



**Whistleblowing
Policy International**



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MOMENTUM GROUP LIMITED WHISTLEBLOWING POLICY

1. INTRODUCTION

The term “whistleblowing” in this policy refers to the disclosure by employees or contract workers, both former and current of suspected or real malpractice as well as suspected or real illegal acts and omissions at work.

Momentum Group is committed to ensuring it remains a good corporate governance citizen, and in line with this commitment employees (and other related parties) who have serious concerns about any aspect of the Group’s work are encouraged and expected to come forward and voice those concerns, and may do so without fear of victimisation, subsequent discrimination or disadvantage.

2. POLICY STATEMENT

The Momentum Group and its subsidiaries (herein referred to as the “Momentum Group” or the “Group”) takes misconduct or malpractice seriously.

The Group has a “Zero Tolerance Policy” concerning all crimes and violations of the company’s ethical standards as contained in the Momentum Group Code of Ethics and Standards of Conduct. The Group is also committed to demonstrate the highest possible standards of openness, honesty and accountability.

3. SCOPE

This policy applies to all employees of Momentum Group Limited including contract workers (procurement and payroll contractors), temporary employees or people considered to have the rights and privileges of employees or workers.

IMPORTANT NOTE: The whistleblowing policy is intended to cover concerns that fall outside the scope of other procedures and therefore does not replace a procedure that enables employees to lodge a grievance relating to the workplace or employment conditions.

Any serious concerns on or about any aspect of the Group’s business or conduct of employees can be reported under this policy.

This may be about something that:

- Is unlawful, fraudulent, corrupt; or
- Is against, or fails to comply with the Momentum Group’s guidelines, procedures, values, policies, codes of conduct, legal obligations; or
- Falls below established standards of practice; or
- Amounts to improper conduct; or
- Constitutes sexual, physical or emotional abuse of clients/employees; or

- Endangers the health and safety of any individual; or
- Is a miscarriage of justice; or
- Is unfair discrimination as defined applicable laws and regulations; or
- Is an attempt to cover up any of the above.

Why do employees not blow the whistle?

- While employees are usually the first to know of wrongdoing, many may feel that they stand to lose the most by speaking up.
- Those employees who genuinely suspect that something may be going seriously wrong in the workplace may face an acute dilemma. They can stay silent and look the other way, or they can raise the matter with the employer.
- The fear of being labelled a “sneak/rat” or the fear of “breaking rank” and appearing disloyal to colleagues and the fear of being required to provide irrefutable evidence are powerful incentives not to speak up.
- Those individuals who think they ought to resist the social pressure to look the other way and recognise that those in charge should investigate the matter must consider their own position. Usually, they fear that they may be disadvantaged, disciplined or even be dismissed for speaking up.
- In such circumstances, it is not surprising that most employees who find themselves in such a position speak only to friends or family, rather than to their employer, the entity best able to investigate and deal with the issue.
- The result of this communication breakdown is that the employer loses a valuable opportunity to avert what might become a damaging crisis or to reassure employees that their concerns are mistaken, and the employer also loses access to a valuable pool of information.

The Group has in line with good practice created a facility available to employees, and other concerned persons to enable them to report violations in an **independent anonymous manner**, should they so wish.

4. POLICY OBJECTIVES

With the emphasis on corporate ethics, formal whistleblower facilities represent an increasingly important communication tool for employees to report violations of the company’s ethical standards, and of the law, without fear of retribution.

Employees are often in a good position to identify concerns regarding misconduct within and against the Group, however, they may not want to express their concerns because they are fearful of repercussions and that speaking up would appear to be disloyal to their colleagues or the Momentum Group. In these circumstances it may be easier to ignore the concern and not report what may be an act of misconduct or malpractice.

This policy is intended to encourage and enable employees to raise serious concerns within the Momentum Group rather than overlooking the problem or “blowing the whistle” outside the Group.

This policy aims to:

- Encourage individuals to feel confident in raising serious concerns and to question and act upon concerns about work practice.
- Ensure that individuals understand their responsibility for reporting misconduct or malpractice.
- Provide avenues for individuals to raise concerns and receive a response to any action taken.
- Allow individuals to take matters further if they are dissatisfied with management's response.
- Reassure individuals that they will be protected from reprisals or victimisation, if they have reasonable belief that they have made any disclosure in good faith.

5. OTHER RELEVANT POLICIES AND PROCEDURES

This policy should be read in conjunction with the Momentum Group's Code of Ethics and Standards for Conduct and any guidelines or procedures within the ethics governance framework (as referenced in the Group's Code of Ethics policy documents).

