Purple Group Limited

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Principle 1	The governing body should lead ethically and effectively.	
	The Board subscribes to the highest level of professionalism and integrity in conducting it's business and are guided by broad principles as disclosed in the Integrated Annual Report	K IV™ P1 Prac 1.a.i K IV™ P1 Prac 1.a.iii K IV™ P1 Prac 1.a.iv
	The independence of the Board is reviewed at least once annually, however Board members are required to disclose any conflicts of interest should they arise between the independence reviews.	K IV™ P1 Prac 1.a.ii
	New directors are inducted into the Group through interactions with various Exco members across the business, providing them with the necessary understanding of the Group business and structure as well as their fiduciary duties.	K IV™ P1 Prac 1.b.i
	The Board has full access to all Group information, records, documents and property which they may require to fulfil their duties, and in addition may delegate functions internally or externally to assist them in the performance of their duties and/or decision-making process.	K IV™ P1 Prac 1.b.ii
	Board training sessions are conducted as required to improve the Board's understanding of topical matters that may impact the Group from time to time. RMCP board training was conducted in 2024.	K IV™ P1 Prac 1.b.iii
	The Board as a governing body are ultimately responsible as a collective for the determination of the strategic direction and policies of the Group and the implementation and execution thereof. They have delegated authority of the day-to-day management to the CEO and Exco team	K IV™ P1 Prac 1.c.i K IV™ P1 Prac 1.d
	The Board is always on the lookout for opportunities that will benefit the Group and is guided by the input from the Risk Committee to assess the risks and whether within risk appetite in which case it would be willing to take certain risks to capture such opportunities	K IV™ P1 Prac 1.c.ii
	The Board will be guided by the input from the Risk Committee in identifying the threats to the Group and assessing whether the relevant actions have been taken to manage these threats within acceptable risk appetite levels as set by the Board	K IV™ P1 Prac 1.c.iii
	Board members are expected, as part of their appointment, to be in attendance at all Board meetings as well as any Committee meetings, which they are members of and/or chair	K IV™ P1 Prac 1.c.iv

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Principle 1	The Board ensures that all business activities they oversee for the Group considers impacts to all stakeholders and that there is a fair exchange of value and/or meeting of stakeholders' needs	K IV™ P1 Prac 1.e.i
	The Board appointed a Social and Ethics Committee to assist them in discharging their duties and ensure they direct the organisation in such a way that the activities of the Group do not adversely impact the natural environment, society or future generations	K IV™ P1 Prac 1.e.ii K IV™ P1 Prac 2
	Transparency is achieved by requiring Board members to disclose any potential conflicts of interests, together with the balance of power of the Board being distributed fairly across numerous Board Committees	K IV™ P1 Prac 1.f
	The executive directors are bound by standard employment contracts which include abiding by the Group's code of conduct, and their performance is assessed in relation to Objectives and Key Results (OKR's) as agreed annually. The non-executive directors are bound by standard letters of appointment	K IV™ P1 Prac 3
Principle 2	The governing body should govern the ethics of the organisation in a way that supports the establishment of an ethical culture.	
	Organisational ethics is the responsibility of the Board. Ethics management has been delegated to the Social and Ethics Committee. The Committee has ensured that Board approved code of conduct and ethics-related policies, where ethical standards are clearly articulated, have been established and implemented	K IV™ P2 Prac 4 K IV™ P2 Prac 5 K IV™ P2 Prac 6.a
	Ethical risks and opportunities are tabled at the Social and Ethics Committee meetings	K IV™ P2 Prac 6.b
	The code of conduct and ethical policies is provided to all employees and contractors as part of their on-boarding and the employee induction process. Any changes and/or updates are communicated to all employees and contractors as and when required. Key relevant policies are published on the Group's websites	K IV™ P2 Prac 7.a K IV™ P2 Prac 7.c
	Employee contracts make reference to the code of conduct and ethical standards and are an integral part of their employment obligations. Suppliers whose contracts are in conflict with our code of conduct and ethical standards will not be used	K IV™ P2 Prac 7.b K IV™ P2 Prac 9.a

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Principle 2	The Social and Ethics committee, by delegation from the Board, sets actions needed for the implementation and execution of the codes of conduct and ethics policies, which it tasks management with. Management reports back on progress and the Board takes action where risk appetite is breached and apply sanctions and/or remedies as required	K IV™ P2 Prac 8 K IV™ P2 Prac 9.b K IV™ P2 Prac 9.c
	The board, through the delegation to the Social and Ethics Committee, ensures that the company's ethics performance is assessed, monitored, reported and disclosed	K IV™ P2 Prac 9.d
	Organisational ethics is the responsibility of the Board but the management has been delegated to the Social and Ethics committee which in turn tasks and tracks implementation by management who sets priorities, as agreed by the Board, for each reporting period	K IV™ P2 Prac 10.a K IV™ P2 Prac 10.b K IV™ P2 Prac 10.c K IV™ P2 Prac 10.d
Principle 3	The governing body should ensure that the organisation is and is seen to be a responsible corporate citizen.	
	The Board considers not only financial performance and good governance, but also the impact of the company's operations on society and the environment	K IV™ P3 Prac 11
	The Board ensures that company performance and interaction with its stakeholders is guided by and in adherence with the Constitution, the Bill of Rights, the applicable laws, regulations and standards as well as its code of conduct and respective policies	K IV™ P3 Prac 12
	The Board has oversight of the organisation's purpose, values, strategy and conduct through regular reviews and approvals where updates/changes are required. The Social and Ethics Committee ensures that measurable corporate citizenship programmes and policies are developed and implemented and embedded in the organisation's purpose, values, strategy and conduct and regularly reviews outcomes against objectives that are set annually	K IV™ P3 Prac 13 K IV™ P3 Prac 15.a K IV™ P3 Prac 15.b K IV™ P3 Prac 15.c K IV™ P3 Prac 15.d
	The board oversees and monitors the organisation's activities against outputs agreed with management that relates to employment equity; fair remuneration; and the health, safety, dignity and development of employees	K IV™ P3 Prac 14.a
	The board oversees and monitors the organisation's activities against outputs agreed with management that relates to economic transformation; prevention, detection and response to fraud and corruption; and responsible and transparent tax policy	K IV™ P3 Prac 14.b

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Principle 3	The board oversees and monitors the organisation's activities against outputs agreed with management that relates to public health and safety; consumer protection; community development; and protection of human rights	K IV™ P3 Prac 14.c
	The board oversees and monitors the organisation's activities against outputs agreed with management that relates to the environment, including but not limited to pollution and waste disposal; and protection of biodiversity	K IV™ P3 Prac 14.d
Principle 4	The governing body should appreciate that the organisation's core purpose, its risks and opportunities, strategy, business model, performance and sustainable development are all inseparable elements of the value creation process.	
	The Board is ultimately responsible for ensuring organisational performance by setting direction for realisation of the Group's core purpose, strategic goals and policies. All matters that may materially impact the business of the Group is tabled at the Board for discussion, including, but not limited to transactions and disposals, approval of major capital expenditure; and key financial and administrative activities. Strategy is set and reviewed by the Board.	K IV™ P4 Prac 1 K IV™ P6 Prac 1.a K IV™ P6 Prac 1.b
	The Board aims to integrate responsible corporate governance values and principles into the Group’s strategy and to embed risk management into daily operations and processes, in order to build a culture of sustainability. The Board further endeavours to ensure that these sustainable components form part of all strategic decisions, audits and assessments and delegates strategy formulation to management	K IV™ P4 Prac 2
	The organisation’s strategy as formulated by management is approved by the Board. As part of the approval process, the Board constructively challenges the strategy with reference to, among others, timelines	K IV™ P4 Prac 3.a
	The organisation’s strategy as formulated by management is approved by the Board. As part of the approval process, the Board constructively challenges the strategy with reference to risks, opportunities and other significant matters connected to the triple context in which the organisation operates	K IV™ P4 Prac 3.b
	The organisation’s strategy as formulated by management is approved by the Board. As part of the approval process, the Board constructively challenges the strategy with reference to the extent to which the proposed strategy depends on the resources and relationships connected to the various forms of capital	K IV™ P4 Prac 3.c

