
WHISTLEBLOWER POLICY



Implementation date: 12 February 2020

Contents

| | | |
|----|---|----|
| 1 | Introduction | 3 |
| 2 | Purpose | 3 |
| 3 | Scope | 3 |
| 4 | Definitions | 3 |
| 5 | Ways of reporting unethical, unlawful or irregular activity | 5 |
| 6 | Activities to report | 6 |
| 7 | Detriment | 7 |
| 8 | Good faith | 8 |
| 9 | Consequences for not complying with this policy | 8 |
| 10 | Reporting lines of whistleblower reports | 9 |
| 11 | Legislative framework and related policies | 10 |
| 12 | Policy governance | 10 |
| 13 | Policy review and approval | 11 |

1

Introduction

The *Protected Disclosures Act 26* of 2000 details the process in which employees may disclose information relating to criminal and other irregular conduct in the workplace responsibly. The objective of this act is to protect employees, whether in the private or public sector, from being subjected to occupational harm or loss as a result of having made a protected disclosure.

In addition, section 159 of the *Companies Act 71 of 2008* creates a right of protection for whistleblowers. This section of the act applies to any disclosure of information that is made in good faith where the person making the disclosure reasonably believes that the employee concerned was involved in unethical, unlawful or irregular activities.

This policy gives effect to the objectives and intended outcomes of the *Protected Disclosures Act* and section 159 of the *Companies Act*. It further extends beyond the mere legislative requirements that allow Alexander Forbes to demonstrate its commitment to ethical business practices, transparency and accountability (read together with our code of ethics and other ethics-related policies and supporting documents).

2

Purpose

The purpose of this policy is to introduce a mechanism that will facilitate the reporting of any unethical, unlawful or irregular activity by an employee or stakeholder who engages with Alexander Forbes. It also aims to ensure that any employee or stakeholder who reports such activity is not prejudiced in any way for making the disclosure.

3

Scope

This policy applies to all employees and stakeholders of Alexander Forbes Group Holdings Limited.

4

Definitions

Employees

Individuals currently employed by Alexander Forbes as well as independent contractors, consultants, agents and those employed by a temporary employment service

Stakeholders

Employees, clients, service providers, contractors, community members and any other party with a business relationship with Alexander Forbes

5

Ways of reporting unethical, unlawful or irregular activity

5.1 Internal reporting

If an employee or stakeholder is aware of or if it comes to an employee's or stakeholder's attention that another employee or stakeholder who engages with Alexander Forbes is involved in or is contemplating any unacceptable behaviour, the first course of action would be to formally raise this concern.

An employee or stakeholder can choose to report this conduct to any of the following reporting lines:

- Appropriate senior manager or line manager within the affected area of the business
- Chief audit executive
- Chief compliance officer
- Ethics officer
- Executive: governance, legal and compliance
- Group head of legal

In the above instances, unless agreed otherwise, the individual's identity will remain confidential.

5.2 Anonymous reporting

An employee or stakeholder who wishes to protect their identity may report the suspected conduct anonymously to Whistleblowers South Africa and Namibia:

Telephone: the 24-hour toll-free number 0800 006 656 | Other outside South Africa: +27 31 308 0653

Note: Telephone calls are answered by specially trained operators who will not require you to reveal your identity.

Email: information@whistleblowing.co.za

WhatsApp: +27 (0)79 512 9361

Internet: www.whistleblowing.co.za

Fax: +27 (0)31 717 5125

This service is managed by an expert external party that specialises in investigating and dealing with any form of unacceptable behaviour reported through this mechanism.

5.3 Using an external legal adviser

An employee or stakeholder may also report a suspicion of unlawful or irregular activity to an external legal adviser. A disclosure made by a whistleblower to someone for the purpose of getting legal advice about the disclosure is a 'protected disclosure'.

Any disclosure made by a stakeholder that is not covered by the *Protected Disclosures Act 26 of 2000* will be treated confidentially. Alexander Forbes will endeavour to prevent any prejudice or disadvantage against such a stakeholder.

