



SUSTAINABILITY REPORT

TWENTY EIGHTEEN

SUSTAINABILITY REPORT

At Distell we are committed to crafting a lasting legacy.

This means finding opportunities at each point along our value chain to do more, be better and foster positive change in the lives of all of our stakeholders.

We have identified key areas along our value chain where we believe we can make the most significant impact and contribute towards sustainable development, supported by our employees. These areas are unpacked in more detail in this report.

These areas also shape our contribution to the United Nation's Sustainable Development Goals (SDGs), which aim to end global poverty, protect the planet and ensure prosperity for all.

To find out more about these areas and our commitments, go to page 8.





Our employees are critical in enabling us to shape the future and craft a lasting legacy, and we are committed to creating a positive and safe work environment with opportunities for career development.

5 136 employees



As a key player in the alcoholic beverages industry we recognise our responsibility to reduce the harmful impact that alcohol abuse can have on the health and well-being of individuals, families and communities.



We believe the communities we operate in should be better off because we are there. We therefore focus on sustainable economic initiatives to build enterprising communities. We believe that arts and culture play an important role in mindful and responsible living, often acting as a catalyst for individual and social empowerment that benefits community upliftment at large.

THIS REPORT TELLS OUR JOURNEY
OVER THE PAST YEAR AND HIGHLIGHTS THE
START OF GREAT THINGS TO COME.

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The social and ethics committee has considered detailed reports on the matters discussed in this report. In general, the committee is satisfied that Distell is fulfilling its social and ethical obligations as a good corporate citizen. The committee reviewed this report and collectively believes it fairly represents Distell's sustainability performance for 2018.

As our important stakeholders, I trust you will find this report insightful and reflective of our journey to maximise our positive social, environmental and economic impact.

GP Dingaan

Chairperson: social and ethics committee

Stellenbosch 23 August 2018

DISTELL

WHO WE ARE

We are a global business rooted in South Africa.

We are also Africa's leading producer and marketer of wines, spirits, ciders and other ready-to-drink beverages that are crafted by extraordinary people and sold across the world.

OUR VISION

We are a proud African alcoholic beverage company with heritage, global reach, world-class people and the ability to do extraordinary things!

OUR MISSION

We craft distinctive alcoholic beverage brands, enhance memorable moments and inspire responsible enjoyment. The value we create enriches the lives of our people, shareholders and the communities within which we live and work.

OUR PURPOSE

We exist to provide unique moments of social enjoyment through the responsible marketing of well-crafted ciders, wines and spirits.



OUR BRANDS ARE OUR HERITAGE. THEY ARE ALSO OUR FUTURE.

We pursue sustainable and constructive participation in our communities, contribute to responsible drinking, drive transformation, support local procurement, create and sustain employment, and manage our supply chain sustainably.



CUSTOMER AND CONSUMER FOCUS

We are passionate about our customers and consumers.

COURAGE

We are enterprising and courageous in the way we tackle challenges and opportunities.

RESPONSIBILITY

We take ownership of our words, actions and commitments.

RESPECT

We respect people's views, attitudes and opinions.

INTEGRITY

We act with integrity at all times.

COLLABORATION

We are one Distell team.

CRAFTING BRANDS SINCE 1925



WATER USAGE



per litre of production year on year

21,2% lower than the 2014 base year



WE RECOGNISE THE RESPONSIBILITY THAT COMES WITH BEING A KEY PLAYER IN THE ALCOHOLIC BEVERAGE INDUSTRY AND SOUTH AFRICA'S LAST REMAINING LOCALLY OWNED BEVERAGE COMPANY. IN PARTICULAR, WE RECOGNISE THAT OUR SUCCESS CAN ONLY BE ACHIEVED IF WE FULLY EMBRACE SUSTAINABLE BUSINESS PRACTICES.

We view sustainability as an opportunity, not only to grow our brands, our revenue and our sales, but also to make a real difference in society and in the communities we operate in.

I am pleased to report that in the past year we continued to make good progress in key areas such as promoting responsible drinking, transformation, empowering communities and managing our supply chain sustainably.

For example, we maintained our level 4 broad-based black economic empowerment (B-BBEE) status following the revision of the codes. This confirms our commitment to promoting greater economic participation, localisation and building inclusive partnerships along our value chain. Our E+Scalator programme has been widely recognised as one of the best supplier development programmes in South Africa.

As part of the successful management of our environmental footprint, we were able to continue to operate during the prolonged drought in the Western Cape – without placing additional strain on this critical resource.

We refined our sustainability framework, bringing together what we believe are the essential tenets for maintaining success as a company and responsiveness to socio-economic drivers in our local communities.

Working with our key partner organisations, we identified and defined areas along our value chain where we believe we can make the biggest impact – and make positive and lasting change.

Our governance processes have been bolstered by the establishment of a Sustainability Council, which provides management with oversight of our company-wide sustainability agenda. This ensures alignment between our strategy and our sustainability efforts.





ELECTRICITY USAGE



per litre of production year on year

17,9% lower than the 2014 base year

An incident management protocol that clearly defines functions, roles and responsibilities when addressing any sustainability-related matters along our value chain was established. This has significantly improved how we manage sustainability within Distell and resulted in more rigorous reporting of sustainability matters.

Additionally, our compliance and ethics programmes were bolstered by embedding the rule of law principles in all our operations and activities.

We remain a signatory to the United Nations Global Compact, and we undertook a formal process during the year to align our current business activities and programmes with the SDGs. This will enable us to demonstrate our contribution to the world's biggest sustainable development challenges through business-led solutions that are responsive to the needs of markets, communities and consumers, locally and around the world.

These sustainability efforts represent some of our latest steps in what remains an on-going journey. We will extend this journey to those areas of our business where we see the greatest opportunity.

LOOKING AHEAD TO 2019

OUR SUCCESS MUST BE MEASURABLE AND WE MUST BE ABLE TO DEMONSTRATE TO OUR STAKEHOLDERS THAT WE ARE MAKING A REAL DIFFERENCE.

We are confident that the foundations we are putting in place will enable us to realise the full benefits of sustainability while building strong partnerships across our value chain.

As important stakeholders, you have our commitment that sustainability considerations will always be top of mind in everything we do at Distell.

I hope you are as excited as us about our sustainability journey and we invite you to read more about our achievements and initiatives in this report – including those we expect will follow in the future.

Thank you for your ongoing support.

Richard Rushton

Group chief executive officer



GREENHOUSE GAS EMISSIONS

4 3,3%

year on year

11,0% lower than the 2014 base year



A LASTING LEGACY

There are various SDGs we actively and directly support through our strategic capabilities, our sustainability themes and throughout our value chain.

KEY DEVELOPMENT OPPORTUNITIES

ACHIEVING TRANSFORMATION

We focus on inclusion and economic growth along our value chain to reduce poverty and inequality (including gender inequality).

EMPOWERING COMMUNITIES



We harness the power of art to create positive change and promote the well-being of individuals, communities, society and the environment.

PROMOTING RESPONSIBLE DRINKING



We combat the high burden of disease and reduce alcohol-abuserelated harm.

MANAGING OUR SUPPLY CHAIN SUSTAINABLY



We preserve and protect the environment on which we depend. This includes developing reliable, sustainable and resilient infrastructure.

"We remain a signatory to the United Nations Global Compact, and we undertook a formal process during the year to align our current business activities and programmes with the SDGs. This will enable us to demonstrate our contribution to the world's biggest sustainable development challenges through business-led solutions that are responsive to the needs of markets, communities and consumers, locally and around the world."

Pichard Rushton (Group CEO)

OUR CYCLE OF CARE

The following summarises the activities along our value chain and highlights the key development opportunities and SDGs per activity.

Through our employee volunteer programme, employees are able to make a significant contribution to their communities. We launched Distell ForGood, an online platform that enables our employees to sign up and make a contribution to any of the more than 200 non-profit organisations (NPOs) on the platform. Employees can then reach out by volunteering either time or goods, or by choosing another way to make a lasting difference.



The bulk of our raw materials are sourced locally – during the year, we increased the number of black-owned and black-women-owned enterprises that form part of our supply chain.















We process, cellar, mature and package per brand.













We market our brands in accordance with market specifications and encourage consumers to use our products responsibly.









We distribute and sell our products in more than 80 countries across the world.













We encourage consumers to enjoy our products responsibly and to participate in recycling our packaging material.









HOW WE CREATE VALUE FOR OUR STAKEHOLDERS

We believe effective communication with all our stakeholders is the basis for good corporate governance and is directly correlated with our success.

To maintain legitimacy, consistency and relevance, we take into account stakeholder expectations, needs, concerns and opportunities.

Maintaining sound, transparent relationships with all our stakeholders is a priority. Engagement and communication does not only happen at corporate level, but also at touch points across the business. Our decentralised model aids effective communication at business unit level, particularly with customers and consumers.

The social and ethics committee, which functions according to regulation 43 of the Companies Regulations, 2011, is responsible for the Group Stakeholder Management framework that outlines our philosophy for relationships with stakeholders.

During the year, the committee oversaw the integration of existing sources of stakeholder information into a stakeholder engagement framework to improve our engagement capability.

We have formalised our approach to stakeholder engagement to ensure effective measurement and reporting continues within the appropriate frameworks. In 2019, the committee will continue to monitor progress against aligning our stakeholder engagement framework with the principles and objectives outlined in King IV^{TM1} to include measurable reporting on stakeholder engagement.

Below is a high-level summary of our stakeholder engagement approach:



STAKEHOLDER GROUP: OUR EMPLOYEES

Our employees are our biggest asset. All employees are actively involved in our cultural evolution to become a more agile and focused company through ongoing communication and engagement on progress, successes, failures and challenges.

Our value proposition

In order to retain talent, we want to ensure employees remain committed and passionate about their work and the company and take pride in Distell as an employer of choice.

How we engage

- Our employee value proposition and employee-focused surveys to measure engagement and employee satisfaction
- Daily interaction and monthly internal communications
- Training and development programmes
- Ongoing formal performance evaluations
- Ongoing engagement with labour unions

How we measure value creation

- Survey results
- Training and development spend
- Employee turnover and retention
- B-BBEE level

One key initiative

We are committed to growing Distell's future leaders and we invest in training programmes, including internships, learnerships, skills programmes, apprenticeships and adult basic education.

Read more from page 54.

Future focus

Understand and foster management actions to improve employee retention, develop the business' next generation of leaders, and inspire employees to keep growing with the company.

Enhanced employee communications.

Employees as engaged brand ambassadors.

¹ The King IV Report on Corporate Governance ™for South Africa is respected as one of the leading and most mature codes of corporate governance in the world.



STAKEHOLDER GROUP: OUR SUPPLIERS

Suppliers provide services and raw materials that are essential to our ability to produce and market our products.

Our value proposition

We work with suppliers to support continuous innovation that yields solutions to optimise our costs, build partnerships and achieve our business objectives.

How we engage

- Supplier visits and audits
- Our dedicated local enterprise and supplier development programme: the E+Scalator programme
- Collaboration with suppliers on B-BBEE and preferential procurement requirements
- Supplier conferences and workshops
- Supplier engagement sessions on key issues for example, transformation, the drought and land reform

How we measure value creation

- Joint targets
- Sustainable sourcing programme
- Preferential procurement
- Supplier feedback

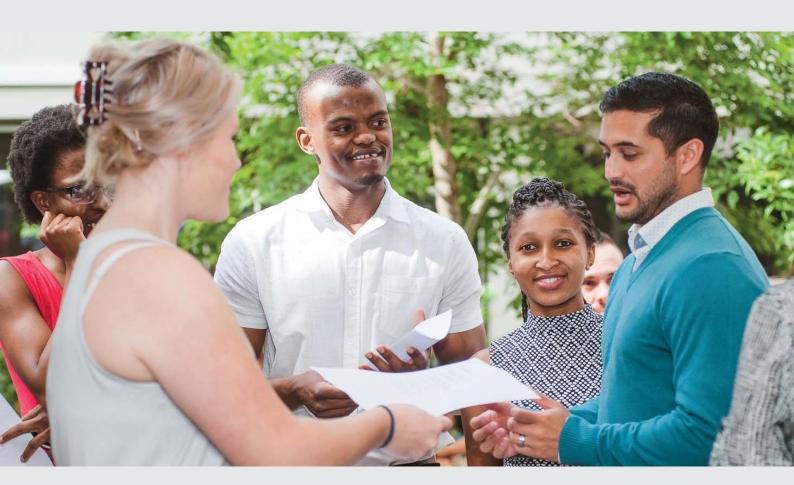
One key initiative

The Distell E+Scalator programme was established to empower and escalate small- and medium-sized enterprises (SMEs) within our value chain, thereby ensuring their long-term viability.

Read more from page 26.

Future focus

Full integration of suppliers into strategic planning making suppliers a key part of the business.



