

WHISTLEBLOWING POLICY

POLICY SUMMARY	
Policy owner	Group Secretarial
Cluster	Governance
Last review date	May 2025
Next review date	May 2026

1. INTRODUCTION AND SCOPE

Grindrod is committed to integrity in all its business dealings and to ethical and lawful conduct throughout its operations. This policy provides guidelines for those who suspect or know of any unethical activity within or affecting the business to exercise their duty of bringing this information to the attention of Grindrod.

The policy sets out the processes to follow and mechanisms available to those needing to report unethical activity, and the rights and responsibilities of those making and those receiving such reports ('report recipients').

The rights and responsibilities of those making reports ('reporters') apply not only to employees of Grindrod, its subsidiaries and joint ventures, regardless of geographic location, but to former employees and stakeholders including agents, contractors and their employees. Depending on the contractual relationship between Grindrod and a third party, both employers maybe jointly liable for legal compliance in respect of employees.

2. APPLICABLE LEGISLATION

This policy provides for compliance by Grindrod with the Protected Disclosures Act of the Republic of South Africa, Act 26 of 2000, as amended.

The Protected Disclosures Act and this policy apply to the making and handling of disclosure reports regarding Grindrod, regardless of the country from which they are made.

Where the report emanates from a party based in another country, both the provisions of South Africa's Protected Disclosures Act and the provisions of any laws applicable to whistleblowing in that country will apply.

Accordingly, the best practices that will be followed in the implementation of this policy will be guided by not only the applicable legislation, but also by international guidance documents such as the EU Whistleblowing Directive (2021) and the ISO Whistleblowing Management Systems Standard 37001:2021.

3. POLICY OBJECTIVES

This policy serves to

- Reinforce the obligation on those who contract with Grindrod to bring to its attention information they may have regarding unethical and illegal activity affecting it
- Enable all employees to fulfill their duty to Grindrod in terms of the Code of Ethics
- Provide for the maintenance of effective channels for related reporting, including safe and anonymous methods
- Communicate the details of the reporting channels to all covered by the scope of the policy
- Provide direction as to the type of reports that fall under the auspices of this policy
- Assure reporters who make disclosures in good faith of their right to do so without fear of retaliation or occupational detriment
- Prohibit all actions and behaviours that can have a deterrent effect on the likelihood of reports being made, and prohibit the threat or meted out of any form of occupational detriment in retaliation for good faith reporting
- Require that all reports be considered by the appropriate persons in Grindrod and appropriately investigated
- Ensure that reporters with whom Grindrod can make contact receive feedback regarding the progress and outcome of any investigation
- Create a climate and culture within Grindrod in which people will not hesitate to communicate their concerns and information about unethical activity, in good faith and using the appropriate channels

4. WHAT CAN BE REPORTED IN TERMS OF THIS POLICY

This policy applies only to the raising of concerns about unethical activity in Grindrod. It does not take the place of existing processes and procedures whereby employees routinely raise queries, make proposals and lodge grievances in the context of their employment conditions and employment law. Effective dispute resolution procedures apply to these matters.

The following list details the scope of matters that can be reported in terms of this policy. This list includes matters that are expressly covered by the Protected Disclosures Act (marked with an asterisk *) plus additional matters as specified by Grindrod

- A potential or actual criminal offence (this includes corruption in all its forms, including fraud, and abuse of position for improper, personal gain) *
- A failure to comply with a legal obligation *
- An actual or likely miscarriage of justice *
- The endangerment of the health and safety of a person or of the environment *
- Unfair discrimination in terms of South Africa's Chapter II of the Employment Equity Act or the Promotion of Equality and Prevention of Unfair Discrimination Act (including sexual harassment and other forms of harassment and intimidation) *
- The unauthorised use and abuse of Grindrod resources
- Serious failure to comply with appropriate professional standards
- Deliberate breach of Grindrod policies and / or procedures
- Other unethical conduct not covered by the above

5. CRITERIA FOR A REPORT TO BE DEEMED A PROTECTED DISCLOSURE

To qualify as a protected disclosure, the law specifies that a report must not only relate to the matters marked with an asterisk (*) in Section 4 above, but must be made in good faith, reasonably believed by the reporter to be true, not for personal gain, according to a substantively correct procedure and using an appropriate channel.

