

PROCUREMENT

HANDBOOK





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Ivanplats (Pty) Limited is a subsidiary of Ivanhoe Mines Limited and operated in the Limpopo Province of South Africa. Ivanplats aims to source its works, goods, and services in a manner consistent with applicable legislation, international best practices, and the utmost efficiency. This handbook is intended to provide the communities surrounding the mine with an overview of the internal processes and insight into becoming a supplier to the Mine.



OUR VISION

Championing a new age of responsible mining



OUR MISSION

To transform lives through shared values and mine in harmony with nature and people



VALUES

Innovation, Proficiency, and Care

The Supply Chain Function

The Supply Chain Management function serves to ensure that goods, works or services are sourced in a manner that is cost-efficient, transparent, competitive, equitable, and fair.

Authority of the Supply Chain Function

The SCM function has 3 forms of authority, namely:

- · Authority to approach the market.
- · Authority to grant supply chain process approvals
- · Authority to sign a contract or place a purchase order.

Compliance with Legislative Framework

All Supply Chain Processes are aligned with legislative requirements which include the following:

- The constitution of the Republic of South Africa Act 108 of 1996
- Broad-Based Black Economic Empowerment Act 53 of 2005
- Companies Act of 71 of 2008
- · Broad-Based Socio-Economic Empowerment Charter for the South African Mining Industry
- Mine Health and Safety Act 29 of 1996
- Competition Act 89 of 1998
- The King Report on Good Corporate Governance in South Africa, 2002
- The Mining Sector Charter
- Skills Development Act 97 of 1998 and
- The Preventing and Combating of Corrupt Activities Act 12 of 2004

Further, all procurement activities are carried out in line with the dictates of the following Ivanplats Policies:

- SCM Policy
- Authority Framework
- Contract Management Policy
- Inventory Management Policy
- Gifts Policy
- Socio-Economic Imperatives Policy

Conflict of Interest

Every Ivanplats employee as well as external service providers/ suppliers must declare his/her interest in any supply chain activity of the Company. This may include both Direct or Indirect interest in the procurement process, activities and appointment of suppliers. All suppliers must declare any conflict during the supplier application process, thereafter, on an annual basis. Should there be any change to the circumstance which may necessitate additional declarations, Supply Chain must be notified immediately.

Ethics in Procurement

Ivanplats subscribes to the highest ethical standards when conducting business at all times. Any attempt to collude, bribe, influence or canvas any official of Ivanplats will disqualify suppliers from the procurement process.



Procurement and Payment Process Workflow

Start A need/ requirement is identified for goods/services. A requisition is completed by the requestor with detailed description of goods as well as the expected date required. Budget holder to code and sign requisition and ensure sufficient budget is available. Proposed suppliers may be indicated on the requisition to assist the Procurement Department.

Completed requisition to be submitted to Procurement Department for determining if stock is available for Goods or Services will be sourced. Procurement checks and ensures all processes were followed correctly and approves the requisition. Quotations obtained outside of Procurement will not be considered.

The Purchasing Pack (requisition, quotations & adjudication) is submitted to the budget holder for final approval (email or sign), before a Purchase order (PO) is being generated.

Procurement & the budget holder does the adjudication if the quotations is below R200 000. The Procurement
Committee adjudicates and
approve quotations,
proposals and bids
exceeding R200 000 on
Fridays. Urgent meetings
can be arranged for urgent
requirements.

Procurement will select the sourcing mechanism and approach the market for quotations, proposals information. 3 Quotes required for procurement exceeding R10 000.

Procurement raises an electronic purchase order (PO) in JDE financial system based on approval matrix framework & follow up on approvals until approved. Requestors may also follow up until approved.

Approved PO is sent by Procurement to supplier authorising them to procure goods or render services as per quotation/ proposal. PO & supplier selected is then given to budget holder & requestor to engage the supplier further for need requested & approved.

Invoices are received, then verified/approved by the End-User/ Budget holder as true and correct for the service provided & in agreement with the rates and per original scope of work & per approved PO.