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Principle 4	The organisation’s strategy as formulated by management is approved by the Board. As part of the approval process, the Board constructively challenges the strategy with reference to the legitimate and reasonable needs, interests and expectations of material stakeholders	K IV™ P4 Prac 3.d
	The organisation’s strategy as formulated by management is approved by the Board. As part of the approval process, the Board constructively challenges the strategy with reference to the increase, decrease or transformation of the various forms of capitals that may result from the execution of the proposed strategy	K IV™ P4 Prac 3.e
	The organisation’s strategy as formulated by management is approved by the Board. As part of the approval process, the Board constructively challenges the strategy with reference to the interconnectivity and inter-dependence of all material factors considered	K IV™ P4 Prac 3.f
	The Board approves all Group policies and operational plans which management develops for strategy implementation. These include Objectives and Key Results to assess the achievement of strategic objectives and positive outcomes over various timeframes	K IV™ P4 Prac 4
	The Board has delegated authority of the day-to-day management of the Group to the CEO and the executive teams of the businesses themselves. Management supplies the Board, in a timely manner, with information in a form and of a quality appropriate to enable it to discharge its duties	K IV™ P4 Prac 5 K IV™ P6 Prac 1.c K IV™ P6 Prac 1.d
	Executive directors’ performance is assessed in relation to Objectives and Key Results as agreed annually in accordance with the Group's performance assessment process	K IV™ P4 Prac 6
	The Board oversee that the Group continually assesses, and responsibly responds to, the negative consequences of its activities and outputs on the triple context in which it operates, and the capitals which it uses and affects	K IV™ P4 Prac 7
	The Board monitors the Group's financial health, including but not limited to solvency, liquidity and its status as a going concern which management tables at the Board meetings at least twice annually	K IV™ P4 Prac 8
Principle 5	The governing body should ensure that reports issued by the organisation enable stakeholders to make informed assessments of the organisation's performance, and its short, medium and long term prospects.	
	The Board Audit Committee (as delegated to by the Board) oversees the comprehensive compilation of the Integrated Annual Report, including appointing individuals with the appropriate skill and experience to assist with its preparation and dissemination to the Group's stakeholders.	K IV™ P5 Prac 9

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Principle 5	The Board Audit Committee (as delegated to by the Board) sets the reporting framework and standards of the Group's Integrated Annual Report, considering legal requirements, intended audience and purpose of the report	K IV™ P5 Prac 10
	The Board Audit Committee (as delegated to by the Board) ensures that the Group's Integrated Annual Report, comprising of all materially relevant information, including but not limited to annual financial statements, risk and sustainability reports, is issued once annually, in compliance with legal requirements, considering the assurance of external reports and/or to meet the legitimate and reasonable information needs of the Group's stakeholders	K IV™ P5 Prac 11 K IV™ P5 Prac 12 K IV™ P5 Prac 13 K IV™ P5 Prac 14
	The Board ensures that the annual Governance Report is included in the Integrated Annual Report, comprising of corporate governance disclosures as required by King IV	K IV™ P5 Prac 15.a
	The Board oversee that the Integrated Annual Report is published on the Group's website and other platforms as required to give all Group stakeholders access to appropriate information pertaining to the Group	K IV™ P5 Prac 15.b K IV™ P5 Prac 15.c
Principle 6	The governing body should serve as the focal point and custodian of corporate governance in the organisation.	
	The Board role, responsibilities, membership requirements and procedural conduct are documented in a Board Charter which it regularly reviews to guide the effective functioning of the Board	K IV™ P6 Prac 2
	The Board has approved the protocol to follow if the Board or Board Committees has to obtain independent external professional advice at the cost of the organisation on matters within their scope of duties and has followed this protocol when procuring the services of a Cyber Security expert in 2023.	K IV™ P6 Prac 3
	The Board has approved the protocol to be followed by its non-executive members for requesting and obtaining information from, and setting up meetings with, management	K IV™ P6 Prac 4
	The Board formally met three times during the 2023 financial year, and attendance is reported on page 50 of Integrated Annual Report	K IV™ P6 Prac 5.a
	The Board is satisfied that it has fulfilled its responsibilities in accordance with its Charter for the 2023 reporting period	K IV™ P6 Prac 5.b
Principle 7	The governing body should comprise the appropriate balance of knowledge, skills, experience, diversity and independence for it to discharge its governance role and responsibilities objectively and effectively.	

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Principle 7	The Board is satisfied with its composition, including the requisite number of directors. It is satisfied that it has the appropriate balance of knowledge, skills, experience, diversity and independence to objectively and effectively discharge its governance role and responsibilities Details of the Board of Directors, together with a brief Curriculum Vitae of each Director, can be found on pages 40 to 42 of the 2023 Integrated Annual Report	K IV™ P7 Prac 6
	When determining the number of Directors to serve on the Board, the mix of knowledge, skills and experience required as appropriate to govern the Group was considered	K IV™ P7 Prac 7.a
	The Board is satisfied that there is an appropriate mix of executive, non-executive and independent non-executive Directors on the Board	K IV™ P7 Prac 7.b
	The Board is satisfied that it has a sufficient number of members to allow for the right expertise and distribution of authority at the Board Committees	K IV™ P7 Prac 7.c
	The Board is satisfied that it has a sufficient number of members to allow for the securing of a quorum at Board and Board Committee meetings	K IV™ P7 Prac 7.d
	The Board is satisfied that it has a the requisite number of members to meet regulatory requirements	K IV™ P7 Prac 7.e
	Purple Group recognises and embraces the benefits of having a diverse Board and sees increasing diversity at Board level as an essential element in maintaining a competitive advantage. In identifying suitable candidates for appointment to the Board, the Board considers candidates on merit and with due regard to the benefits of diversity, considering skills, experience, background, race, gender and other distinctions between members of the Board. Three black non-executive directors are members of the Board, of which one is the Chairman of the Board. The Group targets a majority representation of black non-executive directors of which, at least one, will be female.	K IV™ P7 Prac 7.f K IV™ P7 Prac 10 K IV™ P7 Prac 11 K IV™ P7 Prac 30.b
	The Board consists of two executive and seven non-executive directors, four of of the seven, constituting a majority of non-executive directors are independent	K IV™ P7 Prac 8
	The board has two executive directors, the CEO and CFO	K IV™ P7 Prac 9