6. DISCIPLINARY AND LEGAL CONSEQUENCES OF FICTITIOUS REPORTING

Fake, fictitious reporting diverts Grindrod resources away from productive activity while unnecessary investigations are undertaken and can cause unwarranted doubt to prevail that has an adverse impact on the work climate.

Any employee who knowingly or recklessly makes false or misleading statements or disclosures that are not in good faith will not have the rights accorded to protected disclosures under this policy and will be subject to disciplinary action.

It is not only serious misconduct to make knowingly false reports. In terms of the Protected Disclosures Act as amended, a reporter commits a legal offence if they make a report that they know, or reasonably ought to know, is false. Where intentional harm is caused and suffered, the Protected Disclosures Act provides for either or both a fine and imprisonment for up to two years.

7. CHANNELS FOR REPORTING UNETHICAL ACTIVITY

In order that all stakeholders can report unethical activity in Grindrod as easily as possible, a variety of channels are made available. Those wishing to make a report are encouraged to use whichever of the channels is most suited to the circumstances.

7.1 Direct reporting via a Grindrod management representative

Direct reporting has the advantage of enabling effective ongoing communication about a matter and makes direct feedback possible.

Employees are welcome to raise their concerns with their line manager, a senior manager or an executive. They are also invited to do so via a manager, senior manager or executive from Human Resources, Risk and Internal Audit or via the Group Ethics Officer / Group Company Secretary.

Other stakeholders, such as suppliers and customers, can raise their concerns with a senior manager or executive within the Grindrod operation that is their primary point of contact, or via the Group Risk and Internal Audit Manager, Group Internal Audit Manager or Grindrod Group Ethics Officer / Group Company Secretary.

If a report is directed to a member of management and the reporter has reason to believe that it has been ignored, the report can be re-reported to the Group Risk and Internal Audit Manager, Group Internal Audit Manager or the Group Ethics Officer. Reports can be made verbally or in writing.

When making a direct report you are welcome to advise of any sensitivities or confidentiality preferences that you wish to be considered when pursuing your report. It is Grindrod policy that disclosure reports should be appropriately escalated for attention, and that only personnel essential to the handling of the matter will be advised of the report details.

The Group Ethics Officer can be reached on

P +27 31 302 7145 or

E vicky.commaile@grindrod.com

If a reporter has reason to be uncomfortable using these normal business channels, they should use one of Grindrod's two reporting mechanisms that provide assured anonymity, as described below.

7.2 The independently managed Grindrod Ethics Hotline

The Grindrod Ethics Hotline is independently operated by Deloitte Tip-offs Anonymous ('Tip-offs'), a specialist ethics hotline service provider. Tip-offs is annually certified by The Ethics Institute as meeting the requirements of the 'SafeLine-EX' standard for independent ethics hotline providers. Find more information about Tip-offs at <https://www.tip-offs.com/>.

Reports can be made telephonically, via a web-based form, email, mail or fax, and are received and handled in a secure environment by professionally trained personnel at Tip-offs Anonymous.

No information that reveals the identity of the person making a report will be included in the information provided by Tip-offs Anonymous to Grindrod, if the person has chosen to remain anonymous. Only if the reporter has given their express consent will their contact details be communicated to Grindrod. Tip-offs will also facilitate any further communication between the reporter and Grindrod.

