
COMPANY POLICY

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Document preparer	Head of Risk and Compliance
Document owner	Social, Ethics and Transformation Committee
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1. Definitions

1.1. For the purposes of this policy, the following terms shall carry the following meanings:

- 1.1.1. **“Applicable Law”** means any constitution, statute, ordinance, treaty, decree, proclamation or subordinated legislation or other legislative measure, including all national and provincial statutes and legislation, and all municipal by-laws, as well as the common law and customary law, and any judgment, decision, order, rule of any court or tribunal with relevant jurisdiction, in each case, having the force of law in South Africa from time to time; and any present or future directive, requirement, instruction, request, order, regulation, condition of, or limitation in, any necessary approval, permission, permit, approval, consent, licence, authorisation, registration, grant, acknowledgement, exemption or agreement to be obtained from any responsible authority which is legally binding.
- 1.1.2. **“Employees”** means individuals currently and previously employed by Redefine Properties Limited and/or its subsidiaries on a permanent or contractual basis, and who receives or received, or is entitled to receive remuneration, excluding independent contractors.
- 1.1.3. **“Independent contractors”** means any person who renders services to Redefine while being employed in a temporary arrangement, including agents and consultants.
- 1.1.4. **“Occupational Detriment”** means the prejudice and/or disadvantage against an employee for making a disclosure, including but not limited to the following (or the threat of the following):
- Subject an employee to any disciplinary action for making the disclosure (such as disciplinary hearing, written or verbal warnings);

- Dismiss, suspend, demote, harass, or intimidate an employee for making such disclosure;
- Transfer an employee, against his or her wishes to another department in the Company or subsidiary thereof, or to an office in another location;
- Refuse the transfer or promotion of an employee as retaliation for making a disclosure.
- Subject an employee to a term or condition of employment or retirement that is altered or remains unaltered to the employees' disadvantage for making a disclosure;
- Provide an employee with an adverse reference for making a disclosure; and
- In any other manner, adversely affect an employee's or independent contractor's employment prospects or work security or working conditions for making the disclosure.

1.1.5 **"Protected Disclosure"** as defined by the Protected Disclosures Act means a disclosure made in good faith in accordance with the Company's policy and procedures that authorizes the protection of a whistle blower's reporting concerns where unethical, corrupt or fraudulent activity is stated.

1.1.6 **"Protected Disclosures Act (PDA)"** means the Protected Disclosures Act 5 of 2017 as amended.

1.1.7 **"Redefine"** means Redefine Properties Limited (registration number 1999/018591/06) and/or any of its subsidiaries, and "Redefine" shall bear a corresponding meaning.

1.1.8 **"Redefine Officer"** means the Redefine individual(s) to whom a Whistle-blower discloses to directly, the individuals investigating the matter internally and the individuals who receive the anonymous reports from the whistle-blower hotline.

1.1.9 **"Stakeholders"** means clients, community members, service providers, contractors, suppliers and/or any other party with a business relationship and/or interest with Redefine.

1.1.10 **"Whistle-blowing"** means the reporting by any Employee or other Stakeholder, who has reasonable suspicion or belief that there is misconduct, inappropriate behaviour or illegal acts relating to any of the business and/or operational functions of Redefine; and reasonably believes that the information disclosed, and any allegation contained in it, are substantially true. The individual reporting shall be regarded as the "Whistle-blower".

2. Purpose

2.1. In order to comply with the Protected Disclosures Act, Redefine recognizes the fact that there is a need for procedures in terms of which Employees and other Stakeholders can report incidents of suspected or

alleged unethical, unlawful, corrupt, criminal and/or fraudulent activity in total confidence, without fear of reprisal or prejudice.

2.2. The purpose of this policy is to present and facilitate a mechanism for Employees and Stakeholders to report such Protected Disclosures safely and anonymously.

2.3. Redefine aims to ensure that any Employee or Stakeholder who reports an incident can do so, without fear of victimisation, subsequent discrimination, disadvantage, or dismissal and is not prejudiced in any way. In addition, that Redefine, in its activities, complies with all Applicable Laws, practices, and regulations to ensure that it maintains the highest standards of transparency, honesty, and integrity in its dealings.

3. Scope

3.1 This policy applies to the Employees and Stakeholders of Redefine.

3.2 This policy should be read together with all Applicable Laws, as well as (but not limited to) the following internal policies:

3.2.1 the Fraud and Corrupt Activities Policy and its supporting Framework; and

3.2.2 the Code of Business Conduct.

4 Policy statements

4.1 Redefine shall establish a culture of disclosure and transparency to deter and address unethical conduct. However, employees or other parties making allegations which are false and uttered with malicious intent will not be tolerated. This type of malicious reporting is a criminal offence according to the PDA as amended, punishable by imprisonment for a period not exceeding two (2) years, or a fine, or both.

