



enX Group

(hereunder referred to as "the Company or enX Group")

WHISTLEBLOWER POLICY

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1. INTRODUCTION

The enX Group is committed to conducting business with integrity and honesty and encourages a culture of intolerance to wrongdoing and speaking up when any wrongdoing is encountered, so that appropriate action can be taken. This Whistleblower Policy aims to facilitate and maintain an environment in which any concerns relating to wrongdoing can be safely and confidently expressed, without fear of punishment or unfair treatment, and ultimately assist in preventing wrongdoing within the enX Group.

2. PURPOSE

The purpose of this Policy is to provide guidance to eligible individuals who are aware of any criminal conduct or other wrongdoing (defined as Improper Conduct in this Policy) on:

- Who can make a disclosure under this Policy;
- The types of disclosures that may be made;
- How to make a disclosure under this Policy;
- How matters disclosed will be investigated; and
- How the confidentiality of a Whistleblower's identity will be safeguarded and how the Whistleblower will be protected.

3. APPLICATION OF POLICY

This Policy applies across the enX Group and its subsidiaries.

As the enX Group has operations and staff in other African countries, this Policy is subject to the whistleblower laws that apply in each particular country. As a result, the scope of this Policy and the manner in which disclosures made under this Policy are handled, may differ according to the laws and requirements in the jurisdiction in question. Where there is a variance between this Policy and the legal requirements of a particular jurisdiction, the more rigorous standard will apply.

In particular - refer to Schedule 1 of this Policy for disclosures made in terms of the South African Companies Act.

This Policy does not apply to concerns that can be dealt with in terms of the enX Group's Grievance Policy for which formal grievance procedures are in operation. This Policy focuses on concerns that fall outside the scope of the grievance procedures unless the grievance relates to a concern about any Improper Conduct. The policy should be read with the Code of Conduct and Anti-bribery and Corruption policies.

4. DEFINITIONS

- Companies Act means the Companies Act, No 71 of 2008, as amended, of South Africa;
- Improper Conduct means the conduct described in section 6 of this Policy;
- Whistleblower means any person referred to in section 5 of this Policy who makes a disclosure or raises a concern relating to Improper Conduct in accordance with this Policy or a person who makes a disclosure of a type referred to in the Companies Act as set out in Schedule 1 to this Policy;

- enX means enX Group Limited; and
- enX Group means enX, and its subsidiaries.

5. WHO CAN MAKE A DISCLOSURE UNDER THIS POLICY?

The following are eligible to make a disclosure under this Policy:

- an employee of a member of the enX Group;
- a person who provided services to a member of the enX Group while being employed by a supplier, a business partner, an independent contractor, consultant, agent or a temporary employment service (labour broker);
- a customer; and
- any person referred to in Schedule 1 to this Policy.

6. WHAT IS IMPROPER CONDUCT?

Improper Conduct is conduct that a person has reason to believe shows that an entity in the enX Group has engaged in one or more of the following:

- a criminal offence has been committed, is being committed or is likely to be committed;
- a person has failed, is failing or is likely to fail to comply with any legal obligation to which that person is subject;
- the health or safety of an individual in the workplace has been, is being or is likely to be endangered;
- the environment has been, is being or is likely to be damaged;
- any matter referred to above has, is being or is likely to be deliberately concealed; and
- any other matter referred to in part 2 of Schedule 1.