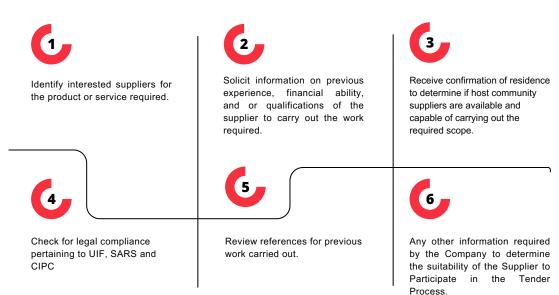
Finish: Approved invoice submitted to Finance Department who then process for payment. Invoicebe paid within 30 days of receiving approved invoice.



The Expression of Interest Process (EOI)

Ivanplats and its major contractors will issue EOI documents via its Community Platform Maru a Mokopane from time to time. These EOI's will typically remain open for 10 working days or sooner depending on the urgency of the acquisition.

The EOI process seeks to achieve the following objectives:







Quotation Process

- The Limited Bid Process is used where a limited number of suppliers will be invited to respond to an invitation to submit bids. This process may only be used after approval has been granted by Ivanplats Financial Manager and may be used under the following circumstances:
- Ensure standardization or compatibility with existing goods, works, or services.
- There are a limited number of suppliers and approaching the market would unnecessarily delay finalizing the contract.
- There is an emergency.
- Only a limited number of suppliers have intellectual property to provide the required goods, works or services and
- The goods, works or services are specialized or complex



Open Bid/ Tender Process

- The Open Bid Process is the default process as Ivanplats strives to ensure that suppliers have wider access to the Company's SCM processes. This will stimulate competition and ensure cost efficiency. The open bid process is followed where:
- There is a high risk involved and the services or goods are complex.
- The goods, works or services are widely available from a number of sources.
- . It is not readily available off the shelf.
- The invitation for bids must be widely published for a minimum of 10 working days using agreed advertising mechanisms e.g., Maru a Mokopane, Notice Boards, etc.



Approved List Process

- The Approved List Process is used in the following circumstances:
- The demand is repetitive and continuously initiating the sourcing process may be time-consuming or,
- Many responses are always received, e.g., catering, cleaning, etc.
- Suppliers must be evaluated and technically or functionally prequalified before they are included in the Approved list.
 BBBEE credentials will also always apply.

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Limited Bid Process

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- · There is an emergency.
- Only a limited number of suppliers have intellectual property to provide the required goods, works or services and
- The goods, works or services are specialized or complex

Sole/Single Source

- A sole or single source situation exists where only one supplier or service provider is available to provide the works, goods, or services to Ivanplats. This is usually determined via extensive market research and analysis. The end user will complete the sole/ single source form for approval by the senior manager/ executive. Sole Source justifications may be used for all or either of the following circumstances:
- There is only one service provider in the market (Monopoly)
- · Original equipment manufacturer
- · Already established site or
- · For strategic alliance due to the strategic nature of the required goods and services

Project Procurement Process

• Project procurement process follows the same principles outlined in the approved SCM procedure; however, they are not required to follow the approvals required by the Procurement Adjudication Committee (PAC). The required approvals will be governed by the RACI (Responsibility, Accountable, Consulted, and Information) and TEAR (Technical, Evaluation, Assessment Report) sign-off authority matrix which comprises Socio-Economic Development, Finance, and Department HOD's. The TEAR process is further followed when an EPCM is involved and does not require PAC approval.

Request for Information

 The request for information is used where Ivanplats requires information and is not certain of its requirements or how to satisfy these requirements. An award may not be made against responses received through a Request for Information process. 07

Emergency Process

The emergency Process may only be used where delaying the award of business will result in one of the following:

- · Loss of life or serious injury
- · Serious reputational harm
- · Financial losses
- · Disruption of essential services or operations and,
- · Legal consequences

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Evaluation of Tenders/ Quotes



The evaluation process ensures that only those suppliers that may deliver in terms of the five SCM governance principles are selected. These principles are (i) fairness, (ii) transparency, (iii) cost-efficiency, (iv) competitiveness, and (v) equitability. The evaluation criteria that will be used to evaluate received bid responses shall be developed after having considered prevalent or emerging risks, commercial requirements, socio-economic imperatives, and the legislative climate within the environment in which the goods, works or services are proposed.

