



CONFLICT OF INTEREST MANAGEMENT POLICY



1. DEFINITIONS

“Associate”

In relation to a **natural person**, an associate is:

- Someone who is recognised in law or the tenets of religion as the spouse, life partner or civil union partner of that natural person.
- A child of that natural person, including a stepchild, adopted child and a child born out of wedlock.
- A parent or step-parent of that natural person.
- Someone who is recognised in law or appointed by a court as the individual legally responsible for managing the affairs of that natural person or meeting the daily care needs of that natural person.
- The spouse, life partner or civil union partner of a person referred to in above.
- Someone who is in a commercial partnership with that natural person.

In relation to a **juristic person**, an associate is:

- In the case of a company – any subsidiary or holding company of that company, any other subsidiary of that holding company and any other company of which that holding company is a subsidiary.
- In the case of a close corporation registered under the Close Corporations Act (No 69 of 1984) – any member of the close corporation as defined in section 1 of that Act.
- In the case of an entity that is not a company or a close corporation, as described above – another juristic person that would have been a subsidiary or holding company of the first-mentioned.

“**Benefit**” includes any tangible or intangible advantages or profits gained.

“**Client**” includes existing and potential future clients.

“**Connected person**” means:

- spouse or partner.
- minor children.
- any person in a business or profit-sharing relationship with the employee, including partners in an investment club.
- a trust in which the employee or any person mentioned in (a) or (b) is a beneficiary.
- a company in which the employee or any person mentioned in (a), (b) or (d) is a shareholder.
- a pension fund (other than a pension fund managed by the institution) of which the employee or any person mentioned in (a), (b) and (c) is a beneficiary.



- any other accounts where the person has a direct or indirect benefit.

“Corruption” means the abuse of position of employment by offering or acceptance of a benefit that is not legally due for the commission of an act in connection with that position of employment.

“Director” means a member of the Board of a company within Selekane Asset Consultants (Selekane) or an alternate director. This includes any person occupying the position of a director or alternate director, even if such a position is called something else.

“Distribution channel” refers to:

- Any arrangement between a product supplier or any of its associates and one or more providers or any of its associates in which the providers receive support or services when they render financial services to a client.
- Any arrangement between two or more providers or any of their associates in which the arrangement facilitates, supports or enhances a relationship between the providers and a product supplier.
- Any arrangement between two or more product suppliers or any of their associates in which the arrangement facilitates, supports or enhances a relationship between the product suppliers.

“Employees” include any full-time, temporary, contract, outsourced, suspended or absent employees, partners or agents, as well as any representatives on any of Selekane’s licences.

Employee’s family includes the employee’s spouse or equivalent, sibling parent, grandparent, child, grandchild and any person who is a blood relation of the employee.

“Financial interest” means any cash, cash equivalent, voucher, gift, service, advantage, benefit, discount, domestic or foreign travel, hospitality, accommodation, sponsorship, other incentive or valuable consideration.

“Gift” includes items, goods, services, information or money in whatever form, from which the recipient may derive benefit as well as any other benefit or gratuity.

“Gratuity” includes any sum of money paid in respect of any defined task or project other than the contracted remuneration.

“Holding Company” has the meaning assigned to it in the companies Act, 2008.

“Immaterial financial interest” means any financial interest with a determinable monetary value. The total value received from the same third party should not exceed R1 000 in any calendar year and includes loyalty benefit (cash or premium back bonus) that



is directly or indirectly provided or made available to a client by a provider or a product supplier or an associate of the provider or product supplier, which benefit is wholly or partially contingent on:

- The financial product with that provider or product supplier remaining in place.
- The client continuing to utilise a financial service of that provider or product supplier.
- The client increasing any benefit to be provided under financial product; or
- The client entering into any other financial product or benefit or utilising any related services offered by that provider, product supplier or their associates.

“Key individual” means a person registered as such in terms of the FAIS Act to oversee and manage the business or representatives of Selekane.