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Principle 7	Non-executive directors have standard letters of appointment and are subject to retirement by rotation and re-election by shareholders in accordance with the Memorandum of Incorporation of the Group. One-third of all non-executive directors retire by rotation annually, and any director appointed by the Board is subject to election by the shareholders at the first Annual General Meeting held after their initial appointment	K IV™ P7 Prac 12
	Due to the relatively small size of Purple Group Limited and the relatively size of the board, all members are actively involved in the Group and as such no formal succession plan has been established	K IV™ P7 Prac 13 K IV™ P7 Prac 37 K IV™ P8 Prac 60.b
	The nomination of candidates for election as members of the Board are approved by the Board as a whole	K IV™ P7 Prac 14
	The processes for nomination, election and ultimately, the appointment of members to the Board is formal and transparent	K IV™ P7 Prac 15
	In identifying suitable candidates for appointment to the Board, the Board considers candidates on merit against the collective knowledge, skills and experience required by the Board	K IV™ P7 Prac 16.a
	In identifying suitable candidates for appointment to the Board, the Board appoints candidates on merit, while considering Board diversity	K IV™ P7 Prac 16.b
	In identifying suitable candidates for appointment to the Board, the Board considers whether candidates meet the appropriate fit and proper criteria	K IV™ P7 Prac 16.c
	The Board reviews the nomination for re-election of retiring non-executive directors on the basis of that member's performance, including attendance at meetings of the Board and Board Committees. In accordance with the Company's Memorandum of Incorporation and King IV, Paul Rutherford and Craig Carter will retire by rotation and will stand for re-election by shareholders at the next AGM based on highly satisfactory performance as Board members, including very good attendance of all Board and Board Committee meetings.	K IV™ P7 Prac 17
	Candidates for election as non-executive members of the Board provide details of their professional commitments and confirmation that they have sufficient time available to fulfil the responsibilities as member of the Board	K IV™ P7 Prac 18
	Prior to their nomination for election, candidates' backgrounds and qualifications are reviewed	K IV™ P7 Prac 19

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Principle 7	A brief Curriculum Vitae of each candidate standing for election or re-election as a Director of the Board at the Annual General Meeting (AGM) is provided with the notice of the AGM	K IV™ P7 Prac 20 K IV™ P7 Prac 30.e K IV™ P7 Prac 30.f K IV™ P7 Prac 30.g K IV™ P7 Prac 30.h
	Non-executive directors have standard letters of appointment that sets out the terms and conditions for serving as a member of the Board. Executive directors have standard employment contracts, requiring three months' notice of termination	K IV™ P7 Prac 21
	New Directors are inducted into the Group through interactions with various Exco members across the business, providing them with the necessary understanding of the Group and their fiduciary duties	K IV™ P7 Prac 22
	Members of the Board with no or limited governance experience will be provided with mentorship and encouraged to undergo training as and when required. All current members of the Board have extensive governance experience	K IV™ P7 Prac 23
	Executive management ensures that the Board receive regular briefings on changes in the external environment of the Group, including risks, laws and other factors impacting the Group	K IV™ P7 Prac 24
	The Board reviews the independence of Directors at least annually, taking into consideration the principles as set out in King IV and the Companies Act	K IV™ P7 Prac 25 K IV™ P7 Prac 27 K IV™ P7 Prac 28.a
	At the beginning of each meeting of the Board and Board Committees, all members are required to declare whether any of them have any conflicts of interest in respect of matters on the agenda. Any such conflicts are proactively managed as determined by the Board and subject to legal provisions	K IV™ P7 Prac 26
	Group non-executive directors do not receive bonuses or share options to ensure independence, except for Mark Barnes, who has share options from his time as an executive. It was approved at an Annual General Meeting of shareholders that these could be retained	K IV™ P7 Prac 28.b
	The Directors' interests in the issued share capital of the Group are disclosed on page 153 of the Integrated Annual Report. The Board considers this when assessing the independence of members of the Board.	K IV™ P7 Prac 28.c

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Principle 7	The Board considers the independence of members of the Board holistically, also considering whether members of the Board have been in the employ of the Group in the preceding three financial years, which none of the Board members were, other than the two executive directors. It also considers whether members of the Board are related parties to executive management, which none are	K IV™ P7 Prac 28.d
	The Board considers the independence of members of the Board holistically, also considering whether members of the Board have been the external auditor or a member of the audit team during the preceding three financial years, which none of the Board members have been	K IV™ P7 Prac 28.e
	The Board considers the independence of members of the Board holistically, also considering whether members of the Board are significant or ongoing professional advisors of the Group, which none of the Board members are	K IV™ P7 Prac 28.f
	The Board considers the independence of members of the Board holistically, also considering whether members of the Board are Board members or executive management of a significant customer, or supplier of the Group; which none are	K IV™ P7 Prac 28.g
	The Board considers the independence of members of the Board holistically, also considering whether members of the Board are Board members or executive management of another organisation which is a related party to the Group; which none are	K IV™ P7 Prac 28.h
	For non-executive directors' fees, the Remuneration Committee takes cognisance of market norms and practices as well as the additional responsibilities placed on Board members by new legislation and corporate governance rules. Non-executive director remuneration is fee-based and not linked to the share price of the Group	K IV™ P7 Prac 28.i
	One Independent Non-Executive Director has been serving for longer than 9 years. The Board reviews the independence of all Directors annually	K IV™ P7 Prac 29
	The Board is satisfied that it with regards to the composition of the Board it has the requisite number of directors with the skills, knowledge, experience, diversity and independence required	K IV™ P7 Prac 30.a
	The category of all members of the Board are disclosed in the 2023 Integrated Annual Report on pages 66 and 177	K IV™ P7 Prac 30.c

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Principle 7	The Diversity Policy and Independence and Performance sections on page 49 of the Integrated Annual Report sets out the boards approach to independence and when members of the Board resumed their duties is disclosed on pages 40 to 42	K IV™ P7 Prac 30.d
	The following Directors retire by rotation, but being eligible, offer themselves for re-election: Paul Rutherford; and Craig Carter in the 2023 financial year. No members of the Board have been removed or have resigned.	K IV™ P7 Prac 30.i
	The Chairman of the Board, Happy Ntshingila, is an independent non-executive director	K IV™ P7 Prac 31
	Due to the small size of Purple Group Limited, the size of the board and the fact that all Board members participate actively, no lead independent has been appointed	K IV™ P7 Prac 32.a K IV™ P7 Prac 32.b K IV™ P7 Prac 32.c K IV™ P7 Prac 32.d K IV™ P7 Prac 32.f K IV™ P7 Prac 32.g
	The Board Chairman's role, responsibilities and term in office is documented in the Board Charter.	K IV™ P7 Prac 33
	The Chairperson is not also the CEO, nor a former CEO of the Group	K IV™ P7 Prac 34
	The chair and the Board considers the number of outside professional positions that the chair holds, taking into account the relative size and complexity of the Group	K IV™ P7 Prac 35
	Due to the small size of Purple Group Limited, the size of the Board and the lack of suitably qualified independent non-executive directors with the relevant experience to fill the role, the Chair is a member of the audit committee but not the Chairman of the Audit Committee	K IV™ P7 Prac 36.a
	The Chair of the Board is a member of the Remuneration Committee but not the Chairman of that Committee	K IV™ P7 Prac 36.b
	The Chair of the Board is a not a member of the Risk Committee	K IV™ P7 Prac 36.d