The information provided by Tip-offs to Grindrod is received by a designated senior member of Grindrod with responsibility for group matters, who will follow-up on the information in a sensitive manner. Users of the Grindrod Ethics hotline operated by Tip-offs can make a report of suspected or known unethical conduct using one of the following channels

- A dedicated telephone number
 - South Africa and Namibia - 0800 213 118 (Free Call)
 - Mozambique - 800 333 312 (Free Call)
 - Botswana - 7111 9602 (Mascom) 08600 600644 (BTC) 1144 (Orange)
 - UAE - 8000 3570 3346 (Free Call)
 - Other countries - (+27 800 213 118)
- Online submission via a webform at: www.tip-offs.com
- Email to: grindrodethics@tip-offs.com
- Post to (Ethics Officer, PO Box 1, Durban, KwaZulu Natal, South Africa, 4000) or from within South Africa use Free Post KZN 138, Umhlanga Rocks, 4320
- Fax +27 31 560 7395 (international) or Free Facsimile from RSA and Namibia: 0800 00 77 88
- Send a SMS to 32840 at a cost of R1.00 per SMS (SA only)

7.3 The EthicsDefender interactive chat system

The EthicsDefender web-based service, independently operated by FraudCracker, is a technology system that enables anonymous and confidential interactive communication between a reporter and the designated senior manager in Grindrod. FraudCracker is annually certified by The Ethics Institute as meeting the requirements of the 'SafeLine-EX' standard for Digital Safe Reporting Service Providers. Find more information about EthicsDefender at <https://www.ethicsdefender.com/> (for reporting access on <https://www.ethicsdefender.com/>). The EthicsDefender system provides an electronic shield that means that Grindrod cannot access the contact details of the reporter unless they choose to disclose these. At the same time the reporter is able to interact electronically and directly with Grindrod without having to communicate via the third-party (Tip-offs). Reporters wishing to report unethical activity at Grindrod can do so at: <https://grindrod.ethicsdefender.com>.

8. REPORT RECIPIENTS AND ESCALATION OBLIGATIONS

Whatever channel is used in the making of a report, the report must escalate to an appropriate senior level in Grindrod for the required attention.

8.1 Reports made using internal channels

Where a report is received by a Grindrod manager, it should be promptly handled in consultation with a senior manager and the Group Risk and Internal Audit Manager. Failure to do so may prevent Grindrod from meeting the timelines for the handling of reports as set out in the Protected Disclosures Act and give rise to the suspicion of the information being deliberately concealed from senior management. Accordingly, the failure to escalate a report to an appropriate decision-making level can constitute a disciplinary offence.

8.2 Reports made using Grindrod Ethics Hotline and EthicsDefender

Reports made using the Grindrod Ethics Hotline and EthicsDefender anonymous reporting lines, once these have had information that identifies anonymous reporters removed, will be made available to the Group Ethics Officer through a secure login.

Should a report implicate the Group Ethics Officer, it will be directed to the Group CEO. Should the report implicate the Group CEO, the report will be directed to the Chair of Grindrod's Audit committee.

9. HOW GRINDROD WILL RESPOND

Regardless of the channel used to make a disclosure report, **Grindrod will consider all disclosures made and ensure the protection of the reporter** where the disclosure meets the good faith criteria set out in Section 5 above and in line with the process outlined in **Annexure A (Whistleblowing Framework)**.

In order to protect individuals and those accused of misdeeds or possible malpractice, initial enquiries will be made to decide whether an investigation is appropriate and, if so, what form it should take. Such decisions are taken on a case-by-case basis. Where an investigation is appropriate, the matters raised will be either

- Investigated internally by management, internal audit or through the disciplinary process; or
- Referred to an independent outside service provider with the necessary specialist expertise and experience in dealing with the type of disclosure made

Some concerns may be resolved by agreed action without the need for formal investigation. If urgent action is required, this will be taken before any investigation is conducted.

The investigation and the duration thereof will depend on the nature of the matters raised, the circumstances prevailing, and the clarity of the information provided. If necessary, further information will be sought from the reporter, if this is possible.

The investigations will be handled in a confidential manner and will not be disclosed or discussed with any persons other than those with a legitimate right to such information.

Appropriate feedback will be provided to the party who made the report. This feedback will be provided directly in the case of reporters who have chosen to make their identity known to Grindrod. Where an anonymous report is made, the reporter can maintain contact via the Grindrod Ethics Hotline or EthicsDefender to receive feedback.

The feedback will be provided according to the timelines and other provisions set out in terms of the Protected Disclosures Act as amended. These provisions are set out in **Annexure A** of this policy.

