



Whistleblowing Policy

Adopted on 2026

1.0 Introduction

An important aspect of accountability and transparency is a mechanism to enable all individuals to voice concerns internally in a responsible and effective manner when they become aware, or reasonably believe that others are not meeting the expected standards in business ethics.

At Sameer Africa Plc, we strive to maintain an open and sincere communication at all levels to ensure the achievement of our business objectives in a conducive work environment. This policy is therefore fundamental to our professional integrity. In addition, it reinforces the Company's core values of **Integrity, Collaboration, Agility, Respect and Excellence**. All employees and workers including contractors, must always act with integrity and honesty. This helps our customers have confidence in us when entrusting us with their business.

2.0 What is whistleblowing?

Whistle blowing is the confidential disclosure by an individual of any concern encountered in the workplace relating to a perceived wrongdoing in the hope of stopping it. The Company considers such wrongdoing to include: -

- 2.1** General malpractice, such as immoral, illegal, unethical practices. The word 'malpractice' means but is not limited to; breach of the law, theft, fraud, sexual harassment and other criminal activities.
- 2.2** The disclosure may be about an incident, event or occurrence in the present or past.
- 2.3** The misconduct could also be a violation of the law, regulation or a direct threat to public interest e.g. corruption or health or safety at the workplace.

3.0 Policy statement

The Whistle-Blowing Policy is intended to encourage employees and other stakeholders to raise serious concerns within the Company through transparent and secure channels, prior to seeking resolution outside the organization. It aims to enable individuals to do so **without fear of retaliation, discrimination, or victimization**.

To enhance confidentiality and independence, **Sameer Africa PLC has outsourced the management of its whistleblowing services to KPMG**, an external and independent service provider. This ensures that all concerns are received, documented, and assessed objectively while maintaining anonymity where requested.

Employees, contractors, and stakeholders may therefore report concerns through the following:

- **KPMG Whistleblowing Channels** (Hotline, Hotmail, and Hotlink) for confidential external reporting; or
- **Internal channels**, including the official email whistleblowing@sameerafrica.com

4.0 Authority for Whistle Blowing Policy

- 4.1** The Head of Human Resources has the overall responsibility for the maintenance of the policy.

4.2 Head of departments however have a specific responsibility to facilitate the operation of this policy and to encourage and assure staff to raise concerns without fear of victimization.

5.0 Scope

This policy covers present permanent, temporary and seasonal employees (including student interns) throughout the Company. The policy also applies to third party partners including contractors and sub-contractors.

6.0 Key aspects of the policy

The following are the salient aspects of the whistleblowing policy: -

6.1 Anonymity

All whistle-blowers will be protected and the information held in strict confidence. Therefore, no one who reports in good faith wrongful conduct will suffer harassment, retaliation, or adverse employment consequence. A supervisor or manager who retaliates against a person who has reported a violation in good faith is subject to discipline up to and including termination of employment.

Whilst the Company encourages whistleblowers to identify themselves, anonymous calls and alerts will nevertheless be taken seriously and investigated fully.

6.2 Investigations

Any disclosures will be investigated fully including interviews with all the witnesses and other parties involved.

6.3 Good Faith

Anyone filing a complaint of wrongful conduct must be acting in good faith and have reasonable grounds for believing the information disclosed indicates wrongful conduct. Any allegations that prove to have been made frivolously, maliciously, or knowingly to be false will be viewed as a serious disciplinary offense.

6.4 Confidentiality

Reports of wrongful conduct or suspected wrongful conduct will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.

6.5 False disclosure

Concerns that are raised maliciously will be investigated and the particular staff reporting the matter may be called to account for the action.

6.6 Personal or work-related matters are excluded under this policy.

7.0 Procedure for raising concern

Sameer Africa PLC has outsourced the management of its whistleblowing services to **KPMG** to ensure independent handling, confidentiality, and integrity of all reports. Employees, contractors, and stakeholders are encouraged to report concerns through the following channels:

a) KPMG Reporting Channels

Whistleblowing reports may be submitted confidentially through any of the following KPMG-managed channels:

- **KPMG Toll Free Hotline (Landline):** +27 12 543 5356
- **KPMG Hotmail:** hotline@kpmg.co.za

b) KPMG Whistleblowing Process

1. Whistleblowing Channel Management

- KPMG sets up and manages multiple independent reporting channels.
- Ensures 24/7 availability and accessibility of the whistleblowing platform for all stakeholders.

2. Report Receipt and Documentation

- Receives whistleblowing complaints and categorizes them based on nature, urgency, and severity.
- Records and documents reports in a structured manner ensuring compliance with applicable data protection and confidentiality laws.
- Maintains a case management system to track reports through to resolution.

3. Preliminary Review and Assessment

- Conducts an initial assessment of the report to determine validity and risk.
- Summarizes key findings and forwards them to the **Board Audit and Risk Committee (BARC) Chair** for further review and appropriate action.

4. Reporting and Communication

- Submits periodic reports to the **Chair of BARC**, detailing whistleblowing complaints, trends, and resolutions.
- Provides **urgent alerts** for high-risk or sensitive cases requiring immediate attention.
- Maintains open communication with the **BARC Chair** for clarifications or additional information where required.

c) Sameer Africa Internal Channels

In addition to the outsourced whistleblowing service, employees are encouraged to use internal mechanisms when comfortable to do so:

- **Email:** whistleblowing@sameerafrica.com

- **Suggestion / Idea Boxes** placed within company premises.
- **Open discussions** with immediate supervisors where appropriate.

8.0 Policy Communication and Accessibility

To promote transparency and ease of access, this Whistle-Blowing Policy shall be published on the Company's official website <https://www.sameerafrica.com>

The website will also include a direct link to the **KPMG Whistleblowing Reporting Portal** <http://www.thornhill.co.za/kpmgfaircallreport> and the KPMG Whistleblowing email address hotline@kpmg.co.za enabling employees, contractors, and stakeholders to report concerns confidentially at any time.

8.0 Policy Review

This policy shall be reviewed after every three (3) years or on a need basis to assess whether the objectives are being achieved and to amend wherever applicable in order to keep it up to date with the changes in the business environment as well as in the company.

CHAIRPERSON BOARD AUDIT AND RISK COMMITTEE
 COMMITTEE..... 

DATE.....

BOARD CHAIRMAN..... 

DATE..... 2nd December 2025