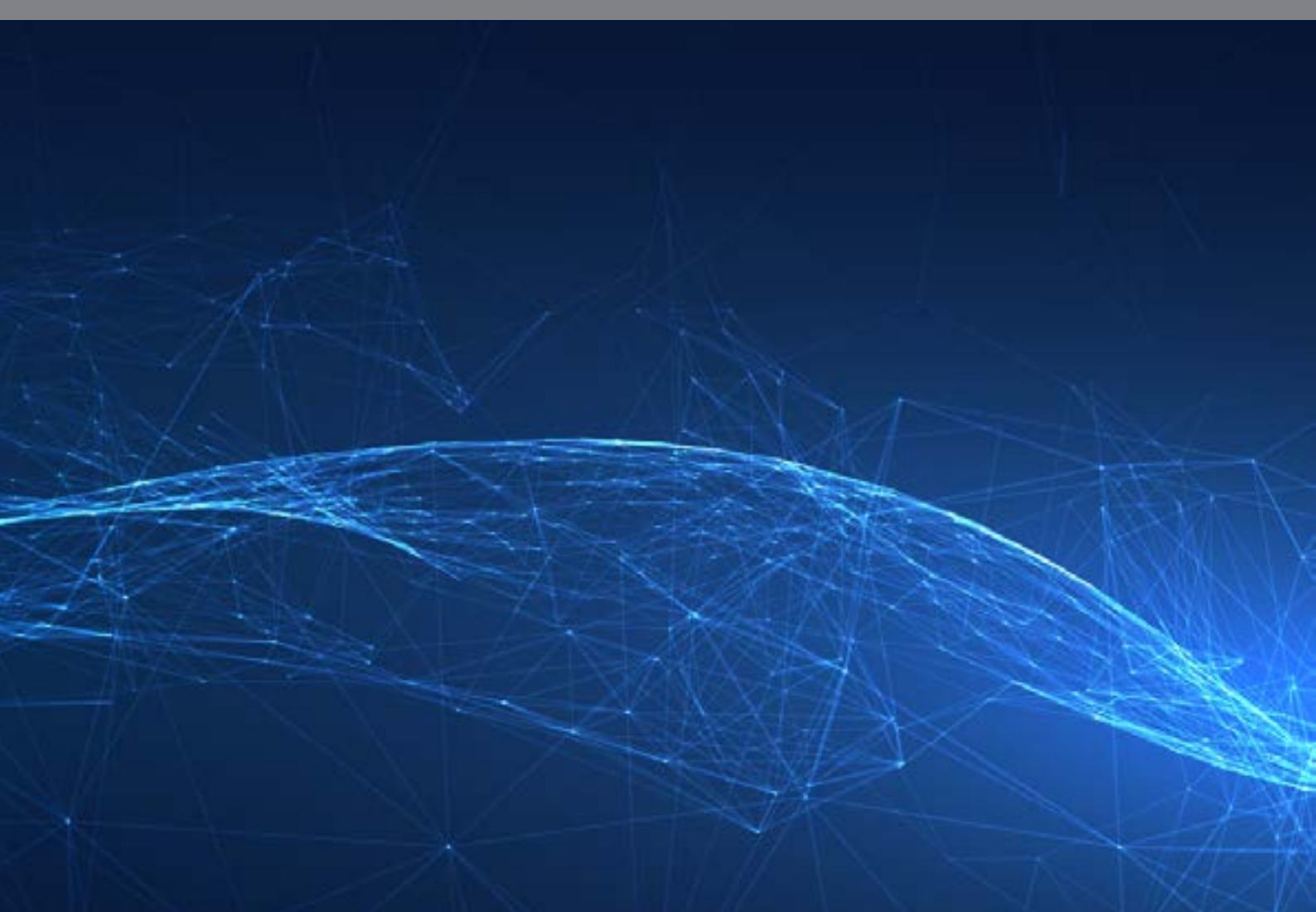


CHAPTER 6 | KING IV™ PRINCIPLES

SECTION 21 | APPLICATION OF THE PRINCIPLES

Principle	Description	Status	Arrangements, achievements, measurements and future focus areas
1	The governing body should lead ethically and effectively.	Compliant	The Board comprises members committed to ethical and effective leadership, emphasising integrity and fairness as per the Group's code of ethics. At every board and committee meeting, directors disclose and assess their interests. The Board has the required competencies to steer the Group's strategic direction. An annual formal review of Directors' performance occurs, with outcomes discussed and acted upon by the relevant parties.
2	The governing body should govern the ethics of the Group in a way that supports the ethical culture of the Group.	Compliant	The Social and Ethics Committee ensures that the Group's code of ethics aligns with its core values. The Board regularly reviews and approves the code of ethics, delegating its implementation and enforcement to management.



