



## THE UNLIMITED GROUP (PTY) LTD (FORMERLY PREMIER GROWTH GROUP (PTY) LTD) t/a THE UNLIMITED CONFLICT OF INTEREST MANAGEMENT POLICY

### PURPOSE:

The management of The Unlimited Group (Pty) Ltd (formerly Premier Growth Group (Pty) Ltd) t/a The Unlimited, hereinafter referred to as "the Company", sees the Company as a Financial Services Provider operating as an intermediary in short term and long term insurance, as well as offering a short term deposit product. The General Code of Conduct for Authorised Financial Service Providers and Representatives issued under the Financial Advisory and Intermediary Services Act, 2000 (Act No. 37 of 2002) ("FAIS"), requires financial service providers to have a Conflict of Interest Management Policy in place to ensure that conflict of interest is managed appropriately in the business. Therefore the company's actions must be open to scrutiny by clients, potential clients and in some cases members of the public.

Consequently, there has to exist a duty of loyalty and fidelity by management and staff who have the responsibility of administering the Company's affairs honestly and prudently, and of exercising their best care, skill, and judgment for the sole benefit of clients. Those persons must exercise the utmost good faith in all transactions involved in their duties, and they must not use their positions within the Company or knowledge gained therefrom for their personal benefit. The interests of the Company and its clients must be the first priority in all decisions and actions.

### PERSONS CONCERNED:

For the purpose of this document, the term employee includes directors, managers and all permanent staff as well as contract staff who can influence the actions of others. For example, in addition to those of our staff that have direct dealings with clients and sell products to them, this would include all who make purchasing decisions and anyone who has proprietary information concerning a client.

### AREAS IN WHICH CONFLICTS MAY ARISE:

Conflicts of interest may arise in the relations of employees with any of the following third parties and any company with which the Company and/or our employees have an association, by shareholding or any other interest including:

1. Persons and firms supplying goods and services to the Company;
2. Persons and firms from whom the Company leases property and equipment;
3. Competing companies;
4. Agencies, organizations and associations including insurers, underwriting managers, administrators and other brokers with whom the Company transacts business;
5. Family members, friends, and other employees.
6. The method by which we remunerate our staff.

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**Directors**  
S. Bester, \*B. Buchan  
\*I. Buchan, \*W. Buchan,  
\*Z. Buchan, S. Pistorius,  
M. Schultheiss, B. Young

\*Non-executive

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## NATURE OF CONFLICTING INTEREST:

In regard to those employees that provide intermediary services to clients, the definition of a conflict of interest includes:

“any situation in which our Company or a representative of our Company has an actual or potential interest that may, in rendering a financial service to a client, –

- (a) influence the objective performance of his, her or its obligations to that client; or
- (b) prevent our Company or our representatives from rendering an unbiased and fair financial service to that client, or from acting in the interests of that client.

In respect of all employees, possible conflicts include:

1. An employee owning shares or holding debt or other proprietary interests in any third party or associated company.
2. Holding office, serving on the board, participating in management, or being otherwise employed (or formerly employed) with any third party or associated company.
3. An employee receiving remuneration of any type whether commission or otherwise for services from another person or company.
4. An employee using our Company's time, personnel, equipment, supplies, or goodwill for purposes other than approved activities, programs, and purposes.
5. An employee receiving gifts for birthdays and other special occasions;
6. An employee receiving money, vouchers, or anything that can be converted to money from any other person or company for 'selling' specific services or products whether in pursuance of the employee's occupation or otherwise;
7. An employee being invited to lunches/dinners/shows and other entertainment events;
8. An employee receiving or accepting special travel or holiday facilities at discounted prices or as an award for providing leads or business to another company;
9. An employee providing leads to businesses owned by family and friends, whether for reward or otherwise;
10. An employee distributing products and/or services provided by businesses owned by family and friends for reward or otherwise;
11. Any activity involving clients by which family and friends can financially benefit.
12. An employee receiving personal gifts or loans from any other companies or persons dealing or competing with our company.

Receipt of any gift is disallowed except gifts of a value less than R200 which could not be refused without discourtesy and do not exceed R1000 in any one calendar year. No personal gift of money is allowed under any circumstances.

The Company maintains an internal Gift Register through the Legal, Risk and Compliance Department ('LRC'). Employees are required to send details of any gifts received to the LRC Department timeously.

