MVIA.

ANTI-BRIBERY AND CORRUPTION POLICY

1. Definitions

1.1 For the purposes of this Policy, unless the context indicates otherwise:

1.1.1 "Automotive Value-Chain Role Player" means any Dealer, Financial Intermediary (F&I), repairer, assessor, service provider, or other external party involved in MVIA's automotive-insurance ecosystem.

1.1.2. "Bribery" means the offering, promising, giving, accepting or soliciting of any gratification as an inducement or reward for acting improperly or influencing another person's decision or conduct.

1.1.3 "Corruption" means the unlawful or unethical use of an entrusted position, power or influence by an employee, director or third party to obtain a personal, financial, or other benefit for themselves or another person.

1.1.4 "Dealer" means any motor-vehicle dealership, franchise or authorised representative engaged in the sale, financing or servicing of motor vehicles and related insurance products within MVIA's automotive insurance distribution network.

1.1.5 "Director" means a member of the Board of Directors of MVIA (executive or non-executive), including any alternate director appointed in terms of the Companies Act, 2008, and MVIA's Memorandum of Incorporation (MOI).

1.1.6 "Employee" means an person employed by MVIA under a contract of employment (permanent, temporary or fixed-term), including secondees under MVIA's supervision and control.

1.1.7 "Facilitation Payment" means any payment, gift or other benefit, however small, made to a Public Official, Dealer, Financial Intermediary (F&I), or any other person involved in MVIA's automotive insurance value chain. These payments are made to speed up, influence or secure a decision, service or routine action to which MVIA or its clients are already entitled. All Facilitation Payments are strictly prohibited in this Policy, regardless of local practice or industry custom.

1.1.8 "Financial Intermediary (F&I)" means any individual employed by or acting on behalf of a Dealer who advises customers on vehicle finance, insurance products, or related value-added services, and who facilitates the placement of MVIA insurance products.

1.1.9 “Gratification” includes any financial or non-financial advantage, whether tangible or intangible, and may include:

1.1.10 money, cash equivalents, gifts, loans, rewards or discounts;
1.1.11 employment, contracts or other opportunities;
1.1.12 hospitality, travel, entertainment or services; and
1.1.13 any other benefit of value or advantage not legitimately due.

1.1.14 “Public Official” includes any individual who:

1.1.15 holds a legislative, administrative or judicial position in any government department or agency;
1.1.16 is employed by or acts on behalf of a national, provincial, or local government, a state-owned enterprise, or a regulatory authority;
1.1.17 acts as an official or agent of a public international organisation (such as the United Nations or World Bank); or
1.1.18 holds political office or is a candidate for such office.

1.1.19 “Third Party” menas any external individual or entity that performs services for or on behalf of MVIA, including intermediaries, consultants, brokers, agents, contractors, suppliers and joint-venture partners.

2. Introduction

2.1 MVIA (Pty) Ltd (“MVIA”) is a wholly owned subsidiary of Moving Capital and operates within the broader ethical and governance framework of its parent company.

2.1.1 As a regulated financial services provider, MVIA conducts its business honestly, fairly and transparently.
2.1.2 The Company is committed to maintaining the highest standards of integrity and professionalism in every aspect of its operations.
2.1.3 Bribery and corruption undermine good governance, distort fair competition and erode trust in the financial system.
2.1.4 MVIA recognises that these practices are incompatible with its values and with the obligations imposed by both South African and international law.
2.1.5 This Anti-Bribery and Corruption Policy (“the Policy”) expresses MVIA’s commitment to ethical business conduct
2.1.6 It explains the measures adopted to prevent, detect and respond to bribery and corruption across all operations.

3. Purpose of the Policy

3.1 The objectives of this Policy are to:

3.1.1 promote a culture of integrity and accountability;
3.1.2 define procedures for preventing, identifying and reporting bribery and corruption;
3.1.3 ensure compliance with applicable laws and regulations; and
3.1.4 protect MVIA, its clients and stakeholders from financial, operational and reputational harm.
3.1.5 This Policy must be read in conjunction with MVIA’s Code of Conduct, Conflict of Interest Management Policy, Financial Crime Prevention Policy and Whistleblowing Policy.