6

Activities to report

Report these types of *unethical, unlawful or irregular activities*:

| | |
|--|---|
| ■ <i>theft</i> of assets | Taking and removing property with an intent to deprive the rightful owner of it |
| ■ accepting <i>bribes</i> | The act of dishonestly persuading someone to act in your favour by offering money or an incentive |
| ■ <i>intimidation</i> | Threatening or forcing someone to do something against their will |
| ■ manipulation of expenses | |
| ■ practices <i>endangering</i> the safety of individuals | Any action which might result in danger, unnecessary risk or injury to an individual |
| ■ <i>unfair discrimination</i> | Direct or indirect discrimination against anyone on one or more grounds as listed in terms of the <i>Promotion of Equality and Prevention of Unfair Discrimination Act</i> |
| ■ unethical behaviour or irregular conduct | Any activity which is contrary to the company's code of ethics or which is considered morally wrong or improper within Alexander Forbes or elsewhere |
| ■ attempts to suppress or conceal any information relating to any of the above | Activities that violate the laws of South Africa or any country in which Alexander Forbes operates |
| ■ Compliance breach | Failure to comply with established rules, policies, procedures or guidelines |
| ■ Failure to comply with established rules, policies, procedures or guidelines | An activity that is contrary to company policies, regulations, procedures and laws; or activities that are unethical or not conforming to generally accepted business practices |

Reported information

The internal and external reports should include as much information as possible to assist with the efficient and effective investigation of the conduct. They should specify the following:

- the nature of the conduct
- the parties involved and the extent of involvement
- evidence of the alleged unlawful conduct, if any
- copies of documents, if applicable
- any other details which may assist in the investigation

All these reports will be kept secure and confidential.

Next steps

Once Alexander Forbes receives the employee's or stakeholder's report, they will proceed with the following:

1. Acknowledge receipt of the report.
2. Report the conduct to the management ethics committee.
3. The committee will decide on the next steps or investigation.
4. The committee will, as soon as possible but within 21 days, decide on the action as well as the extent of the action in the context of seriousness, risk, impact and other relevant factors.

The information contained in the whistleblower report will be shared with members of the committee only if no committee members are implicated, involved or potentially conflicted.

Should a member of the committee be involved or implicated, the ethics officer and executive: governance, legal and compliance (unless personally implicated) will determine the course of action. Where necessary, they will consult the chief executive officer, chief financial officer, chair of the audit and risk committee, chair of the social, ethics and transformation committee or chair of the board (as the circumstances require).

If an investigation shows wrongdoing, appropriate steps will be taken against the perpetrator.





7

Detriment

7.1 Occupational detriment

Alexander Forbes acknowledges its responsibility and undertakes to ensure that no employee who reports unlawful or irregular activity, in accordance with this policy, will be adversely prejudiced or disadvantaged for making the disclosure.

Appropriate disciplinary action, including dismissal, will be invoked against any employee who directly or indirectly prejudices or disadvantages an employee or stakeholder for making the disclosure in terms of this policy.

In terms of the *Protected Disclosures Amendment Act*, prejudice or an act of disadvantage against an employee for making the disclosure includes the following:

- Subjecting an employee to any disciplinary action (such as a disciplinary hearing, or written or verbal warnings)
- Dismissing, suspending, demoting, *harassing* or intimidating an employee
- Transferring an employee to another division against that employee's wishes
- Refusing to transfer or promote an employee
- Subjecting an employee to a term or condition of employment or retirement that is altered or remains unaltered to the employee's disadvantage
- Providing an employee with an adverse work reference
- Denying employment
- Adversely affecting an employee's employment prospects, work security or working conditions

7.2 Stakeholder detriment

Alexander Forbes may consider taking appropriate action, such as ceasing business interests and blacklisting, against a stakeholder who directly or indirectly prejudices or disadvantages the company's business (in the broadest terms) or any of its employees or stakeholders for making any disclosure in terms of this policy.

Harassment

Unwelcome, direct and indirect, conduct that either causes harm to a person or results in the reasonable belief that harm may be caused, for example pursuing someone, unwelcome communication or sexual harassment

8

Good faith

In terms of the *Protected Disclosures Amendment Act 5* of 2017, the disclosure of unethical, unlawful or irregular activity must be made in good faith. As such, the disclosure must be of information that the employee or stakeholder reasonably believes to be true.

Any disclosure in terms of this policy for reasons other than the genuine intention to expose unlawful or irregular activity for the well-being of Alexander Forbes, its employees or stakeholders (such as personal gain, malice or revenge) will not be tolerated. If found guilty of malicious disclosures, action may be taken against employees according to the company's disciplinary policy. Action against stakeholders may include ending any contractual relationships and or any other appropriate legal recourse.

Anyone who intentionally discloses false information knowing that the information is false, with the intention to cause harm to the affected party, could also be guilty of a criminal offence.