7. HOW TO MAKE A DISCLOSURE

Any person referred to in section 5 of this Policy, who genuinely and reasonably believes he/she has knowledge of Improper Conduct and who wishes to make a disclosure or raise a concern relating to such conduct, may do so anonymously or confidentially in any one of the following ways:

- to the independent whistleblower facilities, details of which are provided in the box insert below; or
- if the concern relates to enX Group the Whistleblower may also make the disclosure to:
 - the relevant divisional CEO; or
 - Group CEO or Group company secretary at enx@acorim.co.za; or
 - external body set out in part 2 of Schedule 1; or

SOUTH AFRICA HOTLINE (available 24 hours, 7 days a week)

Fraud Hotline: 0801 122 566

E-mail: enx@tip-offs.com

Postal address: Deloitte Tip-Offs Anonymous, P O Box 774, Umhlanga Rocks, South Africa, 4320

SMS Line: SMS "Tip-Offs" to 32480 for a call back

The enX Group will respect any Whistleblower that wishes to make a disclosure on an anonymous basis. However, a disclosure made on an anonymous basis may hamper the efforts of the enX Group to fully and properly to investigate any allegations of Improper Conduct and ultimately prevent the enX Group from taking appropriate action.

8. INVESTIGATION OF DISCLOSURE

While the circumstances relevant to each disclosure, and the investigative action required, will vary, all reviews and investigation of disclosures made by a Whistleblower under this Policy:

- will be conducted fairly and in a timely manner; and
- will be appropriately documented; and
- will keep the Whistleblower regularly updated regarding the status, expected timeframes and outcome of the review or investigation (if the Whistleblower can be contacted).

Investigations conducted by enX Group will follow the procedures set out below:

On receiving a disclosure from a Whistleblower, the person receiving the disclosure will initiate a preliminary enquiry/review of the disclosure and within 21 days after receipt of the disclosure must:

- decide whether to:
 - investigate the matter or not; or
 - refer the disclosure to another person or body (“third party”) if that disclosure could be investigated or dealt with more appropriately by the third party; provided that such referral does not identify, and is not likely to lead to the identification of the Whistleblower; and
- in writing, either through the independent whistleblower facilities if the Whistleblower wishes to remain anonymous or directly to the Whistleblower if the Whistleblower has agreed to share his/her identity with the relevant CEO or Group Company Secretary, acknowledge receipt of the disclosure and inform the Whistleblower of the decision:
 - investigate the matter, and where possible, the time-frame within which the investigation will be completed;
 - not to investigate the matter and the reasons for such decision; or
 - to refer the disclosure to a third party for further investigation.

Where the CEO or Group Company Secretary or third party requires more than 21 days within which to decide whether or not to investigate the matter or refer it elsewhere, the Whistleblower must be informed accordingly in writing. The Whistleblower must then be kept updated regarding the status of the investigation on a regular basis of intervals of not more than two months at a time. A decision must be made and communicated to the Whistleblower within six months following the date on which the disclosure was received.

Persons conducting or third parties appointed to conduct investigations will have access to all records, data and information relevant to the investigation and employees or individuals referred to in section 5 of this Policy who are requested to assist in an investigation and are able to provide relevant information are expected to co- operate.

On completion of the investigation the outcome will be shared in writing with the Whistleblower directly by the CEO or the Group Company Secretary or the third party, as appropriate.

Where the identity and contact details of the Whistleblower who reported the Improper Conduct is unknown, the CEO or Group Company Secretary or third party is not obliged to communicate the decision whether or not to investigate and/or the outcome. The CEO or Group Company Secretary or third party is still required to make the decision and where applicable, conduct the investigation and reach a conclusion.

9. CONFIDENTIALITY AND PROTECTION FOR WHISTLEBLOWERS

The protection of Whistleblowers, including identity protection (keeping the identity of the Whistleblower confidential), is fundamental to achieving the objectives of this Policy. Any form of retaliation, discrimination, harassment or intimidation of a Whistleblower by others as a result of raising concerns through this Policy will not be tolerated and the relevant member of the enX Group will take action to protect a Whistleblower who raises a concern in good faith that the information being disclosed is true.

Whistleblowers who wish to maintain anonymity should, in addition, take precautions not to compromise their anonymity by, for example, not discussing the concern disclosed with others in the enX Group.