“Ownership interest” means:

- Any equity or proprietary interest for which the owner paid fair value at the time of acquisition. It excludes equity or a proprietary interest the owner holds as an approved nominee on behalf of another person.
- Any dividend, profit share or similar benefit derived from that equity or ownership interest.

“Representative” means any person who renders a financial service to a client, for or on behalf of Selekane, in line with the FAIS Act. This applies to services in terms of a client’s conditions of employment or any other mandate.

“Third party” means:

- A product supplier.
- Another provider.
- An associate of a product supplier or a provider.
- A distribution channel.
- Any person who, in terms of an agreement or arrangement with a person referred to in paragraphs (a) to (d) above, provides a financial interest to a provider or its representatives.

“Trading partners” are any third parties:

- With whom Selekane has a business relationship.
- With whom a business relationship is being considered.
- With whom a business relationship is in the process of being finalised. This includes service providers, suppliers, contractors, providers and partners. It also includes any party to a business relationship with Selekane.



“Securities” includes "securities and financial instruments" as defined in the Financial Markets Control Act No. 55 of 1989, the Stock Exchanges Control Act No. 1 of 1985 respectively, and any unlisted instruments such as bonds, futures, options, forward rate agreements, swaps, equities and derivatives of any of these, but excludes all unit trusts other than unit trusts listed on a recognised exchange or with assets under management by the institution.

“Significant Owner ” means a person is a significant owner of a financial institution if the person directly or indirectly alone or together with a related or inter-related person has the ability to control or influence materially the business or strategy of the financial institution, as per section 157(1)(2) of the Financial Sector Regulation Act, 2017.

“Supplier” includes existing and potential vendors, contractors, sourcing partners, service providers, distributors and consultants who supply goods or services to Selekane as well as any other third parties who may in future become suppliers or vendors of goods or services to Selekane.

“White Labelling” refers to the marketing of or offering a specific financial product of a product supplier wholly or partially under the brand of another person who is not the product supplier, in terms of the arrangement between product supplier and that other person.



2. INTRODUCTION

The management of Selekane is committed to doing business in an honest and ethical manner. Management also recognises the need to make sure that all business relationships within Selekane are founded on professional principles and that the relationships are kept at arm's length.

As a general rule, conflicts of interest must be avoided at all times. Where it is impossible to avoid a conflict of interest, the conflict must be disclosed to the appropriate persons and managed in accordance with this policy.

Management further recognises its obligation to see to it that appropriate controls and procedures are implemented within Selekane. These controls and procedures will help Selekane meet the regulatory requirements both in South Africa and internationally.

3. PURPOSE

The purpose of this policy is to provide a framework that sets out the mechanisms used to prevent conflict of interest as far as reasonably possible. Where conflicts are unavoidable, the policy also provides guidelines on how to deal with the conflicts in an ethical and responsible manner.

4. SCOPE

Our Conflict of Management Policy applies to Selekane and its representatives. Management of Selekane must approve any deviation from this policy.

5. WHAT IS A CONFLICT?

A conflict of interest occurs when there is a direct or indirect conflict, in fact or in appearance, between the interests of a person and the interests of Selekane. It applies to financial, economic and other interests in any opportunity from which Selekane may benefit, or which may be to the detriment of Selekane, including the use of Selekane's confidential information.

In relation to the rendering of a financial services to a client, conflict of interest is any situation in which a provider or a representative has an actual or potential interest that may:

- Influence the objective performance of the provider or representative's obligations to that client.
- Prevent a provider or representative from rendering an unbiased and fair financial service to that client.



- Prevent a provider or representative from acting in the interests of that client. Such interests include, but are not limited to:
 - I. A financial interest
 - II. An ownership interest
 - III. Any relationship with a third party.

Actual conflict arises in situations where financial considerations or other personal or professional considerations compromise an individual's objectivity, judgment, integrity, and/or ability to fulfil his or her responsibilities to Selekane and his or her actions could lead to compromising Selekane in any way.

