



B2GOLD

Submitted to: B2Gold Namibia Minerals (Pty) Ltd
Attention: Mr Dixon Bernardu

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Namibia

REPORT:

EXPLORATION ACTIVITIES ON EPL 7744 – COMPLIANCE REPORT

PROJECT NUMBER: ECC-132-468-REP-02-D

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TERMS AND ABBREVIATIONS

| ABBREVIATIONS | DESCRIPTION |
|----------------|---|
| DEA | Directorate of Environmental Affairs |
| ECC | Environmental Compliance Consultancy |
| EIA | environmental impact assessment |
| EM | electromagnetic |
| EMP | environmental management plan |
| EPL | Exclusive Prospecting Licence |
| GPS | Global Positioning System |
| ha | hectares |
| I&APs | interested and affected parties |
| km | kilometre |
| Ltd | limited |
| MEFT | Ministry of Environment, Forestry and Tourism |
| MME | Ministry of Mines and Energy |
| B2Gold Namibia | B2Gold Namibia Minerals (Pty) Ltd |
| Pty | propriety |
| RAB | rotary air blast |
| RC | reverse circulation |

1 INTRODUCTION

1.1 COMPANY BACKGROUND

An environment clearance certificate for EPL 7744 was issued to Otavi Exploration (Pty) Ltd and has since been transferred to B2Gold Namibia Minerals (Pty) Ltd (herein referred to as the Proponent). The environment clearance certificate was granted by the Ministry of Environment, Forestry and Tourism (MEFT) on 17 August 2020, with exploration commencing in July 2021. Environmental Compliance Consultancy (ECC) has been retained by B2Gold Namibia Minerals (Pty) Ltd to prepare the application to renew the environmental clearance certificate according to Environmental Management Act, No. 7 of 2007. As part of the renewal application, an environmental compliance audit has been undertaken to determine the status of compliance with the environmental management plan.

The EPL is located approximately 20 km northwest of Otjiwarongo. The licence area is shown in Figure 1.

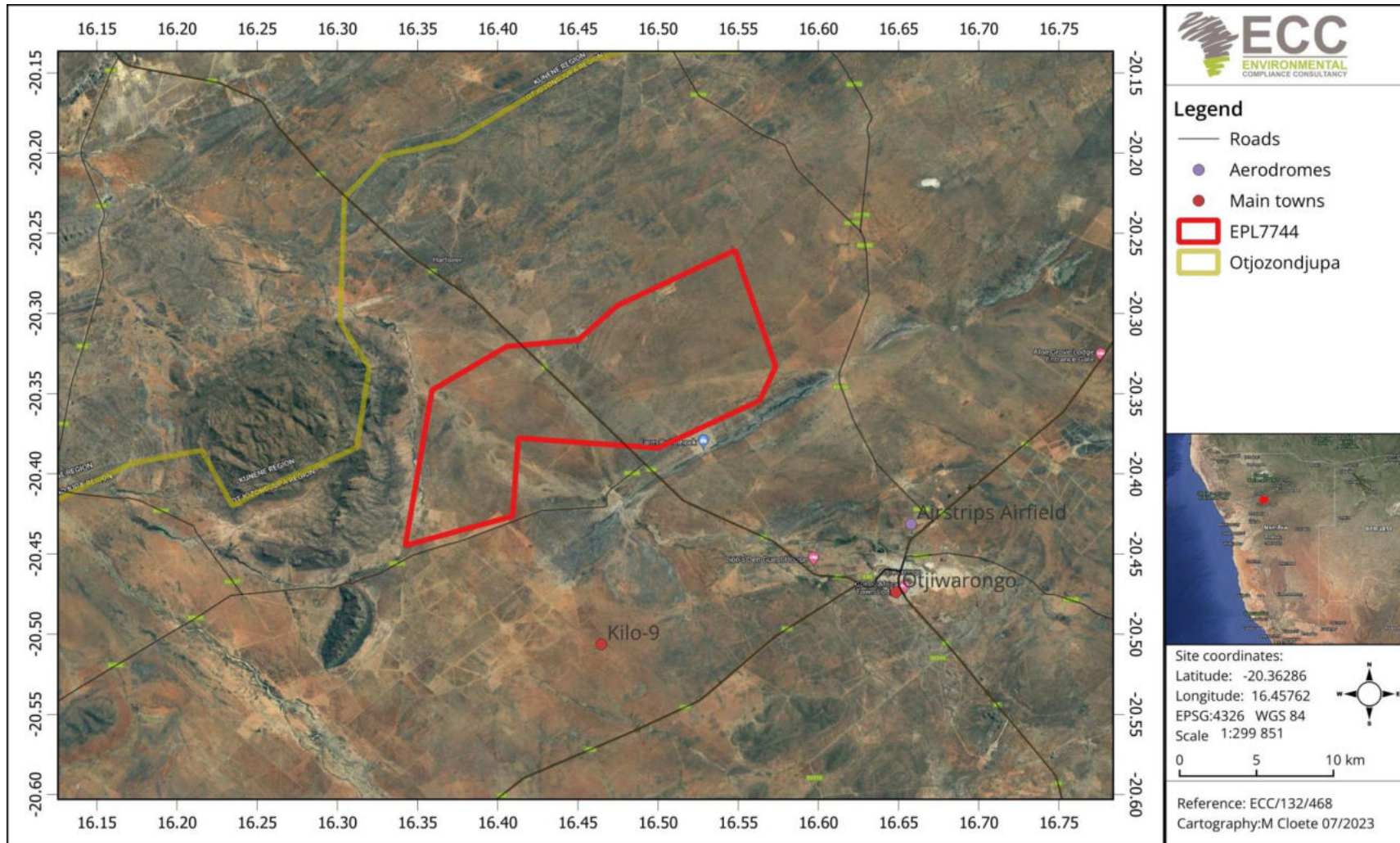


Figure 1 – Locality map of EPL 7744

1.2 THE PROPONENT OF THE PROPOSED PROJECT

The Proponents' details are provided in Table 1.

Table 1 – Proponents details

| Company Representative: | Contact Details: |
|-----------------------------------|--|
| B2Gold Namibia Minerals (Pty) Ltd | P O Box 80363, Olympia dbernardu@b2gold.com +264 (67) 306 517/18 |

1.3 ENVIRONMENTAL ASSESSMENT PRACTITIONER

Environmental Compliance Consultancy (ECC) (Reg. No. CRN 2022/0593) has prepared this renewal report and the preliminary EMP on behalf of the Proponent.

This report has been authored by employees of ECC, who have no material interest in the outcome of this report, nor do any of the ECC team have any interest that could be reasonably regarded as being capable of affecting their independence in the preparation of this report. ECC is independent from the proponent and has no vested or financial interest in the project, except for fair remuneration for professional fees rendered based upon agreed commercial rates. Payment of these fees is in no way contingent on the results of this report or the assessment, or a record of decision issued by Government. No member or employee of ECC is, or is intending to be, a director, officer, or any other direct employee of B2Gold Namibia Minerals (Pty) Ltd. No member or employee of ECC has, or has had, any shareholding in B2Gold Namibia Minerals (Pty) Ltd.

