


CL-P-004 – Whistle Blowing Policy	
POLICY	
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The Whistle Blowing Policy is available in the following languages:

French: <http://brandcrafters.dnetza.net/cs10/lisapi.dll/open/373948335>

Mandarin: <http://brandcrafters.dnetza.net/cs10/lisapi.dll/open/373663139>

Portuguese: <http://brandcrafters.dnetza.net/cs10/lisapi.dll/open/374504919>

Spanish: <http://brandcrafters.dnetza.net/cs10/lisapi.dll/open/384436842>

Taiwanese: <http://brandcrafters.dnetza.net/cs10/lisapi.dll/open/373663374>

GLOSSARY OF TERMS

Throughout this document, unless otherwise stated, the words in the first column below have the meanings stated opposite them in the second column (and cognate expressions shall bear corresponding meanings):

“Policy” - The Whistle Blowing Policy for Distell.

“Distell” - Distell Group Limited and all its subsidiaries.

1. INTRODUCTION

Distell recognises the fact that:

- 1.1. criminal and other irregular conduct within Distell is detrimental to good, effective, accountable and transparent governance within Distell and can endanger the economic stability of Distell and have the potential to cause social damage;
- 1.2. there is a need for procedures in terms of which employees may, without fear of reprisals, disclose information relating to suspected or alleged criminal or any irregular conduct affecting Distell;

- 1.3. every employer and employee has a responsibility to disclose, criminal and any other irregular conduct in the workplace; and
- 1.4. every employer has a responsibility to take all necessary steps to ensure that employees who disclose such information are protected from any reprisals as a result of such disclosure.

2. OBJECTIVES OF THE POLICY

- 2.1. Distell will:
 - 2.1.1. strive to create a culture which will facilitate the disclosure of information by employees relating to, criminal and other irregular conduct in the workplace in a responsible manner by providing clear guidelines for the disclosure of such information and protection against reprisals as a result of such disclosure; and
 - 2.1.2. promote the eradication of criminal and any irregular conduct within Distell.
- 2.2. The Policy is intended to encourage and enable staff to raise concerns within Distell rather than overlooking a problem.
- 2.3. Furthermore the Policy aims to:
 - 2.3.1. provide avenues for staff to raise concerns and receive feedback on any action taken;
 - 2.3.2. inform staff on how to take the matter further if they are dissatisfied with the response; and
 - 2.3.3. reassure staff that they will be protected from reprisals or victimisation for raising a concern relating to an irregularity in good faith.

3. SCOPE OF THE POLICY

- 3.1. There are existing grievance procedures (incorporated into the Human Resources Policy of Distell) in place to enable employees of Distell to raise grievances relating to their employment. This Policy is intended to cover concerns that fall outside the scope of grievance procedures, which, although not exhaustive, are as follows:
 - 3.1.1. criminal acts, including theft, fraud, bribery and corruption;
 - 3.1.2. endangering the health or safety of an individual;

- 3.1.3. damaging the environment;
- 3.1.4. bullying and harassment in the workplace or other human rights abuses;
- 3.1.5. accounting malpractice or falsifying documents;
- 3.1.6. breaches of global policies, principles or standards of the Distell Group;
- 3.1.7. failing to comply with any legal obligation, by act or omission;
- 3.1.8. a miscarriage of justice;
- 3.1.9. unfair discrimination; and
- 3.1.10. any matter referred to in paragraphs 3.1.1 to 3.1.9 that has been, is being or is likely to be deliberately concealed.

4. THE POLICY

4.1. Harassment or Victimization

- 4.1.1. Distell acknowledges the fact that the decision to report a concern can be a difficult one to make, not least because of fear of reprisal from those responsible for the irregularity. Distell will not tolerate harassment or victimisation and will take action to protect employees when they raise a concern in good faith.
- 4.1.2. Any act of harassment or victimisation should be reported through the toll free Ethics Line or directly to the Group Company Secretary. This does not mean that if an employee is already the subject of disciplinary or other action, that action will be halted as a result of their raising a concern relating to an irregularity.

4.2. Confidentiality

Distell will do its best to protect an individual's identity when he/she raises a concern and does not want his/her identity to be disclosed. It must be appreciated, however, that the investigation process may reveal the source of the information and a statement by the employee may be required as part of the evidence.

4.3. Anonymous Allegations

Distell encourages employees to put their names to allegations. Concerns expressed anonymously are difficult to investigate, nevertheless they will be followed up at the

discretion of Distell, in consultation with the management team. This discretion will be applied by taking into account the following:

- 4.3.1. the seriousness of the issue raised;
- 4.3.2. the credibility of the concern; and
- 4.3.3. the likelihood of confirming the allegation.

