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17 April2018	-	ARM Risk Management	Whistleblower Policy
7 August 2018	1.0	Chief Risk Officer	Whistleblower Policy
5 February 2019	2.0	Chief Risk Officer	Whistleblower Policy

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<u>Date:</u>	<u>Version:</u>	<u>Author:</u>	<u>Description:</u>
May 2020	3.0	Chief Risk Officer	Whistleblower Policy
December 2021	4.0	Chief Risk Officer	Amended and consolidated Whistleblower Policy
December 2022	5.0	Executive: Risk and Sustainability	Annual Review

Approved by the Board on 01 December 2022.

[MP Schmidt]

Signatory: MP Schmidt

Capacity: Chief Executive Officer

[R Ramkumar]

Signatory: R Ramkumar

Capacity: Executive: Risk and Sustainability

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## 1. POLICY STATEMENT

- 1.1. ARM is committed to conducting its business activities lawfully, and in a manner that will enhance the qualities valued by ARM. In particular, these qualities include ethics, honesty, integrity, sustainability and individual accountability [King IV, Principle 13].
- 1.2. ARM is committed to exercising ongoing oversight of the management of ethics and, in particular, overseeing that it results in, among others, the use of protected disclosure or whistleblowing mechanisms by Employees, Workers and Stakeholders to detect criminal or other irregular conduct, and dealing with such disclosures appropriately [King IV, Principle 2, Recommended Practice (RP) 9(c)].
- 1.3. ARM recognises that:
- 1.3.1. whistleblowing is a critical tool for promoting individual responsibility and accountability in the workplace, as well as organisational openness, transparency and accountability;
  - 1.3.2. whistleblowing is a mechanism for identifying possible misconduct and suspected wrongdoing which, among others, will enable ARM to deal with such conduct appropriately;
  - 1.3.3. the effectiveness of whistleblowing is dependent on ensuring that all whistleblowers are protected from any reprisals as a result of a Disclosure; and
  - 1.3.4. the fostering of a culture which encourages Disclosures by Employees, Workers, and Stakeholders in a responsible manner is key to the success of risk management systems.

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## 2. POLICY FRAMEWORK

This Policy results from and gives effect to the applicable provisions of:

- 2.1. the ARM Whistleblower Investigation Procedure;
- 2.2. the Protected Disclosures Act;
- 2.3. the Companies Act;
- 2.4. the PACCA;
- 2.5. the King IV Report;
- 2.6. ARM's Legal Compliance Policy; and
- 2.7. ARM's Code of Conduct.

## 3. POLICY OBJECTIVES AND APPLICABILITY

3.1. The objectives of this Policy are to:

- 3.1.1. identify the types of Reportable Conduct that would give rise to a Complaint;
- 3.1.2. provide an appropriate procedure for-
  - 3.1.2.1. an Employee, Worker, or Stakeholder to lodge a Complaint
  - 3.1.2.2. ARM to investigate and resolve a Complaint; and
- 3.1.3. establish protocols for the treatment and protection of Employees or Workers who make Complaints.

3.2. This Policy applies to all Employees and Workers of ARM (collectively referred to as **Staff**) and can also be used by Stakeholders. ARM will endeavour to ensure that its Affiliates and Subsidiaries adopt a policy similar to this Policy for implementation in their workplaces, where the Policy is not yet applicable.

3.3. This Policy applies to Complaints made after the commencement of this Policy, irrespective of whether or not the Reportable Conduct took place before that date.

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3.4. If any member of Staff is in doubt as to the application of this Policy to him/her, he/she may approach the Executive: Risk and Sustainability for guidance, either directly, telephonically by calling +2711 779 1452, or, preferably, electronically by e-mailing [Reshma.ramkumar@arm.co.za](mailto:Reshma.ramkumar@arm.co.za).