All compliance and regulatory requirements regarding this report should be forwarded by email or posted to the following address:

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PO Box 91193, Klein Windhoek, Namibia
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1.4 PURPOSE OF REPORT

The purpose of this report is to document the findings of an environmental compliance audit, which accompanies the renewal application for the environmental clearance certificate for EPL 7744.

The approved EMP for the existing environmental clearance certificate is audited to monitor the proceeds of the project and ensure that all measures stipulated in the document are met and effectively adhered to, as required by the Department of Environmental Affairs (DEA). In an event where the project activities are altered, the EMP is required to be revised and amended accordingly.

As per the Environmental Management Act, No. 7 of 2007 and its EIA Regulations of 2012, exploration activities on EPL 7744 cannot be undertaken without a valid environmental clearance certificate. The proposed methods of exploration have minor impacts, as they are done on a small scale and revegetation will be promoted upon completion of exploration activities as per the approved EMP.

2 BACKGROUND TO EPL 7744

B2Gold Namibia Minerals (Pty) Ltd undertakes low-impact mineral exploration activities on EPL 7744 for base and rare metals, industrial minerals and precious metals in Otjozondjupa Region. The Proponent intends to continue with exploration activities on EPL 7744.

2.1 RENEWAL ACTIVITIES

As part of the exploration project, the following activities are conducted, which is updated as the exploration program is refined with results and data:

- Mapping
- Soil, rock and mineral sampling
- Drilling (RAB and Diamond)

3 ENVIRONMENTAL COMPLIANCE AUDIT

3.1 ACTIVITIES FOR THE MONITORING PERIOD

Work carried out in the first period of tenure (February 2021 to June 2023) included:

- February – June 2021:
 - Access agreements to the farms within the licence area were obtained.
- July – December 2021:
 - Field mapping, rock chip sampling and Rotary Air Blast (RAB) drilling was conducted on farm Tokai.
 - Eight rock chip samples were collected during the mapping exercise.
 - A total of 70 RAB drill holes were drilled along lines cleared with a front-end loader.
- January – December 2022:
 - No physical exploration work has been conducted during this period.
- January – June 2023:
 - No physical exploration work has been conducted during this period.

3.2 ANNUAL COMPLIANCE AUDIT

Furthermore, the approved EMP covers adverse environmental impacts, including any additional potential impacts that may result from the exploration activities at EPL 7744. The EMP provides the technical details for each mitigation, monitoring and institutional measure, including the impact(s) to which it relates and the conditions when required, together with designs, equipment descriptions and operating procedures as granted.

3.3 COMPLIANCE AUDIT FINDINGS

This section outlines the findings of the environmental audit completed for the project. It addresses obligations in terms of the key Acts that govern the activities on site, the commitments made in the EMP, and present the findings and recommended corrective actions where applicable (Table 2).

The EMP:

- Identifies all mineral exploration activities that could cause environmental damage (risks and potential impacts) and provides a summary of actions required;
- Identifies institutions responsible for ensuring compliance with the EMP and provides their contact information;
- Provides standard procedures to avoid, minimise and mitigate the identified negative environmental impacts and to enhance the positive impact of the proposed activities on the environment;
- Provides for site and exploration rules and actions required;
- Forms a written record of procedures, responsibilities, requirements and rules for contractor/s, their staff and any other person who must comply with the EMP;

- Ensure zero pollution incidents; minimal vegetation clearing, protection of local flora and fauna, minimisation of waste generation and minimal interruption to farm activities.
- Provides a monitoring and auditing programme to track and record compliance and identify and respond to any potential or actual negative environmental impacts, and
- Provides a monitoring programme to record any mitigation measures that are implemented.
- Ensure that an annual environmental audit is carried out by either MME or MEFT.
- Once exploration has ceased, any impacts shall be rehabilitated.

3.4 ISSUES OF NON-COMPLIANCE

No issues of non-compliance were identified.

Table 2 - Exploration EMP Audit

| Aspect | Potential Impacts | Management/Mitigation Measures | Compliance | Comments |
|-----------------------------|--|--|------------------|---|
| Access and site preparation | <ul style="list-style-type: none"> - Limiting access to the farms, - Disruption of farm operations (leaving gates open, loss of farming area, interference at waterpoints) - Potential conflict with farm owners and neighbours (suspicious movement, poaching, stock theft, field fires, etc.) | <ul style="list-style-type: none"> - Ensure documented permission to enter farms, - Farmers should have access to all farm areas at all times, - Existing water points and feeding area need to be left, unaffected, - Use existing roads for access to avoid new tracks and cut lines, - Compliance with all applicable laws and agreements | - Compliant | <ul style="list-style-type: none"> - Access agreements to the farms within the licence area were obtained. - The proponent will continue to ensure mitigation measures are in place as per the EMP. |
| | <ul style="list-style-type: none"> - Potential damage to cultural heritage sites | <ul style="list-style-type: none"> - Implement a Chance Find Procedure - Raise awareness about possible heritage finds - Report all finds that could be of heritage importance - In case archaeological remains to be uncovered, cease activities and the exploration manager has to assess and demarcate the area - exploration manager to visit the | - Non applicable | <ul style="list-style-type: none"> - The proponent did not do any activities that triggered the need for this component of the EMP during the term |

| Aspect | Potential Impacts | Management/Mitigation Measures | Compliance | Comments |
|--------|-------------------|--|------------|----------|
| | | <p>site and determine whether work can proceed without damage to findings, mark exclusions boundary and inform ECC with GPS position</p> <ul style="list-style-type: none"> - If needed, further investigation have to be requested for a professional assessment and the necessary protocols of the Chance Find Procedure have to be followed, - Archaeologist will evaluate the significance of the remains and identify appropriate action, for example, record and remove; relocate or leave premises (depending on the nature and value of the remains), - Inform the police if the remains are human, - Obtain appropriate clearance or approval from the competent authority, if required, and recover and remove the remains to the National Museum or | | |

| Aspect | Potential Impacts | Management/Mitigation Measures | Compliance | Comments |
|--------------------------------|--|---|------------------|--|
| | | National Forensic Laboratory as directed. | | |
| General exploration activities | <ul style="list-style-type: none"> - Potential grievances and complaints - Social discomfort and anxiety | <ul style="list-style-type: none"> - Develop and implement an operation manual or procedures to work on private farms and implement monitoring programmes thereafter, - Maintain continuous communication with I&APs to identify concerns and mitigation measures, - Compliance with all applicable laws and agreements - Training and raise awareness to sensitize employees about contentious issues such as stock theft and poaching - Ensure appropriate supervision of all activities | - Non-applicable | - The proponent did not do any activities that triggered the need for this component of the EMP during the term. |

