

**Tharisa plc**

(Incorporated in the Republic of Cyprus with limited liability)

(Registration number HE223412)

JSE share code: THA

LSE share code: THS

ISIN: CY0103562118

('Tharisa')

**Dealings in securities by directors and company secretary of Tharisa and directors of major subsidiary**

In compliance with paragraph 3.63 of the JSE Limited Listings Requirements, Tharisa hereby advises shareholders of the vesting and settlement of Conditional Awards and the vesting of Appreciation Rights on 30 June 2018, in accordance with the rules of the Tharisa Share Award Plan (TSAP). The conditions attached to the vesting were met on 2 July 2018.

In terms of the rules of the TSAP, tax obligations arising on the vesting date are for the account of the participant and provision is made for the sale of sufficient shares in the open market to fund the tax obligations, if required.

**Vesting and settlement of Conditional Awards granted on 30 June 2015**

<b>1. Details of director/PDMR</b>		
a. Name:	Loucas Pouroulis	
<b>2. Reason for notification</b>		
a. Position/status:	Executive Chairman	
b. Initial notification/amendment:	Initial notification	
<b>3. Details of issuer</b>		
a. Company name:	Tharisa plc	
b. LEI:	213800WW4YWMVVZIJM90	
<b>4. Details of transaction</b>		
a. Description of instrument: Identification code:	Ordinary shares of US\$0.001 CY0103562118	
b. Nature of transaction	Off-market vesting and settlement of Conditional Awards in shares	
c. Price and volume:	Price: ZAR 18:00* per share	Volume: 105 590
d. Aggregated information:	Total ZAR 1 900 620.00	Volume: 105 590
e. Transaction date:	2 July 2018	
f. Place of transaction:	Johannesburg Stock Exchange	
<b>Information disclosed in accordance with the JSE Listings Requirements</b>		
Nature of interest:	Direct, beneficial	
Clearance to deal:	Yes	

<b>1. Details of director/PDMR</b>		
a. Name:	Phoevos Pouroulis	
<b>2. Reason for notification</b>		
a. Position/status:	Executive director – Chief Executive Officer	
b. Initial notification/amendment:	Initial notification	
<b>3. Details of issuer</b>		
a. Company name:	Tharisa plc	
b. LEI:	213800WW4YWMVVZIJM90	
<b>4. Details of transaction</b>		
a. Description of instrument: Identification code:	Ordinary shares of US\$0.001 CY0103562118	
b. Nature of transaction	Off-market vesting and settlement of Conditional Awards in shares	
c. Price and volume:	Price: ZAR 18:00* per share	Volume: 87 991
d. Aggregated information:	Total ZAR 1 583 838.00	Volume: 87 991
e. Transaction date:	2 July 2018	
f. Place of transaction:	Johannesburg Stock Exchange	
<b>Information disclosed in accordance with the JSE Listings Requirements</b>		
Nature of interest:	Direct, beneficial	
Clearance to deal:	Yes	

<b>1. Details of director/PDMR</b>		
a. Name:	Michael Gifford Jones	
<b>2. Reason for notification</b>		
a. Position/status:	Executive director – Chief Finance Officer	
b. Initial notification/amendment:	Initial notification	
<b>3. Details of issuer</b>		
a. Company name:	Tharisa plc	
b. LEI:	213800WW4YWMVVZIJM90	
<b>4. Details of transaction</b>		
a. Description of instrument: Identification code:	Ordinary shares of US\$0.001 CY0103562118	
b. Nature of transaction	Off-market vesting and settlement of Conditional Awards in shares	
c. Price and volume:	Price: ZAR 18:00* per share	Volume: 79 193
d. Aggregated information:	Total ZAR 1 425 474.00	Volume: 79 193
e. Transaction date:	2 July 2018	
f. Place of transaction:	Johannesburg Stock Exchange	
<b>Information disclosed in accordance with the JSE Listings Requirements</b>		
Nature of interest:	Direct, beneficial	
Clearance to deal:	Yes	

<b>1. Details of director/PDMR</b>		
a. Name:	Sanet de Witt	
<b>2. Reason for notification</b>		
a. Position/status:	Group Company Secretary	
b. Initial notification/amendment:	Initial notification	
<b>3. Details of issuer</b>		
a. Company name:	Tharisa plc	
b. LEI:	213800WW4YWMVVZIJM90	
<b>4. Details of transaction</b>		
a. Description of instrument: Identification code:	Ordinary shares of US\$0.001 CY0103562118	
b. Nature of transaction	Off-market vesting and settlement of Conditional Awards in shares	
c. Price and volume:	Price: ZAR 18:00* per share	Volume: 21 984
d. Aggregated information:	Total ZAR 395 712.00	Volume: 21 984
e. Transaction date:	2 July 2018	
f. Place of transaction:	Johannesburg Stock Exchange	
<b>Information disclosed in accordance with the JSE Listings Requirements</b>		
Nature of interest:	Direct, beneficial	
Clearance to deal:	Yes	

<b>1. Details of director/PDMR</b>		
a. Name:	Michelle Louise Taylor	
<b>2. Reason for notification</b>		
a. Position/status:	Executive director – Tharisa Minerals (Pty) Ltd	
b. Initial notification/amendment:	Initial notification	
<b>3. Details of issuer</b>		
a. Company name:	Tharisa plc	
b. LEI:	213800WW4YWMVVZIJM90	
<b>4. Details of transaction</b>		
a. Description of instrument: Identification code:	Ordinary shares of US\$0.001 CY0103562118	
b. Nature of transaction	Off-market vesting and settlement of Conditional Awards in shares	
c. Price and volume:	Price: ZAR 18:00* per share	Volume: 70 394
d. Aggregated information:	Total ZAR 1 267 092.00	Volume: 70 394
e. Transaction date:	2 July 2018	
f. Place of transaction:	Johannesburg Stock Exchange	
<b>Information disclosed in accordance with the JSE Listings Requirements</b>		
Nature of interest:	Direct, beneficial	
Clearance to deal:	Yes	