Apparent (or perceived) conflicts are situations or relationships that could reasonably appear to other parties to involve a conflict of interest. Apparent conflicts exist in situations where a person has financial interests, personal relationships or associations with an external entity, individual or organisation, such that the person's activities within Selekane could appear to be biased. This applies to the following people:

- Executive / Non-Executive Management
- Representatives

Potential conflicts refer to situations that do not necessarily constitute or appear to constitute a conflict of interest, but where there is a reasonable possibility of an actual or apparent conflict of interest arising in the near future. Any reference to a conflict of interest in this policy includes an apparent or potential conflict of interest.

Examples of Conflict of Interest

Personal interests may include working relationships and/or financial interests with immediate family members or relatives. Activities include outside employment in areas similar to those in which Selekane is involved:

- Outside work for clients, suppliers, vendors, or competitors of Selekane.
- Operating as a supplier to Selekane.
- Activities that have the potential to affect the staff member's objectivity.
- Activities that could reflect negatively on the reputation of Selekane and its employees.
- Holding a financial interest in a business concern that is a supplier, client, partner, subcontractor, or competitor of Selekane constitutes a conflict of interest under certain conditions.
- Incentive remuneration for placing a quantity of business with only 1 supplier, or for only 1 product of a supplier where a choice is available.



- Participating in any activity that might lead to or give the appearance of unapproved disclosures of Sele Kane's confidential information or client confidential information.
- Using an official position to obtain special privileges or advantages from individuals or businesses.
- An employee, officer or director may serve on external non-profit, governmental or for-profit governance boards, however if such service in any way could create an actual or perceived conflict of interest, the services must be disclosed and approved by the governing body of Sele Kane.

No person may receive or solicit outside employment, including paid service on a governance board, or compensation that would impair the independence of judgment of the individual in performing duties as an employee of Sele Kane.

6. TRAINING AND AWARENESS

All Sele Kane's staff must be aware of this policy and receive training on this policy.

A copy of the policy will be provided to each staff member at inception of that staff member's duties and updated versions must be circulated as and when they are updated.

It is the responsibility of Operations Director to ensure that the provisions of this paragraph are complied with. All staff will complete declaration that no conflict of interest exist between themselves and Sele Kane and where there is a conflict of interest, such conflict is declared to ensure the proper management thereof.

It is our policy to inform all clients of the existence of this policy, and make it available to such clients in the following manner:

- Posting on website; and
- Sent to client on request.

7. PERMITTED FINANCIAL INTEREST

Sele Kane may only receive the following financial interests:

- Fees authorised under the Long-term Insurance Act (52 of 1998), the Short-term Insurance Act (53 of 1998) and the Medical Schemes Act (131 of 1998), where those fees are corresponding to a service being rendered. Fees charged for a financial service and for which payment referred to above is not paid, if those fees:
- The amount, frequency, payment method and recipient of those fees and details of the services that are to be provided by the provider or its representatives in exchange for the fees are specifically agreed to by the client in writing.



- Those fees may be stopped at the discretion of the client.
- Fees or remuneration for a service to a third party is reasonable compensation for that service.
- Fees or remuneration for the rendering of a service to a third party, which fees or remuneration are commensurate to the service being rendered.

Any other financial interest in cash or cash equivalent is not permitted. Details of all immaterial financial interests (gifts) received must be declared to the Management.

8. NON-PERMITTED FINANCIAL INTEREST

A provider may not offer any financial interest to a representative of that provider for:

- That is determined with reference, giving preference to the quantity of business secured for the provider without giving due regard to the exclusion of the quality of the service rendered to delivery of firm outcomes for clients.
- For giving preference to a specific product supplier, where a representative may recommend more than one product supplier to a client.
- For giving preference to a specific product of a product supplier, where a representative may recommend more than one product of that product supplier to a client.

It is specifically recorded that the only financial interests that any representative or key individual of Selekane will be entitled to is the remuneration disclosed in each employee's service contract. Selekane must ensure that it will only recommend the in-house solutions where this is in the interests of the client.

9. GIFTS RECEIVED AND OR PROVIDED

All Selekane employees are prohibited from soliciting, accepting or receiving any gifts, directly or indirectly other than in terms of the procedures prescribed in this policy.