4. Legal and Regulatory Context

4.1 This Policy has been developed in accordance with the following laws, regulations and international standards:

- **4.1.1** Prevention and Combating of Corrupt Activities Act, 12 of 2004 (PRECCA);
- **4.1.2** Financial Intelligence Centre Act, 38 of 2001 (FICA);
- **4.1.3** Financial Advisory and Intermediary Services Act, 37 of 2002 (FAIS Act);
- **4.1.4** FAIS General Code of Conduct for Authorised Financial Services Providers and Representatives (Board Notice 80 of 2003)("FAIS General Code of Conduct");
- **4.1.5** Companies Act, 71 of 2008;
- **4.1.6** Protected Disclosures Act, 26 of 2000;
- **4.1.7** OECD Anti-Bribery Policy and Compliance Guidance for African Companies (2016)

4.2 MVIA's ethical and governance standards are also guided by:

- **4.2.1** the King IV Report on Corporate Governance for South Africa;
- **4.2.2** Moving Capital Group Ethics and Compliance Framework; and
- **4.2.3** the FCSA Treating Customers Fairly (TCF) principles.

5. Policy Statement

5.1 MVIA adopts a zero-tolerance approach to bribery and corruption.

5.2 No Employee, Director or Third-Party acting on behalf of MVIA may offer, promise, give, solicit or accept any bribe, facilitation payment or improper benefit of any kind.

5.3 The Company identifies and manages bribery and corruption risks by maintaining effective internal controls.

5.4 It applies transparent governance practices, conducts risk-based due diligence and ensures that independent reporting mechanisms are available to all stakeholders.

5.5 MVIA is committed to ethical conduct not only as a matter of compliance but as an expression of its values and its duty of trust to clients, regulators and the public.

6. Scope and Application

6.1 This Policy applies to all Employees, Directors and Third Parites engaged by or representing MVIA.

6.2 The provisions of this Policy extend to all business units and representatives acting on MVIA's behalf.

6.3 Compliance with this Policy is mandatory. No person to whom it applies may claim ignorance as a defence for non-compliance.

6.4 All Employees must –

6.4.1 read and familiarise themselves with this Policy;
6.4.2 apply its requirements in all business decisions; and
6.4.3 attend training and awareness sessions arranged by the Compliance Department.

7. Governance and Responsibilities

7.1 The Board of Directors hold ultimate accountability for approving and overseeing this Policy.

7.1.1 The Board must ensure that effective systems are maintained to prevent and detect bribery and corruption.
7.1.2 The Board monitors implementation through regular compliance reports.

7.2 Executive Management is responsible for embedding this Policy within MVIA's operations.

7.2.1 Executives must allocate sufficient resources for compliance, monitoring and training.
7.2.2 They must also demonstrate visible leadership and tone-from-the-top commitment.

7.3 The Head of Risk and Compliance is the custodian of this Policy.

7.3.1 The role includes monitoring its implementation, conducting risk assessments and reporting material issues ot the Board.
7.3.2 The Head must ensure that training and awareness programmes are designed, delivered and mainatained across the Company.

7.4 Managers and Supervisors must lead by example and promote compliance in their teams.

7.4.1 They must identify bribery or corruption risks and escalate concerns promptly.

7.5 Employees must avoid conduct that could create or appear to create a conflict of interest.

7.5.1 Employees must refuse any improper advantage and report all suspected or actual incidents of bribery or corruption immediately.

7.6 Directors must act in good faith and with due care, diligence and skill.

7.6.1 They must uphold MVIA's ethical standards in all decision-making and oversight functions.

7.7 Third Parties must comply with this Policy and cooperate fully with any compliance or audit process conducted by MVIA.

