



4Sight Holdings Limited
Listed on the JSE

Gift and Hospitality Policy
4Sight Holdings Limited



Prepared by:	Ian Cronje
Prepared for:	Marichen Mortimer
Date:	30 June 2021
Version:	V1
Status:	Approved

Document Control

Document Information

Document Title:	Gift and Hospitality Policy
Document Owner:	Ian Cronje
Issue Date:	30 th June 2021
Last Saved Date:	30 June 2021
File Name:	30 June 2021

Document History

Version	Issue Date	Changes
V 1.0	30/06/2021	

Document Review

Role	Name	Review Status
Group Legal Officer	Ian Cronje	Review due in July 2023

Document Sign-off



Role	Name	Sign-off Date	Signature
Non-Executive Director / Social and Ethics Committee Chairperson	Marichen Mortimer	July 2, 2021	
Non-Executive Director / Chairperson of the Board	Kamil Patel	June 29, 2021	

Table of Contents

A.	DEFINITIONS	4
B.	PURPOSE	4
C.	SCOPE OF THE POLICY	5
D.	LEGAL CONTEXT	5
E.	GOVERNANCE AND MANAGEMENT	5
F.	PROCESS AND POLICY GUIDELINES	7

A. DEFINITIONS

1. **“Business Courtesy/ies”** includes both gifts and hospitality;
2. **“Employees”** mean individuals employed by 4Sight Holdings Limited, Registration Number: C148335 C1/GBL, or any of its subsidiaries and/or group companies (**“4Sight”** or **“the Group”**) on a full or part-time and long or short-term contract basis;
3. **“Family Members”** includes spouse, life partner, own child, adopted child, grandchild, own parent, adoptive parent and siblings;
4. **“Gift”** means any item, cash or goods, or any service which is offered or received for personal benefit at a cost, or no cost. It is an item given (without limitation by employees, family members and/or third parties) without the expectation of receiving anything in return;
5. **“Hospitality”** means any generous or material treatment that is more than an incidental kind, such as a beverage, meals and entertainment; and
6. **“Manager”** shall refer individually to each Person named as a Manager in the Group’s approved organizational chart and to any other Person who becomes a Manager as permitted by the Group’s organizational chart.

B. PURPOSE

1. The policy intends to establish principles and guidelines on what would constitute normal and acceptable behaviour in relation to gifts and hospitality and what would be regarded as unethical, criminal or contrary to good corporate governance behaviour. The aim of the policy is to protect both the Group and the individuals involved from appearance of impropriety and to ensure compliance to statutory and best practice requirements.
2. On the basis that this policy provides guidelines only and that it is not intended to deal with each and every possible scenario that may arise, where any doubt exists on whether a specific type of conduct or behaviour would be acceptable or not, prior advice should be sought from the Group Legal Officer.

C. SCOPE OF THE POLICY

1. This policy is applicable to all Employees of the Group. It also applies to everyone representing 4Sight, including its non-executive directors. The policy should be read in conjunction with other ethics related policies of the Group.

D. LEGAL CONTEXT

1. This policy should be understood and interpreted against the background of the Prevention and Combating of Corrupt Activities Act, No. 12 of 2004, as amended from time to time ("the PACCA").
2. Section 3 of the PACCA, states that any person who gives or accepts (or agrees to accept or offers to accept or attempts to do so) any "gratification" for himself or another (or even agrees to give or offers to give) in order to act, or induce anyone else from acting, in a manner that amounts to any illegal, dishonest, unauthorised or biased conduct, or the abuse of a position of authority, or is designed to achieve an unjustified result, or is in breach of trust, or in breach of a set of rules, or to act in any unauthorised or improper manner, is guilty of corruption. "Gratification" has an extremely wide definition and includes money, gifts, donations, loans, fees, release from an obligation and any other advantage of whatsoever nature.
3. The PACCA furthermore specifically outlaws the improper inducing or the attempt to do so, of anyone in connection with the awarding of a contract or tender or the fixing of prices. These also constitute prohibited practices in terms of the Competition Act, 89 of 1998, as amended from time to time ("the Competition Act").

