

 LETŠENG DIAMONDS	REFERENCE:	P07/10/12/009
	COMPANY POLICY:	Whistle blowing Policy

	NAME	DESIGNATION	SIGNATURE	DATE
ADMINISTRATED BY	AM Thinyane	CEO		
APPROVED BY	M Mphatsoe	Former Exco Chair		20.07.2010
AUTHORISED BY	CT Elphick	Board Chair		5.11.2010
DISTRIBUTION	HoDs and further distribution to all staff			

ANNUAL REVISION HISTORY				
	NUMBER	DATE	BY	SIGNATURE (Chair)
Review	003	10/2013	Board of Directors	
Review	004	10/2014	Board of Directors	
Review	005	10/2015	Board of Directors	Deferred for further refinement
Review	005	02/2016	Board of Directors	
Review	006	02/2017	Board of Directors	
Review	007	02/2019	Board of Directors	
Review	008	08/2020	Board of Directors	
Review	008	08/2022	Board of Directors	
Review	009	07/2024	Board of Directors	x 

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1. Purpose

The purpose of this Policy is to encourage and enable the reporting of any malpractices and/or misconduct (alleged or otherwise), and to provide appropriate protection for all who report such allegations.

2. Scope

The policy applies to all Employees.


3. Definitions

For the purpose of this policy the following definitions shall apply:

- 3.1. "Board" shall mean the Board of Directors of the Company.
- 3.2. "CEO" shall mean the Chief Executive Officer of the Company.
- 3.3. "HoF" shall mean the Head of Finance of the Company
- 3.4. "Chair" shall mean the Chair of the Board or the Chair of the relevant Board Committee, in line with the specific circumstances of each matter at hand.
- 3.5. "Company" shall mean Letšeng Diamonds (Pty) Ltd.
- 3.6. "Employees" shall mean all individuals working at all levels and grades, including but not limited to Directors, senior managers, employees, whether permanent, fixed-term or temporary, consultants, contractors, seconded employees, casual employees and agents, including any other person associated with the Company, wherever located.
- 3.7. "HoD" shall mean a Head of Department.
- 3.8. "Investigator" shall mean any person, internally or externally, who is tasked to look into an allegation.
- 3.9. "Malpractice" shall mean, but not be limited to, illegal, unethical, or negligent behaviour by somebody in a professional or official position, resulting in a failure to fulfil the duties or responsibilities associated with that position.
- 3.10. "Misconduct" shall mean, but not be limited to, unacceptable or improper behaviour by an Employee that may or may not be in accordance with accepted ethical or professional standards. This may also include incompetent or dishonest management, especially on behalf of others.

4. Policy

- 4.1. This Policy is designed to enable and encourage Employees to confidently report, in good faith and without fear, alleged malpractices or misconduct, and to ensure that all allegations are thoroughly investigated and suitable action taken where necessary.
- 4.2. The anonymity of a whistleblowing Employee is to be protected against


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adverse employment actions (discharge, demotion, suspension, intimidation, harassment, or other forms of discrimination) when raising allegations of business malpractice or misconduct. An Employee is to be protected even if an allegation, made in good faith, proves to be incorrect or unsubstantiated. Employees who choose to participate or assist in an investigation will be provided appropriate protection. Notwithstanding the foregoing, anonymity will not be extended to Employees who obtained information illegally.

- 4.3. The policy is intended to cover all material matters of business malpractice or misconduct. These include, but are not limited to:
 - 4.3.1. Any criminal activity (including theft, embezzlement, assault, etc).
 - 4.3.2. Fraud or corruption.
 - 4.3.3. Intentional misrepresentations, directly or indirectly, affecting financial statements.
 - 4.3.4. A failure to comply with any legal obligations.
 - 4.3.5. A miscarriage of justice.
 - 4.3.6. Health and safety risks including risks to the public as well as other Employees.
 - 4.3.7. Damage to the environment.
 - 4.3.8. The unauthorised use or misuse of Company funds or assets.
 - 4.3.9. A breach of Company policies and procedures.
 - 4.3.10. Serious unprofessional or unethical behaviour i.e. improper or unacceptable conduct.
 - 4.3.11. Sexual harassment or physical abuse of Employees.
 - 4.3.12. Discrimination, intimidation or bullying.
 - 4.3.13. The deliberate concealment of information tending to indicate any of the behaviours listed above.
- 4.4. Employees should, to the extent that it is appropriate and possible, consider and preferably exhaust all internal policies and procedures within the Company before contacting the external whistle blowing service.