| Aspect | Potential Impacts | Management/Mitigation Measures | Compliance | Comments |
|--------|---|--|------------|----------|
| | <ul style="list-style-type: none"> - Residing, nesting and slow moving organisms can be disturbed, injured or killed by movement of vehicles and equipment | <ul style="list-style-type: none"> - Accidents and incidents need to be reported to exploration manager and recorded in incident register - Restrict movements to areas of activities only - Use existing tracks and routes only - Identify rare, endangered, threatened and protected species in advance - Route new tracks around protected species and sensitive areas - Restrict movements to daytime hours - Training and raise awareness to sensitize employees and notify them on avoiding some areas - No driving off designated access routes (into the bush) / off-road driving - No animals or birds may be collected, caught, consumed or | | |

| Aspect | Potential Impacts | Management/Mitigation Measures | Compliance | Comments |
|--------|---|---|---|--|
| | <ul style="list-style-type: none"> - Residing, nesting and slow moving organisms can be disturbed as a result of ambient noise from operations and movements of vehicles and equipment - Conflict with farmers and neighbours about ambient noise | <ul style="list-style-type: none"> - removed from site - Restrict excessive noise to areas of activities only, - Restrict excessive noise to daytime hours (7 am to 5 pm weekdays and 7 am until 7 am until 1 pm on Saturdays), - No activities between dusk and dawn, - Drill equipment shall be suitably positioned to ensure that noisy equipment is away from receptors, - Residents shall be provided at least two weeks' notice of drilling operations within 1 km of their property, - All equipment to be shut down or throttled back between periods of use, - Respect civic aviation regulations about the use of a drone | <ul style="list-style-type: none"> - Compliant | <ul style="list-style-type: none"> - The proponent will continue to ensure mitigation measures are in place as per the EMP. |

| Aspect | Potential Impacts | Management/Mitigation Measures | Compliance | Comments |
|--------|---|--|------------|----------|
| | <ul style="list-style-type: none"> - Visual disturbances - Loss of Sense of Place | <ul style="list-style-type: none"> - Position drill equipment in such a way that it is out of sight from human receptors, - Barriers or fences shall be used if drilling occurs in, locations that may affect residents or livestock, - Residents need to be informed at least two weeks in advance that drilling operations are within 1 km of their property, - Maintain good housekeeping, - Apply dust suppression where possible, - Maintain continuous communication with I&APs to identify concerns and mitigation measures | | |

| Aspect | Potential Impacts | Management/Mitigation Measures | Compliance | Comments |
|--------|---|--|------------|----------|
| | <ul style="list-style-type: none"> - Dust and emissions | <ul style="list-style-type: none"> - All vehicles and machinery/ equipment to be shut down or throttled back between periods of use, - Use existing access roads and tracks where possible, - Restrict speed of vehicles (<30 km/h), - Specific activities that may generate dust and impact on residents shall be avoided during high wind events. | | |
| | <ul style="list-style-type: none"> - Loss of soil quality due to mixing of earth matter, trampling, compaction and pollution, - Enhanced soil erosion | <ul style="list-style-type: none"> - Where possible, plan access routes, drill pads and camps outside of existing drainage lines - Where necessary, install diversions to curb possible erosion - Restore drainage lines when disturbed - Topsoil should be stockpiled separately, and re-spread during rehabilitation - Limit the possibility of trampling | | |

| Aspect | Potential Impacts | Management/Mitigation Measures | Compliance | Comments |
|--------|---|---|------------|----------|
| | | <ul style="list-style-type: none"> - During drilling oil absorbent matting should be placed under and around the rig - Equipment must be in good condition to ensure that accidental oil spills do not occur and contaminate soil - In the event of spills and leaks, polluted soils must be collected and disposed of at an approved site, - Limit the possibility to mix mineral waste with topsoil | | |
| | <ul style="list-style-type: none"> - Water contamination | <ul style="list-style-type: none"> - Ensure drill pads and spill kits are in place, - Consider alternative sites when the water table is too high, - Drill system should be dug to direct any accidental spills into sumps, - Waste water shall be contained, - Where possible, water from existing water sources shall be used | | |

| Aspect | Potential Impacts | Management/Mitigation Measures | Compliance | Comments |
|---|--|--|-------------|--|
| Vegetation clearance for access routes, drill pads and temporary contractor camps | <ul style="list-style-type: none"> - Loss of plant species - Loss of habitat - Create landscape scars - Loss of Sense of Place | <ul style="list-style-type: none"> - Use existing roads for access to avoid new tracks and cut lines - Minimise clearance areas through proper planning of the exploration activities - Route new tracks around established and protected trees, and clumps of vegetation - Identify rare, endangered, threatened and protected species. - During toolbox talks and induction, highlight to workers so that the removal of significant plants are avoided - Where possible rescue and relocate plants of significance - Promote revegetation of cleared areas upon completion of exploration activities | - Compliant | <ul style="list-style-type: none"> - The proponent will continue to ensure mitigation measures are in place as per the EMP. |
| | <ul style="list-style-type: none"> - Alien plants and weeds can accidentally be introduced | <ul style="list-style-type: none"> - All project equipment arriving on site from an area outside of the project or coming from an area of known weed infestations (not | | |

| Aspect | Potential Impacts | Management/Mitigation Measures | Compliance | Comments |
|---|---|---|---|--|
| | | <p>present on the project site) should have an internal weed and seed inspection completed prior to equipment being used</p> <ul style="list-style-type: none"> - Ensure the potential introduction and spread of alien plants is prevented, and - Ensure the correct removal of alien invasive vegetation and prevent the establishment and spread of alien invasive plants. - Eradicate weeds and alien species as soon as they appear - Make workers aware about alien species and weeds | | |
| <p>Fuel handling and storage maintenance on equipment, machinery and vehicles</p> | <ul style="list-style-type: none"> - Soil contamination - Water contamination | <ul style="list-style-type: none"> - Good housekeeping - Training through toolbox talks and induction - All stationary vehicles and machinery must have drip trays to collect leakages of lubricants and oil - Spill kits and absorption material available during fuel delivery, storage or use | <ul style="list-style-type: none"> - Compliant | <ul style="list-style-type: none"> - The proponent will continue to ensure mitigation measures are in place as per the EMP. |