<b>1. Details of director/PDMR</b>		
a. Name:	Hans Jurie van Wyk	
<b>2. Reason for notification</b>		
a. Position/status:	Executive director - Tharisa Minerals (Pty) Ltd	
b. Initial notification/amendment:	Initial notification	
<b>3. Details of issuer</b>		
a. Company name:	Tharisa plc	
b. LEI:	213800WW4YWMVVZIJM90	
<b>4. Details of transaction</b>		
a. Description of instrument: Identification code:	Ordinary shares of US\$0.001 CY0103562118	
b. Nature of transaction	Off-market vesting and settlement of Conditional Awards in shares	
c. Price and volume:	Price: ZAR 18:00* per share	Volume: 9 386
d. Aggregated information:	Total ZAR 168 948.00	Volume: 9 386
e. Transaction date:	2 July 2018	
f. Place of transaction:	Johannesburg Stock Exchange	
<b>Information disclosed in accordance with the JSE Listings Requirements</b>		
Nature of interest:	Direct, beneficial	
Clearance to deal:	Yes	

<b>1. Details of director/PDMR</b>		
a. Name:	Thabang Gabriel Maluke	
<b>2. Reason for notification</b>		
a. Position/status:	Executive director – Tharisa Minerals (Pty) Ltd	
b. Initial notification/amendment:	Initial notification	
<b>3. Details of issuer</b>		
a. Company name:	Tharisa plc	
b. LEI:	213800WW4YWMVVZIJM90	
<b>4. Details of transaction</b>		
a. Description of instrument: Identification code:	Ordinary shares of US\$0.001 CY0103562118	
b. Nature of transaction	Off-market vesting and settlement of Conditional Awards in shares	
c. Price and volume:	Price: ZAR 18:00* per share	Volume: 25 616
d. Aggregated information:	Total ZAR 461 088.00	Volume: 25 616
e. Transaction date:	2 July 2018	
f. Place of transaction:	Johannesburg Stock Exchange	
<b>Information disclosed in accordance with the JSE Listings Requirements</b>		
Nature of interest:	Direct, beneficial	
Clearance to deal:	Yes	

## Vesting and settlement of Conditional Awards granted on 30 June 2016

<b>1. Details of director/PDMR</b>		
a. Name:	Loucas Pouroulis	
<b>2. Reason for notification</b>		
a. Position/status:	Executive Chairman	
b. Initial notification/amendment:	Initial notification	
<b>3. Details of issuer</b>		
a. Company name:	Tharisa plc	
b. LEI:	213800WW4YWMVVZIJM90	
<b>4. Details of transaction</b>		
a. Description of instrument: Identification code:	Ordinary shares of US\$0.001 CY0103562118	
b. Nature of transaction	Off-market vesting and settlement of Conditional Awards in shares	
c. Price and volume:	Price: ZAR 18:00* per share	Volume: 134 102
d. Aggregated information:	Total ZAR 2 413 836.00	Volume: 134 102
e. Transaction date:	2 July 2018	
f. Place of transaction:	Johannesburg Stock Exchange	
<b>Information disclosed in accordance with the JSE Listings Requirements</b>		
Nature of interest:	Direct, beneficial	
Clearance to deal:	Yes	

<b>1. Details of director/PDMR</b>		
a. Name:	Phoevos Pouroulis	
<b>2. Reason for notification</b>		
a. Position/status:	Executive director – Chief Executive Officer	
b. Initial notification/amendment:	Initial notification	
<b>3. Details of issuer</b>		
a. Company name:	Tharisa plc	
b. LEI:	213800WW4YWMVVZIJM90	
<b>4. Details of transaction</b>		
a. Description of instrument: Identification code:	Ordinary shares of US\$0.001 CY0103562118	
b. Nature of transaction	Off-market vesting and settlement of Conditional Awards in shares	
c. Price and volume:	Price: ZAR 18:00* per share	Volume: 111 752
d. Aggregated information:	Total ZAR 2 011 536.00	Volume: 111 752
e. Transaction date:	2 July 2018	
f. Place of transaction:	Johannesburg Stock Exchange	
<b>Information disclosed in accordance with the JSE Listings Requirements</b>		
Nature of interest:	Direct, beneficial	
Clearance to deal:	Yes	

<b>1. Details of director/PDMR</b>		
a. Name:	Michael Gifford Jones	
<b>2. Reason for notification</b>		
a. Position/status:	Executive director – Chief Finance Officer	
b. Initial notification/amendment:	Initial notification	
<b>3. Details of issuer</b>		
a. Company name:	Tharisa plc	
b. LEI:	213800WW4YWMVVZIJM90	
<b>4. Details of transaction</b>		
a. Description of instrument: Identification code:	Ordinary shares of US\$0.001 CY0103562118	
b. Nature of transaction	Off-market vesting and settlement of Conditional Awards in shares	
c. Price and volume:	Price: ZAR 18:00* per share	Volume: 100 577
d. Aggregated information:	Total ZAR 1 810 386.00	Volume: 100 577
e. Transaction date:	2 July 2018	
f. Place of transaction:	Johannesburg Stock Exchange	
<b>Information disclosed in accordance with the JSE Listings Requirements</b>		
Nature of interest:	Direct, beneficial	
Clearance to deal:	Yes	

<b>1. Details of director/PDMR</b>		
a. Name:	Sanet de Witt	
<b>2. Reason for notification</b>		
a. Position/status:	Group Company Secretary	
b. Initial notification/amendment:	Initial notification	
<b>3. Details of issuer</b>		
a. Company name:	Tharisa plc	
b. LEI:	213800WW4YWMVVZIJM90	
<b>4. Details of transaction</b>		
a. Description of instrument: Identification code:	Ordinary shares of US\$0.001 CY0103562118	
b. Nature of transaction	Off-market vesting and settlement of Conditional Awards in shares	
c. Price and volume:	Price: ZAR 18:00* per share	Volume: 27 919
d. Aggregated information:	Total ZAR 502 542.00	Volume: 27 919
e. Transaction date:	2 July 2018	
f. Place of transaction:	Johannesburg Stock Exchange	
<b>Information disclosed in accordance with the JSE Listings Requirements</b>		
Nature of interest:	Direct, beneficial	
Clearance to deal:	Yes	