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STAKEHOLDER GROUP: OUR STRATEGIC BUSINESS PARTNERS

We support various strategic partnerships along our value chain. Strategic partners play an important role in the growth and sustainability of our business, particularly in markets outside of South Africa where we rely on their experience and expertise.

Our value proposition

Our geographic growth strategy relies on opportunities for mutually beneficial relationships that are long term in nature and respectful in character.

How we engage

- Regular forum and one-on-one meetings
- Roadshows
- Conferences

How we measure value creation

 Outcome of initiatives to facilitate business growth and sustainability.

Future focus

Proactive engagement of key strategic partners to jointly address issues of interest and concern to achieve mutual benefit in the short and long term.





STAKEHOLDER GROUP: OUR CONSUMERS

Distell's consumers are central to our existence. They are people of all walks of life, who enjoy mixed-gender drinking occasions in South Africa, Africa and around the world.

Our value proposition

We need to remain consumer focused, offering value, quality and innovative products. We provide unique experiences through the responsible marketing of our products. We also want to make it easier for our customers to engage with us, particularly on our product offerings.

How we engage

- Daily engagements through our brands via social media and other media platforms, including brand websites
- Dedicated customer-care line
- Regular consumer surveys, forums and online customer panels
- Collaboration with strategic partners along our value chain such as Aware.org.za

How we measure value creation

- Customer satisfaction
- Sales growth
- Reputation measure
- Investment in harm reduction
- Brands with purpose

One key initiative

There is an increasing call from wellness-focused consumers for premium no- and low-alcohol experiences. We aim to craft memorable moments for consumers to enjoy our brands.

Read more from page 22.

Future focus

Understand our consumers even better.

STAKEHOLDER GROUP: OUR TRADE CUSTOMERS

Our trade customers are the interface between the business and our consumers.

Our value proposition

Our engagement with trade customers facilitates a thorough understanding of our business and brand portfolio.

How we engage

- Regular site and facility visits
- One-on-one meetings and joint business planning meetings
- Trade customer conferences

How we measure value creation

- Surveys
- Top-to-top feedback

One key initiative

One example of how we support our trade customers is by playing an important role in managing and coordinating industry initiatives to combat the illicit trade in alcohol through the South African Liquor Brand owners Association (SALBA).

Read more from page 23.

Future focus

Consider all insights about how we can improve our customer experience to drive business growth and higher customer satisfaction. For example, Bansela is our rewards programme aimed at building relationships with tavern and counter service outlets by incentivising them to follow the Bansela way. This is simply: stock, price and display a specially selected portfolio of Distell products and trade responsibly to earn Bansela bucks.



STAKEHOLDER GROUP: OUR COMMUNITIES

The communities in which we do business are impacted by our operations.

Our value proposition

We aim to foster transparency and openness in our engagement with communities, and facilitate positive dialogue which discusses and resolves issues of mutual interest, such as employment and economic development.

How we engage

- Collaboration with strategic partners along our value chain such as Chrysalis Academy, Bergzicht Training and others
- Brands with purpose
- Collaboration with the Distell Development Trust (the Trust)

How we measure value creation

- Social return on investment
- Corporate social investment (CSI) spend
- Investment in communities

One key initiative

The Trust contributes to the implementation of our integrated B-BBEE strategy. During the year, the Trust disbursed R7,5 million to 12 programmes.

Read more from page 32.

Future focus

Partnering with non-governmental organisations (NGOs), communities and global advocacy organisations. Respond to and address key challenges facing the communities we operate in.

Build relationships with key NGOs so that we can share our challenges with them and work on co-creating solutions.



STAKEHOLDER GROUP: OUR GOVERNMENT

We engage with all levels and spheres of government, including national and regional governments as well as government agencies such as regulators.

Our value proposition

Strong relations between government and the private sector are good for South Africa and society as a whole. We create value through enabling legislation, partnering on community development and empowerment issues, and maintaining our licence to operate.

How we engage

 Ongoing and regular engagement – either directly or through relevant industry bodies

How we measure value creation

– Feedback

One key initiative

We have engaged all tiers of government on key business enablers and challenges – both macro and external.

Future focus

Mitigate risk by identifying issues and opportunities to maintain a social license to thrive.

Enter into public-private sector partnerships to foster an enabling business environment.

Engage government on the mandate of the respective departments to assist them with building an appreciation of how the different mandates either hamper our ability as a business or help us better deliver on government priorities.







We understand that our long-term sustainability is intrinsically linked to the natural resources on which we depend, from farm to consumer and back again. We must therefore nurture, preserve and protect the planet.

Our value proposition

Our resource efficiency targets for 2020 (related to the usage of water, electricity and fossil fuel-based energy in our production processes) will enable us to actively drive annual improvements in performance to ensure we reach our long-term goals.

How we engage

- Strategic partners along our value chain such as the Stellenbosch River Collaborative
- Through our dedicated email address: environmental@distell.co.za
- Regular engagement and interaction with relevant environmental regulatory bodies and local authorities (either directly or through industry bodies)
- Collaboration with leading industry players on matters of social and environmental compliance – such as the Wine and Agricultural Ethical Trade Association (WIETA)

How we measure value creation

- Water usage
- Electricity usage
- Greenhouse gas (GHG) emissions
- Reduction in effluent discharged

One key initiative

We achieved our 2018 target and even exceeded our 2020 target to reduce water usage by 15% by increasing water recycling at our Adam Tas and Green Park sites and installing a closed loop cooling system at our Wellington distillery.

Read more from page 47.

Future focus

We are committed to responsible water stewardship that takes into consideration our communities, consumers and the environment we operate in. In the upcoming year, we will collaborate with various like-minded stakeholders to mobilise highly-effective interventions that will achieve sustainable outcomes for preserving freshwater life.

We remain committed to tracking our environmental performance to ensure self-improvement on our environmental targets.





STAKEHOLDER GROUP: OUR INVESTORS

Our investors are at the heart of our business and we place significant emphasis on relationship development and investor communication.

Our value proposition

Investors have a vested interest in Distell as providers of capital and we want to keep them informed about our financial performance and sustainability. We build investor confidence by demonstrating that we adhere to the highest standards of corporate governance and that Distell is a company that creates value and return on investment for all its stakeholders.

How we engage

- Investor presentations, meetings and roadshows
- Annual general meeting

How we measure value creation

- Total return to shareholders
- Annual dividend

One key initiative

The year under review saw renewed focus on investor relations with the appointment of a dedicated investor relations manager. The collapse of the Distell shareholder structure was a material event for our investors. Since the announcement of the collapse late in 2017, until its completion in June, we engaged with investors individually as well as at our annual general meeting. Distell received 99% investor support for the restructure, mainly owing to the benefits of broader index inclusion and an increase in free float and liquidity.

Read more in our integrated report online.

Future focus

Implement a corporate governance strategy that demonstrates corporate citizenship, transparency and trust. Increase investor understanding of the Distell strategy.



STAKEHOLDER GROUP: OUR INDUSTRY BODIES

We engage with various industry bodies on matters relating to, among others, promoting responsible drinking, supplier and enterprise development, industry regulation, social compliance and matters of environmental concern.

Our value proposition

Industry bodies can endorse a collective view to government and other stakeholders on behalf of members.

How we engage

- Regular meetings
- Task teams (issue dependent)

How we measure value creation

 Through feedback and by measuring the stability and predictability of the environments we trade and operate in

One key initiative

Industry engagement on the drought, wine strategy, and transformation (through organisations such as, for example, VinPro, WIETA, WOSA and SALBA).

Future focus

We remain committed to reinforcing our industry partnerships.

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RESPONSIBLE DRINKING

As part of our mission to craft a lasting legacy, we contribute to responsible enjoyment.



We have a responsibility to reduce alcohol-abuse-related harm. Through the programmes and partnerships discussed in this chapter, we aim to contribute to various goals aligned with SDGs 3, 5, 8, 9 and 12. This includes, for example:

- Reducing one third of premature mortality from noncommunicable diseases through prevention and treatment, and promoting mental health and well-being by 2030
- Strengthening the prevention and treatment of substance abuse, including harmful use of alcohol
- By 2020, halving the number of global deaths and injuries from road traffic accidents

Leading practice starts at Distell, where many of our employees are exposed to alcohol in the workplace. Guided by a strict company-wide alcohol policy, we encourage exemplary and responsible behaviour from our employees. This responsibility extends beyond our doors and into the communities where our products are consumed. To help combat the social and economic impact of alcohol abuse, we invest in harm reduction initiatives (including responsible advertising) and ensure we expand our portfolio to offer consumers greater choice.

HARM REDUCTION

When consumed responsibly, alcohol can be part of a balanced lifestyle. However, maintaining this balance, including choosing to drink or not to drink, can be challenging for some consumers. Alcohol abuse results in health and behavioural risks that can harm individuals and their families and disrupt communities.

Putting an end to alcohol abuse is therefore one of the top priorities for governments and global organisations such as the World Health Organisation. As a key player in the alcoholic beverages industry, we understand our responsibility to reduce the harmful impact that alcohol abuse can have on health and well-being.

We are a proud member of Aware.org.za¹, an NPO focused on preventing the negative consequences of alcohol abuse through a number of targeted on-the-ground programmes. These programmes are designed to drive social change, promote responsible drinking and make a sustainable difference in communities. To achieve this, Aware.org.za performs ongoing research and provides effective collaboration with partners in multiple provinces who have the expertise to fight alcohol abuse in their specific regions.



During the year our contribution to Aware.org.za was just over R14 million. We will increase our investment in harm reduction and strengthen our relationship with Aware.org.za in 2019.

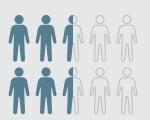
¹ Aware.org.za was previously known as the Industry Association for Responsible Alcohol Use (ARA).



AWARE.ORG.ZA IS FOCUSED ON FOUR MAIN AREAS THAT WILL HELP PUT AN END TO ALCOHOL MISUSE AND ABUSE IN SOUTH AFRICA.

UNDERAGE DRINKING

Underage drinking (drinking when under the age of 18 years) is significantly common in South Africa and can put children at increased risk of physical and social harm. To address this concern, Aware.org.za has developed a multi-pronged programme that includes the distribution of specially developed material to schools. This is allied with workshops and online support for teachers.





DRINKING, DRIVING AND WALKING

Aware.org.za encourages responsible consumption – this includes creating awareness about the dangers of drinking and walking in the road and understanding the rules for legal alcohol consumption in South Africa when driving (a blood alcohol limit of 0,05g per 100ml). Find out more about our efforts to curb drinking, driving and walking from page 22.

BINGE DRINKING

Aware.org.za is focused on enabling a culture of moderation and responsible alcohol consumption. This includes making people aware of the dangers of binge drinking – a term used to describe when an excessive amount of alcohol is consumed by an individual in a short period of time. This is typically defined as four drinks for women and five drinks for men in about two hours

FETAL ALCOHOL SPECTRUM DISORDER

Fetal alcohol spectrum disorder (FASD) is a condition that occurs when a mother consumes alcohol during pregnancy. Alcohol use during pregnancy is a leading cause worldwide of preventable birth defects and developmental disabilities in children. Aware.org.za is committed to creating awareness of FASD through a variety of programmes and campaigns that target at-risk vulnerable youth and adults.





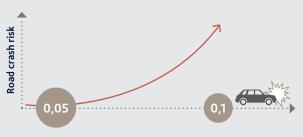
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WINE: 175ml BEER: 340ml 1/2 of a glass 2/3 of a bottle

SPIRITS: 25ml

DRINKING ALCOHOL AND DRIVING INCREASES THE RISK OF A ROAD TRAFFIC CRASH

Above a blood-alcohol concentration (BAC) of 0,05 g/dl, the risk of a road traffic crash increases dramatically.



Blood-alcohol concentration (BAC) g/dl

We have also taken an active role in raising awareness around the consequences of drinking while pregnant through strategic partnerships with FASfacts and the Foundation for Alcohol Related Research (FARR).

Our partnerships with FASfacts and FARR are crucial to create awareness of the dangers of drinking while pregnant and provide prevention and treatment programmes for women across South Africa who are addicted to alcohol.

FARR

FARR is one of South Africa's leading organisations driving research on FASD and has implemented nationally acclaimed prevention, support and management programmes across South Africa.



We fund FARR's Healthy Mother, Healthy Baby (HMHB) programme, which supports pregnant women in vulnerable communities around Upington, Northern Cape, irrespective of whether or not they use alcohol.

The programme provides motivational group support, home visits and a buddy system to entrench harm-reduction thinking and avoid prenatal alcohol abuse for healthy pregnancies and happy babies. To scale up the reach and impact of the HMHB programme, we increased

our funding in 2018. This enabled FARR to improve service delivery by appointing two new employees, both of who are local residents from Upington.

