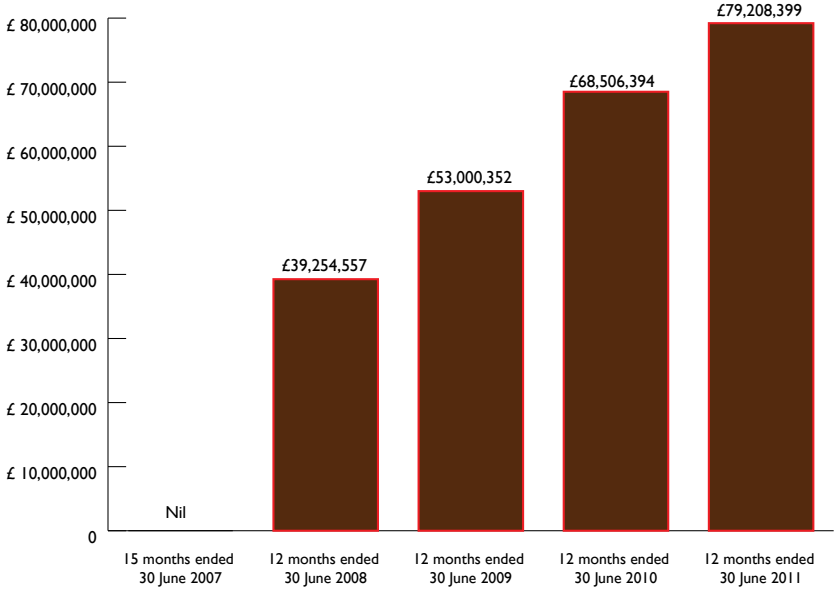
Growth Projects –Manica Gold Project

- Announced intention to list Manica as a stand-alone entity in order to unlock shareholder value and fast-track development.

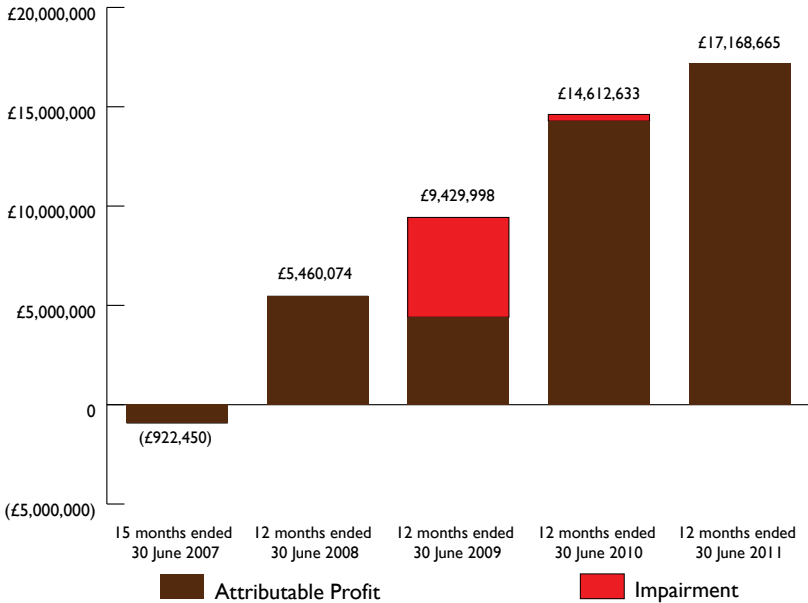
* Platinum (56.7%), Palladium (27%), Rhodium (16%) and Gold (0.5%).

Group Results

Revenue



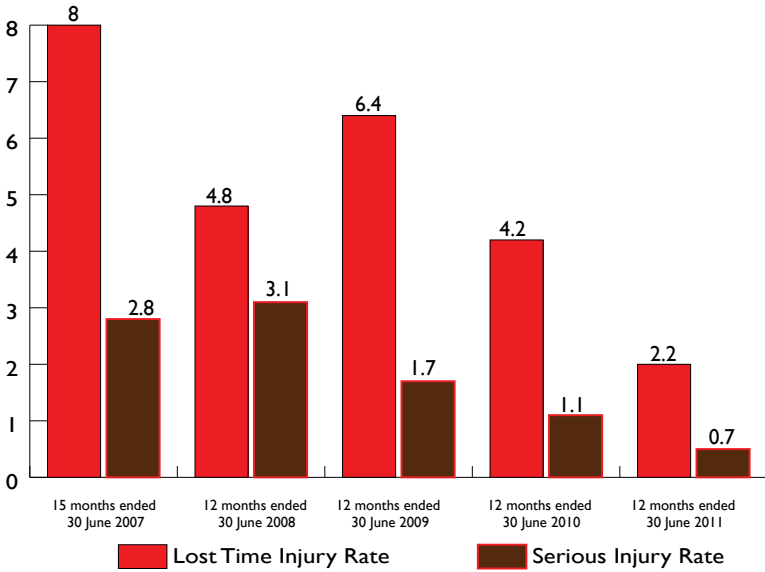
Attributable Profit / (Loss)



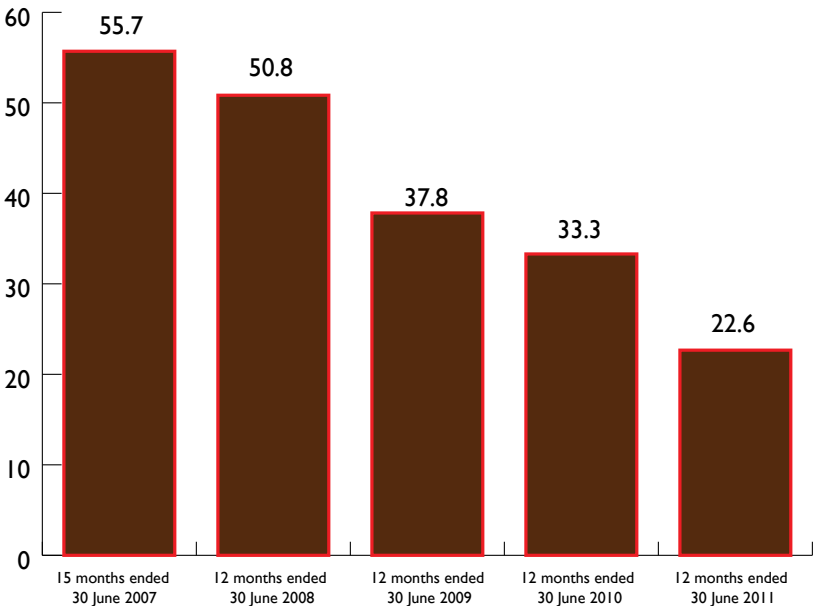
Review of the Barberton Mining Operations

Safety Performance

Accident Rates (per million man hours)



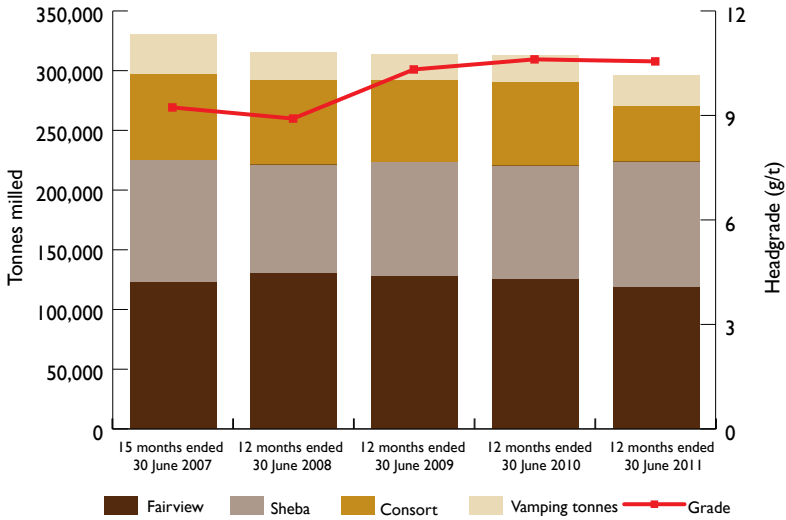
Total Recordable Injury Frequency Rate



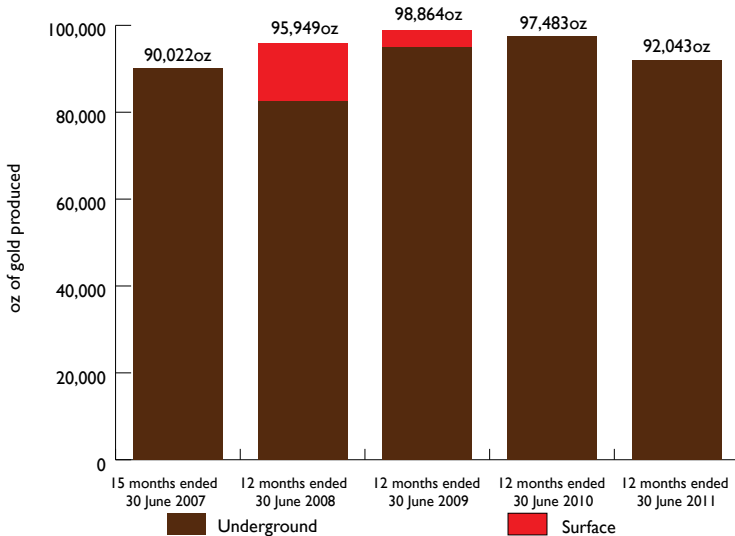
Review of the Barberton Mining Operations

Production Results

Production Statistics

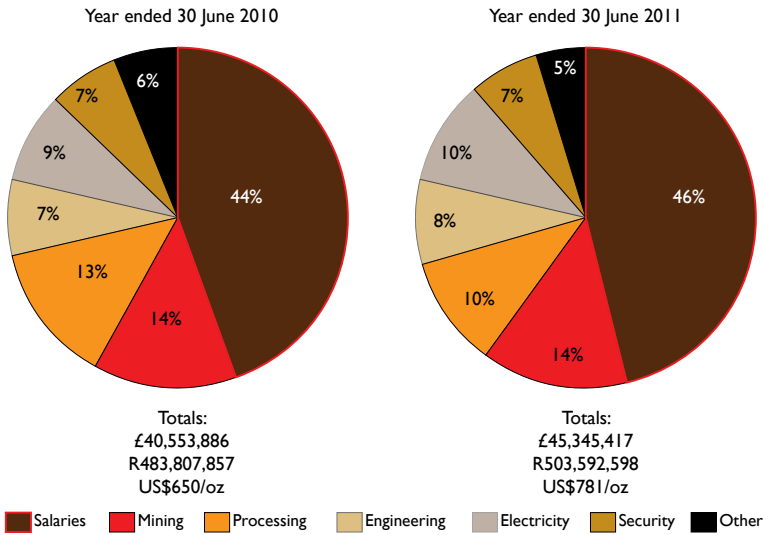


Gold Produced (oz)

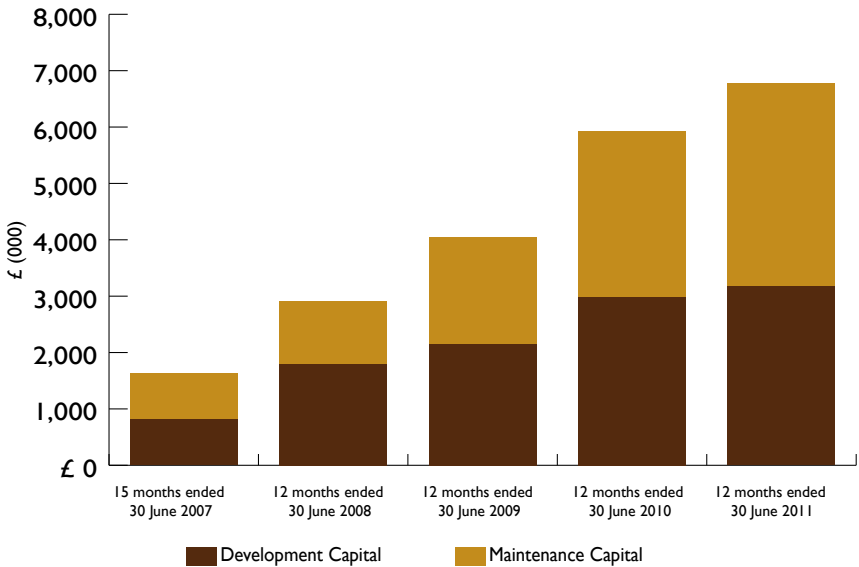


Review of the Barberton Mining Operations

Cash Cost Breakdown (excluding Capex)