8. Risk Awareness and Prevention

8.1 MVIA adopts a proactive approach to identifying and managing bribery and corruption risks.

8.2 Regular risk assessments will identify vulnerable areas such as procurement, claims handling, partnerships, F&I interactions and sponsorships.

8.3 All Employees and Third Parties must remain alert to warning signs or red flags, including –

8.3.1 requests for cash or unrecorded payments;
8.3.2 unusual commission arrangements;
8.3.3 pressure to bypass or fast-track standard procedures;
8.3.4 offers of personal benefits, gifts or hospitality during negotiations; and
8.3.5 reluctance to provide documentation or transparency.

8.4 When any red flag arises, the matter must be reported immediately to the Head of Risk and Compliance or through MVIA's Whistleblowing Channels. Please refer to the procedures under clause 10.

9. Prohibited Conduct

9.1 No Employee, Director or Third Party may –

9.1.1 Offer, give, request, or accept any Gratification intended to influence a decision or action;
9.1.2 Make or authorise any Facilitation Payment to a Public Official, Dealer, F&I or Automotive Value-Chain Role Player;
9.1.3 conceal or misrepresent the nature of any payment or transaction;
9.1.4 use charitable donations or sponsorships to obtain an improper advantage;
9.1.5 threaten or retaliate against any person who has refused to commit a bribery offence or who has raised concerns under this Policy;
9.1.6 engage in collusive, fraudulent or anti-competitive behaviour; or
9.1.7 engage in any activity that might lead to a breach of this Policy.

9.2 In addition to the prohibitions set out above, all Employees, Directors and Third Parties must exercise sound judgment when giving, offering, requesting or receiving anything of value on behalf of MVIA.

9.3 Before taking any action, consider the following questions. If the answer to any of these questions is "Yes" or "I'm not sure", you must stop and consult the Head of Risk and Compliance before proceeding:

- Could this be seen as an attempt to influence a business decision or secure an improper advantage?
- Would you feel uncomfortable if the details of the payment, gift or offer were made public or appeared in the media?

- Is the value or frequency of the gift, hospitality or payment excessive or inconsistent with MVIA's policies?
- Is the recipient a Public Official, Dealer, F&I or other Automotive Value-Chain Role Player who could influence MVIA's business?
- Is there any expectation, express or implied, that a favour, contract or service will be granted in return?
- Would you hesitate to disclose this transaction to your manager, the Compliance Department or the Board?
- Is the arrangement unclear, unwritten or outside normal approval processes?

9.3.1 If any of the above situations apply, Employees, Directors or Third Parties must not proceed until they have obtained guidance from the Head of Risk and Compliance.

9.3.2 All concerns raised in good faith will be treated confidentially and without retaliation.

10. Procedures

10.1 Any Employee, Director or Third Party who becomes aware of, or suspects an act of bribery or corruption must report the matter immediately.

10.2 Reports may be made to a direct line manager, the Head of Risk and Compliance or through the Whistleblowing Channels.

10.3 The report must contain sufficient detail to enable proper assessment, including –

10.3.1 the parties involved;
10.3.2 the nature of the suspected activity; and
10.3.3 any supporting documents or evidence available.

10.4 The Head of Risk and Compliance will record and evaluate the report to determine whether an investigation is warranted.

10.5 Where an investigation is initiated, it will follow the process set out in the Investigation and Escalation clause of this Policy.

10.6 The Head of Risk and Compliance will ensure that all investigations are –

10.6.1 objective, confidential and evidence-based;
10.6.2 conducted by suitably qualified personnel; and
10.6.3 concluded within reasonable timeframes.

10.7 If the investigation confirms an act of bribery or corruption, the Head of Risk and Compliance must recommend appropriate action, which may include:

10.7.1 disciplinary proceedings;
10.7.2 contract termination;
10.7.3 legal or regulatory reporting; or

10.7.4 referral to law enforcement authorities.