All concerns disclosed will be treated in confidence and every effort will be made not to reveal the identity of Whistleblowers without their permission, unless there are legal requirements to do so (for example, if a Whistleblower is required to be a witness) and their identities may need to be disclosed. However reasonable steps will be taken to protect the Whistleblowers identity in the event they are required to be a witness in matter before a court or tribunal.

The right to confidentiality may be forfeited where:

- the incident reported presents an immediate physical danger to any person;
- information supplied is malicious and the person knew it was untrue; and

A Whistleblower will not as a result of the disclosure, be subjected to:

- (a) any disciplinary action;
- b) dismissal, suspension, demotion, harassment or intimidation;
- (c) transferred against his or her will;
- (d) arbitrary changes to terms and conditions of employment;
- (e) refused transfer or promotion;
- (f) refused a reference or provided with an adverse reference;
- (g) denied an appointment to any employment, profession or office;
- (h) 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 a substantial failure to comply with the law;
- (i) threatened with any of the above; or

(j) adversely affected in respect of his or her employment, including employment opportunities, work security and the retention or acquisition of contracts to perform work or render services as a result of making the disclosure, (“Detrimental Action”)

unless the Whistleblower is responsible for, or otherwise implicated in, any unethical behaviour which has been reported by the Whistleblower.

The Group will have regard to the relevant applicable legislation of the country of operation in respect of the protection of the Whistleblower. Disclosures to a legal practitioner for the purposes of obtaining legal advice or legal representation in relation to this Policy or applicable whistleblower legislation, are protected.

10. MALICIOUS WHISTLEBLOWING

A Whistleblower who intentionally discloses false information:

- knowing the information to be false or who ought reasonably to have known that the information is false; and
- with the intention to cause harm to the affected party and where the affected party has suffered harm as a result of such disclosure,

may be guilty of a criminal offence and liable on conviction to a fine or to imprisonment, in addition to which the Whistleblower may be subject to disciplinary action up to and including dismissal.

11. APPLICABLE LAWS

This Policy arises from and is aligned with the following laws relating to Whistleblowing:

South Africa

The Protected Disclosures Act No. 26 of 2000 which aims to provide procedures and protection to persons who in good faith disclose information regarding Improper Conduct by their employer or fellow employees and encourages a culture of good governance, accountability and transparency and to eradicate criminal and other wrongful conduct; and

The Companies Act which provides that the Group must establish and maintain a system to receive disclosures of the nature set out in the Companies Act, to provide protection to whistleblowers who make disclosures to the facilities referred in section 7 above, and to routinely publicise the availability of that system (which is the purpose of this Policy). As the types of disclosures that may be made under the Companies Act differ from those referred to under Improper Conduct above, a guide on disclosures under the Companies Act is included as Schedule 1 to this Policy.

12. POLICY REVIEW

This Policy must be reviewed by the Social and Ethics Committee (“Committee”), at least every two years, or earlier if there are changes to the laws governing whistleblowers which necessitate amendment to the Policy, in which case the Policy must be updated and submitted to the Committee for consideration and recommendation to the enX Board for approval.

SCHEDULE 1 TO WHISTLEBLOWER POLICY: DISCLOSURES UNDER THE COMPANIES ACT

The definitions in the Policy will apply for the purposes of this Schedule, unless the context indicates otherwise. This section of the Policy deals with whistleblowing in companies registered in terms of the Companies Act. 1.

Who can make the disclosure?

The following persons are entitled to make a disclosure and receive protection under the Companies Act:

- a shareholder of enX;
- a director of enX Group;
- the company secretary of enX Group;
- a prescribed officer of enX Group;
- employee of enX Group;
- a registered trade union that represents employees of enX Group or another representative of the employees of enX Group;
- a supplier of goods or services to enX or an employee of such a supplier; and
- a customer of enX.