The HMHB programme is bolstered by the FARR Training Academy, which targets health professionals, social workers, community leaders and educators, and provides them with the knowledge and tools to spread awareness around prevention. This strengthens the capacity of communities to build positive futures for their children.

NUMBER OF MOTHERS PARTICIPATING IN THE HMHB PROGRAMME 304 PREGNANT WOMEN SUPPORTED SINCE 2016 Pabellelo Rosedale Louisvale Road Raaswater Progress 2015/2016 | 2016/2017 | 2017/2018 | 2018/2019

CASE STUDY

FASfacts

683 PREGNANT
WOMEN HAVE
BENEFITED FROM
THE PWMP
SINCE 2012

Established in 2002, FASfacts is an NPO that works with at-risk communities in Worcester, Western Cape, and Mdantsane, Eastern Cape, to create awareness about the dangers of drinking alcohol during pregnancy.



FASfacts' Pregnant Women Mentoring Programme (PWMP) is managed by a social worker and run in partnership with community members who are trained to offer support, counselling and mentorship to pregnant women. Importantly, the PWMP gives women the knowledge to look after their own health and make positive choices during pregnancy. Expectant fathers are also included, encouraging both parents to take responsibility for the future of their unborn child. We have supported the PWMP since 2012.

FASfacts expands into the Eastern Cape

ENROLLED IN THE PWMP SINCE 2012

In 2015, we were approached by the Eastern Cape Liquor Board for input on how to manage and reduce the socio-economic effects of excessive alcohol consumption in the province. Owing to the success of the PWMP in the Western Cape, we chose to collaborate with FASfacts, the Eastern Cape Liquor Board and Rhodes University to roll out the programme in the Mdantsane area in East London in 2016 Rhodes University was selected as a research partner to ensure the PWMP is implemented effectively and targets pregnant women most at risk. The PWMP was launched in Mdantsane in January 2018 and 20 mentors have been recruited into the programme. Once their training is complete, these mentors will provide support to 60 pregnant women over 12 months.

This supports our goal to increase the number and scale of projects focused on combating FASD across South Africa.



OFFERING CONSUMERS MORE CHOICE

THERE IS AN INCREASING CALL FROM WELLNESS-FOCUSED CONSUMERS FOR PREMIUM NO- AND LOW-ALCOHOL EXPERIENCES. DESPITE THIS, THEY STILL DESIRE THE SAME DEPTH OF FLAVOUR AND SENSE OF OCCASION ASSOCIATED WITH ALCOHOLIC DRINKS.

Our current portfolio of no- and low-alcohol brands spans the following categories:

NO-ALCOHOL SPARKLING WINE

Chamdor, J. C. Le Roux

LOW-ALCOHOL WINE

Drostdy-Hof Light, Fleur du Cap Light

LOW-ALCOHOL CIDER

Savanna Light

We continue to innovate in this space by growing our offering and providing our consumers with an expanded selection of no- and low-alcohol products. This also supports our ambition to combat alcohol abuse and misuse and inspire responsible enjoyment.

RESPONSIBLE ADVERTISING

WE USE OUR MARKETING EXPERTISE TO ENCOURAGE CONSUMPTION WITH CARE AND DELIVER HIGH-IMPACT CAMPAIGNS THAT WILL POSITIVELY IMPACT CONSUMER BEHAVIOUR.

In the past year we partnered with Good Fellas – South Africa's leading and longest-established alternative driver service – to help motorists get home safely over the festive season. This national road safety collaboration aimed to encourage motorists not to drive if they chose to drink. Aptly named Get Home Safely (#GHS), any motorist could request a ride with Good Fellas as often as necessary, taking advantage of free and discounted fares. The promotion was advertised on the radio and via online publications, reaching over two million people nationwide.

Partnering with Good Fellas reinforces our commitment towards encouraging responsible drinking and we reaffirmed this by offering motorists incentives to be safe on the roads. We believe this initiative will result in behavioural shifts on our roads, particularly during the festive period.

In the upcoming year we will invest in a multimedia campaign that will challenge consumers to recognise their limits and know when they have had enough to drink.

Controlling the sale and marketing of alcoholic beverages

Our Marketing Ethics and Brand Communication Policy guides our approach to developing and distributing ethical and responsible content when marketing and promoting alcoholic beverages to consumers. This includes, for example, marketing moderate drinking as a relaxed, sociable and enjoyable part of life in safe and appropriate circumstances. We use clear, factual and neutral information about the alcohol content of our brands, and we communicate the dangers associated with alcohol abuse and drinking and driving through health warnings on our product labels. This policy includes an internal review and approval process to ensure compliance, as well as strict regulation of all marketing that uses digital and social media platforms.

Our response to industry regulation

South Africa continues to grapple with the impact of alcohol abuse on public health. In response, the government proposed the National Liquor Policy in 2014, which was approved by Cabinet and published for public comment in 2016. This proposed bill recommends a number of measures to limit the availability of and access to alcohol. This includes restricting alcohol advertising.

WE UNDERSTAND THE CHALLENGE GOVERNMENT IS FACING AND ARE COMMITTED TO WORKING COLLABORATIVELY TO FIND LASTING SOLUTIONS.

For example, through sales and marketing practices, we have gained insight into consumption drivers and consumer habits. We are therefore able to target our advertising in a way that is sensitive to vulnerable consumer groups, while focusing our education and awareness efforts to drive responsible consumption. We are also actively addressing other aspects of the policy:

- Mitigate the socio-economic impact of alcohol abuse and alcohol-related harm: We participate in initiatives to promote responsible consumption and raise awareness of the long-term effects of alcohol abuse (this includes a strong focus on FASD) – read more from page 20.
- Transform South Africa's alcoholic beverage industry:
 To help us achieve our own transformation aspirations and those of government, we developed a comprehensive and integrated
 B-BBEE strategy and a transformation framework that has been approved by our social and ethics committee read more from page 24.
- Collaborate on key aspects of regulation to improve implementation and adherence: We actively engage with government on proposed legislation through SALBA and other industry bodies.

Promoting responsible drinking by combating trade in illegal and illicit alcohol

Globally, illicit trade in alcoholic beverages, including trade in counterfeit products and cross-border smuggling, remains a key business challenge. For example, expanded illicit trading with cheaper products takes market share from legal products distributed by Distell. There is also a risk of consumer harm as illicit products are not subject to the same quality standards and requirements as legal products.

We have therefore developed an internal framework to address this issue, and, through SALBA and other industry bodies, we play an important role in managing and coordinating industry initiatives to combat the illicit trade in alcohol.



TRANSFORMATION

Transformation is integrated into every aspect of our business and along our value chain. In action, this means accepting differences, recognising the value of diversity and accelerating lasting socio-economic growth in the key markets and communities we operate in.



We focus on inclusion and economic growth along our value chain to reduce poverty and inequality (including gender inequality). Through the programmes and partnerships discussed in this chapter we aim to contribute to various goals aligned with SDGs 5, 8, 9 and 12. This includes, for example:

- Contributing to full and productive employment and decent work for all women and men, including for young people and persons with disabilities, and equal pay for work of equal value
- Protecting labour rights and promoting safe and secure working environments
- Increasing the access of small-scale industrial and other enterprises, in particular in developing countries, to financial services, including affordable credit, and their integration into value chains and markets

DUE TO THE ROBUST NATURE OF OUR INTEGRATED
B-BBEE STRATEGY WE SUCCESSFULLY IMPROVED
OUR B-BBEE STATUS FROM A LEVEL 8 TO A
LEVEL 4 IN 2016. GUIDED BY THIS STRATEGY,
WE HAVE MAINTAINED THIS SCORE BY DEVELOPING
AND ENTRENCHING BUSINESS PROCESSES
THAT SUPPORT TRANSFORMATION.

This ensures our efforts move beyond compliance and a focus on our B-BBEE scorecard to doing more of the right things for the rights reasons – thereby supporting government's broader national transformation goals. This includes creating better economic opportunities that can reduce poverty and inequality, and in particular gender inequality.

This vision is outlined in government's National Development Plan, which "envisions a South Africa where everyone feels free yet bounded to others; where everyone embraces their full potential, a country where opportunity is determined not by birth, but by ability, education and hard work. Realising such a society will require transformation of the economy and focused efforts to build the country's capabilities."

We are proud of our commitment to build and strengthen South Africa's economy. We contribute to achieving the full potential of people and communities across the country through a range of targeted initiatives that span various areas of our business and value chain. These initiatives are highlighted on the following page and unpacked in more detail throughout this report.

Read more about South Africa's National Development Plan: https://www.gov.za/issues/national-development-plan-2030.

	Maximum points available	Distell's verified score for FY2017 ¹	
EQUITY OWNERSHIP	25	23,36	Among many important shareholders, the Trust contributes to our B-BBEE ownership. Read more from page 32.
			We understand the importance of and support inclusive
MANAGEMENT CONTROL	19	6,84	transformation to realise South Africa's full potential. Our National Employment Equity Plan 2017 – 2022 sets key workforce transformation milestones.
			Read more from page 57.
SKILLS DEVELOPMENT	20 + 5 bonus = 25	17,97 + 4,86 bonus = 22,83	We have a range of skills development programmes (including learnerships and internships) to support our people development agenda. Read more from page 54.
PREFERENTIAL PROCUREMENT	25 + 2 bonus = 27	14,76	An inclusive purchasing strategy is key to growing the preferential procurement pool and creating market accessibility—this is particularly important for small- and medium-sized blackowned and black-women-owned businesses. Read more from page 29.
ENTERPRISE AND SUPPLIER DEVELOPMENT	15 + 2 bonus = 17	15 + 2 bonus = 17	Where market access has been created but capacity is still required to meet the market need, our enterprise and supplier development strategy is key to facilitating business development and incubation. Read more from page 26.
SOCIO- ECONOMIC DEVELOPMENT	5	4,85	With relevant implementation partners, we create value for the communities we operate in. Read more from page 34.
TOTAL	109 + 9 bonus = 118	82,78 + 6,86 bonus = 89,64	level 4 contributor

¹ Our B-BBEE scorecard was issued on 22 September 2017 for the 2017 financial year. This scorecard is valid until 21 September 2018.



Other highlights of the E+Scalator programme include:

6

INVESTMENT CASES
COMPLETED

2

ENTERPRISE DEVELOPMENT COMPANIES ESTABLISHED

4

SUPPLIER DEVELOPMENT COMPANIES ESTABLISHED

9

BUSINESSES SIGNED
ON THE E+SCALATOR PROGRAMME

40+

ENTERPRISE AND SUPPLIER DEVELOPMENT

In South Africa, entrepreneurship and the growth of SMEs are widely recognised as critical to achieve economic growth and development, alleviate poverty and stimulate job creation.

We are committed to playing our part and are working hard to transform our value chain and contribute toward meaningful community development and a more equitable and sustainable society.

WE ARE INCREASING THE NUMBER OF BLACKOWNED AND BLACK-WOMEN-OWNED ENTERPRISES
FROM WHICH WE PROCURE GOODS AND SERVICES.
WE ARE ALSO RAMPING UP OUR EFFORTS TO
EMPOWER SMALL BUSINESS OWNERS WITH THE
TOOLS THEY NEED TO BECOME KEY PARTNERS TO
OUR BUSINESS - THIS REMAINS A CHALLENGE,
PARTICULARLY WITH RESPECT TO SCALING THEIR
INCLUSION IN OUR CORE BUSINESS VALUE CHAIN.
WE HAVE THEREFORE TAKEN A COLLABORATIVE
APPROACH WITH OUR E+SCALATOR PROGRAMME.

This programme was established in 2016 to empower and escalate SMEs within our value chain, thereby ensuring their long-term viability. After all, big suppliers were once small suppliers and the science of how to scale small business informs the E+Scalator's methodology, activities and support provided to participating SMEs. We believe in this approach because we know this is where we can make an upstream impact on job creation.

The E+Scalator programme increases the capability and capacity of SMEs to do business with us through supplier discovery, business development services, supply opportunity identification, off-take agreement support and access to dedicated zero-interest funding.

The strength of our E+Scalator programme was recognised during the year and we were nominated as a finalist for the 2018 Absa Business Day Supplier Development Awards. These awards acknowledge leading champions of supplier development programmes that have a lasting effect beyond simple scorecard compliance.

To discover and onboard more small suppliers, the E+Scalator programme informed the design of our procurement shared services capability. This includes an online platform that provides real-time visibility of opportunities to do business with us, as well as a searchable database of over 70 000 suppliers that assists our centralised buying team to identify new and empowered suppliers. For example, GlobeScope Security Solutions, a majority blackwomen-owned business, is a new enterprise onboarded through this platform during the year. Leveraging this technology enables us to scale the impact of our efforts to build an inclusive and representative supplier base.