The evaluation process shall only be undertaken by persons who have the required skills, qualifications, knowledge, and experience.

Evaluating Methodologies



The methodology that may be elected to evaluate received bids depends on the objectives of the RFX process as well as those of Ivanplats.

The methodologies that may be used are as follows:

• Administrative, supplier/enterprise development, technical/ functional, price and local preference.

Ivanplats, through its sourcing processes, may impose minimum requirements to promote socio-economic development. To this effect, RFX documents may be issued with requirements that only those entities that comply with the following may be considered for a contract to be awarded:

- A specified minimum B-BBEE status contributor level;
- A minimum specified composition of ownership in the entity by blacks, women, youth and people living with disabilities; and
- Set-asides, where only persons with specified characteristics may be considered for a contract award. These may be entities operating within affected communities or that have offices within a 50 km (fifty kilometers) radius of Ivanplats' operations or entities that are owned by specified persons.



Technical/Functional



The technical/functional evaluation shall be conducted by persons who have the necessary skills, knowledge, experience and qualifications. The evaluation may be conducted using points and weightings or as a tick-box exercise. Where a tick-box exercise is to be used, consideration is only given to the extent to which the bid response meets that which is required, and thereafter a price and preference evaluation is undertaken.

Price



Points are allocated based on the price offer and the B-BBEE Contributor status level for preference. A pricing schedule shall be included in the RFX documents. Bidders are to ensure that they strictly adhere to the pricing schedule that has been included in the RFX documents. Those bidders that fail to submit a priced offer shall be excluded from the processes

Preference



Companies owned by persons within affected communities, women, and youth are given preference in the evaluation process.

Recommendation for an award



Scores shall be consolidated by the Procurement department after the evaluation processes. After the evaluation results have been consolidated, a recommendation for an award shall be made to the Adjudication Committee which has the authority to provide process approval.

The recommendation to award shall be accompanied by the evaluation score sheets and a motivation supporting the recommendation for an award. The Supply Chain Manager and the budget owner shall co-sign on the recommendation.

Before a recommendation is submitted to the Adjudication Committee, the recommended bidders shall be vetted by officials of Ivanplats and a due diligence conducted to ensure that there are no risks to be presented in their appointment. The vetting process shall be conducted either by the ESD, SCM or Engineering Department, together with the members of the Evaluation Committee if required.



Supplier vetting is a process used to ensure that the appointment of a supplier will not bring about risks to Ivanplats. Suppliers are required to fulfil and comply with the Ivanplats Contractors Pack. It is not every sourcing process that requires suppliers to be vetted and comply with the Ivanplats Contractors Pack.

Vetting shall be undertaken where the goods, works or services are of a strategic and critical nature to Ivanplats as well as where the failure of the supplier would hold grave consequences to Ivanplats. The way suppliers are to be vetted shall be predetermined based on the risks. The vetting process and the way it is to be undertaken shall be approved before an RFX document is issued.

The first step to supplier vetting is the minimum requirements and the overall evaluation process. However, due to financial, operational, or reputational risks, there may be a need to also conduct checks to ensure that Ivanplats is not exposed to negative consequences.

Vetting suppliers

Where suppliers are vetted, the following shall be reviewed before the business is awarded:

Audited financial statements to ensure that the supplier is liquid and solvent.

The working capital of the supplier.

The premises of the supplier to ensure that he/she has the required resources to deliver on the contract.

Probity of share certificates to prove ownership and to check fronting.

5 Qualification checks.

6 Proof of insurance policies; and

7 Contactable referees.



Awarding the bid

The awarding of a bid shall only be communicated after the Adjudication Committee has provided process approval. After the committee has provided such approval, and on the approval of the official purchase orders, letters shall be submitted to successful and unsuccessful bidders.