Specifically prohibited gifts:

- All travel at the expense of anyone other than Selekane.
- The acceptance or receipt of cash, or equivalent procedure for the acceptance and receipt of gifts.
- Only gifts with a value of less than R1000 may be received or accepted by an employee whilst acting in his or her capacity as an employee of Selekane.

When accepting or receiving such gifts the following conditions apply:

- The employee must disclose the acceptance or receipt of any gift, within 30 days, in the gift register.



- An employee may not accept or receive more than one gift in any given three-month period.
- A gift of less than R150 in value need not be declared provided acceptance of such gift does not impair the independence or objectivity of the employee acting in his capacity as an employee of Selekane.
- The acceptance or receipt of a gift may not take place in circumstances that amount to corruption.

Special Considerations:

Should it be deemed impractical, inappropriate or insulting to refuse to accept or receive a gift that has been offered, an employee may accept the gift, with the proviso that the employee discloses the acceptance or receipt of any gift within 30 days.

Conditions for giving of gifts:

Gifts may only be given by an employee, whilst acting in his or her capacity as an employee of Selekane, to suppliers, clients or third parties under the following conditions:

- The employee must disclose the giving of any gift involving a monetary value of R 1000 or more, within 30 days.
- An employee may not give more than one gift to the same recipient within any three-month period.
- The giving of a gift may not take place in circumstances which amount to a conflict of interest on the part of any employee (refer to Selekane Conflict of Interest Policy).
- The giving of the gift may not take place in circumstances that amount to corruption, nor may an employee give a gift where it may amount to the exertion of undue influence in order to obtain business on behalf of Selekane.

10. INSIDER TRADING

Officers, directors and employees of the business will often come into contact with, or have possession of, proprietary, confidential or business-sensitive information and must take appropriate steps to assure that such information is strictly safeguarded. This information, whether it is on behalf of our business or any of our clients or affiliates, could include strategic business plans, operating results, marketing strategies, client lists, personnel records, upcoming acquisitions and divestitures, new investments, and manufacturing costs.



Processes and methods. Proprietary, confidential and sensitive business information about this business, other companies, individuals and entities should be treated with sensitivity and discretion and only be disseminated on a need-to know basis.

No disclosure of confidential information is permitted without written permission of the client or the most senior manager of this business. Misuse of material inside information in connection with trading in the business's securities can expose an individual to civil liability and penalties. Under current legislation, directors, officers, and employees in possession of material information not available to the public are "insiders".

Spouses, friends, suppliers, brokers, and others outside the business who may have acquired the information directly or indirectly from a director, officer or employee are also "insiders." The Act prohibits insiders from trading in, or recommending the sale or purchase of, the business's securities, while such inside information is regarded as "material", or if it is important enough to influence you or any other person in the purchase or sale of securities of any business with which we do business, which could be affected by the inside information.

The following guidelines should be followed in dealing with inside information:

- Until the material information has been publicly released by the business, an employee must not disclose it to anyone except those within the business whose positions require use of the information.
- Employees must not buy or sell the business's securities when they have knowledge of material information concerning the business until it has been disclosed to the public and the public has had sufficient time to absorb the information.
- Employees shall not buy or sell shares of another corporation, the value of which is likely to be affected by an action by the business of which the employee is aware, and which has not been publicly disclosed.

Officers, directors and employees will seek to report all information accurately and honestly, and as otherwise required by applicable reporting requirements. Officers, directors and employees will refrain from gathering competitor intelligence by illegitimate means and refrain from acting on knowledge which has been gathered in such a manner. The officers, directors and employees of the business will seek to avoid exaggerating or disparaging comparisons of the services and competence of their competitors.

11. PERSONAL ACCOUNT TRADING

Partners, Directors and Employees of the Group will often come into contact with, or have possession of, proprietary, confidential or business-sensitive information and must take appropriate steps to ensure that such information is strictly safeguarded.