E+SCALATOR SUPPORTING OMEGA PACKAGING



Established seven years ago as a 100% black-owned manufacturing business,
Omega Packaging has supplied us with beverage packaging partitions for a number of years.
The business employees people from the Cape Flats, Western Cape, and its surrounding areas.

This business has grown rapidly over the years, challenging the original business model. For example, large amounts of overtime were required to fulfil orders and the increase in packaging waste impacted profitability – this put a number of jobs at risk. To assist Omega Packaging, the business was onboarded to our E+Scalator programme. We then assessed all aspects of the business and implemented a proactive restructuring, capacity-building and turnaround strategy.

This strategy succeeded in restoring business profitability and increased output volumes. Importantly, employees' jobs were protected and an additional six jobs were created.

E+SCALATOR SUPPORTING MANELI COMMODITIES



Maneli Commodities is a 51% black-owned business and South Africa's first black-owned commodity trading company.

Maneli Commodities was identified and onboarded towards the end of 2016. Since then, it has been our sole supplier of maize. To secure its maize requirements on the South African Futures Exchange (SAFEX), Maneli Commodities requires a significant amount of working capital funding.

The E+Scalator team therefore work closely with Maneli Commodities' management team to provide the business with a long-term off-take agreement and working capital. This ensures we can secure a critical input to our business, capacitate Maneli Commodities to take the necessary positions on the SAFEX and reduce its cost of capital.

E+SCALATOR SUPPORTING PINK PEPPERCORN CATERING COMPANY



In 2017 we established HIVE, our shared services centre in the Western Cape. Once established, we identified the need to outsource the business catering and canteen services.

This created the opportunity to establish a 100% black-women-owned supplier.

Our E+Scalator team started working with two dynamic women to create a sustainable business at the HIVE and its surrounds. We provided the funding for all catering equipment, a rental waiver, and assistance with developing the business plan. The new business went live in October 2017 and plans to extend its footprint to other sites in development.

E+Scalator ongoing success stories

THE HANDWORK HUB



The Handwork Hub is a black-women-owned enterprise developed in partnership with the E+Scalator programme in 2017. The Handwork Hub supplies around 70% of our Amarula bottle tassels. Through this initiative informal handwork was converted into formal employment.

In the past year it has achieved the following successes:

- 42 women now employed
- Working conditions are world class and employee turnover has been negligible
- All loan repayments have been met
- More than 11 million hand-made tassels have been produced and sold (these unique tassels are attached to each bottle of Amarula)
- 100% on-time, in-full delivery to Distell achieved
- Sales of more than R7 million achieved

Find out more about The Handwork Hub: https://handwork.co.za.

In addition to The Handwork Hub, other projects supported by the E+Scalator programme continue to be successful. This includes, among others, 33 Degree Energy Systems – a majority black-owned enterprise that was established by the E+Scalator programme to deliver sustainable power solutions to Distell.



PREFERENTIAL PROCUREMENT

Preferential procurement is a priority element of the B-BBEE scorecard and an important aspect of our commitment to enterprise and supplier development. Preferential procurement supports economic inclusion as it encourages the use of black-owned and black-women-owned businesses as suppliers and partners.

OUR VISION FOR PROCUREMENT IS THEREFORE TO DRIVE SUSTAINABLE VALUE THROUGH SMART SPEND MANAGEMENT, ENABLING INNOVATION AND BUILDING QUALITY PARTNERSHIPS ALONG OUR VALUE CHAIN.

We do this through a focus on:

- Certificate compliance: We collaborate with our suppliers, with a particular focus on SMEs, and encourage them to obtain and provide us with valid B-BBEE certificates to safeguard our partnerships with them.
- Shift spend and supply: We continue to shift spend from generic suppliers to black-owned suppliers. This has resulted in a significant and continued increase in the number of black-owned and black-women-owned businesses with which we have partnered.
- Supplier development: This remains a priority focus, supported by our E+Scalator programme.

We also increased our preferential procurement score from 14 to 15 points out of a maximum of 25.

Our supplier code of conduct further requires all suppliers to care for the environment and ensure compliance with all applicable laws and regulations in the country where products or services are manufactured or delivered. We encourage our suppliers to track their environmental impact and measure things such as water consumption and electricity usage. In the year ahead, these measures will help us shape our risk assessment for suppliers.

Read more about how we reduce our environmental impact along our value chain from page 45.

During the year, we increased the number of black-owned and black-women-owned enterprises that form part of our supply chain:

+44,9%

IN BLACK-OWNED ENTERPRISES

This resulted in a 12,9% increase in spend

+112,5%

IN BLACK-WOMEN-OWNED ENTERPRISES

This resulted in a 92,6% increase in spend



NEDERBURG

A PROGRESSIVE PARTNERSHIP WITH TEAM DIMENSION DATA FOR QHUBEKA

As a winning wine team, Nederburg believes in backing great talent, especially when it is for a great cause. This is why the brand is the exclusive premium wine partner of Team Dimension Data for Qhubeka, Africa's pro cycling team that is riding to change lives.

Team Dimension Data is the continent's first-ever UCI-registered World Tour cycling squad. It is igniting and spreading a love for cycling on the continent, helping to build Africa's professional racing skills and raising funds for Qhubeka, an NPO that uses bicycles to make a socio-economic impact.

Qhubeka means "to progress". Giving bicycles to South Africans in need increases the distance and speed at which they can travel, whether for work, school or community. Bicycles let riders carry more books, more goods for sale, and more medicines and other supplies they can distribute among communities. This is why Qhubeka can rightly make the claim that "bicycles change lives".

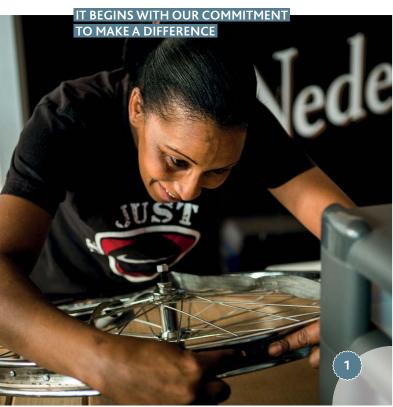
Since its inception in 2005, Qhubeka has distributed bicycles to over 80 000 people in South Africa in return for work done by specific beneficiaries in developing communities.

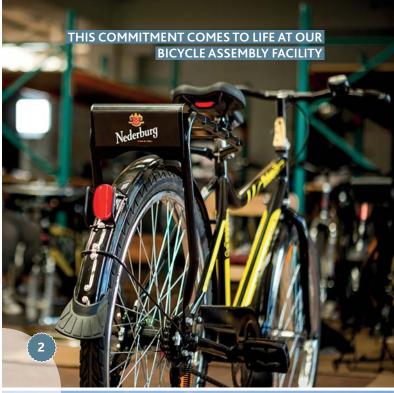
Nederburg is also home to Qhubeka's first bicycle assembly facility in the Western Cape, established in 2016 with a view on empowering Cape Winelands communities. Here a number of previously unemployed women build bicycles for nationwide distribution.

The following are a few of the programmes to which Nederburg donates bicycles via Qhubeka:

- Dwars River Escape Route stimulates tourism to increase economic growth in the Dwars River Valley, situated in the Cape Winelands. It does so partly by offering bicycle rentals to visitors.
- Ride 2 Empower is a development initiative focused on guided bicycle tours in Khayelitsha to show and grow local small businesses and support potential investment into these micro-enterprises.
- eKasi Recycling's 'Gugulethu Goes Green' is an educational and awareness campaign that aims to promote a culture of waste management and recycling in Gugulethu. Qhubeka bicycles are used to aid in the transport of recyclables.
- Paarl Community Watch is one of a number of neighbourhood organisations in Paarl East that operates for the sole purpose of promoting community safety. Bicycles allow safety patrollers to cover more ground more quickly.

TEAM DIMENSION DATA, QHUBEKA AND NEDERBURG ARE ACTIVELY STRIVING TO REACH MORE PEOPLE AND CHANGE MORE LIVES.
ALL THREE ENTITIES WORK TOWARDS THE COMMON GOAL OF MOBILISING AFRICA.
THE AIM IS TO GIVE BACK TO COMMUNITIES AS AN INVESTMENT IN THE FUTURE.









DEVELOPMENT TRUST

During the year, the Trust disbursed R7,5 million to 12 programmes.

The Trust focuses on three strategic imperatives when deciding what initiatives to invest in.

The following are the programmes supported by the Trust during the year:



- Avian Park Feeding Scheme:
 an in-school feeding scheme
- Rapport Onderwysfonds: providing bursaries to students who want to become teachers
- Rural Education Access
 Programme: a mentoring programme
- Usiko Stellenbosch: providing support and mentoring to school students
- School Turnaround Foundation: predominantly working with children affected by FASD in four schools
- SA College for Tourism: supporting college students entering the job market



- Inspire Children and Youth:
 a needlework empowerment
 project for rural women
- **Thanda:** a farming project
- Ubunye Foundation: a farming project



- Ray Mhlaba Skills Training Centre: providing support and mentoring to unemployed youth
- Amy Foundation: providing support and mentoring to unemployed youth
- The Small Business Academy's 'Growth Initiative': providing support and mentoring to young entrepreneurs

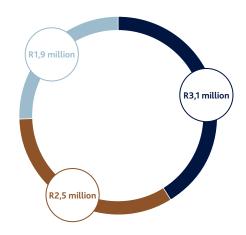
AS PART OF OUR WORK WITH THE SOCIAL ENTERPRISE ACADEMY WE ALSO OFFERED TRAINING TO THE VARIOUS NPOS ASSOCIATED WITH THE TRUST. THIS WILL HELP TO EXTEND THE IMPACT OF THE TRANSFORMATIONAL LEARNING AND DEVELOPMENT PROGRAMMES OFFERED BY THE SOCIAL ENTERPRISE ACADEMY. IT WILL FURTHER ENSURE THESE NPOS CAN BENEFIT FROM THE VARIOUS CAPACITY BUILDING INTERVENTIONS AND INCREASE THEIR FINANCIAL, PROGRAMMATIC AND LEADERSHIP SUSTAINABILITY.

THE BACKGROUND OF THE DISTELL DEVELOPMENT TRUST

The main purpose of the Trust, as set out in the Trust Deed, is to identify opportunities to advance black economic empowerment in the interest and benefit of beneficiaries. The Trust Deed further specifies that 85% of beneficiaries should be black people, and at least 50% of these beneficiaries should be women.

The Trust contributes to the ownership element of our scorecard. Since the Trust is a B-BOS (Broad-based Ownership Scheme), it is required to fulfil its mandate. This is assessed independently by an Independent Competent Person's Report.

ACTUAL SPEND PER STRATEGIC PILLAR

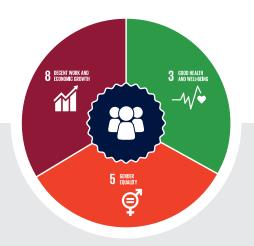


Education and work-readiness
Empowerment of black women in rural communities
Youth employment and entrepreneurship



COMMUNITIES

We believe the communities we operate in should be better off because we are there. We therefore focus on sustainable economic initiatives to build enterprising communities. We believe that arts and culture play an important role in mindful and responsible living, often acting as a catalyst for individual and social empowerment that benefits community upliftment at large.



We create positive change and promote the well-being of individuals, communities, society and the environment. Through the programmes and partnerships discussed in this chapter we aim to contribute to various goals aligned with SDGs 3, 5 and 8. This includes, for example:

- Promoting development-oriented policies that support productive activities, decent job creation, entrepreneurship, creativity and innovation, and encourage the formalisation and growth of micro-, small- and medium-sized enterprises, including through access to financial services
- Devising and implementing policies to promote sustainable tourism that creates jobs and promotes local culture and products by 2030

We are focused on driving bold upstream and downstream programmes with the ultimate goal of ensuring maximum societal benefit. The ability to measure the impact of these programmes is critical and we have invested in building the capacity of our partner organisations to measure social return on investment.

During the year, we took our focus on capacity building a step further. We partnered with the Social Enterprise Academy¹ to deliver transformational learning and development programmes to our partner organisations. The Social Enterprise Academy is the only specialist learning and development organisation that supports the enterprising social sector in South Africa.

This programme is fully subsidised by Distell and was offered to all partners along our value chain, with 11 organisations currently taking part. It started on 14 June 2018 and ran until 11 September 2018 and is divided into themed modules. These modules are facilitated by a tutor with real-life experience in developing and managing a sustainable and impactful social enterprise. Participants also receive hands-on mentoring to help them remain committed to and able to apply the learning and development tools they acquire during the programme.