4.2 Redefine will investigate a Protected Disclosure where such disclosure is deemed to be adequately and appropriately disclosed in terms of this policy.

4.3 Any matter raised under this policy will be received and remain confidential between the person who raises the concern, the Redefine Officer mandated to receive the Protected Disclosure and, to the extent required, any other member of Redefine who by their occupation and/or position at Redefine would have necessary access to the Protected Disclosure.

4.4 The identity of the individual who blows the whistle shall remain confidential and shall under no circumstances whatsoever, be disclosed.

5. Disclosure and Reporting

5.1 The requirements of the Protected Disclosures Act guided this policy and can be referred to for additional information.

5.2 A Whistle-blower is not expected to prove the truth of his or her allegation(s); however, he or she shall demonstrate to the person contacted that there is sufficient ground for concern.

5.3 Any disclosure made, even if not covered by the Protected Disclosures Act will be treated confidentially. Redefine endeavours to prevent any prejudice and/or disadvantage to the disclosing person(s).

5.4 There are strictly no rewards offered for Whistleblowing.

6. Confidentiality

6.1 Confidentiality of the Whistle-blower, the matter reported, and the implicated person will be maintained. These individuals' respective identities may be known by the recipients of the report and/or the investigators, however the necessary steps will be taken to protect that identity from being discovered by others.

6.2 Any matter reported, either through internal mechanisms or through the hotline will be treated confidentially, even if it is not covered by the Protected Disclosures Act.

6.3 Depending on the nature of the matter raised, Redefine may be required by law to disclose some or all of the information to internal parties or to third parties such as external investigators, regulatory bodies or law enforcement agencies.

6.4 Redefine is not required to provide the Whistle-blower with any information that could compromise its ability to prevent, detect or investigate any matter raised under this policy.

7. Anonymity

7.1 The Whistle-blower may choose to remain anonymous. Anonymity is a condition in which the identity of the Whistle-blower is not known.

7.2 Any feedback provided to anonymous whistle-blowers will be done through the hotline.

8. Disclosure in “Good Faith”

8.1 In terms of the Protected Disclosures Act, any disclosure must be made in good faith and as such the Whistle-blower must disclose information that he or she reasonably believes to be true.

8.2 Any disclosure in terms of this policy for any reason other than the genuine intention to expose unlawful or irregular activity for the benefit of Redefine and its Employees and/or Stakeholders (such as personal gain, malice or revenge) will not be tolerated and will result in appropriate action taken in the case of internal reporters.

8.3 In the case of external reporters who disclose information with malicious intent, appropriate action, such as ceasing business interests and boycotting, shall be taken against a Stakeholder who directly or indirectly prejudices or disadvantages Redefine’s business (in the broadest terms) or any of its Employees or Stakeholders by making the disclosure.

9. Reporting information

9.1 Internal and external Whistle-blowers should specify the following in their report:

- 9.1.1 the nature of the conduct;
- 9.1.2 the parties involved and the extent of involvement;
- 9.1.3 evidence of the alleged unlawful conduct, if any;
- 9.1.4 copies of documents, if applicable and available;
- 9.1.5 if there are any witnesses;
- 9.1.6 date, time and location of the criminal conduct or irregular activity;
- 9.1.7 money or assets involved, if known;
- 9.1.8 how often the conduct or activity has occurred; and/or
- 9.1.9 any other details which may assist in the investigation.

9.2 After a Whistle-Blower has made the report, the details provided will be assessed to determine the most appropriate action.

10. Activities to report

Examples of unethical, corrupt, or fraudulent activity that should be reported in terms of this policy are set out below. Please note that this is not an exhaustive list:

Theft of assets	Taking and removing property with an intent to deprive the rightful owner of it.
Accepting and/or offering bribes	The act of dishonestly persuading someone to act in your favour by offering money or an incentive or accepting such money or an incentive to act in favour of the person or party offering same.
Intimidation	Threatening or forcing someone to do something against their will. This shall include but is in no way limited to coercion, sexual harassment, bullying and discrimination.
Practices endangering the safety of individuals	Any action which might result in danger, unnecessary risk or injury to an individual. Any activity that has been, is being or is likely to be environmentally damaging.
Unfair discrimination	Direct or indirect discrimination against anyone on one or more grounds as listed in terms of the Promotion of Equality and Prevention of Unfair Discrimination Act.
Unethical conduct or irregular behaviour	Any activity which is contrary to the Company's Code of Business Conduct, or which is considered morally wrong or improper.
Attempts to suppress or conceal any information relating to any of the above	Activities that violate the laws of South Africa or any country in which Redefine operates.
Breach of compliance	Failure to comply with established policies, procedures, guidelines.
Fraud	Any wrongful or criminal deception intended to result in financial or personal gain.