10. PROHIBITION OF RETALIATION

Any action, utterance or insinuation that has the effect of deterring others from reporting information in terms of this policy is prohibited as it increases the risk and potential for Grindrod to suffer harm of both a reputational and material nature. Furthermore, such deterrence is a contravention of the applicable legislation.

Where a report that meets the criteria for protection set out in this policy is made, any threat of or actual retaliation and all consequential occupational detriment is against the law and prohibited in Grindrod.

Any act that has a deterring effect on those from whom Grindrod may require information or assistance in the conducting of arising investigations is prohibited. Any form of retaliation or occupational detriment that is threatened or metered out to those who cooperate with such investigations is similarly prohibited.

Examples of actions that can have a deterrent effect and constitute retaliation and occupational detriment are listed in **Annexure B**.

Any employee of Grindrod who engages in these prohibited activities shall be subject to disciplinary action.

Notwithstanding the prohibition of retaliation, the Protected Disclosures Act does not protect a party who makes a disclosure report from disciplinary action if they were involved in the unethical conduct that is the subject of the report. Simply put, making a disclosure does not protect someone from the reasonable consequences of their participation in the wrongdoing. They may be able to argue that their voluntary admission and full cooperation are mitigating factors, and these may be considered together with other factors in the determination of any disciplinary penalty.

11. POLICY AWARENESS

In order for the policy to be sustainable, it will be supported by a structured education, communication and awareness programme as part of Grindrod's broader ethics and fraud risk management strategy. Awareness information must be communicated to all stakeholders.

12. RESPONSIBLE OFFICER AND CONTACT DETAILS

The Group Company Secretary has overall responsibility for the maintenance and implementation of this policy. The Group Risk and Internal Audit Manager maintains a record of concerns and the outcomes will be reported as necessary to the Group CEO.

The Group Ethics Officer reports the status of cases and findings to the Social, Ethics and Sustainability committee.

Requests for further information should be referred to the

Group Company Secretary

P +27 31 302 7145

E group.secretarial@grindrod.com

13. POLICY REVIEW RESPONSIBILITY AND FREQUENCY

An annual review of this policy shall be undertaken by the Social, Ethics and Sustainability committee, and any amendments will be informed by changes in legislation, evolving best practices and lessons learned from actual incidents experienced directly or indirectly that have relevance for Grindrod.

14. RELATED POLICIES

This policy should be read in conjunction with, inter alia, the following Grindrod policies

POLICY	
Anti-Bribery and Corruption	Gifts
Competition Compliance	International Trade Relations
Code of Ethics	Legal and other compliance
Conflict of Interest	Protection of Personal Information (POPI)
Directors and Staff Dealings	Procurement
Due Diligence	The Supplier Code of Ethics and Conduct

ANNEXURE A: GRINDROD WHISTLEBLOWING FRAMEWORK

<p>Introduction and Scope</p>	<p>Grindrod is committed to integrity in all its business dealings and to ethical and lawful conduct throughout its operations. This document provides a framework which governs reports received in accordance with the Grindrod Whistleblowing Policy.</p> <p>This framework document provides information and guidance to assist in the implementation of the Whistleblowing Policy and, in particular, governs the following</p> <ul style="list-style-type: none"> • Process to be followed from when a tip-off report is received, through to conclusion • Timelines in respect of decision making, investigation and reporting which are consistent with the mandatory timelines prescribed by the Protected Disclosures Act, 2000 (the “Protected Disclosures Act”) • Provisions governing conducting internal investigations in response to tip-offs received, including the circumstances when such investigations should be referred to outside counsel • Provisions governing reporting in respect of findings pursuant to the completion of investigations, including compliance with statutory reporting obligations in terms of the Prevention and Combating of Corrupt Activities Act, the Financial Intelligence Centre Act, and any other applicable laws • Provisions governing consequences for non-compliance with the provisions of the policy to encourage consistent application of the policy across the Grindrod Group <p>This policy applies to all employees, officers, consultants, self-employed contractors, casual workers, agency workers, volunteers and interns.</p>
<p>Process followed when a tip-off is received</p>	<p>The process to be followed from receipt of a tip-off to the conclusion of the case is illustrated in the Whistleblowing Process Chart, which is set out in Annexure A of this policy.</p> <p>The tip-off lifecycle comprises three primary phases</p> <ul style="list-style-type: none"> • Receipt and report routing; • Preliminary assessment; and • Addressing the tip-off <p>As outlined in section 7 of the Whistleblowing policy, there are three possible channels for the reporting of unethical activity, being</p> <ul style="list-style-type: none"> • Direct reporting via a Grindrod management representative, which includes inter alia a line manager, senior manager or the Group Ethics Officer; or • The independently operated Grindrod Ethics Hotline (Deloitte’s Tip-offs Anonymous); or • The Ethics Defender interactive and anonymous chat system

