

**WHISTLEBLOWERS POLICY**

Second revision

Approved By:

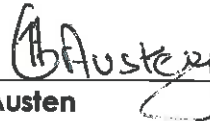


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Company Secretary  
(Duly authorised by Exco)

Date: 29 July 2016

Next revision: 30 April 2017

Approved By:



H Austen  
Head of Legal: Attacq Ltd

Date: 29 July 2016

**ATTACQ ANTI-CORRUPTION MISSION STATEMENT:**

At the Attacq group of companies and in alignment with international laws, we conduct business in utmost integrity and do not condone any form of corruption including, but not limited to, we do not promise, give, offer, authorize directly or indirectly a bribe or anything of value to anyone-including any of its service providers or any government official/employee with the goal of improperly influencing any decision to obtain or retain business or to secure any advantage to Attacq or any of its employees.

## **1 INTRODUCTION**

- 1.1 Attacq is committed to high standards of ethical, moral and legal business conduct. In line with this commitment, and a policy of open communication, Attacq's Whistleblower Policy aims to provide an avenue for internal and external parties/stakeholders to raise concerns and be reassured that they will be protected from reprisals or victimisation for whistleblowing.
- 1.2 The Protected Disclosures Act, 26 of 2000 ("**the Act**") provides protection to employees for disclosures made without malice and in good faith in defined circumstances. In terms of the Act employees, among others, can blow the whistle on fraud and corruption in the working environment without fear of suffering any occupational detriment as defined by the Act. This has been entrenched in section 159(7) of the Companies Act of 2008, making it obligatory for every company to have a Whistle-Blowing Policy.
- 1.3 This Policy enables individuals to exercise their rights in terms of the Act. Individuals will be encouraged to raise matters of concern responsibly through the procedures laid down in this Policy.

## **2 PURPOSE OF THE POLICY**

- 2.1 The Policy aims to provide a method of appropriately addressing concerns that individuals within the Attacq Group might raise in good faith, whilst offering them the necessary protection from victimisation, harassment and/or disciplinary proceedings. At the same time every effort will be made to protect the complainant's identity.
- 2.2 It should, however, be emphasised that this Policy is intended to assist individuals who reasonably and in good faith believe that they have discovered malpractice or impropriety. Allegations made in bad faith may result in disciplinary action. The Policy is thus not designed to question financial or business decisions taken by Attacq nor should it be used to reconsider any

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matters which have been investigated under the Group's harassment, grievance or disciplinary policies and procedures.

- 2.3 The Policy also provides a means by which employees, in particular, are able to raise legitimate concerns with the appropriate line management, or specific appointed persons, in instances where they have reasonable grounds for believing that there is fraud and/or corruption within Attacq.
- 2.4 This Policy is consistent with and is aligned to Attacq's corporate values and its Code of Conduct.
- 2.5 The process is thus intended to address organisational accountability, transparency and individual responsibility by encouraging individuals to report crime and irregularities in the workplace in a responsible and ethical manner.

### **3 SCOPE OF THE APPLICATION**

3.1 This Policy applies to all legal entities within the Attacq group, all subsidiaries and business divisions, operations as well as everyone who carries out work for the Group, including:

3.1.1 employees;

3.1.2 business partners; and

3.1.3 under the auspices of the relevant asset manager –

3.1.3.1 contractors;

3.1.3.2 suppliers; and

3.1.3.3 consultants.

3.2 The Policy is designed to deal with concerns raised in good faith relating to fraud, corruption, misconduct and malpractice within Attacq. It will,

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however, not apply to personal grievances which are dealt with by the Human Resources Department.

3.3 The Policy covers all legitimate concerns raised in good faith, in connection with:

3.3.1 any unlawful civil or criminal offence;

3.3.2 failure to comply with any statutory and/or other legal obligations/ requirements;

3.3.3 financial or non-financial mismanagement, fraud and corruption, blackmail, miscarriage of justice including money laundering and bribery;

3.3.4 any risk or potential risk to the environment, or to the health and safety of any individual;

3.3.5 improper conduct or unethical behaviour; and

3.3.6 concealment of any of the above

3.4 The issues raised may relate to a director, manager, another member of staff or any business operation within the Group. The alleged perpetrator can furthermore be an employee, an outsider, a manager, a customer, supplier and/or an ex-employee.

#### 4 CONFIDENTIALITY

4.1 All individuals involved in any disclosure made in terms of this Policy, will be cognisant of the need for confidentiality and will deal with each matter on this basis as far as reasonably possible, within the provisions of this Policy.

4.2 The Policy does, however, encourage employees to put their names to allegations because appropriate follow-up question and investigations may not be possible unless the source of the information is identified. Concerns expressed anonymously will be explored appropriately and consideration will be given to :

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- 4.2.1 the seriousness of the issue raised;
  - 4.2.2 the credibility of the concern; and
  - 4.2.3 the likelihood of confirming the allegation from attributable sources.
- 4.3 In addition, matters disclosed in terms of this Policy, will at all times be dealt with a sensitive and speedily manner.

