



CLICKS GROUP

L I M I T E D

REG. NO. 1996/000645/06

GROUP CODE OF CONDUCT POLICY

Group Code of Conduct Policy	Policy Number: HR 012 Revision Number: 04	Creation Date: 06 August 2010 Page: 1 of 5
-------------------------------------	--	---

1. Purpose

As a Group, we value the maintenance of the highest ethical standards in carrying out our business activities and to this end we are committed in ensuring that our Group values are sustained in all of our operations and our engagements with customers, employees and stakeholders.

Underpinning the Group's ethical business philosophy is the principle that all employees have a duty to act in the utmost good faith at all times by modelling behaviour which is aligned to the Group's values in all their day to day interactions.

2. Group values

The foundation of every employment contract is mutual trust. Our Group values embed this fundamental principle:

- Integrity through honesty and openness
- Understanding, through respect and dialogue
- Discipline in our approach
- Goal-driven delivery
- Passionate about our customers

3. Principles

The Group and business units undertake to:

- Treat employees, customers, suppliers and others with whom we do business, with respect, integrity, honesty and openness;
- Maintain a diverse workforce and inclusive work environment;
- Support fundamental human rights
- Act in a socially and environmentally responsible manner
- Support efforts to eliminate corruption

4. Group standards

4.1 Legal and Regulatory compliance

The Group, its business units and all employees must at all times, comply with all applicable laws and regulations when conducting business for or on behalf of the Group.

The Group is committed to complying with all applicable employment laws and regulations including the minimum wage requirements, hours of work, overtime, employment of minors and will not recruit or employ anyone who is not legally authorised to work in the country in which employment is sought;

The Group will not condone the activities of employees who achieve results through violation of laws, regulations and/or unethical business dealing.

4.2 Our customers

The Group, its business units and employees are committed to delighting our customers by providing better products, services and availability. We respect the confidentiality and privacy of our customers and others with whom we do business.

4.3 Employee conduct

Employees must adhere to the code of conduct in order to ensure ethical performance, conduct and relationships with one another, our customers, suppliers, intermediaries, shareholders and investors.

4.4 Safe work environment

The Group is committed to and promote a safe work environment within which every employee has a duty to safeguard themselves, their colleagues and the public from injury. We are committed to providing an environment and working conditions in which:

- Any form of forced, compulsory or child labour will not be permitted;
- Employees are encouraged to report misconduct without fear of retaliation;
- Discrimination and harassment is not permitted and tolerated;
- The solicitation, possession and use of illegal drugs or being under the influence of such drugs on company time and property is not allowed;

4.5 Company funds, assets and resources

Group funds, assets and all other resources must be used for legitimate business activities of the Group and business units and not for personal benefit.

- Employees who have access to company funds in any form must adhere to the prescribed policies and procedures for handling, protecting and reporting money.
- Employees who are in a position that requires spending company funds or who incur any reimbursable personal expenses must use good judgement on the Group and/or business units' behalf to ensure that good value is received for such expenditure.

4.6 Conflict of interest

The Group and business units expect all employees to perform their responsibilities conscientiously, honestly, with integrity and in accordance with the best interest of the Group.

- Employees must not use their positions or the knowledge gained as a result of their positions for personal and private advantage.
- Employees must immediately notify their line manager in any case where they sense that a course of action they are pursuing or have pursued or are contemplating to pursue may result in a conflict of interest with the Group or business units.
- Employees may not manage, supervise and/or work in the same team with anyone with whom they have a family, romantic or dating relationship as this could influence or appear to influence judgement, decision making and performance.

4.7 Gifts, entertainment and favours

Employees must not accept gifts, entertainment and/or favours that could in any way influence or appear to influence business decisions in favour of a person or organisation with whom the Group and/business unit has, or is likely to have, business dealings.

Employees must not accept any other preferential treatment that might be inclined to, or be perceived to place them under obligation to return the preferential treatment.

4.8 Kickbacks, secret commissions and bribes

The Group prohibits the solicitation and acceptance of kickbacks and/or secret commissions from clients and/or suppliers by employees and company representatives.

The Group does not give or receive, whether directly or indirectly, bribes or other improper advantages to individuals and/or organisations for business or financial gain. Employees are prohibited to offer, give or receive any gift or payment which is or may be perceived to be a bribe.

Any breach of this standard will result in disciplinary action and prosecution to the full extent of the law.

4.9 Relationships with clients and suppliers

Group employees should avoid investing in or acquiring personal financial interests in any business that has a contractual relationship with or that provides goods and/or services to the Group or business units, if such an investment or interest could influence or create the impression of influencing their decisions in the performance of their duties.

4.10 Company records and communication

The Group and business units requires accurate and reliable records and information in order to meet legal, financial and other obligations as well as manage the affairs of the organisation.

Employees must not make or engage in false recording or communication of any kind, whether internal or external, including but not limited to:

- False expense, attendance, production, financial or similar reports of statements
- False advertising, deceptive marketing practices and/or other misleading representation
- Disclosing or communicating any confidential information acquired in the course of employment

4.11 Environmental management

The Group values the environment and seek ways to manage our buildings and land, our waste and our energy and water usage efficiently. We are committed to making continuous improvement in the management of our environmental impact and to the long term environmentally sustainable business.

4.12 Securities and exchange

Employees shall neither directly or indirectly nor beneficially nor non-beneficially deal in any securities of the Company when such employee is in possession of insider information not yet in the public domain and which could influence an investor's decision to buy, sell or hold securities in the Company

6. Responsibilities

6.1 Employee obligations

All employees of the Group are obligated to adhere to the Code of Conduct and in addition must:

- Declare all interests at least annually and periodically as and when necessary. Such interests could include directorships, significant shareholding and the employment of family members
- Obtain the written permission of a senior line manager prior to accepting any remunerative employment or engage in any private business or use office equipment for such work during normal business or work hours which could in any way compromise the work performance of such employee
- Refrain from party political activities in the workplace
- Obtain the written clearance from the Company Secretary prior to dealing in any securities of the company – whether directly or indirectly
- Report breaches of this Code of Conduct to **“Tip-Offs Anonymous”**

6.2 Line managers

Line managers are responsible for creating an environment that encourages compliance with the Group Code of Conduct as well as all other policies and procedures. All line managers must:

- Investigate all reports of breaches to the Code of Conduct
- Not cover up or ignore any reports of unethical conducts
- Not retaliate against any employee for raising ethical issues or reports of any breach to the Code of Conduct
- Ensure that appropriate disciplinary action is instigated for any breach to the Code of Conduct

5. Scope

This policy applies to all permanent and fixed-term contract (full-time, part-time and flexi-time) employees of the Clicks Group (Pty) Limited, its subsidiaries, business units and service providers in South Africa only.

6. Responsibilities

Any changes, updates or revisions of the Code of Conduct Policy must be approved by the Group HR Director.

7. Revision history

The Group Code of Conduct Policy will be reviewed every 3 years from the date of creation.

POLICY NUMBER	POLICY OWNER	CREATION DATE	NEXT REVISION DATE
HR 012	B D Engelbrecht	06 August 2010	18 June 2023