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Principle 7	The Chair of the Board is a member of the Social and Ethics Committee but not the Chairman of that Committee	K IV™ P7 Prac 36.e
	The independence of the Chair of the Board is disclosed in the 2023 Integrated Annual Report	K IV™ P7 Prac 38.a
Principle 8	The governing body should ensure that its arrangements for delegation within its own structures promote independent judgement, and assist with balance of power and the effective discharge of its duties.	
	The Board has established a number of statutory and other committees to assist it in fulfilling its duties and responsibilities more effectively. Members of the Board are appointed to Committees based on their areas of expertise and experience, and in such a way that there is a distribution of authority and decision-making. One of the members is appointed as Chair the respective Committee as set out in pages 50 to 52 of the Integrated Annual Report.	K IV™ P8 Prac 39 K IV™ P8 Prac 45 K IV™ P8 Prac 50.a K IV™ P8 Prac 50.b K IV™ P8 Prac 50.c K IV™ P8 Prac 50.d K IV™ P8 Prac 50.e K IV™ P8 Prac 50.f
	The Board is ultimately responsible for ensuring the effective management and control of the Group, all responsibility is ultimately that of the Board and if not delegated, is handled as required by the Board	K IV™ P8 Prac 40
	Delegation to specific Board members are approved by means of Board Resolutions	K IV™ P8 Prac 41
	Terms of References of all Board Committees are in place and reviewed annually by the Board	K IV™ P8 Prac 42
	The Board Committees' Terms of References sets out the composition of those Committees	K IV™ P8 Prac 43.a
	The Board Committees' Terms of References sets out the roles, responsibilities and functions of each Committee	K IV™ P8 Prac 43.b
	The Board Committees' Terms of References sets out the delegated decision making authority of each Committee	K IV™ P8 Prac 43.c

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Principle 8	The Board Committees' Terms of References sets out the tenure of the Committees	K IV™ P8 Prac 43.d
	The Board Committees' Terms of References sets out the Board reporting requirements of each Committee	K IV™ P8 Prac 43.e
	The Board Committees' Terms of References sets out the Committees' access to resources and information	K IV™ P8 Prac 43.f
	The Board Committees' Terms of References sets out the meeting procedures of the Committees	K IV™ P8 Prac 43.g
	The Board Committees' Terms of References sets out the Committees' performance evaluation arrangements	K IV™ P8 Prac 43.h
	The Board considers the allocation of roles and responsibilities; and the composition of membership across Committees to achieve effective collaboration through cross-membership, where required; coordinated timing of meetings; and avoidance of duplication or fragmented functioning to ensure a complementary approach to Committees and a balanced distribution of power in respect of membership across Committees	K IV™ P8 Prac 44.a K IV™ P8 Prac 44.b K IV™ P8 Prac 44.c
	Each Board Committee has a minimum of three members subject to legal provisions, where applicable as set out in page 50 of the Integrated Annual Report	K IV™ P8 Prac 46
	Members of the executive and senior management are invited to attend Committee meetings either by standing invitation or on an ad hoc-basis to provide pertinent information and insights in their areas of responsibility.	K IV™ P8 Prac 47
	Every Board member is entitled to attend any Committee meeting as an observer. Unless that member is also a member of the Committee, the member is not entitled to participate without the consent of the respective Committee Chair; does not have a vote; and is not entitled to fees for such attendance, unless payment of fees is agreed to by the Board and shareholders	K IV™ P8 Prac 48
	The Board is ultimately responsible for all decisions and only delegates authority to the Committees	K IV™ P8 Prac 49

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Principle 8	The Board of Directors has established an Audit Committee whose primary objective is to provide the Board with additional assurance regarding the efficiency and reliability of the financial information used by the directors, and assurance that the regulatory structures are maintained in compliance with the applicable legislative frameworks. Information on the Audit Committee is disclosed in the Integrated Annual Report on page 51.	K IV™ P8 Prac 51.a K IV™ P8 Prac 51.b K IV™ P8 Prac 52
	The Audit Committee oversee all factors and risks that may impact on integrity of the Integrated Annual Report; e.g. judgements, changes in accounting policies, significant or unusual transactions, factors that may predispose management to present misleading information, any evidence that brings into question any previously published financial information, etc.	K IV™ P8 Prac 54
	The Audit Committee members collectively have knowledge and experience on financial risks, financial and sustainability reporting, and internal controls.	K IV™ P8 Prac 55
	All members of the Audit Committee are Independent Non-Executive Directors of the Board	K IV™ P8 Prac 56
	The Chairperson of the Audit Committee is an Independent Non-Executive Director, appointed by the Board	K IV™ P8 Prac 57
	The External Auditors have unrestricted access to the Audit Committee and are able to meet separately with the Chairman of the Audit Committee during the period if considered necessary. Due to the small size of Purple Group Limited, it has no Internal Audit function	K IV™ P8 Prac 58
	The Audit Committee issued a statement that it is satisfied that the External Auditor is independent of the organisation. There is a policy and controls that address the provision of non-audit services by the External Auditor, and the nature and extent of such services rendered during the financial year per page 68 of the Integrated Annual Report.	K IV™ P8 Prac 59.a.i
	The Audit Firm tenure has been thirteen years as stated in page 67 of the Integrated Annual Report.	K IV™ P8 Prac 59.a.ii

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Principle 8	The Audit Committee considers the competence and independence of the External Auditor by, amongst others, ensuring the rotation of the audit partners and familiarity as required. As set out on page 68 of the Integrated Annual Report: Per the Companies Act requirements, the committee has considered the independence of the external auditors and has concluded that the external auditor has been independent of the Group throughout the period taking into account all other non-audit services performed if applicable and circumstances known to the committee	K IV™ P8 Prac 59.a.iii K IV™ P8 Prac 59.a.iv
	All significant matters have been noted in the Report of the Audit Committee in the Integrated Annual Report on pages 68 and 69	K IV™ P8 Prac 59.b K IV™ P8 Prac 59.c
	The Audit Committee is of the view that the size of the Group does not warrant the formation of an internal audit department. This will be reviewed on an ongoing basis to determine whether one will be required in the future as set out in page 68 of the Integrated Annual Report	K IV™ P8 Prac 59.d
	The Audit Committee has evaluated the underlying Internal financial controls assessment performed by the CEO and financial director to support their declaration required in terms of section 3.84(k) of the JSE Listing Requirements and is satisfied that it supports the declaration made as set out in page 69 of the Integrated Annual Report	K IV™ P8 Prac 59.e
	Per the JSE Listings Requirements, the committee must consider and be satisfied, on an annual basis, with the appropriateness of the expertise and experience of the Financial Director and the Group must confirm this by reporting to the shareholders in its annual report that the Audit Committee has executed this responsibility. In this respect, The Audit Committee attested that Gary van Dyk, the CFO, possesses the appropriate expertise and experience to meet his responsibilities in that position. In addition, the finance function is adequately staffed and resourced, is able to fulfil its function adequately and has in place appropriate financial reporting procedures that are applied and operational as set out in page 69 of the Integrated Annual Report	K IV™ P8 Prac 59.f
	Due to the small size of the Group and the Board, no Nominations Committee has been formed. As a result, directors are appointed and/or removed by the full Board directly, based on the suitability of available candidates and the requirements of the Group as set out in page 49 of the Integrated Annual Report	K IV™ P8 Prac 60.a

