



Transaction
Capital

TRANSACTION CAPITAL ETHICS CHARTER

INTRODUCTION

Ethics is a set of moral principles that govern or influence our behaviour, above and beyond the laws or policies that govern a country, industry, profession or company. Our ethics charter guides every action taken and decision made, even when no one is watching. This charter helps to define the way that all employees in an organisation, from its leaders and managers to every employee, are expected to act.

Transaction Capital's governance structures are aligned to King IV, which advocates an outcomes-based approach to governance. The board considers value creation against the King IV definition of corporate governance as the exercise of ethical and effective leadership to achieve the governance outcomes of King IV.

The Transaction Capital ethics charter defines our vision, mission and values, and outlines our approach to operating as a value-based group.

The group's strong ethics are a key competitive advantage in our sectors. We go beyond compliance, embedding ethics and respect in our daily activities and interactions. Our reputation as an ethical business is vital, earning the trust of clients, customers, suppliers, communities, and stakeholders.

Our values set expectations for our behaviour, including acting with integrity, pursuing excellence, respecting all, innovating, and taking responsibility. This ethical and values based culture underpins responsible value creation.

GROUP COMMITMENTS

The group is committed to:

- Upholding the highest standards of ethical behaviour and integrity.
- Aligning our behaviour in the workplace with Transaction Capital's values.
- Abiding by principles and recommended practices in the King Report on Corporate Governance 2016 (King IV).
- Complying with all prevailing laws that are applicable to our business.
- Providing relevant information on our approach and attitude to conducting business ethically to our stakeholders.
- Supporting group initiatives to manage ethics effectively.

In the work we do each day, these commitments support our efforts to:

- Ensure Ethical Leadership
- Always act as a responsible corporate citizen
- Include our stakeholders in our efforts to operate ethically
- Nurture an ethical culture through a work environment where everyone is treated with respect and dignity, and where discrimination of any kind is not tolerated.

HOW IS THE ETHICS CHARTER APPLICABLE ACROSS THE GROUP?

For Transaction Capital to be regarded as an ethical organisation, we must all commit to a shared set of principles and behave according to the same ethical standards. Thus, the Transaction Capital Ethics Charter is applicable to all our people across all levels in Transaction Capital – at group level, in the divisions and in each subsidiary company. We all have a responsibility to comply with the Ethics Charter and uphold the group values it embodies – which extends to the group's supporting ethics related policies and applicable legislation.

The ethical culture this creates benefits us all by maintaining a fair workplace, and a sound reputation benefits the entire group by demonstrating to our stakeholders that we share a commitment to upholding ethical business practices.

Transaction Capital's Ethics Charter also applies to our external stakeholders, across our:

- Clients and customers
- Suppliers
- Communities
- Shareholders
- Funders and Investors
- Public sector entities and regulators

We are committed to fair and honest dealings with our stakeholders. Equally, we expect that they too behave ethically in all their interactions with us.

TRANSACTION CAPITAL VISION, MISSION AND VALUES

- Our vision recognises that our ultimate success depends on our stakeholders having positive regard for the group and its divisions, which requires that we meet their legitimate needs and expectations as determined through constructive mutual engagement. ***Our vision is our definition of victory.***
- Our mission is to provide specialised financial and allied services in selected high-risk and under-served segments of the financial services sector. ***Our mission describes how we apply our competencies to achieve our vision.***
- ***Our values underpin and support our vision and mission.*** They guide our actions and our interactions with our stakeholders, and are the foundation on which we build our brand and make decisions. As our values clarify what constitutes acceptable and desirable behaviour, we must always strive to align our actions to these values.

Integrity

We recognise that integrity goes beyond complying with laws, regulations and company policy – integrity encompasses honesty and fairness, including treating customers fairly (TCF), consistency and appropriate levels of transparency.

Respect

We treat everyone with respect, embrace and value diversity, care for and value our people, and do not tolerate any form of discrimination.

Excellence

We value our people's contributions. We set goals that are challenging, always strive for high performance and are committed to ongoing learning.

Accountability

We accept accountability for the organisation's actions and similarly expect our employees to be accountable and accept responsibility for their conduct, to learn from mistakes and not blame others.

Innovation

We initiate and embrace change, and use it as an opportunity to adapt to and overcome challenges. We encourage new ideas and discover new ways to address the needs of our stakeholders.

ETHICS POLICIES

Our values are supported by and implemented through various ethics related policies. These include:

- Group Anti-Harassment Policy
- Group Anti-Bribery and Corruption Policy
- Group Anti-Drug and Anti-Alcohol Abuse Policy
- Group Sponsorships and Donations Policy
- Group Human Rights Policy

ETHICS SUPPORT

Ethical and values-based behaviour is already a key tenant of how Transaction Capital, its divisions and subsidiary companies operate. However, we recognise that there may be times when our people require further support in giving effect to the Ethics Charter.

If employees are unsure about a decision or action they are required to take, or when they observe or suspect inappropriate behaviour by others, they can seek guidance from line managers, HR practitioners, the Group Ethics Officer or executives.

REPORTING MISCONDUCT

We commit to integrating our values and ethical conduct into the work we do, every day, and are empowered to speak out where we believe that this commitment is not being met.

Reporting of suspected unethical or fraudulent behaviour can be directed to line managers, HR practitioners or executives, with confidential reporting to the Group Ethics Officer.

Where employees or others report unethical or fraudulent behaviour in good faith, the group will protect them from any negative repercussions. Any victimisation of those who speak out will not be tolerated.

Anonymous reporting of suspected unethical or fraudulent behaviour can be reported via the Transaction Capital Ethics Line. These anonymous reports are distributed to the Group Ethics Officer and all alleged incidents of misconduct are investigated. The Transaction Capital Ethics Line can be contacted via the following channels:

- Free call: 0800 212 767;
- Free fax: 0865 212 689;
- SMS: 33490;

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- E-mail: information@whistleblowing.co.za;
 - Website: www.whistleblowing.co.za
 - Whatsapp: +27 31 308 4664;