- Non-profit leadership: build the confidence and ability of leadership so that individuals can better lead their teams and organisations, achieve their goals and create the social impact set out in their vision and mission
- Income generation for non-profits: develop a business plan to decrease donor dependency and increase financial sustainability and independence
- Creating and measuring sustainable social impact: understand the different methods available to plan effective interventions that create social impact and learn how to measure this impact

Social Enterprise Academy is an accredited Institute of Leadership and Management (ILM) Centre. A wide range of our programmes offer the opportunity for learners to gain internationally recognised qualifications from one of the largest international awarding bodies of its kind.

WE ARE EXCITED AND PROUD OF THIS
COLLABORATION, WHICH WE BELIEVE WILL
HELP OUR PARTNER PROGRAMMES BECOME
STRONGER AND MORE RESILIENT, THEREBY
INCREASING THEIR SOCIAL IMPACT AND
ECONOMIC SUSTAINABILITY.

ENTERPRISING COMMUNITIES

We support local economies by investing in programmes to grow business skills and accelerate job creation.

Bergzicht Training

Bergzicht Training empowers and inspires people from disadvantaged communities by equipping them with the skills they need to lift themselves out of poverty.

Many students who enrol at Bergzicht Training have little formal education. Through the programmes offered by Bergzicht Training, these students receive vocational and personal life skills

development to ensure they can fulfil the requirements for entry-level employment across many different business and industry sectors in South Africa.

Bergzicht Training's CATHSSETA Assistant Chef and Food Service Assistant Programme

We sponsor students who wish to take part in Bergzicht Training's CATHSSETA Assistance Chef and Food Service Assistant Programme, which is presented at The Private Hotel School in Stellenbosch, Western Cape.

Run over 10 weeks, the qualification is internationally renowned in the hospitality industry and helps students become more desirable to prospective employers. It prepares learners for employment opportunities in the hospitality and tourism-related industries as waiters, bartenders and kitchen assistants. On completion, students are often placed in well-known restaurants, guest houses, hotels and wine estates in and around Stellenbosch and the Winelands area.



UNIVERSITY OF STELLENBOSCH

BUSINESS SCHOOL'S SMALL BUSINESS ACADEMY

We believe that successful small businesses can stimulate broader job creation and economic growth.

Through its Development Programme, the Small Business Academy hopes to transform the lives and enterprises of small-business owners from low-income areas by building business skills and promoting a stronger culture of entrepreneurship and ownership.

We have been a proud sponsor of the Small Business Academy's Development Programme since its start in 2013. In 2018, we recommitted our support to 2020 as the headline sponsor of this important programme.

Participants in the Development Programme must have owned a micro or small business for at least two years prior to enrolling, and all participants are from disadvantaged black communities in the Western and Eastern Cape.

This means they often face extraordinary challenges. They often run their businesses from home, are working on their own, have families, or may be single women or women with children. This requires a remarkable balancing act and difficult challenge when it comes to supporting and encouraging participants.

In response the programme has developed an innovative and people-centric mentoring approach. Mentors meet participants at their place of business to understand their business situation and what their unique challenges are.

Mentorship and coaching is offered voluntarily by alumni and other business people. Mentors are matched with participants and they provide academic and practical business support throughout the duration of the programme – this includes on-site mentoring and networking opportunities.

In addition, the programme offers modules in computer skills, business essentials, marketing, financial management, and business plan development and presentation. Academic assignments are then based on using the small business owner's own business to test ways to grow it and develop sustainable business practices. Through this blended learning approach, participants are guided to understand the unique issues facing their businesses and find solutions to grow and expand.



OVER THE COURSE OF SIX YEARS THE PROGRAMME HAS GROWN FROM STRENGTH TO STRENGTH.

Male | Female | Funds committed to the development of women-owned enterprises



"In 2011, Rushana Charles decided to do something about the fact that her community did not have a swimming school. She built the Little Mermaids Swim School in Strandfontein, Mitchells Plain – a facility to teach swimming and basic water safety skills. After seeing an advertisement for the Development Programme, she decided to apply in a bid to grow her business. Today, her turnover has doubled, she has close to 500 swimmers on her books, and employs five staff members."

Through the Development Programme, the Small Business Academy has acquired a deep understanding of the development needs of small businesses in low-income areas in South Africa. To help spread the benefit of this knowledge, the Small Business Academy recently launched the



"Thuleka Duke is a Gugulethu woman who went from flight attendant to soaring entrepreneur, and is now the co-owner of ATG EKASI Handbags and Clothing. In its early years the business struggled to get off the ground. Thuleka then enrolled in the Development Programme, which helped her improve her business skills and market her product better. In 2016, Thuleka received the Distell Award for the Business with the most Potential. Today, ATG EKASI Handbags and Clothing has secured international clients."

This is a spin-off programme that aims to support Development Programme graduates by providing additional mentoring and business plan support, with workshops and masterclasses presented at the Business School and in communities. This helps to ensure that the potential impact and scale of these businesses within their communities can be fully realised by entrenching sustainable business practices.

The Development Programme is about creating and sharing knowledge to improve the environment for small businesses in South Africa. It gives small business owners confidence, bolstered by mentorship, which is incredibly important. Participants learn how to do a business plan, which they can present to any funder, and they gain exposure and access to opportunities that enable them to flourish. These things are key to their success.

Over the years, Distell's sponsorship and participation in this programme has stood out. If we have an event, they always attend. They meet the participants and take an interest in learning about who they are and what they do. And where they can, they create networking opportunities for participants in their own business. Distell are invested in sharing participants' stories and the value they see in this programme. We regard them as a more of a partner than a sponsor - a partnership that is not about money, but about being a part of this programme and sharing in our journey.

Or Marietjie Theron-Wepener Small Business Academy Head and Senior Lecturer



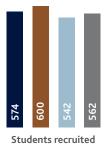
CHRYSALIS ACADEMY

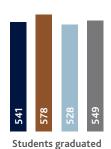


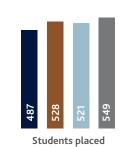
The name 'Chrysalis' describes the transformation of a larva into a butterfly in a protective cocoon (the Academy) –this symbolises the Academy's goal to transform vulnerable youth into community leaders.

REACH OF THE CHRYSALIS ACADEMY IN RECENT YEARS

THE CHRYSALIS ACADEMY
AIMS TO UNLEASH THE
POTENTIAL AND DEEPEN
THE RESILIENCE OF YOUTH
ACROSS THE WESTERN CAPE
THROUGH AN EMPOWERING
AND HOLISTIC THREE-MONTH
RESIDENTIAL PROGRAMME.







2013/2014 | 2014/2015 | 2015/2016 | 2016/2017

The programme has been cultivated over the last 18 years and exposes youth between the ages of 18 and 25 to a challenging but exciting learning environment. More than 500 students benefit annually, and the programme touches on physical, mental, emotional and spiritual dimensions, and includes four phases:



Orientation phase: Introduce youth to personal mastery, emotional intelligence, diversity and inclusivity and leadership skills.



Outdoor phase: Build leadership capability and use the healing power of nature to overcome challenges, while creating environmental awareness.



Skills phase: Learn basic skills such as electrical circuitry, firefighting, welding, cookery, youth development and a range of other skills. The focus on technical and entrepreneurial skills training has increased to help youth become independent and economically self-sufficient.



Community phase: Students engage in various career discussions, volunteer at community projects and prepare for their exit back into their communities.

In 2018 we sponsored various skills courses as part of the skills phase, benefiting 371 students. 60% of these courses are accredited. All youth who complete the programme are provided with a one-year placement opportunity to gain work experience. Youth are also provided with five years of aftercare support. Going forward, the Chrysalis Academy can offer high-quality training and certification to youth practitioners and other young people, making its programme more accessible and enriching youth development in South Africa.

We have been a funder and partner to the Chrysalis Academy since 2012. We are the largest corporate partner to the Chrysalis Academy and are proud to join forces with others from the public sector (such as government) to support this powerful programme.

Our core value drivers centre on our belief in the wholeness of young people and that they are capable of personal mastery. In addition, our work is driven by a strong love for humanity.

Through their interaction with our employees and their peers, these young people learn about their oneness and diversity as South Africans and Africans. This is further consolidated through daily singing of the national anthem, raising the South African flag and doing community service. This fosters peace and nation-building.

Distell has contributed to the technical and vocational aspects of our programme and has contributed to the skills development of a number of young people. Over the years, the relationship has evolved into a genuine partnership rather than a funder and beneficiary.

We value their enthusiasm and interest in our work, and we appreciate that Distell has now embarked on a capacity-building programme for the beneficiaries of their funding. This illustrates a genuine commitment to contribute towards alleviating many of the social ills we are confronted with. Lastly, Distell has ensured we are exposed to the work of their other beneficiary partners so that knowledge and best practices can be exchanged and networks consolidated.

Lucille Meyer CEO of Chrysalis Academy



ARTSCAPE THEATRE CENTRE

RESOURCE CENTRE

The Artscape Theatre Centre has evolved into one of the leading cultural institutions in South Africa.



It showcases local culture and indigenous South African art genres, while exploring diverse and rich forms of artistic expression across the continent. It also provides opportunities for youth and emerging artists through education and audience development programmes, and takes the experience of art and theatre into rural and peri-urban communities across the Western Cape through its Outreach Programme.

Importantly, the Artscape Theatre Centre provides developing artists with infrastructure support, professional networking opportunities and skills development that positions them for future growth and employment.

WE HAVE BEEN A PROUD PARTNER TO
THE ARTSCAPE THEATRE CENTRE FOR THREE
DECADES, AND HAVE SPONSORED THE
RESOURCE CENTRE SINCE 2017.

The vision of the Resource Centre is to be the heart of the artistic network in the Western Cape and improve the industry's art administration skills through its training programme. In this way, the Research Centre aims to:

- Facilitate effective and efficient communication with members on opportunities within the sector
- Host networking events to provide a platform for the artistic community to engage with other artists
- Contribute towards a much-needed pool of skilled arts administrators in South Africa
- Keep members informed about developments in local networks and support industries locally and abroad

While its current focus is on the Pesource Centre, Distell has a long-standing history of supporting the Artscape Theatre Centre. Through the years, Distell has supported emerging artists by funding our highly successful Youth Jazz and Youth Classical Festival programmes. As a result of their funding, a number of the young people involved with these programmes are now professional artists based around the world. Distell's funding contributed to education, job creation and to the overall viability of the art industry in South Africa. Our partnership with Distell also helped us build a new audience base who see the value of theatre as an industry and career opportunity.

Dr Marlene le Poux Chief Executive Officer

EMPOWERMENT THROUGH ARTS AND CULTURE

We believe that arts and culture play an important role in mindful and responsible living, often acting as a catalyst for individual, social and environmental transformation that benefits community upliftment at large.

Zabalaza Festival

Zabalaza Festival has a vision that young people from every community in South Africa have the chance to use their talent, energy, education and enthusiasm to work in and strengthen the performing arts in South Africa.

SINCE 2011, ZABALAZA FESTIVAL HAS PROVIDED OPPORTUNITIES IN THE PERFORMING ARTS INDUSTRY TO MORE THAN 150 000 YOUNG PEOPLE.

Zabalaza Festival focuses on skills development for aspiring artists from historically and geographically marginalised communities in and around Cape Town. This includes providing access to a professional theatre space and experienced technical and artistic mentors, as well as a platform for amateur artists to develop their potential and grow their skills. Zabalaza Festival also aims to enhance appreciation for theatre in rural communities.

Over the last 18 years, Zabalaza Festival has developed a leading reputation for producing excellent scripts, actors and directors who appear professionally across South Africa and abroad.

We are most proud of the fact that many of the scripts reflect and showcase the life experiences of communities, demonstrating that, when given encouragement and opportunity, creativity knows no limit.

Adam Small Script Writing Competition

Launched in 2016, this scriptwriting competition honours the late Adam Small and his wife Rosalie Small for their contribution to South African literature, philosophy, education, and advocacy against social injustice.

The competition calls for South African-focused scripts that support diversity in language, culture, race, age, gender and sexual orientation, as well as themes which celebrate inclusivity and social cohesion.

WE THEN HELP THE WINNER TO BRING THEIR PRODUCTION TO THE STAGE IN THE WESTERN CAPE.

In 2018 performance artist and scriptwriter, Chase Rhys, produced and directed the winning script, KINNES. Dedicated to young victims of violence on the Cape Flats, the play interrogates and creates awareness around the lack of adequate protection for vulnerable communities where they need it most.

AMARULA



AMARULA IS INTIMATELY CONNECTED TO AFRICA'S ELEPHANTS THROUGH ITS SHARFD ROOTS IN AFRICA.

Not only is the African elephant the brand's icon, but the brand also shares a special bond with these magnificent creatures as the marula tree and its fruit contribute enormously to the well-being of the elephant and the existence of Amarula.

With an estimated 400 000 elephants left in the wild, and 97 killed each day, Africa's elephants are at the brink of disappearing. For many, this is a fact far removed from their daily lives. But for those living in Africa, the reality is unimaginable.