<b>1. Details of director/PDMR</b>		
a. Name:	Michelle Louise Taylor	
<b>2. Reason for notification</b>		
a. Position/status:	Executive director – Tharisa Minerals (Pty) Ltd	
b. Initial notification/amendment:	Initial notification	
<b>3. Details of issuer</b>		
a. Company name:	Tharisa plc	
b. LEI:	213800WW4YWMVVZIJM90	
<b>4. Details of transaction</b>		
a. Description of instrument: Identification code:	Ordinary shares of US\$0.001 CY0103562118	
b. Nature of transaction	Off-market vesting and settlement of Conditional Awards in shares	
c. Price and volume:	Price: ZAR 18:00* per share	Volume: 94 766
d. Aggregated information:	Total ZAR 1 705 788.00	Volume: 94 766
e. Transaction date:	2 July 2018	
f. Place of transaction:	Johannesburg Stock Exchange	
<b>Information disclosed in accordance with the JSE Listings Requirements</b>		
Nature of interest:	Direct, beneficial	
Clearance to deal:	Yes	

<b>1. Details of director/PDMR</b>		
a. Name:	Hans Jurie van Wyk	
<b>2. Reason for notification</b>		
a. Position/status:	Executive director - Tharisa Minerals (Pty) Ltd	
b. Initial notification/amendment:	Initial notification	
<b>3. Details of issuer</b>		
a. Company name:	Tharisa plc	
b. LEI:	213800WW4YWMVVZIJM90	
<b>4. Details of transaction</b>		
a. Description of instrument: Identification code:	Ordinary shares of US\$0.001 CY0103562118	
b. Nature of transaction	Off-market vesting and settlement of Conditional Awards in shares	
c. Price and volume:	Price: ZAR 18:00* per share	Volume: 46 511
d. Aggregated information:	Total ZAR 837 198.00	Volume: 46 511
e. Transaction date:	2 July 2018	
f. Place of transaction:	Johannesburg Stock Exchange	
<b>Information disclosed in accordance with the JSE Listings Requirements</b>		
Nature of interest:	Direct, beneficial	
Clearance to deal:	Yes	

<b>1. Details of director/PDMR</b>		
a. Name:	Thabang Gabriel Maluke	
<b>2. Reason for notification</b>		
a. Position/status:	Executive director – Tharisa Minerals (Pty) Ltd	
b. Initial notification/amendment:	Initial notification	
<b>3. Details of issuer</b>		
a. Company name:	Tharisa plc	
b. LEI:	213800WW4YWMVVZIJM90	
<b>4. Details of transaction</b>		
a. Description of instrument: Identification code:	Ordinary shares of US\$0.001 CY0103562118	
b. Nature of transaction	Off-market vesting and settlement of Conditional Awards in shares	
c. Price and volume:	Price: ZAR 18:00* per share	Volume: 37 963
d. Aggregated information:	Total ZAR 683 334.00	Volume: 37 963
e. Transaction date:	2 July 2018	
f. Place of transaction:	Johannesburg Stock Exchange	
<b>Information disclosed in accordance with the JSE Listings Requirements</b>		
Nature of interest:	Direct, beneficial	
Clearance to deal:	Yes	

#### Vesting and settlement of Conditional Awards granted on 30 June 2017

<b>1. Details of director/PDMR</b>		
a. Name:	Loucas Pouroulis	
<b>2. Reason for notification</b>		
a. Position/status:	Executive Chairman	
b. Initial notification/amendment:	Initial notification	
<b>3. Details of issuer</b>		
a. Company name:	Tharisa plc	
b. LEI:	213800WW4YWMVVZIJM90	
<b>4. Details of transaction</b>		
a. Description of instrument: Identification code:	Ordinary shares of US\$0.001 CY0103562118	
b. Nature of transaction	Off-market vesting and settlement of Conditional Awards in shares	
c. Price and volume:	Price: ZAR 18:00* per share	Volume: 107 196
d. Aggregated information:	Total ZAR 1 929 528.00	Volume: 107 196
e. Transaction date:	2 July 2018	
f. Place of transaction:	Johannesburg Stock Exchange	
<b>Information disclosed in accordance with the JSE Listings Requirements</b>		
Nature of interest:	Direct, beneficial	
Clearance to deal:	Yes	



<b>1. Details of director/PDMR</b>		
a. Name:	Phoevos Pouroulis	
<b>2. Reason for notification</b>		
a. Position/status:	Executive director – Chief Executive Officer	
b. Initial notification/amendment:	Initial notification	
<b>3. Details of issuer</b>		
a. Company name:	Tharisa plc	
b. LEI:	213800WW4YWMVVZIJM90	
<b>4. Details of transaction</b>		
a. Description of instrument: Identification code:	Ordinary shares of US\$0.001 CY0103562118	
b. Nature of transaction	Off-market vesting and settlement of Conditional Awards in shares	
c. Price and volume:	Price: ZAR 18:00* per share	Volume: 94 294
d. Aggregated information:	Total ZAR 1 697 292.00	Volume: 94 294
e. Transaction date:	2 July 2018	
f. Place of transaction:	Johannesburg Stock Exchange	
<b>Information disclosed in accordance with the JSE Listings Requirements</b>		
Nature of interest:	Direct, beneficial	
Clearance to deal:	Yes	

<b>1. Details of director/PDMR</b>		
a. Name:	Michael Gifford Jones	
<b>2. Reason for notification</b>		
a. Position/status:	Executive director – Chief Finance Officer	
b. Initial notification/amendment:	Initial notification	
<b>3. Details of issuer</b>		
a. Company name:	Tharisa plc	
b. LEI:	213800WW4YWMVVZIJM90	
<b>4. Details of transaction</b>		
a. Description of instrument: Identification code:	Ordinary shares of US\$0.001 CY0103562118	
b. Nature of transaction	Off-market vesting and settlement of Conditional Awards in shares	
c. Price and volume:	Price: ZAR 18:00* per share	Volume: 79 404
d. Aggregated information:	Total ZAR 1 429 272.00	Volume: 79 404
e. Transaction date:	2 July 2018	
f. Place of transaction:	Johannesburg Stock Exchange	
<b>Information disclosed in accordance with the JSE Listings Requirements</b>		
Nature of interest:	Direct, beneficial	
Clearance to deal:	Yes	

<b>1. Details of director/PDMR</b>		
a. Name:	Sanet de Witt	
<b>2. Reason for notification</b>		
a. Position/status:	Group Company Secretary	
b. Initial notification/amendment:	Initial notification	
<b>3. Details of issuer</b>		
a. Company name:	Tharisa plc	
b. LEI:	213800WW4YWMVVZIJM90	
<b>4. Details of transaction</b>		
a. Description of instrument: Identification code:	Ordinary shares of US\$0.001 CY0103562118	
b. Nature of transaction	Off-market vesting and settlement of Conditional Awards in shares	
c. Price and volume:	Price: ZAR 18:00* per share	Volume: 21 940
d. Aggregated information:	Total ZAR 394 920.00	Volume: 21 940
e. Transaction date:	2 July 2018	
f. Place of transaction:	Johannesburg Stock Exchange	
<b>Information disclosed in accordance with the JSE Listings Requirements</b>		
Nature of interest:	Direct, beneficial	
Clearance to deal:	Yes	