E. GOVERNANCE AND MANAGEMENT

1. General principles:
 - 1.1 The Group's Employees may receive or accept gifts and hospitality provided that:
 - 1.1.1. The Group's Gift and Hospitality Policy is adhered to at all times;
 - 1.1.2. The practice does not violate any law or regulation, or the standards of conduct of the Group;

- 1.1.3. All gifts that exceed the retail value of R 500.00 (five hundred South African rand) must be declared in the 4Sight Gifts Register;
- 1.1.4. All gifts over the threshold of R 1,500.00 (one thousand five hundred South African rand) must be approved by his/her Manager, who in turn should seek approval from the Managing Director of the applicable subsidiary before being accepted by an Employee. Gifts over R 5,000.00 (five thousand South African rand) require the approval of the Group Executive, all gifts above R 20,000.00 (twenty thousand South African rand) require the approval of the Chief Executive Officer of the Group (“CEO”) before being accepted by an Employee;
- 1.1.5. All gifts received by executive directors and/or non-executive directors whilst acting on behalf of the Group must be disclosed to the CEO, who in turn should seek approval from the Chairperson of the Board or the Company Secretary, this includes gifts related to Hospitality and events. Gifts that are deemed to be excessive, shall be retained by the Group. The gift where possible will be stored onsite under the custodianship of the Group Legal Officer. Arrangements will be made to donate that item to a recognised charity;
- 1.1.6. Business Courtesies offered are not done so for the purpose of influencing a business decision and cannot be reasonably interpreted as such;
- 1.1.7. Costs associated with the Business Courtesies are limited to reasonable expenses;
- 1.1.8. The gift or hospitality would not negatively impact the reputation of the Group and are not lavish, extravagant or excessive gifts; and
- 1.1.9. The Employee receiving or accepting the gift or hospitality would be comfortable to discuss the case with 4Sight management.

2. Gifts out of policy

- 2.1 If an Employee offers or receives a gift to or from our business partners, which does not comply with this policy, the Employee is required to undertake the following:
 - 2.1.1. Where possible an Employee should not offer or accept the item, and inform the business partner of the Group’s Gift and Hospitality Policy;
 - 2.1.2. If the Employee cannot reject the gift due to cultural sensitivity (for example), the Employee should inform his/her Manager and make an official record of the gift.

Where possible the gift should be stored in a secured on-site location under the custodianship of the Group Legal Officer. Arrangements will be made to donate the item to a recognised charity.

F. PROCESS AND POLICY GUIDELINES

Every 4Sight division and business unit must proactively manage the processes designed to control the offering, receiving and/or accepting of gifts as defined in the PACCA and specifically paragraph 2 above.

1. Prohibition on the offering, acceptance and/or receipt of gifts:

1.1 General prohibition:

1.1.1 In accordance with an Employee's obligation to act in the best interest of his/her employer, all 4Sight Employees are prohibited from offering, soliciting, accepting or receiving, or from agreeing to offer, solicit, accept or receive, any gifts directly or indirectly, other than in terms of the procedures prescribed in this policy;

1.1.2 An Employee's family is prohibited from offering, soliciting, accepting or receiving any gifts directly or indirectly on behalf of the Employee, where such gifts are offered or obtained, as the case may be, from or to suppliers, clients or third parties, and where the Employee has a professional relationship with those suppliers, clients or third parties on behalf of the Group; and

1.1.3 In the event of uncertainty as to whether a disclosure should be made in terms of this policy, it is the duty of the Employee to seek advice from the Group Legal Officer and to make a disclosure as per the appropriate procedures described below.

1.2 Specifically prohibited gifts:

1.2.1 All travel at the expense of the Group (except where written approval is obtained prior to the expense from the CEO), suppliers, vendors, clients or third parties by Employees or Employee's family is specifically prohibited.

1.2.1.1 Any travel by an Employee at the invitation or to the benefit of suppliers, clients or third parties may only be undertaken if the costs are being borne by the Group, and where prior written approval has been obtained from the CEO.

- 1.2.1.2 Any deviation from the prohibition on the principle that travel costs must be borne by the Group, may only take place with the prior written permission of the CEO.
- 1.2.1.3 The offering, acceptance or receipt of cash (bank notes or equivalent) is specifically prohibited.

2. Procedure for the offering, acceptance and/or receipt of gifts:

2.1 General procedure:

- 2.1.1 Only gifts involving a monetary value of more than R 500.00 (five hundred South African rand) must be declared by an Employee whilst acting in his/her capacity as an Employee of the Group, from or to suppliers, clients or third parties.
- 2.1.2 If the Employee is in doubt as to the value, this should be ascertained by the Employee. The onus is on the Employee and failure to ascertain the value will constitute an offence.
- 2.1.3 When offering, receiving or accepting such gifts, the following conditions apply:
 - 2.1.3.1 The Employee must disclose the offering, acceptance or receipt of gifts as soon as practicably possible to his/her Manager. The Manager will be required to declare such gifts on a monthly basis after its offering or receipt, in the 4Sight Gifts Register held by the Group Legal Officer;
 - 2.1.3.2 An Employee may not offer, accept or receive more than 1 (one) gift from or to the same supplier, client or third party in any given 3 (three) month period;
 - 2.1.3.3 The supplier, client or third party that frequently receives gifts from a Group Employee or offers gifts to a Group Employee will be closely monitored;
 - 2.1.3.4 The offering, acceptance or receipt of the gift may not take place in circumstances that amount to corruption as defined in clause 2; and

