

FAMOUS BRANDS CODE OF ETHICS AND CONDUCT



Do the right thing – *Me, You and Us*

This Code of Ethics (hereinafter called "the Code") sets out the standards of integrity, professionalism and confidentiality which all Famous Brands Employees and Stakeholders must adhere to. It also includes accepted practice that society and individuals typically regard as good values. Not only is ethical behaviour good for business, it involves demonstrating respect for key moral principles detailed in the Code and trust in your capacity as an Employee. All Employees are accountable for the performance and reputation of the Group and are required to abide by the Code.

WHAT IS ETHICS ?

In the corporate context, business ethics is a set of moral rules that govern how businesses operate, how business decisions are made and how people treat each other.

WHY DO WE NEED ETHICS?

As ethics reflect moral judgements about right and wrong, decisions taken within an organisation will be influenced by the culture of the company underpinned by ethics.

SCOPE OF APPLICATION

This Code applies to all Employees of Famous Brands Limited and its Subsidiaries (collectively “the Group”) irrespective of their occupational levels, our Customers and Consumers, Business Partners and Suppliers. Failure by an employee to comply with the Code may result in disciplinary action.

FAMOUS BRANDS VISION

To be the leading innovative branded franchised and food services business in South Africa and selected international markets by 2020.

FAMOUS BRANDS CORE BELIEFS

As Famous Brands, we identify with these core beliefs. They define our conduct and our commitment to a company culture which allows us to live the values.

- *Growth*
- *Innovation*
- *Quality*
- *Speed*
- *Agility*
- *Integrity*
- *Humility*

ETHICAL AND EFFECTIVE LEADERSHIP

Famous Brands acknowledges that Ethics starts from Leadership which involves the Board, Senior Management as well as applying to all Employees and the broader society. We at Famous Brands believe that Ethical Leadership and Effective Leadership should complement and reinforce each other. Ethical Leadership involves the anticipation and prevention of the negative consequences of the organisations' activities and outputs on the economy, society and the environment, whereas Effective Leadership is results- driven. Achieving strategic objectives and positive outcomes is the consequence of Leadership that is both Effective and Ethical.

Famous Brands Leadership is fully in support of encouraging Ethical behaviour by implementing the stakeholder-inclusive approach which involves the society and material stakeholders as ethical behavior is the only acceptable behaviour by its Employees.

EMBRACING DIVERSITY AND DISCOURAGING DISCRIMINATION

Famous Brands does not tolerate any form of unfair discrimination (directly or indirectly). Discrimination is an act of excluding another person or group of people from gaining a specific privilege or from being part of a group. Discrimination in its various forms such as racism, sexism, homophobia, ethnocentrism, chauvinism, ageism, and xenophobia is unacceptable.

RESPONSIBILITIES OF EMPLOYEES TOWARDS CO-EMPLOYEES AND THE GROUP

Employees are expected to:

- act and perform their respective duties with excellence, efficiency and diligence.
- faithfully follow the Code and understand it's contents.
- report any unlawful activity , suspected misconduct, fraud, theft within the Group or anywhere the Group conducts business. Famous Brands has an anonymous line to contact, where every reported misconduct will be investigated and handled properly. (Contact details at the end of the Code)
- not accept or offer bribes.
- treat each other with respect, sensitivity, dignity and to acknowledge co-employees fundamental human rights.
- adhere to the approved set of policies and procedures.
- respect the terms and conditions of employment.
- not waste company's resources, abusing Group property which includes but not limited to vandalising Group property, abusing telephones, abusing data usage and very importantly company time. All leave (annual, sick or other) must be applied for and authorised through the correct channels as determined by the Human Resources Policies and Procedures.
- support each other in their roles with the aim to increase productivity in the Group and increase the Group's commercial standing.
- not be in competition with the Group and disclose any Conflict of Interest to the Group.
- where appropriate, this code applies to Directors.