<b>1. Details of director/PDMR</b>		
a. Name:	Michelle Louise Taylor	
<b>2. Reason for notification</b>		
a. Position/status:	Executive director – Tharisa Minerals (Pty) Ltd	
b. Initial notification/amendment:	Initial notification	
<b>3. Details of issuer</b>		
a. Company name:	Tharisa plc	
b. LEI:	213800WW4YWMVVZIJM90	
<b>4. Details of transaction</b>		
a. Description of instrument: Identification code:	Ordinary shares of US\$0.001 CY0103562118	
b. Nature of transaction	Off-market vesting and settlement of Conditional Awards in shares	
c. Price and volume:	Price: ZAR 18:00* per share	Volume: 74 472
d. Aggregated information:	Total ZAR 1 340 496.00	Volume: 74 472
e. Transaction date:	2 July 2018	
f. Place of transaction:	Johannesburg Stock Exchange	
<b>Information disclosed in accordance with the JSE Listings Requirements</b>		
Nature of interest:	Direct, beneficial	
Clearance to deal:	Yes	

<b>1. Details of director/PDMR</b>		
a. Name:	Hans Jurie van Wyk	
<b>2. Reason for notification</b>		
a. Position/status:	Executive director - Tharisa Minerals (Pty) Ltd	
b. Initial notification/amendment:	Initial notification	
<b>3. Details of issuer</b>		
a. Company name:	Tharisa plc	
b. LEI:	213800WW4YWMVVZIJM90	
<b>4. Details of transaction</b>		
a. Description of instrument: Identification code:	Ordinary shares of US\$0.001 CY0103562118	
b. Nature of transaction	Off-market vesting and settlement of Conditional Awards in shares	
c. Price and volume:	Price: ZAR 18:00* per share	Volume: 36 552
d. Aggregated information:	Total ZAR 657 936.00	Volume: 36 552
e. Transaction date:	2 July 2018	
f. Place of transaction:	Johannesburg Stock Exchange	
<b>Information disclosed in accordance with the JSE Listings Requirements</b>		
Nature of interest:	Direct, beneficial	
Clearance to deal:	Yes	

<b>1. Details of director/PDMR</b>		
a. Name:	Thabang Gabriel Maluke	
<b>2. Reason for notification</b>		
a. Position/status:	Executive director – Tharisa Minerals (Pty) Ltd	
b. Initial notification/amendment:	Initial notification	
<b>3. Details of issuer</b>		
a. Company name:	Tharisa plc	
b. LEI:	213800WW4YWMVVZIJM90	
<b>4. Details of transaction</b>		
a. Description of instrument: Identification code:	Ordinary shares of US\$0.001 CY0103562118	
b. Nature of transaction	Off-market vesting and settlement of Conditional Awards in shares	
c. Price and volume:	Price: ZAR 18:00* per share	Volume: 29 834
d. Aggregated information:	Total ZAR 537 012.00	Volume: 29 834
e. Transaction date:	2 July 2018	
f. Place of transaction:	Johannesburg Stock Exchange	
<b>Information disclosed in accordance with the JSE Listings Requirements</b>		
Nature of interest:	Direct, beneficial	
Clearance to deal:	Yes	

\* Using the closing market price of ZAR 18.00 on 29 June 2018

## Vesting of Appreciation Rights granted on 30 June 2016

In terms of the rules of the TSAP, participants are entitled to receive the increase in share value above the award price, which may at the election of Tharisa be either cash or share settled. Appreciation Rights vest in two equal annual tranches with the ability to exercise at any time up to five years from the date of the award.

<b>1. Details of director/PDMR</b>		
a. Name:	Loucas Pouroulis	
<b>2. Reason for notification</b>		
a. Position/status:	Executive Chairman	
b. Initial notification/amendment:	Initial notification	
<b>3. Details of issuer</b>		
a. Company name:	Tharisa plc	
b. LEI:	213800WW4YWMVVZIJM90	
<b>4. Details of transaction</b>		
a. Description of instrument: Identification code:	Ordinary shares of US\$0.001 CY0103562118	
b. Nature of transaction	Off-market vesting of Appreciation Rights	
c. Price and volume:	Price: ZAR nil	Volume: 201 153
d. Aggregated information:	Total ZAR nil	Volume: 201 153
e. Transaction date:	2 July 2018	
f. Place of transaction:	Johannesburg Stock Exchange	
<b>Information disclosed in accordance with the JSE Listings Requirements</b>		
Date of award:	30 June 2016	
Market value at date of award:	ZAR 10.14 per share	
Nature of interest:	Direct, beneficial	
Vesting date:	30 June 2018	
Clearance to deal:	Yes	

<b>1. Details of director/PDMR</b>		
a. Name:	Phoevos Pouroulis	
<b>2. Reason for notification</b>		
a. Position/status:	Executive director – Chief Executive Officer	
b. Initial notification/amendment:	Initial notification	
<b>3. Details of issuer</b>		
a. Company name:	Tharisa plc	
b. LEI:	213800WW4YWMVVZIJM90	
<b>4. Details of transaction</b>		
a. Description of instrument: Identification code:	Ordinary shares of US\$0.001 CY0103562118	
b. Nature of transaction	Off-market vesting of Appreciation Rights	
c. Price and volume:	Price: ZAR nil	Volume: 167 627
d. Aggregated information:	Total ZAR nil	Volume: 167 627

e. Transaction date:	2 July 2018
f. Place of transaction:	Johannesburg Stock Exchange
<b>Information disclosed in accordance with the JSE Listings Requirements</b>	
Date of award:	30 June 2016
Market value at date of award:	ZAR 10.14 per share
Nature of interest:	Direct, beneficial
Vesting date:	30 June 2018
Clearance to deal:	Yes