| Aspect | Potential Impacts | Management/Mitigation Measures | Compliance | Comments |
|--------|-------------------|---|------------|----------|
| | | <ul style="list-style-type: none"> - Accidental spills and leaks to be cleaned as soon as possible - Spills to be reported to the exploration manager - Fuel spills of greater than 200 L to be reported to the authorities - Plant and equipment to be well maintained and serviced regularly (maintenance and service schedules in place), - In the field, use of hydrocarbons under 200 L can be used for mobile refuelling or servicing - Bulk fuel will be stored in adequate containment areas (on a non-porous floor, in a bunded area, capable to contain 110% of the volume stored) - Preventative measures will be in place when service and maintenance activities are done (drip trays, non-porous surfaces, funnels, non-damaged containers) - Refuelling and de-fuelling in | | |

| Aspect | Potential Impacts | Management/Mitigation Measures | Compliance | Comments |
|---------------------|--|---|-------------|--|
| | | designated areas (with adequate preventative measures in place) only | | |
| Generation of waste | <ul style="list-style-type: none"> - Soil contamination - Water contamination - Nuisance (visual impacts, litter) - Ecological risks | <ul style="list-style-type: none"> - Good housekeeping - Training and awareness through toolbox talks and induction - Implement a Standard Operational Procedure (SOP) on waste management, from cradle to grave for all kinds of waste possible on-site (e.g. Hydrocarbons, domestic, waste water) - Implement a culture of correct waste collection, waste segregation and waste disposal, complimentary to the waste hierarchy – avoid, re-use, recycle - Avoid hazardous waste on site - Wastewater discharges will be contained – no disposal of waste water | - Compliant | - The proponent will continue to ensure mitigation measures are in place as per the EMP. |

| Aspect | Potential Impacts | Management/Mitigation Measures | Compliance | Comments |
|---|---|---|--|--|
| Job creation, skills development and business opportunities | <ul style="list-style-type: none"> - Beneficial socio-economic impacts on a local and regional scale | <ul style="list-style-type: none"> - Maximise local employment and local business opportunities - Enhance the use of local labour and local skills as far as reasonably possible - Ensure that goods and services are sourced from the local and regional economy as far as reasonably possible. | <ul style="list-style-type: none"> - Compliant | <ul style="list-style-type: none"> - The proponent will continue to ensure mitigation measures are in place as per the EMP. |

4 REHABILITATION

The proponent continually ensures that all impacts caused by them during exploration activities will be rehabilitated, should no further use of the land be required. Rehabilitation methods after exploration activities include the waste removal and disposal at the Otjiwarongo Municipal waste site at irregular intervals. RAB (Rotary Air Blast) drill holes were and/ will be backfilled with the residue material from the drilling. Diamond drillholes will be properly covered up with a labelled steel cap. The drill site must be covered with the topsoil and the Proponent will make sure there is no oil spillage.

5 CONCLUSION AND RECOMMENDATIONS

All proposed activities shall be carried out in compliance with the relevant requirements and conditions of the granted licence in accordance with the approved EMP. It is recommended that the Proponent continues to adhere to all environmental legislation and company standards to ensure that best practical environmental protection continues as the project activities progress.

APPENDIX A - ENVIRONMENTAL MANAGEMENT PLAN

APPENDIX B - ENVIRONMENTAL CLEARANCE CERTIFICATE

APPENDIX C – LETTER OF EPL TRANSFER



ECC

ENVIRONMENTAL
COMPLIANCE CONSULTANCY



ECC-36-272-REP-6-A

ENVIRONMENTAL MANAGEMENT PLAN

EXPLORATION ACTIVITIES ON EPL 7744 FOR BASE AND RARE METALS, INDUSTRIAL MINERALS, AND PRECIOUS METALS IN THE OTJOZONDJUPA REGION, NAMIBIA

PREPARED FOR OTAVI EXPLORATION (PTY) LTD



MARCH 2020

TITLE AND APPROVAL PAGE

| | |
|----------------------------|--|
| Project Name: | Exploration activities on EPL 7744 for Base and Rare Metals, Industrial Minerals, and Precious Metals in the Otjozondjupa Region |
| Project Number: | ECC-36-272-6-A |
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DEFINITIONS AND ABBREVIATIONS

| | |
|-------|--------------------------------------|
| ECC | Environmental Compliance Consultancy |
| EIA | Environmental Impact Assessment |
| EMP | Environmental Management Plan |
| EPL | Exclusive Prospecting Licence |
| I&APs | Interested and affected parties |

1.2 ENVIRONMENTAL REGULATORY REQUIREMENTS

In terms of the Environmental Impact Assessment (EIA) Regulations and the Environmental Management Act, No. 7 of 2007, the proposed development qualifies as a listed activity. Therefore, an application for an environmental clearance certificate is to be submitted. An environmental scoping report and EMP are required to be submitted as part of the application process, as well as to support the decision-making process. This report presents the EMP and has been undertaken in terms of the requirements of the act and its regulations.

1.3 PURPOSE AND SCOPE OF THIS REPORT

The purpose of this EMP is to provide a management framework for the proposed exploration activities in EPL 7744 so that the potential environmental impacts are avoided, minimised and mitigated as far as reasonably practicable, and that statutory requirements and other legal obligations are fulfilled.

This EMP also presents protocols, procedures, roles and responsibilities to ensure the management arrangements are appropriately and effectively implemented. This EMP forms an appendix to the environmental scoping report and has been based on the findings of the assessment; therefore, the environmental scoping report should be referred to for further information on the proposed project, assessment methodology, applicable legislation, and assessment findings.

This EMP is a live document and shall be reviewed at predetermined intervals, and / or updated when the scope of works alters, or when further data / information can be added. All personnel working on the project will be legally required to comply with the standards set out in this EMP.

The scope of this EMP includes all activities carried out during the exploration stage in search of Base, Rare and Industrial Minerals, and Precious Metals on EPL 7744.

1.4 MANAGEMENT OF THIS EMP

The proponent, Otavi Exploration (Pty) Ltd will hold the environmental clearance certificate for the proposed project and will be responsible for the implementation and management of this EMP. Prior to the exploration activities commencing, this EMP shall be reviewed, amended as required and approved ready for implementation. The implementation and management of this EMP and thus the monitoring of compliance shall be undertaken through daily duties and activities and monthly inspections.

This EMP shall be circulated to all contractors and made available on ECC's website.

1.5 LIMITATIONS, UNCERTAINTIES AND ASSUMPTIONS OF THIS EMP

This EMP does not include measures for compliance with statutory occupational health and safety requirements. This will be provided in the health and safety management plan to be developed by the proponent.

Where there is any conflict between the provisions of this EMP and any contractor's obligations under their respective contracts, including statutory requirements (such as licences, project approval conditions, permits, standards, guidelines, and relevant laws), the contract and statutory requirements are to take precedence.

The information contained in this EMP has been based on the project description as provided in the environmental scoping report. Where the design or construction methods alter, this EMP may require updating and potential further assessment to be undertaken.