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Principle 8	As part of the annual performance evaluation and assessment of the Board, Board committees and individual directors, the Board will consider the balance and mix of skills, experience, independence and knowledge and the diversity representation on the Board, including gender and race, how the Board works together as a unit, and any other factors relevant to its effectiveness as set out in page 49 of the Integrated Annual Report	K IV™ P8 Prac 60.c
	The board has formed a Risk Management Committee that is responsible for the governance of risk and to set levels of risk tolerance and risk appetite as set out on page 52 of the Integrated Annual Report	K IV™ P8 Prac 62
	Two members of the Audit Committee are also members of the Risk Committee to ensure joint membership where the Risk Committee is separate to the Audit Committee	K IV™ P8 Prac 63
	The Risk Committee comprises of 2 Executive and 4 Non-Executive directors (both Executive and Non-Executive and majority Non-Executive as required)	K IV™ P8 Prac 64
	The Board of Directors has established a Remuneration Committee which will make recommendations to the Board within an agreed Terms of Reference, on the Group's framework of executive remuneration and its costs	K IV™ P8 Prac 65
	All members of the Remuneration Committee are Non-Executive Directors	K IV™ P8 Prac 66
	The Chair of the Remuneration Committee is an Independent Non-Executive Director	K IV™ P8 Prac 67
	The Board of Directors has a Social & Ethics Committee which functions in line with the requirements of the Companies Act (No. 71 of 2008)	K IV™ P8 Prac 68
	A formal charter has been adopted that governs the objective of the Committee and how its business shall be conducted	K IV™ P8 Prac 69
	The Social and Ethics committee comprises 2 Non-Executive Directors and 1 Executive Director	K IV™ P8 Prac 70
Principle 9	The governing body should ensure that the evaluation of its own performance and that of its committees, its chair and its individual members, support continued improvement in its performance and effectiveness.	

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Principle 9	As part of the annual performance evaluation and assessment of the Board, Board committees and individual directors, the Board will consider the balance and mix of skills, experience, independence and knowledge and the diversity representation on the Board, including gender and race, how the Board works together as a unit, and any other factors relevant to its effectiveness	K IV™ P9 Prac 71 K IV™ P9 Prac 72 K IV™ P9 Prac 73 K IV™ P9 Prac 75.a K IV™ P9 Prac 75.b K IV™ P9 Prac 75.c K IV™ P9 Prac 74
Principle 10	The governing body should ensure that the appointment of, and delegation to, management contribute to role clarity and the effective exercise of authority and responsibilities.	
	The board have appointed a CEO	K IV™ P10 Prac 76
	The Board has delegated authority of the day-to-day management of the Group to the CEO and the executive teams of the businesses themselves	K IV™ P10 Prac 77
	The CEO and the executive teams of the businesses themselves are accountable and supply the Board in a timely manner with information in a form and of a quality appropriate to enable it to discharge its duties	K IV™ P10 Prac 78 K IV™ P10 Prac 84 K IV™ P10 Prac 85
	The CEO is only a member of the Risk Committee	K IV™ P10 Prac 79
	The CEO has no additional professional positions	K IV™ P10 Prac 80 K IV™ P10 Prac 83.b
	Succession Planning is in place and members of the Exco work very closely with the CEO to manage the group and as such are adequately skilled to continue managing until a replacement CEO is appointed should the need arise	K IV™ P10 Prac 81 K IV™ P10 Prac 83.c
	Executive directors' performance is assessed in relation to Objectives and Key Results as agreed annually in accordance with the Company's standard performance assessment process	K IV™ P10 Prac 82

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Principle 10	Executive directors have standard employment contracts, requiring at least three months' notice of termination	K IV™ P10 Prac 83.a
	The Board has delegated authority of the day-to-day management of the Group to the CEO and the executive teams who will appoint for the key management functions, ensuring that the relevant person has the necessary skills and expertise for the role	K IV™ P10 Prac 87.a
	The Board has delegated authority of the day-to-day management of the Group to the CEO and the executive teams who will appoint for the key management functions, ensuring that the relevant key functions are adequately resourced	K IV™ P10 Prac 87.b
	Succession planning for executive management and other key positions is in place to provide continuity of leadership and reviewed periodically	K IV™ P10 Prac 88
	The Board is satisfied that the delegation of authority contributes to role clarity and effective exercise of authority and responsibilities	K IV™ P10 Prac 89
	Directors have the ability to delegate certain functions, either internally or externally, in order to assist them in the performance of their duties such as guidance on corporate governance and its legal duties	K IV™ P10 Prac 90
	A Company Secretary has been appointed by the Board to provide professional corporate governance services to the Board	K IV™ P10 Prac 91
	The Company secretary during the period was CTSE Registry Services Proprietary Limited, as represented by Estelle de Jager. Per the JSE Listings Requirements, the Board of Directors has, during the period under review, considered and satisfied itself of the competency, qualifications and experience of the Company Secretary. The Board of Directors confirms that there is an arm's length relationship with the Company Secretary per page 67 of the Integrated Annual Report	K IV™ P10 Prac 92

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Principle 10	The Company Secretary acts in a support capacity to the directors and Chairman and provides the Board with guidance and advice regarding the directors' responsibilities, duties and powers and to ensure that the Board is aware of all the legislation relevant to or affecting the affairs of the Group. The Company Secretary is required to ensure that the Group complies with all applicable legislation regarding its affairs including the necessary recording of meetings of the Board or shareholders. The Board was satisfied that the Company Secretary is suitably qualified, competent, experienced and independent. The Company Secretary is a third party entity in which none of the directors or Exco members have an interest, and as a result the Board believes that an arms-length relationship exists between the Group and the Company Secretary as set out in page 53 and 67 of the Integrated Annual Report.	K IV™ P10 Prac 93 K IV™ P10 Prac 94 K IV™ P10 Prac 96 K IV™ P10 Prac 97 K IV™ P10 Prac 98 K IV™ P10 Prac 99
	The Company Secretary is appointed and removed by Board	K IV™ P10 Prac 95
Principle 11	The governing body should govern risk in a way that supports the organisation in setting and achieving strategic objectives.	
	The Group has formed a Risk Management Committee that is responsible for the governance of risk and to set levels of risk tolerance and risk appetite as set out in page 52 of the Integrated Annual Report. The Risk committee is responsible for: Design, implement and monitor the risk management plan; Ensure risk is assessed on a continual basis; Ensure that there are appropriate risk responses implemented; and Ensure that there are processes in place enabling complete, timely, relevant, accurate and accessible risk disclosure. The Board is of the view that the risk management process is effective in managing the risks that the business is faced with and in responding to unusual or abnormal risks. The disclosure of material risks as required by JSE Listings Requirement 8.62(e) can be found in the Risk Management Section of the Integrated Annual Report on pages 55 to 57 and include the Risk Management Process, Risk Categories, Risk Matrix, Key Risks & Opportunities per Strategy Driver, Top 10 Risks over time - 3 year view and the Top 10 Risks and Mitigating Controls for the Group.	K IV™ P11 Prac 1.a K IV™ P11 Prac 8 K IV™ P11 Prac 1.b K IV™ P11 Prac 2 K IV™ P11 Prac 3 K IV™ P11 Prac 4.a K IV™ P11 Prac 4.b K IV™ P11 Prac 5 K IV™ P11 Prac 6.a K IV™ P11 Prac 6.b K IV™ P11 Prac 6.c K IV™ P11 Prac 6.d K IV™ P11 Prac 6.e K IV™ P11 Prac 6.f K IV™ P11 Prac 9.a K IV™ P11 Prac 9.b K IV™ P11 Prac 9.c K IV™ P11 Prac 9.d