<b>1. Details of director/PDMR</b>		
a. Name:	Michael Gifford Jones	
<b>2. Reason for notification</b>		
a. Position/status:	Executive director – Chief Finance Officer	
b. Initial notification/amendment:	Initial notification	
<b>3. Details of issuer</b>		
a. Company name:	Tharisa plc	
b. LEI:	213800WW4YWMVVZIJM90	
<b>4. Details of transaction</b>		
a. Description of instrument: Identification code:	Ordinary shares of US\$0.001 CY0103562118	
b. Nature of transaction	Off-market vesting of Appreciation Rights	
c. Price and volume:	Price: ZAR nil	Volume: 150 865
d. Aggregated information:	Total ZAR nil	Volume: 150 865
e. Transaction date:	2 July 2018	
f. Place of transaction:	Johannesburg Stock Exchange	
<b>Information disclosed in accordance with the JSE Listings Requirements</b>		
Date of award:	30 June 2016	
Market value at date of award:	ZAR 10.14 per share	
Nature of interest:	Direct, beneficial	
Vesting date:	30 June 2018	
Clearance to deal:	Yes	

<b>1. Details of director/PDMR</b>		
a. Name:	Sanet de Witt	
<b>2. Reason for notification</b>		
a. Position/status:	Group Company Secretary	
b. Initial notification/amendment:	Initial notification	
<b>3. Details of issuer</b>		
a. Company name:	Tharisa plc	
b. LEI:	213800WW4YWMVVZIJM90	
<b>4. Details of transaction</b>		
a. Description of instrument: Identification code:	Ordinary shares of US\$0.001 CY0103562118	
b. Nature of transaction	Off-market vesting of Appreciation Rights	
c. Price and volume:	Price:	Volume:

	ZAR nil	41 879
d. Aggregated information:	Total ZAR nil	Volume: 41 879
e. Transaction date:	2 July 2018	
f. Place of transaction:	Johannesburg Stock Exchange	
<b>Information disclosed in accordance with the JSE Listings Requirements</b>		
Date of award:	30 June 2016	
Market value at date of award:	ZAR 10.14 per share	
Nature of interest:	Direct, beneficial	
Vesting date:	30 June 2018	
Clearance to deal:	Yes	

<b>1. Details of director/PDMR</b>		
a. Name:	Michelle Louise Taylor	
<b>2. Reason for notification</b>		
a. Position/status:	Executive director – Tharisa Minerals (Pty) Ltd	
b. Initial notification/amendment:	Initial notification	
<b>3. Details of issuer</b>		
a. Company name:	Tharisa plc	
b. LEI:	213800WW4YWMVVZIJM90	
<b>4. Details of transaction</b>		
a. Description of instrument: Identification code:	Ordinary shares of US\$0.001 CY0103562118	
b. Nature of transaction	Off-market vesting of Appreciation Rights	
c. Price and volume:	Price: ZAR nil	Volume: 142 148
d. Aggregated information:	Total ZAR nil	Volume: 142 148
e. Transaction date:	2 July 2018	
f. Place of transaction:	Johannesburg Stock Exchange	
<b>Information disclosed in accordance with the JSE Listings Requirements</b>		
Date of award:	30 June 2016	
Market value at date of award:	ZAR 10.14 per share	
Nature of interest:	Direct, beneficial	
Vesting date:	30 June 2018	
Clearance to deal:	Yes	

<b>1. Details of director/PDMR</b>		
a. Name:	Hans Jurie van Wyk	
<b>2. Reason for notification</b>		
a. Position/status:	Executive director – Tharisa Minerals (Pty) Ltd	
b. Initial notification/amendment:	Initial notification	
<b>3. Details of issuer</b>		
a. Company name:	Tharisa plc	
b. LEI:	213800WW4YWMVVZIJM90	
<b>4. Details of transaction</b>		
a. Description of instrument:	Ordinary shares of US\$0.001	

Identification code:	CY0103562118	
b. Nature of transaction	Off-market vesting of Appreciation Rights	
c. Price and volume:	Price: ZAR nil	Volume: 69 767
d. Aggregated information:	Total ZAR nil	Volume: 69 767
e. Transaction date:	2 July 2018	
f. Place of transaction:	Johannesburg Stock Exchange	
<b>Information disclosed in accordance with the JSE Listings Requirements</b>		
Date of award:	30 June 2016	
Market value at date of award:	ZAR 10.14 per share	
Nature of interest:	Direct, beneficial	
Vesting date:	30 June 2018	
Clearance to deal:	Yes	

<b>1. Details of director/PDMR</b>		
a. Name:	Thabang Gabriel Maluke	
<b>2. Reason for notification</b>		
a. Position/status:	Executive director – Tharisa Minerals (Pty) Ltd	
b. Initial notification/amendment:	Initial notification	
<b>3. Details of issuer</b>		
a. Company name:	Tharisa plc	
b. LEI:	213800WW4YWMVVZIJM90	
<b>4. Details of transaction</b>		
a. Description of instrument: Identification code:	Ordinary shares of US\$0.001 CY0103562118	
b. Nature of transaction	Off-market vesting of Appreciation Rights	
c. Price and volume:	Price: ZAR nil	Volume: 56 944
d. Aggregated information:	Total ZAR nil	Volume: 56 944
e. Transaction date:	2 July 2018	
f. Place of transaction:	Johannesburg Stock Exchange	
<b>Information disclosed in accordance with the JSE Listings Requirements</b>		
Date of award:	30 June 2016	
Market value at date of award:	ZAR 10.14 per share	
Nature of interest:	Direct, beneficial	
Vesting date:	30 June 2018	
Clearance to deal:	Yes	

### Vesting of Appreciation Rights granted on 30 June 2017

In terms of the rules of the TSAP, participants are entitled to receive the increase in share value above the award price, which may at the election of Tharisa be either cash or share settled. Appreciation Rights vest in two equal annual tranches with the ability to exercise at any time up to five years from the date of the award.