As outlined in the **Whistleblowing Process Chart** contained in this policy, the following steps must be adopted pursuant to the receipt of a tip-off report

The Group Ethics Officer to advise the Group Risk and Internal Audit manager of the report. The Group Risk and Internal Audit Manager must open a case in the Whistleblowing Management System ("**WMS**") and record the receipt of the tip-off report, together with the date that the tip-off was received.

The Group Ethics Officer, in consultation with the Group Internal Audit Manager, must perform a preliminary assessment to determine

- Whether the contents of the report warrant further investigation. This assessment will be informed by
 - The nature of the allegations in the report and whether they relate to matters which can be reported in terms of section 4 of the Whistleblowing Policy; and
 - Whether the tip-off report contains sufficient information to enable an investigation to be conducted
- Whether there are any risks of occupational detriment facing the reporter and, if so, the matter must be referred to HR to take appropriate action to protect the reporter.

At the conclusion of the preliminary assessment the Group Ethics Officer in consultation with the Group Risk and Internal Audit Manager, must make a decision regarding whether the tip-off will be investigated.

In this regard

- **If a decision is made not to investigate**, the tip-off must be closed and the reason for not investigating recorded in the WMS and communicated to the reporter (where possible)
- **If a decision is made to investigate**, the Group Risk and Internal Audit Manager must update the WMS with this decision. In addition, the Group Ethics Officer, in consultation with the Group Risk and Internal Audit Manager, must determine whether the matter will be investigated internally or referred for external investigation. This decision must be informed by the nature and complexity of the issues contained in the tip-off report and whether Grindrod has sufficient capacity and capabilities to conduct the investigation

The decision as to whether to investigate internally or externally must be recorded in the WMS.