11. Reporting mechanisms

11.1 Whistle-blower Reporting

11.1.1 If an Employee is aware of or if it comes to an Employee's attention that another Employee or Stakeholder that engages with Redefine is involved or is contemplating an unlawful or irregular activity the first course of action would be to formally raise this concern. One option available to the Employee is to raise the matter internally via line management.

11.1.2 If the Employee feels unable to, for whatever reason, raise a concern about any of the examples in clause 10 above with their line management, they may then report this directly to their Head of Department or any of their superiors.

11.1.3 Should the Head of Department or any of the above individual's superiors be implicated, or any member of Executive Management, the report must be escalated to the Chairman of the Redefine Board. An Employee or Stakeholder may also raise a concern about any of the examples in clause 10 above with a Redefine Officer for the purpose of obtaining legal advice on the information being covered under a Protected Disclosure.

11.1.4 The Employee is encouraged to report such disclosure as stipulated in the examples in clause 10 above.

11.1.5 Should the Employee feel unable to, for whatever reason, raise his or her concerns internally, the alternative reporting mechanism as stipulated in clause 11.2. below may be utilised.

11.2 Alternative Reporting

11.2.1 An Employee or Stakeholder, who wishes to protect his or her identity, may report the suspected conduct anonymously to our independently managed Whistleblowers hotline through the following channels:

- Call the 24-hour toll-free number within South Africa: **0800 86 46 52**
- Email to: information@whistleblowing.co.za
- Write to: **Whistle-blowers (Pty) Ltd**
P.O. Box 51006
Musgrave
South Africa
4062
- Report online: <https://www.whistleblowing.co.za/>

11.2.2 Whistle-blowers (Pty) Ltd is an expert, independent party specialising in receiving sensitive information and facilitate reporting these matters to Redefine in a manner that protects the identity of the Whistle-blower.

11.2.3 The toll-free Whistle-blower call center is equipped with trained, multi-lingual operators.

12. Investigation of allegations.

12.1 Redefine will respond to each Protected Disclosure on its merits and will be discreet when carrying out its investigations. Where the Protected Disclosure lacks sufficient information, detail and/or

evidence to proceed with an investigation and/or where the allegation cannot be supported on a balance of probabilities, the Whistle-blower may be requested to provide the Redefine Officer with additional evidence, a statement and/or any other supporting documents. The Whistle-blower can decide on whether s/he wishes to provide this information.

- 12.2 Where the outcome of the investigation confirms the allegation(s) made, appropriate action will be taken against the implicated person(s) by the Company or the relevant authorities.
- 12.3 Where the information disclosed by the Whistle-blower is insufficient, the report will be followed up at the discretion of the Redefine Officer(s). This discretion will be exercised by considering:
 - 12.3.1 the seriousness of the issue raised;
 - 12.3.2 the credibility of the allegation; and
 - 12.3.3 the likelihood of confirming the allegation.
- 12.4 All reports received will be kept secure and confidential.

13. Feedback

- 13.1 Redefine shall not be obligated to provide feedback to the Whistle-blower on the details of the investigation due to factors such as the anonymity of the Whistle-blower, legal restrictions on the distribution of privileged and personal information and any other related consideration. Requests for feedback will therefore be considered on a case-by-case basis in consultation, where applicable, with the Legal Advisors and/or other relevant parties.
- 13.2 Feedback will be provided to the Whistle-blower (if known) and to the hotline within 21 days of the report on the decision to investigate the matter or not. If applicable, feedback may be provided on whether the disclosure will be referred to an external body.
- 13.3 Redefine is not required to provide the Whistle-blower with any information that could compromise its ability to prevent, detect or investigate a matter.
- 13.4 Redefine will, at the conclusion of the investigation, inform the Whistle-blower of the outcome of the investigation, subject to paragraphs 6.1 to 6.4 above.

- 13.5 In the case of an anonymous whistleblower, feedback on the outcome of the investigation will be provided to the Whistle Blowers (Pty) Ltd. The onus is on the anonymous whistleblower to contact the Whistle Blowers (Pty) Ltd hotline for feedback.

14. Review and approval of policy

- 14.1 The policy will be reviewed every three (3) years, or as changes in the business necessitate a review to ensure its continued relevance to the organizational structure and the nature of the risks identified by the business. Any proposed amendments must be submitted to the Social, Ethics and Transformation Committee for consideration, and recommendation to the Board for approval.

Policy Administration

	Reviewed and tabled	Date
Last review and approval	Social, Ethics and Transformation Committee	May 2021
Current review and recommendation	Social, Ethics and Transformation Committee	August 2022
Approval	Board	November 2022
Next review and recommendation	Every three (3) years by the Social, Ethics and Transformation Committee	August 2025

Approved By	Designation	Date
Social, Ethics and Transformation Committee	Chairperson of Social, Ethics and Transformation	4 August 2022
Board	Chairperson of the Board	3 November 2022