The Company conducts an annual Conflict of Interest survey, the results of which are analysed to identify any possible conflicts of interests. If any conflicts of interests are identified, it is reported to the Board of Directors and appropriate action is taken to mitigate any potential risks.

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### In respect of our Company as a provider, possible conflicts are:

1. Our own Company owning shares or holding debt or other proprietary interests in any third party or associated company. In this regard, mention must be made of Centriq Insurance Company (Pty) Limited, in whom we hold preference shares by virtue of a cell captive structure, as well as 3C Holdings (Pty) Ltd and The Unlimited Capital (Pty) Ltd, which are both associated companies of The Company;
2. A third party company owning shares in our Company;
3. Our Company earning more than the regulated commission whether arising from additional services provided to the client or the supplier or otherwise;
4. Our Company making payment to another FSP or third party which enables that FSP to earn more than the regulated commission;
5. Arranging agency contracts with selected insurers;
6. Methods of employee remuneration.

### INTERPRETATION:

The areas of conflicting interest listed above and the relations in those areas which may give rise to conflict are not exhaustive. Conflicts might arise in other areas or through other relations. It is assumed that employees will recognize such areas and relation by analogy. It is this Company's policy to identify all possible areas of potential or actual conflict and list them in this document. For this reason it is every employee's responsibility to report possible unidentified conflicts to the Risk Manager for evaluation and where necessary, inclusion in the "conflict of interest summary".

The fact that one of the interests described above exists does not necessarily mean that a conflict exists, or that the conflict, if it exists, is material enough to be of practical importance, or if material, that upon full disclosure of all relevant facts and circumstances it is necessarily adverse to the Company's interests or interests of clients.

However, it is the policy of the Company that the existence of any of the interests described above shall be disclosed before any transaction is concluded. It shall be the continuing responsibility of the employees to scrutinize their transactions and outside business interests and relationships for potential conflicts and to immediately make such disclosures.

Similarly it is the responsibility of all employees to identify and report on possible conflicts of interest that may emanate from the working relationship that this Company has with any of its associates or other business partners, whether there is a financial interest or otherwise.

### DISCLOSURE TO CLIENTS

We will disclose all conflicts of interest and potential conflicts of interest to our clients in at least one of the following ways:

1. By declaring them verbally at the point of sale;
2. By declaring them in writing as soon as practicably possible following a sale.

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## TRANSACTIONS WITH ASSOCIATED COMPANIES

Transactions with parties with whom a potential or actual conflict of interest exists may be undertaken only if all of the following are observed:

1. The conflict of interest has been identified and attempts to avoid it have not been successful;
2. The conflict of interest has been mitigated as far as possible;
3. The conflict of interest is fully disclosed to clients where appropriate;
4. An employee with the conflict of interest is excluded from the discussion and approval of such transaction is provided by the Managing Director;
5. A competitive quotation, bid or comparable valuation exists and has been properly evaluated and where involving a client has been properly explained;
6. The Managing Director has determined that the transaction is in the best interest of the company and its clients.

If there is any doubt, reference should be made to the Managing Director who shall determine whether a conflict exists and in the case of an existing conflict, whether the contemplated transaction may be authorized as just, fair, and reasonable.

## CONFLICT OF INTEREST EMPLOYEE ACCEPTANCE

Every employee is requested to sign a statement of acceptance whereby every supplier or outside third party, whether an associate of our Company or otherwise that offers to provide any incentive of whatsoever nature to any of our employees or associate companies, is to be immediately reported to the Risk Manager or a member of the LRC Department.

Incentives include cash or cash equivalent, vouchers, gifts, service, advantage, benefit, discount, domestic or foreign travel, hospitality, accommodation, training, sponsorship, other incentive or valuable consideration except for incentives the aggregate of which does not exceed R1 000 in any calendar year from the same third party in that calendar year.

The statement also requires employees to provide information with respect to businesses and/or parties with whom the Company deals that are related to them, including

- a spouse, domestic partner, child, mother, father, brother or sister;
- any corporation or organization of which the employee is a board member, an officer, a partner, participates in management or is employed by, or is, directly or indirectly, a debt holder or the beneficial owner of any class of equity securities; and
- any trust or other estate in which an employee has a substantial beneficial interest or as to which an employee serves as a trustee or in a similar capacity.

This statement is deemed included in every employee's service contract and is also available to staff on the Company's intranet platform.

This policy shall be reviewed by the LRC Department annually and any changes that are made to this policy shall be communicated to all employees and updated on the Company's website.

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