10.8 All confirmed incidents must be reported to Executive Management and summarised in quarterly compliance reports to the Board of Directors.

10.9 The identity of any person who reports an incident in good faith will be kept confidential, in accordance with the Whistleblowing Policy and the Protected Disclosures Act.

11. Gifts, Hospitality and Conflicts of Interest

11.1 Gifts or hospitality may be offered or accpeted only when they are modest, infrequent and consistent with legitimate business practice.

11.2 No Employee, Director or Third Party may offer or receive any gift, hospitality or benefit that could improperly influence or appear to influence a business decision.

11.3 Any gift or hospitality exceeding R1,000 in value, whether received from or given to a single Third Party in a calendar year, must be declared in advance to the Head of Risk and Compliance and recorded in the MVIA Gifts and Hospitality Register.

11.4 Cash or cash equivalents, including gift cards, vouchers or cryptocurrency, are strictly prohibited.

11.5 Employees and Directors must disclose any personal interest that could create, or appear to create, a conflict with MVIA's interests, in accordance with the FAIS Act, the FAIS General Code of Conduct and MVIA's Conflict of Interest Management Policy.

11.6 The same standards apply to interactions with Dealers, F&Is and Automotive Value-Chain Role Players.

11.7 Where uncertainty exists about the appropriateness of a gift or invitation, Employees, Directors or Third Parties must apply the "trust test" – asking whether a reasonable person would still trust their judgment if the gift were publicly known. If doubt remains, they must seek written guidance fro the Head of Risk and Compliance before proceeding.

12. Third Party Due Diligence

12.1 MVIA may be hald accountable for acts of bribery or corruption committed by Third Parties acting on its behalf.

12.2 To mitigate the risk, MVIA will conduct due diligence reviews before engaging any Third Party.

12.3 Each review must verify the Third Party's ownership, legal standing, reputation and ability to comply with applicable laws.

12.4 Contracts with Third Parties must include:

12.4.1 clear anti-bribery and anti-corruption clauses;
12.4.2 audit and access rights; and
12.4.3 termination provisions for breach.

12.5 Relationships classified as high-risk must be monitored on an ongoing basis

13. Mergers, Acquisitions and New Ventures

13.1 Before entering any merger, acquisition or joint-venture arrangement, MVIA will condcut pre-transaction due diligence to identify potential bribery or corruption risks.

13.2 The due diligence process must include background checks on owners, management and counterparties.

13.3 If MVIA acquires control of another entity, post-transaction integration will ensure that the acquired business aligns with this Policy and relevant legislation.

13.4 Where risks are identified, mitgation actions must be implemented and documented before completion of the transaction.

14. Reporting and Whistleblowing

14.1 MVIA encourages all Employees, Directors, Third Parties and stakeholders to report any actual or suspected act of bribery, corruption or unethical conduct.

14.2 Reports may be made confidentially or anonymously through the independent external whistleblowing service:

Toll-Free Number: 0800 333 702
Email: mvia-insure@whistleblowing.co.za
WhatsApp ChatBot: 031 308 4664
Toll-Free Fax: 0800 212 689
SMS: 33490
Postal: Freepost, KZN665, Musgrave, 4062
Online: www.whistleblowing.co.za
Mobile App: Available on Google Play and Apple App stores

14.3 All reports will be treated confidentially and handled in line with MVIA's Whistleblowing Policy.

14.4 MVIA enforces a strict non-retaliation principle. No person who reports a concern in good faith will suffer retaliation, victimisation or disadvantage.

14.5 Reports may also be submitted directly to the Compliance Department, whch will log, assess, and investigate the matter appropriately.

15. Investigation and Escalation

15.1 The Risk and Compliance Department coordinates all investigations into credible allegations of bribery, corruption or related misconduct.

15.2 All reports received under this Policy must be recorded in the Compliance Incident Register and assigned a reference number.

15.3 The Head of Risk and Compliance will review each report to determine the appropriate response, taking into account the seriousness, credibility and potential impact of the allegation.

