Corporate governance statement

Statement of compliance

Vodacom is committed to the highest standards of business integrity, ethics and professionalism.

The King IV report on Corporate Governance for South Africa 2016, released on 1 November 2016, advocates an outcomes-based approach, and defines corporate governance as the exercise of ethical and effective leadership towards the achievement of the following governance outcomes:

- Ethical culture;
- Good performance;
- Effective control; and
- Legitimacy.

The application of King IV is on an apply and explain basis and the practices underpinning the principles espoused in King IV are entrenched in many of the Group's internal controls, policies and procedures governing corporate conduct. The Board is satisfied that in the main, Vodacom has applied the principles set out in King IV, the detail of which is set out below and outlined in King IV principles schedule.

For details of KingIV codes go to **www.vodacom.com**

Corporate governance structure

The following diagram shows the Group's governance structures as at 31 March 2018:

BOARD
Board committees

| Nomination Committee |
| Remuneration Committee |
| Social and Ethics Committee |
| Audit, Risk and Compliance Committee |
| Executive Committee |

CEO
Executive Committee

| Finance |
| International Business |
| Technology |
| Vodacom Business |
| Consumer Business Unit |
| Commercial Operations |
| Corporate Affairs |
| Legal and Regulatory |
| Human Resources |
| Strategy and New Business |
| Consumer: Sales and Distribution |

Ethical leadership

The Board accepts collective responsibility for defining how ethics and ethical behaviour should be implemented in Vodacom. This includes setting out the conduct of individual Board members to ensure that they act with integrity, competence, responsibility, accountability, fairness and transparency. These characteristics set the tone from the top to support an ethical culture within Vodacom.

Board leadership and committees

Board

Vodacom has a unitary Board of 12 directors, five of whom (including the Chairman) are independent non-executive directors, five are non-executive (but not independent as they represent Vodafone), and two are executive directors. King IV recommends that the governing body (Board) should comprise the appropriate balance of knowledge, skills, experience, diversity and independence for it to discharge its governance role and responsibilities objectively and effectively. The Board is satisfied that the balance of knowledge, skills, experience, and diversity on the Board is sufficient and does not require additional independent voices. The Board acknowledges the requirement for race and gender representation in its membership. Vodacom has adopted a formalised policy on the promotion of race and gender diversity at Board level. The Nomination Committee regularly reviews Board and Committee succession to ensure we have the right skills, continuity and experience for the future. The Board has an agreed process and policy in place for appointing directors. The Board has evaluated the performance of the Chief Executive Officer through the Nomination Committee and is satisfied with the outcome of the evaluation. The Board has delegated to the Chief Executive Officer to oversee that the key management functions are headed by individuals with necessary competence and authority and adequate resources.

Accountability

The Board takes overall responsibility for Vodacom's success. Its role is to exercise leadership and sound judgement in directing Vodacom to achieve sustainable growth and act in the best interests of shareholders.

In line with best practice, the roles of Chairman and Chief Executive Officer are separate. The Chairman is responsible for leading the Board, while the Chief Executive Officer is responsible for the operational management of the Group.

The Board charter details the responsibilities of the Board, which include:

- Appointment of the CEO and CFO;
- Oversight of the Group's strategic direction;
- Approving major capital projects, acquisitions or divestments;
- Exercising objective judgement on the Group's business affairs, independent from management;
- Ensuring that appropriate governance structures, policies and procedures are in place;
- Ensuring the effectiveness of the Group's internal controls;
- Reviewing and evaluating the Group's risks;
- Approving the annual budget and operating plan;
- Approving the annual and interim financial results and shareholder communications;
- Approving the senior management structure, responsibilities and succession plans; and
- Information and technology governance.

Directors

Vodacom's memorandum of incorporation specifies that non-executive directors have no fixed term of appointment. Executive directors are subject to standard employment terms and conditions, and a six-month notice period. Directors are subject to retirement by rotation and re-election by shareholders at least once every three years. Any director appointed to fill a temporary vacancy must retire at the first annual general meeting following their appointment.