## 4. DEFINITIONS

<b>4.1. ARM</b>	means African Rainbow Minerals Limited, a public company incorporated in accordance with the laws of the Republic of South Africa (under registration number: 1933/004580/06) and its Staff;
<b>4.2. Affiliates</b>	<p>means ARM's:</p> <p>4.2.1 incorporated and unincorporated joint ventures with third parties in terms of which ARM has direct or indirect control or joint control over the financial and operational decisions in respect of the business of the particular joint venture; and</p> <p>4.2.2 associates, which are entities in which ARM directly or indirectly holds or beneficially owns less than 50% (fifty per cent) but more than 20% (twenty per cent) of the issued share capital or ownership rights or interests, as the case may be, and over which ARM directly or indirectly exercises significant influence but which it does not control;</p>
<b>4.3. Audit and Risk Committee</b>	means the Audit and Risk Committee of ARM, elected in terms of section 94(2) of the Companies Act and appointed, among others, to report to the Board in relation to ARM's

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	compliance risks;
<b>4.4. Board</b>	means the board of directors of ARM in place from time to time;
<b>4.5. CE</b>	means the Chief Executive of the ARM Ferrous Division or of the ARM Platinum Division, as the case may be, as appointed from time to time;
<b>4.6. CEO</b>	means ARM's Chief Executive Officer, as appointed from time to time;
<b>4.7. Executive: Risk and Sustainability</b>	means ARM's Executive: Risk and Sustainability, as appointed from time to time;
<b>4.8. Complaint</b>	means the submission of information by a member of Staff in accordance with the requirements of paragraph 5.1 of this Policy;
<b>4.9. Companies Act</b>	means the Companies Act, 71 of 2008, as amended from time to time;
<b>4.10. Disclosure</b>	means any disclosure of information regarding Reportable Conduct;
<b>4.11. Employee</b>	<p>means:</p> <p>4.11.1. Any director or prescribed officer of ARM, as such terms are defined in the Companies Act;</p> <p>4.11.2. any person, excluding a Worker or Stakeholder, who works or worked for ARM and who receives or received, or is entitled to receive remuneration; and</p> <p>4.11.3. any other person, excluding any Worker or Stakeholder, who in any manner assists or assisted in carrying on or conducting or conducted the business of ARM;</p>

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<b>4.12. Employment Equity Act</b>	means the Employment Equity Act, 55 of 1998, as amended from time to time;
<b>4.13. FD</b>	means the financial director of ARM, as appointed from time to time;
<b>4.14. Good Faith</b>	in the context of a Disclosure, means that an Employee, Worker, or Stakeholder as applicable, must act in a responsible and honest manner without any motives to gain any personal advantages from making the Disclosure;
<b>4.15. Grievance</b>	means any dissatisfaction with regard to matters which are directly related to the employment relationship and/or the contract of employment between the Employee and ARM;
<b>4.16. HR Executive</b>	means the Human Resources Executive of ARM;
<b>4.17. King IV Report</b>	means the King IV Report on Corporate Governance™ for South Africa, 2016;
<b>4.18. Occupational Detriment</b>	<p>in relation to an Employee or a Worker means:</p> <p>4.18.1. being subjected to any disciplinary action;</p> <p>4.18.2. being dismissed, suspended, demoted, harassed or intimidated;</p> <p>4.18.3. being transferred against his/her will;</p> <p>4.18.4. being refused transfer or promotion;</p> <p>4.18.5. being subjected to a term or condition of employment or retirement which is altered or kept altered to his/her disadvantage;</p> <p>4.18.6. being refused a reference, or being provided with an adverse reference, from ARM or the Temporary Employment Service, as applicable;</p>

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	<p>4.18.7. being denied appointment to any employment, profession or office;</p> <p>4.18.8. being subjected to any civil claim for the alleged breach of a duty of confidentiality or a confidentiality agreement arising out of the disclosure of a criminal offence or information which shows or tends to show that a substantial contravention of, or failure to comply with the law has occurred, is occurring or is likely to occur;</p> <p>4.18.9. being threatened with any of the actions set out above; or</p> <p>4.18.10. being otherwise adversely affected in respect of his/her employment, profession or office, including employment opportunities, work security and the retention or acquisition of contracts to perform work or render services;</p>
<b>4.19. Operating Divisions</b>	means ARM Platinum and ARM Ferrous, and such other divisions of ARM as may be established from time to time where such division ultimately reports to the Board;
<b>4.20. PACCA</b>	means the Prevention and Combatting of Corrupt Activities Act, 12 of 2004, as amended from time to time;
<b>4.21. PEPUDA</b>	means the Promotion of Equality and Prevention of Unfair Discrimination Act, 4 of 2000, as amended from time to time;
<b>4.22. Policy</b>	means this Whistleblower Policy (GP-Risk-WB-070), as revised from time to time;

