

# Social, Ethics, Transformation and Sustainability Committee



### Chair

Lucia Swartz (from 31 August 2023)  
Keith Getz (retired 30 August 2023)

### Members

Daisy Naidoo (retiring 29 August 2024), Mark Blair, Jane Canny (from 1 September 2023)

### Role

The committee is constituted as a statutory committee in respect of its duties in terms of section 72(4) and regulation 43(1) of the act and a committee of the board in respect of additional duties assigned to it. The committee mandate is available on the group's website [www.mrpricegroup.com](http://www.mrpricegroup.com).

The committee members, their qualifications and experience, the number of meetings held and attendance at meetings is detailed on pages 151 - 152 and 135 - 136 respectively. The committee is responsible for fulfilling the functions set out in the act and provides oversight of and reporting on organisational ethics, responsible corporate citizenship, sustainable development, and stakeholder relationships. It reviews and monitors sustainable business practices (including social and environmental practices, corporate citizenship and social investment), business ethics and transformation, to ensure that the business achieves its strategic imperatives responsibly and ethically. This also encompasses an overview of labour practices to ensure fairness and monitoring the group's commitment to promoting and protecting human rights. As a responsible citizen the group aims to build a business in support of its strategy to sustainably protect, create and enable environmental, social and economic value. Meaningful stakeholder engagement, together with impact assessments and materiality, guide the formulation of appropriate and relevant business responses. The group's sustainability approach and strategy can be found on pages 9 to 14 of the [sustainability report](#).

As delegated by the board, the committee oversees and guides the achievement of this strategy, which is owned and managed by the group's ESG Centre of Excellence, supported primarily by the People Centre of Excellence (in respect of transformation and elements of social matters) and Mr Price Foundation, and implemented across operations by the group's trading divisions. Sustainable value creation across social, environmental, economic and governance elements is integrated through the group's retail operations and performance against key defined targets is included in management's performance indicators for both STIs and LTIs.

Further information on the ESG scorecard applicable to the LTIs can be found on page 18 of the [sustainability report](#) and page 183 of the [remuneration report](#).

## Key focus areas | FY2024

- Strengthening and monitoring the progress of the group's transformation strategy in support of its transformation targets
- Supporting management in settling the adjusted organisational design structure
- Achieving top employer certification with the Top Employers Institute
- Monitoring material legislative developments including the Employment Equity Amendment Bill and sector targets and promulgation of the South African Climate Change Bill
- Monitoring the group's organisational health index, including the results of its associate engagement survey
- Overseeing and monitoring the management, investigation and resolution of complaints reported through the group's FairCall whistleblowing functionality
- Reviewing and approving the group's B-BBEE targets for the financial year and the approach to developing the Studio 88 B-BBEE accreditation roadmap
- Overseeing progress in developing the group's climate change plan
- Monitoring the investment and development of key South African suppliers through supplier development initiatives
- Observing progress of sustainability indicator measurement and reporting in acquired businesses
- Approving and recommending to Remnomco the ESG scorecard applicable to LTI awards made during the financial year
- Considering the International Sustainability Standards Board's (ISSB's) IFRS S1 and IFRS S2 reporting disclosure standards and the Taskforce on Nature-related Financial Disclosures released during the reporting period, and overseeing management's proposed approach to adoption
- Approving and monitoring progress against KPIs and targets to support the sustainability strategy

## Future focus areas

- Supporting the settling in of the newly-appointed Mr Price Foundation executive director
- Reviewing and approving the Studio 88 B-BBEE accreditation roadmap
- Continued monitoring of the group's organisational health dashboard
- Continued monitoring of the progress of the group's transformation strategy in support of its transformation targets
- Considering and approving the climate change plan, initial targets and actions to reduce greenhouse gas emissions
- Overseeing progress towards adoption and assurance readiness for ISSB's IFRS S1 and IFRS S2 reporting standards



### Committee statement

The committee is satisfied that it has fulfilled its responsibilities in accordance with its mandate and the act for the 2024 financial year. The committee chair will be available at the AGM to answer any questions relating to the committee's statutory obligations.