

Whistleblowing policy

POLICY	ISSUE DATE	VERSION	CUSTODIAN	DEPARTMENT	APPROVED BY
P-G012	October 2018	No. 1	Moira van der Westhuizen	Compliance	Risk Committee on 24 th September 2018 and risk committee on 26 November 2018
Whistleblowing Policy	February 2020	No.2	Anouchka Chummun	Risk & Compliance	11 th February 2020

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1 Introduction

- 1.1 The purpose of this policy ("Policy") is to ensure that no stakeholder (including employee) should feel at a disadvantage in raising legitimate concerns. A culture of openness and accountability is essential in order to prevent such situations occurring and to address them when they do occur.
- 1.2 This Policy is intended to encourage any stakeholder, who believes they have discovered malpractice or impropriety to report it as soon as possible, in the knowledge that their concerns will be taken seriously and investigated appropriately. It is not designed to facilitate the questioning of financial or business decisions taken by the company, nor should it be used to reconsider any matters which have already been addressed under harassment, grievance, disciplinary or other procedures.
- 1.3 This Policy does not form part of any employee's contract of employment or worker's contract and we may amend it at any time.

2 Scope of Policy

- 2.1 This Policy is intended to cover the following concerns (non-exhaustive):
 - 2.1.1 Financial malpractice or impropriety or fraud;
 - 2.1.2 Failure to comply with a legal obligation/statute;
 - 2.1.3 Breach of internal policies and procedures;
 - 2.1.4 Criminal activity;
 - 2.1.5 Improper conduct or unethical behaviour;
 - 2.1.6 Bribery;
 - 2.1.7 Unauthorised disclosure of confidential information;
 - 2.1.8 Attempts to conceal any of the above.
- 2.2 A whistle-blower is a person who raises a genuine concern relating to any of the above. Where an employee who has any genuine concern related to suspected wrongdoing in relation to any of the above (a "whistleblowing concern"), such concern should be reported under this Policy.
- 2.3 A stakeholder includes (non-exhaustive):
 - 2.3.1 Shareholders and Investors;
 - 2.3.2 Employees and Management;
 - 2.3.3 Government and Authorities;
 - 2.3.4 Suppliers and Services Providers;

- 2.3.5 Media;
 - 2.3.6 Tenants;
 - 2.3.7 Financiers.
- 2.4 This Policy should not be used for complaints relating to an employee's personal circumstances, such as the way in which they have been treated at work. In these cases, the company's grievance procedures should be followed.

3 Safeguards

3.1 Protection

- 3.1.1 This Policy is designed to offer protection to stakeholders who disclose concerns, provided that the disclosure is made in the reasonable belief that the disclosure:
 - (a) is in the public interest; and
 - (b) tends to show that one of the categories of events in clause 2.1 above has happened, is happening or is reasonably likely to happen.
- 3.1.2 Disclosures must be made to Deloitte Tip-offs Anonymous, being an independent service provider appointed to assist the whistleblowing officer (the "Whistleblowing Officer"). Contact details are set out at **Annexure 1**.
- 3.1.3 Whistle-blowers will not suffer any detrimental treatment as a result of raising a concern. Detrimental treatment includes dismissal, disciplinary action, threats or other unfavourable treatment connected with raising a concern. If an employee believes that he/she has suffered any such treatment, the Whistleblowing Officer should be informed immediately of such treatment. If the matter is not remedied, it should be raised formally, using the company's grievance procedure.
- 3.1.4 There should be no retaliation against whistle-blowers in any way. Any retaliation from any person (including the employer or other employees) may be subject to disciplinary action.
- 3.1.5 If stakeholders are uncertain whether something is within the scope of this Policy, they should seek advice from the Whistleblowing Officer, whose details are set out at **Annexure 2** or the Group Compliance Manager at Grit.

3.2 Confidential and anonymous allegations

- 3.2.1 The company will treat all such disclosures in a confidential and sensitive manner. The identity of the individual making the allegation shall be kept confidential to the extent possible. If the whistle-blower is required to provide a statement as part of the evidence his/her identity will only be revealed if they have consented.
- 3.2.2 This Policy encourages individuals to put their name to any disclosures they make, but concerns may also be expressed anonymously. The company shall consider the

seriousness of the issues raised, the validity of the concern and the likelihood of allegation being supported or confirmed from other sources.

3.3 Untrue allegations

3.3.1 If an individual makes an allegation in good faith, which is not confirmed by subsequent investigation, no action will be taken against them. In making a disclosure the individual should exercise due care to ensure the accuracy of the information. If, however, an individual makes malicious or vexatious allegations, and/or persists with making them, action may be taken against that person.

3.3.2 In the case of employees, disciplinary action may be taken.

4 Procedures for making a disclosure

4.1 Any concern should be raised through the channels available via Deloitte Tip-offs Anonymous. The process set out at Annexure 3 will be followed for onwards transmission of the complaint / allegation to the Whistleblowing Officer.

4.2 Whistleblowing complaints can be raised in person or in writing or by phone, and/or whatever route as set out at **Annexure 1**.

4.3 Complaints will be passed on by Deloitte Tip-offs Anonymous to the Whistleblowing Officer for initial investigations. More serious allegations may be escalated to more senior management and/or to an investigating officer (the "Investigating Officer"), depending on the nature of the complaint/allegation.