3. Business hospitality

3.1 It is possible to offer or accept certain entertainment from or to business partners in a way which respects their good intentions. However, the following guidelines must be adhered to:

3.1.1 Meals — It is understood that in certain parts of the world meetings are held over lunch and dinner and are the normal way of undertaking business. Hence, the Group will not place an arbitrary restriction on the number of business-related meals the Employee may attend. However, an Employee must ensure that the meals are business related; the business partner is always present and that the Group's independence is not compromised;

3.1.2 Events — Annual gathering around a festive time or business event will usually be deemed acceptable provided, that there isn't the perception that it will or intends to, compromise sound business principles. Packaged events that include travel and overnight accommodation will require sign off from the CEO;

3.1.3 Social Gathering — Any social gathering, or interaction with suppliers, clients, service providers or other parties that the Group liaises with in a business capacity, must be conducted in locations or establishments which are generally recognised as appropriate for the conduct of business; and

3.1.4 Overnight Accommodation — Any offer or acceptance of overnight accommodation is strictly prohibited and should be politely declined. Instead the Group Human Resources department should be contacted to arrange an overnight stay, if there is a specific business requirement.

4. Prizes

4.1 A prize is a reward offered to an individual or group because of competitive merit-based performance by the recipient(s), given by persons with the expertise to evaluate such merit based performance or because of blind chance.

4.1.1 Example: You may receive a prize because you sell the most of a product or simply because you won it in a lucky draw with even odds applicable for all participants.



4.1.2 Therefore the salient principles defining a prize are competitive merit (of recipients and/or givers) and blind chance.

4.1.3 Prizes are not covered under the provisions of this policy.

4.2 A prize becomes a gift when the recipient is selected on a basis other than competitive merit or blind chance.

4.2.1 Example: Receiving a “prize” simply because of turning up at a client conference constitutes receiving a gift and is subject to the salient principles of this Gifts Policy.

5. Policy exceptions

5.1 Gifts such as t-shirts, pens, trade show bags, drawings or raffles, and all other "trinkets" that Employees offer or obtain as attendees of an event, such as conferences, training events, seminars, and trade shows, that are offered equally to all attendees.

5.2 Rebates, discounts or promotional items available to any citizen or to all the Group's Employees.

5.3 Food and beverages provided at events or conferences which an Employee attends in his/her capacity as an Employee of the Group.

6. Violation of the policy

6.1 Any violation of this policy by any person subject to this policy, including engaging in any transaction or arrangement without requisite approval under this policy, will subject such person to appropriate disciplinary action, up to and including termination of his/her employment.

7. Reporting solicitations and offers to give or receive impermissible gifts

7.1 Misconduct becomes reportable when it happens or when it is reasonably likely to occur. Harm to 4Sight may occur when any of this conduct is unchecked or not addressed. Importantly, in determining whether to report conduct, harm is not only measured in terms of funds lost or damage to a particular programme or initiative, but may also be in respect of the integrity and reputation of 4Sight.

8. Safe reporting on the giving and receiving of impermissible gifts

- 8.1 Both confidential and anonymous whistle-blowing options are aimed at ensuring safe reporting.
- 8.2 Safety is a concern because those who benefit from misconduct may attempt to retaliate against or victimise a whistle-blower for loss or potential loss of that ill-acquired benefit.
- 8.3 However, importantly:
 - 8.3.1 Such adverse consequences can only materialise if the identity of the whistle-blower is known through a breach of confidentiality; and
 - 8.3.2 An anonymous whistle-blower cannot be victimised, provided that the whistle-blower also protects his/her own anonymity
- 8.4 In addition to the assurance given by 4Sight that it would set up the necessary internal systems and procedures to protect confidentiality, South Africa uses legislation to protect those who disclose misconduct by blowing the whistle.
- 8.5 Where a confidential disclosure is made in good faith and reasonably believed to be true, a reporter will not be victimised or disadvantaged in any way by 4Sight should the disclosure turn out to be misguided or false.
- 8.6 However, reporting in no way immunises or shields a whistle-blower against action following from his or her intentional misconduct. In short, blowing the whistle is no escape hatch for complicity in misconduct.

9. Monitoring and policy review

- 9.1 The Group Legal Officer will from time to time monitor the enforceability of this policy in its jurisdiction, whether due to voidness, invalidity, illegality, unlawfulness or for any other reason whatever to ensure compliance with relevant legislation. The policy shall be reviewed after every 2 (two) years in line with the policy review framework of the Group or as and when there is a review required to amend this policy.