

Group Code Of Conduct

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1. INTRODUCTION

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

Accordingly, this code of conduct sets out guiding principles to be adhered to by all employees throughout the Group in order to ensure ethical performance, conduct and relationships with one another, our customers, suppliers, intermediaries, shareholders and investors.

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. STANDARDS

We uphold the following standards in all our business activities and our engagements:

- Compliance with all legislative and regulatory frameworks in conducting business for or on behalf of the Group
- Company resources (financial or non-financial) will be used for the legitimate business activities of the Group
- Control and governance frameworks will be introduced to deter fraud, corrupt and unethical business practices
- Integrity in dealing with customers, suppliers or intermediaries is imperative for the building of sustainable, long-term business relationships
- We value the environment and seek ways to manage our buildings and land, our waste and our energy and water usage efficiently
- We promote an inclusive, safe work environment within which every employee has a duty to safeguard themselves, their colleagues and the public from injury
- All our employees avoid conflicts of interest between their direct or indirect personal interests and the best interest of the Group when engaging in business dealings for or on behalf of the Group
- 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
- Every line manager is tasked with initiating and investigating all reports of breaches to this Code of Conduct and ensuring that the appropriate disciplinary action is instigated. The Group enables employees to report breaches of this Code of Conduct to **"Tip-Offs Anonymous"** which is investigated by the Group I A department.

4. EMPLOYEE OBLIGATIONS

All employees of the Group must uphold the Group values and standards. In addition, without being an exhaustive list, employees must specifically:

- Declare all interests at least annually as per the attached Declaration of Interest document, and periodically as and when necessary. Such interests could include directorships, significant shareholding and the employment of family members
- Declare all gifts (financial or otherwise) in the prescribed Gift Register in accordance with the applicable policy
- Not to disclose or communicate any confidential information acquired in the course of employment
- Employees on Hay Band G and above must complete the annual Competition Act declaration
- 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
- Deal fairly, professionally and equitably with other employees irrespective of race, gender, ethnic or social origin, colour, sexual orientation, age, disability, religion, political persuasion, conscience, belief, culture or language
- Execute his or her duties in a professional and competent manner and, in so doing, treats all company material, property and assets with proper care and respect
- Obtain the written clearance from the Company Secretary prior to dealing in any securities of the company – whether directly or indirectly

5. SCOPE

This policy applies to all permanent (full-time and part-time) employees; fixed term-contractors and independent contractors of the Clicks Group Limited, its subsidiaries, business units and brands.

6. RESPONSIBILITIES

The roles and responsibilities are outlined in the RASCI model.

7. REVISION HISTORY

Policy number	Policy title	Creation date	Revision number and date	Author
GCOC001	Group Code of Conduct	9 September 2010	Version 2 – 07 October 2013	Group HR Director