4.4 Where the complaint concerns the Whistleblowing Officer, the investigation should be passed directly to the Chief Executive Officer or the Chief Operating Officer.

4.5 If there is evidence of criminal activity, then the Whistleblowing Officer and/or the Investigating Officer should inform the police. The company will ensure that any internal investigation does not hinder a formal police investigation.

5 Timelines

Depending on the nature of complaints, the complaint may only involve internal investigators and/or one involving the police or such applicable regulatory / supervisory body. It is therefore not possible to lay down precise timelines for such investigations. The Whistleblowing Officer and/or the Investigating Officer should ensure that the investigations are undertaken as quickly as possible.

6 Investigating Procedure

6.1 The appointed the Whistleblowing Officer and/or the Investigating Officer will follow these steps:

6.1.1 Full details and clarifications of the complaint should be obtained from Deloitte Tip-offs Anonymous;

- 6.1.2 An initial assessment will be carried out to determine the type of the investigation. The complainant may be required to attend additional meetings in order to provide more information, where non-anonymous;
 - 6.1.3 The allegations should be fully investigated by the Whistleblowing Officer and/or the Investigating Officer with the assistance where appropriate, of other individuals/bodies;
 - 6.1.4 A decision concerning the complaint and validity of the complaint will be made by the Whistleblowing Officer and/or the Investigating Officer. This decision will be detailed in a written report containing the findings of the investigations and reasons for the decision. The report will be passed to a more senior individual, as appropriate and to Deloitte Tip-offs Anonymous to provide feedback to complainant;
 - 6.1.5 The company will decide what action should be taken. In the case of employees, if the complaint is justified, then it may invoke disciplinary or other company procedure as it deems appropriate in the circumstances; and
 - 6.1.6 The complainant could seek information of the progress of the investigations and, if appropriate, of the final outcome via the reference number allocated by Deloitte Tip-offs Anonymous.
- 6.2 If the investigation finds the allegations unsubstantiated and all internal procedures have been exhausted, but the complainant is not satisfied with the outcome, the company recognises the stakeholders and ex-employees' right to inform the regulators concerned.
- 6.3 The company has the right to review and decide whether the allegations were made in bad faith, and take action as appropriate.

7 External disclosures

- 7.1 The aim of this Policy is to provide an internal mechanism for reporting, investigating and remedying any wrongdoing reported by stakeholders. In most cases it will not be necessary to make any disclosure externally.
- 7.2 The applicable law does recognise that in some circumstances it may be appropriate for a stakeholder to report concerns to an external body such as a regulator.
- 7.3 The company strongly encourages stakeholders to seek legal advice before reporting a concern to anyone externally. Confidential advice on how stakeholders can raise a whistleblowing concern can be received from the Whistleblowing Officer.
- 7.4 Whistleblowing concerns usually relate to the conduct of employees, but they may sometimes relate to the actions of third parties, such as clients, suppliers or service providers. In some circumstances the law will protect the employee if the matter is raised with the third party directly. However, we encourage employees to report such concerns internally first.

Annexure 1

Country	Number	Limitations	Language Provision
Ghana	+233544315491	Generic local number. Accessible from all networks at normal call rates within Ghana.	English 24/7.
Kenya	0800722626	Generic Safaricom toll-free number. Toll-free from Safaricom. Accessible from Essar and Airtel mobile networks at normal call rates within Kenya.	English 24/7. Swahili during SA business hours Mondays to Fridays 08:00 – 17:00 CAT, voicemail afterwards.
Mauritius	802 027 0001	Generic Mauritius Telecom toll-free number. Toll-free from Mauritius Telecom. Accessible from the Orange network, mobile rates apply.	English 24/7. French during SA business hours Mondays to Fridays 08:00 – 17:00 CAT; and voicemail afterwards.
Morocco	+27 31 571 8908	International South African underpinning number. International call rates to South Africa apply.	English 24/7. Arabic between 08h00 to 15h00 CAT Mondays to Fridays.
Mozambique	800112233 800 333 312	Generic toll-free number registered with TDM. Toll-free access from TDM fixed lines. Generic Vodacom toll-free number. Toll-free access from Vodacom only.	English 24/7. Portuguese during SA business hours Mondays to Fridays 08:00 – 17:00 CAT, and voicemail afterwards.

South Africa	0800 111 276	Customised toll-free number; toll-free access from all networks.	English 24/7. Rest of 11 official languages during SA business hours Mondays to Fridays 08:00 – 17:00 CAT.
All Countries	<ul style="list-style-type: none"> • One unique e-mail address. The e-mail address is grit@tip-offs.com • Access to the Deloitte Tip-offs Anonymous website from which a tip-off report may be sent: www.tip-offs.com. • Usage of our specifically-developed responsive mobile-capable web reporting interface from which a report can be sent: mobile phone access at www.tip-offs.com. • Use of our international generic fax number for the transmission of a tip-off or for the sending of documentation to support a telephonic conversation. Our international fax number is: +27 31 560 7395. • Use of our international generic Post address for the sending of letters and documentation as an alternative to Call or fax. International Post address: PO Box 774, Umhlanga Rocks, South Africa. 		

Annexure 2

Internal	
Whistleblowing Officer	Catherine Mcilraith Email: cathymcilraith@gmail.com

Annexure 3