Capital Expenditure (excluding surface programme)



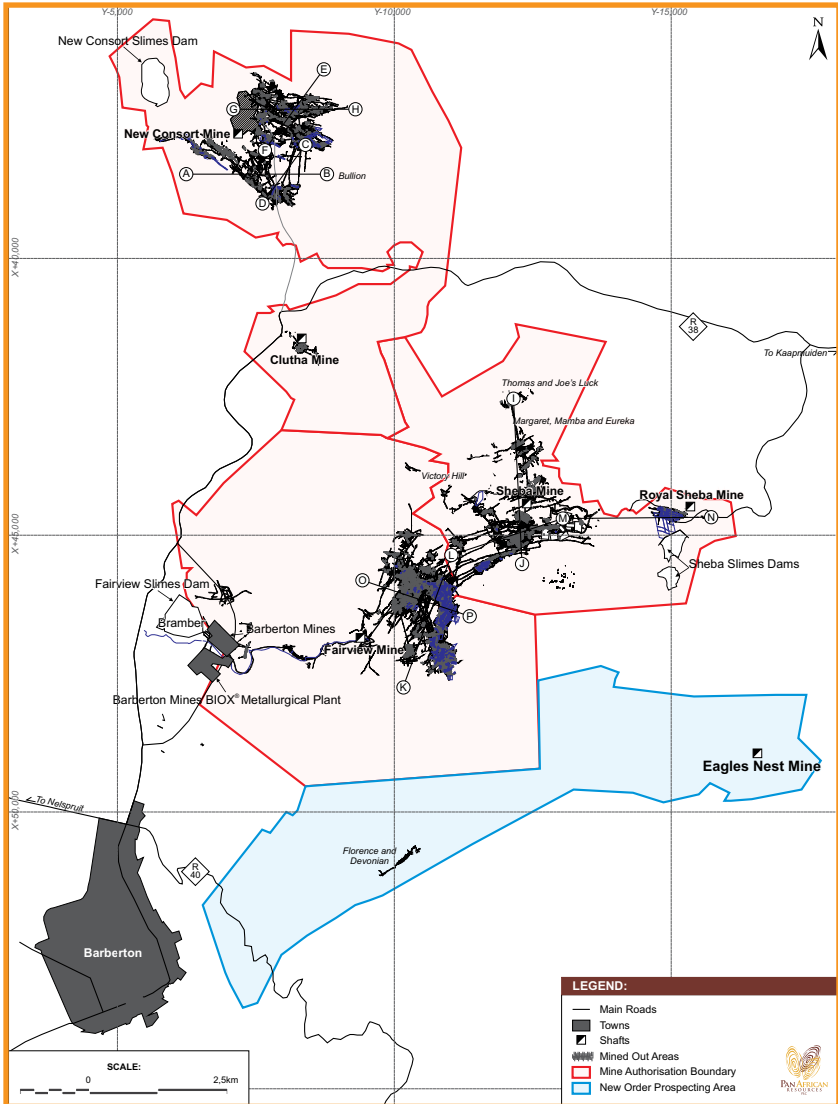


Gold Pour, Fairview Section, Barberton Mines

Notes:

Review of the Barberton Mining Operations

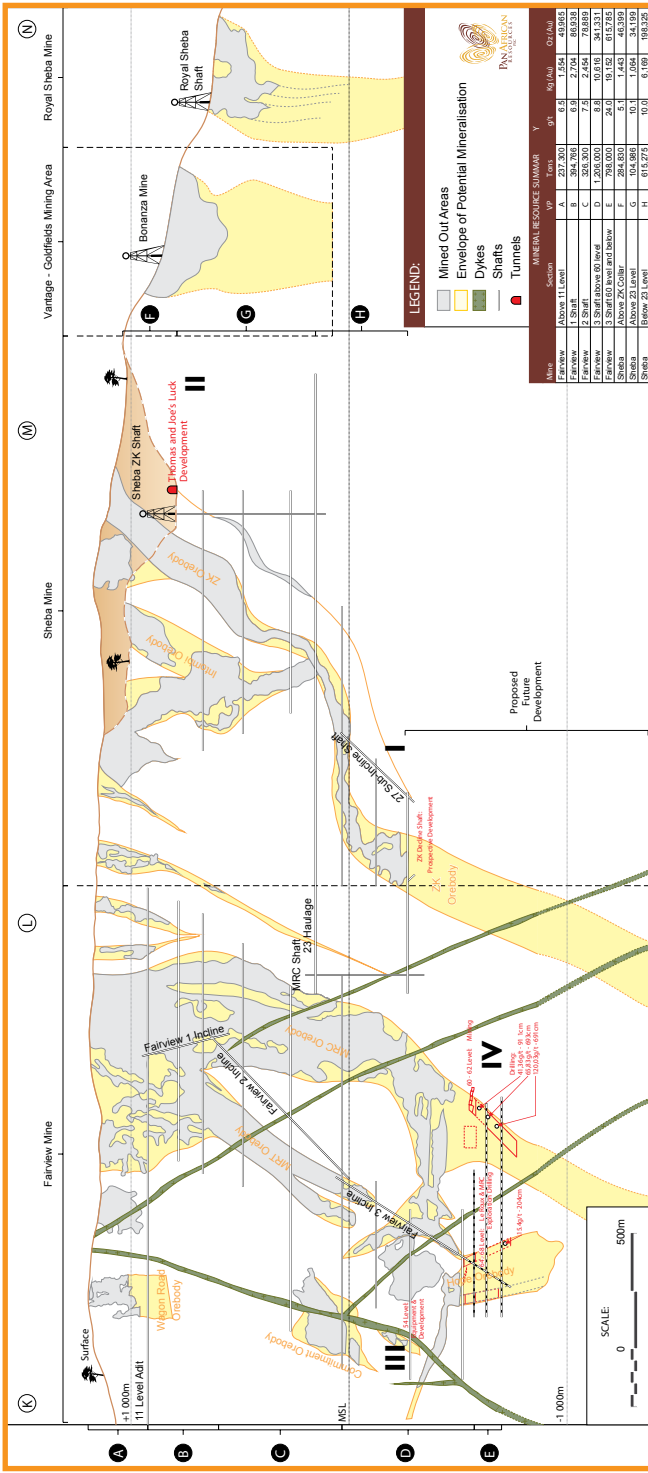
Shareholders' Plan of Mining Operations





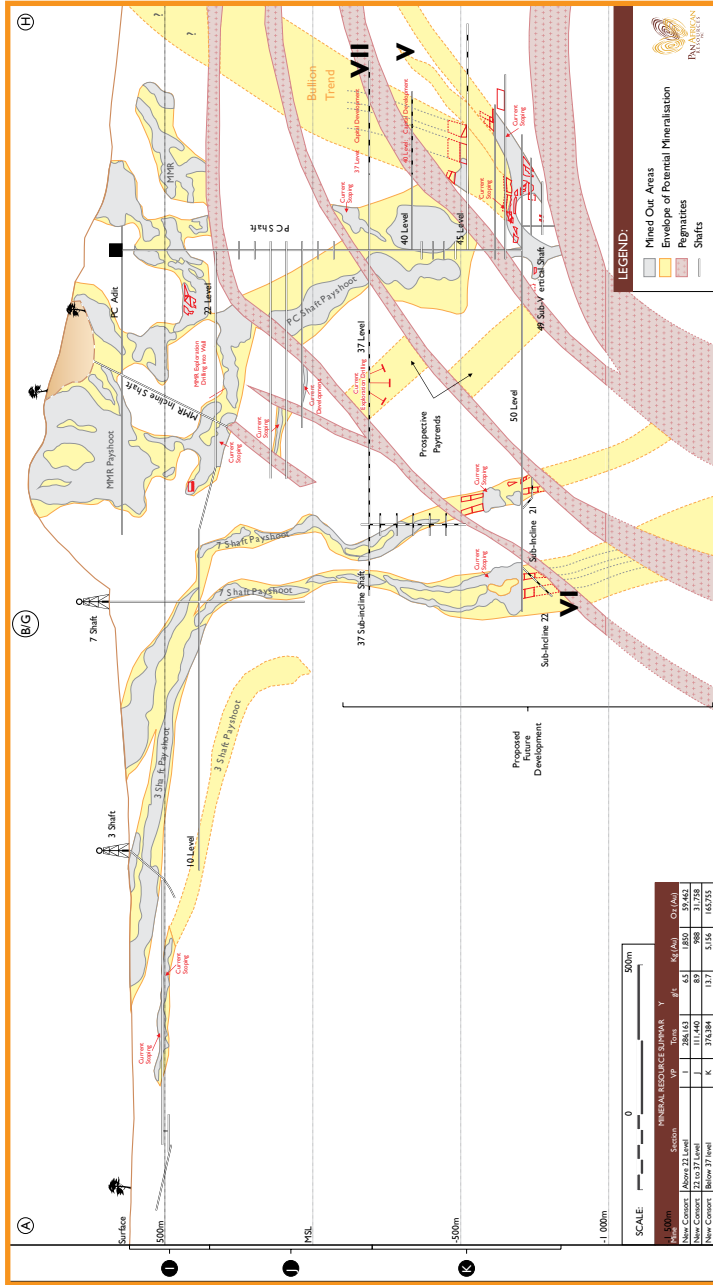
Fairview Section, Barberton Mines

Longitudinal Section Through Fairview and Sheba Mines



Key	Project
I	Sheba – 36ZK
II	Sheba – Edwin Bray to Thomas and Joe's Luck area
III	54 Level Rossiter Ortbody
IV	Fairview – 3 Shaft Deepening

Longitudinal Section through New Consort Mine

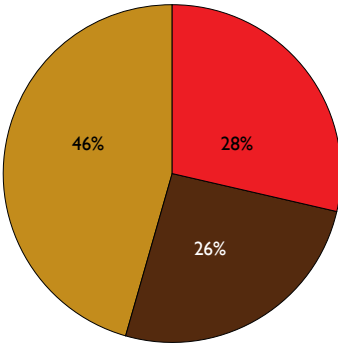


Key	Project	Key	Project
V	Consort – 40 level station establishment	VII	Consort – 37 Level Development
VI	Consort – 50 Level Decline West		