6. SAFEGUARDS

Momentum Group's management recognises that the decision to report a concern can be difficult to make. If an employee raises an allegation in good faith or provides information based on reasonable suspicion the employee should have nothing to fear as the employee will be doing his or her duty to the employer.

The Group will not tolerate harassment or victimisation of individuals, who have raised concerns, including informal pressures and such actions will be treated as a serious disciplinable offence, which will be dealt with under the Momentum Group's disciplinary code and procedures.

Any investigation into allegations of malpractice will not influence or be influenced by any disciplinary or redundancy procedures that may already affect an employee but neither does it mean that any disciplinary action or redundancy procedures, to which an employee is already a subject of, be halted because they have raised concerns.

Should an employee believe that he or she has been subjected to detriment or victimisation because of a disclosure, such an employee can follow the internal grievance policy and any other remedy available to them under applicable law in the country where Momentum has business operations.

7. HOW TO RAISE A CONCERN

The Group affirms that it will always take all reasonable steps to ensure that whistleblowing takes place in a non-discriminatory and confidential manner. In this regard the Group has a formal guidance note on the escalation protocol of whistleblowing incidents.

The guidance note provides information on the process and escalation protocol when dealing with complaints or when an employee blew the whistle, whether directly or anonymously. The guidance note also advises on the existence of and usage of whistleblowing facilities available to employees and other stakeholders.

7.1. In person reporting

If an employee has a concern he or she should not approach or accuse individuals directly or attempt to investigate the matter.

This policy encourages whistleblowers to submit allegations in writing and to identify them directly to one of the officers listed below.

All direct disclosures will be treated with confidence and every effort will be made not to reveal your identity if requested. It must be appreciated that the investigation process may reveal the source of the information and a statement by an employee may be required as part of the process of gathering evidence.

It is recommended that employees should raise concerns with their immediate management, or

- Head of Group Operational Risk and Forensics
Aadila Hashim
Tel 012 671 8911
Email: AHashim@mmltd.co.za
- Momentum Group Chief Risk Officer (Group Exco Member)
Jan Lubbe
Tel 012 671 8911
E-mail: jan.lubbe@mmltd.co.za

7.2. Anonymous reporting through the Momentum Group reporting lines

The Momentum Group had to consider the decision of “whistleblowers” that may wish to stay anonymous and have therefore established the toll free [Momentum Group ethics and fraud lines](#).

8. ALLEGATIONS

Employees are advised to set out the background and history of the concern, giving names, dates, and places where possible and the reason why they are particularly concerned about the situation. Include any proof that they may have to support the allegation (e.g. invoices, bank statements, purchase orders). If the person is in possession of, or aware of any other evidence and where it can be found, this should also be provided to assist with the investigation. The earlier concerns are expressed, the easier it is to act.

Although employees are not expected to prove the truth of an allegation, employees will need to demonstrate that there are reasonable and sufficient grounds for the concern raised.

The Company Representative or the Ethics Report Line Consultant will also assist whistleblowers in this regard.

9. FALSE ALLEGATIONS

If an allegation is made in good faith, but not confirmed by the investigation, the reporting facility has worked. However, an allegation made in a frivolous or malicious manner or for personal gain will undermine the existence of reporting facilities and will discourage employees from using such facilities. Such allegations will also tie up resources and can be wasteful and reduce time spent paying attention to other material issues.

If a person is therefore identified at any stage after making such frivolous, malicious or for-personal-gain allegations, the Group will take action against such a person.

10. WHO WILL DEAL WITH YOUR INFORMATION/ALLEGATION

Under most circumstances, the recipients of whistleblowing reports at the Group will be:

- The Head of Group Operational Risk and Forensics.
- Alternatively, the responsible Momentum Group Executive: Chief Risk Officer, and
- Dedicated business specific officers in business units / divisions with dedicated lines.

The Momentum Group has created several reporting facilities to enable reporting (anonymously or otherwise) of any such transgressions. Currently, Deloitte Tip-offs Anonymous independently administers the [Momentum Group ethics and fraud lines](#) to ensure anonymity.

The facility is a 24-hour, seven-days-a-week, 365-days-a-year toll free phone line, fax line, email and postal facility that professional operators employed by *Deloitte Tip-offs Anonymous* administer.

There is a formal Momentum Group Escalation Protocol that advises *Deloitte Tip-offs Anonymous* and employees on how information will be escalated based on specific circumstances.

