

**TO: THE CHAIRPERSON OF THE BOARD  
JOHANNES NOBUNGA**

**FROM: THE CHAIRPERSON OF THE HRRC  
DINEO MATHIBEDI**

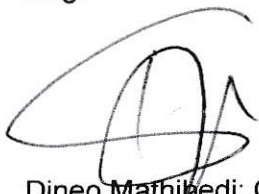
**DATE: 05 FEBRUARY 2021**

**SUBJECT: MS TABANE'S PROBATION**

1. The above matter and the letter received from the Acting Chief Executive Officer send to the Board Chairperson dated 01 February 2021 as well as documents sent via email to the Board by Ms. Mamankonae Tabane on 03 February 2021 pertaining to termination of her services has reference.
2. The HRRC, met on 05 February 2021 as per the Board Chairpersons' request to look into the matter and posit recommendations.
3. After deliberations by the HRRC members, the Committee resolved that:
  - 3.1. Section 12.2. of the approved Board Charter states that "the appointment, remuneration and dismissal/removal of the Company Secretary shall be done in consultation with the Board". The removal of Ms. Tabane and issues contained in the letter from the Acting Chief Executive Officer to the Board Chairperson resulting in termination of Ms. Tabane's services were never brought to the attention of the Board. The conduct under consideration is in contravention of the Board Charter. It is unlawful and unfair as she acted beyond her powers and authority.

- 3.2. The probation period of Ms. Tabane be extended and that a formal presentation be made by Ms. Kgare to the Board regarding the issues contained in Ms. Kgare's letter dated 01 February 2021.
- 3.3. The Board considers making an enquiry into the matter whereat formal presentation will be made by both parties. This will enable the Board to have an appreciation of the gravity of the issues and as a result consider appropriate remedial steps. The Board could mandate the HRRC to undertake this process or appoint whoever the Board chooses to appoint to facilitate this process. This process should be undertaken as soon as possible with clear terms of reference and timelines.
- 3.4. The HRRC has noted the following matters amongst others, from the documents received from both Ms. Kgare and Ms. Tabane, which would require further attention:
  - 3.4.1. Challenges pertaining to the dual reporting lines.
  - 3.4.2. Role clarification in respect of the Company Secretary being the Head of Legal.
  - 3.4.3. Issues pertaining to:
    - 3.4.3.1. Recruitment of employees at the Executive level
    - 3.4.3.2. Onboarding of employees
    - 3.4.3.3. Probation management
    - 3.4.3.4. Performance management
    - 3.4.3.5. Conflict management
    - 3.4.3.6. Staff Communication
4. Considering the above the HRRC is recommending to the Chairperson of the Board that Ms. Tabane's probation period be extended by a period of three months to allow the above-mentioned processes to be undertaken by the Board and the Acting Chief Executive Officer. The Committee further recommends that the provisions of the Board Charter, Probation Policy and any other relevant policy or statute be applied and monitored throughout.

Regards

A handwritten signature in black ink, appearing to be 'Dineo Mathibedi', is written over a faint, circular watermark or stamp.

Dineo Mathibedi: Chairperson of the HRRC