4.4. False Allegations

Distell discourages employees or other parties from making allegations with malicious intent. Where such malicious allegations are discovered, the person who made the allegations will be subjected to firm disciplinary action, or other appropriate action in the case of external parties.

5. REPORTING OF CONCERNS

5.1. Distell has appointed an external service provider to administer its toll free Ethics Line that can be used to report any irregularities or fraud events. The caller can stay anonymous. The contact details are as follows:

5.1.1. Ethics Line:

- United Kingdom (Toll Free): 0808 189 1196
- South Africa (Toll Free): 0800 004 822
- Namibia Landline (Toll Free): 0800 003 313
- Namibia MTC (Toll Free): 081 91847
- International: +27 31 571 5657

5.1.2. Or alternatively:

- Email: distell@ethics-line.com
- Website www.tip-offs.com

5.1.3. South Africa:

- Free Post: KZN 138, Umhlanga Rocks, 4320
- Free facsimile 0800 00 77 88

5.2. Those who are not comfortable to put their concern in writing can phone the Ethics Line (refer 5.1.1 above). The earlier the concern is reported, the easier it is to take action and initiate recovery procedures where necessary.

- 5.3. For some less significant issues employees should normally raise the concerns with their immediate superior. In general, however, the raising a concern relating to an irregularity procedure is expected to be used for potentially more serious and sensitive issues (e.g. harassment, victimisation, fraud and corruption).
- 5.4. The first step will be for the employee to approach his/her immediate supervisor unless he/she or senior management is the subject of the complaint, in which case the toll free Ethics Line should be used, alternatively any of the Group Company Secretary and/or the Group Forensic Auditor and/or the Chairperson of the Audit Committee should be informed. Should the complaint be found to be substantiated the administrators of the Ethics Line will consult with the relevant senior managers on whether the matter should be investigated internally, by external forensic investigators or be referred to the appropriate external body (e.g. the local police) or other relevant law enforcement agency.
- 5.5. In the event that the Chief Executive Officer, the Group Company Secretary, the Group Forensic Auditor or the Chairperson of the Audit Committee is the subject of the complaint, the issue should be raised through the toll free Ethics Line.
- 5.6. The background and history of the concern, giving names, dates and places where possible should be set out and the reason why the individual is particularly concerned about the situation.
- 5.7. Employees are not expected to prove the truth of an allegation. They will need to demonstrate to the person to whom the report is being made that there are sufficient grounds for concern.
- 5.8. All instances of ethical violations are being reported to the Audit Committee in terms of the Audit Committee Event Matrix.

6. HOW THE COMPLAINT WILL BE DEALT WITH

- 6.1. The action taken by Distell will depend on the nature of the concern. The possible actions to the matters raised may, among others be to:
 - 6.1.1. investigate internally;
 - 6.1.2. appoint external forensic investigators; and/or
 - 6.1.3. refer the matter to the police or other relevant law enforcement agency.
- 6.2. In order to protect individuals and Distell, initial enquiries will be made to decide whether an investigation is appropriate and, if so, what form it should take.

- 6.3. Some concerns may be resolved by agreed action without the need for investigation.
- 6.4. Distell will write to complainants who have identified themselves:
 - 6.4.1. acknowledging that the concern has been received; and
 - 6.4.2. informing them whether further investigations will take place, and if not, the reasons therefore.
- 6.5. The amount of contact between the body investigating the issues and the persons raising the concern will depend on the nature of the matters raised, the potential difficulties involved and the clarity of the information provided. If necessary, further information will be sought from the individual.
- 6.6. Distell accepts that employees need to be assured that the matter has been properly addressed. However, the progression of investigations will be handled in a confidential manner and will not be disclosed or discussed with any persons other than those who have a legitimate right to such information. This is important in order to avoid damaging the reputation of suspected persons in the event that they are subsequently found innocent of wrongful conduct.

7. CREATING AWARENESS

- 7.1. In order for the Policy to be sustainable, it will be supported by a structured education, communication and awareness programme.
- 7.2. It is the responsibility of all supervisors/managers and the overall responsibility of the Group Company Secretary to ensure that all employees are made aware of and receive appropriate training and education with regard to the Policy.

8. EXTERNAL DISCLOSURE

- 8.1. Should the employee be a resident of South Africa, such employee would have certain protected rights in terms of the Protected Disclosures Act, 2000, in terms of which employees will be protected for disclosures made without malice and in good faith, in defined circumstances.
- 8.2. Should the employee be a resident of the United Kingdom, such employee would have certain protected rights in terms of the Protected Disclosures Act, 2014. A good source of impartial information is the website of the Charity Public Concern at Work (www.pcaw.org.uk).

8.3. Such employees will be protected against any victimisation or other adverse treatment in terms of the aforementioned legislation.
