

# REPORT OF THE AUDIT COMMITTEE

The legal responsibilities of the Audit Committee of the DRDGOLD Limited group are set out in the Companies Act. These responsibilities, together with the requirements of the JSE and compliance with appropriate governance and international best practice, are incorporated in the Audit Committee's charter. The Audit Committee has regulated its affairs in compliance with this mandate, and has discharged all of the responsibilities set out therein.

The committee was formally appointed by the shareholders at the AGM held on 30 November 2012.

The biographical details of the committee are set out on pages 51 to 52 of the Integrated Report 2013 and the members' fees are included in the table of directors' remuneration set out on page 73 of the same report.

## FINANCIAL DIRECTOR

As required by the JSE Listings Requirement 3.84(h), the Audit Committee has satisfied itself that the financial director, Craig Barnes, has the appropriate expertise and experience.

## EXTERNAL AUDITORS

The Audit Committee considered the matters set out in the Companies Act, and:

- is satisfied with the independence and objectivity of the external auditors;
- has approved the external auditors' fees and terms of engagement for 2012 and budgeted fees and terms of engagement for the 2013 financial year; and
- has approved the non-audit related services performed by the external auditors in accordance with the policy established and approved by the board.

## INTERNAL AUDITORS

The Audit Committee considered and confirmed the audit plan for the 2013 financial year as well as reviewed the results of the internal audits conducted during the 2013 year.


## GENERAL

Separate meetings are held with management and external and internal audit representatives to discuss any problems and other matters that they wish to discuss. The head of internal audit and risk and external auditors have unlimited access to the chairman of the Audit Committee. The chairman of the Audit Committee attends AGMs and is available to answer any questions.

To the best of their knowledge, and on the basis of the information and explanations given by management and the group internal audit function as well as discussions with the independent external auditors on the results of their audits, the Audit Committee is satisfied that there was no material breakdown in the internal accounting controls during the financial year under review.

The Audit Committee has evaluated the financial statements of DRDGOLD Limited for the year ended 30 June 2013 and based on the information provided to the Audit Committee, consider that the group complies, in all material respects, with the requirements of the Companies Act, IFRS and the JSE Listings Requirements.

The Audit Committee has recommended the financial statements to the board for approval. The board has subsequently approved the financial statements which will be open for discussion at the forthcoming AGM.



**R P Hume**

Chairman: Audit Committee

16 September 2013