



# Whistle-Blowing Policy

POL-ORG-009 – Whistle Blowing Policy	Status	Draft
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Board of Directors	Custodian	
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Yonela Mbana, Senior Legal Counsel	Prepared by	(Name, Signature)
P.P Moyahabo Mabitsi, CEO	Date	
Glenn Joseph, COO	Reviewed by Exco	(Name, Signature)
	Date	
Adv. Faith Mayimela-Hashatse, Chair of the Board	Approved by	(Name, Signature)
	Date	

## 1. Introduction

The Anova Health Institute NPC (Anova) conducts all of its work in an honest and ethical manner. We aim to comply with all applicable legal and regulatory requirements related to work performance, asset management, accounting, internal controls and auditing matters and require our staff and Board Members to do the same.

We take a zero-tolerance approach to corruption and bribery and are committed to acting professionally, fairly and with integrity in all our business dealings and relationships, and this is clearly explained and detailed in the Anti-Corruption Policy (POL-ORG-002).

This Policy encourages any person to disclose any information related to any conduct by either Anova, its Board Members, its employees, or external stakeholders that is or likely to be considered to bring the organisation into disrepute, illegal, fraudulent, or improper conduct. This policy further outlines how such improper conduct must be reported and dealt with, including matters connected therewith.

## 2. Purpose

As outlined above, the primary purpose of this Policy is to encourage any person with credible information and acting in good faith, to disclose any information related to any improper conduct. Such improper conduct may be in contravention of Anova's policies or any South African legislation or regulatory framework.

The South African Protected Disclosures Act<sup>1</sup>, Act 26 of 2000 (Act), makes provision for employees and any other persons to report such improper conduct. The Act requires Anova to protect employees or persons that disclose information relating to any improper conduct from any victimisation that may result from such a disclosure. This Policy is in line with the Act.

Furthermore, this Policy identifies those staff, board members or external parties to whom such information can be reported to.

## 3. Definitions

<b>Anonymous Disclosure</b>	A disclosure whilst electing to remain anonymous and unidentifiable.
<b>Board Member</b>	An executive or non-executive director of the Board of Directors of Anova.
<b>Disclosure</b>	Any disclosure of information about any improper conduct by Anova, its Board Members, its employees, or external stakeholders that is or likely to be a contravention of Anova's policies or South African legislation and regulatory frameworks.

<sup>1</sup> <http://www.justice.gov.za/legislation/acts/2000-026.pdf>

<b>Employee</b>	Somebody who is paid to work for Anova (full-time or part-time, permanently or for a fixed term) including learners and interns.
<b>External stakeholder</b>	Any natural person or juristic entity that is not directly involved with Anova however is or may be affected by the actions and outcomes of Anova.
<b>Improper conduct</b>	Any act or omission which is or can be considered to be illegal, fraudulent, or bad corporate governance as outlined in Anova's policies and South African legislation or regulatory frameworks.
<b>Independent Contractor</b>	A professional who provides expert advice or services in a particular area of expertise.
<b>Non-Anonymous Disclosure</b>	A disclosure that is not 'anonymous' but identifiable to the company either by providing your name, telephone number, and/or your email address.
<b>Representative</b>	Any individual who may be seen as representing Anova in any way, to anyone or any entity.
<b>Supplier</b>	A natural person, business, or corporation which provides goods or services to Anova under terms specified in a contract.
<b>Volunteer</b>	An individual or group engaged by Anova that provides services for no financial or personal gain.
<b>Whistle-blower</b>	A person who, in good faith, reports information or activity within Anova that is illegal, unethical, or not correct and has reasonable belief that the report is true. The whistle-blower is not responsible for investigating the activity or for determining fault or corrective measures; appropriate management officials are charged with these responsibilities.

For detailed definitions of corruption and methods of corruption, please refer to the Anti-Corruption Policy (POL-ORG-002).

## 4. Scope of Application

This Policy applies to any persons or entities that render services to Anova, including but not limited to:

- All Anova employees including learners and interns, independent contractors, suppliers, (including their consultants, employees, or workers), and volunteers.
- Anova Board Members.
- Anova representatives.
- Any other individuals, groups, or organisations who have a formal/contractual relationship with Anova.

Any breach, contravention or reasonable suspicion thereof, of this Policy by employees or Board Members may lead to disciplinary action, including but not limited to possible dismissal or termination of board membership.

Any breach or contravention or reasonable suspicion thereof, of this Policy by external stakeholders may result in the termination of contractual and/or agreements concluded, or any other arrangements between Anova and the other party.

## 5. Guiding Principles

The Prevention and Combating of Corrupt Activities Act No.12 of 2004<sup>2</sup> makes corruption a crime, and as such, all forms of corruption are prohibited. This Policy deals with concerns relating to all methods of corruption and improper conduct.

The matters and concerns which may be reported under this Policy include (but are not limited to):

- Bribery, corruption, extortion, theft;
- Sexual Harassment/Assault
- Any other criminal activity or failure to comply with legal obligations;
- Any conduct likely to damage Anova's reputation;
- Accounting or audit matters;
- Possible money laundering or sanctions breaches;
- Conflicts of interest;
- Impropriety;
- The deliberate concealment of any of the above matters.

While the most common occurrences of corruption or improper conduct are financial, corruption or improper conduct concerns may arise in other areas, such as:

- Health and safety risks;
- Environmental damage;
- Unfair discrimination;
- Misconduct;
- Manipulation of information and/or data.