Review of the Barberton Mining Operations

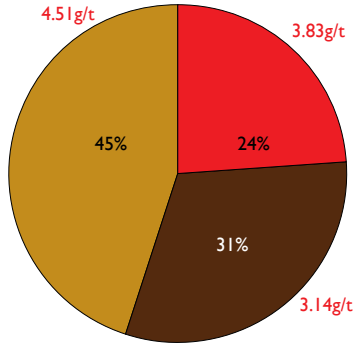
Development Metres Drilled

Total Development *



7,158.7m

Reef Development



1,982.7m

Sheba

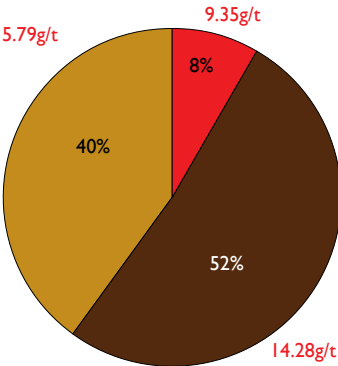
Fairview

New Consort

*This exclude capital development

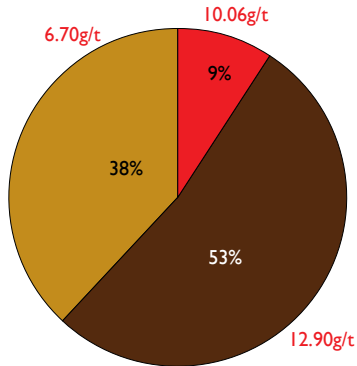
Resource Growth

Total Resource



2.700 Moz @ 6.64g/t

Measured and Indicated



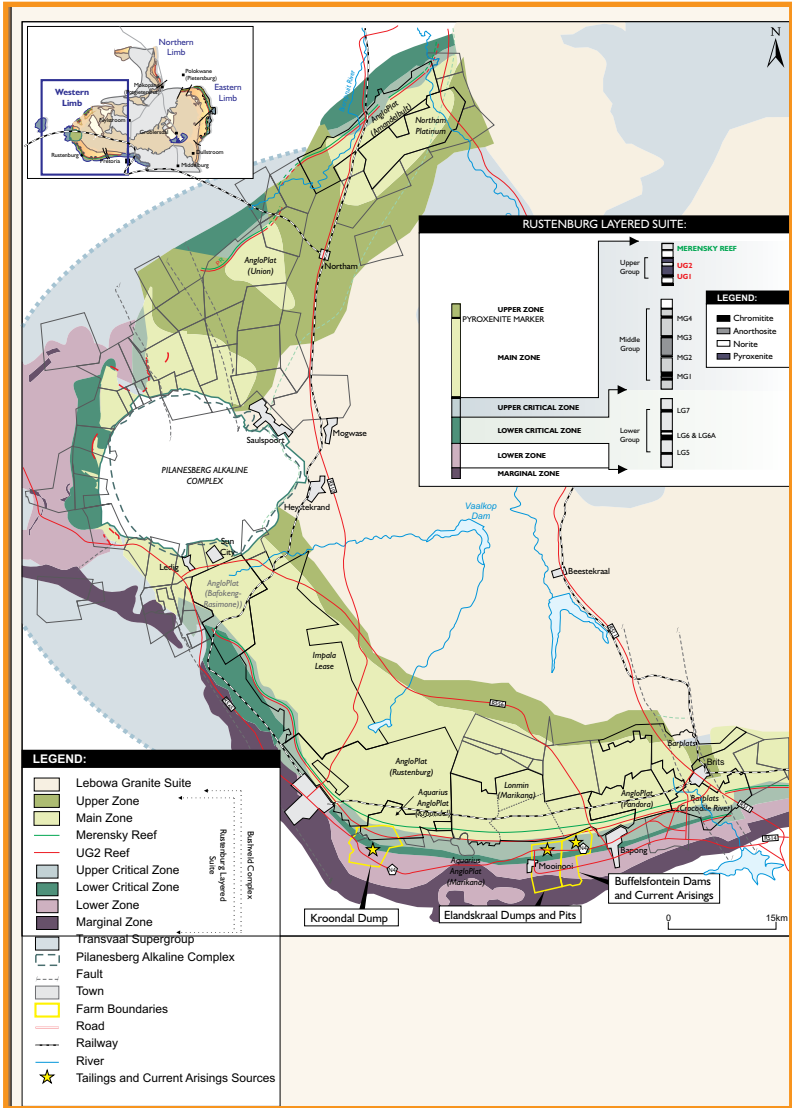
2.050 Moz @ 6.30g/t

Sheba

Fairview

New Consort

Review of the Phoenix Platinum Project



Project Summary

Name of project	The Phoenix Platinum processing project	
Location	North-West Province (South Africa)	
Status	Under Construction	
Holding company	Phoenix Platinum	
Controlling company	Pan African (100% ownership)	
Geological setting	Chrome tailings from chrome seam mining in the Bushveld Igneous Complex situated on International Ferro Metals' (IFM) Lesedi operations.	
Products mined*	Platinum (56.5%), Palladium (27%), Rhodium (16%) and Gold (0.5%)	
Production forecast	Tonnes per annum	240,000t
	Grade**	3.52g/t
	Content per annum	12,200oz (PGM 4Es) @ 45% recovery
Working Costs	US\$466/oz †	
Estimated capital cost	£8.5 million	
Extraction method	Chrome Tailings Retreatment Plant ('CTRP'): Concentrator/flotation plant	
LOM	17 years	
Key management	Operations Manager	Ron Holding
	Project Engineer	Richard Künemann

* Metal split indicated from metallurgical test work

** Production Headgrade differs to the Average Resource grade due to the effect of selective mining and screening off of coarse low grade material during the processing of tailings.

† The ZAR:US\$ exchange rate used to calculate the US\$/oz working cost is 7.2. This working cost is for second half of 2012.

Review of the Phoenix Platinum Project

Milestones Achieved in 2011

Key event	Achievement	Completion date
CTRP site negotiation	Concluded agreement to construct the CTRP on IFM property	November 2010
CTRP Design	Concluded Lump Sum Turn Key Contract	November 2010
	Final Engineering Design	February 2011
CTRP Site establishment	Commence bulk earthworks	March 2011
	Order long lead items	March 2011
CTRP Construction	Commenced Mechanical Construction of feed thickener	June 2011
	Tailings storage facility ('TSF') extension	Completed design and allocated construction contract

Milestones Objectives for 2012

Key Event	Objective	Target Date	Comments
CTRP construction	Commission CTRP	October 2011	Effect of NUMSA strike.
	Produce first concentrate	December 2011	Six weeks before LSTK target
	Capital expenditure of £8.5 million		Within budget
TSF Management	Construct TSF Extension	October 2011	Take control of IFM TSF
	Re-mine Tailings Dam No. 2	September 2011	Stockpiling tailings for CTRP feed
PGM concentrate supply	Conclude concentrate offtake agreement with major producer	October 2011	Maximise potential revenue
Increase CTRP capacity	Secure additional feedstock	June 2012	Potential sources in the area being investigated



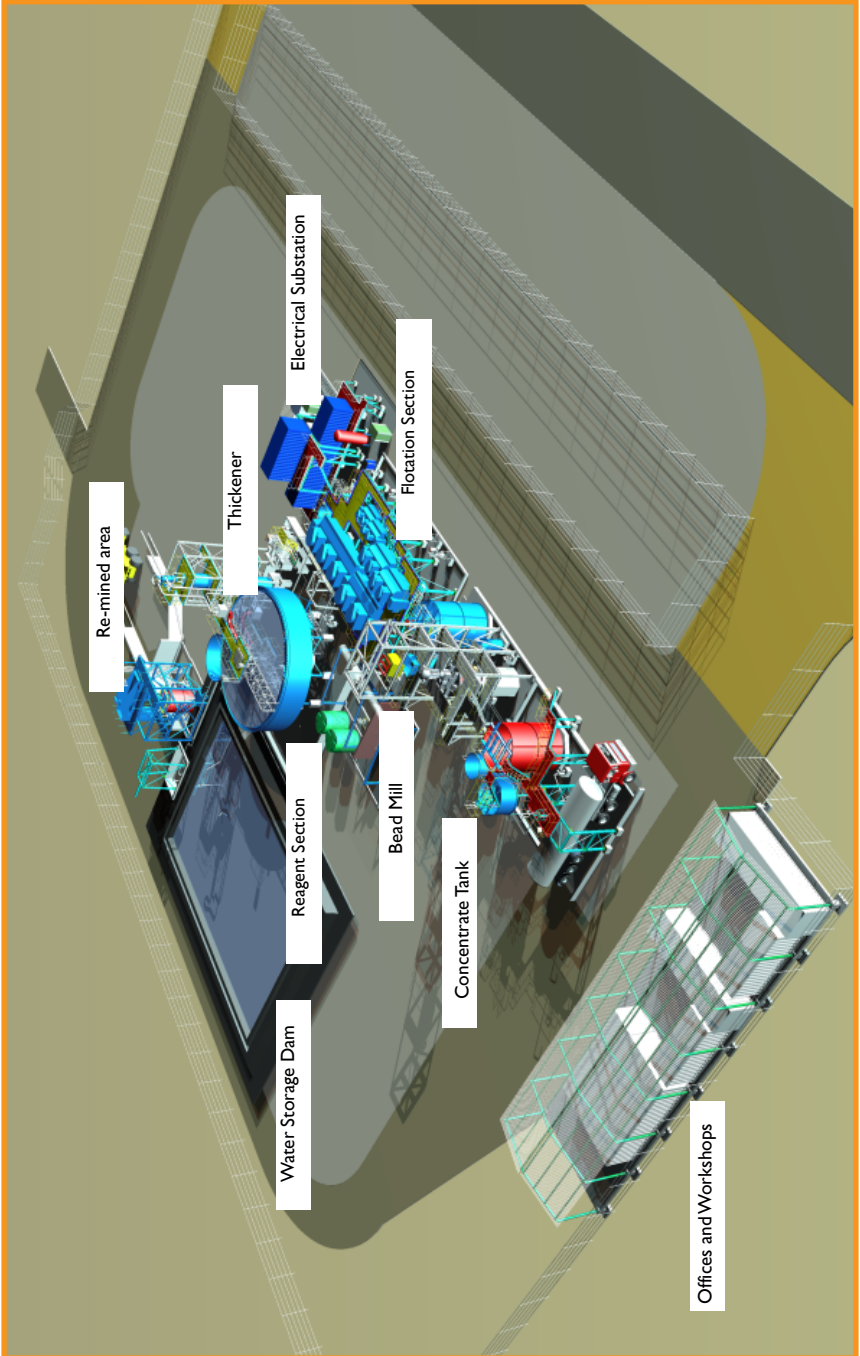
Plant construction with IFM's furnace in the background

Review of the Phoenix Platinum Project

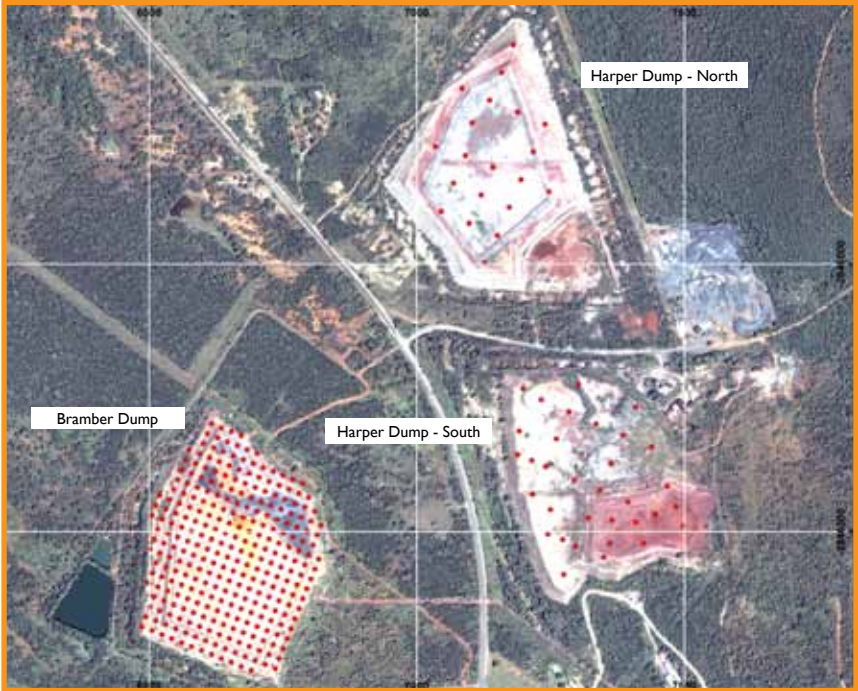
Plant Construction Progress as at end August 2011



3D representation of the completed plant



Review of the Bramber Tailings Project



Project Summary

Name of project	The Bramber Tailings Retreatment Project	
Location	Mpumalanga Province (South Africa)	
Status	Feasibility underway	
Holding company	Barberton Mines (Pty) Ltd	
Controlling company	Pan African (100% ownership)	
Geological setting	Gold tailings originating from the Fairview Mine	
Products mined	Gold	
Production forecast	Tonnes per annum	1,000,000 to 1,200,000t
	Grade (recovered)	0.76g/t *
	Content per annum	
Estimated capital cost	£ 22.5 million	
Extraction method	CIL plant	
LOM	3 years (Bramber only, excl. other surface dumps under investigation)	
Key management	Project Manager	Pieter Wiese
	Metallurgical Consultant	Eugene Nel

* Based on testwork indicating recoveries of 52%.