Faced with the challenge that one elephant is poached every 15 minutes for its ivory, The Amarula Trust and WildlifeDirect joined forces in 2016 with the shared vision to protect Africa's elephants.

THE GOAL WAS TO ENSURE THAT FOR YEARS TO COME, THEY WILL CONTINUE TO MEET THE ELEPHANTS BELOW THE MARULA TREES.

With the announcement of the new partnership, Amarula and WildlifeDirect launched a global campaign in 2016 to raise awareness of the plight of the African elephant. In 2017, another campaign was run globally with huge success. To continue raising awareness for the plight of Africa's elephants, the brand launched another global campaign in August 2018 to coincide with World Elephant Day on 12 August.





SUPPLY CHAIN SUSTAINABLY

We understand that our long-term sustainability is intrinsically linked to the natural resources on which we depend, from farm to consumer and back again. We must therefore ensure that our supply chain practices are efficient, agile and protect the environment on which we depend – while meeting our customers' requirements in full.



We preserve and protect the environment on which we depend, this includes developing reliable, sustainable and resilient infrastructure. Through the programmes and partnerships discussed in this chapter we aim to contribute to various goals aligned with SDGs 6, 9 and 12. This includes, for example:

- Substantially reducing waste generation through prevention, reduction, recycling and reuse
- Upgrading infrastructure and retrofitting industries to make them sustainable, with increased resource-use efficiency and greater adoption of clean and environmentally sound technologies and industrial processes
- By 2030, improving water quality by reducing pollution, eliminating dumping and minimising release of hazardous chemicals and materials, halving the proportion of untreated waste water and substantially increasing recycling and safe reuse globally

We aim to remain a trusted and valued business partner with superior competitive advantage. Outdated processes and practices, a fragmented network, poor integration and inconsistent standards are challenges that can arise from a poorly managed supply chain.

We carefully manage our supply chain to ensure we can successfully deliver value to our customers in full and to their requirements. This includes delivering reliably, responsibly and sustainably, and at the right level of quality. This can be achieved by scaling up excellence in our supply chain – from planning, procurement and manufacturing, to how we deliver our products to customers.

We developed our E² Empowering Excellence framework in 2015. This framework incorporates the objectives, core principles, practices and tools necessary to become a world-class organisation.

QUALITY AS A DRIVER OF EXCELLENCE

We are focused on delivering superior products and packaging – quality is therefore a critical component in everything we do. This includes working with procurement to establish quality requirements for external suppliers, ensuring that our manufacturing and production processes meet international and national quality standards for each product type, and establishing and maintaining quality controls. We also conduct on-site audits and, where necessary, assist suppliers to improve their production processes to ensure consistent quality.

This ultimately ensures that Distell functions as effectively as possible to stay ahead of competitors. We focus on five strategic focus areas to meet our quality requirements across the business. These include trade quality assurance, governance (quality management systems), supplier development, hygiene improvement, and quality assurance and control. Quality managers are appointed at each production site and are responsible for co-ordinating the practices and processes required to exceed our quality standards.

Quality as a contributor to efficiency and waste reduction within the Distell supply chain

Any product that does not meet our quality standards is decanted. This results in unnecessary effluent and waste. We have invested substantial resources to achieve the principles of 'first time right' and 'quality at source' to reduce non-conforming quality write-offs. We are also implementing lightweight packaging materials that are environmentally friendly and conform to our quality requirements.

Achieving quality in 2018

In 2018 we focused on delivering on our journey of crafting quality excellence. This journey is guided by our five-year plan to 2023 that outlines key milestones, performance metrics and objectives needed to ensure we delight our customers and consumers in the short, medium and long term. Our quality scorecard is carefully monitored and our performance against targets is reported to the Sustainability Council – with all targets being met in 2018.

Consumer complaints received through our complaint line have shown a consistent decline over the last three years.

We are committed to further improving our engagement with consumers and, in the upcoming financial year, we plan on launching dedicated consumer care lines for certain leading brands.

ENVIRONMENTAL SUSTAINABILITY

The rising cost of energy, changes to the climate and variations in the quality and supply of water have all had a major impact on our operations. We recognise that these changes are partly the result of industrial activity – from the burning of fossil fuels to the negative effects of emissions, effluent and waste. We therefore continue to focus on improving the cost- and energy-efficiency of our production processes and substitute fossil fuels with renewable energy solutions where possible.

Our environmental policy is based on six key principles. The policy acknowledges our responsibility to the environment and society, and commits us to preserving and protecting the environmental resources upon which we depend.

Read our full environmental policy online at www.distell.co.za.

We want to hear from you on how to improve our environmental management strategy: environmental @distell.co.za.

Tracking our efforts to preserve the environment

We monitor our performance against sustainability targets related to water, electricity, fossil-fuel based energy and waste water discharged.

Our goal	Base year 2014	Target 2018	Actual 2018	Target 2020	Achieved
Reduce water usage by 15% $(\ell/\ell)^*$	3,919	3,488	3,088	3,331	✓
Reduce electricity usage by 20% (kWh/ℓ)	0,133	0,116	0,110	0,107	✓
Reduce on-site energy usage by 20% (MJ/ℓ)	1,226	1,067	1,106	0,981	_
Reduce greenhouse gas emissions by 20% (tCO $_2$ e/ ℓ)	0,257	0,216	0,229	0,192	-
Reduce effluent volume produced by 10% (ℓ/ℓ)	2,383**	2,335	1,938	2,144	✓

ℓ: litre

kWh: one kilowatt hour

MJ: one megajoule

tCO₂e: tonnes of carbon dioxide equivalent emissions

- * Litres of water used per litre of packaged product
- ** The target to reduce effluent volume produced by 10% is off a 2017 base year and not a 2014 base year

In 2015 we introduced revised resource efficiency targets for 2020 related to the usage of water, electricity and fossil fuel-based energy in our production processes. This revision came as a result of reaching our initial targets which had been set for 2018 at the end of 2014. We have since broken our revised 2020 targets down into annual sub-targets. This will enable us to actively drive annual improvements in performance and ensure we reach our long-term goals.

We manage our production activities according to ISO 14001 EMS, an internationally-accepted environmental management certification system. If a facility is ISO 14001 certified it means its environmental impacts are well managed and that we can continually monitor, evaluate, and thereby reduce its environmental impacts and improve its performance.

94%	59%
Of our sites are actively implementing ISO 14001	Have already been externally certified
2017: 94%	2017: 59%

Our compliance with ISO 14001 EMS is audited internally and externally, and, in most cases, is externally certified. We also integrated ISO 9001 Quality Management System and newly published ISO 45001 Health and Safety Management System into our management approach. This will put us at the forefront of environmental management and ensure we manage our production practices in an integrated way.

We regularly review all new and proposed environmental legislation, regulations and policies to assess the potential impact on our business and operations. We also proactively engage and provide feedback to local authorities where appropriate to ensure we take the necessary steps to remain compliant.

Read more in our full supply chain report on our website.

Curbing carbon emissions

Our largest impact on climate change is caused by burning fossil fuels on-site to generate steam for our boilers and by the purchase of coal-based electricity from Eskom – contributing 45,7% and 49,4% respectively toward our direct emissions (Scope 1 and 2).

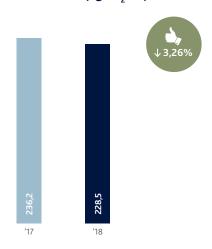
To reduce our direct and indirect GHG emissions and minimise our carbon footprint, we therefore focus on reducing our dependence on fossil fuels and coal-based electricity.

Performance highlights

- Our direct emissions decreased by 2,1%
- We reduced our usage of fossil fuel-based energy and non-renewable electricity: the biogas boiler at our Wellington distillery and solar photovoltaic (PV) facility at our Springs plant were both operational for a full year since being installed in 2016 resulting in a reduction in coal and electricity usage of 2,4% and 9,8% at the relevant production sites respectively

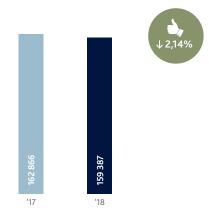
- We reduce our non-energy-related GHG emissions by capturing, purifying and using the CO₂ released during the fermentation of apple juice for cider production to carbonate our products.
 This, in turn, reduces our CO₂ purchases: CO₂ captured increased by 16,7% (2017: 59,6%) due to Springs' fermentation activities being fully operational
- We are currently busy with the construction of a CO₂ capturing system at our Wellington distillery

GHG EMISSIONS (kgCO,e/l)



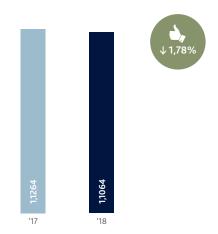
Direct GHG emissions per litre of packaged product

CARBON FOOTPRINT



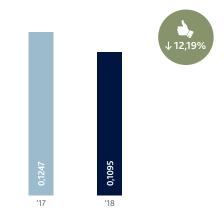
GHG emissions – scope 1 and 2 (tCO₂e)

FOSSIL FUEL-BASED ENERGY USAGE (MJ/&)



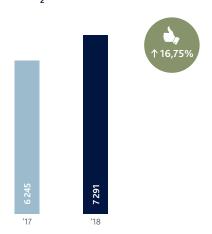
Energy usage per litre of packaged product

ELECTRICITY USAGE (kWh/e)



Energy usage per litre of packaged product

tCO, CAPTURED



CO, captured from fermentation process

THIS YEAR WE SUBMITTED OUR EIGHTH
ANNUAL CARBON FOOTPRINT REPORT TO
THE CARBON DISCLOSURE PROJECT. AS WITH
PREVIOUS YEARS, CARBON CALCULATED
EXTERNALLY VERIFIED OUR DATA AGAINST
THE ISO 14064-3:2006 STANDARD AND
PROVIDED US WITH LIMITED ASSURANCE ON
THE 2017 DISCLOSURE FIGURES. OUR PREVIOUS
REPORT WAS ASSESSED BY CDP AND AGAIN
RECEIVED AN A-PERFORMANCE SCORE BASED
ON THEIR EVALUATION OF OUR PERFORMANCE
AGAINST THEIR BEST-PRACTICE CRITERIA.

For our past performance and performance against targets, please refer to the full supply chain report on our website.

Tackling water consumption

We depend on water for agriculture, the production of raw materials and for production processes. We therefore recognise our obligation to use water responsibly and treat and dispose of waste water sensibly.

Performance highlights

Over the past 12 months, the Western Cape has experienced its worst drought in recorded history, posing a significant risk to our business. In response, we accelerated our water management programme. We implemented a number of short-term interventions at our production facilities to reduce water usage and investigated alternative water supplies. This came on the back of a number of long-standing water reduction and conservation initiatives that have shaped our water saving culture at Distell.

We established a drought response committee to identify opportunities to reduce water usage at our office buildings and distribution centres and implemented an integrated employee response plan. The committee further developed a water management standard for offices, as well as water supply infrastructure plans to ensure an external supply of water to all office building in the event that municipalities were unable to deliver water.

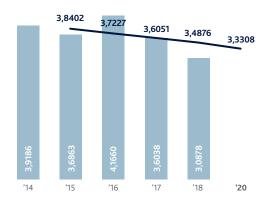
As a result of our efforts to tackle water consumption:

- We achieved our 2018 target and even exceeded our 2020 target to reduce water usage by 15%. We achieved this by increasing water recycling at our Adam Tas and Green Park sites and installing a closed loop cooling system at our Wellington distillery
- Our employees also significantly reduced their water consumption following the City of Cape Town's call to save water and mitigate the impact of the drought on individuals, businesses and communities

THE RECENT WINTER RAINFALLS HAVE
REDUCED THE IMMEDIATE RISK OF WATER
SUPPLY INTERRUPTIONS. HOWEVER, WE ARE
PLANNING FOR THE 'NEW NORMAL', AND
HAVE TAKEN THE DECISION TO CONTINUE
INVESTIGATING AND INVESTING IN LONGERTERM SUSTAINABLE INTERVENTIONS AS WE
BELIEVE IT IS NECESSARY TO BUILD WATER
SUPPLY RESILIENCE INTO OUR OPERATIONS.

Various projects initiated under the programme and committee have either already been completed or are close to completion, and we will continue on this path until we have implemented all identified actions. This comes on the back of various initiatives that were implemented before the water crisis to reduce our water consumption. This includes, for example, water audits to identify water saving opportunities, the construction of waste water treatment and water reclamation facilities at certain sites, as well as a water risk assessment undertaken by the World Wildlife Fund for Nature (WWF).

WATER USAGE (2/2)



Water usage per litre of packaged product | Target

Read more about our efforts to tackle water consumption in our full supply chain report on our website.