<b>1. Details of director/PDMR</b>		
a. Name:	Loucas Pouroulis	
<b>2. Reason for notification</b>		
a. Position/status:	Executive Chairman	
b. Initial notification/amendment:	Initial notification	
<b>3. Details of issuer</b>		
a. Company name:	Tharisa plc	
b. LEI:	213800WW4YWMVVZIJM90	
<b>4. Details of transaction</b>		
a. Description of instrument: Identification code:	Ordinary shares of US\$0.001 CY0103562118	
b. Nature of transaction	Off-market vesting of Appreciation Rights	
c. Price and volume:	Price: ZAR nil	Volume: 160 794
d. Aggregated information:	Total ZAR nil	Volume: 160 794
e. Transaction date:	2 July 2018	
f. Place of transaction:	Johannesburg Stock Exchange	
<b>Information disclosed in accordance with the JSE Listings Requirements</b>		
Date of award:	30 June 2017	
Market value at date of award:	ZAR 17.53 per share	
Nature of interest:	Direct, beneficial	
Vesting date:	30 June 2018	
Clearance to deal:	Yes	

<b>1. Details of director/PDMR</b>		
a. Name:	Phoevos Pouroulis	
<b>2. Reason for notification</b>		
a. Position/status:	Executive director – Chief Executive Officer	
b. Initial notification/amendment:	Initial notification	
<b>3. Details of issuer</b>		
a. Company name:	Tharisa plc	
b. LEI:	213800WW4YWMVVZIJM90	
<b>4. Details of transaction</b>		
a. Description of instrument: Identification code:	Ordinary shares of US\$0.001 CY0103562118	
b. Nature of transaction	Off-market vesting of Appreciation Rights	
c. Price and volume:	Price: ZAR nil	Volume: 141 441
d. Aggregated information:	Total ZAR nil	Volume: 141 441
e. Transaction date:	2 July 2018	
f. Place of transaction:	Johannesburg Stock Exchange	
<b>Information disclosed in accordance with the JSE Listings Requirements</b>		
Date of award:	30 June 2017	
Market value at date of award:	ZAR 17.53 per share	
Nature of interest:	Direct, beneficial	
Vesting date:	30 June 2018	



Clearance to deal:	Yes
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<b>1. Details of director/PDMR</b>		
a. Name:	Michael Gifford Jones	
<b>2. Reason for notification</b>		
a. Position/status:	Executive director – Chief Finance Officer	
b. Initial notification/amendment:	Initial notification	
<b>3. Details of issuer</b>		
a. Company name:	Tharisa plc	
b. LEI:	213800WW4YWMVVZIJM90	
<b>4. Details of transaction</b>		
a. Description of instrument: Identification code:	Ordinary shares of US\$0.001 CY0103562118	
b. Nature of transaction	Off-market vesting of Appreciation Rights	
c. Price and volume:	Price: ZAR nil	Volume: 119 106
d. Aggregated information:	Total ZAR nil	Volume: 119 106
e. Transaction date:	2 July 2018	
f. Place of transaction:	Johannesburg Stock Exchange	
<b>Information disclosed in accordance with the JSE Listings Requirements</b>		
Date of award:	30 June 2017	
Market value at date of award:	ZAR 17.53 per share	
Nature of interest:	Direct, beneficial	
Vesting date:	30 June 2018	
Clearance to deal:	Yes	

<b>1. Details of director/PDMR</b>		
a. Name:	Sanet de Witt	
<b>2. Reason for notification</b>		
a. Position/status:	Group Company Secretary	
b. Initial notification/amendment:	Initial notification	
<b>3. Details of issuer</b>		
a. Company name:	Tharisa plc	
b. LEI:	213800WW4YWMVVZIJM90	
<b>4. Details of transaction</b>		
a. Description of instrument: Identification code:	Ordinary shares of US\$0.001 CY0103562118	
b. Nature of transaction	Off-market vesting of Appreciation Rights	
c. Price and volume:	Price: ZAR nil	Volume: 32 910
d. Aggregated information:	Total ZAR nil	Volume: 32 910
e. Transaction date:	2 July 2018	
f. Place of transaction:	Johannesburg Stock Exchange	
<b>Information disclosed in accordance with the JSE Listings Requirements</b>		
Date of award:	30 June 2017	

Market value at date of award:	ZAR 17.53 per share
Nature of interest:	Direct, beneficial
Vesting date:	30 June 2018
Clearance to deal:	Yes

<b>1. Details of director/PDMR</b>		
a. Name:	Michelle Louise Taylor	
<b>2. Reason for notification</b>		
a. Position/status:	Executive director – Tharisa Minerals (Pty) Ltd	
b. Initial notification/amendment:	Initial notification	
<b>3. Details of issuer</b>		
a. Company name:	Tharisa plc	
b. LEI:	213800WW4YWMVVZIJM90	
<b>4. Details of transaction</b>		
a. Description of instrument: Identification code:	Ordinary shares of US\$0.001 CY0103562118	
b. Nature of transaction	Off-market vesting of Appreciation Rights	
c. Price and volume:	Price: ZAR nil	Volume: 111 708
d. Aggregated information:	Total ZAR nil	Volume: 111 708
e. Transaction date:	2 July 2018	
f. Place of transaction:	Johannesburg Stock Exchange	
<b>Information disclosed in accordance with the JSE Listings Requirements</b>		
Date of award:	30 June 2017	
Market value at date of award:	ZAR 17.53 per share	
Nature of interest:	Direct, beneficial	
Vesting date:	30 June 2018	
Clearance to deal:	Yes	

<b>1. Details of director/PDMR</b>		
a. Name:	Hans Jurie van Wyk	
<b>2. Reason for notification</b>		
a. Position/status:	Executive director – Tharisa Minerals (Pty) Ltd	
b. Initial notification/amendment:	Initial notification	
<b>3. Details of issuer</b>		
a. Company name:	Tharisa plc	
b. LEI:	213800WW4YWMVVZIJM90	
<b>4. Details of transaction</b>		
a. Description of instrument: Identification code:	Ordinary shares of US\$0.001 CY0103562118	
b. Nature of transaction	Off-market vesting of Appreciation Rights	
c. Price and volume:	Price: ZAR nil	Volume: 54 828
d. Aggregated information:	Total ZAR nil	Volume: 54 828
e. Transaction date:	2 July 2018	
f. Place of transaction:	Johannesburg Stock Exchange	

<b>Information disclosed in accordance with the JSE Listings Requirements</b>	
Date of award:	30 June 2017
Market value at date of award:	ZAR 17.53 per share
Nature of interest:	Direct, beneficial
Vesting date:	30 June 2018
Clearance to deal:	Yes