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Principle 11	The services of Independent Risk Management experts are routinely procured where independent assessment of the level of maturity of Group risk management and the effectiveness of the Group's risk management function and activities is provided to executive management	K IV™ P11 Prac 7
Principle 12	The governing body should govern technology and information in a way that supports the organisation setting and achieving its strategic objectives.	
	IT governance, therefore, forms an integral part of the Group's risk management to ensure that the systems are able to support our clients' needs and our own internal control systems, whilst at the same time being aligned to the Group's strategic objectives. While the Board is ultimately responsible for the governance of IT, this has been delegated to Paul Jansen van Vuuren (Group Chief Technology Officer), who is a member of Exco, and who is responsible for the implementation of an IT governance framework and for monitoring and evaluating significant IT expenditure. As part of this framework the Group identifies any new and innovative technology that can be incorporated into its strategy and processes. Security, disaster recovery and data management are also essential focuses of the IT department as set out in page 53 of the Integrated Annual Report	K IV™ P12 Prac 10 K IV™ P12 Prac 11 K IV™ P12 Prac 12 K IV™ P12 Prac 13.a K IV™ P12 Prac 13.f K IV™ P12 Prac 15.a K IV™ P12 Prac 17.a K IV™ P12 Prac 17.b K IV™ P12 Prac 17.c K IV™ P12 Prac 17.d
	IT governance forms an integral part of the Group's risk management to ensure that the systems are able to support our clients' needs and our own internal control systems, whilst at the same time being aligned to the Group's strategic objectives.	K IV™ P12 Prac 13.b K IV™ P12 Prac 15.b K IV™ P12 Prac 15.c
	Business Resilience, including Cyber Security and Technology Risk Management; Information Governance; as well as Business Continuity and Disaster Recovery are essential deliverables of the IT department.	K IV™ P12 Prac 13.c K IV™ P12 Prac 14.d
	The Group proactively conducts monitoring to identify and respond to technology and information management incidents, including cyber security threats and potential data compromises and reports these to the Board as required	K IV™ P12 Prac 13.d
	SLAs are in place with all third party service providers against which performance is measured continuously in line with Board approved policies. The Group has no outsourced service providers.	K IV™ P12 Prac 13.e

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Principle 12	As part of information management, responsible disposal of obsolete technology and information in a way that has regard to environmental impact and information security is a key focus area of the IT department	K IV™ P12 Prac 13.g
	Board approved IT governance policies are provided to all employees, contractors or third party service providers that have access to or use the Group's IT resources to govern the ethical and responsible use of technology and information	K IV™ P12 Prac 13.h
	The Board approved IT governance policies includes ensuring that our systems comply with all relevant laws and regulations, including but not limited to the Protection of Personal Information Act	K IV™ P12 Prac 13.i
	The Group constantly develops its IT infrastructure and data management as it is an integral part of all its business needs to sustain the growth of the Group and achieve its goal to be recognised as the best investment platform in the world	K IV™ P12 Prac 14.a
	The Board ensures that an Information Architecture is developed, implemented, maintained and enhanced to support and ensure security, including confidentiality, integrity and availability of information	K IV™ P12 Prac 14.b
	The Board ensures all personal information is treated by the Group as an key and critical business asset and securely stored, accessed and utilised in line with all relevant laws and regulations	K IV™ P12 Prac 14.c
	The Board receives independent assurance on the effectiveness of the IT internal controls annually from the External Auditors as part of their IT systems audit	K IV™ P12 Prac 16
Principle 13	The governing body should govern compliance with applicable laws and adopted, non-binding rules, codes and standards in a way that supports the organisation being ethical and a good corporate citizen.	
	The Board is responsible for ensuring the Group complies with all applicable laws that affect the different business units as well as with the Memorandum of Incorporation of the Company. This is achieved through effective delegation to management and the Group compliance and legal function that monitors the Group's compliance with the relevant rules and laws.	K IV™ P13 Prac 18 K IV™ P13 Prac 20 K IV™ P13 Prac 21.a K IV™ P13 Prac 21.b K IV™ P13 Prac 23.a
	The Board approves all Group compliance policies that sets direction on Compliance standards, rules, codes, processes, procedures and/or practices	K IV™ P13 Prac 19
	Continual monitoring of the regulatory environment and appropriate responses to changes and developments is reported to the Board through the Risk Committee under Compliance Risk and monitored to stay within Group risk appetite	K IV™ P13 Prac 21.c

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Principle 13	The services of Independent Compliance experts are routinely procured where independent assessment of the level of maturity of Group compliance and the effectiveness of the Group's compliance management function and activities is provided to executive management	K IV™ P13 Prac 22
	Compliance management and monitoring prioritisation is conducted on a risk based approach and set by the VP Compliance who reports to the Group Chief Risk Officer, the executive accountable for effective group compliance management	K IV™ P13 Prac 23.b
	Actions taken to monitor the effectiveness of compliance management is lead by the VP Compliance and Group Chief Risk Officer and where risk appetite breaches has occurred, how the outcomes were addressed is reported to the Board Risk Committee	K IV™ P13 Prac 23.c
	Group Compliance Management prioritisation is set by the VP Compliance under the leadership direction of the Group Chief Risk Officer and conducted on a risk based approach to ensure the group compliance management remains within risk appetite	K IV™ P13 Prac 23.d
	Risk appetite breaches with regards to material or repeated regulatory penalties, sanctions or fines for contraventions of, or non-compliance with, statutory obligations, whether imposed on the organisation or on members of the Board or officers of the Group is disclosed to the Board. There were no material compliance incidents that resulted in a risk appetite breach in the 2023 reporting period	K IV™ P13 Prac 24
	There were no monitoring and compliance inspections by environmental regulators in the 2023 reporting period	K IV™ P13 Prac 25
Principle 14	The governing body should ensure that the organisation remunerates fairly, responsibly and transparently so as to promote the achievement of strategic objectives and positive outcomes in the short, medium and long term.	

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Principle 14	The Board of Directors has established a Remuneration Committee which will make recommendations to the Board within agreed terms of reference, on the Group's framework of executive remuneration and its costs. The Remuneration Committee will ensure that levels of remuneration are sufficient to attract and retain directors and executives needed to run the Group successfully. The Remuneration Committee has developed a performance-orientated remuneration philosophy which fairly rewards executives and employees for their respective contributions to achieving the Group's strategic, financial and operational objectives. The remuneration structures are to encourage sustainable, long-term wealth creation. The following factors regarding the remuneration structures are highlighted: the remuneration philosophy is supportive of the Group's strategy; the cost of employment is managed while, at the same time, employees are rewarded in order to retain and motivate talented, skilled and high-calibre executives and employees; the Group promotes a performance-based culture; and the Group strives to align executive rewards with the interests of stakeholders. The Group rewards executive directors and employees as follows: Market-related, fair annual packages (base salary and benefits), which are competitive owing to the portability of skills; Market information is sourced from industry and executive remuneration surveys to benchmark executive remuneration in comparable positions; Annual performance bonuses related to specific Company and personal objectives; and participation in the employee share scheme.	K IV™ P14 Prac 26 K IV™ P14 Prac 27 K IV™ P14 Prac 29.a K IV™ P14 Prac 29.b K IV™ P14 Prac 30.a K IV™ P14 Prac 30.b K IV™ P14 Prac 30.f K IV™ P14 Prac 31 K IV™ P14 Prac 32.a K IV™ P14 Prac 32.b K IV™ P14 Prac 33.a K IV™ P14 Prac 33.c K IV™ P14 Prac 33.e K IV™ P14 Prac 33.f K IV™ P14 Prac 34.a K IV™ P14 Prac 34.f
	The Remuneration Committee acknowledges the importance of motivating individual and team performances and therefore applies the Remuneration Policy equitably, fairly and consistently in relation to job responsibilities, the markets in which the Group operates and personal performance	K IV™ P14 Prac 28.a K IV™ P14 Prac 28.d K IV™ P14 Prac 34.e
	The Remuneration Committee ensures that Remuneration Policy considers a healthy mix of fixed and variable pay, in cash, shares and other elements, to promote the achievement of the the company's strategic objectives within Group risk appetite	K IV™ P14 Prac 28.b
	The remuneration structures are to encourage sustainable, long-term wealth creation	K IV™ P14 Prac 28.c