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<b>4.23. Protected Disclosures Act</b>	means the Protected Disclosures Act, 26 of 2000, as amended from time to time;
<b>4.24. Reportable Conduct</b>	has the meaning ascribed to it in paragraph 6.1 of this Policy;
<b>4.25. Social and Ethics Committee</b>	means ARM's Social and Ethics Committee in place from time to time;
<b>4.26. Stakeholder</b>	means any juristic, <i>universitas personarum</i> (including Communities) or natural person, excluding an Employee or Worker, that has a direct connection with ARM such as a shareholder, non-executive director, trade union, supplier and employee of a supplier, and <b>Stakeholders</b> shall have the same meaning;
<b>4.27. Subsidiaries</b>	means ARM's subsidiaries as defined in the Companies Act and <b>Subsidiary</b> shall have the same meaning;
<b>4.28. Temporary Employment Service Provider</b>	means any person who, for reward, procures for or provides to ARM, as a client, other persons who:  4.28.1. render services to, or perform work for, ARM as a client; and  4.28.2. are remunerated by temporary employment service;
<b>4.29. Whistle Blowing Channel Service Provider</b>	means the independent third-party service provider that ARM has engaged for the purpose of providing confidential, 24-hour whistleblowing channels;
<b>4.30. Worker</b>	means:  4.30.1. any person who works or worked for ARM or any other person who in any manner assists or assisted in carrying

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on or conducting or conducted the business of ARM as an independent contractor, consultant or agent; or

4.30.2. any person who renders services to ARM as a client, while being employed by a Temporary Employment Service Provider.

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## 5. REQUIREMENTS FOR A VALID COMPLAINT

- 5.1. A Complaint submitted by an Employee, Worker, or Stakeholder, as applicable, will only be valid for purposes of this Policy where:
- 5.1.1. the conduct in question amounts to Reportable Conduct, as contemplated in paragraph 6 below; and
  - 5.1.2. the Employee, Worker, or Stakeholder makes the Complaint in Good Faith, as contemplated in paragraph 7.1 below; and
  - 5.1.3. the Employee, Worker, or Stakeholder does not commit a criminal offence by making the Complaint; and
  - 5.1.4. subject to paragraph 7.2 below, the Employee, Worker, or Stakeholder adheres to the Complaint procedure set out in paragraph 8 of this Policy.
- 5.2. Where the requirements in paragraph 5.1 are not met by an Employee, Worker, or Stakeholder, as applicable, ARM will not be required to investigate or address the complaint made, and it reserves the right to institute appropriate action against the Employee, Worker, or Stakeholder, where necessary.

## 6. REPORTABLE CONDUCT

### 6.1. Reportable Conduct is:

- 6.1.1. conduct which may give rise to a disclosure as contemplated in the Protected Disclosures Act, being any disclosure of information regarding the conduct of ARM, or of an Employee or Worker of ARM, made by any Employee, Worker, or Stakeholder who has reason to believe that the information disclosed shows or tends to show one or more of the following:
- 6.1.1.1. that a criminal offence has been committed, is being committed or is likely to be committed;
  - 6.1.1.2. that a person has failed, is failing or is likely to fail to comply with any legal obligation to which that person is subject;

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- 6.1.1.3 that a miscarriage of justice has occurred, is occurring or is likely to occur;
- 6.1.1.4 that the health or safety of an individual has been, is being or is likely to be endangered;
- 6.1.1.5 that the environment has been, is being or is likely to be damaged;
- 6.1.1.6 unfair discrimination as contemplated in Chapter II of the Employment Equity Act or PEPUDA;
- 6.1.1.7 that any matter referred to in the paragraphs above has been, is being or is likely to be deliberately concealed; or

