



Rappa Holdings (Proprietary) Limited

**Reporting (“Whistle-Blowing”) Policy**

**Contents**

Introduction..... 3  
Objective..... 3  
Scope ..... 3  
Reportable issues..... 4  
Reporting Responsibility ..... 4  
Reporting Violations ..... 4  
Compliance Officer ..... 5  
Acting in Good Faith ..... 5  
Confidentiality ..... 5  
Handling of Reported Violations ..... 5  
Whistle-blower protection..... 5  
Reporting procedures ..... 6  
False reporting..... 6  
Investigative process..... 6  
Internal reporting ..... 7

## Introduction

The Organisation's Code of Ethics and Conduct ("Code") required directors, officers and employees to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. As employees and representatives of the Organisation, we must practice honesty and integrity in fulfilling our responsibilities and comply with all applicable laws and regulations.

The adoption and maintenance of high ethical standards is a core principle of the Rappa Group of Companies ("GoC"). High ethical standards are enshrined in the Rappa Values and Principles. The GoC is committed to providing a confidential and secure means for reporting conduct that may be contrary to these Values and Principles (including conduct that is inconsistent with any applicable policy or otherwise illegal). This is established through the Rappa "whistle-blowing" facility which provides an important means by which Rappa can manage and mitigate its legal and reputational risk.

Rappa has also adopted a policy on anti-corruption which contains Rappa's commitment to ensure that (amongst other things) Rappa's exposure to corrupt activity is constrained, mitigated, regularly monitored and subject to periodic risk assessments. The Group Reporting ("Whistle-Blowing") Policy reinforces Rappa's Anti-Corruption Policy by providing an important means of informing Rappa of any suspected corruption-related and other inappropriate activity, which in turn will enable it to manage these risks more effectively.

## Objective

The objective of this policy is to record Rappa's commitment to providing a confidential and secure mechanism to enable Rappa employees and other stakeholders to report concerns about behaviour that might be unsafe, unlawful, unethical, corrupt, irregular or otherwise contrary to Rappa's Values and Principles. This document defines the policy and outlines the procedures for "protected internal disclosures", that is, "whistle-blowing".

## Scope

This policy is applicable to all business dealings and transactions undertaken by or on behalf of Rappa Holdings (Pty) Ltd and its wholly and majority owned entities, and also to entities over which it is able to exercise effective control ("Rappa"). Use of the reporting facility is available to all directors, employees, officers and authorised representatives ("Relevant Persons") of Rappa, as well as suppliers, customers, service providers, business partners and other stakeholders that may provide a legitimate means by which Rappa becomes aware of conduct that is, or may be, contrary to its Values and Principles.

This policy should be read and applied in conjunction with the prevailing Rappa policies, codes and guidelines on related matters, including (but not limited to):

- Rappa Group Code of Ethics (Conduct) (to the extent that any provision thereof is not superseded by the provisions of this or any other relevant policy);
- Anti-Money Laundering/Combating the Financing of Terrorism Policy;
- Local applicable legislation in the country of operation;
- Disciplinary rules and procedures.

This policy is not a substitute for any applicable procedure that is available to Relevant Persons who wish

to report grievances concerning their employment or engagement with Rappa.

Whistle blowing provides a confidential means of conveying relevant information and does not replace existing lines of communication.

## Reportable issues

Relevant Persons have a duty to report any conduct that is, or maybe, contrary to the Rappa Values and Principles (“**Reportable Conduct**”). Reportable Conduct includes (but is not limited to) conduct that:

- has damaged, is damaging or may damage the health or safety of an individual where existing health and safety procedures are considered either to not provide the necessary safeguards or are inadvertently or wilfully being ignored;
- has damaged, is damaging or may damage the security of product, personnel or other tangible or intangible assets (such as intellectual property, know-how, processes and procedures) where existing security and other procedures are considered either to not provide the necessary safeguards or are being inadvertently or wilfully ignored;
- has resulted, results or may result in a criminal offence being committed (including, but not limited to, theft of product, money laundering, fraud, bribery and corruption);
- has resulted, results or may result in a miscarriage of justice;
- has resulted, results or may result in a person failing to comply with any legal obligation (including, but not limited to, applicable anti-trust/competition and anti-corruption laws);
- has contributed, contributes or may contribute to any unethical practice relating to (amongst other things) accounting, internal accounting controls, financial reporting, auditing, unfair discrimination and security matters;
- is, or may be, contrary to the ethical principles embraced in the Rappa Code of Ethics (Conduct) to the extent that any of the latter’s provisions have not been superseded;
- is, or may be, in breach of a Rappa policy or procedure;
- is, or may be, unsafe, unethical, illegal or otherwise inconsistent with the Rappa Values and Principles;
- involves, or may involve, deliberate concealment of any of the above matters.

## Reporting Responsibility

It is the responsibility of all directors, officers and employees to comply with the Code and to report violations or suspected violations in accordance with the Whistle-blower Policy.