Chairman

The memorandum of incorporation requires the Board to re-elect the Chairman annually. The Board is comfortable that the Chairman is able to perform the duties of this office effectively. Mr Jabu Moleketi, was appointed as Chairman of the company with effect from Wednesday 19 July 2017. His re-election as Chairman of the Board will be considered at the July 2018 meeting.

Independent advice

The Board recognises that there may be occasions where directors consider it necessary to take independent professional advice. This is done at the Company's expense according to an agreed procedure.

Board meetings

The Board holds a minimum of four meetings, three teleconferences and a strategy session every year. Special Board meetings are convened when necessary. Two special Board meetings were convened during the year.

The table below records the attendance of directors at Board meetings for the year.

Name of director	12 May 2017	14 June 2017 Special	19 July 2017 Telecon	24 Aug 2017 Special	28 Sep 2017	10 Nov 2017 Telecon	7 Dec 2017	30 Jan 2018 Telecon	29 March 2018
PJ Moleketi[1]	✓	✓	✓	✓	✓	✓	✓	✓	✓
Ms Aziz Joosub	✓	✓	✓	✓	✓	✓	✓	✓	✓
V Badrinath	✓	✓	✓	✓	✓	✓	✓	✓	✓
DH Brown	✓	✓	✓	✓	✓	✓	✓	✓	✓
M Joseph	✓	✓	✓	✓	✓	✓	✓	✓	✓
BP Mabelane	✓	✓	✓	✓	✗	✓	✓	✓	✓
SJ Macozoma[2]	—	—	✓	✓	✓	✓	✓	✓	✓
TM Mokgosi- Mwantembe	✓	✓	✓	✓	✓	✓	✓	✓	✓
MP Moyo[3]	✓	✓	—	—	—	—	—	—	—
M Pieters	✓	✓	✓	✓	✓	✓	✓	✓	✓
RAW Schellekens	✓	✓	✓	✓	✓	✓	✓	✓	✓
JWL Otty	✓	✓	✓	✓	✓	✓	✓	✓	✓
T Streichert	✓	✓	✓	✓	✓	✓	✓	✓	✓

Notes:
1. PJ Moleketi appointed as Chairman on 19 July 2017.
2. SJ Macozoma appointed 19 July 2017.
3. MP Moyo retired on 18 July 2017.

Board committees

The non-executive directors contribute their extensive experience and knowledge to the Board's committees. All committees operate under Board-approved terms of reference, which are updated from time to time to stay abreast of developments in corporate law, King IV, the Listing Requirements of the JSE Limited and governance best practice.

Executive Committee

During the year, the Executive Committee included the Chief Executive Officer (Chairman), Chief Financial Officer, Chief Human Resources Officer, Chief Officer: Corporate Affairs, Chief Operating Officer: International Business, Chief Technology Officer, Chief Officer: Legal and Regulatory, Chief Officer: Strategy and New Business, Chief Officer: Consumer Business Unit, Chief Officer: Sales & Distribution, Chief Officer: Commercial Operations and Chief Officer: Vodacom Business.

The committee is responsible for managing the Group's operations, developing strategy and policy proposals for the Board's consideration, and implementing the Board's directives. It has a properly constituted mandate and terms of reference.

The committee's other responsibilities include:

▸ Leading executives, management and employees;

▸ Developing the strategy of the Group;

▸ Developing the annual budget and business plans for the Board's approval; and

▸ Developing, implementing and monitoring policies and procedures, internal controls, governance, risk management, ethics and authority levels.

Audit, Risk and Compliance Committee

Current members: DH Brown (Chairman), BP Mabelane, SJ Macozoma.

Further details of the activities of the Audit, Risk and Compliance Committee can be found in its standalone report in the audited annual financial statements at **www.vodacom.com.**

Remuneration Committee

Current members: TM Mokgosi-Mwantembe (Chairman), V Badrinath, DH Brown, RAW Schellekens.

The Remuneration Committee, in consultation with executive management, ensures that the Group's directors and senior executives are fairly rewarded for their individual contributions to overall performance and in line with Vodacom's remuneration policy.