Review of the Bramber Tailings Project

Milestone Achievements

Key event	Achievement	Completion date
Tailings Storage Facility ('TSF') Auger Drilling	Completed	March 2011
Resource Statement	Initial resource verification	June 2011
	Reserve conversion	July 2011
Metallurgical test work	Initial metallurgical tests completed	June 2011
Engineering Design	Awarded to Matomo	June 2011

Project Milestones Objectives for 2011/12 *

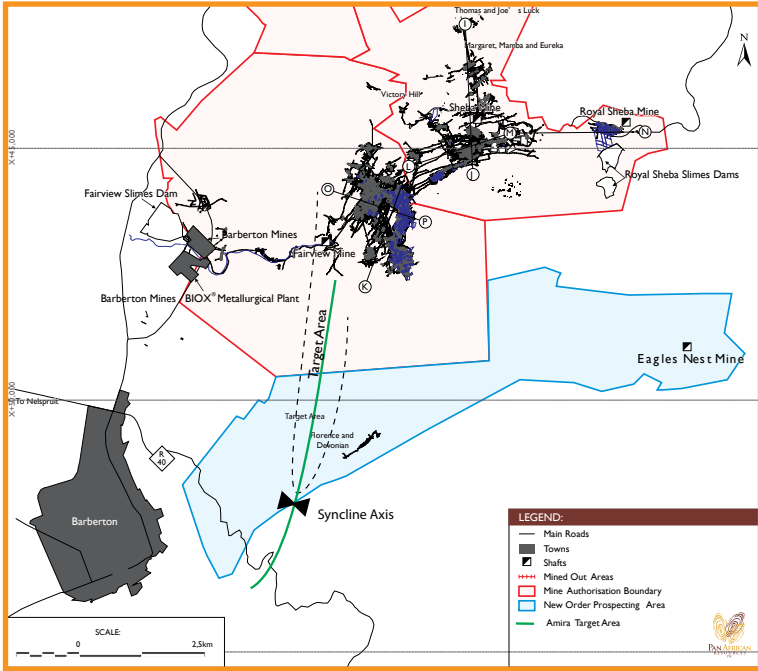
Key Event	Objective	Target Date
Feasibility Study Design	Process Flow Design (PFD)	October 2011
Construction tender	Appoint construction contract	December 2011
Detailed design and Execution	Commence Plant Construction	January 2012
Engineering Completion	Plant construction completed	October 2012
Commissioning	Plant hot and cold commissioning	November 2012
EIA	EIA extension, application and permitting	October 2012
TSF	Tailing Storage Facility design and construction (as per plant schedule)	October 2012
Production Start Up	Estimated first production	January 2013



Harper Dump North, Barberton

Notes:

Review of the Amira Exploration Project



Notes:

Project Summary

Name of project	Amira project	
Location	Mpumalanga Province (South Africa)	
Status	Exploration	
Holding company	Barberton Mines (Pty) Ltd	
Controlling company	Pan African (100% ownership)	
Geological setting	Prospecting area to the south of the Fairview Mine	
Products mined	Gold	
Estimated capital cost	£0.20 million	
Exploration method	Diamond and Reverse Circulation ('RC') drilling	
LOM	Potential extension to Barberton Mines	
Key management	General Manager	Casper Strydom
	Exploration Manager	Roelf le Roux

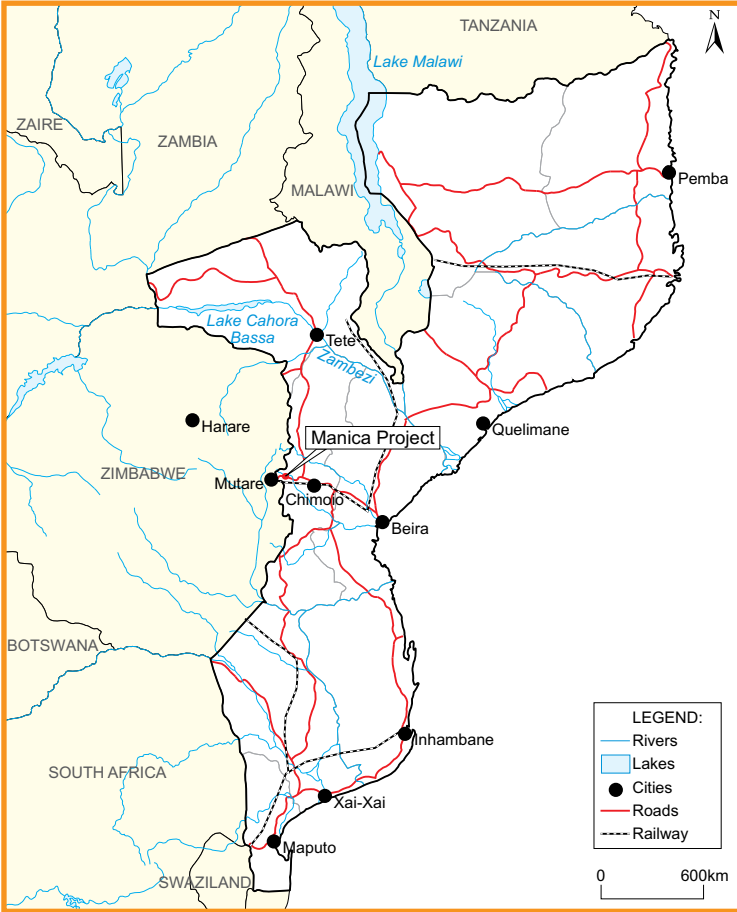
During 2006 Barberton Mines obtained a new order prospecting right, covering 1 900ha over ground previously held under claims, directly to the south of the Fairview mining licence.

The bulk of the gold production at Barberton Mines, and thus more than half of the total Barberton Greenstone Belt, is associated with sheared competency contrasting litho boundaries. The litho boundary most commonly found to host mineralized shears, is the boundary between the silicified, fuchsitic altered Zwartkoppie (ZK) unit and the greywacke and shale of the Sheba Formation. This ZK unit occurs in the Barberton Mines mining and prospecting area as folds, thrust into the over lying greywacke and shale. This whole sequence was subsequently refolded around the Ulundi Syncline ('Amira Project').

During the late 1990's AMIRA International Ltd, through researchers based at the University of Western Australia, carried out a research project at Barberton Mines. The aim of the project was to reconstruct the deformational process that coincided with the mineralizing event. The fold closure of the Ulundi Syncline was shown to be a favourable feature to concentrate mineralizing fluid flow (gold deposition). After extensive desktop studies, compiling more than a hundred years of exploration data and a recent airborne geophysical survey, drill targets were selected based on known mineralization models and the best interpretation of the structural regime of the Barberton Mines ore bodies at Fairview and Sheba mines. Numerous anomalies, similar in footprint size to the Fairview anomaly, were identified over the Amira project.

The fold closure of the Ulundi syncline is the first drill target to be tested by surface diamond drilling with a budget of £0.20 million during the 2012 financial year. Two diamond drill holes, each to a depth of 1,000m, are planned for the next year. If these holes confirm the geological model and present evidence for gold mineralizing fluid flow, then follow-up diamond drilling and RC drilling will be carried out.

Review of the Manica Project



Project Summary

Name of project	The Manica gold project	
Location	Manica Province (Mozambique)	
Status	Scoping study (metallurgical test at pre-feasibility level)	
Holding company	Explorator Limitada	
Controlling company	Pan African (100% ownership)	
Geological setting	Sediments and metavolcanics within the Odzi-Mutare-Manica greenstone belt	
Product	Gold	
Production estimate	Open Pit	Approximately 50,000oz*
	Underground	Approximately 100,000oz*
Estimated capital cost	USD 150 to USD 180 million	
Extraction method	Based on an optimised open pit mine design followed by underground mining, applying a sublevel open stoping methodology. The project team is currently investigating the viability of an alternative processing route including BIOX® and ultrafine grind.	
LOM	Scoping design indicates 16 years at 100koz gold per annum (open pit and underground mining option). The open pit operation is expected to have an 8 year LOM.	
Key management	Project Manager	Craig Hutton
	Metallurgical Consultant	Graeme Farr

* Still at concept level of design.



Core Sample, Manica

Notes:

Pan African Outlook

- Continue to drive profitable, sustainable, stakeholder growth.
- Grow dividend yield.
- Bring two near-term production projects to account and grow Statement of Comprehensive Income.
- Produce income from both gold and platinum.
- Use our Balance Sheet to take advantage of further precious metals opportunities.

Notes:



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(Incorporated and registered in England and Wales under Companies Act 1985
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Share code on AIM: PAF
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ISIN: GB0004300496

Highlights and Key Matters

Group

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- Earnings Before Interest, Taxation, Depreciation and Amortisation ('EBITDA') increased by 14.00% to £28.5 million (2010: £25.0 million).
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- Sustaining and increasing production profile at Barberton Mines through continued capital investment of £6.8 million (2010: £5.9 million).
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Growth Projects –Manica Gold Project

- Announced intention to list Manica as a stand-alone entity in order to unlock shareholder value and fast-track development.

Financial Summary		2011	2010
		£	£
Gold sales	(£)	79,208,399	68,506,394
EBITDA	(£)	28,540,323	25,022,552
Attributable profit - Owners of the parent	(£)	17,168,665	14,277,232
EPS	(pence)	1.20	1.04
HEPS	(pence)	1.20	1.07
Weighted average number of shares in issue		1,432,666,738	1,366,268,709

Nature of Business

Pan African is a precious metals, African focused mining Group.

The Company remains unhedged and debt free, which means the Group has total leverage to the gold price and the ability to fund all on-mine capital expenditure internally. In addition, the Group has access to a £13.7 million revolving credit facility.

The Company's strategy of targeting low cost, high margin projects, which are either near or at production stage, enables it to consistently improve not only its resource base but also its profit margins. This also enables the Group to pay a dividend and ensures continued growth in shareholder value.

Financial Performance

Pan African is incorporated in England and Wales, and its reporting currency is pounds sterling (£). In the current financial year, Pan African changed its functional currency from £ to South African Rand ('ZAR' or 'Rand'), due to the fact that the Company's primary economic environment is now South Africa. The reporting currency has remained unchanged in £. Barberton Mines and Phoenix Platinum are South African incorporated companies, and their functional and reporting currency is ZAR. Manica is a Mozambican incorporated company and its functional and reporting currency is Meticals ("MZN").

When Barberton Mines, Phoenix Platinum and the Company financial statements are translated into £ for the purposes of Group consolidation and reporting, the annual average and year-end closing ZAR:£ exchange rates affect the Group consolidated financial results. In the current financial year, the average prevailing ZAR:£ exchange rate was 11.11:1 (2010: 11.93:1), and the closing ZAR:£ exchange rate was 10.94:1 (2010: 11.53:1). The year-on-year change in the average and closing exchange rates of 6.87% and 5.12% respectively should be taken into account for the purposes of comparing year-on-year results.

When Manica financial statements are translated into £ for the purposes of Group consolidation and reporting, the year-end closing MZN:£ exchange rate affects the Group consolidated financial results. In the current financial year, the closing MZN:£ exchange rate was 45.33:1 (2010: 50.86:1). The year-on-year change in the average and closing exchange rate of 10.87%, should be taken into account for the purposes of comparing year-on-year results.