<b>1. Details of director/PDMR</b>		
a. Name:	Thabang Gabriel Maluke	
<b>2. Reason for notification</b>		
a. Position/status:	Executive director – Tharisa Minerals (Pty) Ltd	
b. Initial notification/amendment:	Initial notification	
<b>3. Details of issuer</b>		
a. Company name:	Tharisa plc	
b. LEI:	213800WW4YWMVVZIJM90	
<b>4. Details of transaction</b>		
a. Description of instrument: Identification code:	Ordinary shares of US\$0.001 CY0103562118	
b. Nature of transaction	Off-market vesting of Appreciation Rights	
c. Price and volume:	Price: ZAR nil	Volume: 44 751
d. Aggregated information:	Total ZAR nil	Volume: 44 751
e. Transaction date:	2 July 2018	
f. Place of transaction:	Johannesburg Stock Exchange	
<b>Information disclosed in accordance with the JSE Listings Requirements</b>		
Date of award:	30 June 2017	
Market value at date of award:	ZAR 17.53 per share	
Nature of interest:	Direct, beneficial	
Vesting date:	30 June 2018	
Clearance to deal:	Yes	

### Exercise of Appreciation Rights granted on 30 June 2015

In terms of the rules of the TSAP, participants are entitled to receive such number of Tharisa shares equal to the increase in the market value (being the 30 day volume weighted average share price) of such shares between the date of grant and the date of exercise of vested Appreciation Rights, which may at the election of Tharisa be either cash or share settled. The following directors and/or officers have elected to exercise vested Appreciation Rights, which Tharisa elected to settle from treasury shares already in issue. Tax obligations arising as a consequence of Appreciation Rights being exercised are for the account of the participant and provision is made for the sale of sufficient shares in the open market to fund the tax obligations, if required.

<b>1. Details of director/PDMR</b>		
a. Name:	Sanet de Witt	
<b>2. Reason for notification</b>		
a. Position/status:	Group Company Secretary	
b. Initial notification/amendment:	Initial notification	
<b>3. Details of issuer</b>		
a. Company name:	Tharisa plc	
b. LEI:	213800WW4YWMVVZIJM90	
<b>4. Details of transaction</b>		
a. Description of instrument: Identification code:	Ordinary shares of US\$0.001 CY0103562118	
b. Nature of transaction	Off-market exercise and settlement of vested Appreciation Rights	
c. Price and volume:	Price: ZAR 17.96 <sup>#</sup>	Volume: 14 100
d. Aggregated information:	Total ZAR 253 244.16	Volume: 14 100
e. Transaction date:	2 July 2018	
f. Place of transaction:	Johannesburg Stock Exchange	
<b>Information disclosed in accordance with the JSE Listings Requirements</b>		
Date of award:	30 June 2015	
Market value at date of award:	ZAR 6.44 per share	
Vesting date:	30 June 2017	
Number of Appreciation Rights exercised:	21 983	
Number of securities issued:	14 100	
Nature of interest:	Direct, beneficial	
Vesting date:	30 June 2018	
Clearance to deal:	Yes	

<b>1. Details of director/PDMR</b>		
a. Name:	Michelle Louise Taylor	
<b>2. Reason for notification</b>		
a. Position/status:	Executive director – Tharisa Minerals (Pty) Ltd	
b. Initial notification/amendment:	Initial notification	
<b>3. Details of issuer</b>		
a. Company name:	Tharisa plc	
b. LEI:	213800WW4YWMVVZIJM90	
<b>4. Details of transaction</b>		
a. Description of instrument: Identification code:	Ordinary shares of US\$0.001 CY0103562118	
b. Nature of transaction	Off-market exercise and settlement of vested Appreciation Rights	
c. Price and volume:	Price: ZAR 17.96 <sup>#</sup>	Volume: 33 864
d. Aggregated information:	Total ZAR 608 198.40	Volume: 33 864
e. Transaction date:	2 July 2018	
f. Place of transaction:	Johannesburg Stock Exchange	

<b>Information disclosed in accordance with the JSE Listings Requirements</b>	
Date of award:	30 June 2015
Market value at date of award:	ZAR 6.44 per share
Vesting date:	30 June 2017
Number of Appreciation Rights exercised:	52 795
Number of securities issued:	33 864
Nature of interest:	Direct, beneficial
Vesting date:	30 June 2018
Clearance to deal:	Yes

<b>1. Details of director/PDMR</b>	
a. Name:	Hans Jurie van Wyk
<b>2. Reason for notification</b>	
a. Position/status:	Executive director – Tharisa Minerals (Pty) Ltd
b. Initial notification/amendment:	Initial notification
<b>3. Details of issuer</b>	
a. Company name:	Tharisa plc
b. LEI:	213800WW4YWMVVZIJM90
<b>4. Details of transaction</b>	
a. Description of instrument: Identification code:	Ordinary shares of US\$0.001 CY0103562118
b. Nature of transaction	Off-market exercise and settlement of vested Appreciation Rights
c. Price and volume:	Price: ZAR 17.96 <sup>#</sup> Volume: 21 070
d. Aggregated information:	Total ZAR 378 408.96      Volume: 21 070
e. Transaction date:	2 July 2018
f. Place of transaction:	Johannesburg Stock Exchange

<b>Information disclosed in accordance with the JSE Listings Requirements</b>	
Date of award:	30 June 2015
Market value at date of award:	ZAR 6.44 per share
Vesting date:	30 June 2017
Number of Appreciation Rights exercised:	32 848
Number of securities issued:	21 070
Nature of interest:	Direct, beneficial
Vesting date:	30 June 2018
Clearance to deal:	Yes

<b>1. Details of director/PDMR</b>	
a. Name:	Thabang Gabriel Maluke
<b>2. Reason for notification</b>	
a. Position/status:	Executive director – Tharisa Minerals (Pty) Ltd
b. Initial notification/amendment:	Initial notification
<b>3. Details of issuer</b>	
a. Company name:	Tharisa plc
b. LEI:	213800WW4YWMVVZIJM90
<b>4. Details of transaction</b>	

a. Description of instrument: Identification code:	Ordinary shares of US\$0.001 CY0103562118	
b. Nature of transaction	Off-market exercise and settlement of vested Appreciation Rights	
c. Price and volume:	Price: ZAR 17.96 <sup>#</sup>	Volume: 16 431
d. Aggregated information:	Total ZAR 295 096.32	Volume: 16 431
e. Transaction date:	2 July 2018	
f. Place of transaction:	Johannesburg Stock Exchange	
<b>Information disclosed in accordance with the JSE Listings Requirements</b>		
Date of award:	30 June 2015	
Market value at date of award:	ZAR 6.44 per share	
Vesting date:	30 June 2017	
Number of Appreciation Rights exercised:	25 616	
Number of securities issued:	16 431	
Nature of interest:	Direct, beneficial	
Vesting date:	30 June 2018	
Clearance to deal:	Yes	

### Exercise of Appreciation Rights granted on 30 June 2016

In terms of the rules of the TSAP, participants are entitled to receive such number of Tharisa shares equal to the increase in the market value (being the 30 day volume weighted average share price) of such shares between the date of grant and the date of exercise of vested Appreciation Rights, which may at the election of Tharisa be either cash or share settled. The following directors and/or officers have elected to exercise vested Appreciation Rights, which Tharisa elected to settle from treasury shares already in issue. Tax obligations arising as a consequence of Appreciation Rights being exercised are for the account of the participant and provision is made for the sale of sufficient shares in the open market to fund the tax obligations, if required.