### 5.1. Recipients of Whistle-Blowing Reports

The following roles receive whistle-blower reports within Anova:

- Chief Executive Officer (CEO)
- Chief Operating Officer (COO)
- Senior Legal Counsel (SLC)

In instances where urgent information is received after hours, the CEO and COO will be contacted immediately.

In instances where allegations are levelled against an Exco member, the report will be sent to the CEO.

In instances where allegations are levelled against the CEO, the report will be sent to the Chair of the Board and the Chair of the Social & Ethics Committee.

<sup>2</sup> <http://www.justice.gov.za/legislation/acts/2004-012.pdf>

## 5.2. Reporting Corruption and/or improper conduct

Reports made will be handled in confidence and requests for anonymity by reporting individuals will (if possible) be granted. Any employee who reports an issue in good faith will not suffer any form of retaliation or prejudice as a result of making a report, where applicable.

As some of Anova's projects are funded by donors, these projects regulations may require Anova to inform the donor of fraud and/or corruption, which could result in the individuals involved and/or Anova paying severe fines and limit or prohibit Anova from engaging in future business with the donor. Anova's management is responsible for communicating relevant reports to the donor.

All whistleblowing reports must be reported at an appropriate time using the mechanisms established by Anova to handle reporting. Full details can be found in the Associated Whistle-blowing SOP (SOP-ORG-003), and are as follows:

Method	Details
Telephone	0800 201 104
Email	<a href="mailto:hotline@kpmg.co.za">hotline@kpmg.co.za</a>
Webpage	<a href="http://www.thornhill.co.za/kpmgethicslinereport">www.thornhill.co.za/kpmgethicslinereport</a>
Fax	0800 200 796
Post	BNT 371, P.O. Box 14671 Sinoville, 0129

The disclosure of any information related to improper conduct can be done anonymously. The choice to disclose such information anonymously or as a known individual/entity remains at the sole discretion of the person or entity making the disclosure/s.

Any disclosure (anonymous or non-anonymous) shall be treated with confidentiality and will not be disclosed to persons who are not custodians or parties to the investigation.

Anova guarantees that any employee/entity that makes a disclosure in good faith related to improper conduct and does not wish to remain anonymous will be offered reasonable and practicable protection against any form of victimisation that may be a result of the disclosure. There is no prescribed form as to how the disclosure should be made however individuals or entities are encouraged to include full details regarding the improper conduct to assist Anova in implementing this Policy.

Where appropriate, Anova may elect to appoint an Independent Service Provider to facilitate the investigation. Alternatively, Anova may elect its relevant personnel to investigate the complaint.

Any employee/entity that makes a disclosure relating to improper conduct in bad faith or with malicious intent will face corrective action in terms of Anova's policies or applicable legislation

- <sup>3</sup> <http://www.justice.gov.za/legislation/acts/2004-01.pdf>  
<sup>4</sup> <http://www.justice.gov.za/legislation/acts/2000-026.pdf>  
<sup>5</sup> <https://www.gov.za/documents/local-government-municipal-finance-management-act-0>  
<sup>6</sup> <http://www.justice.gov.za/legislation/acts/2000-003.pdf>  
<sup>7</sup> <http://www.justice.gov.za/legislation/acts/2000-002.pdf>

- Other Key Legislative Acts Addressing Corruption:
- Local Government: Municipal Finance Management Act [No. 56 of 2003]<sup>5</sup>
- Promotion of Administrative Justice Act [No. 3 of 2000]<sup>6</sup>
- Promotion of Access to Information Act [No. 2 of 2000]<sup>7</sup>

- Key Acts of Parliament related to this Policy:
- Prevention and Combating of Corrupt Activities Act [No. 12 of 2004]<sup>3</sup>
- Protected Disclosures Act [No. 26 of 2000]<sup>4</sup>

## 7. Legal framework

All new employees shall be made aware on the contents of this Policy and shall be reminded of the content of this Policy from time to time.

Policy.

Anova will disseminate this Policy widely, making it available to download from Anova's electronic platforms. All employees shall be reasonably expected to know the contents of this

## 6. Policy Implementation

- Name, Surname and position of the alleged person who has contravened Anova's policy.
- The date or period in which the contravention took or has been taking place.
- Any company assets or property that may have been used during the alleged incident.
- Any additional materials in the form of emails, photographs and/or any other paper trail of information that can provide further context to the said allegation/incident.

The whistle-blower is required to provide a detailed explanation relating to the allegation, and supplementary evidence that will assist Anova during the investigation process – if it is reasonably possible to do so. Below is a list (not exhaustive or limited) of details and information that can be included when making a formal disclosure:

The SLC is required to submit update reports to the Board and its Committees and where appropriate or required, Board Members may provide their advice.

It may not always be possible to share the full outcome of any disclosure which has been investigated with the employee or entity that has made the disclosure. However, to keep in line with Anova's commitment to good corporate governance, relevant information from the outcome or report may be shared with the respective individual or entity.

and regulatory frameworks. In terms of the Act, such individuals or entities may be guilty of an offence and liable on conviction to a fine or imprisonment.

- Public Finance Management Act [No. 1 of 1999]<sup>8</sup>
- Public Service Act - Proclamation 103 [Published in Government Gazette 15791 of 3 June 1994]<sup>9</sup>

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<sup>8</sup> <http://www.treasury.gov.za/legislation/pfma/act.pdf>

<sup>9</sup> <http://www.dpsa.gov.za/dpsa2g/documents/acts&regulations/psact1994/PublicServiceAct.pdf>