This information, whether it is on behalf of Selekane, its Subsidiaries, any of its clients or Product Suppliers, could include strategic business plans, operating results, marketing strategies, customer lists, personnel records, upcoming acquisitions and divestitures, new investments, and manufacturing costs, processes and methods. Proprietary, confidential and sensitive business information should be treated with sensitivity and discretion and only be disseminated on a need-to-know basis.

Misuse of material, inside information can expose an individual to civil liability and penalties. Under current legislation, Directors, Partners, and Employees in possession of material information not available to the public are “insiders.” Spouses, friends, suppliers, brokers, and others outside Selekane who may have acquired the information directly or indirectly from a Partner, Director, or Employee are also “insiders.”

The Act prohibits insiders from trading in, or recommending the sale or purchase of, the business’s securities, while such inside information is regarded as “material”, or if it is important enough to influence you or any other person in the purchase or sale of securities of any company with which we do business, which could be affected by the inside information.

Personal Account Trading Rules for Employees of Participants in the Financial Markets:

- Until the material information has been publicly released by Selekane, a Partner, Director and an employee must not disclose it to anyone except those within the Group whose positions require use of the information.
- Partners, Directors and Employees must not buy or sell Selekane’s securities when they have knowledge of material information concerning the Business until it has been disclosed to the public and the public has had sufficient time to absorb the information.
- Partners, Directors and Employees shall not buy or sell shares of another corporation, the value of which is likely to be affected by an action by the Company of which the Partner, Director and employee is aware and which has not been publicly disclosed.
- Partners, Directors and Employees will seek to report all information accurately and honestly, and as otherwise required by applicable reporting requirements.
- Partners, Directors and Employees will refrain from gathering competitor intelligence by illegitimate means and refrain from acting on knowledge which has been gathered in such a manner.
- The Partners, Directors and Employees of Selekane will seek to avoid exaggerating or disparaging comparisons of the services and competence of their competitors.



These rules should be applied to all employees, including senior management and appropriate sanctions should be applied to any employee who transgresses these rules.

Violation of this code can result in disciplinary action being taken against the person, including possible termination of services. The degree of discipline relates in part to whether there was a voluntary disclosure of any ethical violation and whether or not the violator cooperated in any such behaviour. Selekane has implemented the following resources and empowered senior staff who will be responsible for:

- Approval of all PA trades in financial instruments.
- Keeping of proper records of all such transactions.
- Reporting to the compliance officer, audit committee, and the board of directors.
- Reporting any material transgressions to the appropriate regulator. e) closing positions entered into in contravention of the rules.

12. APPROACH TO THE MANAGEMENT OF CONFLICT OF INTEREST

A conflict of interest in respect of a client must be disclosed to that client in writing. This disclosure requires our staff members to fully disclose all financial interests in any supplier, client or competitor entity.

Selekane and its representative shall disclose to the client the existence of any personal interest in the relevant service, or of any circumstance which gives rise to an actual or potential conflict of interest in relation to such service and shall take all reasonable steps to ensure fair treatment of the client.

Selekane and its representative undertakes to avoid and where this is not possible, mitigate any conflict of interest between the representative and the client. The representative undertakes to disclose to the client in writing at the earliest reasonable opportunity:

- Any conflict of interest in respect of that client, including the measures taken in accordance with the conflict management policy of the provider to avoid or mitigate the conflict.
- Any ownership or financial interest, other than an immaterial financial interest, that the employer or representative may be or become eligible for.
- The nature of any relationship or arrangement with a third party that gives rise to a conflict of interest, in sufficient detail so as to enable the client to understand the exact nature of the relationship or arrangement and conflict of interest; and

The representative undertakes to inform the client about Selekane's conflict of interest management policy and how it may be accessed.