Gross revenue from gold sales increased by 15.62% to £79.2 million (2010: £68.5 million). The increase in revenue was mainly attributed to a 24.41% increase in the average US\$ gold spot price received to US\$1,366/oz (2010: US\$1,098/oz), and the depreciation of the £ against the ZAR during the reporting period. The average US\$:ZAR exchange rate was 7.91% stronger at ZAR6.99 compared to the previous year (2010: ZAR7.59), which negatively impacted revenue received in ZAR. The effective ZAR gold price was 14.51% higher at ZAR306,757/kg (2010: ZAR267,876/kg). Mining profit at Barberton Mines grew by 24.70% to £30.8 million (2010: £24.7 million).

Cost of production increased by 11.58% to £45.3 million (2010: £40.6 million). In Rand terms, cost of production increased by 4.09% to ZAR503.6 million (2010: ZAR483.8 million). This increase is mainly attributable to a 17.34% increase in electricity costs to ZAR49.4 million (2010: ZAR42.1 million), security costs increasing by 4.01% to ZAR33.7 million (2010: ZAR32.4 million) and salary, wages and other staff expenses increasing by 7.84% to ZAR232.4 million (2010: ZAR215.5 million).

Barberton Mines absorbed the first full year effect of the cost of the new South African mining royalty tax implemented in March 2010, which amounted to £2.4 million (2010: £0.8 million). EBITDA for the year under review was £28.5 million (2010: £25.0 million), an increase of 14.00%. EPS increased by 15.38% to 1.20p (2010: 1.04p) and HEPS were up 12.15% to 1.20p (2010: 1.07p), supported by increased revenue from gold sales.

Other expenses increased 47.37% to £2.8 million (2010: £1.9 million). Group income tax increased by 19.48% to £9.2 million (2010: £7.7 million), due to increased revenue and profits before tax.

Review of Barberton Mines

Safety & Training

Barberton Mines is pleased to report no fatalities for the year under review. Post the reporting period, during the month of July 2011, Barberton Mines achieved one million fatality free shifts.

The Barberton Mines operating sections, comprising the Fairview, Sheba and New Consort mines, showed further improvement year-on-year. The Lost Time Injury Frequency Rate ('LTIFR') improved to 2.2 (2010: 4.2) and the Serious Injury Frequency Rate ('SIFR') decreased to 0.66 (2010: 1.1). The Total Recordable Injury Frequency Rate ('RIFR') also decreased to 22.6 (2010: 33.3).

During the year a Safety, Health, Environment and Communities ('SHEC') management system was fully implemented. This system provides for two specific functional levels - strategic and operational. The strategic function focuses on risk management of global and national concerns and issues, inclusive of legal and regulatory requirements, whilst the operational management drives the systems' foundations, implementation, compliance and monitoring functions. The continued success of the SHEC system is highly dependent on the attention of the different role players, including: corporate and operational management, employees, contractors and employee representative bodies. The training of management and employees as identified by the Risk Management Framework segment of the SHEC programme is an ongoing process. The Company is of the opinion that this management system is delivering the intended outputs.

Operating Performance

Barberton Mines sold 92,197oz of gold during the year, a decrease of 6.01% from the previous year (2010: 98,091oz). This decrease is the result of the mining operations milling 296,200 tonnes, a decrease of 5.42% from the prior year (2010: 313,167 tonnes). Head grade and overall recoveries remained relatively constant at 10.55g/t (2010: 10.61g/t) and 90.80% (2010: 91.21%) respectively.

Production was affected by a strike at the Fairview section in the first quarter of the reporting year, which impacted the operations by an estimated 3,000oz. Management made significant progress during the year in making up the lost production and was on schedule to produce close to 100,000oz by year end. Production however had to be stopped in one of the most significant production contributing sections at the Fairview mine in April 2011, in order to address poor rockwall conditions. As a result additional long anchors had to be inserted into the roof of the mining area to ensure safe mining. Despite the impact on production, operations in the section were halted, as the safety of our employees cannot be compromised. The stoppage had a further negative impact of 3,000oz on planned production.

Management intends to undertake the following corrective actions to address the risk of similar production problems:

- Surface stockpiles have been identified and are being evaluated (representing 288,675 tonnes at a grade of 2.23 g/t) and where viable will be trucked to processing plants with capacity for additional tonnes, to counter any negative underground deficit in volume during the coming year.
- The development of two additional access platforms into the high-grade ore-zone at Fairview mine to increase mining flexibility is ongoing.
- Re-evaluating certain calcine stockpiles on surface, which could be re-treated through the Segalla plant (additional capital will be required to ensure the plant is refurbished).

Total cash costs per ounce increased by 20.15% to US\$781/oz (2010: US\$650/oz). In Rand per kilogram terms, total cash costs increased by 10.59% to ZAR175,520/kg (2010: ZAR158,711/kg).

Total capital expenditure at the mine increased by 15.25% to £6.8 million or 6.82% to ZAR75.2 million (2010: £5.9 million or ZAR70.4 million). Maintenance capital expenditure of £3.6 million (2010: £2.9 million) and development capital expenditure of £3.2 million (2010: £3.0 million) was incurred.

Production Summary

Financial Year:		2011	2010	2009	2008	2007
Tonnes Milled	(t)	296,200	313,167	313,952	315,305	330,367
Headgrade	(g/t)	10.55	10.61	10.32	8.90	9.20
Overall Recovery	(%)	91	91	91	91	92
Production: Underground	(oz)	92,043	97,483	94,909	82,436	90,022
Production: Calcine Dump	(oz)	-	-	3,955	13,513	-
Gold Sold	(oz)	92,197	98,091	97,353	99,078	89,572
Average Price: Spot	(R/kg)	306,757	267,876	251,740	193,159	148,151
Average Price: Hedge	(R/kg)	-	-	-	105,850	96,067
Average Price: Spot	(US\$/oz)	1,366	1,098	867	823	640
Average Price: Hedge	(US\$/oz)	-	-	-	451	415
Total Cash Cost US\$/oz sold	(US\$/oz)	781	650	469	476	465
Total Cash Cost R/Kg sold	(R/Kg)	175,520	158,711	136,178	111,272	107,656
Total Cost per Ton	(R/t)	1,707	1,537	1,313	1,088	908
Total Mining Cost per Ton	(R/t)	1,648	1,486	1,256	1,045	858
Capital Expenditure	(£)	6,773,729	5,918,271	4,052,665	2,901,792	1,637,359
Exchange rate - average	(ZAR/£)	11.11	11.93	14.39	14.68	13.95
Exchange rate - closing	(ZAR/£)	10.94	11.53	12.66	15.56	14.18
Exchange rate - average	(ZAR/US\$)	6.99	7.59	9.03	7.30	7.20
Exchange rate - closing	(ZAR/US\$)	6.83	7.65	7.72	7.80	7.00

Capital Expenditure

Organic Growth Projects

During the year under review, a total of £6,8 million was spent on capital expenditure, of which £3,1 million was for capital development projects.

The progress of the projects are summarised below:

Project	2011 (metres)	2010 (metres)	Resource target (oz)
Sheba – 36ZK	294	140	6,000
Sheba – Edwin Bray to Thomas and Joe's Luck area	491	1,056	17,000
54 Level Rossiter orebody	(Level equipping completed)	0	11,000
Fairview – 3 Shaft Deepening	149	36	278,000
Consort – 40 level station establishment	34	0	10,000
Consort – 50 Level Decline West	123	100	26,000
Consort – 37 Level Development	74	97	(new target area)

I. Sheba – 36 ZK

Good progress has been made with the development on the hanging wall contact on 36 Level. The establishment of a second escape access way to improve ventilation to 35 Level was also completed during the year. The horizontal development along the hanging wall contact will continue during the financial year, reaching the ZK target area towards the end of 2012 financial year.

II. Sheba – Edwin Bray, Thomas and Joe's Luck area

Incline development towards the high grade surface borehole intersections was carried out during the financial year. It is expected that the elevation of these free gold intersections will be reached by the end of the 2012 financial year. This development will be done in conjunction with exploration drilling to determine the potential down dip extension of the Thomas fracture. Development towards the Joe's Luck area is planned for the 2013 financial year.

III. Fairview – 54 Level Rossiter Orebody

Equipping of 54 Level was completed during the year. Horizontal development of 120 meters is planned for the 2012 financial year to reach the mineralised zone.

IV. Fairview – 3 Shaft Deepening

A winder cross cut and 95% of the shaft slipping was completed during the financial year. The establishment of return airways and shaft equipping below 62 Level has commenced and will be completed in the 2012 financial year. A total of 186 metres of development, inclusive of shaft sinking is planned for the 2013 financial year.

V. Consort – 40 Level Development

Equipping of the level was completed during the financial year and development into the pegmatite commenced. Developing through the pegmatite will target the possible upward extension of the high grade Bullion mineralised zone.

VI. Consort – 50 Level Decline West

The second station landing was established during the year and was followed up with horizontal development exposing a known zone of mineralisation. Decline shaft sinking towards the final station has commenced and will be completed during the 2012 financial year.

VII. Consort – 37 Level Development

The 37 Level East haulage was re-equipped during the financial year and horizontal development extended towards the Bullion mineralised zone. This capital project has subsequently been put on hold until the 40 Level Development intersects the upward projected extension of the Bullion mineralised zone

On-Mine Development

The on-mine developments are summarised below:

On-Mine Development for 2011	New Consort		Fairview		Sheba	
	metres	g/t	metres	g/t	metres	g/t
Reef Development	483	3.83	626	3.14	874	4.51
Stope Development	455	7.09	229	6.41	92	13.67
Waste Development	1,080	-	1,044	-	2,276	-
Total Development	2,018	-	1,899	-	3,242	-
Capital	377	-	331	-	789	-

Maintenance Capital

The maintenance capital at Barberton Mines amounted to £3.6 million. Expenditure on processing plant maintenance was £0.6 million for the year, as a result of purchasing of a new Knelson concentrator at the Sheba plant and installation of new blowers and compressors in the BIOX® plant at Fairview. A new BIOX® Elution Column replacement was purchased for £0.1 million. The extension of the tailings dam at the Fairview section of Barberton Mines was completed at a cost of £0.7 million. The total metallurgical maintenance and replacement expenditure for the year under review amounted to £1.3 million.

The capital expenditure on the maintenance of engineering equipment and infrastructure totaled £1.1 million for the year. Upgrading the mining equipment fleet was a key focus area during the year, with expenditure of £0.2 million to re-build load haul dumpers. The purchase of new hoppers cost £0.1 million.

Expenditure on the refurbishment of shafts and headgears at the mine amounted to £0.1 million. The replacement of obsolete compressors with modern, more efficient units and the upgrading of pumping and reticulation systems amounted to £0.1 million for the year. The old mobile crane was replaced by the purchase of a new mobile crane for £0.2 million.

The balance of the maintenance capital was principally spent on the final implementation of the SHEC system for £0.16 million, replacement of light vehicles for £0.04 million, a new X-Ray unit for £0.04 million, a new Symons crusher to the value of £0.05 million and new pump replacements costing £0.06 million.

Mineral Resources Management ('MRM')

MRM strategy

The MRM initiative will continue to be a key strategic corporate focus for the Group and forms an integral part of our sustainable business pillar, enabling management to ensure:

- that the economic value of mineral assets is optimally managed and extracted;
- integration of technical and associated functional disciplines along the business value chain;
- increased levels of corporate governance through continued audit and quality control; and
- the creation of shareholder value.

Gold inventory

The total South African Code for Reporting of Exploration Results, Mineral Resources and Mineral Reserves ("SAMREC") compliant resource inventory for the Group increased, when measured in terms of gold content, by 22.46% to 5.67Moz (63.15Mt @ 2.79g/t in situ), compared to 4.63Moz (41.85Mt @ 3.45g/t in situ) in 2010. The increase at Barberton resulted from additional drilling and underground development, which led to a re-definition of geological envelopes and geostatistical re-evaluation. At Manica a geostatistical re-evaluation provided greater geological confidence to project indicated and inferred mineralised envelopes further along dip.

