



MultiChoice Group Limited (MCG)

Whistleblower Policy

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Policy

It is MultiChoice Group's policy to:

- 1.1 investigate disclosure of unethical behaviour promptly and thoroughly and take appropriate action;
- 1.2 protect and keep confidential the identity of the disclosing employees, Third Parties, and persons external to the group;
- 1.3 protect employees and Third Parties from reprisals or victimisation for whistleblowing done in good faith;
- 1.4 prohibit any employee or other person from taking retaliatory or intimidating action against any employee or Third Party who, in good faith, provides information to an investigation;
- 1.5 take the appropriate action against any employee or Third Party found to have engaged in unethical behaviour. Accordingly, this whistle-blower policy exists to:
 - 1.5.1 assist in establishing a culture of disclosure to deter unethical behaviour from occurring;
 - 1.5.2 make provision for procedures under which employees and Third Parties can safely, and free from fear of any unfair treatment, disclose unethical behaviour;
 - 1.5.3 endeavour to protect employees and Third Parties against unfair treatment when Protected Disclosures have been made; and
 - 1.5.4 provide support to the relevant employee or Third Party if a Protected Disclosure leads to any unfair treatment.

2. Application

This policy applies to Protected Disclosures made by employees, or Third party contractors after the commencement of this policy, irrespective of whether or not the relevant unethical behaviour took place before or takes place after the effective date of this policy.

3. Definitions

Term	Definition
“disclosure of unethical behaviour”	means any disclosure of information regarding any conduct of an employer or an employee of that employer, made by any employee or Third Party who has reason to believe that the information concerned shows or tends to show that any unethical behaviour has been displayed or is likely to occur.
“employee”	means all permanent employees, fixed term contractors and learners on a learnership programme
“ISP”	means an independent service provider, an individual that is a service provider, and not an employee, that undertakes to render a service to a company in the group, based on an ISP contract
“MCG”	means MultiChoice Group Limited
“MultiChoice Group” or “the group”	MCG and its subsidiaries
“Protected disclosure”	means a disclosure made under any laws or regulations that make provision for procedures in terms of which employees who disclose information regarding unethical behaviour are protected (for example the South African Protected Disclosures Act, 26 of 2000, as amended).
“subsidiaries”	shall have the meaning given in section 3 of the South African Companies Act, 71 of 2008 (as amended), save that the interpretation and application of this definition shall not be limited to South African companies
“Third Party”	means an ISP, third party contractor or any person who receives or is entitled to receive remuneration from the group for services delivered
“third party contractor”	means a service provider entity or individual who has been contracted to render a service to a company in the MultiChoice Group, based on a service agreement
“Unethical behaviour”	means any conduct that is deemed improper under MultiChoice Group’s policies and procedures, including but not limited to any of the following: <ul style="list-style-type: none"> • committing a criminal offence; • failing to comply with a material contractual and/or legal obligation to the MultiChoice Group; • behaving improperly including, but not limited to, financial or non-financial mismanagement; engaging in or being complicit in fraud, bribery or corruption; or behaving unethically; • materially endangering the health and/or safety of any other person; • seriously harming the natural environment;

	<ul style="list-style-type: none"> illegally discriminating based on someone’s race, colour, age, religion, natural origin, sex, sexual orientation or disability, or creating a hostile working environment by making racial, sexist, homophobic or other derogatory comments about someone’s race, colour, religion, natural origin, sex, sexual orientation or disability; or failure to comply with the MultiChoice Group Code of Ethics and Conduct and the policies and procedures issued to support and implement such code.
<p>“Unfair treatment”</p>	<p>means, where an employee who has made a disclosure is subjected to disciplinary action, or:</p> <ul style="list-style-type: none"> dismissed, suspended, harassed, intimidated, or demoted; transferred involuntarily; refused a transfer or promotion; subjected to conditions of employment or retirement that were changed to his/her disadvantage; refused a reference, or given an adverse reference; denied an appointment to any service or position on unfair grounds; threatened with any of the above actions; or otherwise adversely affected in respect of their service or position, including employment opportunities and work security.

4. Procedures

- 4.1 To facilitate prompt, impartial and independent handling of all disclosures of unethical behaviour, MultiChoice Group encourages employees, Third Parties and external whistleblowers to make disclosures to any of the following parties:
- 4.1.1 management (any person in a supervisory position) in the particular company in which the employee is employed; or
 - 4.1.2 MultiChoice Group’s Forensic Services function when an employee or Third-Party reasonably believes that reporting to management is not appropriate; or
 - 4.1.3 the independent MultiChoice Group whistleblower facility. To facilitate the disclosure of unethical behaviour, MultiChoice Group makes available an independent external whistleblower facility operated by Deloitte, namely, “Tip-offs Anonymous”. Employees, Third Parties and external whistleblowers are encouraged to use this facility under appropriate circumstances. Deloitte Tip-Offs Anonymous contact information can be found below, and on Enrich for MultiChoice South Africa employees:

Contact details of Deloitte Tip Offs Anonymous, the MultiChoice whistleblower facility:

Website : www.tip-offs.com
Email : multichoice@tip-offs.com Telephone
: 0800 222 395 (South Africa)
031 560 7395 (Rest of the world)

- 4.2 Only disclosures made by employees and Third Parties in good faith will constitute a Protected Disclosure to the employer (MultiChoice Group) under this policy and in terms of the relevant legislation (Protected Disclosures Act 26 of 2000).
- 4.3 All disclosures of unethical behaviour are investigated through the MultiChoice Group Forensic Services function who is ultimately responsible for managing the process. Investigations may be conducted internally or may be outsourced to an independent external and appropriate third party service provider, depending on specific requirements and circumstances.
- 4.4 Allegations based upon rumours without corroborating evidence may affect the reputation of innocent people. To adequately investigate the alleged unethical behaviour, sufficiently detailed information is required from the whistleblower of the alleged unethical behaviour.
- 4.5 Malicious or false allegations will not be tolerated. Employees who make false allegations intentionally will be subject to disciplinary action and may face legal action.
- 4.6 Should any employee, following the disclosure of unethical behaviour, experience any form of unfair treatment, the employee may refer the matter to the appropriate authority in terms of MultiChoice Group's established internal grievance procedures. If these are not considered appropriate in the circumstances, the matter must be reported to MultiChoice Group's Forensic Services function.
- 4.7 The MultiChoice Group Forensic Services function will report disclosures, the outcome of the investigation, together with actions taken to MultiChoice Group's Risk and Audit committees.
- 4.8 In the event of any conflict with the provisions of this policy and or legislation, the provisions of legislation will take precedence.

5. Document Properties

MultiChoice Group		Document Number		
		MCG-GRP-BRD-POL-026		
Whistleblower Policy		Effective Date		
		01/04/2024		
	Name and Surname	Position	Signature	Date
Initiated by:	Megan Pollock	Group forensics manager		22 April 2024
Reviewed by:	Tim Jacobs	Group chief financial officer	Meeting held on the 17 th March 2023	17 March 2023
Approved by:	MCG Governance Forum	Board of directors	Meeting held on the 31 March 2024	31 March 2024

Rev No.	Rev Date	Section/s	Description of Change
1	10 Dec 2018		New policy
2	2 April 2020		Expand disclosure procedures and tip-off contact details and clarify which matters to report to the audit and/or risk committees
3	1 April 2021		Operational and reporting line amendments
4	1 April 2024		Minor amendments providing further clarity regarding certain matters, including extending to "third parties"