6.1.2. conduct contemplated by section 159 of the Companies Act, relating to:

- 6.1.2.1.1. a contravention of the Companies Act or other specified laws by ARM, a director or a prescribed officer;
- 6.1.2.1.2. failures by ARM, a director or a prescribed officer to comply with any statutory obligation;
- 6.1.2.1.3. any conduct that has endangered, or was likely to endanger, the health and safety of any individual or the environment;
- 6.1.2.1.4. unfair discrimination against persons contemplated in section 9 of the Constitution or PEPUDA; and
- 6.1.2.1.5. contraventions of any other legislation that could expose ARM to risk of liability or is inherently prejudicial to ARM's interests;

6.1.3. conduct that is in breach of PACCA; and

6.1.4. conduct that is in breach of the anti-bribery and anti-corruption provisions of ARM's Code of Conduct.

6.2. Conduct that does not amount to Reportable Conduct shall not form the subject of a Complaint and shall be referred by the Executive: Risk and Sustainability to ARM's Human Resources Department or the Human Resources Departments of the Operating Divisions, as applicable, for appropriate action.

6.3. For the avoidance of doubt, a Grievance does not ordinarily amount to Reportable

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Conduct. Where an Employee has a Grievance that he/she requires to be resolved, he/she shall make use of ARM's Grievance Policy and Procedure, unless the nature of the Grievance amounts to Reportable Conduct, such as unfair discrimination.

## 7. GOOD FAITH

- 7.1. An Employee, Worker, or Stakeholder must make a Complaint in Good Faith. In doing so, he/she/it must reasonably believe that the information disclosed, and any allegations contained in the Complaint, are substantially true and that, having taken into consideration all of the relevant circumstances, it is reasonable for him/her/it to submit the Complaint.
- 7.2. The only instance in which a Disclosure by an Employee, Worker, or Stakeholder, as applicable, made in contravention of the Complaint procedure set out in paragraph 8 below may be reasonably permissible is where:
- 7.2.1. at the time the Employee or Worker makes the Disclosure, he/she has reason to believe that he/she will be subjected to an Occupational Detriment if he/she submits a Complaint to ARM in accordance with paragraph 8 below;
  - 7.2.2. the Employee, Worker, or Stakeholder making the Disclosure has reason to believe that it is likely that evidence relating to the conduct will be concealed or destroyed if he/she/it submits a Complaint to ARM;
  - 7.2.3. the Employee, Worker, or Stakeholder making the Disclosure has previously submitted a Complaint of substantially the same information to ARM, in respect of which no action was taken within a reasonable period after submitting the Complaint;
- or
- 7.2.4. the conduct is of an exceptionally serious nature.
- 7.3. In determining whether or not it is reasonable for the Employee, Worker, or Stakeholder, as applicable, to conduct himself/herself/itself in accordance with paragraph 7.2 above, consideration must be given to the following factors:

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- 7.3.1. the identity of the person to whom the Disclosure is made;
- 7.3.2. the seriousness of the conduct;
- 7.3.3. whether the conduct is continuing or is likely to occur in the future;
- 7.3.4. whether the Disclosure is made in breach of a duty of confidentiality of ARM towards any other person;
- 7.3.5. whether a Complaint has previously been made in respect of substantially the same information using the Complaint procedure set out in paragraph 8 below;
- 7.3.6. where a Complaint, as contemplated in paragraph 7.3.5 above, has previously been made, any action which ARM has taken or might reasonably be expected to have taken as a result of the previous Complaint; and
- 7.3.7. the public interest.