1.6 ENVIRONMENTAL CONSULTANCY

Environmental Compliance Consultancy (ECC), a Namibian consultancy with registration number 2013/11401, has prepared this EMP on behalf of the proponent. ECC operates exclusively in the environmental, social, health and safety fields for clients across Southern Africa, in the public and private sectors. ECC is independent of the proponent and has no vested or financial interest in the proposed project, except for fair remuneration for professional services rendered.

All compliance and regulatory requirements regarding this document should be forwarded by email or posted to the following address:

Environmental Compliance Consultancy

PO BOX 91193

Klein Windhoek, Namibia

Tel: +264 81 669 7608

Email: info@eccenvironmental.com

2 PROJECT MANAGEMENT PERSONNEL

This EMP provides measures, guidelines, and procedures for managing and mitigating potential environmental impacts. The EMP also indicates monitoring and reporting requirements and sets responsibilities for those carrying out management and mitigation measures. Otavi Exploration (Pty) Ltd shall provide a project team to oversee activities and responsibilities.

2.1 ORGANISATIONAL STRUCTURE, ROLES, AND RESPONSIBILITIES

The proponent shall be responsible for:

- Ensuring all members of the project team, including contractors, comply with the procedures set out in this EMP
- Ensuring that all persons are provided with sufficient training, supervision, and instruction to fulfil this requirement, and
- Ensuring that any persons allocated specific environmental responsibilities are notified of their appointment and confirm that their responsibilities are clearly understood.

Contractors shall be responsible for ensuring and demonstrating that all personnel employed by them are compliant with this EMP, and meet the responsibilities listed above.

The key personnel and environmental responsibilities of each role are presented in Table 1.

TABLE 1 - KEY ROLES AND RESPONSIBILITIES

| ROLE | RESPONSIBILITY & DUTIES |
|--------------------------------------|--|
| Proponent | <ul style="list-style-type: none"> - Overall responsibility for the implementation and management of this EMP; - Ensure the environmental policy is communicated to all personnel throughout the proposed project and ensure that employees, contractors and visitors understand and adhere to the EMP; - Responsible for providing the required resources (including financial and technical) to complete the required tasks; - Appoint an exploration (project) manager and a site manager (or nominated supervisor); - Ensure that all employees, contractors and visitors are inducted on safety measures. |
| Exploration (project) Manager | <ul style="list-style-type: none"> - Responsible for ensuring compliance with this EMP including overseeing all day to day activities during the duration of the project, including routine and non-routine maintenance works, as well as the decommissioning of the project; - Ensure adequate resources are made available for implementation of this EMP; - Responsible for the management, maintenance and revisions of this EMP; - Ensure all personnel are aware of the commitments made in this EMP and any other relevant regulatory requirements applicable to the project; - Ensure all employees and contractors participate in a site induction process prior to commencing work on the project; - Maintain the community issues and concern register, and keep records of complaints; - Ensure that best environmental practice is undertaken throughout the duration of the project; and - Report any non-compliance or accidents to the regulatory authority. |

| ROLE | RESPONSIBILITY & DUTIES |
|--|---|
| Site Manager (or nominated supervisor) | <ul style="list-style-type: none"> - Ensure that all employees, contractors and visitors to the site are conversant with the requirements of this EMP, relevant to their roles on site and adhere to this EMP at all times; - Provide environmental awareness / management training and site inductions for all employees, contractors and visitors; - Monitor daily operations and ensure adherence by personnel to the EMP; - Receive, respond to and record complaints; and - Report any non-compliance or accidents to the explorations (project) manager. |
| Employees (and contractors and visitors where applicable) | <ul style="list-style-type: none"> - Responsible for being compliant with this EMP throughout the project; - Adhere to this EMP at all times; - Ensure attendance of site inductions; - Ensure appropriate briefings for certain activities have been provided and are fully understood; and - Report any operations and conditions that deviate from the EMP or any non-compliant issues or accidents to the site manager and exploration manager. |

2.2 CONTRACTORS

Any contractors hired during the project (including contractors appointed for maintenance activities) shall be compliant with this EMP, and shall be responsible for the following:

- Undertaking activities in accordance with this EMP as well as relevant policies, procedures, management plans, statutory requirements, and contract requirements;
- Implement appropriate environmental and safety management measures;
- Report environmental issues, including actual or potential environmental incidents and hazards, to the exploration manager; and
- Ensure appropriate corrective or remedial action is taken to address all environmental hazards and incidents reported.

2.3 EMPLOYMENT

The proponent (and all contractors) shall comply with the requirements of the Regulations for Labour, Health and Safety, and any amendments to these regulations. The following shall be complied with:

- In liaison with the relevant authorities, the proponent shall ensure that local people have access to information about job opportunities and are considered first for contract employment positions;
- The number of job opportunities shall be made known together with the associated skills and qualifications;
- The maximum length of time the job is likely to last for shall be clearly indicated;
- Foreign workers with no proof of permanent legal residence shall not be hired; and
- Every effort shall be made to recruit from the pool of unemployed workers living in the local area.

3 COMMUNICATIONS AND TRAINING

In order to ensure potential risks and impacts are minimised, it is vital that personnel are appropriately informed and trained on operational procedures that include the above mitigation measures. It is also important that regular communications are maintained with all the stakeholders and made aware of potential impacts and how to minimise or avoid them. This section sets out the framework for communication and training in relation to the EMP.

3.1 COMMUNICATIONS

During the entire project, the exploration manager and / or site manager (or nominated site supervisor) shall communicate site-wide environmental issues to the project team through the following means (as and when required):

- Site induction
- Audits and site inspections
- Toolbox talks, including instruction on incident response procedures, and
- Briefings on key project-specific environmental issues

This EMP shall be distributed to the project team, including contractors, to ensure that the environmental requirements are communicated effectively. Key activities and environmentally sensitive operations shall also be briefed to workers and contractors.

During the entire project regular communications between the management team shall include discussing any complaints received and actions to resolve them; any inspections, audits or non-conformance with this EMP and any objectives or target achievements.

3.2 ENVIRONMENTAL EMERGENCY AND RESPONSE

Table 2 contains a list of numbers to be contacted in case of an emergency. All personnel will be made aware of these numbers.

TABLE 2 - EMERGENCY CONTACT DETAILS

| TOWN | AMBULANCE | POLICE | FIRE BRIGADE |
|-------------|-------------------|-------------------------------|-------------------|
| Otjiwarongo | +264 (67) 30 3734 | +264 (67) 219 048 or 10111 | +264 (67) 30 4444 |

3.3 COMPLAINTS HANDLING AND RECORDING

Any complaints received verbally or in writing by any personnel on the project site shall be recorded by the receiver, including the name and contact details of the complainant, date and time of the complaint, and the nature of the complaint. The information shall be given to the exploration manager who is overall responsible for the management of complaints and will provide a written response to the complainant. The exploration manager shall inform employees of issues, concerns or complaints.

