

ETHICAL BUSINESS PRACTICE



*Technology makes it possible...
People make it happen.*



EOH'S PURPOSE



To provide the technology, knowledge, skills and organizational ability critical to the development and growth of the markets we serve.

To be an ethical, relevant force for good and to play a positive role in our society, beyond normal business

ZERO TOLERANCE POLICY

EOH has a ZERO tolerance towards any practices of corruption and bribery

EOH upholds the following standards in all business activities and engagements:

- Compliance with legislative and regulatory frameworks in conducting business
- Legitimate utilisation of company resources—financial and other
- Living up to EOH's Philosophies with integrity during negotiations and business activities
- Avoiding situations that could result in any conflict of interest, indebtedness or unjust advantages in business dealings for/on behalf of EOH
- Adhering to the Enterprise Risk Management Policy to minimise the risk of fraud, corrupt and unethical business practices
- Do not offer nor receive any unjust benefit, directly or indirectly, that has not been declared and properly approved
- Communicate EOH's approach regarding the Zero Tolerance on Corruption and Bribery policy with relevant stakeholders to avoid solicitation and possible breaches

IRREGULAR CONDUCT

Irregular Conduct includes but is not limited to:

- Any dishonest, fraudulent or corrupt act
- Theft of funds, supplies, or other assets
- Maladministration or financial misconduct in the handling or reporting of money or financial transactions
- Making a profit from insider knowledge (insider trading)
- Disclosing confidential or proprietary information to outside parties
- Requesting, offering, accepting and/or giving any gift from/to contractors, suppliers, or other persons providing services/goods to EOH in return for a favour
- Destroying, removing, or abusing any records, furniture, equipment and/or assets
- Deliberately omitting to report or act upon reports of irregular or dishonest conduct.
- Abuse of position of authority
- Acting knowingly with conflict of interest to EOH whether for personal interest and/or financial gain whilst in EOH's employ
- Appointing of Enterprise Development partners and/or suppliers without the required management approval

DEFINITIONS

Bribery

The offering of money or any other incentives to persuade somebody to do something illegal or dishonest or to act or make an inappropriate decision in favour of the giver

Conflict of Interest

A situation where a person has a duty and responsibility to EOH and also to another person or organization which could potentially result in a conflict of interest that is not in the best interest of EOH

Corruption

Corruption is any conduct or behaviour where a person accepts, agrees, misrepresents or offers any gratification to him/her or any other person which is dishonest or illegal

Donation and Sponsorship

A contribution to a person or organisation and/or marketing activity which EOH pays for in exchange for unjust enrichment

Extortion

The coercing or forcing of a person or entity to provide a benefit to an employee, another person or an entity in exchange for acting (or failing to act) in a particular manner

Fraud

The unlawful and intentional misrepresentation which causes actual and/or potential prejudice to another. The use of the term is in its widest possible meaning and is intended to include all aspects of economic crime and acts of dishonesty

Gifts

A gift is defined to mean anything of monetary value, with the expectation of an unjust enrichment and/or benefit

Gifts Include but is not limited to

- Any form of Entertainment including Meals
- Sponsorships and Donations
- Concerts and/or Sporting Events
- Any kickbacks of whatever nature including secret commissions

Theft

The generic term for all crimes in which a person intentionally and fraudulently takes personal property of another without permission or consent

Unjust enrichment or benefit

Unjust enrichment or benefit is a positive outcome which would not automatically have accrued to such person / organisation had it not been for a specific illegal activity / gift

HOW TO HANDLE GIFTS

A gift is defined to mean anything of monetary value, with the expectation of an unjust enrichment and/or benefit

- Decline or return any gifts, benefits or discounts where there is an expectation of an unjust enrichment
- Obtain written management approval before gifts in excess of R 1000 (one thousand rand) are offered
- Declare all gifts received with a market value of R 1 000 (one thousand rand) or more within 5 days
- Declare gifts with a cumulative market value of R 5 000 (five thousand rand) or more over any 6 month period, received from the same person and/or organisation, within 5 days once such value is breached
- Obtain EXCO approval for gifts and events (excl. Marketing Campaigns) that would have an individual market value of R 10 000 (ten thousand rand) or more
- Where the market value of the gift is not known a reasonable estimate of the value must be made and the above rules applied

HOW TO HANDLE DONATIONS AND SPONSORSHIP

Donation and/or Sponsorship is a contribution and associated marketing in which EOH pays for all or some of the costs associated with a project or program in exchange for recognition

- Ensure that any sponsorship and/or donation is transparent, that the recipient is identified and approved by management
- Ensure the planned use, reason and purpose is justifiable and documented.
- Obtain approval from the relevant EXCO member and Finance Director: Corporate for all payments of sponsorship and donations greater than R 100 000 (One Hundred Thousand Rand)
- Report any breaches of the policy

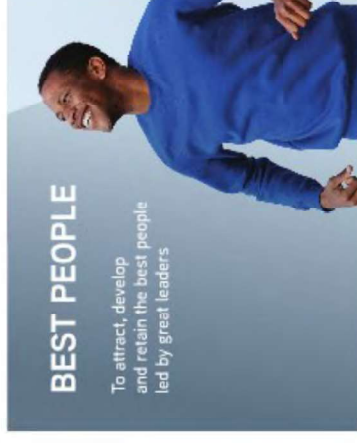
BE ALERT

When considering giving/receiving gifts and/or making donations and/or sponsorships to/from:

- Individuals
- Corporates
- Relatives or associated companies of customers/suppliers or potential customers/suppliers
- Profit organisations for a specific favour
- When payments are received/payable into private bank accounts of individuals
- Where an organisation's reputation and goals are in conflict with those of EOH
- Where the compensation for a service is unrelated to the value of services to be rendered, also known as quasi-donations.
- Any breaches and/or contravention constitutes a criminal act.

For more information on the Zero Tolerance on Corruption and Bribery Policy and Guidelines, forms and template you can consult management or the Governance, Risk and Compliance Manager

Our **EOH** Philosophy





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www.eoh.co.za