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Principle 14	Both the Remuneration Policy and the Implementation Report are tabled for non-binding advisory votes at the Annual General Meeting (AGM). Please refer to the Remuneration Implementation Report for the financial year 2023 in the Integrated Annual Report on pages 168 to 171.	K IV™ P14 Prac 29.c
	The Purple Group 2022 Share Incentive Plan, was approved in the prior reporting period at a general meeting of shareholders held on 3 June 2022. The 2022 scheme includes Performance Shares and Hurdle Share Appreciation Rights ("HSAR"). The 2022 scheme has not been implemented by the date of this report and no grants have been made. Details of the plan can be found on Purple Group website: www.purplegroup.co.za	K IV™ P14 Prac 30.e
	The remuneration of non-executive directors is reviewed annually by the Board and the Remuneration Committee. The Remuneration Committee proposed a 5% (2022: 7.5%) increase in non-executive directors' fees. Non-executive directors are paid a fixed fee for services rendered and fees are set at levels that will attract and retain the calibre of directors necessary to contribute to a highly productive board. For non-executive directors' fees, the Remuneration Committee takes cognisance of market norms and practices as well as the additional responsibilities placed on Board members by new legislation and corporate governance rules.Non-executive director remuneration is fee-based and not linked to the share price of Purple Group. Purple Group non-executive directors do not receive bonuses or share options to ensure actual and perceived independence, except for Mark Barnes, who has share options from his time as an executive. It was approved at a general meeting of shareholders that these could be retained.	K IV™ P14 Prac 30.g K IV™ P14 Prac 34.g
	Implementation Report of the Remuneration Policy disclosed as part of the 2023 Integrated Annual Report on pages 168 to 171	K IV™ P14 Prac 32.c K IV™ P14 Prac 34.h K IV™ P14 Prac 35.a.i K IV™ P14 Prac 35.a.ii K IV™ P14 Prac 35.a.iii K IV™ P14 Prac 35.d
	The results of the voting on the Remuneration Policy are available on a SENS release	K IV™ P14 Prac 33.b

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Principle 14	Performance measurement is included as part of the Implementation Report pf the Remuneration Policy in 2023 Integrated Annual Report on pages 168 to 171	K IV™ P14 Prac 34.c K IV™ P14 Prac 34.d
	Non-Executive Directors fees are submitted for approval by Special Resolution by shareholders at the AGM	K IV™ P14 Prac 36
	Both Remuneration Policy and Implementation Report are tabled at each AGM for separate non-binding advisory votes by shareholders	K IV™ P14 Prac 37
	The engagement process is defined in the description of the resolution in the AGM section of the 2023 Integrated Annual Report for the instance where the Remuneration Policy and/or the Implementation Report have been voted against by 25% or more of voting rights exercised	K IV™ P14 Prac 38.a K IV™ P14 Prac 38.b K IV™ P14 Prac 39.a K IV™ P14 Prac 39.b
Principle 15	The governing body should ensure that assurance services and functions enable an effective control environment, and that these support the integrity of information for internal decision-making and of the organisation's external reports.	
	The Board of Directors has established an Audit Committee whose primary objective is to provide the Board with additional assurance regarding the efficiency and reliability of the financial information used by the directors, and assurance that the regulatory structures are maintained in compliance with the applicable legislative frameworks. The members of the Audit Committee are elected by ordinary resolution at each Annual General Meeting of the Company. It assists the Board by advising and making recommendations on financial reporting, risk management and internal controls, external audit functions and statutory and regulatory compliance of the Group, but retains no executive powers or responsibility. Other functions of the Audit Committee include: Nomination of the external auditor for appointment; Approval of the terms and remuneration of the external auditor; • Approval of non-audit services by the external auditor; Communication with shareholders regarding the external auditors; Overseeing integrated reporting; Satisfying itself that the finance function is appropriately staffed; and Considering the competence and independence of the external auditor by, amongst others, receiving and reviewing the documentation as detailed in paragraph 22.15(h) of the Listings Requirements of the JSE.	K IV™ P15 Prac 40.a K IV™ P15 Prac 40.c K IV™ P15 Prac 40.b

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Principle 15	At the Board Risk Committee through input from the Group Chief Risk Officer, the Board has oversight of the assurance of the control environment, by first and second line management functions, including the second line functions Group Risk and Compliance and first line functions Group Technology, Finance and Operations. The Group does not have an Internal Audit function, but relies on its External Auditors as a third line function which reports to the Audit Committee as part of the Group's combined assurance approach	K IV™ P15 Prac 41
	The Board has formed a Risk Committee that is responsible for the governance of risk and to set levels of risk tolerance and risk appetite where the Group Chief Risk Officer reports Group risks that are owned and mitigated by the respective first line management functions in the Group	K IV™ P15 Prac 42.a
	The Board has formed a Risk Committee that is responsible for the governance of risk and to set levels of risk tolerance and risk appetite, which includes Compliance Risk Management	K IV™ P15 Prac 42.b
	The Board is responsible for ensuring the Group complies with all applicable laws that affect the different business units. This is achieved through effective delegation to management and the Group compliance and legal function that monitors the Group’s compliance with the relevant rules and laws	K IV™ P15 Prac 42.c
	The Board obtains independent external assurance from External Auditors	K IV™ P15 Prac 42.d
	The Group holds a number of regulatory licenses that are periodically subject to regulatory onsites and/or inspections, During the 2023 financial year there were a number of regulatory onsites conducted on different legal entities in the Group, none of which resulted in material findings and contributing to external assurance as part of the Group combined assurance model	K IV™ P15 Prac 42.f
	The Board and its Committees assess the output of the organisation’s combined assurance, based on Risk, Compliance and External Audit matters reported at the Board Risk and Audit Committees, with objectivity and professional scepticism, and by applying an enquiring mind, to form their own opinion on the integrity of information and reports, and the degree to which an effective control environment has been achieved	K IV™ P15 Prac 43
	The Board of Directors has established an Audit and Risk Committees whose primary objectives are to provide the Board with additional assurance regarding the efficiency and reliability of the financial information used by the directors, and assurance that the Group risk landscape and regulatory structures are maintained in compliance with the applicable legislative frameworks	K IV™ P15 Prac 44 K IV™ P15 Prac 45.a K IV™ P15 Prac 45.b K IV™ P15 Prac 45.c