The exploration manager shall maintain a complaint register that will detail the name and contact details of the complainant, date and time of the complaint, nature of the complaint, action is taken to resolve issues, and date of complaint handover. The exploration manager shall be responsible for nominating the correct personnel to coordinate and resolve the issue.

The workforce shall be informed about the complaints register, its location and the person responsible, in order to refer local residents or the general public who wish to lodge a complaint. The complainant shall be informed in writing of the results of the investigation and action to be taken to rectify or address the matter(s). Where no action is taken, the reasons are to be recorded in the register.

The complaints register shall be kept for the duration of the project and will be available for government or public review upon request.

3.4 TRAINING AND AWARENESS

All personnel working on the project shall be competent to perform tasks that have the potential to cause an environmental impact. Competence is defined in terms of appropriate education, training and experience.

3.5 SITE INDUCTION

All personnel involved in the project, contractors and visitors shall be inducted to the site with specific environmental and social awareness training, and health and safety issues. The environment and social awareness training shall ensure that everybody on site is familiar with the principles of this EMP, the environment and social aspects and impacts associated with their activities, the procedures in place to control these impacts and the consequences of departure from these procedures.

The exploration manager shall ensure a register of completed training is maintained.

The site induction should include, but not limited to the following:

- A general site-specific induction that outlines:
 - o What is meant by “environment” and “social”;
 - o Why the environment needs to be protected and conserved;
 - o How construction activities can impact on the environment; and
 - o What can be done to mitigate against such impacts;
- The inductee’s role and responsibilities with respect to implementing the EMP;
- The site environmental rules;
- Details of how to deal with, and who to contact if environmental problems should occur;
- Basic vegetation clearing principles and species identification sheets;
- Focal themes such as compliance, contentious issues (e.g. stock theft, poaching), reporting of accidents and incidents, good housekeeping and standard procedures for waste management
- The potential consequences of non-compliance with this EMP and relevant statutory requirements, and
- The role of responsible people for the project.

4 REPORTING, COMPLIANCE, AND ENFORCEMENT

4.1 ENVIRONMENTAL INSPECTIONS AND COMPLIANCE MONITORING

4.1.1. DAILY COMPLIANCE MONITORING

A copy of this EMP shall be on-site throughout the duration of the project and shall be available upon request. It is the responsibility of the exploration manager and site manager (or nominated site supervisor) to ensure this EMP is complied with through their daily roles. Daily, weekly and monthly inspections will be undertaken. Any environmental problems or risks identified shall be notified to the exploration manager and actioned as soon as is reasonably practicable.

4.1.2. MONTHLY COMPLIANCE MONITORING

Monthly inspections shall be undertaken by the site manager to check that the standards and procedures set out in this EMP are being complied with and pollution control measures are in place and working correctly. Any non-conformance shall be recorded, including the following details: a brief description of non-conformance; the reason for the non-conformance; the responsible party; the result (consequence); and the corrective action is taken and any necessary follow up measures required.

4.2 REPORTING

There shall be a requirement to ensure that any incident or non-compliance, including any environmental issue, failure of equipment or accident, is reported to the exploration manager.

4.3 ENVIRONMENTAL PERMITS

Whilst the Water Resources Management Act, No. 11 of 2013 is not enforced, it is best practice to adhere to its stipulations while ensuring compliance with the Water Act, No. 54 of 1956, which is maintained still. A licence to abstract and use water may be required if boreholes are to be created, although this is unlikely. If required, the proponent will apply for relevant permits and shall operate in accordance with any conditions of the licence.

Some vegetation will be cleared on the EPL to allow exploration activities to commence. It is unlikely that an area greater than 15ha will be cleared, therefore a permit under the Forest Act, No. 12 of 2001 as amended by the Forest Amendment Act, No. 13 of 2005 and its regulations of 2015 is not required.

4.4 NON-COMPLIANCE

Where it has been identified that activities are not compliant with this EMP, the exploration manager shall employ corrective actions so that the activities return to being compliant as soon as possible. In instances where the requirements of the EMP are not upheld, a non-conformance and corrective action notice shall be produced. The notice shall be generated during the inspections and the exploration manager shall be responsible for ensuring a corrective action plan is established and implemented to address the identified shortcoming.

A non-compliance event / situation, for example, is considered if:

- There is evidence of the contravention of this EMP and associated indicators or objectives;
- The exploration manager and / or site manager (or nominated supervisor) have failed to comply with corrective or other instructions issued by the exploration manager or qualified authority; or
- The exploration manager and /or site manager (or nominated supervisor) fail to respond to complaints from the public

Activities shall be stopped in the event of a non-compliance until corrective action(s) has been completed.

4.5 INCIDENT REPORTING

The exploration manager must ensure that an accident and incident (including minor or near-miss) reporting system is maintained so that all applicable statutory requirements are covered. For any serious incident involving a fatality, or permanent disability, the incident scene must be left untouched until witnessed by a representative of the police. This requirement does not preclude immediate first aid being administered and the location being made safe.

The exploration manager must investigate the cause of all work accidents and significant incidents and must provide the results of the investigation and recommendations on how to prevent a recurrence of such incidents. A formal root-cause investigation process should be followed.

4.6 DISCIPLINARY ACTION

This EMP is a legally binding document and non-compliance with it shall result in disciplinary action being taken against the perpetrator/s. Such action may take the form of (but is not limited to):

- Fines / penalties
- Legal action
- Monetary penalties imposed by the proponent on the contractor
- Withdrawal of license/s, and
- Suspension of work.

The disciplinary action shall be determined according to the nature and extent of the transgression / non-compliance, and penalties are to be weighed against the severity of the incident.

5 ENVIRONMENTAL AND SOCIAL MANAGEMENT

5.1 ENVIRONMENTAL PERFORMANCE MANAGEMENT

The summary of a register of environmental risks and issues identifies mitigation and monitoring measures, as well as roles responsible. This register will be subject to regular review by the exploration manager and updated when necessary. The exploration manager and site manager (or nominated site supervisor) will use this register to undertake monthly inspections to ensure the project is compliant with this EMP.

5.2 OBJECTIVES AND TARGETS

Environmental objectives for the project are as follows:

- Zero pollution incidents
- Minimal vegetation clearing
- Protect local flora and fauna
- Minimise the generation of waste
- Minimal interruption to farm activities

5.3 REGISTER OF ENVIRONMENTAL RISKS AND ISSUES

An environmental review of the proposed project has been completed to identify all the commitments and agreements made within the environmental scoping report. From this a list of environmental commitments and risks has been produced, which details deliverables including measures identified for the prevention of pollution or damage to the environment during the project.

Table 3 provides a register of environmental risks and issues, which identifies mitigation and monitoring measures, as well as the responsible person. This register will be subject to regular review by the exploration manager and updated when necessary. The exploration manager will use this register to undertake monthly inspections to ensure the project is compliant with this EMP.

