PURPLE GROUP LIMITED BOARD
DIVERSITY POLICY
WITH EFFECT FROM: 28 MAY 2019

1. Purpose

1.1. This Board Diversity Policy (‘the Policy’) sets out the approach to diversity on the Purple Group Limited Board (the “Board”).

1.2. In terms of paragraph 3.84(i) of the Listings Requirements of the JSE:

“The board of directors or the nomination committee, as the case may be, must have a policy on the promotion of gender diversity at board level. The issuer must confirm this by reporting to shareholders in its annual report on how the board of directors or the nomination committee, as the case may be, have considered and applied the policy of gender diversity in the nomination and appointment of directors. If applicable, the board of directors or the nomination committee must further report progress in respect thereof on agreed voluntary targets.”

1.3. In terms of paragraph 3.84(j) of the Listings Requirements of the JSE:

“The board of directors or the nomination committee, as the case may be, must have a policy on the promotion of race diversity at board level. The issuer must confirm this by reporting to shareholders in its annual report on how the board of directors or the nomination committee, as the case may be, have considered and applied the policy of race diversity in the nomination and appointment of directors. If applicable, the board of directors or the nomination committee must further report progress in respect thereof on agreed voluntary targets.”

1.4. All annual reports issued must comply with this required disclosure.

2. Policy Statement

2.1. Purple Group recognises and embraces the benefits of having a diverse Board and sees increasing diversity at Board level as an essential element in maintaining a competitive advantage. A diverse Board will include and make good use of differences in the skills, experience, background, race, gender and other distinctions between members of the Board. These differences will be considered in determining the optimum composition of the Board and, wherever possible, should be balanced appropriately. All Board appointments are made on merit, in the context of the skills, experience, independence and knowledge which the Board as a whole requires to be effective.
In terms of Regulation 43 (5) of the Companies Act No. 71 of 2008 ("the Act"), the Purple Group social and ethics committee ("the S & E Committee") is required to report on, among others, the promotion of equality, diversity and the prevention of unfair discrimination.

In reviewing Board composition, the Board will consider the benefits of all aspects of diversity specifically including, but not limited to, gender and race diversity, in order to enable it to discharge its duties and responsibilities effectively.

In identifying suitable candidates for appointment to the Board, the Board will consider candidates on merit against objective criteria and with due regard to the benefits of diversity on the Board.

As part of the annual performance evaluation and assessment of the Board, Board committees and individual directors, the Board will consider the balance and mix of skills, experience, independence and knowledge and the diversity representation on the Board, including gender and race, how the Board works together as a unit, and any other factors relevant to its effectiveness.

Measurable Objectives

Annually, the Board will discuss, agree, propose and approve objectives, including, without limitation, the setting of voluntary targets, for achieving diversity on the Board. If and when appropriate, the Board shall engage with the S & E committee in terms of seeking its guidance and input around both gender and race diversity at the Board level.

Monitoring and Reporting

The Board will report annually to its shareholders in the corporate governance section of the Purple Group Limited Integrated Annual Report, on the process adopted in relation to Board appointments and the consideration given to diversity on the Board in general, and more specifically gender and race diversity. Such report should include a narrative on how the Board have considered and applied this Policy in the nomination and appointment of directors. If applicable, the Board must further report progress in respect thereof against agreed voluntary targets.

Approval and Review of the Policy

This Policy was approved by the Board on 28 May 2019.

The Board and, when applicable, the S & E Committee, will review this Policy annually, and where required may propose any revisions thereto for approval by the Board.