9

Consequences for not complying with this policy

Employees not adhering to this policy may face disciplinary action in accordance with the company's disciplinary policy. Stakeholders not adhering to this policy (giving effect to the objectives of protected disclosure legislative protection as mentioned in the policy) may face remedial actions as stated.



10

Reporting lines of whistleblower reports

| Role | Responsibility | Reporting to | Reporting timelines |
|--|--|---|---|
| All employees and other stakeholders | Reporting of all suspicious or actual incidents as listed in section 8 | Ethics officer and group executive: governance, legal and compliance | Immediately |
| Ethics officer | Obtains all relevant information and reports this to the relevant members of the ethics management committee | <p>All whistleblower notifications against members of the executive committee will be escalated to the chairperson of the board as well as the chairperson of the risk and audit committee.</p> <p>Notifications against group executive: governance, legal and compliance will be escalated to the chairperson of the board as well as the chairperson of the risk and audit committee.</p> <p>All whistleblower notifications against the group ethics officer will be escalated to the group executive: governance, legal and compliance.</p> <p>All other notifications will be reported to the Group Executive: Governance, Legal and Compliance as well as the group ethics officer, who in turn will advise the relevant members of the ethics management committee.</p> | Within 24 working hours |
| Group ethics officer | <p>Record reports on system</p> <p>Relays the findings of the report to the committee</p> | Submits the reports to platform head, forensic investigator or human resources department (where applicable) | <p>Within 24 working hours and within 21 days after receiving the protected disclosure</p> <p>Person responsible will decide whether to investigate the matter or refer the disclosure to another person or body</p> <p>Thereafter they must provide a report every quarter to the chief risk officer</p> |
| Platform head, forensic investigator or human resources department | Accountable for ensuring the investigation is performed by using the appropriate resources | Group executive: governance, legal and compliance, group ethics officer as well as the relevant members of the ethics management committee | Ongoing as well as once the investigation is completed |

11

Legislative framework and related policies

This whistleblower policy is based on best practice and good governance principles. Alexander Forbes strives to comply with the whistleblower guidelines of King IV and any whistleblower guidance in laws and regulations in all jurisdictions in which it operates.

- *Companies Act 71 of 2008*
- *Constitution of the Republic of South Africa 108 of 1996*
- *Promotion of Equality and Prevention of Unfair Discrimination Act 4 of 2000*
- *Protected Disclosures Act 26 of 2000*
- *Alexander Forbes code of ethics*
- Conflict of interest policy
- Economic crime investigation policy
- Economic crime prevention policy
- Ethics policy

12

Policy governance

The table below outlines the roles and responsibilities of the stakeholders for this policy's governance:

| Structure | Duties and responsibilities |
|---|---|
| Group ethics management committee | <p>Manages the whistleblower policy and procedures in line with the relevant legislation and company policies and procedures</p> <p>Monitors the investigation of whistleblower reports and ensures that all investigation findings are reported to the social, ethics and transformation committee</p> <p>Proposes relevant remedial actions and maintains an awareness of the whistleblower facility</p> <p>Reports on serious or repetitive matters or matters requiring specific intervention</p> |
| Group social, ethics and transformation committee | <p>Ensures that the group's ethics are managed effectively</p> <p>Monitors the ethics committee's activities</p> <p>Periodically reviews the whistleblower policy and processes</p> |
| Employees | <p>Have access to all the reporting mechanisms, which builds a culture of trust</p> <p>Implement the proposed remedial actions</p> <p>Understand the whistleblower policy and report any matters as described within the policy</p> |

13 Policy review and approval

The social, ethics and transformation committee has considered and approved the whistleblower policy.

The ethics management committee will assess periodically whether the purpose, authority and responsibility, as defined in this policy, continue to be adequate to enable the group to accomplish its objectives.

The policy must be updated at least once a year, but more frequently as circumstances may necessitate. It must be approved by the group executive: governance, legal and compliance and endorsed by the social ethics and transformation committee.

The group social, ethics and transformation committee will have oversight over the prevention, detection and response activities within Alexander Forbes.

| Document version | Reviewed by | Approval by | Approval date |
|------------------|-----------------------------|------------------------|---------------|
| 1.0 | Group risk | Remuneration committee | October 2004 |
| 2.0 | Group risk | Remuneration committee | October 2012 |
| 3.0 | Group compliance | Remuneration committee | July 2018 |
| 4.0 | Ethics management committee | Remuneration committee | February 2020 |

