

Tharisa plc
(Incorporated in the Republic of Cyprus with limited liability)
(Registration number HE223412)
JSE share code: THA
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 18 June 2015, in accordance with the rules of the Tharisa Share Award Plan ("TSAP").

In terms of the rules of the TSAP, tax obligations arising on the vesting date shall be for the account of the participant and provision is made for part settlement in cash or the sale of sufficient shares to fund the tax obligations, if required.

Vesting and settlement of Conditional Awards granted on 9 April 2014

Name:	Loucas Pouroulis
Company:	Tharisa plc
Position:	Executive director
Transaction date:	18 June 2015
Nature of transaction:	Off-market vesting and settlement of Conditional Awards in shares
Class of securities:	Ordinary shares
Number of Conditional Awards vested:	53 684
Number of shares issued:	53 684
Issue price: *	ZAR6.30 per share
Total value of transaction:*	ZAR338 209.20
Nature of interest:	Direct, beneficial
Clearance to deal:	Yes

Name:	Phoevos Pouroulis
Company:	Tharisa plc
Position:	Executive director
Transaction date:	18 June 2015
Nature of transaction:	Off-market vesting and settlement of Conditional Awards in shares
Class of securities:	Ordinary shares
Number of Conditional Awards vested:	44 737
Number of shares issued:	44 737
Issue price: *	ZAR6.30 per share
Total value of transaction:*	ZAR281 843.10
Nature of interest:	Direct, beneficial
Clearance to deal:	Yes

Name:	Michael Gifford Jones
Company:	Tharisa plc
Position:	Executive director
Transaction date:	18 June 2015
Nature of transaction:	Off-market vesting and settlement of Conditional Awards in shares
Class of securities:	Ordinary shares
Number of Conditional Awards vested:	40 263
Number of shares issued:	40 263
Issue price: *	ZAR6.30 per share
Total value of transaction:*	ZAR253 656.90
Nature of interest:	Direct, beneficial
Clearance to deal:	Yes

Name:	Sanet de Witt
Company:	Tharisa plc
Position:	Group Company Secretary
Transaction date:	18 June 2015
Nature of transaction:	Off-market vesting and settlement of Conditional Awards in shares and cash
Class of securities:	Ordinary shares
Number of Conditional Awards vested:	10 544
Number of shares issued:	6 221
Number of awards settled in cash:	4 323
Issue/settlement price: *	ZAR6.30 per share
Total value of transaction:*	ZAR66 427.20
Nature of interest:	Direct, beneficial
Clearance to deal:	Yes

Name:	Leon Richardson
Company:	Tharisa Minerals (Pty) Ltd
Position:	Executive director
Transaction date:	18 June 2015
Nature of transaction:	Off-market vesting and settlement of Conditional Awards in shares
Class of securities:	Ordinary shares
Number of Conditional Awards vested:	26 316
Number of shares issued:	26 316
Issue price: *	ZAR6.30 per share
Total value of transaction:*	ZAR165 790.80
Nature of interest:	Direct, beneficial
Clearance to deal:	Yes

Name:	Thabang Gabriel Maluke
Company:	Tharisa Minerals (Pty) Ltd
Position:	Executive director
Transaction date:	18 June 2015
Nature of transaction:	Off-market vesting and settlement of

	Conditional Awards in shares
Class of securities:	Ordinary shares
Number of Conditional Awards vested:	12 552
Number of shares issued:	12 552
Issue price: *	ZAR6.30 per share
Total value of transaction:*	ZAR79,077.60
Nature of interest:	Direct, beneficial
Clearance to deal:	Yes

Name:	Moira June Jaquet-Briner
Company:	Tharisa Minerals (Pty) Ltd
Position:	Non-executive director
Transaction date:	18 June 2015
Nature of transaction:	Off-market vesting and settlement of Conditional Awards in shares
Class of securities:	Ordinary shares
Number of Conditional Awards vested:	17 544
Number of shares issued:	17 544
Issue price: *	ZAR6.30 per share
Total value of transaction:*	ZAR110 527.20
Nature of interest:	Direct, beneficial
Clearance to deal:	Yes