15.4 The Head of Risk and Compliance will then decide whether to:

15.4.1 close the matter with no further action (fi evidence is sufficient or the allegation is clearly unfounded);
15.4.2 conduct a preliminary assessment to gather additional information; or
15.4.3 initiate a formal investigation in accordance with this clause.

15.5 Where a formal investigation is warranted:

15.5.1 An investigator or investigation team will be appointed, which may include members of the Compliance department, internal audit, Human Resources or external forensic specialists, depending on the allegation.
15.5.2 The investigation must be conducted objectively, confidentially and in compliance with applicable laws and internal policies.
15.5.3 The investigator must collect relevant documentation, conduct interviews as required, and compile a written investigation report detailing the findings and recommendations.

15.6 The investigation report must be reviewed by the Head of Risk and Compliance to confirm that the investigation is complete, balanced and evidence-based.

15.7 The Head of Risk and Compliance will then prepare a Management Action Plan which may include –

15.7.1 disciplinary action in accordance with MVIA's disciplinary code;
15.7.2 referral to law enforcement or regulatory authorities;
15.7.3 contractual remedies against Third Parties; or
15.7.4 internal control or process improvements to prevent recurrence.

15.8 The results of all completed investigations, together with corrective actions taken must be reported to Executive Management and, where material, to the Board of Directors through quarterly compliance reporting.

15.9 Where criminal or regulatory breaches are suspected, MVIA will report the matter to the relevant authorities and cooperate fully with external investigations.

15.10 All documentation relating to the investigation must be securely retained by the Compliance Department in accordance with the Records Management Policy.

15.11 Retaliation, intimidation or harassment of any person who raises or assists in an investigation is strictly prohibited and will itself constitute misconduct under this Policy.

16. Disciplinary and Legal Consequences

16.1 Employees found to have engaged in bribery or corruption will face disciplinary action, up to and including dismissal, and may be subject to civil recovery or criminal prosecution.

16.2 Directors who breach this Policy may face internal sanctions or removal from office under the Companies Act and MVIA's governance framework.

16.3 Third Parties that contravene this Policy may have their contracts terminated and may be reported to regulators or law enforcement agencies.

16.4 Resignation, repayment or restitution does not absolve any person or entity from accountability.

17. Record-Keeping and Internal Controls

17.1 MVIA maintains accurate books and records that fairly reflect all transactions.

17.2 No undisclosed or unrecorded accounts may be created or maintained.

17.3 All payments must be authorised, properly documented and supported by valid evidence of business purpose.

17.4 Internal Audit and the Compliance Department will periodically test and verify the effectiveness of these controls.

18. Training and Awareness

18.1 All Employees and Directors must complete anti-bribery and corruption training when they join MVIA and at intervals determined by the Compliance Department.

18.2 Training must cover –

18.2.1 recognition of bribery and corruption risks;
18.2.2 reporting and escalation procedures; and

18.2.3 case studies relevant to to the automotive and financial services sectors.

18.3 Attendance and completion will be monitored and recorded.

18.4 Additional awareness campaigns may be run to reinforce ethical behaviour and risk awareness across the organisation.

19. Monitoring and Review

19.1 The Head of Risk and Compliance monitors the effectiveness of this Policy through periodic risk assessments, compliance audits and analysis of incident trends.

19.2 This Policy will be reviewed annually or sooner if legislative, regulatory or operational changes require it.

19.3 Revisions will be presented to the Board for approval and communicated to all Employees, Directors and relevant Third Parties.

20. Statement of Commitment

20.1 MVIA is committed to maintaining an ethical culture in which integrity underpins every decision.

20.2 The Company will continue to strengthen internal controls, promote transparency and collaborate with regulators, clients and partners to combat bribery and corruption.

20.3 Every Employee, Director and business partner shares responsibility for safeguarding MVIA's reputation and ensuring that its operations support a fair, transparent and sustainable financial system.