<b>1. Details of director/PDMR</b>		
a. Name:	Sanet de Witt	
<b>2. Reason for notification</b>		
a. Position/status:	Group Company Secretary	
b. Initial notification/amendment:	Initial notification	
<b>3. Details of issuer</b>		
a. Company name:	Tharisa plc	
b. LEI:	213800WW4YWMVVZIJM90	
<b>4. Details of transaction</b>		
a. Description of instrument: Identification code:	Ordinary shares of US\$0.001 CY0103562118	
b. Nature of transaction	Off-market exercise and settlement of vested Appreciation Rights	
c. Price and volume:	Price: ZAR 17.96 <sup>#</sup>	Volume: 36 469
d. Aggregated information:	Total ZAR 654 987.56	Volume: 36 469
e. Transaction date:	2 July 2018	

f. Place of transaction:	Johannesburg Stock Exchange
<b>Information disclosed in accordance with the JSE Listings Requirements</b>	
Date of award:	30 June 2016
Market value at date of award:	ZAR 10.14 per share
Vesting date:	30 June 2017 and 30 June 2018
Number of Appreciation Rights exercised:	83 758
Number of securities issued:	36 469
Nature of interest:	Direct, beneficial
Vesting date:	30 June 2018
Clearance to deal:	Yes

<b>1. Details of director/PDMR</b>	
a. Name:	Michelle Louise Taylor
<b>2. Reason for notification</b>	
a. Position/status:	Executive director – Tharisa Minerals (Pty) Ltd
b. Initial notification/amendment:	Initial notification
<b>3. Details of issuer</b>	
a. Company name:	Tharisa plc
b. LEI:	213800WW4YWMVVZIJM90
<b>4. Details of transaction</b>	
a. Description of instrument: Identification code:	Ordinary shares of US\$0.001 CY0103562118
b. Nature of transaction	Off-market exercise and settlement of vested Appreciation Rights
c. Price and volume:	Price: ZAR 17.96 <sup>#</sup> Volume: 123 786
d. Aggregated information:	Total ZAR 2 223 202.54      Volume: 123 786
e. Transaction date:	2 July 2018
f. Place of transaction:	Johannesburg Stock Exchange
<b>Information disclosed in accordance with the JSE Listings Requirements</b>	
Date of award:	30 June 2016
Market value at date of award:	ZAR 10.14 per share
Vesting date:	30 June 2017 and 30 June 2018
Number of Appreciation Rights exercised:	284 297
Number of securities issued:	123 786
Nature of interest:	Direct, beneficial
Vesting date:	30 June 2018
Clearance to deal:	Yes

<b>1. Details of director/PDMR</b>	
a. Name:	Hans Jurie van Wyk
<b>2. Reason for notification</b>	
a. Position/status:	Executive director – Tharisa Minerals (Pty) Ltd
b. Initial notification/amendment:	Initial notification
<b>3. Details of issuer</b>	
a. Company name:	Tharisa plc

b. LEI:	213800WW4YWMVVZIJM90	
<b>4. Details of transaction</b>		
a. Description of instrument: Identification code:	Ordinary shares of US\$0.001 CY0103562118	
b. Nature of transaction	Off-market exercise and settlement of vested Appreciation Rights	
c. Price and volume:	Price: ZAR 17.96 <sup>#</sup>	Volume: 60 755
d. Aggregated information:	Total ZAR 1 091 155.88	Volume: 60 755
e. Transaction date:	2 July 2018	
f. Place of transaction:	Johannesburg Stock Exchange	
<b>Information disclosed in accordance with the JSE Listings Requirements</b>		
Date of award:	30 June 2016	
Market value at date of award:	ZAR 10.14 per share	
Vesting date:	30 June 2017 and 30 June 2018	
Number of Appreciation Rights exercised:	139 534	
Number of securities issued:	60 755	
Nature of interest:	Direct, beneficial	
Vesting date:	30 June 2018	
Clearance to deal:	Yes	

<b>1. Details of director/PDMR</b>		
a. Name:	Thabang Gabriel Maluke	
<b>2. Reason for notification</b>		
a. Position/status:	Executive director – Tharisa Minerals (Pty) Ltd	
b. Initial notification/amendment:	Initial notification	
<b>3. Details of issuer</b>		
a. Company name:	Tharisa plc	
b. LEI:	213800WW4YWMVVZIJM90	
<b>4. Details of transaction</b>		
a. Description of instrument: Identification code:	Ordinary shares of US\$0.001 CY0103562118	
b. Nature of transaction	Off-market exercise and settlement of vested Appreciation Rights	
c. Price and volume:	Price: ZAR 17.96 <sup>#</sup>	Volume: 49 588
d. Aggregated information:	Total ZAR 890 604.16	Volume: 49 588
e. Transaction date:	2 July 2018	
f. Place of transaction:	Johannesburg Stock Exchange	
<b>Information disclosed in accordance with the JSE Listings Requirements</b>		
Date of award:	30 June 2016	
Market value at date of award:	ZAR 10.14 per share	
Vesting date:	30 June 2017 and 30 June 2018	
Number of Appreciation Rights exercised:	113 888	
Number of securities issued:	49 588	
Nature of interest:	Direct, beneficial	



Vesting date:	30 June 2018
Clearance to deal:	Yes

# Market price on exercise date - Using the 30 day volume weighted average price at close of business on 29 June 2018

Paphos, Cyprus  
3 July 2018

JSE Sponsor  
Investec Bank Limited

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