Selekane undertakes to adopt, maintain and implement a Conflict-of-Interest Management Policy and to provide the employees with appropriate training and educational material in this regard. All key individuals and business executives within Selekane are required to complete:

- A notification detailing any actual or perceived conflict situation that may arise from day-to-day operations. These notifications will be recorded on the relevant registers, together with an analysis of the implications of the situation to determine the most appropriate actions required to effectively manage the conflict.
- A notification detailing any immaterial financial interest received by a representative or a key individual. These notifications will be recorded and stored on the Gifts Register, and the implications of the situation will be analysed to determine the most appropriate actions required to effectively manage the conflict.
- A notification (with attendance registers) detailing any training that will be provided to representatives. These notifications will be recorded, and the validity of the programme will be assessed.
- An annual Declaration of Interest Form, disclosing any association or relationship they may have with a third party and that may result in an actual or perceived conflict.

Selekane will undertake awareness training which will provide management and staff with a greater understanding of the training requirements within Selekane.

13. COMPLIANCE

Compliance will define procedures and controls to properly identify and manage potential conflicts of interest, as far as it relates to a conflict as defined by the FAIS Act.

14. EMPLOYEES

Employees must avoid conflicts of interest where they have an interest in or stand to benefit from any transaction to which Selekane is also a party. This applies whether the employee has an interest or stands to benefit:

- Individually
- In association with their family members
- In association with business partners
- In relation to external or internal business interests.

Employees must disclose business interests that may be in conflict with the business of Selekane. Non-disclosure of a conflict of interest will result in disciplinary action against the employee who failed to make the disclosure.



All employees must report a perceived or actual conflict of interest to their direct line manager or any senior manager in the business. If an employee cannot report the conflict to his or her line manager or a senior manager in the business, the employee may report the conflict to the Compliance Office.

All instances of non-compliance must be reported in line with the applicable whistleblowing policy and process.

15. COMPLIANCE WITH THIS POLICY

Selekane views any non-compliance with this policy and any non-compliance with Selekane's legal obligations in a serious light. If an employee or a representative takes any deliberate action to contravene this policy or to breach Selekane's legal obligations, the employee or representative will be subject to disciplinary action.

All instances of non-compliance with this framework will be included in the regular compliance reporting processes.

16. KEY INDIVIDUALS

Key individuals and line managers must do the following:

- Read and understand this policy, the processes and procedures outlined in this policy, and any other documents the policy refers to.
- Report perceived or actual conflicts of interest to Compliance Officer in accordance with the procedures defined by the Compliance Officer.
- Report any instance of non-compliance with this policy to the Compliance Officer.

17. DISCLOSURE

The existence of actual or potential conflicts of interest, means any situation in which Selekane or its representative has an interest that may influence the objective performance of our obligations or may prevent any of us from rendering an unbiased financial service.

We have adopted and implemented a Conflict-of-Interest Management Policy and we confirm that, in the event that there is a potential conflict of interest in respect of the service rendered or the advice provided, the interest of our client will be accorded priority over our own interests.

It is furthermore acknowledged that, whilst a clearly identified conflict of interest will not necessarily cause the provision of financial advice to a client to be significantly compromised, it should nonetheless be disclosed to the client. The client must be afforded the opportunity to decide for him/herself whether the conflict of interest is



significant and to what extent he/she will wish to proceed with the specific financial service.

A full copy of our Conflict-of-Interest Management Policy can be obtained from our offices upon written request to info@selekane.africa

Staff Incentives:

- We confirm that none of our staff are incentivised to give preference to any specific product supplier or product and where incentives based on volumes are in place, these are supported by an assessment of the quality of business sold and procedures followed.

Gifts and donations:

- It is a generally accepted practice within our industry that gifts, entertainment and donations are provided by Product Suppliers to Intermediaries and vice versa. The rand value is limited per calendar year to R1 000.00 per product supplier per representative and such limitations are dealt with and managed by our Conflict-of-Interest Management Policy.

Conflict of Interest:

- We have not identified a potential conflict of interest. Selekane is an independent financial advisor and does not engage in the sale of services to investment managers or investments to fund sponsors.

As the Key Individuals of Selekane, we authorize approval and adoption of the processes and procedures outlined herein as part of Selekane's internal control structure and procedures.

Mxolisi Mbekwa

Lindi Moabi

Date: 25 June 2025