Principle	Description	Status	Arrangements, achievements, measurements and future focus areas
3	The governing body should ensure that the Group is and is seen to be a responsible corporate citizen.	Compliant	In its strategic decision-making process, the Board takes into account factors affecting the business's sustainability, such as human capital impact, economic, societal, and environmental considerations. The Board ensures the Group's compliance with applicable laws and regulations to uphold its reputation as a responsible corporate entity. The Social and Ethics Committee oversees corporate citizenship, manages social development expenditure, and provides recommendations to the Board and/or management as needed.
4	The governing body must ensure that the Group's core purpose, its risks and strategy are all inseparable elements of the value-creation process.	Compliant	The Board defines the Group's fundamental purpose, which is realised through its strategy implementation. It acknowledges the connection between the Group's core purpose, its risks, and its strategy. Throughout the year, executive directors convene meetings to discuss and deliberate on the Group's strategy. The Board continually evaluates the strategy, considering both financial and non-financial indicators.

Principle	Description	Status	Arrangements, achievements, measurements and future focus areas
5	The governing body should ensure that reports issued by the Group enable stakeholders to make informed assessments of the Group's performance and its short, medium and long-term prospects.	Compliant	<p>The Board acknowledges its responsibility for the Group's Annual Financial Statements and Integrated Report, both of which are backed by internal and external controls. Before publication, all external reports receive Board approval. The Integrated Report aims to inform stakeholders about the Group's strategy, governance, performance, and prospects over the short, medium, and long term. The Group makes the Integrated Report publicly available to all stakeholders, including:</p> <ul style="list-style-type: none"> • Chairperson's Review; • Message from the Group Chief Executive Officer; • Business Overview; • Directors' Responsibility Statement; • Group Chief Executive Officer and Group Chief Financial Officer Responsibility Statement; • Corporate Governance Report; • KING IV Principles; • Audit and Risk Committee Report; • Enterprise Risk Management; • Remuneration and Nominations Committee Report; • Remuneration Report; • Social and Ethics Committee Report; • Consolidated and Seperate Financial Statements; • Independent Auditor's Report.



Principle	Description	Status	Arrangements, achievements, measurements and future focus areas
6	The governing body should serve as the focal point and custodian of corporate governance on the Group.	Compliant	<p>The Board has ultimate responsibility for corporate governance within the Group, as outlined in its regularly reviewed terms of reference. It follows a structured approach, holding Board meetings at least four times annually with consistently excellent attendance and contribution.</p> <p>While the Board holds ultimate responsibility for corporate governance and adopts a structured approach, including regular meetings crucial for oversight and decision-making, it's important to note the critical role of Board Committees in supporting these duties.</p> <p>To ensure effective oversight and decision-making, Committees with clear mandates and objectives aligned with strategic goals are established. These Committees consist of independent, knowledgeable members with the required skills and expertise to provide valuable insights and recommendations.</p> <p>Regular Committee meetings review matters within their scopes, making recommendations to the Board for approval or action. The Group showcases a strong commitment to sound corporate governance practices, promoting accountability, transparency, and ethical conduct throughout the Group.</p>
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.	Compliant	<p>The Board comprises eight directors, including six independent non-executive directors and two executive directors, each bringing unique skills and experience to meetings. They are all capable of fulfilling their responsibilities effectively. Detailed summaries of their qualifications, experience, capacity, and memberships can be found on pages [insert page number] to [insert page number]. The Board is considered of an appropriate size to enable it to meet and fulfil its governance role and responsibilities objectively and effectively. The Board performs an annual assessment of the performance of each Director and has found the current year review to be satisfactory.</p>

Principle	Description	Status	Arrangements, achievements, measurements and future focus areas
8	The governing body should ensure that its arrangements for delegation within its own structures promote independent judgement and assist with the balance of power and the effective discharge of its duties.	Compliant	<p>The Board ensures a balanced distribution of roles and responsibilities among directors and Committees to prevent any single member from dominating decision-making. Separating the roles of the Group Chief Executive Officer and Chairperson maintains a balance of power and effective duty fulfillment, although delegation doesn't diminish the Board's accountability. There are three Committees established by the Board:</p> <ul style="list-style-type: none"> • Audit and Risk Committee • Remuneration and Nominations Committee • Social and Ethics Committee <p>Each committee comprises a suitable mix of directors, with formal terms of reference outlining their roles and responsibilities. The Board conducts annual reviews of these terms of reference. Additionally, the Board formally documents and approves the delegated roles and responsibilities of the Group Chief Executive Officer and Group Chief Financial Officer within a delegation of authority framework.</p>
9	The governing body should ensure that the evaluation of its own performance and that of its Committees, its Chairperson and its individual members, support continued improvement in its performance and effectiveness.	Compliant	<p>The Board and its committees conduct an annual self-evaluation to assess their performance, including that of the Chairperson. The Remuneration and Nominations Committee then reviews and presents these results to the Board for consideration.</p>