## 5 **REPORTING PROTOCOL**

5.1 Any concern about misconduct as referred to above should preferably first be raised with the Reporter's line manager verbally or in writing. Should the Reporter feel uncomfortable to raise the matter with his/her line-manager, then the following other channels are available:

- 5.1.1 any member of the Transformation, Social and Ethics Committee;
- 5.1.2 the Chief Executive Officer;
- 5.1.3 the Financial Director;
- 5.1.4 the Human Resources Manager; or
- 5.1.5 the Group Company Secretary.

5.2 Should the above channels have been exhausted and the Reporter still has concerns, or should the Reporter be of the opinion that the matter is so serious that it cannot be discussed with any of the above, then he/she can also liaise with an independent third party, in confidence, by contacting the Whistleblower hotline (i.e. an independent reporting service currently being administered by an external service provider, 24 hours per day, 365 days per year).

5.3 The contact details of Whistleblowers Anonymous are as follows:

Toll Free No:	0800 111 609
Email:	<a href="mailto:attacq@whistleblowing.co.za">attacq@whistleblowing.co.za</a>
Website	<a href="http://www.whistleblowers.co.za">www.whistleblowers.co.za</a>

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- 5.4 As soon as any reports are received, Whistleblowers Anonymous will contact the identified Responsible Person and report on tip-offs received to the Responsible Person.

## 6 THE REPORTING PROCEDURE

- 6.1 The Responsible Person to whom a report is made as envisaged above, will notify the Chairperson of the Social and Ethics Committee, i.e. depending on the seriousness and nature of the report, who in turn will then make a decision as to whether there is a *prima facie* case to respond to the concern raised.
- 6.2 An investigation may be recommended and, depending on the nature and materiality of the matter, it can be dealt with by way of an internal investigation, interviews or by referral to the external auditors. Alternatively, it could also be the subject of an independent enquiry. In dealing with the matter, the Responsible Person may consult with any member of the executive management team of Attacq, as he/she deems appropriate.
- 6.3 If, in the course of the investigation of any report in terms of this Policy, the Responsible Person is of the opinion that the matter is of a grievance or disciplinary nature, the appropriate procedures as referred to in paragraph 3 above will be invoked. The decision of the Responsible Person as to whether there is a *prima facie* case to respond to and, if so, what the nature of the investigation will be or whether the matter should be dealt with as envisaged above, will be communicated to the Reporter in such manner as the Responsible Person deems appropriate.
- 6.4 A Reporter who is dissatisfied with the outcome of the response and who reasonably believes that the information disclosed and the allegations contained therein are substantially true, is at liberty to take the matter further by reporting the matter to his/her own legal representative. The Responsible Person will be obliged to submit a report to the Social and Ethics Committee

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of all Matters brought to his/her attention, and how the Matters were dealt with and resolved, in terms of this Policy.

## **7 ANONYMITY OF THE REPORTER**

7.1 In view of the protection afforded to individuals raising a concern in good faith, it is preferable that the Reporter puts his/her name to the report. Attacq will not tolerate and/or entertain the harassment or victimisation of anyone raising a legitimate concern. The latter would equally apply where the Reporter is mistaken as to the true nature of the issue.

7.2 It is, however, recognised that a Reporter may wish to raise a concern in confidence under this Policy and, in such instance, the identity of the Reporter will not be disclosed without his/her consent.

7.3 A Reporter who wishes his/her identity to remain confidential must specifically inform the person that the report is made to, in terms of paragraph 6 of this fact.

7.4 If the situation arises where the matter cannot be resolved without revealing the identity of the Reporter, this will be discussed with the Reporter and the best way forward will be agreed.

## **8 PROTECTION OF THE REPORTER**

8.1 Attacq acknowledges that the protection of a Reporter is fundamental to the success of the Whistle-Blowing process. No Reporter who makes a disclosure in good faith, reasonably believing it to be true, will as a consequence of making the disclosure, be –

8.1.1 subjected to any disciplinary action;

8.1.2 dismissed, suspended, demoted, victimised, harassed or intimidated;

8.1.3 transferred against his/her will;

8.1.4 refused a transfer or a promotion;

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- 8.1.5 refused a reference or provided with an adverse reference;
  - 8.1.6 threatened with any of the above;
  - 8.1.7 otherwise adversely affected in his/her employment, including employment opportunities and work security.
- 8.2 The above protection is, however, not afforded to a Reporter who has made a disclosure concerning his/her own misconduct.
- 8.3 Deliberate reporting of false information equates to misconduct and is not protected by this Policy or the law.

## **9 POLICY IMPLEMENTATION**

- 9.1 Attacq recognises that, to ensure the effective implementation of this Policy, it should be communicated and fully understood by all employees and stakeholders. The associated awareness campaigns and training initiatives that the Group invests in, are therefore, fundamental to this understanding.
- 9.2 Management and supervisory staff, at all levels of the organisation, are responsible for ensuring that adequate awareness is created internally pertaining to the scope and objective of this Policy including the platforms created for disclosure.

## **10 NON-COMPLIANCE**

- 10.1 Employees and representatives who violate relevant aspects of this Policy will be subject to disciplinary action up to, and including, termination of employment or engagement as the case may be.
- 10.2 Any disciplinary decision applied by the Company in any situation, shall be without prejudice to any civil and/or criminal consequences that the violation may give rise to.
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