



MULTI CHOICE

ENRICHING LIVES

MultiChoice Group Limited (MCG)

including all subsidiaries and business units, together called the MultiChoice Group

Whistleblower Policy

MCG regards the integrity of its business operations to be of the utmost importance. As such, MCG encourages all Employees, who have good reason to believe that MCG or any of its Employees is/are engaging in Improper Conduct, to disclose this Improper Conduct under this Whistleblower Policy.

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1. 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 the identity of the disclosing employees and protect them from reprisals or victimisation for whistleblowing done in good faith;
- 1.3 prohibit any employee or other person from taking retaliatory or intimidating action against any employee who, in good faith, provides information to an investigation; and
- 1.4 take the appropriate action against any employee found to have engaged in unethical behaviour. Accordingly, this whistle-blower policy exists to:
 - 1.4.1 assist in establishing a culture of disclosure to deter unethical behaviour from occurring;
 - 1.4.2 make provision for procedures under which employees can safely, and free from fear of any unfair treatment, disclose unethical behaviour;
 - 1.4.3 endeavour to protect employees against unfair treatment when protected disclosures have been made; and
 - 1.4.4 provide support to the relevant employee if a protected disclosure leads to any unfair treatment.

2. Application

This policy applies to protected disclosures made after the commencement of this policy, irrespective of whether or not the relevant unethical behavior took place before or takes place after the effective date of this policy.

3. Procedures

- 3.1. Only disclosures made by employees 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).
- 3.2. To facilitate the disclosure of unethical behaviour, MultiChoice Group makes available an independent external whistleblower facility operated by Deloitte, namely, "Tip-offs Anonymous". Employees are encouraged to use this facility under appropriate circumstances. Deloitte Tip-Offs Anonymous contact information can be found at the end of this section and on Enrich.
- 3.3. All disclosures of unethical behaviour are investigated through cooperation between the MultiChoice Group fraud department and the risk and compliance departments. MultiChoice Group's risk and compliance departments are 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.
- 3.4. Allegations based upon rumours without corroborating evidence may affect the reputation of innocent people. To adequately investigate the alleged unethical behaviour, the disclosing employee will be required to submit comprehensive information and evidence on aspects of the alleged unethical behaviour.
- 3.5. Malicious or false allegations will not be tolerated. Employees who make such allegations intentionally will be subject to disciplinary action and may face legal action.
- 3.6. 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 fraud department.
- 3.7. The risk and compliance departments will report material disclosures which have been found to be substantially valid after investigation together with actions taken to MultiChoice Group's risk and audit committees. In the event of any conflict with the provisions of this policy and or legislation, the provisions of legislation will take precedence.

- 3.8. To facilitate prompt, impartial and independent handling of all disclosures of unethical behaviour, MultiChoice Group encourages employees to declare this to:
- 3.8.1. management (any person in a supervisory position) in the particular company in which the employee is employed; or
 - 3.8.2. MultiChoice Group's fraud department when an employee reasonably believes that reporting to management is not appropriate; or
 - 3.8.3. to the independent MultiChoice Group whistleblower facility described below;

Contact details of Deloitte Tip Offs, the MultiChoice Whistleblower service:

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

4. Definitions

The following definitions apply to this policy:

- 4.1 “**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 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.
- 4.2 “**Employee**” means any person, including any third-party contractor, who receives or is entitled to receive remuneration from MultiChoice Group for employment services delivered.
- 4.3 “**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:
- committing a criminal offence;
 - failing to comply with a material contractual and/or legal obligation to 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;
- 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 this Code.

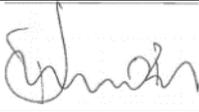
4.4 “**Unfair treatment**” means an employee who has made a disclosure is subjected to disciplinary action, or:

- 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;
- threatened with any of the above actions; or
- otherwise adversely affected in respect of their service or position, including employment opportunities and work security.

4.5 “**Protected disclosure**” means 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).

5. Document Properties

MultiChoice Group	<i>Document Number</i>
	MCG-GRP-BOARD-034
Whistleblower Policy	<i>Effective Date</i>
	03/04/2020

Initiated By:		Reviewed By:		Approved By:	
Zelda van Heerden		Tim Jacobs		MCG	
Senior Manager: MCSA Risk&Comp		Group chief financial officer		Board of directors	
				2 April 2020, minutes	
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		