The rivers in the Eerste River Catchment have many sources and courses and are interwoven in the social and economic history of Stellenbosch. Addressing the deteriorating water quality is therefore the responsibility of many different stakeholders, from every sector of the Stellenbosch community, who need to work together to find a solution to a very complex problem.

This is what we call the river connect—and the SPC is about connecting neighbours and communities upstream and downstream of the Eerste Piver to restore health to the river for every member of the greater Stellenbosch community. From people living alongside the river to big business, the health and sustainability of the river affects us all.

Deeply rooted in Stellenbosch and it surrounds, Distell recognised this responsibility and stepped up as a cofounder and key player in the SPC - setting the tone for corporate investment in this critical issue. Distell understands that this effort requires collaboration and not cooperation, and they continue to work alongside and engage with other stakeholders and in communities to establish collaborative partnerships, build trust, drive action and initiate solutions to the challenges facing the Eerste Piver Catchment. We look forward to doing more and taking this journey even further in the upcoming year.

Dr Charon Büchner-Marais

Research associate at the University of Stellenbosch Water Institute, and the initiator and coordinator of the SRC. Charon completed her PhD on transformative collaborative governance relations for sustainability through the University of Stellenbosch Business School.

CASE STUDY

THE STELLENBOSCH RIVER COLLABORATIVE

For centuries, the freshwater rivers of the Western Cape have nourished an ecosystem that supports over 8 000 species of endemic fynbos plants.



The Stellenbosch region in particular is known for its wine industry, with many producers growing grapes and fresh produce irrigated by rivers in the Eerste River Catchment. There are also communities who live around and rely on these rivers

However, over time, pollution and decline in the water quality of the rivers in the Eerste River Catchment has led to increasing risks to the region's environment and economy. This required urgent action and the willingness of multiple relevant stakeholders to collaborate and restore health to the rivers.

Launched in 2013, we are one of the founding members of the Stellenbosch River Collaborative (SRC) – a collaborative of like-minded organisations and people concerned about the deteriorating water quality of the rivers in the Eerste River Catchment. The SRC's aim is to develop a collaborative governance response to the water quality issues and the environment in the catchment.

This collaboration brings together various stakeholders that include non-profit organisations (NPOs) and NGOs, government agencies, conservation and community-based agencies, industry and academic institutions to address the

problems around degraded ecosystems and unsustainable livelihoods. This requires engaging in change processes and initiating on-the-ground stakeholder engagement, as well as piloting projects in the communities of Kayamandi and Enkanini in Stellenbosch.

Since its launch, the collaborative has gone from strength to strength and has increased its efforts to drive river rehabilitation and clean-up activities along the Plankenbrug and Eerste Rivers.

As we operate in a water-stressed region, we are committed to responsible water stewardship that takes into consideration our communities, consumers and the environment within which we operate. We are therefore working to take this initiative a step further.

In the upcoming year, we will collaborate with various like-minded stakeholders and partners to mobilise effective interventions. This includes collaboration with the University of Stellenbosch Water Institute, the Stellenbosch Municipality and others to spearhead innovative projects and achieve sustainable outcomes for preserving freshwater life in the rivers within the Stellenbosch region.

Managing effluent and waste water

Waste water and effluent are by-products of our production process. However, the bulk of our waste water results from washing and cleaning in place (CIP) practices. CIP is critical to ensure our products comply with product quality and health and safety standards and cannot be eliminated.

Our approach is to look for ways to reduce the load on the local authorities and use treated waste water for irrigation while minimising our environmental impact. The relevant disposal method depends on the site-specific conditions and the type of effluent.

- The absolute volume of waste water and effluent from our sites decreased by 17,1% to 1 351 721 ℓ (2017: 1 640 266 ℓ)
- We completed the construction of the Adam Tas anaerobic water treatment facility in Stellenbosch
- The construction of the new waste water treatment facility at our Springs production plant was completed early in the new financial year, and the full pilot plant evaluation for a new anaerobic waste water treatment facility at our Worcester facility was completed.
 We intend to begin construction in 2019
- An effluent characterisation study will be undertaken at our Wadeville production plant in the financial year, with the intention of designing a waste water treatment plant

Minimising packaging and waste

We generate various types of waste during the production, packaging and distribution of our products. The majority of our waste consists of organic primary waste, and inorganic waste such as glass bottles and other packaging waste. We are actively working towards reducing the impact of glass in our packaging activities by adopting the 'three Rs' of waste management: reduce, reuse, recycle.

Reducing the amount of new glass we require

This year we bought 237 598 tonnes of new glass – a 16,3% increase compared to 2017 (204 296 tonnes).

Our ongoing 'Give back, Get back' (GBGB) initiative encourages consumers to return used glass containers to participating retailers in return for a deposit. Before bottles are deemed suitable for reuse, they undergo stringent quality checks during the washing, sterilisation, rinsing and drying processes to ensure they meet food safety criteria. Those that do not meet the criteria are sent to recycling plants as cullet.

Our GBGB initiative enabled us to reuse a total of 93 560 tonnes (2017: 107 233 tonnes) of glass. This amounts to 168,5 million bottles (2017: 194,8 million) and represents 28,3% (2017: 34,4%) of our total glass requirements.

Reusing glass through bottle washing

Four of our plants are equipped to wash used bottles, and we washed 168,5 million bottles (2017: 194,8 million) during the year. This amounted to a 93 560 tonnes (2017: 107 233 tonnes) reduction in the amount of glass we were required to purchase and equated to a saving of 174 124 tonnes (2017: 198 345 tonnes) of CO_2 e that would have been emitted if new bottles had been purchased.

Recycling glass

Glass waste from production activities is collected, sorted and stored on-site until it is collected for reuse or recycling as cullet by dedicated contractors. All broken or unsuitable bottles are sold to glass recycling companies where they are melted and made into new glass bottles. Any funds secured in this way are used to expand our recycling system.

Other packaging and production waste

We have introduced a range of initiatives to reduce, reuse and recycle packaging material, without compromising the quality or image of our products or brands. Where appropriate, we have switched to materials that are more environmentally friendly, or reduce volume and weight to landfills.

Read more about our efforts to minimise packaging and waste in our full supply chain report on our website.

Other packaging and production waste (tonnes)	2014	2015	2016	2017	2018
Cartons and paper	1 761	2 030	2 263	1 490	1 118
Plastic ¹	875	892	763	1 040	818
Tetra Pak	2,40	7,32	3,26	-	_
Metal (including cans)	265,8	256,6	357,7	276,5	244,1

An increase in the amount of plastic waste recycled reflects the waste resulting from the packaging of consumables bought from suppliers, rather than waste generated through our own production activities. The fluctuation in weight from year to year should be read in this context.

ENSURING RESPONSIBLE AGRICULTURE

WE BELIEVE OUR VALUES ARE SYNONYMOUS
WITH OUR CONTINUAL DRIVE TO IMPROVE THE
HEALTH, SAFETY, AND FUNDAMENTAL RIGHTS OF
OUR EMPLOYEES AND TO PROTECT AND ENHANCE
THE COMMUNITIES AND ENVIRONMENTS WE
OPERATE IN.

As a key local player in the alcoholic beverages industry, we are also determined to take the lead in social compliance. We are creating a best-in-class, company-wide social standards framework to align our standards with all major national and global social compliance frameworks. This policy outlines the resources required to implement and drive this framework, as well as the governance structures required to ensure it is implemented ethically and effectively.

We are also collaborating with our producers, suppliers, manufacturers and distributors to ensure all our products will be harvested and manufactured to these same environmental, ethical and human rights standards. This includes collaboration with leading industry players such as WIETA to develop a countrywide social compliance framework that can be used by other organisations and business across South Africa for greater reach and impact.

WIETA IS A NON-PROFIT, VOLUNTARY ASSOCIATION THAT BRINGS TOGETHER STAKEHOLDERS IN THE WESTERN CAPE WINE INDUSTRY TO DISCUSS AND DEBATE ISSUES AROUND ETHICAL TRADE.

All the farms we own comply with WIETA's Code of Conduct, which is founded on social compliance principles. These include, among others, not making use of child labour, ensuring all employment is voluntary and employees work in a healthy and safe working environment, and the prohibition of harsh or inhuman treatment and unfair discrimination. Currently, 73% of our suppliers are WIETA accredited and 27% have yet to start the process.

In addition to the work being done to establish this framework, we have ongoing partnerships with:

- The Biodiversity and Wine Initiative (BWI), which is a partnership between the South African wine industry and the conservation sector. It requires that all farms voluntarily set aside land for conservation to enable the natural habitat to flourish.
- The Integrated Production of Wine Scheme (IPW), a voluntary environmental sustainability scheme that promotes biodiversity conservation and aims to reduce the environmental impact of agricultural activities. This includes specifying good agricultural and manufacturing practices related to grape and wine production

- and packaging activities. Since 2001, all our purchasing contracts stipulate that suppliers must comply with and supply proof of IPW compliance. In addition, all our current suppliers are monitored and assisted, where necessary, to maintain IPW compliance.
- LACON GmbH is an international independent organisation that inspects and verifies compliance of agricultural produce, foods, food products, and feed with national, international, and private standards. In June 2018, LACON GmbH issued Papkuilsfontein Vineyards with an organic certificate according to its LACON Organic Standard and National Organic Programme (USDA).^{1,2} LACON GmbH further issued our Adam Tas and Nederburg cellars with an organic certificate.¹
- The amfori BSCI is a business-driven initiative for companies committed to improving working conditions in factories and farms worldwide. It offers companies a common code of conduct and a holistic system towards achieving social compliance in the supply chain. All of our farms and wineries comply with the amfori BSCI Code of Conduct. This includes similar social compliance principles as described for WIETA. However, the amfori BSCI Code of Conduct includes additional requirements that are focused on environmental protection, ethical business behaviour and protection for young workers.



¹ This organic certificate is equivalent with the provisions of regulation (EC) No. 834/2007 and regulation (EC) No. 889/2008 for operators in non-European Union countries and the United States National Organic Programme 7 CFR 205.

² This organic certificate is equivalent with the provisions of the United States National Organic Programme 7 CFR 205.

BUILDING

OUR PEOPLE

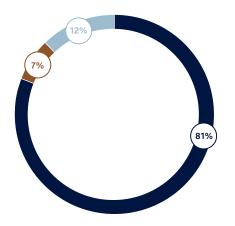
Our employees are critical in enabling us to shape the future and craft a lasting legacy. We are committed to creating a positive and safe work environment with opportunities for career development.

OUR EMPLOYEE COMPOSITION

	MALE			FEMALE					
Employees	African	Coloured	Indian	White	African	Coloured	Indian	White	Total
Top management	1	_	_	11	_	1	_	3	16
Senior management	5	12	8	81	-	2	4	27	139
Professionally qualified ¹	34	45	13	144	18	27	8	114	403
Technically skilled ²	283	224	15	241	126	166	19	219	1 293
Semi-skilled ³	668	546	11	34	150	156	7	56	1 628
Unskilled⁴	280	194	5	6	68	118	_	-	671
Total permanent	1 271	1 021	52	517	362	470	38	419	4 150
Temporary employees⁵	115	39	5	33	79	42	9	58	380
Offshore	160	43	2	177	36	45	-	143	606
Grand total	1386	1 0 6 0	57	550	441	512	47	477	5 136

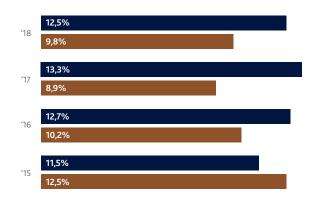
- ¹ Professionally qualified and experienced specialists and mid-management
- ² Skilled technical and academically-qualified workers, junior management, supervisors, foreman and superintendents
- ³ Semi-skilled and discretionary decision making
- ⁴ Unskilled and defined decision making
- ⁵ Temporary employees include those employees who only work for a period on contract.

EMPLOYEE SPLIT



 $\textbf{South African permament} \ | \ \textbf{South African temporary} \ | \ \textbf{International}$

NEW APPOINTMENTS AND TURNOVER



Turnover | New appointments

Importantly, our workplace must provide our employees with what they need most to grow and remain motivated, passionate and committed to Distell.

Our employee value proposition (EVP) focuses on:

GREAT COMPANY,
CULTURE AND LEADERS



Employees can learn and grow across a wide range of global business processes and functions that make up our expanding value chain.

WELL-BEING



Our approach to well-being is holistic and includes a focus on career, physical, spiritual, financial, community and social well-being.

EXCITING WORK



We are committed to crafting an exciting workplace that contributes to an effective and productive workplace culture.

DEVELOPMENTOPPORTUNITIES



We provide stimulating training and development opportunities that are linked to our employees' individual development plans.

REWARD



We consider the principles of market competitiveness, internal equity and pay for performance to ensure our reward offering is fair and aligned with best practice.