Principle	Description	Status	Arrangements, achievements, measurements and future focus areas
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.	Compliant	The Board, in conjunction with the Remuneration and Nominations Committee, selects and appoints the Group Chief Executive Officer . The Group Chief Executive Officer reports quarterly to the Board on implementing the Group's strategy, policies, and major business developments. The Group Chief Executive Officer also oversees delegated functions and undergoes an annual performance review, the results of which are discussed with the Board. Tertius Zitzke serves as the Group Chief Executive Officer , and Eric van der Merwe is the Group Chief Financial Officer, with ongoing succession planning in place. The Group's Company Secretary offers professional corporate governance services, reporting to the Board on all statutory, regulatory, and governance matters related to the Group. He also reports to the Group Chief Executive Officer on administrative matters. The Board assesses the performance of the Company Secretary annually, affirming the appropriateness of the appointment.
11	The governing body should govern risk in a way that supports the Group in setting and achieving its strategic objectives.	Compliant	The Audit and Risk Committee is responsible for monitoring risk within the Group and implementing an effective risk management framework and policy. This includes ensuring that management identifies potential risks that could impact the Company or its operations, a critical step in meeting strategic objectives.
12	The governing body should govern technology and information in a way that supports the Group setting and achieving its strategic objectives.	Compliant	The Board acknowledges the critical role of Information Technology in the Group's strategy, with the Audit and Risk Committee tasked with overseeing technology and information governance. A comprehensive IT policy is in effect to promote ethical and responsible technology and information use. Major IT investments undergo management approval, evaluating costs and associated risks beforehand.

Principle	Description	Status	Arrangements, achievements, measurements and future focus areas
13	The governing body should govern compliance with applicable laws and adopted, non-binding rules, codes and standards in a way that supports the Group being ethical and a good corporate citizen.	Compliant	Java Capital serves as the Group's appointed Sponsor, offering guidance to the Board regarding adherence to the JSE Listings Requirements. The Group has not faced any regulatory penalties, sanctions, or fines from JSE Limited, nor have any directors received such penalties. Alongside Java Capital, the Group consults its legal team, Company Secretary, and external auditors to ensure compliance with all relevant laws and regulations.
14	The governing body should ensure that the Group remunerates fairly, responsibly and transparently so as to promote the achievement of strategic objectives and positive outcomes in the short, medium and long term.	Compliant	The Remuneration and Nominations Committee oversees the development of remuneration policies that align with the Group's strategy. The goal of remuneration is to reward employees for their contributions to the Group's long-term operational and financial performance. You can find details about the Group's approach to remuneration, including policy and implementation, in the Corporate Governance Report. Our main aim is to ensure competitive employee remuneration and to attract, motivate, and retain individuals with the right skills and experience.
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 Group's external reports.	Compliant	The Board utilises both internal and external assurance providers to support an effective control environment. The Audit and Risk Committee oversees assurance services across the Group. The consolidated and separate annual financial statements included in the 2023 Integrated Report underwent independent auditing by Nexia SAB&T. Due to the Group's size, 4Sight Group does not have a separate internal audit function. The Integrated Report compiles information concerning the Group's business performance, risks, opportunities, and prospects. The Audit and Risk Committee is confident in the enforcement, maintenance, and supervision of control systems and procedures by qualified personnel. This includes appropriate segregation of authority, responsibilities, and reporting lines.

Principle	Description	Status	Arrangements, achievements, measurements and future focus areas
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.	Compliant	The Board ensures the development of policies that acknowledge the impact of stakeholders' perceptions on the Group's reputation. The Social and Ethics Committee oversees the Group's activities related to social and economic development, corporate citizenship, environmental matters, health and safety, stakeholder relationships, labor and employment, and monitors the Company's sustainability and governance performance in these areas.
17	The governing body of an institutional investor organisation should ensure that responsible investment is practised by the organisation to promote the good governance and the creation of value by the companies in which it invests.	Not Applicable	This principle is not applicable because the Group is not an institutional investor.