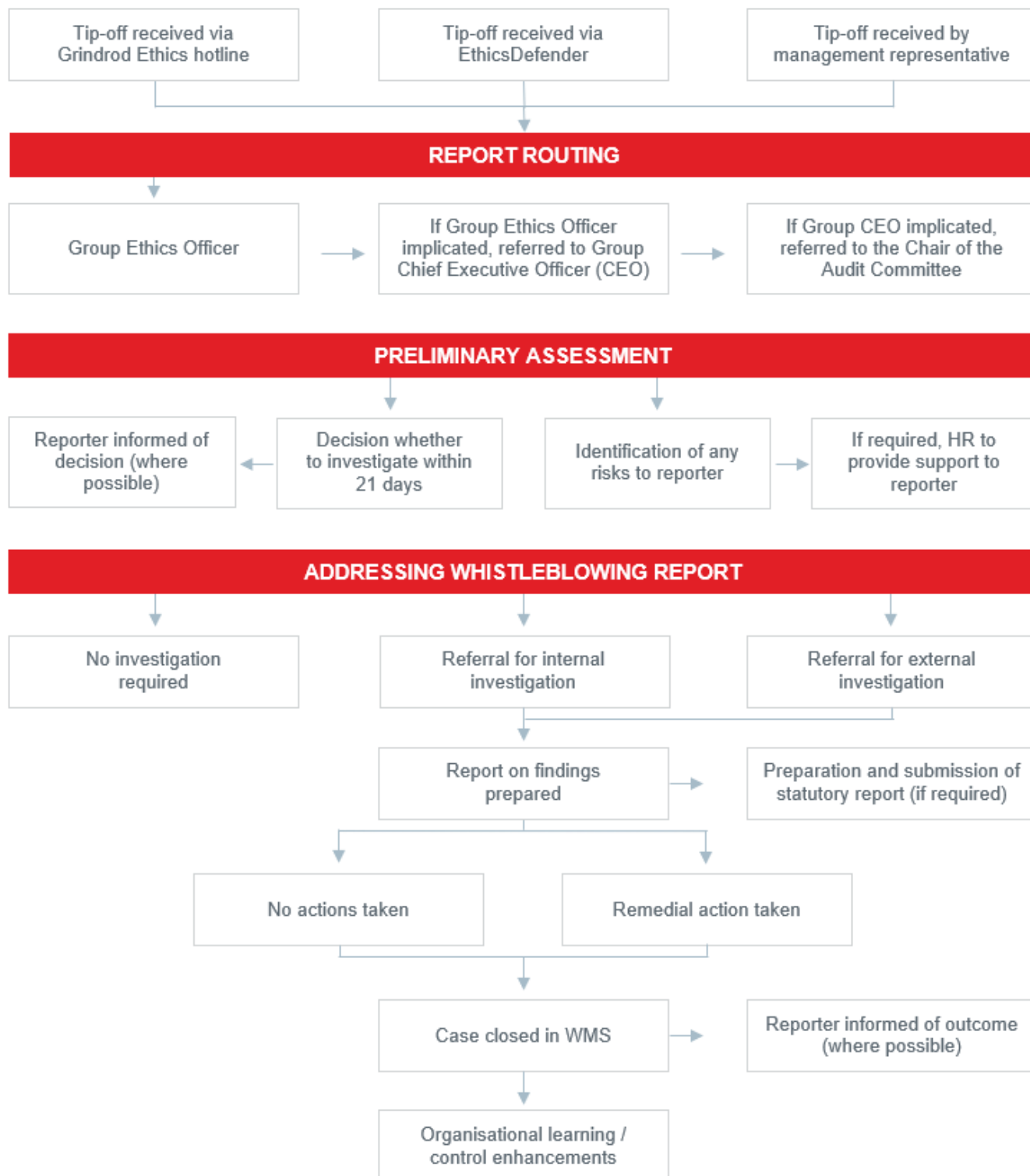
At the conclusion of the investigation a written investigation report, which outlines whether any remedial action is required or not, must be filed. The WMS must be updated with the outcome of the investigation.

	<p>If remedial action is required this must be implemented within a reasonable period, the implementation of which will be tracked in the WMS. Once the appropriate action has been taken the WMS must be updated and the case closed.</p> <p>If the findings give rise to a statutory reporting obligation as contemplated in section 5 below, this report must be prepared and submitted to the relevant authorities.</p> <p>Where applicable, the reporter must be informed of the outcome of the investigation (subject to the exceptions outlined in section 4 below).</p>
Report recipients and escalation obligations	<p>Whatever channel is used in the making of a report, the report must escalate to an appropriate senior level in Grindrod for the required attention.</p> <p>Reports made using internal channels</p> <p>Where a report is received by a Grindrod manager, it should be promptly reported to the Group Risk and Internal Audit Manager, unless the Group Risk and Internal Audit Manager is implicated in the report in which case the report must be referred to the Group Ethics Officer. If the Group Ethics Officer is implicated, it must be directed to the Group CEO. If the Group CEO is implicated, the report must be escalated to the Chair of Grindrod's Audit committee.</p> <p>Reports made using Grindrod Ethics Hotline and EthicsDefender</p> <p>The Group Ethics Officer receives reports made using the Grindrod Ethics Hotline and Ethics Defender, once these have had information that identifies anonymous reporters removed.</p> <p>Should the Group Ethics Officer be implicated in the report, the Ethics Hotline and Ethics Defender report line have a process flow in place that escalates the report to the Group CEO, and thereafter the Group Audit committee chair.</p>
Timelines which must be adhered to	<p>The PDA prescribes certain timelines in relation to tip-offs which Grindrod must adhere to. In particular</p> <p>Within 21 calendar days of receipt of the tip-off, the recipient (or person to whom the report has been referred within Grindrod) must provide the reporter with a written acknowledgement of receipt informing of the decision</p> <ul style="list-style-type: none"> • To investigate the matter and, where possible, provide a time-frame for the investigation; • Not to investigate the matter, and the reasons for such decision; or • To refer the disclosure to another person or body <p>Where the matter has been referred, the recipient of the referral must inform the reporter of the decision to investigate (or not) within 21 calendar days after such referral.</p>