## 8. COMPLAINT PROCEDURE

- 8.1. If an Employee, Worker, or Stakeholder, as applicable, is aware of or suspects that ARM or any Employee or Worker is engaging or has engaged in Reportable Conduct, he/she/it must not confront the entity or individual concerned but must adhere to the formal Complaint procedure set out below.
- 8.2. All Complaints shall be lodged with either Whistle Blowing Channel Service Provider or the HR Executive, who will treat all Complaints submitted to it as strictly confidential. No Employee, Worker, or Stakeholder will be obliged to disclose his/her/its name to Whistle Blowing Channel Service Provider or the HR Executive and, subject to paragraphs 8.16 and 9.2 below, he/she/it may choose to remain anonymous.
- 8.3. An Employee, Worker, or Stakeholder who submits a Complaint to Whistle Blowing Channel Service Provider or the HR Executive is deemed to be submitting the Complaint to ARM.
- 8.4. An Employee, Worker, or Stakeholder can submit a Complaint to Whistle Blowing Channel Service Provider:

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- 8.4.1. telephonically, by calling the dedicated toll-free number on **0800-006-792**. All calls made to Whistle Blowing Channel Service Provider are dealt with by trained multilingual call operators; or
- 8.4.2. electronically, via the website [www.whistleblowing.co.za](http://www.whistleblowing.co.za); or
- 8.4.3. By toll-free facsimile, to **0800 212 689**; or
- 8.4.4. through the SMS call-back system by sending a “**please call me**” to **0826-777-531**; or
- 8.4.5. through the SMS service, to **33490**; or
- 8.4.6. through email by sending an email to [information@whistleblowing.co.za](mailto:information@whistleblowing.co.za).
- 8.5. The Employee, Worker, or Stakeholder will be allocated a reference number for the Complaint in order to ensure that the Complaint is registered and to enable the appropriate handling thereof.
- 8.6. Whistle Blowing Channel Service Provider (or the HR Executive, as applicable) will collate the information received and notify the Executive: Risk and Sustainability of the Complaint.
- 8.7. The Complaint will then be considered by the Executive: Risk and Sustainability who will be required to determine whether or not there exists a valid Complaint and, if so, whether or not there exists a *prima facie* basis on which to further investigate the Complaint.
- 8.8. If the Executive: Risk and Sustainability determines that the Complaint is not valid or that there does not exist a *prima facie* basis on which to further investigate the Complaint then the Executive: Risk and Sustainability shall provide such feedback to Whistle Blowing Channel Service Provider (or the HR Executive, as applicable).
- 8.9. If the Executive: Risk and Sustainability determines that the Complaint is valid and there exists a *prima facie* basis on which to investigate the Complaint then, subject to paragraph 8.10 below, the Executive: Risk and Sustainability shall refer the Complaint to the respective CE, the FD or the ARM Legal department, as the case may be.

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8.10. Notwithstanding the provisions of paragraphs 8.7 to 8.9 above, where an Employee, or Worker, or Stakeholder lodges a Complaint with Whistle Blowing Channel Service Provider or an HR Executive which implicates the Executive: Risk and Sustainability, then irrespective of whether or not such Complaint is valid or provides a *prima facie* basis on which to investigate it further, Whistle Blowing Channel Service Provider (or the HR Executive, as applicable) shall be obliged to immediately refer the Complaint to the FD and the ARM Group Executive Legal for their further attention.

8.11. Where the substance of the Complaint pertains to:

8.11.1. ARM's Corporate Office, then the Executive: Risk and Sustainability will make arrangements for the investigation of the Complaint in consultation with the FD and the ARM Group Executive Legal;

8.11.2. one of the Operating Divisions, the Executive: Risk and Sustainability will engage the Chief Executive of such Operating Division on the Complaint in order to make the necessary arrangements for the investigation of the Complaint. The investigation of the Complaint will at all times be headed by ARM's Corporate Office, duly assisted by the Operating Division.

8.12. The provisions of paragraph 8.11 notwithstanding, where the Complaint:

8.12.1. pertains to the Executive: Risk and Sustainability and, in the view of the FD and the ARM Group Executive Legal, there exists a *prima facie* basis on which to investigate the Complaint, then the FD and the ARM Group Executive Legal will make arrangements for the investigation of the Complaint.

8.12.2. pertains to the Chief Executive of an Operating Division, then the CEO and the Executive: Risk and Sustainability will make the necessary arrangements for the investigation of the Complaint.

8.12.3. pertains to ARM's Chief Executive Officer, then ARM's Group Executive Legal and the Chairperson of the Social and Ethics Committee will make arrangements for the investigation of the Complaint.