The membership of the Remuneration Committee does not comply fully with King IV or the JSE Listings Requirements, which advocate a majority of independent non-executive directors. Of the non-executive directors on the committee, only half are independent. Thoko Mokgosi-Mwantembe, the Chairman of the committee, and David Brown are independent non-executive directors. The Board is satisfied that Vodafone's representation on this committee is appropriate given the valuable contribution of the Vodafone directors. Vivek Badrinath, who is the Vodafone Regional CEO for Africa, Middle East and Asia Pacific, has oversight over Vodacom, and Ronald Schellekens is the Vodafone Human Resources Director. Both provide useful insights to the performance of the Chief Executive Officer and the senior management. This assists with the evaluation of performance for reward purposes. To address non-compliance with the JSE Listings Requirements, it was agreed with the JSE that the Chairman of the

committee would have a casting vote in the event of any deadlock or dispute that could arise. The mandate of the committee was revised accordingly. The Chief Executive Officer and Chief Human Resources Officer attend the meetings by invitation. The committee is satisfied that it has fulfilled its responsibilities in accordance with its terms of reference for the reporting period.

In the year, the Remuneration Committee met five times with attendance as follows:

Name of director	9 May 2017	5 Sep 2017	9 Nov 2017	1 Feb 2018 Special	28 Mar 2018
TM Mokgosi-Mwantembe	✓	✓	✓	✓	✓
V Badrinath	✓	✓	✓	✓	✓
DH Brown	✓	✓	✓	✓	✓
RAW Schellekens	✓	✓	✓	✓	✓

For details of the activities of the Remuneration Committee, which can be found in the Remuneration report, go to **www.vodacom.com.**

Nomination Committee

Current members: PJ Moleketi (Chairman), V Badrinath, TM Mokgosi-Mwantembe, RAW Schellekens.

The Nomination Committee's duties include identifying and evaluating suitable potential candidates for appointment to the Board, as well as candidates for the position of Chief Executive Officer and Chief Financial Officer. The authority to appoint directors remains a function of the Board. The committee also makes recommendations on the composition of the Board in terms of the mix of skills, size and the number of committees required, and it reviews and approves executive succession.

The membership of the Nomination Committee does not comply fully with King IV or the JSE Listings Requirements, which advocate a majority of independent non-executive directors. Of the non-executive directors on the committee, only half are independent. Jabu Moleketi, the Chairman of the committee, and Thoko Mokgosi-Mwantembe are independent non-executive directors. The Board is satisfied that Vodafone's representation on this committee is appropriate given the valuable contribution of the Vodafone directors. Vivek Badrinath, who is the Vodafone Regional CEO for Africa, Middle East and Asia Pacific, has oversight over Vodacom, and Ronald Schellekens is the Vodafone Human Resources Director. As mentioned earlier, both provide useful insights to the performance of the Chief Executive Officer and other senior management. This assists with the review of the succession plans for management. To address non-compliance with the JSE Listings Requirements, it was agreed with the JSE that the Chairman of the committee would have a casting vote in the event of any deadlock or dispute that could arise. The mandate of the committee was revised accordingly. The committee is satisfied that it has fulfilled its responsibilities in accordance with its terms of reference for the reporting period.

In the year, the Nomination Committee met four times with attendance as follows:

Name of director	9 May 2017	5 Sep 2017	9 Nov 2017	28 Mar 2018
PJ Moleketi[1]	–	✓	✓	✓
V Badrinath	✓	✓	✓	✓
TM Mokgosi- Mwantembe	✓	✓	✓	✓
MP Moyo[2]	✓	–	–	–
RAW Schellekens	✓	✓	✓	✓

Notes:
1. PJ Moleketi appointed as Chairman on 19 July 2017.
2. MP Moyo retired on 18 July 2017.

The committee's key focus areas during the year included:

▶ Succession planning in respect of the senior leadership team;

▶ Reviewing the composition and mix of skills of the Board;

▶ Evaluating candidates for the positions of Chairman, annual review of the independence of directors, Lead independent director, Chief Operating Officer: International Business; Chief Officer: Commercial Operations and Chief Officer: Vodacom Business;

▶ Appointing a Lead independent director (per King IV); and

▶ Updating the committee charter to accommodate King IV.

