

Gift Declaration Policy

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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 engagement with suppliers, service providers, competitors, customers, intermediaries and stakeholders.

2. PRINCIPLES

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 gift policy sets out guiding principles to be adhered to by all employees throughout the Group in order to ensure ethical performance, conduct and relationships with suppliers, service providers, competitors, customers, intermediaries and stakeholders.

3. GROUP VALUES

The foundation of every employment contract is mutual trust which is embedded in our group **values** of:

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

4. GROUP STANDARDS

The Group upholds the following standards in all business activities and engagements:

- Compliance with legislative and regulatory frameworks in conducting business for or on behalf of the Group
- Company resources (financial or non-financial) will be used for legitimate business activities of the Group
- Control and governance frameworks will be introduced to deter fraud, corruption and unethical business practices
- Integrity in dealing with suppliers, service providers, competitors, customers, intermediaries and stakeholders is imperative for the building of sustainable, long-term business relationships
- All our employees avoid any situation which could give rise to a conflict of interest between their direct or indirect personal interests and the best interest of the Group, or could create a sense of indebtedness or undue advantage when engaging in business dealings for or on behalf of the Group
- Employees shall neither directly or indirectly nor beneficially nor non-beneficially receive benefits, gifts or discounts that amount to personal gain and that have not been disclosed as provided for in terms of this policy, as a result of the performance of their duties or business dealings for on behalf of the Group.
- Employees and line managers are encouraged to provide this policy to suppliers/service providers to avoid any misunderstandings arising in relation to a gift/benefit.

5. 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 gifts (financial or otherwise) with a market value of R200 or more, or gifts from a single supplier/provider with a cumulative market value of R600 over any 6 month period, in the prescribed gift declaration register, within 24 hour hours of receiving the gift or benefit, or as soon as practically possible thereafter;
- Declare any single gifts (financial or otherwise) with a market value of R1000 or more, or gifts from a single supplier/provider with a cumulative market value of R3000 over any 6 month period, in the prescribed gift declaration register, within 24 hour hours of receiving the gift or benefit to this threshold, or as soon as practically possible thereafter;
- Declare all gifts in the gift declaration register and in writing to the employee's line manager and the Group Human Resources Director
- Directors are required to disclose all gifts received in the gift declaration register and in writing to the Chairperson of the Audit Committee.
- Where the market value of the gift is not known, the person or entity that has provided the gift should be requested to provide the market value of the gift in writing. In the interim, or in the case of doubt regarding the market value of the gift, the gift must be disclosed in the prescribed gift declaration register and, if there is a possibility that the value of the gift is R1000 or more/R3000 over a 6 month period, it should also be disclosed in writing to the employee's line manager and Group Human Resources Director
- Decline or return any gifts or benefits which are inappropriate, whether due to their nature, value, or the nature of the supplier/provider relationship, or where such a gift could give rise to a sense of obligation to the supplier/provider or an allegation of impropriety, or might facilitate or induce behaviours which could be beneficial for the supplier/provider
- Refuse to accept any discount which is not generally available to a member of the public or is not as a result of a formal Clicks partnership with a provider to supply all Clicks employees with a certain benefit
- Recognise that such gifts may take the form of entertainment, sponsorship of travel expenses, invitations to sporting events, concerts or other events, meals, indirect or direct benefits provided to a third party or a member of the employee's family, etc.
- Report breaches of this Gifts policy through "Tip-Offs Anonymous" line

6. LINE MANAGER OBLIGATIONS

All line managers are responsible for upholding Group values and standards and tasked with:

- Initiating and investigating all reports of breaches to the Group Code of Conduct and Gifts policy and ensuring that the appropriate disciplinary action is instigated
- Notifying the head of finance of such breaches in the policy
- Seeking guidance from the Head of Internal Audit or Group Human Resources Director where unclear

7. SCOPE

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

8. RESPONSIBILITIES

The roles and responsibilities are outlined in the RASCI model.

9. REVISION HISTORY

Policy number	Policy title	Creation date	Revision number and date	Author
GGDP001	Gift Declaration Policy	12 February 2012	Version 2 – 12 February 2014	Group HR Director