5. Procedures


- 5.1. An Employee who reasonably believes that malpractice or misconduct (alleged or otherwise) is occurring should raise the issue, verbally or in writing, with their HoD.
- 5.2. Whilst internal disclosure is encouraged at all times, an Employee may be of the view that there is an exceptionally serious issue, which warrants reporting to an external body. In such instances, the Employee should use the Deloitte whistle blowing helpline 800 22 044; email letseng@tip-offs.com; fax +27 31 560 7395 or any other number or mode of communication notified to Employees by Management.
- 5.3. Upon reporting to the Tip Offs Anonymous helpline, an Employee may choose to disclose his/her identity and notwithstanding such disclosure request anonymity.
- 5.4. Although an Employee is not required to prove beyond doubt the allegation,

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the Employee must be able to demonstrate that there are reasonable grounds for the concern and should provide as much of the following information, as possible:

- 5.4.1. Date and time of incident;
- 5.4.2. Where did the incident take place;
- 5.4.3. Names and or designations of the people involved;
- 5.4.4. What are the reasons for your suspicions;
- 5.4.5. What do you want to tip off;
- 5.4.6. What activity is being reported as illegal, unethical, or negligent;
- 5.4.7. Who is allegedly involved;
- 5.4.8. Do you have evidence; and
- 5.4.9. Are there other witnesses.
- 5.5. All whistleblowing reports made:
 - 5.5.1. internally, are reported to the CEO if not implicated, or to the Chair of the Audit Committee, if the CEO is implicated.
 - 5.5.2. to the Deloitte helpline, are reported to the Group Internal Auditor who reports the occurrence to the Group Chief Financial Officer (CFO).
 - 5.5.3. must be reported to the Chair of the Audit Committee and Group CFO within 24 hours of receipt.
- 5.6. Once the claim of malpractice or misconduct is made, initial enquiries shall be made to decide whether an investigation is appropriate or should form the subject of an internal or external independent inquiry and, if so, what form it shall take. Where appropriate, investigations may:
 - 5.6.1. be undertaken by any independent internal or external representative who is not implicated in the report which can include amongst others:
 - 5.6.1.1 A Management representative;
 - 5.6.1.2 A contractor representative, and/or;
 - 5.6.1.3 an internal or external auditor.
- 5.7. To the extent that any matter involves a criminal activity, the matter will be reported or referred to law enforcement authorities.
- 5.8. If the report is made with the whistleblower:
 - 5.8.1 requesting anonymity, the whistleblower must contact the person to whom the report was made, to request feedback and or the outcome of the report.
 - 5.8.2 declining anonymity, the whistleblower shall be contacted with feedback and or the outcome of the report.
- 5.9. It is essential that all investigations are done as efficiently and as quickly as possible, without impeding the outcome thereof, and as such no time limits can be set.
- 5.10. The whistleblower may request the presence of a colleague, or professional association representative during any meetings or interviews the whistleblower agrees to attend.
- 5.11. All whistleblowing reports received, and action taken thereon, must be



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reported to the Audit Committee and the Board of Directors.

6 Disciplinary Action

6.1 If the claim of malpractice or misconduct is substantiated, appropriate disciplinary action will be taken against the responsible individual(s) which may result in termination of employment.

6.2 Any act of retaliation or victimisation against the whistleblower will result in disciplinary action against the perpetrator of any such retaliation or victimisation.

7 Compliance

Adherence to the policy is fundamental to the Company's reputation and the Company views breaches of this policy by Employees as serious misconduct which could lead to disciplinary action being taken against the offender. If the situation involves a violation of law, the matter shall also be referred to the appropriate authorities for consideration.

8 Responsibility

The CEO has overall responsibility for this policy. The Policy will be reviewed at least annually.