Vendor Master Data

The existence of a properly functional master data management system ensures that Ivanplats is able to identify suitable suppliers from its system that is updated, that valid documentation is kept and that payment timelines are minimised as details of suppliers are kept within Ivanplats. It is therefore important that suppliers submit all the required details and information through the sourcing process or that suppliers who are interested in contracting with Ivanplats.

To facilitate an expedited and comprehensive loading of details and information to the master data management system, a Supplier Application Form shall be used to ensure that suppliers submit comprehensive details and information. The details and information to be submitted are as follow.

Supplier shareholder details

Details of shareholders, which includes age, race, disabilities and gender; copies of identity documents and proof of disability are required. In the case of a private company, share certificates indicating shareholding should be presented.

Supplier creation process

Only those suppliers who have submitted the required information and details as listed above shall be included on the master data system. The Supply Chain Manager shall approve which suppliers shall be included on the system. The process is as follows:

- · Supplier shall submit the required information and details;
- Supplier shall be categorised in the master data management system based on the type of goods, works and services being offered by the supplier;
- Supply Chain Manager shall approve the inclusion of the supplier on the system.
- Any changes to the details and information on the system shall be sanctioned by the Supply Chain Manager. Segregation of duties is of the utmost importance and shall be observed at all times in matters pertaining to the master data system.

Payment Process

The payment of suppliers has to be undertaken in line with Ivanplats' finance policies and the Authority Framework. Payments shall only be effected upon receipt of an undisputed invoice together with proof of completion of work done or services rendered. Timesheets for hours worked may also be requested

Payment turnaround time

- Suppliers with a turnover in excess of ZAR5 million (five million South African rand) (including all applicable taxes): As a general rule, payments shall be made within 30 (thirty) days upon receipt of an undisputed invoice; and
- Suppliers with a turnover below ZAR5 million (five million South African rand) (including all applicable taxes): Payments shall be made within 14 (Fourteen) days upon receipt of an undisputed invoice in order to facilitate supplier or enterprise development.

The Enterprise and Supplier Development Function

The ESD Department is solely responsible for the training and development of locally based suppliers. Its primary role is to:

- · Provide business training to local suppliers.
- · Assist with the understanding of procurement processes.
- Assist with funding for Ivanplats orders via Phakamani Impact Capital
- Vetting of suppliers as and when required



SUPPLIER PORTAL





Dear Supplier

Please Scan the following documents separately and rename them as below before Registering as a Supplier.

This will save a lot of time:



- 1. I.D. Copy (Applicant)
- 2. Proof of Residence (Applicant)
- 3. I.D. Copy (Shareholder)
- 4. Shareholder Certificate
- 5. I.D. Copy (Directors)
- 6. Proof of Residence Directors
- 7. Info Finance Manager: Need the Name & Surname, Tel nr, Email address. (Only info to be completed)
- Info Sales Representative: Need the Name & Surname, Tel nr, Email address. (Only info to be completed)
 These 2 Sections must be completed! You can use the same information for a Sole Owner
- 9. Proof of Residence (Applicant)
- 10. Tax Registration Certificate
- 11. Tax Clearance Certificate
- 12. VAT Registration Certificate
- 13. BBBEE Certificate
- 14. Any additional certificates
- 15. Bank Letter not older than 3 months
- Please ensure that all Certificates are valid. Procurement will not Pre-Approve the Registering if any documents are outdated or invalid.

Thank you.

SUPPLIER PORTAL

- Copy/use the Link below and Request to Register as a Supplier
- Open Internet browser and go to the link https://ivpsupplier.com.
- Supplier first requests to Register and will receive an email with a link.
- Click on the link and Register your Company.
- Make sure that your email address is set 100% correctly!



The next screen will show.

Existing Suppliers with Vendor number:

- Enter your own Name and you can register your private email (Name and email).
 Example: Susan Kekana
- Enter password and confirm password (10 characters, 1 uppercase and 1 number)
- Read Terms and conditions then accept and Click Register
 The Supplier will receive an email to confirm their email address.