During the year under review, the Group's reserve in gold content that is attributable to Barberton Mines increased significantly by 51.29% to 1Moz (3.83Mt @ 8.12g/t), compared to 661,000oz (2.318Mt @ 8.87g/t) in 2010. Based on a historical conversion factor of 85% of the Measured and Indicated blocks to Proved and Probable, LOM has been increased from 10 to 17 years. This clearly shows that the Group's focus on Mineral Resource Management is bearing fruit in terms of building a long-term sustainable business.

The focus on the identification of shallow, low cost mineral resources, which can be brought to account in the near term, has resulted in the delineation of the Bramber surface tailings resource. The Bramber tailings project represents a Measured and Indicated Resource of 147,500oz (3.128Mt @ 1.47g/t in situ) and a proved and probable reserve of 76,000oz (3.128Mt @ 0.76g/t based on tested recoveries of 52%). This approach may not only see the production profile grow, but could also impact positively on the cost structure at Barberton Mines. The focus will remain on growing shallow low cost mineral resources.

As part of this focus the Group will be drilling several surface boreholes towards the south of the Fairview mine, where near-surface geophysical targets have been identified that could represent a surface area footprint equal to all the mining that have taken place at the Fairview section. The Fairview section has mined over 4Moz of gold over its life.

Platinum inventory

The Phoenix Platinum project represents SAMREC compliant PGM Mineral Resource of 470,300oz (4.64Mt @ 3.15g/t).

Of the total Mineral Resource, 154,700oz is classified as surface sources (1,964kt @ 2.45g/t) and 315,600oz (2,682kt @ 3.66g/t) as current arisings.

Current feasibility work indicates a LOM of 17 years at a depletion rate of approximately 12,000oz PGM's per annum.

Projects

Review of Phoenix Platinum

The Company is pleased to report that the following significant milestones have been achieved:

- Conclusion of the agreement to construct the CTRP on the International Ferro Metals (Pty) Limited ('IFM') Lesedi property
- Award of the Lump Sum Turn Key contract to Matomo Projects (Pty) Ltd ('Matomo') to construct the plant
- Completion of the final engineering design
- Commencement of bulk earthworks
- Start of plant construction

Plant construction is underway and the first concentrate is expected to be produced ahead of schedule, by the end of December 2011. This is a significant milestone for the Group, as it distinguishes Pan African as both a primary gold and PGM producer, and further demonstrates the Group's project development ability. The commencement of production by December 2011 will result in an additional revenue contribution for the 2012 financial year, and will further strengthen the statement of comprehensive income and increase our margins.

Review of Manica Gold

The Group announced on 19 August 2011 that it was considering listing the Manica project as a stand-alone entity on an international exchange, for the following reasons:

- The Group's capital is currently committed to bringing its organic growth projects (Phoenix Platinum, Bramber Tailings and Amira) to account at an estimated capital cost of £35.0 million,
- Shareholders have indicated that they do not favour a mixture of mining assets and exploration/early development projects, and
- Key strategic partners identified as partners in developing Manica require access to a separate and independent entity.

In order to fast track the project, it is envisaged that a separate listing will benefit all stakeholders because:

- The new entity will have its own dedicated management team,
- Separate access to capital to fund an aggressive project development plan,
- Operational flexibility, and
- Attract strategic development partners.

Should this strategy for Manica prove viable, the Group will initially retain a shareholding and board position on the newly listed entity. Shareholders will be kept informed on the progress made in due course.

Bramber Tailings project

A total of 308 auger drill holes were drilled on a grid of 20 metres by 20 metres, representing a total of approximately 6,074 metres. Samples of each hole were taken at 1.5 metres intervals and composited at 3 metres intervals, representing a total of 2,344 samples taken for assaying. Modelling and geological profiling of the boreholes confirmed two distinct positional populations across the tailings dam which is the result of historical deposition that took place in two separate compartments, a higher grade BIOX® tail section and a lower grade concentrator/flotation tail section.

Geostatistical modelling indicates 74,600oz (758kt @ 3.06g/t in situ) for the BIOX® section and 72,900oz (2.369Mt @ 0.96g/t in situ) for the concentrator/flotation section. This represents a total resource of 147,500oz (3.130Mt @ 1.47g/t in situ).

A total of 10 composite samples representative of the tailings dam were submitted for metallurgical recovery test work. Initial excess cyanide test work indicated recoveries varying between 45% and 55%. Kinetic test work was also done to determine residence time, which guides the process flow design for optimum plant configuration. Indicative recoveries of 52% have been determined.

The feasibility study covering plant design, final process flow design, volume throughput, chemical and reagent consumption, recoveries and capital and operating expenditure will be completed by Q2 of the 2012 financial year. If feasible, a new plant will be constructed to treat approximately 1.2Mt per annum of tailings for three years. An Order of Magnitude estimate study completed by Matomo estimates the capital cost of the project at approximately ZAR250 million (approximately £22.9 million). Plant construction is estimated to take 12 months.

The Company has also completed initial auger drilling on another 9Mt of tailings, which if viable could extend the Life of Project from approximately three to ten years and increase the annual production profile at the mine by approximately 20,000oz. The initial drilling programme has been completed and the associated metallurgical test work applicable to the completed expansion is expected within the next quarter. The auger holes drilled totalled 100 and equates to 1,804m. The 1,368 samples taken at 1.5m increments were composited at 3m intervals, for a total of 872 combined samples submitted for gold content determination. A total of 10 composites, representing the various dumps, were submitted for metallurgical test work. Final results of assays and metallurgical test work are still pending.

Of the total Mineral Resource, 24%, by volume (51% by gold content), originated from the BIOX® process. The flotation process produced the balance.

New Business

The Group re-focused its new business team during the year under review to focus on the development on the Bramber tailings project as a "stand alone" business. This strategy has paid off with the team busy evaluating a further 9Mt of tailings material to the current resource of 3.1 Mt. The team will remain focused on completing a definitive feasibility study by Q2 of the 2012 financial year, in order to bring the project to account and capitalise on current high gold prices.

The company is currently reviewing gold and platinum opportunities that are either in production or close to production in South Africa.

Capital Expenditure and Commitments

Capital expenditure at Barberton Mines totalled £6.8 million (2010: £5.9 million), of which development capital was £3.2 million (2010: £3.0 million) and maintenance capital was £3.6 million (2010: £2.9 million).

Capital expenditure on growth projects totalled £14.1 million (2010: £0.98 million), which was incurred on the development of Phoenix Platinum.

There were £3.7 million (2010: £0.11 million) in outstanding orders contracted for capital commitments at the end of the financial year. Authorised commitments for the new financial year not yet contracted for totalled @9.6 million.

Operating lease commitments, which fall due within the next year, amounted to £0.19 million (2010: £0.20 million).

The Group had no contingent liabilities in either the current or the prior financial years.

The Group had guarantees of £13.7 million in favour of Nedbank Limited (2010: £nil), as well as £0.35 million (2010: £0.33 million) in favour of the South African electricity public utility company ("Eskom") and guarantees of £0.27 million (2010: £0.25 million) in favour of the South African Department of Mineral Resources ("DMR").

Basis of Preparation of Financial Statements

Investors should consider non-Generally Accepted Accounting Principles (“GAAP”) financial measures shown in this preliminary announcement in addition to, and not as a substitute for or as superior to, measures of financial performance reported in accordance with International Financial Reporting Standards (“IFRS”). The IFRS results reflect all items that affect reported performance and therefore it is important to consider the IFRS measures alongside the non-GAAP measures.

JSE Limited listing

The Company has a dual primary listing on JSE Limited (“JSE”) and the AIM Market (“AIM”) of the London Stock Exchange. The Company previously maintained a secondary listing on the Alternative Exchange (AltX) market of the JSE. The transfer to the Main Board of the JSE was implemented on 1 December 2009, in the comparative period.

The preliminary announcement has been prepared in accordance with the framework concepts and the measurement and recognition requirements of IFRS, the AC 500 standards as issued by the Accounting Practices Board (“APB”) and the information as required by International Accounting Standards (“IAS”) 34: Interim Financial Reporting.

The Group’s South African external auditors, Deloitte & Touche, have issued their opinion on the Group’s Annual Financial Statements for the year ended 30 June 2011. The audit was conducted in accordance with International Standards on Auditing. They have expressed an unmodified opinion on the Annual Financial Statements from which the Group’s preliminary announcement was derived. A copy of their audit report is available for inspection at the Company’s registered office. Any reference to future financial performance included in these Group Financial Statements has not been reviewed or reported on by the Group’s South African external auditors.

AIM Listing

The financial information for the year ended 30 June 2011 does not constitute statutory accounts as defined in sections 435 (1) and (2) of the United Kingdom (“UK”) Companies Act 2006. Statutory accounts for the year ended 30 June 2010 have been delivered to the Registrar of Companies and those for 2011 will be delivered following the Company’s annual general meeting. The UK external auditors (Deloitte LLP) have reported on these accounts. Their report was unqualified, did not include a reference to any matters to which auditors draw attention by way of emphasis of matter and did not contain a statement under section 498 (2) or (3) of the Companies Act 2006. The Group announcement (the Group’s financial statements) has been prepared in accordance with IFRS and International Financial Reporting Interpretation Committee (“IFRIC”) interpretations adopted for use by the European Union, with those parts of the Companies Act 2006 applicable to companies reporting under IFRS.

Directorship Change

No changes occurred during the year under review.

Shares Issued

During the year under review, the Company announced the issue and allotment of 34,500,000 new ordinary shares in respect of share options exercised:

- On 25 August 2010 4,000,000 shares issued to N Steinberg at 4 pence per share.
- On 6 October 2010 6,000,000 shares issued to J Nelson at 2 pence per share.
- On 4 November 2010 4,000,000 shares issued to R Still at 4 pence per share.
- On 4 November 2010 7,500,000 shares issued to Pangea Exploration (Pty) Ltd (“Pangea”) at 4 pence per share.
- On 10 November 2010 3,000,000 shares issued to J Yates at 5.5 pence per share.
- On 25 November 2010 4,000,000 shares issued to M Bevelander at 7 pence per share.
- On 25 November 2010 4,000,000 shares issued to EVictor at 5.5 pence per share.
- On 25 November 2010 2,000,000 shares issued to EVictor at 7 pence per share

Dividend

The Board of Directors proposes a final dividend for the year ended 30 June 2011 of £7.4 million (2010: 5.4 million), which was calculated on 1,444,040,711 issued shares currently outstanding, equates to 0.5135p per share (2010: Final dividend of 0.3723p declared), and is to be approved by shareholders at the forthcoming annual general meeting of the Company.

Going Concern

The board confirms that the business is a going concern and that it has reviewed the business' working capital requirements in conjunction with its future funding capabilities for at least the next 12 months and has found them to be adequate. The Group is debt free and has secured a three-year revolving credit facility with Nedbank Limited. The Group has not yet utilised the facility as it currently has sufficient cash on hand. Management is not aware of any material uncertainties that may cast significant doubt on the Group's ability to continue as a going concern. Should the need arise the Group can cease most exploration and capital activities, and by doing so conserve cash.

Events After the reporting period

The only material changes to the business occurring after the reporting period was the resignation of Mr. Rowan Smith from the board of directors, and the subsequent appointment of Ms. Phuti Malabie (effective date: 20 July 2011), and the Company's announcements to investigate a separate listing for Manica.

Accounting Policies

The preliminary announcement has been prepared using accounting policies that comply with the International Financial Reporting Standards ('IFRS') adopted by the European Union and South Africa, which are consistent with those applied in the financial statements for the year ended 30 June 2011 and prior year end 2010.

Effective 1 July 2010, the Company changed its functional currency from Pounds Sterling to South African Rands to reflect the Company's primary economic environment and operating currency. For the purpose of the consolidated financial statements, the results and financial position of each Group Company is expressed in Pounds Sterling.

Directors' Dealings

Please see the detailed table for Directors' Dealings following the financial statements.