TABLE 3 - ENVIRONMENTAL RISKS AND ISSUES, AND MITIGATION AND MONITORING MEASURES

| ACTIVITY | POTENTIAL IMPACTS | MANAGEMENT / MITIGATION MEASURES | MONITORING REQUIREMENTS | RESPONSIBILITY |
|------------------------------------|--|---|-------------------------|--|
| Access and site preparation | <ul style="list-style-type: none"> - Limiting access to the farms, - Disruption of farm operations (leaving gates open, loss of farming area, interference at waterpoints) - Potential conflict with farm owners and neighbours (suspicious movement, poaching, stock theft, field fires, etc.) | <ul style="list-style-type: none"> - Ensure documented permission to enter farms, - Farmers should have access to all farm areas at all times, - Existing water points and feeding area need to be left, unaffected, - Use existing roads for access to avoid new tracks and cut lines, - Compliance with all applicable laws and agreements | Daily | Exploration manager and / or site manager (or nominated site supervisor) |
| | Potential damage to cultural heritage sites | <ul style="list-style-type: none"> - Implement a Chance Find Procedure - Raise awareness about possible heritage finds - Report all finds that could be of heritage importance - In case archaeological remains to be uncovered, cease activities and the exploration manager has to assess and demarcate the area - exploration manager to visit the site and determine whether work can proceed without damage to findings, mark exclusions boundary and inform ECC with GPS position - If needed, further investigation have to be requested for a professional assessment and the necessary protocols of the Chance Find Procedure have to be followed, - Archaeologist will evaluate the significance of the remains and identify appropriate action, for example, record and remove; relocate or leave premises (depending on the nature and value of the remains), - Inform the police if the remains are human, - Obtain appropriate clearance or approval from the competent authority, if required, and recover and remove the remains to the National Museum or National Forensic Laboratory as directed. | Monthly | |

| ACTIVITY | POTENTIAL IMPACTS | MANAGEMENT / MITIGATION MEASURES | MONITORING REQUIREMENTS | RESPONSIBILITY |
|---------------------------------------|---|--|-------------------------|---|
| General exploration activities | <ul style="list-style-type: none"> - Potential grievances and complaints, - Social discomfort and anxiety | <ul style="list-style-type: none"> - Develop and implement an operations manual or procedures to work on private farms and implement monitoring programmes thereafter, - Maintain continuous communication with I&APs to identify concerns and mitigation measures, - Compliance with all applicable laws and agreements - Training and raise awareness to sensitize employees about contentious issues such as stock theft and poaching - Ensure appropriate supervision of all activities - Accidents and incidents need to be reported to exploration manager and recorded in incident register | Weekly, monthly | |
| | Residing, nesting and slow moving organisms can be disturbed, injured or killed by movement of vehicles and equipment | <ul style="list-style-type: none"> - Restrict movements to areas of activities only - Use existing tracks and routes only - Identify rare, endangered, threatened and protected species in advance - Route new tracks around protected species and sensitive areas - Restrict movements to daytime hours - Training and raise awareness to sensitize employees and notify them on avoiding some areas - No driving off designated access routes (into the bush) / off-road driving - No animals or birds may be collected, caught, consumed or removed from site | Weekly | Site manager (or nominated site supervisor) |
| | <ul style="list-style-type: none"> - Residing, nesting and slow moving organisms can be disturbed as a result of ambient noise from operations and movements of vehicles and equipment - Conflict with farmers and neighbours about ambient noise | <ul style="list-style-type: none"> - Restrict excessive noise to areas of activities only, - Restrict excessive noise to daytime hours (7 am to 5 pm weekdays and 7 am until 1 pm on Saturday), - No activities between dusk and dawn, - Drill equipment shall be suitably positioned to ensure that noisy equipment is away from receptors, - Residents shall be provided at least two weeks' notice of drilling operations within 1 km of their property, - All equipment to be shut down or throttled back between periods of use, | Daily | |

| ACTIVITY | POTENTIAL IMPACTS | MANAGEMENT / MITIGATION MEASURES | MONITORING REQUIREMENTS | RESPONSIBILITY |
|----------|---|--|-------------------------|----------------|
| | | <ul style="list-style-type: none"> – Respect civic aviation regulations about the use of a drone | | |
| | <ul style="list-style-type: none"> – Visual disturbances – Loss of Sense of Place | <ul style="list-style-type: none"> – Position drill equipment in such a way that it is out of sight from human receptors, – Barriers or fences shall be used if drilling occurs in, locations that may affect residents or livestock, – Residents need to be informed at least two weeks in advance that drilling operations are within 1km of their property, – Maintain good housekeeping, – Apply dust suppression where possible, – Maintain continuous communication with I&APs to identify concerns and mitigation measures | Daily, weekly | |
| | <ul style="list-style-type: none"> – Dust and emissions | <ul style="list-style-type: none"> – All vehicles and machinery / equipment to be shut down or throttled back between periods of use, – Use existing access roads and tracks where possible, – Apply dust suppression where possible, – Restrict speed of vehicles (<30km/h), – Specific activities that may generate dust and impact on residents shall be avoided during high wind events. | Daily | |
| | <ul style="list-style-type: none"> – Loss of soil quality due to mixing of earth matter, trampling, compaction and pollution, – Enhanced soil erosion | <ul style="list-style-type: none"> – Where possible, plan access routes, drill pads and camps outside of existing drainage lines – Where necessary, install diversions to curb possible erosion – Restore drainage lines when disturbed – Topsoil should be stockpiled separately, and re-spread during rehabilitation – Limit the possibility of compaction and creating of a hard subsurface – Limit the possibility of trampling – During drilling oil absorbent matting should be placed under and around the rig – Equipment must be in a good condition to ensure that accidental oil spills do not occur and contaminate soil | Weekly | |

| ACTIVITY | POTENTIAL IMPACTS | MANAGEMENT / MITIGATION MEASURES | MONITORING REQUIREMENTS | RESPONSIBILITY |
|--|--|--|-------------------------|---|
| | | <ul style="list-style-type: none"> - In the event of spills and leaks, polluted soils must be collected and disposed of at an approved site, - Limit the possibility to mix mineral waste with topsoil | | |
| | Water contamination | <ul style="list-style-type: none"> - Ensure drill pads and spill kits are in place, - Consider alternative sites when the water table is too high, - Drill system should be dug to direct any accidental spills into sumps, - Waste water shall be contained, - Where possible, water from existing water sources shall be used | Weekly | |
| Vegetation clearance for access routes, drill pads and temporary contractor camps | <ul style="list-style-type: none"> - Loss of plant species - Loss of habitat - Create landscape scars - Loss of Sense of Place | <ul style="list-style-type: none"> - Use existing roads for access to avoid new tracks and cut lines - Minimise clearance areas through proper planning of the exploration activities - Route new tracks around established and protected trees, and clumps of vegetation - Identify rare, endangered, threatened and protected species. - During toolbox talks and induction, highlight to workers so that the removal of significant plants are avoided - Where possible rescue and relocate plants of significance - Promote revegetation of cleared areas upon completion of exploration activities | Daily | <ul style="list-style-type: none"> - Employees, contractors - Site manager (or nominated site supervisor) |
| | <ul style="list-style-type: none"> - Alien plants and weeds can accidentally be introduced | <ul style="list-style-type: none"> - All project equipment arriving on site from an area outside of the project or coming from an area of known weed infestations (not present on the project site) should have an internal weed and seed inspection completed prior to equipment being used - Ensure the potential introduction and spread of alien plants is prevented, and - Ensure the correct removal of alien invasive vegetation and prevent the establishment and spread of alien invasive plants. | Monthly | Site manager (or nominated site supervisor) |