## Reporting Violations

The Code addresses the Organisation's open door policy and suggests that employees share their questions, concerns, suggestions or complaints with someone who can address them properly. In most cases, an employee's supervisor is in the best position to address an area of concern. However, if you are not comfortable speaking with your supervisor or you are not satisfied with your supervisor's response, you are encouraged to speak with someone in the Human Resources Department or anyone in management whom you are comfortable in approaching. Supervisors and managers are required to report suspected violations of the Code of Conduct to the Organisation's Compliance Officer, who has

specific and exclusive responsibility to investigate all reported violations. For suspected fraud, or when you are not satisfied or uncomfortable with following the Organisation's open door policy, individuals should contact the Organisation's Compliance Officer directly.

## **Compliance Officer**

The Organisation's Compliance Officer is responsible for investigating and resolving all reported complaints and allegations concerning violations of the Code and, at his discretion, shall advise the Executive Director. The Compliance Officer has direct access to the board of directors and is required to report to the board of directors at least annually on compliance activity.

## **Acting in Good Faith**

Anyone filing a complaint concerning a violation or suspected violation of the Code must be acting in good faith and have reasonable grounds for believing the information disclosed indicates a violation of the Code. Any allegations that prove not to be substantiated and which prove to have been made maliciously or knowingly to be false will be viewed as a serious disciplinary offense.

## **Confidentiality**

Violations or suspected violations may be submitted on a confidential basis by the complainant or may be submitted anonymously. Reports of violations or suspected violations will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.

## **Handling of Reported Violations**

The Compliance Officer will notify the sender and acknowledge receipt of the reported violation or suspected violation within five business days. All reports will be promptly investigated and appropriate corrective action will be taken if warranted by the investigation.

## **Whistle-blower protection**

The protection of whistle-blowers, including keeping the identity of the individual confidential, is fundamental to achieving the objectives of this policy. Rappa does not tolerate any form of retaliation, harassment, or intimidation of a whistle-blower by others as a result of raising concerns through the whistle-blowing facility. However, the whistle-blower must disclose the information in good faith, must reasonably believe that the information being disclosed is true and must not act for personal gain. In these circumstances, the whistle-blower will ordinarily be protected from adverse consequences resulting from the disclosure. What this means is that the whistle-blower will not, as a result of the disclosure, be:

- subjected to disciplinary action;
- dismissed, suspended, demoted, harassed or intimidated;
- transferred against his or her will;
- refused transfer or promotion;
- subjected to a term or condition of employment or retirement which is altered to his or her detriment;
- refused a reference or provided with an adverse reference;

- denied appointment to any employment, profession or office;
- threatened with any of the above;
- otherwise adversely affected in his or her employment for making the disclosure

**UNLESS** the whistle blower is responsible for, or otherwise implicated in, any irregular conduct that is illegal or in breach of a Rappa policy or condition of employment.

Rappa will have regard to the relevant applicable legislation of the country of operation in respect of the protection of informants.

## Reporting procedures

Any Relevant Person or other stakeholder who wishes to disclose information as contemplated in this policy may do so in the following manner:

- By **telephone** through to the Compliance Officer on **087 310 43003**
- By **Fax** to: **086 536 3149**
- By **writing** to:
  - Internal – **post box** at security or outside building by the medical office
  - External – **The Compliance Officer, PO Box 13084, Knights, 1413**
- By **Email** sent to: **compliance@rappa.co.za**

These facilities are available 24 hours a day, 7 days a week, 365 days a year. In making a disclosure using one of the above means, the whistle-blower is encouraged to provide as much information as possible relating to the matter, bearing in mind that the greater the information available, the more thoroughly the matter is likely to be investigated and, in turn, resolved.

## False reporting

Deliberate reporting of false information amounts to a breach of this policy and misconduct. Any such reporting shall subject the individual concerned to disciplinary action.

## Investigative process

- Rappa will appoint an individual who is responsible for receiving reports on disclosures made via the reporting facility, i.e. the Compliance Officer.
- The Compliance Officer will ensure that reports are provided in an appropriate and consistent format.
- The Compliance Officer will review the reports and undertake an initial categorisation and prioritisation of disclosures made in the report according to the nature of the risk raised by the disclosure.
- The Compliance Officer will be responsible for identifying an appropriate response team, drawing on the expertise and experience of colleagues in the Rappa GoC, to investigate any particular matter further.

- Depending on the nature of the disclosure, the response team may determine that the matter can be appropriately dealt with (a) internally or (b) externally, as the case may be.

## **Internal reporting**

The Compliance Officer will be responsible for reporting on all disclosures relating to this policy in accordance with the agreed response framework. This framework includes identifying an appropriate business unit response team and reporting on a regular basis to the Managing Director who will ensure that relevant disclosures and associated investigative measures are (if appropriate) brought to the attention of, and regularly reviewed by, the relevant business unit board.