	<p>If a decision is not able to be reached as outlined above, then the reporter must be provided with a written notice within 21 calendar days of the report (or referral) informing them of this and providing updates on a regular basis of not more than 2 months at a time that the decision is still pending. The employee must be provided with a written notice of the decision to investigate or not no later than 6 months after the report was made.</p> <p>Subject to the below, where a tip-off is investigated, Grindrod will aim to inform the reporter of the outcome of the investigation.</p> <p>The above notification requirements do not need to be complied with where</p> <ul style="list-style-type: none"> • The identity of the reporter or their contact details is not known by Grindrod; or • Compliance with these notification requirements would result in prejudice to the prevention, detection or investigation of a criminal offence <p>The provisions of the Protected Disclosures Act (PDA) described above only relate to reports made by Grindrod employees or workers.</p>
Investigation of reports	<p>Where a decision is made that a tip-off requires investigation, the Group Ethics Officer, in consultation with the Group Risk and Internal Audit Manager, must determine whether the matter will be investigated internally, or referred for external investigation. This decision will be informed by the nature and complexity of the issues contained in the tip-off report and whether Grindrod has sufficient capacity and capabilities to conduct the investigation.</p> <p>The decision as to whether to investigate internally or externally must be recorded in the WMS.</p> <p>Whether an investigation is conducted internally or externally, all Grindrod employees are required to cooperate with the investigation progress and provide any and all reasonable assistance which may be required as part of the investigation including, but not limited to, providing any information requested by authorised persons as part of the investigation.</p>
Reporting obligations	<p>In certain circumstances the facts contained in a tip-off report may give rise to a reporting obligation in terms of applicable laws, including but not necessarily limited to the reporting obligation for persons in a position of authority in respect of certain listed offences including fraud and corruption as outlined in section 34 of the Prevention and Combating of Corrupt Activities Act, 2004 (PRECCA).</p> <p>As part of the investigation, the investigation team must consider the existence of a reporting obligation and inform Group Ethics Officer of their findings.</p> <p>To the extent that legal advice is required on the determination of the existence of a reporting obligation, this may be referred to external counsel for consideration.</p> <p>Where a reporting obligation is identified, a report must be prepared and submitted to the relevant authorities as required by applicable laws.</p>

Compliance with this framework and the Whistleblowing policy	<p>Compliance with the Whistleblowing policy and this Whistleblowing Framework shall help ensure that Grindrod</p> <ul style="list-style-type: none"> • Upholds the core values enshrined in the Code of Ethics and in particular, will provide for an effective mechanism for reporting unethical activity, and taking appropriate steps pursuant to receipt of such reports; and • Complies with applicable laws including, in particular, the Protected Disclosures Act <p>Grindrod may recommend any appropriate administrative, legal and / or disciplinary action to be taken against any employee reasonably suspected of acting in contravention of this policy, or being implicated in any non-compliant activity outlined within this policy. In the case of ignorance or minor negligence, Grindrod will undertake to provide further awareness training to the employee.</p> <p>Any gross negligence or intentional non-compliance with this policy will be considered a serious form of misconduct under Grindrod's Disciplinary code and may lead to dismissal.</p>
Policy awareness	<p>In order for the policy to be sustainable, it will be supported by a structured education, communication and awareness programme as part of Grindrod's broader ethics and fraud risk management strategy. Awareness information must be communicated to all stakeholders.</p>
Responsible officer and contact details	<ul style="list-style-type: none"> • The Group Company Secretary has overall responsibility for the maintenance and implementation of this policy. • The Group Risk and Internal Audit Manager maintains the WMS which includes a record of concerns and the outcomes will be reported as necessary to the Group Managing Director. • The Group Ethics Officer reports the status of cases and findings to the Social, Ethics and Sustainability committee. • Requests for further information should be referred to the Group Company Secretary (group.secretarial@grindrod.com)