Statement of Directors' Responsibilities

The Directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations. Company law requires the Directors to prepare financial statements for each financial year. The Directors are required by the IAS Regulation to prepare the Group financial statements under IFRS as adopted by the European Union and have also elected to prepare the parent company financial statements in accordance with IFRS as adopted by the European Union. The financial statements are also required by law to be properly prepared in accordance with the UK Companies Act 2006.

IAS 1 requires that financial statements present fairly for each financial year the Group's financial position, financial performance and cash flows. This requires the faithful representation of the effects of transactions, other events and conditions in accordance with the definitions and recognition criteria for assets, liabilities, income and expenses set out in the IASB's Framework for the preparation and presentation of financial statements'. In virtually all circumstances, a fair presentation will be achieved by compliance with all applicable IFRS. However, directors are also required to:

- properly select and apply accounting policies;
- present information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information; and
- provide additional disclosures when compliance with the specific requirements in IFRSs are insufficient to enable users to understand the impact of particular transactions, other events and conditions on the entity's financial position and financial performance.

The Directors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the Group and enable them to ensure that the financial statements comply with the UK Companies Act 2006. They are also responsible for safeguarding the assets of the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Segment Reporting

A segment is a distinguishable component of the Group that is engaged in providing products or services in a particular business sector (operating segment), which is subject to risk and rewards that are different to those of other segments. The Group's business activities were conducted through three business segments, firstly in Barberton Mines located in Barberton South Africa, and the Group's corporate and exploration activities and Phoenix Platinum. The Chief Executive Officer reviews the operations in this manner:

Pan African Outlook - The Future

The Group will continue to drive profitable, sustainable, stakeholder growth. We have laid a solid foundation in terms of our mining and project development skillset and we have grown the strength of our cashflows and Statement of Financial Position. This will allow us to allocate significant resources in building an organic pipe-line of projects at Barberton Mines which:

- Have cost structures of less than US\$450/oz
- Have profit margins in excess of 35%
- Should be producing within 12 to 24 months

These projects will significantly grow our Group's Statement of comprehensive income during a period that should continue to see high commodity prices. The timing of this growth could not be more opportune.

We have started building our precious metals mining house – still small, but highly profitable and focused. We have developed a sound business model and philosophy that have now been tried and tested. Together with our strategic partners and stakeholders we will leverage this to our competitive advantage.

Once again our achievements have been a team effort and I would like to thank everyone in the organisation for their passion, dedication and drive in achieving the results presented in this report, and also for their commitment moving forward.

To our fellow board members, thanks for your guidance and wise counselling.

We look forward to a year that will see us producing both platinum and gold!



Jan Nelson
Chief Executive Officer



Cobus Loots
Financial Director

12 September 2011

Condensed Consolidated Statement of Comprehensive Income
for the year ended 30 June 2011

	Group	
	30 June 2011 (Audited) £	30 June 2010 (Audited) £
Revenue		
Gold sales	79,208,399	68,506,394
Realisation costs	(157,763)	(162,791)
On - mine revenue	79,050,636	68,343,603
Cost of production	(45,345,417)	(40,553,886)
Depreciation	(2,885,243)	(3,125,093)
Mining Profit	30,819,976	24,664,624
Other expenses	(2,796,657)	(1,929,787)
Impairment	-	(335,401)
Royalty costs	(2,368,239)	(837,378)
Net income before finance income and finance costs	25,655,080	21,562,058
Finance income	802,022	661,645
Finance costs	(40,128)	(67,915)
Profit before taxation	26,416,974	22,155,788
Taxation	(9,248,309)	(7,655,913)
Profit after taxation	17,168,665	14,499,875
Other comprehensive income:		
Foreign currency translation differences	3,814,677	2,379,762
Total comprehensive income for the year	20,983,342	16,879,637
Profit attributable to:		
Owners of the parent	17,168,665	14,277,232
Non-controlling interest	-	222,643
	17,168,665	14,499,875
Total comprehensive income attributable to:		
Owners of the parent	20,983,342	16,809,093
Non-controlling interest	-	70,544
	20,983,342	16,879,637

	Group	
	30 June 2011 (Audited) £	30 June 2010 (Audited) £
Earnings per share	1.20	1.04
Diluted earnings per share	1.19	1.03
Weighted average number of shares in issue	1,432,666,738	1,366,268,709
Diluted number of shares in issue	1,438,824,573	1,379,880,423
Headline earnings per share is calculated :		
Basic earnings	17,168,665	14,277,232
Adjustments: Impairment	-	335,401
Headline earnings	17,168,665	14,612,633
Headline earnings per share	1.20	1.07
Diluted headline earnings per share	1.19	1.06

Condensed Consolidated Statement of Financial Position

at 30 June 2011

	Group	
	30 June 2011 (Audited) £	30 June 2010 (Audited) £
ASSETS		
Non-current assets		
Property, plant and equipment and mineral rights	59,052,015	37,495,010
Other intangible assets	14,214,426	13,087,880
Goodwill	21,000,714	21,000,714
Rehabilitation trust fund	3,013,385	2,740,546
	97,280,540	74,324,150
Current assets		
Inventories	1,457,202	1,126,374
Trade and other receivables	4,254,401	3,794,659
Cash and cash equivalents	10,123,822	12,756,262
	15,835,425	17,677,295
TOTAL ASSETS	113,115,965	92,001,445
EQUITY AND LIABILITIES		
Capital and reserves		
Share capital	14,440,406	14,095,406
Share premium	50,932,830	49,732,830
Translation reserve	8,310,542	4,495,865
Share option reserve	861,450	754,394
Retained income	37,607,283	25,814,783
Realisation of equity reserve	(10,701,093)	(10,701,093)
Merger reserve	(10,705,308)	(10,705,308)
Equity attributable to owners of the parent	90,746,110	73,486,877
Total equity	90,746,110	73,486,877
Non - Current liabilities		
Long term provisions **	3,386,591	3,222,780
Long-term liabilities **	181,285	115,418
Deferred taxation	9,841,695	8,092,332
	13,409,571	11,430,530
Current liabilities		
Trade and other payables *	8,193,750	6,507,053
Current tax liability	766,534	576,985
	8,960,284	7,084,038
TOTAL EQUITY AND LIABILITIES	113,115,965	92,001,445

**Trade and other payables includes an amount of £1,465,299 relating to the leave pay accrual which was classified as a short term provision in the prior year. This is in accordance with IAS:19 Employee Benefits. The leave pay accrual balance as at 30 June 2009 was £1,151,895.

** Long term liabilities includes an amount of £115,418 relating to the post retirement benefits which was classified as long term provisions in the prior year. This is in accordance with IAS:19 Employee Benefits. The post retirement benefits balance as at 30 June 2009 was £136,602.

Condensed Consolidated Statement Of Cash Flows
For the year ended 30 June 2011

	Group	
	30 June 2011	30 June 2010
	£	£
NET CASH GENERATED FROM OPERATING ACTIVITIES	16,610,289	18,325,307
INVESTING ACTIVITIES		
Additions to property, plant and equipment, mineral rights	(21,033,991)	(5,935,346)
Additions to intangibles	(800,619)	(976,373)
Funding of rehabilitation trust fund	122,145	147,458
NET (CASH USED IN) / GENERATED FROM INVESTING ACTIVITIES	(21,712,465)	(6,764,261)
FINANCING ACTIVITIES		
Borrowings raised/(repaid)	-	(954,759)
Shares issued	1,545,000	48,000
Share issue costs	-	(5 866)
NET CASH FROM / (USED IN) FINANCING ACTIVITIES	1,545,000	(912,625)
NET (DECREASE) / INCREASE IN CASH AND CASH EQUIVALENTS	(3,557,176)	10,648,421
Cash and cash equivalents at the beginning of the year	12,756,262	2,389,301
Effect of foreign exchange rate changes	924,736	(281,460)
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	10,123,822	12,756,262

Condensed Consolidated Statement of Changes in Equity
for the year ended 30 June 2011

GROUP	Share Capital	Share Premium account	Translation reserve	Share option reserve	Retained earnings	Realisation of equity reserve	Merger reserve	Non-controlling interest	Total
	£	£	£	£	£	£	£	£	£
Balance at 30 June 2009	11,125,891	37,899,997	1,964,004	549,690	11,537,551	-	(10,705,308)	3,988,577	56,360,402
Issue of shares	2,969,515	11,838,699	-	-	-	(10,701,093)	-	(4,059,121)	48,000
Share issue costs	-	(5,866)	-	-	-	-	-	-	(5,866)
Current year movement	-	-	2,531,861	-	-	-	-	(152,099)	2,379,762
Profit for the year	-	-	-	-	14,277,232	-	-	222,643	14,499,875
Share Based payment - Charge for the year	-	-	-	204,704	-	-	-	-	204,704
Balance at 30 June 2010	14,095,406	49,732,830	4,495,865	754,394	25,814,783	(10,701,093)	(10,705,308)	-	73,486,877
Issue of shares	345,000	1,200,000	-	-	-	-	-	-	1,545,000
Current year movement	-	-	3,814,677	-	-	-	-	-	3,814,677
Profit for the year	-	-	-	-	17,168,665	-	-	-	17,168,665
Dividends paid	-	-	-	-	(5,376,165)	-	-	-	(5,376,165)
Share Based payment - Charge for the year	-	-	-	107,056	-	-	-	-	107,056
Balance at 30 June 2011	14,440,406	50,932,830	8,310,542	861,450	37,607,283	(10,701,093)	(10,705,308)	-	90,746,110

Consolidated Segmented Report

for the year ended 30 June 2011

	30 June 2011				30 June 2010			
	Barberton Mines	Phoenix Platinum*	Corporate and Growth Projects	Group	Barberton Mines	Phoenix Platinum*	Corporate and Growth Projects	Group
	£	£	£	£	£	£	£	£
Revenue								
Gold sales	79,208,399	-	-	79,208,399	68,506,394	-	-	68,506,394
Realisation costs	(157,763)	-	-	(157,763)	(162,791)	-	-	(162,791)
On - mine revenue	79,050,636	-	-	79,050,636	68,343,603	-	-	68,343,603
Cost of production	(45,345,417)	-	-	(45,345,417)	(40,553,886)	-	-	(40,553,886)
Depreciation	(2,885,243)	-	-	(2,885,243)	(3,125,093)	-	-	(3,125,093)
Mining Profit	30,819,976	-	-	30,819,976	24,664,624	-	-	24,664,624
Other expenses **	(288,930)	(12,943)	(2,494,784)	(2,796,657)	(173,988)	-	(1,755,799)	(1,929,787)
Impairment costs	-	-	-	-	-	-	(335,401)	(335,401)
Royalty costs	(2,368,239)	-	-	(2,368,239)	(837,378)	-	-	(837,378)
Net income / (loss) before finance income and finance costs	28,162,807	(12,943)	(2,494,784)	25,655,080	23,653,258	-	(2,091,200)	21,562,058
Finance income	29,065	-	772,957	802,022	193,155	-	468,490	661,645
Finance costs	(40,128)	-	-	(40,128)	(67,836)	-	(79)	(67,915)
Profit /(loss) before taxation	28,151,744	(12,943)	(1,721,827)	26,416,974	23,778,577	-	(1,622,789)	22,155,788
Taxation	(9,251,933)	3,624	-	(9,248,309)	(7,655,913)	-	-	(7,655,913)
Profit /(loss) after taxation	18,899,811	(9,319)	(1,721,827)	17,168,665	16,122,664	-	(1,622,789)	14,499,875
Other comprehensive income:								
Foreign currency translation differences	1,737,540	269,848	1,807,289	3,814,677	1,936,738	443,024	-	2,379,762
Total comprehensive income / (loss) for the year	20,637,351	260,529	85,462	20,983,342	18,059,402	443,024	(1,622,789)	16,879,637

*Costs directly attributable to Phoenix Platinum, along with attributable overheads, are capitalised to capital under construction