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8.13. For purposes of clauses 8.11 or 8.11.2 above, as applicable, the arrangements made for the investigation of the Complaint will depend on the circumstances of each Complaint and may include, at ARM's discretion, conducting an investigation internally or appointing an external investigator.

8.14. Whether or not the identity of the Employee, Worker, or Stakeholder, as applicable, is known and if requested by any Employee, Worker, or Stakeholder at the time of making the Complaint, the Executive: Risk and Sustainability must as soon as reasonably possible but in any event within 21 (twenty-one) days of her/his receipt of the Complaint:

8.14.1. decide whether or not to investigate the Complaint or refer the Complaint to another person if the Complaint could be investigated or dealt with more appropriately by that other person; and

8.14.2. in writing acknowledge receipt of the Complaint, where applicable, by informing the Employee, Worker, or Stakeholder of the decision:

8.14.2.1. to investigate the Complaint, and where possible, the timeframe within which the investigation will be completed;

8.14.2.2. not to investigate the Complaint and the reasons for such decision.

8.15. At the conclusion of an investigation into a Complaint, the Executive: Risk and Sustainability shall inform Whistle Blowing Channel Service Provider (or the HR Executive, as applicable) in writing of the outcome thereof.

8.16. The Executive: Risk and Sustainability does not have to comply with the provisions of paragraphs 8.14 and 8.15 above if it is necessary to avoid prejudice to the prevention, detection or investigation of a criminal offence.

8.17. Once the outcome of the investigation is complete, where the Complaint pertains to:

8.17.1. ARM's Corporate Office, then the Executive: Risk and Sustainability or the CEO, as applicable, will make arrangements for the appropriate resolution of the Complaint in consultation with the CEO or the Chairperson of the Social and Ethics Committee, as applicable;

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8.17.2. one of the Operating Divisions, then the Executive: Risk and Sustainability will engage the Chief Executive of the Operation Division on the outcome of the investigation and make the necessary arrangements for the appropriate resolution of the Complaint. The resolution of the Complaint, including any criminal, civil, and disciplinary action, will at all times be headed by ARM's Corporate Office, duly assisted by the Operating Division.

8.18. Nothing in this Policy shall preclude the Executive: Risk and Sustainability, FD, the ARM Group Executive Legal or the CEO, as applicable, from consulting the Chairperson of the Social and Ethics Committee on Complaints, where he/she deems it necessary to do so in the interests of maintaining ethical standards and addressing criminal and other irregular conduct.

8.19. The Executive: Risk and Sustainability shall provide quarterly reports on the status of Complaints to the Social and Ethics Committee, the Audit and Risk Committee, the Management Risk and Compliance Committee, and divisional Audit Committees, so that the Board can exercise ongoing oversight of the management of ethics [King IV, RP 9(c)] and the maintenance of ethical standards. Where a Complaint is in the process of being investigated, the Executive: Risk and Sustainability shall be entitled to withhold such information as may be confidential or material to the outcome of the investigation until such time as the investigation of the Complaint has been completed.

8.20. The Executive: Risk and Sustainability must keep a detailed register of all Complaints received, dismissed, not pursued, investigated, and resolved.

## 9. OCCUPATIONAL DETRIMENTS

9.1. ARM has a responsibility to take all necessary steps to ensure that Employees and Workers are protected from any Occupational Detriments as a result of having made a Disclosure or submitted a Complaint.

9.2. ARM will treat all Complaints made by Employees, Workers, and Stakeholders as strictly

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confidential and the identity of the Employee, Worker, or Stakeholders who made the Complaint shall be protected as far as is reasonably practicable in the circumstances. However, in the event that a Complaint has been made and an investigation into that Complaint is being conducted, such investigation may, in certain circumstances, cause the identity of the Stakeholders who made such Complaint to be revealed.

9.3. ARM will not tolerate any form of retaliation or Occupational Detriment against any Employee, Worker, or Stakeholder who submits a Complaint in accordance with this Policy.

