

**ENSafrica Forensics**

1 North Wharf Square Loop Street  
Foreshore Cape Town South Africa 8001  
P O Box 2293 Cape Town South Africa 8000  
Docex 14 Cape Town  
tel +2721 410 2500  
info@ENSafrica.com

"U"

our ref  
your ref  
date

21 May 2018

**EOH**

Block D EOH Business Park  
Gilloolly's View  
1 Osborne Lane  
Bedfordview  
Gauteng

By email: ;

Dear

**RE: EOH COMPLIANCE AND GOVERNANCE SUPPORT**

1. In late November 2017, EOH appointed ENSafrica to provide governance and compliance support to the company following adverse media.

The services provided by our team in this area focused on EOH's existing Governance Risk and Compliance Framework, a review of material Public Sector contracts and the process of implementing the key principles of ISO 37001: The ISO Standard for Anti-bribery Management Systems (ABMS).

2. Review of EOH's governance framework and public sector contracts

- 2.1. We reviewed EOH's Governance framework regarding public sector contracts.

- 2.2. This included an oversight review of EOH's public sector contracts as well as the EOH public sector bidding process with a view to ensuring that it is effective, compliant with government procurement prescripts and consistent with procurement best practice.

- 2.3. We have made some recommendations to further strengthen governance and compliance in this area. Additionally, we were requested to play an on-going risk based, monitoring and oversight role in order to ensure that EOH manages its public sector engagements optimally.

3. General review of the Group Regulatory Compliance framework

- 3.1. ENS Africa is assisting EOH with adopting and implementing the key principles of ISO 37001, in light of the fact that it operates internationally, to ensure that it complies with all applicable international laws and regulations.

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3.2. The six principles that EOH is in the process of implementing to ensure consistency across its business structures, include the following:

- 3.2.1. **Proportionate procedures**, reaffirming its anti-bribery and corruption policy and controls (ABC);
- 3.2.2. **Tone from the top** – leadership commitment to anti-bribery and corruption compliance;
- 3.2.3. **Risk Assessment** – EOH has mandated ENSafrica to perform a risk assessment on the business to ensure that the Group has identified all material risks and has mitigating steps in place to minimise any potential risks;
- 3.2.4. **Due diligence** – the Group is strengthening its risk based due diligence process to ensure that people and business partners are appropriately screened;
- 3.2.5. **Training** and communication on ABC compliance. ENSafrica is assisting EOH with additional ABC training to its divisions and subsidiaries; and,
- 3.2.6. **On-going monitoring** of ABC risks. ENSafrica is supporting EOH with its processes and procedures to continuously monitor corruption risks to the business and to assist EOH with the effectiveness of their compliance program.

This will ensure that EOH's GRC framework is not only robust and resilient, but also ISO 37001 compliant, to ensure that the group is able to withstand scrutiny by a global regulator.

#### 4. **Conclusion**

We believe that EOH's GRC framework is robust and resilient and that the Group is committed to good corporate governance and to further strengthen it.

Please do not hesitate to contact me should you wish to discuss any of the points set out above.

Yours sincerely,



**ENSafrica**

**Per (Director)**