WHISTLEBLOWING PROCESS CHART (WBPC)



ANNEXURE B: DETERRENCE OF RETALIATION FOR MAKING PROTECTED DISCLOSURES AND ASSISTING WITH INVESTIGATIONS

The South African Protected Disclosures Act prohibits retaliation or ‘occupational detriment’, and similar provisions are contained in the whistleblowing laws applicable in other countries where Grindrod operates.

The Protected Disclosures Act defines occupational detriment as the threat or the carrying out of any of the following as a consequence for the making of a protected disclosure in good faith

- Any disciplinary action
- Dismissal, suspension, demotion, harassment or intimidation
- Transfer against an employee’s will
- Refusal of transfer or promotion
- Disadvantageous alteration of a term or condition of employment or retirement
- Refusal of or provision of an adverse reference
- Denial of appointment to any employment, profession or office
- Subjection to civil claim for the alleged breach of a duty of confidentiality arising from the disclosure of a criminal offence or a contravention or failure to comply with the law

AND / OR

‘Being otherwise adversely affected in respect of his or her employment, profession or office, including employment opportunities, work security and the retention or acquisition of contracts to perform work or render services.’ In this quoted provision of the Act, the prohibition on adverse consequences extends beyond employees to third parties of Grindrod.

Grindrod appreciates that a wide range of deterrent behaviours, threats and actions can constitute being ‘adversely affected’ as defined in the Act. Accordingly, this Annexure does not provide a full list of actions and behaviours that might be deterrent in effect and prohibited by this policy.

Particular attention is, however, drawn to the many adverse consequences short of the list set out in the Act that are nevertheless deemed unacceptable. These include any attempt to create an adverse workplace environment for employees who are suspected or known to have made reports in good faith in terms of the policy including any action that causes their social isolation from colleagues, or action that seeks to target them by threatening or victimising their close associates.

Finally, it is required that all Grindrod employees refrain from any false claims that bring the integrity with which Grindrod, the Grindrod Ethics Hotline and EthicsDefender operate in terms of this policy into question.

15. REVIEW HISTORY

This policy will be reviewed at least annually and changes to the policy will be submitted to the Executive and Social, Ethics and Sustainability committees for approval.

	NAME	DESIGNATION	DATE
Approved	Executive committee / Social, Ethics and Sustainability committee	Executive committee / Social, Ethics and Sustainability committee	May 2025
Reviewed	Vicky Commaille	Group Company Secretary	February 2025
Approved	Executive committee / Social, Ethics and Sustainability committee	Executive committee / Social, Ethics and Sustainability committee	May 2024
Reviewed	Vicky Commaille	Group Company Secretary	April 2024
Reviewed	Vicky Commaille	Group Company Secretary	May 2023
Reviewed	Vicky Commaille	Group Company Secretary	May 2022
Approved	Executive committee / Social and Ethics and Sustainability committee	Executive committee / Social and Ethics and Sustainability committee	August 2021
Reviewed	Vicky Commaille	Group Company Secretary	July 2021
Approved	Executive committee / Social and Ethics and Sustainability committee	Executive committee / Social and Ethics and Sustainability committee	May 2021
Reviewed	Vicky Commaille	Group Company Secretary	May 2021
Reviewed	Vicky Commaille	Group Company Secretary	November 2020
Approved	Executive committee / Social and Ethics committee	Executive committee / Social and Ethics committee	May 2019
Reviewed	Cathie Lewis	Group Company Secretary	April 2019
Reviewed	Cathie Lewis	Group Company Secretary	October 2018
Approved	Executive committee	Executive committee	November 2017
Compiled	Cathie Lewis	Group Company Secretary	November 2017