RESPONSIBILITIES OF GROUP TOWARDS EMPLOYEES

The Group is expected to:

- develop Employees through appropriate interventions.
- ensure Employees are working in a safe environment.
- provide equal opportunities for those Employees from a historically disadvantaged backgrounds and who belong to designated groups in terms of the Employment Equity Act 55 of 1998.
- acknowledge Employees' performance by adequate remuneration including where appropriate, bonuses or incentives.
- comply with all South African employment laws, including inter alia, the Labour Relations Act 56 of 1995, Employment Equity Act 55 of 1998 and Basic Conditions of Employment Act 75 of 1997.
- make business decisions in a manner that demonstrates concern for and seeks to advance the welfare of Employees.

RESPONSIBILITIES OF THE GROUP AND EMPLOYEES TOWARDS OUR CUSTOMERS AND CONSUMERS

The Group is expected to:

- honestly market, promote and sell its products in a fair manner and not mislead the customer or consumers as required by governing laws and regulations.
- charge the agreed price.
- communicate all information regarding the product sold and disclose any information which cannot be detected by the buyer using ordinary due diligence.
- package the product according to the relevant regulations and in a manner which is not misleading and meets the customers' reasonable expectations.
- not knowingly supply a defective or dangerous product that can compromise the customers' health.
- provide a complaints line and be able to replace any defective products within a reasonable time frame.

Employees are expected to:

- not mislead the customer intentionally and direct all matters towards appropriate individuals assigned to assist customers.

RESPONSIBILITIES OF EMPLOYEES TOWARDS SUPPLIERS

Employees are expected to:

- conduct fair and equitable transactions with the Suppliers.
- comply with laws and regulations regarding Procurement and follow social norms.
- build relationships with Suppliers based on an honesty, transparency and professionalism.
- accept valid discounts and payment terms which must be documented properly.
- terminate (with immediate effect) any contract with a Supplier that conducts their businesses fraudulently.
- follow a fair Supplier selection process coupled with the aim of supporting Broad Based Black Economic Empowerment.
- not carry on any personal-interest relationships with the Suppliers as the Group encourages a productive working relationship with all the Suppliers.
- declare all gifts as per the Gift Policy.

RESPONSIBILITIES OF THE GROUP AND EMPLOYEES TOWARDS SHAREHOLDERS

The Group is expected to:

- earn profit and bring financial soundness to the organisation.
- plan for the growth, stability and progress of the Group.
- build and maintain goodwill of the Group.
- make proper use of all funds of Shareholders and those of the Group.

Employees are expected to:

- be pro-active in their daily roles with the aim of increasing the productivity and profitability of the Group and support one another in growing the Group.
- direct any question by Shareholders of the Group or potential Investors in the Group regarding the details of the performance of the Group to Management. Employees other than appropriate Management shall not provide any sensitive information to Shareholders or potential Investors in the Group.

RESPONSIBILITIES OF THE GROUP TOWARDS THE ENVIRONMENT

The Group is expected to:

- give back to the communities within which the Group operates with the aim of alleviating poverty and as a requirement by the Codes of Good Practice/ Broad Based Black Economic Empowerment.
- comply with the Health and Safety regulations and protect the health of communities with regards to air pollution, water pollution etc.
- protect the environment which is vital to long-term business sustainability. The Group is committed to minimising adverse environmental impacts and seeking opportunities to improve performance.

REPORTING UNETHICAL ISSUES

If you become aware of circumstances or actions that violate or appear to violate, the Code of Ethics and Conduct, Famous Brands Policy or applicable law, contact your Direct Manager/Supervisor as soon as possible.

Alternatively, you can contact the Famous Brands Whistle Blowing Line. This is an independent and confidential system by which Employees or others can report unethical behavior that affects the Famous Brands Group.

Contact Details:

- Email: famousbrands@whistleblowing.co.za
- Website: www.whistleblowing.co.za
- SMS: 33490
- Toll Free Number: 0800 00 67 93

DECLARATION BY EMPLOYEES AND DIRECTORS

I, the undersigned, _____ hereby declare that I have read and understood the Company Code of Ethics and Conduct and that I agree at all times to behave in a manner which is ethical and aligned to the Code.

I am aware that the failure to behave in an ethical manner may be prejudicial to the Company.

I further acknowledge that it is my duty and responsibility to familiarize myself with all the policies and procedures applicable to my role and I undertake to do so.

I understand that nothing in this document amounts to a waiver of any nature whatsoever of any of my rights or any of the Company rights.

Signature: Employee / Director

Date

Signature: Witness

Date