To measure the impact of our EVP we launched an employeefocused survey in May 2018 to reassess our employees' levels of engagement and their experiences at Distell.

Highlights include a positive increase in employees' perceptions of Distell – our employees see us as a great company to work for, take pride in working for Distell and are willing to promote our company. Through this survey, we also discovered areas of our business that we can improve to make our employees' experiences at Distell even better. For example, despite positive feedback on the current systems and processes in place, middle and junior level employees would value more regular conversations with their managers on their performance and career opportunities within the organisation.

Part of this journey has been implementing a culture change roadmap to align our employees with our values and successfully embed and deliver on our key drivers of success. Our executive management team understands the crucial role it plays and made great progress during the year to workshop and agree on

the behaviours and actions needed to drive this journey from the top and lead by example.

We developed a change management toolkit to help employees transition smoothly and respond to change. It also serves as an additional resource to standardise change management processes and practices at Distell.

GOING FORWARD, WE NEED TO SUSTAIN
OUR CULTURE CHANGE MOMENTUM. WE PLAN
TO ROLL OUT WORKSHOPS AMONG SENIOR
AND MIDDLE MANAGEMENT AND RUN CROSSFUNCTIONAL TEAM SESSIONS TO DRIVE
COLLABORATION AND GENERATE TRUST. WE
WILL ALSO IMPLEMENT AN ASSESSMENT FOR ALL
LEADERS AND USE THIS FEEDBACK TO EFFECTIVELY
ACHIEVE A HIGH-PERFORMANCE CULTURE.

LEARNING AND DEVELOPMENT

WE ARE COMMITTED TO GROWING DISTELL'S FUTURE LEADERS AND WE INVEST IN TRAINING PROGRAMMES, INCLUDING INTERNSHIPS, LEARNERSHIPS, SKILLS PROGRAMMES, APPRENTICESHIPS AND ADULT BASIC EDUCATION.

Total spend on training initiatives



48,7% 2017: 31,5% 9.2% Learnerships | Internships | Leadership

Other (including skills and mentorship programmes)

Percentage of learners who are PDIs1

	2017	2018
Learnerships	94%	96%
Internships	100%	98%
Leadership	68%	81%
Other	81%	81%

Previously disadvantaged individuals

Talent management and succession planning is guided by our dynamic talent management strategy. We conduct annual talent review forums (regionally, functionally and globally) to ensure we stay on top of our human resource requirements and identify any skills gaps across our business. Our talent management strategy is supported by SuccessFactors – a web-based, innovative solution

Interns by race

Percentage spend







that provides visible alignment between our succession and talent management processes. The learning module of SuccessFactors will go live in October 2018. This module will enable eLearning across the organisation and will provide a comprehensive, centralised learning and development platform for our employees.

PROGRAMME HIGHLIGHTS



ACCELERATED DEVELOPMENT PROGRAMME

Since the launch of this flagship 24-month programme in May 2016, a new group of employees has embarked on the Accelerated Development Programme. This programme aims to accelerate the development of internal high-potential candidates and strengthen our succession plan for general management roles. Of the 13 employees enrolled in the programme, 92% comprise of African, Coloured and Indian employees, five of who are female.



SUPERVISORY (TEAM LEADER) AND MIDDLE MANAGEMENT DEVELOPMENT PROGRAMMES

These newly developed programmes target our first-line supervisors and middle management and provide them with hands-on knowledge and the necessary skills to lead their teams effectively. A new wave of programmes will be rolled out in 2019 and will focus on equipping team leaders along our value chain as our first priority.



IENTORSHIP PROGRAMME

First implemented in June 2014, the fourth roll out of our mentorship programme is planned for 2019. We will identify high-potential protégés who will be trained and mentored to help them realise their full potential.

WELLNESS, HEALTH AND SAFETY

WE ARE SERIOUS ABOUT PROVIDING OUR EMPLOYEES WITH A WORKING ENVIRONMENT WHERE THEY FEEL SAFE AND CAN DO THEIR JOB WITHOUT ANY RISK TO THEIR HEALTH AND WELL-BEING.

We have a focused and well-maintained employee safety, health and wellness programme at Distell. Established health and safety committees and first-aid workers are located throughout the business. We have also embedded a comprehensive occupational health and safety (OHS) strategy that emphasises the documentation and monitoring of health and safety risks through ongoing, biannual safety assessments that are conducted twice a year. These assessments equip us with the knowledge we need to implement improved safety measures across our production sites.

Number of injuries resulting in lost time	Number of lost days	Number of on- site incidents	Number of reported occupational diseases	Number of work- related fatalities
100	1 213	333	0	0
2017: 138	2017: 1 722	2017: 414	2017: 6	2017: 0
2016: 133	2016: 1 492	2016: 481	2016: 4	2016: 0

We have established on-site clinics at our bottling plants and manufacturing and distribution sites to provide occupational health services to operational employees. These services range from fitness assessments to helping employees manage their chronic illnesses – with 27 748 consultations carried out during the year. We also conduct annual education sessions that cover different wellness topics that may be affecting our employees. During the year, 44 different wellness sessions were held during the year, with 658 employees attending these sessions.

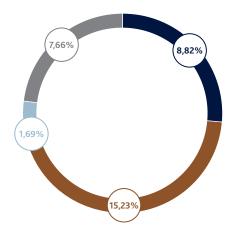
Our employee assistance programme (EAP) also offers employees the chance to address personal issues that may be impacting their work with external facilitators, social workers or health sisters. These issues can include, for example, substance abuse and work-related stress. The EAP also comprises a disease and disability management programme, which helps affected employees return to work as quickly as possible after injury.

EMPLOYEE RELATIONS AND FAIR EMPLOYMENT PRACTICES

We are committed to sound employee relations and fair employment practices in line with relevant labour legislation, our code of ethics and conduct, conditions of employment, collective bargaining agreements and our corrective action code. We fully support our employees' right to freedom of association, and recognise their right to belong to the union of their choice or to refrain from union membership. To support open communication managers meet regularly with union representatives at plant level.

In South Africa, 33,40% (2017: 32,77%) of our permanent employee base is unionised, with several unions represented. We have formalised relationships with the Food and Allied Workers Union (FAWU), the National Union of Food, Beverages, Wine, Spirits and Allied Workers (NUFBWSAW) and the Agricultural Broadbase and Allied National Trade Union (ABANTU).

TRADE UNION REPRESENTATION



FAWU | NUFBWSAW | ABANTU | Other

TRANSFORMATION AND DIVERSITY

We strive to be representative of all South Africans and everyone who represents our business operations outside of South Africa. This ambition shapes our corporate culture and pushes us to work harder to attract and retain diverse talent.

To achieve our transformation goals we are committed to appointing and promoting people from designated groups, fast-tracking diversity, providing talented individuals with targeted coaching and mentoring, and creating opportunities for women and people with disabilities.

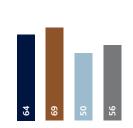
We invest in numerous employee assistance programmes, including a bursary scheme, learnerships aimed at the disabled,

as well as programmes directed at women-focused learning. These investments affirm the value we place on our employees.

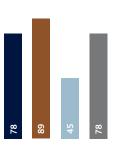
Back in 2012 we outlined our transformation goals in our National Employment Equity Plan 2012 – 2017. In 2017, we set out to draft our revised National Employment Equity Plan 2017 – 2022. This plan has since been rolled out and provides us with a clear set of actions and behaviours to achieve our revised employment equity targets and address government's national transformation goals.

OVER THE PAST 12 MONTHS, WE HAVE MADE THE FOLLOWING PROGRESS AGAINST OUR EMPLOYMENT EQUITY TARGETS FOR APPOINTMENTS AND PROMOTIONS WITHIN THE BUSINESS:

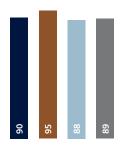
PERCENTAGE OF PDIs



Top and senior management



Middle management



Junior management

Appointments (2017) | Appointments (2018) | Promotions (2017) | Promotions (2018)

We continue to leverage our Accelerated Development
Programme to fast-track the career development and progress
of PDI candidates.

Read more about this programme from page 55.

We are working hard to increase the participation of people with disabilities in learnerships. A total of 85 learners (2017: 80 learners) participated in our learnership programmes during the year, which included business administration and practice, hygiene and cleaning, as well as plant production. We continue to collaborate with other organisations to assist in the challenge of absorbing these learners into suitable roles.

We are focused on developing women in the workplace by creating opportunities for women in Distell to enhance their career development through learnerships that lead to formal qualifications. Accordingly, 36 black females successfully completed the NQF Level 4 Customer Service Learnership during the year. We are proud to report that these women were subsequently immersed in all functional areas of the business, with five women being promoted.

Reflecting on our transformation journey, we are proud of the progress we have made but recognise that we still have work to do.

To achieve actual and sustainable transformation, we need every employee to understand the importance and value of diversity and inclusion. We therefore consulted a diversity and inclusion specialist to deliver a keynote address on this important topic and are exploring ways to roll these sessions out across the business.



HUMAN RIGHTS TO ENSURE WE PROTECT THE HUMAN RIGHTS OF ALL WORKERS, ESPECIALLY ON OUR FARMS, WE ADHERE TO AND EXCEED REQUIREMENTS SET OUT IN SOUTH AFRICA'S BASIC CONDITIONS OF EMPLOYMENT ACT.

- Employees from our wholly owned farms can participate in the Distell Provident Fund
- Farmworkers can join subsidised medical funds and mobile clinics provide additional health support
- Functional literacy programmes are available to workers across all of our farms
- Employment-linked housing is made available and, in some instances, is available rent-free. This includes water and electricity. Some farms provide free transport to assist farmworkers with their weekend shopping and attending sports, school, religious and cultural events
- Our farmworkers earn between 20% and 74% more than the minimum amount prescribed by law, depending on their employment grade

In addition, we offer the following benefits beyond what the Basic Conditions of Employment Act prescribes:

- Annual leave (five davs more per annum)
- Family responsibility leave (three to six days more per annum)
- Annual bonus (13th cheque)
- Maternity leave (33% to 50% more than prescribed)

We have stringent measures in place to ensure compliance with all laws pertaining to employment in South Africa. At all operations the relevant labour legislation is visibly displayed on notice boards, is accessible to all employees and each employee has a contract of employment. All prospective employees must submit proof of identification to ensure that they are of legal working age before we will consider employing them. We also adhere to recommendations set out in the Code of Good Practice for the agricultural sector and abide by the South African Bill of Rights as enshrined in our Constitution. All employees have the right to join or form a trade union.



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ABOUT THIS

REPORT

Our sustainability report provides insight into matters that are vital to our future prosperity and discusses our responsible management processes. These processes are crucial in driving our health and safety, social, environmental, transformation and economic imperatives.

The report is aimed at a wide range of stakeholders who influence our business. These include trade customers, investors, strategic business partners, suppliers, communities, government, consumers and our employees.

SCOPE OF THE REPORT

The report covers the non-financial performance of Distell Group Holdings Limited (Distell or the Group) for the year ended 30 June 2018. We have an extensive worldwide distribution network which is supported by local production capability in Scotland, France, Angola and Kenya as well as joint venture and associate partnerships in countries that include Tanzania and Zimbabwe.

Most of our revenue is generated in South Africa, and all non-financial information relates to our operations in South Africa only, unless indicated otherwise.

More detailed financial information is available in our integrated report which is available online at www.distell.co.za. Additional information relating to presentations, events and results can also be found in the investor centre section of our website.

ASSURANCE

In adherence to the principle of combined assurance, we follow an audit trail for non-financial disclosures and performance data, and validate this information through an internal audit process. Additionally, Distell's audit and social and ethics committees have reviewed this report. While third-party assurance has not been sought for all information contained in this report certain information – such as that relating to B-BBEE and certain environmental information – has been independently assessed and verified. Refer to our integrated report for a full list of our accreditations and certifications.

FURTHER INFORMATION

Your feedback is important to us and we welcome your input to enhance our reporting content and processes. Please send your comments to: Investor.Relations@distell.co.za or call +27 21 809 7000.

FORWARD-LOOKING STATEMENTS

Due to the future-orientated principle of reporting, many statements in this report constitute forward-looking statements. These are not guarantees or predictions of future performance. As discussed in this report, the business faces risks, opportunities and other factors outside its control. These and other uncertainties may cause our actual future results to be materially different from those expressed in this report. Readers are therefore advised not to place undue reliance on forward-looking statements.

THE PRODUCTS MENTIONED IN THIS REPORT ARE NOT FOR SALE TO PERSONS UNDER THE AGE OF 18. AS ALWAYS, WE APPEAL TO ALL CONSUMERS WHO HAVE CHOSEN TO DRINK ALCOHOL TO ENJOY OUR PRODUCTS WITH CARE AND RESPONSIBILITY.

TOP 15 DISTELL BRANDS