11. HOW MOMENTUM GROUP'S MANAGEMENT WILL RESPOND

Action taken by management will depend on the nature of the concern that is raised and taking the Momentum Group escalation protocol into consideration.

Any matter raised may be:

- Investigated internally,
- Referred to the South African Police Services, or
- Form the subject of an independent inquiry.

To protect individuals and the Momentum Group, initial enquiries will be made to determine whether an investigation is appropriate and if so, what form the investigation should take. Some concerns may be resolved by agreed actions without the need for an investigation.

Within **twenty-one working days** of a concern being received, the relevant officer will write to the whistleblower (where a whistleblower has left their contact details), or to the Ethics Report Line Service Provider for onward transmission to indicate the following or to:

- Acknowledge that the concern has been received.
- Indicate how the matter will be dealt with.
- Whether the matter will be referred to another person or body to be dealt with more appropriately.
- Give an estimate of how long it will take to provide a final response.
- Tell the whistleblower whether any initial enquiries have been made, and
- Tell the whistleblower whether further investigations will take place, and if not, why not.

Should the Momentum Group not be able to decide within 21 days whether to investigate or to refer the matter, the whistleblower will be informed and thereafter be advised as progress is made (on at least a two-monthly interval). The whistleblower will be advised within six months from the time he or she has made the protected disclosure of the decision to investigate or not.

Whistleblowers will be given as much feedback as possible, but sometimes precise action will not be set out, especially where this would infringe on a duty of confidence that the Group owes to someone else or if it is necessary to avoid prejudice in the prevention, detection or investigation of a criminal offence.

Momentum Group Limited may on occasion and after informing the whistleblower change the time limits referred to in this policy.

The amount of contact between the whistleblower and the representative of the Group who is considering the issues will depend upon the nature of the matters raised, the potential difficulties involved and the clarity of the information that was provided. If necessary, further information will be sought from the whistleblower directly or through the Ethics Report Line Service Provider.

When any meeting is arranged, the whistleblower has the right, if they so wish, to be accompanied by a colleague or other representative who is not involved in the same area of work to which the concern relates.

The Group will also take steps to minimise any difficulties that a whistleblower may or could experience because of raising concern, for instance, if the person is required to give evidence in criminal or disciplinary proceeding, management will arrange for the whistleblower to receive advice on the process.

It is accepted by Momentum Group Limited that whistleblowers need to be assured that the matter has been properly addressed. If a whistleblower is not satisfied with management's response to concerns that have been raised and have reasonable grounds to base their dissatisfaction on, the Group could arrange for an independent body (such as external auditors) to investigate a matter.

While management cannot guarantee that it will respond to all matters in the way that a whistleblower may wish for, the Group endeavors to handle all matters fairly and properly. By abiding by this policy employees will assist management to achieve the objective of this policy.

12. WHAT DOES THE DELOITTE TIP-OFFS ANONYMOUS LINE DO ON BEHALF OF THE MOMENTUM GROUP?

Momentum Group Limited has signed an agreement with *Deloitte Tip-offs Anonymous*. *Deloitte Tip-offs Anonymous* as a professional independent operator effectively creates a barrier between the caller/information supplier and the Group, thereby ensuring the anonymity of the caller. *Deloitte Tip-offs Anonymous* guarantees all callers anonymity, in that no caller identification exists, although calls are recorded and stored for quality purposes.

Deloitte Tip-offs Anonymous has bound Momentum Group Limited contractually that no release of caller identification, including voice recordings, will be provided to the Group. *Deloitte Tip-offs Anonymous* will receive calls and correspondence on an anonymous basis, where the caller/information supplier wants to be identified on that basis, with specific reference to obtain information relevant to reporting fraudulent and unethical behaviour of Momentum Group employees, Momentum Group management, service providers to the Group and intermediaries contracted to the Momentum Group.

13. WHEN TO USE THE ETHICS REPORT LINE AND WHAT WILL DELOITTE TIP-OFFS ANONYMOUS DO?

If individuals or employees have a valid and reasonable concern and feel that they do not want to report their concern to a representative of the Group directly, these individuals or employees are encouraged to make use of the reporting facility.

- *Deloitte Tip-offs Anonymous* can field calls/information supplied in nine major official Southern African languages.
- The operators at *Deloitte Tip-offs Anonymous* will use a client-specific format that would address the needs of the Momentum Group.
- *Deloitte Tip-offs Anonymous's* telephone line operators will ask specific questions related to the complaint or information provided.
- *Deloitte Tip-offs Anonymous's* line operators will prepare a Hotline Memorandum detailing the information and provide it securely to the Momentum Group.