** Other expenses are excluding inter-company management fees and dividends

Segmental Assets	43,333,140	16,990,521	31,791,590	92,115,251	43,420,283	4,858,063	22,722,385	71,000,731
Segmental Liabilities	20,212,973	1,556,006	600,876	22,369,855	18,049,443	85,206	379,919	18,514,568
Goodwill	-	-	-	21,000,714	-	-	-	21,000,714
Net Assets (excluding goodwill)	23,120,167	15,434,515	31,190,714	69,745,396	25,370,840	4,772,857	22,342,466	52,486,163
Capital Expenditure	6,773,729	14,079,722	180,540	21,033,991	5,918,271	-	17,075	5,935,346

Directors' Dealings

Name	Relationship to Company	Date	Exercise Price (if applicable)	Shares Issued in relation to share options issued	No. of shares sold	Remaining holding after sale
JP Nelson	CEO	6 October	2 pence per share	6,000,000		
		12 October			2,500,000	3,622,442
		8 November			2,500,000	1,122,442
R Still	Non-Executive Director	4 November	4 pence per share	4,000,000		
		14 December			1,300,000	2,700,000
		30 December			700,000	2,000,000
J Yates	Immediate family member of R Still's *	9 November		3,000,000		
		26 November			450,000	2,550,000
		1 December			600,000	1,950,000
		3 December			542,268	1,407,732
		6 December			661,289	746,443
		7 December			746,443	-
C Loots	Financial Director	11 November			65,000	65,000
Pangea Exploration (Pty) Ltd ('Pangea')	**	4 November	4 pence per share	7 500 000		
		10 and 11 November			1,250,000	44,993,798
		17 and 18 November			567,126	43,876,605
		17 and 18 November			1,021,071	43,309,479
		19 and 22 November			331,193	42,288,408
		23 November			132,807	41,824,408

* Mr R Still, a non-executive director of the Company, is an immediate family member of Mrs J Yates. Mr R Still is therefore deemed to have an indirect, non-beneficial interest in Mrs Yates's holding in the Company.

** Mr R Still, a non-executive director of the Company, is also a director of Pangea and a trustee of a family trust which owns 33.33% of Pangea. Mr Still is therefore deemed to have an indirect, non-beneficial interest in Pangea's holding in the Company.

Appendices



Visible gold in rock sample taken from Fairview

Barberton Mines Resource and Reserve Summary: Total Mine

Resource Table	Resource @ March 2010				Resource @ March 2011				+/- Variance				% Variance Year on Year			
	kt	g/t	t	koz	kt	g/t	t	koz	kt	g/t	t	koz	kt	g/t	t	koz
Measured	5,280	5.91	31,200	1,000	2,750	8.45	23,300	750	(2,530)	3.14	(7,900)	(250)	(47.85%)	43.01%	(25.43%)	(25.43%)
Indicated	4,160	6.09	25,300	810	7,340	5.50	40,300	1,300	3,180	4.72	15,000	490	76.46%	(9.76%)	59.23%	59.23%
Inferred	2,330	7.50	17,500	560	2,510	8.01	20,100	650	180	14.50	2,600	90	7.83%	6.78%	15.14%	15.14%
Total	11,770	6.29	74,000	2,370	12,600	6.64	83,700	2,700	830	11.69	9,700	330	7.09%	5.63%	13.13%	13.13%
Total Measured & Indicated	9,440	5.99	56,500	1,810	10,090	6.30	63,600	2,050	650	10.92	7,100	240	6.91%	5.23%	12.50%	12.50%

Reserve Table	Reserve @ March 2010				Reserve				+/- Variance				% Variance Year on Year			
	kt	g/t	t	koz	kt	g/t	t	koz	kt	g/t	t	koz	kt	g/t	t	koz
Proved	1,420	6.91	9,800	320	1,220	7.30	8,900	290	(200)	4.69	(0,900)	(30)	(14.06%)	5.24%	(9.55%)	(9.55%)
Probable	900	11.97	10,800	350	2,610	8.51	22,200	710	1,710	6.65	11,400	360	190.44%	(29.13%)	105.84%	105.84%
Total	2,320	8.87	20,600	670	3,830	8.10	31,100	1,000	1,510	6.95	10,500	330	65.34%	(8.74%)	50.90%	50.90%

* Frans Chadwick, the Chief Surveyor at Barberton Mines, signs off mineral Resources for Barberton Mines. He is a member of the South African Council for Professional and Technical Surveyors (PLATO) (PMS0033). The reported Mineral Resource Statements are SAMREC Compliant and the Resource numbers in the Mineral Resource and Mineral Reserve tables have been rounded to reflect the appropriate level of confidence. Mineral Reserves are reported as subsets of Mineral Resources. Some errors may occur due to rounding.

Phoenix Platinum Resource and Reserve Estimate

Project	Resource Category	Mass (kt)	4E Metal Grade (g/t)	Mineral Resource 4E Metal (kg)	Mineral Resource 4E (oz)	Recovery (%)	Reserve Category	Mass (kt)	4E Metal Grade (g/t)	Mineral Reserves 4E Metal (kg)	Mineral Reserves 4E (oz)
Surface Tailings	Measured	218	3.66	797	26,000	45%	Proved	218	1.65	359	12,000
	Indicated					45%	Probable				
	Inferred										
Buffelsfontein Tailings Dams	Total	218	3.66	797	26,000	45%	Total	218	1.65	359	12,000
	Measured	1,149	2.45	2,813	90,000	45%	Proved	1,149	1.10	1,266	41,000
	Indicated	145	2.03	295	9,000	45%	Probable	145	0.92	133	4,000
Elandskraal Dumps and Pits	Inferred	42	2.00	84	3,000						
	Total	1,336	2.39	3,192	102,000	45%	Total	1,294	1.08	1,399	45,000
	Measured	260	2.00	520	17,000	45%	Proved	260	0.90	234	8,000
Kroonstal Dumps	Indicated	30	2.00	60	2,000	45%	Probable	30	0.90	27	1,000
	Inferred	120	2.00	240	8,000						
	Total	410	2.00	820	27,000	45%	Total	290	0.90	261	9,000
Total Surface Tailings		1,964	2.45	4,809	155,000	45%	Total	1,802	1.12	2,018	66,000
Current Arisings											
Buffelsfontein Tailings Dams	Measured	1,597	3.66	5,845	188,000	45%	Proved	1,597	1.65	2,630	85,000
	Indicated	443	3.66	1,622	52,000	45%	Probable	443	1.65	730	23,000
	Inferred	642	3.66	2,348	75,000						
Total Current Arisings		2,682	3.66	9,815	316,000	45%	Total	2,040	1.65	3,360	108,000
Total Measured and Indicated (Proved and Probable)											
Surface Tailings & Current Arisings	Measured	3,224	3.09	9,975	321,000	45%	Proved	3,224	1.39	4,489	146,000
	Indicated	618	3.20	1,977	64,000	45%	Probable	618	1.44	890	28,000
Total		3,842	3.11	11,952	384,000	45%	Total	3,842	1.40	5,378	174,000
Grand Total (Surface Tailings + Current Arisings)											
Total Surface and Current Arisings		4,646	3.15	14,624	470,000	45%	Total	3,842	1.40	5,378	174,000

Note: Estimates of Mineral Resource and Mineral Reserve are not precise, calculations and errors may occur due to rounding.

Overall mineral inventory checked and signed off by Vermyn Rand

* Resource estimation completed by D van den Heuvel, Geoblog

** Reserve conversion done by E Nel (P. rictung@rmb), ENVC Minerals

Manica Resource Summary

Category	Resource @ June 2010			Resource @ June 2011			+/- Variance			% Variance year-on-year						
	Mass	Grade	Contained Gold	Mass	Grade	Contained Gold	Mass	Grade	Contained Gold	Mass	Grade	Contained Gold				
	kt	g/t	kg	oz	g/t	kg	oz	g/t	kg	oz	%	%				
Measured	8,342	2.40	20,000	642	1,561	1.73	19,978	642	3,219	(0.67)	(22)	0	38.59	(27.92)	(0.11)	(0.05)
Indicated	8,740	2.37	20,700	668	12,995	1.76	22,920	738	4,255	(0.60)	2,220	70	48.68	(25.53)	10.72	10.43
Inferred	16,600	2.34	38,900	1,251	25,998	1.90	49,275	1,586	9,398	(0.45)	10,375	335	56.61	(19.12)	26.67	26.79
Total	33,682	2.36	79,600	2,561	50,554	1.82	92,173	2,966	16,872	(0.54)	12,573	405	50.09	(22.85)	15.80	15.82
Total Measured and Indicated	17,082	2.38	40,700	1,310	24,556	1.75	42,898	1,380	7,474	(0.64)	2,198	70	43.76	(26.68)	5.40	5.35
			Fairbride 2010				Fairbride 2011									
Measured	8,342	2.39	20,000	642	11,561	1.73	20,000	642	3,219	(0.66)	-	0	38.59	(27.70)	0.00	0.05
Indicated	6,540	2.38	15,500	500	10,795	1.64	17,700	570	4,255	(0.74)	2,200	70	65.06	(31.03)	14.19	13.94
Inferred	15,200	2.28	34,700	1,114	24,598	1.83	45,100	1,449	9,398	(0.45)	10,400	335	61.83	(19.63)	29.97	30.09
Total	30,082	2.33	70,200	2,256	46,954	1.76	82,800	2,661	16,872	(0.57)	12,600	405	56.09	(24.46)	17.95	17.96
Total Measured and Indicated	14,882	2.39	35,500	1,142	22,356	1.69	37,700	1,212	7,474	(0.70)	2,200	70	50.22	(29.31)	6.20	6.13

* Frans Chadwick, the Chief Surveyor at Barberton Mines, signs off mineral Resources for Barberton Mines. He is a member of the South African Council for Professional and Technical Surveyors (PLATO) (PMS0033). The reported Mineral Resource Statements are SANREC Compliant and the Resource numbers in the Mineral Resource and Mineral Reserve tables have been rounded to reflect the appropriate level of confidence. Some errors may occur due to rounding. Mineral Reserves are reported as subsets of Mineral Resources.

Pan African Combined Resource and Reserve Conversion Table

	Resource @ June 2010				Resource @ June 2011				+/- Variance				% Variance year on year			
	kt	g/t	kg	koz	kt	g/t	kg	koz	kt	g/t	kg	koz	kt	g/t	kg	koz
Measured	13,620	5.91	51,200	1,650	14,310	3.03	43,300	1,390	690	(2.88)	(7,900)	(260)	5.07	(48.79)	(15,413)	(15.76)
Indicated	10,700	6.09	40,800	1,310	20,330	3.11	63,200	2,040	9,630	(2.98)	22,400	730	90.00	(48.96)	54,90	55.73
Inferred	17,530	7.50	52,200	1,680	28,510	2.43	69,400	2,240	10,980	(5.07)	17,200	560	62.64	(67.55)	32,95	33.33
Total	41,850	3.45	144,200	4,640	63,150	2.79	175,900	5,670	21,300	(0.66)	31,700	1,030	50.90	(19.16)	21,98	22.20
Total Measured and Indicated	24,320	3.78	92,000	2,960	34,640	3.07	106,500	3,430	10,320	(0.71)	14,500	470	42.43	(18.73)	15.76	15.88
	Reserve @ June 2010				Reserve @ June 2011				+/- Variance				% Variance year on year			
	kt	g/t	kg	koz	kt	g/t	kg	koz	kt	g/t	kg	koz	kt	g/t	kg	koz
Proved	1,420	6.91	9,800	320	1,220	7.30	8,900	290	(200)	0.39	-900	(30)	(14.08)	5.64	(9.18)	(9.38)
Probable	900	11.97	10,800	350	2,610	8.51	22,200	710	1,710	(3.47)	11,400	360	190.00	(28.95)	(105.56)	102.86
Total	2,320	8.88	20,600	670	3,830	8.12	31,100	1,000	1,510	(0.76)	10,500	330	65.09	(8.55)	50.97	49.25

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