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Principle 15	The Board and its Committees satisfy itself that the organisation's combined assurance model, based on Risk, Compliance and External Audit matters reported at the Board Risk and Audit Committees, is effective and sufficiently robust for the Board to be able to place reliance on the combined assurance underlying the statements that the Board makes concerning the integrity of the organisation's external reports	K IV™ P15 Prac 46
	External reports from External Assurance providers, such as External Auditors, should disclose information and contain a brief description of the nature, scope and extent of the assurance functions, services and processes underlying the preparation and presentation of the report	K IV™ P15 Prac 47.a
	Per the Companies Act requirements, the committee has considered the independence of the external auditors and has concluded that the external auditor has been independent of the Group throughout the period taking into account all other non-audit services performed if applicable and circumstances known to the committee	K IV™ P15 Prac 47.b
	The Audit Committee is of the view that the size of the Group does not warrant the formation of an internal audit department. This will be reviewed on an ongoing basis to determine whether one will be required in the future.	K IV™ P15 Prac 48 K IV™ P15 Prac 49 K IV™ P15 Prac 50
Principle 16	In the execution of its governance role and responsibilities, the governing body should adopt a stakeholder-inclusive approach that balances the needs, interests and expectations of material stakeholders in the best interests of the organisation over time.	
	The Board is responsible for ensuring that all the Group's stakeholders are dealt with in an equitable manner and that there is transparent and effective communication with them	K IV™ P16 Prac 1 K IV™ P16 Prac 2
	The Board delegates to management the responsibility for implementation and execution of effective stakeholder relationship management. Management develops a strategy and formulates approaches for the management of relationships with each stakeholder group	K IV™ P16 Prac 3
	The Board has identified the most important stakeholder groupings of the Group and exercises ongoing oversight of stakeholder management. Executive management is responsible for achieving a balance between considering and meeting the needs and expectations of the various stakeholder groupings per direction set by the Board	K IV™ P16 Prac 4.a
	Stakeholders which could materially affect, or be materially affected by activities, outputs and outcomes of the Group are identified, assessed and dealt with as part of the risk management process	K IV™ P16 Prac 4.b

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Principle 16	Management of stakeholder risk is an integral part of the Group's risk management approach	K IV™ P16 Prac 4.c
	Complaints management, incident management and issue and/or query resolution and associated processes are in place for stakeholders which could materially affect or be materially affected by the Group's operations and reported to the Board if outside of risk appetite and to the respective regulatory authorities as applicable	K IV™ P16 Prac 4.d
	The Board exercises ongoing oversight of stakeholder management and in particular, oversee that it results in the measurement of the quality of material stakeholder relationships, and appropriately responding to the outcomes	K IV™ P16 Prac 4.e
	The Board is responsible for ensuring that all the Group’s stakeholders are dealt with in an equitable manner and that there is transparent and effective communication with them. The Board has identified the important stakeholders in the Group and strives to achieve a balance between their various expectations. There were no requests for information lodged with the Company in terms of the Promotion of Access to Information Act, No 2 of 2000 that were denied during the year. The main stakeholders in Purple Group and the primary channels of communication with each of them, are as follows: Employees: Human Resource function, performance management systems, management structures, team and staff meetings; Customers: Website, emails, seminars, training, social media and client services team. Shareholders: Integrated report, Annual General Meeting, one-on-one meetings, circulars and announcements. Partners Reporting and meetings; Regulators: Submission of integrated annual reports and returns, audits and compliance with the rules and regulations of the individual regulatory bodies; Media: Interviews, providing content to TV shows and magazines.	K IV™ P16 Prac 5.a K IV™ P16 Prac 5.b
	Actions taken to monitor the effectiveness of stakeholder management and how the outcomes were addressed is tabled at the Board Risk Committee with regards to stakeholder relationships risk management	K IV™ P16 Prac 5.c
	Future focus areas with regards to stakeholder management is tabled at the Board Risk Committee meeting as part of stakeholder relationship risk management	K IV™ P16 Prac 5.d
	The Board oversee that the Group's executive management proactively engages with shareholders, including encourages shareholders to attend the AGMs.	K IV™ P16 Prac 6

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Principle 16	The AGM has been set for a date where all directors are available to attend and all directors should thus be available at the AGM to respond to shareholders' queries on how the board executed its governance duties	K IV™ P16 Prac 7
	The Board has ensured that the AGM has been set at a date where the designated partner of the external audit firm is available to attend the AGM	K IV™ P16 Prac 8
	There are formal policies and practices in place to ensure equitable treatment of shareholders within the group, protecting minority shareholders' interests	K IV™ P16 Prac 9
	The minutes of the AGM are available from the Group upon request	K IV™ P16 Prac 10
	The Board is responsible for ensuring that all the Group's stakeholders are dealt with in an equitable manner setting the tone from the top with regards to exercise of power in the Group to ensure transparent and effective communication with all Group stakeholders	K IV™ P16 Prac 11
	A Board approved Group Governance Framework that articulates and gives effect to the Board's direction on relationships and the exercise of authority across the group is in place	K IV™ P16 Prac 12
	The Board of the holding company ensures that the Boards of its subsidiaries are included in the development of the group governance framework which is applicable to all subsidiaries	K IV™ P16 Prac 13
	The board of the Group holding company ensures that the Group Governance Framework does not conflict with the Memorandum of Incorporation, Delegations of Authority, Shareholder Agreements, Board Charters, Board Committees Terms of References, and related policies and agreements within the Group	K IV™ P16 Prac 14
	The holding company of the Group respects the fiduciary duty of the Directors who represents each subsidiary within the Group and recognises each subsidiary as a separate and independent juristic person	K IV™ P16 Prac 15
	The Group Governance Framework addresses governance matters as is appropriate for the Group, including delineation of the rights and role of the holding company of the Group	K IV™ P16 Prac 16.a
	The Group Governance Framework addresses governance matters as is appropriate for the Group, including delegation of certain responsibilities by the Board of a subsidiary to a Board Committee of the holding company of the Group, without abdicating accountability and subject to agreed reporting and information sharing-arrangements	K IV™ P16 Prac 16.b

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Principle 16	The Group Governance Framework addresses governance matters as is appropriate for the Group, including the extent to which governance and operational policies of the holding company of the Group have been adopted by subsidiary companies in the Group	K IV™ P16 Prac 16.c
	Consultation takes place by the holding company Board with the Chairperson of the subsidiary Board prior to nominating a shareholder representative Director	K IV™ P16 Prac 16.d
	The Board of the holding company of the Group ensures that the agreed Group Governance Framework is implemented across the Group	K IV™ P16 Prac 17
	The Integrated Annual Report provides details of the implementation and adoption of policies, processes or procedures of the holding company by subsidiary company(ies) of the Group	K IV™ P16 Prac 18
	All subsidiary companies delegate its Committee obligations to Board Committees of the holding company of the Group and adopts all applicable policies and procedures of the holding company of the Group	K IV™ P16 Prac 19
Principle 17	The governing body of an institutional investor organisation should ensure that responsible investment is practiced by the organisation to promote the good governance and the creation of value by the companies in which it invests.	
	The responsibility for governing responsible investing and setting direction for how it should be approached and conducted by the organisation is only set for RISE, an institutional investor organisation that is a subsidiary of the Group	K IV™ P17 Prac 20
	Policies related to responsible investing pertaining to an institutional investor is approved at the RISE Board, a subsidiary in the Group	K IV™ P17 Prac 21

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