Name:	Sizakele Renee Ngwenya
Company:	Tharisa Minerals (Pty) Ltd
Position:	Non-executive director
Transaction date:	18 June 2015
Nature of transaction:	Off-market vesting and settlement of Conditional Awards in shares
Class of securities:	Ordinary shares
Number of Conditional Awards vested:	17 544
Number of shares issued:	17 544
Issue price: *	ZAR6.30 per share
Total value of transaction:*	ZAR110 527.20
Nature of interest:	Direct, beneficial
Clearance to deal:	Yes

Name:	Gugu Yvonne Yolande
Company:	Tharisa Minerals (Pty) Ltd
Position:	Alternate non-executive director
Transaction date:	18 June 2015
Nature of transaction:	Off-market vesting and settlement of Conditional Awards in shares
Class of securities:	Ordinary shares
Number of Conditional Awards vested:	17 544

Number of shares issued:	17 544
Issue price: *	ZAR6.30 per share
Total value of transaction:*	ZAR110 527.20
Nature of interest:	Direct, beneficial
Clearance to deal:	Yes

* Using the closing market price of ZAR6.30 on 18 June 2015.

Vesting of Appreciation Rights granted on 9 April 2014

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.

Name:	Loucas Pouroulis
Company:	Tharisa plc
Position:	Executive director
Nature of transaction:	Off-market vesting of Appreciation Rights
Date of award:	9 April 2014
Market value at date of award:	ZAR38.00 per share
Vesting date:	18 June 2015
Number of Appreciation Rights vested:	33 553
Nature of interest:	Direct, beneficial
Clearance to deal:	Not required

Name:	Phoevos Pouroulis
Company:	Tharisa plc
Position:	Executive director
Nature of transaction:	Off-market vesting of Appreciation Rights
Date of award:	9 April 2014
Market value at date of award:	ZAR38.00 per share
Vesting date:	18 June 2015
Number of Appreciation Rights vested:	40 263
Nature of interest:	Direct, beneficial
Clearance to deal:	Not required

Name:	Michael Gifford Jones
Company:	Tharisa plc
Position:	Executive director
Nature of transaction:	Off-market vesting of Appreciation Rights
Date of award:	9 April 2014
Market value at date of award:	ZAR38.00 per share
Vesting date:	18 June 2015
Number of Appreciation Rights vested:	30 197
Nature of interest:	Direct, beneficial
Clearance to deal:	Not required

Name:	Sanet de Witt
Company:	Tharisa plc
Position:	Group Company Secretary
Nature of transaction:	Off-market vesting of Appreciation Rights
Date of award:	9 April 2014
Market value at date of award:	ZAR38.00 per share
Vesting date:	18 June 2015
Number of Appreciation Rights vested:	10 544
Nature of interest:	Direct, beneficial
Clearance to deal:	Not required

Name:	Leon Richardson
Company:	Tharisa Minerals (Pty) Ltd
Position:	Executive director
Nature of transaction:	Off-market vesting of Appreciation Rights
Date of award:	9 April 2014
Market value at date of award:	ZAR38.00 per share
Vesting date:	18 June 2015
Number of Appreciation Rights vested:	19 737
Nature of interest:	Direct, beneficial
Clearance to deal:	Not required

Name:	Thabang Gabriel Maluke
Company:	Tharisa Minerals (Pty) Ltd
Position:	Executive director
Nature of transaction:	Off-market vesting of Appreciation Rights
Date of award:	9 April 2014
Market value at date of award:	ZAR38.00 per share
Vesting date:	18 June 2015
Number of Appreciation Rights vested:	12 553
Nature of interest:	Direct, beneficial
Clearance to deal:	Not required

Paphos, Cyprus
19 June 2015

Sponsor

Investec Bank Limited