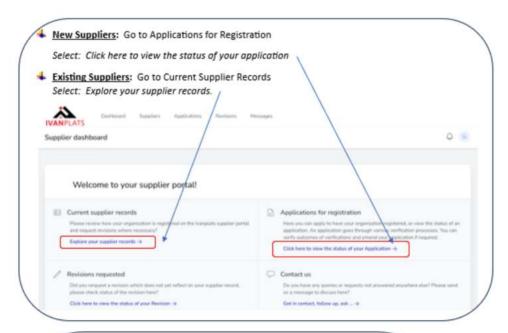
New Suppliers:

- Enter required details (Company Name and email address). Example: Lemon Tree (Pty) Ltd
- Enter password and confirm password (10 characters, 1 uppercase and 1 number)
- · Read Terms and conditions then accept and Click Register
- The Supplier will receive an email to confirm their email address.



- Click Verify Email Address or the link in the email to complete the Registration!
- Please make sure that you do verify your email, otherwise you won't be able to Log in.
- It can be that your email will be in your Junk Mail

· The Supplier will see the Portal.



THIS SECTION IS ONLY FOR EXISTING SUPPLIERS:

- Existing Suppliers needs to complete this section:
- Complete the details requested.



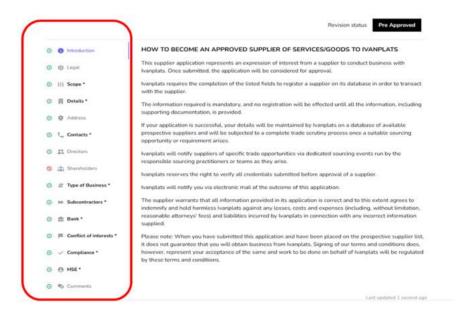
- Upload the relevant documents. (I.D. Document & Registration Document of Company)
- Existing Suppliers: select Send Request to be linked to your supplier record.
- Procurement will link Existing Supplier to his account.
- · Supplier will receive an email saying:
 - "Linkage of Supplier to your Account has been Approved".
- Verify the confirmation of your request.
- · Log in.
- · Your Company Registration Name will appear.
- Double click on the name and complete the application.

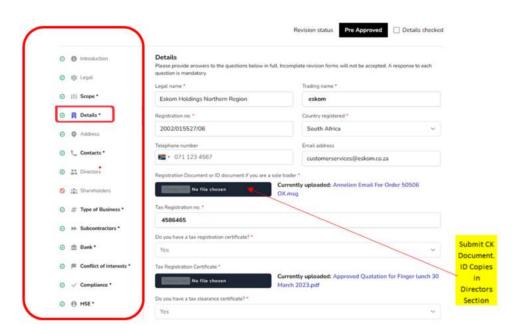
COMPLETE THE FOLLOWING SECTIONS:

- On the left side of the screen is the different sections that need to be completed for Suppliers.
- All sections must be green to submit your Application. If it's not correct or incomplete, it will show red.

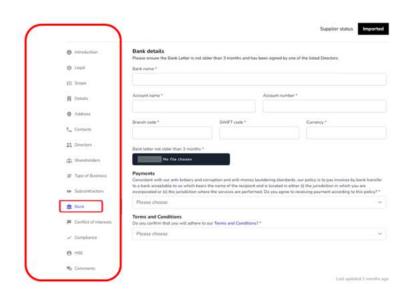
(Existing Suppliers will need to go to the "Details" option on the left side & click at the bottom

Right corner on the "Modify" option)





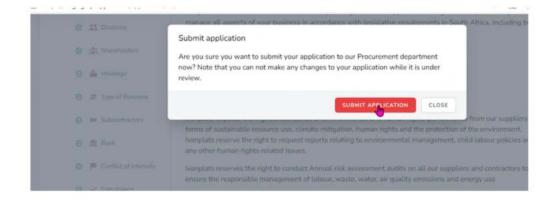
Bank Section:



- . Bank information will stay on the Portal and not be on JDE. (For protection Services)
- · Bank Swift code: Must be completed. If you don't know google it!!



· Supplier needs to Sumit Application



- · The Application will be reviewed.
- A notification will be sent to the registered email address to confirm the Registration.