Types of disclosures that can be made under the Companies Act and who they can be made to:

If any of the above individuals reasonably believe, at the time of the disclosure, that the information in their possession showed or tends to show that enX, or a director or prescribed officer of enX, had –

- contravened the Companies Act, or a law mentioned in Schedule 4 to the Companies Act;
- failed or was failing to comply with any statutory obligation to which the company was subject;
- engaged in conduct that had endangered, or was likely to endanger, the health or safety of any individual, or had harmed or was likely to harm the environment;
- unfairly discriminated, or condoned unfair discrimination, against any person, as contemplated in section 9 of the Constitution and the Promotion of Equality and Prevention of Unfair Discrimination Act, 2000 (Act No. 4 of 2000); or
- contravened any other legislation in a manner that could expose enX to an actual or contingent risk of liability, or is inherently prejudicial to the interests of enX,

the individual concerned, is at liberty to make a disclosure in good faith, to any of the following authorities:

- the Companies and Intellectual Property Commission (CIPC),
- the Companies Tribunal,
- Takeover Regulation Panel,
- the Johannesburg Stock Exchange,
- a legal adviser, a director, prescribed officer, company secretary, auditor, internal auditor, the Board or a Board committee of enX Group.

Protection

A person who makes a disclosure contemplated in this section-

- as qualified privilege in respect of the disclosure; and
- is immune from any civil, criminal or administrative liability for that disclosure.

SCHEDULE 2 TO WHISTLEBLOWER POLICY: FREQUENTLY ASKED QUESTIONS

What is whistleblowing?

Whistleblowing is the confidential reporting of Improper Conduct within an organisation.

Who do I contact if I want to report a matter?

- the independent whistleblower facilities, details of which are provided below; or
- CEO at Tip-Offs@enxgroup.co.za or
- if the concern relates to Improper Conduct that pertains to the CEO, then the Whistleblower may make the disclosure to the Chairman of the board via the Company Secretary enx@acorim.co.za

SOUTH AFRICA HOTLINE (available 24 hours, 7 days a week)

Fraud Hotline: 0801 122 566

E-mail: enx@tip-offs.com

Postal address: Deloitte Tip-Offs Anonymous, P O Box 774, Umhlanga Rocks,
South Africa, 4320

SMS Line: SMS "Tip-Offs" to 32480 for a call back

What constitutes unfair discrimination?

Unfair discrimination is the practice of showing prejudice or bias against employees on the basis of race, gender, sex, pregnancy, marital status, family responsibility, ethnic or social origin, colour, sexual orientation, age disability, religion, HIV status, conscience, belief, political opinion, culture, language and birth by an employer.

What is meant by “conflict of interest”?

Conflict of interest is when an employee is involved in businesses or interests linked or likely to compete with the Group and the employee fails to report those interests. Please see the Group Code of Conduct Policy for further information.

If I choose to remain anonymous, will I be protected?

Yes, if you raise a concern in good faith that the information being disclosed is true, you will receive protection, including identity protection (keeping the identity of the Whistleblower confidential) unless there are legal reasons for disclosing your identity (for example, you are required to appear as a witness).

Who is the CEO?

Andrew Hannington – Group CEO (andrew@enxgroup.co.za)

Jacqui Carr – Eqstra CEO (jcarr@eqstra.co.za)

Mark Kerwan – AGL CEO (mark.kerwan@aglubricants.co.za)

Grant Rosettenstein – WAG CEO (grant@westafricangroup.co.za)

Craig Silver – NWP CEO (craigs@newway.co.za)

Who is the Group Company Secretary?

Ms Roxanne Cloete (enx@acorim.co.za)

Who are the current external independent providers?

Deloitte

What does good faith mean?

Good faith means doing things with integrity and honesty and without malice. These form part of the Group's core values.

Who is in charge of the hotline?

Deloitte.

Do I need to provide proof when reporting a matter?

If possible, when making disclosures, evidence should be provided. However, you will not be required to prove the truth of the information disclosed.

Do I need to advise my supervisor before reporting a matter?

No.

How can I access the Whistleblower Policy?

This Policy is available for viewing on Intranet Sites, online bulletin boards or will be circulated by email