| ACTIVITY | POTENTIAL IMPACTS | MANAGEMENT / MITIGATION MEASURES | MONITORING REQUIREMENTS | RESPONSIBILITY |
|--|--|--|-------------------------|---|
| | | <ul style="list-style-type: none"> - Eradicate weeds and alien species as soon as they appear - Make workers aware about alien species and weeds | | |
| Fuel handling and storage, maintenance on equipment, machinery and vehicles | <ul style="list-style-type: none"> - Soil contamination - Water contamination | <ul style="list-style-type: none"> - Good housekeeping - Training through toolbox talks and induction - All stationary vehicles and machinery must have drip trays to collect leakages of lubricants and oil - Spill kits and absorption material available during fuel delivery, storage or use - Accidental spills and leaks to be cleaned soonest - Spills to be reported to the exploration manager - Fuel spills of greater than 200L to be reported to the authorities - Plant and equipment to be well maintained and serviced regularly (maintenance and service schedules in place), - In the field, use of hydrocarbons under 200L can be used for mobile refuelling or servicing - Bulk fuel will be stored in adequate containment areas (on a non-porous floor, in a bunded area, capable to contain 110% of the volume stored) - Preventative measures will be in place when service and maintenance activities are done (drip trays, non-porous surfaces, funnels, non-damaged containers) - Refuelling and de-fuelling in designated areas (with adequate preventative measures in place) only | Daily | <ul style="list-style-type: none"> - Employees, contractors - Site manager (or nominated site supervisor) |
| Generation of waste | <ul style="list-style-type: none"> - Soil contamination - Water contamination - Nuisance (visual impacts, litter) - Ecological risks | <ul style="list-style-type: none"> - Good housekeeping - Training and awareness through toolbox talks and induction - Implement a Standard Operational Procedure on waste management, from cradle to grave for all kinds of waste possible on-site (e.g. hydrocarbons, domestic, waste water) | - Daily and weekly | <ul style="list-style-type: none"> - Employees, contractors - Site manager (or nominated site supervisor) |

| ACTIVITY | POTENTIAL IMPACTS | MANAGEMENT / MITIGATION MEASURES | MONITORING REQUIREMENTS | RESPONSIBILITY |
|--|---|---|-------------------------|---------------------|
| | | <ul style="list-style-type: none"> - Implement a culture of correct waste collection, waste segregation and waste disposal, complimentary to the waste hierarchy – avoid, re-use, recycle - Avoid hazardous waste on site - Wastewater discharges will be contained – no disposal of waste water | | |
| Job creation, skills development and business opportunities | Beneficial socio-economic impacts on a local and regional scale | <ul style="list-style-type: none"> - Maximise local employment and local business opportunities - Enhance the use of local labour and local skills as far as reasonably possible - Ensure that goods and services are sourced from the local and regional economy as far as reasonably possible. | - Monthly | Exploration manager |

6 IMPLEMENTATION OF THE EMP

Exploration work will be carried out in compliance with the relevant requirements of the Minerals (Prospecting and Mining) Act, 1992. No significant impacts are anticipated for the activities that have been identified and management and mitigation measures are in place for potential risks.

This EMP:

- Has been prepared pursuant to a contract with the proponent
- Has been prepared on the basis of information provided to ECC up to February 2020
- Is for the sole use of the proponent, for the sole purpose of an EMP
- Must not be used (1) by any person other than the proponent or (2) for a purpose other than an EMP, and
- Must not be copied without the prior written permission of ECC.

ECC has prepared the EMP on the basis of information provided by the proponent and the environmental scoping report



REPUBLIC OF NAMIBIA
MINISTRY OF ENVIRONMENT, FORESTRY AND TOURISM

OFFICE OF THE ENVIRONMENTAL COMMISSIONER

ENVIRONMENTAL CLEARANCE CERTIFICATE

ISSUED

In accordance with Section 37(2) of the Environmental
Management Act (Act No. 7 of 2007)

TO

Otavi Exploration (Pty) Ltd
P O Box 80363, Windhoek

TO UNDERTAKE THE FOLLOWING LISTED ACTIVITY

**Exploration Activities on EPL 7744 for Base and Rare Metals, Industrial
Minerals and Precious Metals in the Otjozondjupa Region.**

Issued on the date: **2020-08-17**
Expires on this date: **2023-08-17**



(See conditions printed over leaf)

Reduce
Reuse
Recycle



CONDITIONS OF APPROVAL

1. This environmental clearance is valid for a period of 3 (three) years, from the date of issue unless withdrawn by this office
2. This certificate does not in any way hold the Ministry of Environment and Tourism accountable for misleading information, nor any adverse effects that may arise from these activities. Instead, full accountability rests with the proponent and its consultants
3. This Ministry reserves the right to attach further legislative and regulatory conditions during the operational phase of the project
4. Relevant permitting authority involved must be properly consulted and written consent obtained from them
5. All land owners may be notified at all times on the operations of the project.



REPUBLIC OF NAMIBIA

MINISTRY OF MINES AND ENERGY

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Enquiries: Mr. S.J. Simon
Reference No: 14/2/4/1/6219, 6627, 6628 & 7744

Otavi Exploration (Pty) Ltd
P.O. Box 80363
Olympia
Windhoek
Namibia

APPLICATION FOR TRANSFER OF EXCLUSIVE PROSPECTING LICENCE 6219, 6627, 6628 & 7744.

I refer to your above-mentioned application lodged on 26 May 2020

Further to your application, I am pleased to inform you that the Honourable Minister has approved the transfer of Exclusive Prospecting Licence 6219, 6627, 6628 & 7744 from Otavi Exploration (pty) Ltd to **B2Gold Namibia Minerals (Pty) Ltd** with effect from 22 June 2020.

You are hereby requested to bring along the original licence in your possession to our office for the necessary endorsement.

I trust the transfer will help the progress of exploration activities.

Yours Sincerely,

Shivolo 24.06.2020

.....
MR. E. I. SHIVOLO
MINING COMMISSIONER