#### 9.4. Employees

9.4.1 Any Employee who has been or may be subjected to an Occupational Detriment as a result of having submitted a Complaint may:

9.4.1.1. approach any court having jurisdiction, including the Labour Court, for appropriate relief; or

9.4.1.2. pursue any other process allowed or prescribed by any law.

9.4.2 An Employee who has submitted a Complaint and who reasonably believes that he/she may be subjected to an Occupational Detriment on account of having done so must, at his/her request and if reasonably possible or practicable, be transferred from the position occupied by him/her at the time of the Complaint to another position in the same or a different Operating Division. The terms and conditions of employment of an Employee that is transferred on request will not, without his/her written consent, be less favourable than the terms and conditions that applied to the Employee immediately before the transfer.

#### 9.5. Workers and Stakeholders

9.5.1 No Worker or Stakeholder will be detrimentally affected in their dealings with ARM or be retaliated against by ARM or any Employee as a direct consequence of having submitted a Complaint in terms of this Policy. Without limiting anything in this paragraph 9.5.1:

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9.5.1.1. no agreement between ARM and any Worker or Stakeholder will be terminated;

9.5.1.2. no payments owing to any Worker or Stakeholder under any such agreement will be unduly withheld; and

9.5.1.3. no penalties or sanctions will be imposed on any Worker or Stakeholder under any such agreement;

in each case as a consequence of such Worker or Stakeholder having submitted a Complaint in terms of this Policy.

9.5.2 Any Worker or Stakeholder who has or may be subjected to any undue prejudice or adverse consequence by ARM or any Employee as a result of having submitted a Complaint, including any prejudice referred to in paragraph 9.5.1 above, must immediately report this to the Executive: Risk and Sustainability.

9.5.3 In addition to paragraph 9.5.2 above, any Worker or Stakeholder who is subjected to any undue prejudice or adverse consequence by ARM or any Employee as a consequence of having submitted a Complaint may approach any court having jurisdiction for appropriate relief.

9.5.4 For the avoidance of doubt, nothing in this Policy negates or restricts, in any way, the ability of ARM or any Employee to take any action or enforce any rights or remedies against any Worker or Stakeholder, including in terms of any agreement with such Worker or Stakeholder, for reasons other than such Worker's or Stakeholder's submission of a Complaint in terms of this Policy.

## 10.COMMUNICATION OF POLICY

10.1.All Staff must be informed of the procedure for submitting a Complaint to Whistle Blowing Channel Service Provider or an HR Executive as part of ARM's commitment to implementing and maintaining ethical conduct and behaviour in its business.

10.1.1. The existence of this Policy and the systems provided for herein will be routinely publicised by ARM so that its Staff and Stakeholders are aware of it [Companies

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Act, Section 159(7)]. ARM will do so by, among others, conspicuously displaying a notice wherein Staff and Stakeholders are advised and encouraged to contact Whistle Blowing Channel Service Provider or an HR Executive if they are aware of any Reportable Conduct by ARM or an Employee which they wish or are obliged to bring to the attention of ARM [Regulation 131 of the Companies Regulations] at its registered office, corporate office, the principal places conducting the business activities of ARM, and at any workplace where Employees of ARM are employed.

10.2. The Risk Department, under the leadership of the Executive: Risk and Sustainability, shall ensure that all Staff are educated and trained in terms of this Policy and its requirements. Further, the Executive: Risk and Sustainability shall ensure that Staff acknowledge in writing that they have received a copy of, and read, this Policy. [King IV, Principle 2, RP 7].

## 11. BREACH OF POLICY

11.1. Any conduct in breach of this Policy will amount to gross misconduct and may result in disciplinary action being instituted against an Employee, which may include dismissal.

11.2. An Employee, Worker, or Stakeholder who intentionally discloses false information in a Complaint:

11.2.1. knowing that information to be false or who ought reasonably to have known that the information is false; and

11.2.2. with the intention to cause harm to the affected party and where the affected party has suffered harm as a result of such Complaint;

may be subjected to the penalties and sanctions set out in section 9B of the Protected Disclosures Act, and/or to such other action as ARM considers necessary.

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