

# FREQUENTLY ASKED QUESTIONS

## Anti-corruption

### **Does the due diligence assessment of new business partners address corruption by covering elements/types of corruption including bribery [FTSE Russell, 2023, GAC04]?**

In line with our anti-bribery and anti-corruption policy, when we perform a due diligence process on a new business partner, we assess their integrity by looking at anti-corruption and anti-bribery behaviour. The United Nations Global Compact's ten principles as well as its Sustainable Development Goals (SDGs) and Organisation for Economic Co-operation and Development's (OECDs) recommendations on anti-corruption practices, and other codes of best practice are embedded in our group governance framework.

### **Does communication and training of anti-corruption policy to all employees cover elements/types of corruption including bribery [FTSE Russell, 2023, GAC07, GAC08]?**

The anti-corruption and ethics policies are published on the Attacq intranet to make them available to all employees of Attacq. Line managers are responsible to make these policies available to employees that do not have access to the Attacq intranet. Attacq has put a process in place whereby continuous awareness is created of company policies. Training is provided on a regular basis to ensure awareness and compliance. Our onboarding new employee induction programme includes training on Attacq's policies.

### **Does the corruption risk assessment for company operations cover anti-corruption comprehensively [FTSE Russell, 2023, GAC9]?**

To ensure our governance processes remain effective and support our business strategy and objectives, the board regularly monitors its governance processes including but not limited to legal, risk management, IT governance, ethics and anti-corruption, effective assurance services, internal financial controls and funding arrangements.

### **Are there procedures in place to address corruption in operations that are assessed to be "high risk" covering various types of corruption including bribery and anti-corruption [FTSE Russell, 2023, GAC10]?**

The board adheres to the directors' code of ethics and conduct policy, which is updated from time to time to consider changes in legislation, other legal requirements and codes of best practice adopted by Attacq. The code of ethics and conduct for directors is underpinned by an extensive and well-established framework of policies and processes, which set out the board's responsibility to shareholders and other stakeholders of the company. [2023 Integrated Report, page 109]

All board members are required to submit a director's declaration of interest annually, or as necessary, in line with the requirements of the Companies Act. [2023 Integrated Report, page 109]

# FREQUENTLY ASKED QUESTIONS

## Anti-corruption (Continued)

The responsibility for monitoring our ethical culture has been delegated to the TSE, in line with the requirements of the Companies Act. The TSE oversees both the code of conduct for directors and the code of ethics and conduct for employees. [2023 Integrated Report, page 109] The TSE committee monitors compliance with initiatives to combat fraud, bribery and corruption (anti-corruption measures, insider trading, declaration of interest disclosures, ethical corporate culture). [2023 Integrated Report, page 118]

The ARC monitors ethical culture from a risk and compliance perspective. [2023 Integrated Report, page 109]

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### Disclosure of total amount of political contributions made [FTSE Russell, 2023, GAC12]?

Attacq does not make political contributions.

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### Disclosure of number of staff disciplined or dismissed due to non-compliance with anti-corruption policy/policies [FTSE Russell, 2023, GAC13]?

There was no need to discipline or dismissed any staff member due to non-compliance with anti-corruption policies.

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### Disclosure of cost of fines, penalties or settlements in relation to corruption [FTSE Russell, 2023, GAC14]?

Attacq did not pay any fines, penalties or settlements in relation to corruption.

# FREQUENTLY ASKED QUESTIONS

## Corporate Governance

**Do shareholders have the right to vote on executive remuneration and is this right to vote annually explicitly covered in a company policy [FTSE Russell, 2023, GAG21]?**

Non-binding votes contained in ordinary resolution 9 of the AGM notice, in accordance with principle 14 of the King Report on Corporate Governance for South Africa, to be read together with the remuneration report and implementation report from page 121 of the 2023 Annual Integrated Report.

**Do shareholders have the right to vote on director appointments and dismissals, and is their right to vote annually for the election or re-election of all directors explicitly covered in a company policy [FTSE Russell, 2023, GAG22]?**

As per the Memorandum Of Incorporation (MOI), at the Annual General Meeting (AGM) held each year, one third of the directors (excluding the executive directors, being the CEO and CFO), or if their number is not a multiple of 3 (three), then the number nearest to, but not less than one third, shall retire from office, provided that if, at the date of any AGM, a director will have held office for a period in excess of 3 (three) years or longer since his/her last election or appointment, he/she shall retire at such AGM, either as one of the directors to retire in pursuance of a foregoing or additionally thereto. The directors to retire at each AGM shall be those who have been longest in office since last election, for which purpose the length of time a director has been in office shall be computed from the date of his/her last election. As between directors of equal tenure, the directors to retire shall, in the absence of agreement, be selected from among them by lot. In accordance with the requirements of the company's MOI, all newly appointed directors are obliged to retire at the next AGM. All retiring directors are eligible and offer themselves for re-election as directors of the company in accordance with the provisions of the MOI and in terms of section 61(8)(b) of the Companies Act.

**Does the disclosure of voting results occurs in a detailed manner [FTSE Russell, 2023, GCG26]?**

Our voting results are disclosed per SENS announcement and the November 2023 AGM results can be accessed on <https://www.attacq.co.za/investor-hub/#sens-announcements>. Please see 2023 announcements, 2023-11-16 Results of Annual General Meeting.

**Does the disclosure and nature of fees paid to the auditor include the amount that audit fees exceed the amount of non-audit fees in the last fiscal year [FTSE Russell, 2023, GAG49]?**

The external auditors, Ernst & Young Inc. did not receive any non-audit fees.

# FREQUENTLY ASKED QUESTIONS

## Risk management

### **Is there senior responsibility for risk [FTSE Russell, 2023, GRM02]?**

The board remains accountable for the governance of risk, while it delegates relevant oversight duties to the ARC. The ARC is further supported by the CAF with respect to the oversight of the combined assurance plan and results. Management remains responsible for the design and implementation of risk management and combined assurance processes.

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### **Does the company have a corporate-wide approach to non-compliance including reporting the number of claims or incidents of non-compliance [FTSE Russell, 2023, GRM08]?**

Line managers are responsible for ensuring that controls and processes for all relevant legislation and regulations are implemented and adhered to. Any material instances of non-compliance are reported to the board sub-committees to monitor. During the 2023 financial year, there was no know material instances of non-compliance reported.

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### **Does the company commit to the regular rotation of auditors / audit partner [FTSE Russell, 2023, GRM10]?**

The Company Act 71 of 2008, as amended requires the rotation of the individual auditor or designated auditor (i.e. the audit engagement partner) after tenure of five consecutive financial years for companies that are required by the Companies Act or the Companies Regulations to have their annual financial statements audited. Attacq Limited, as a publicly listed company, is required to have its annual financial statements audited and therefore is required to rotate the individual audit partner. Attacq Limited is in compliance with this requirement and in 2021 a new audit firm (Ernst & Young Inc) has been appointed.

During the process of appointing a new audit firm, quotations and relevant supporting documentation were requested from various well known auditing firms to enable the Audit and Risk Committee to assess the suitability for appointment of the audit firm and the designated individual partner.

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### **Is there a confidential or anonymous whistle-blowing or equivalent mechanism to notify breaches of company codes or policies for all external stakeholder and members of the public [FTSE Russell, 2023, GRM20]?**

There is a confidential or anonymous whistle-blowing or equivalent mechanism to notify breaches of company codes or policies for employees and all external stakeholders and members of the public.