Social and Ethics Committee

Current members: SJ Macozoma (Chairman), PJ Moleketi, RAW Schellekens, MS Aziz Joosub

There were no changes to the composition of the Social and Ethics Committee during the year. Key executives attend meetings by invitation but have no vote, including the Chief Risk Officer, Group Company Secretary (Ethics Officer), Chief Human Resources Officer, Chief Officer: Corporate Affairs, Chief Officer: Legal and Regulatory, Chief Officer: Strategy and New Business and Chief Officer: Commercial Operations.

As required by the Companies Act, No 71 of 2008 (as amended) and King IV, this committee oversees and monitors Vodacom's activities in relation to:

▶ Social and economic development including the principles of the United Nations Global Compact, Broad-Based Black Economic Empowerment (BBBEE), Employment Equity and the Organisation for Economic Co-operation and Development's (OECD) recommendations on corruption;

▶ Good corporate citizenship which includes promotion of equality, prevention of unfair discrimination, corporate social responsibility, ethical behaviour and managing environmental impacts;

▶ Customer relations;

▶ Labour and employment including skills development; and

▶ Safety, health and environmental issues.

The Social and Ethics Committee met four times during the year with attendance as follows:

Name of director	25 April 2017	30 Aug 2017	6 Nov 2017	13 Mar 2018
SJ Macozoma[1]	–	–	✓	✓
PJ Moleketi[2]	✓	✓	✓	✓
MP Moyo[3]	✓	–	–	–
RAW Schellekens	✓	✓	✓	✓
Ms Aziz Joosub	✓	✓	✓	✓

Notes:
1. SJ Macozoma appointed as Chairman of Committee on 28 September 2017
2. PJ Moleketi stepped down as Chairman on 28 September 2017 but remained a member of the Social and Ethics Committee.
3. MP Moyo retired on 18 July 2017.

The committee's key focus areas during the year included:

▸ Noting the impact of the South African Government's National Integrated ICT Policy White Paper;

▸ Maintaining of the progress of the Vodacom 'Doing what's Right' programme;

▸ Driving BBBEE in Vodacom South Africa;

▸ Maintaining good relations with consumers;

▸ Maintaining good relations with employees and achieving employment equity;

▸ Promoting and protecting the environment, health and safety;

▸ Preventing and combating bribery and corruption;

▸ Being a good corporate citizen, particularly our efforts at protecting and advancing human rights, promoting equality and preventing unfair discrimination; and

▸ Extending the reach and impact of our values and ethics through our business partners and supply chain.

For details on the activities of the Social and Ethics Committee, which can be found in the Report of the Social and Ethics Committee go to **www.vodacom.com.**

Board evaluation

To allow sufficient time for the Board to complete all actions arising from a board evaluation, King IV recommends that a board evaluation be conducted every second year. Certain actions from Vodacom's board evaluation conducted in 2016/2017 are still progress are still in progress. On this basis, Vodacom will conduct its next Board evaluation in early 2019.

Company Secretary

All directors have access to the advice and services of the Group Company Secretary, Sandi Linford, who is responsible to the Board for ensuring compliance with procedures and applicable statutes and regulations. For the Board to function effectively, all directors have full and timely access to information that helps them do their duties properly. This includes corporate announcements, investor communications and information about developments that may affect Vodacom and its operations. Directors have full access to management as required.

The Group Company Secretary is responsible for director training. The Group Company Secretary and Chief Executive Officer induct new directors, which includes briefings on their fiduciary and statutory responsibilities as well as on the Group's operations as required.

Share dealings

Vodacom has a share dealing policy requiring all directors, senior executives and the Group Company Secretary to obtain prior written consent from either the Chairman or Chief Executive Officer to deal in Vodacom Group shares. The Chairman has to obtain prior written clearance from the Chairman of the Audit, Risk and Compliance Committee. Closed periods are implemented as per JSE Listings Requirements, during which the Group's directors, executives and employees are not allowed to deal in Vodacom Group shares. Additional closed periods are enforced should Vodacom be subject to any corporate activity requiring a cautionary announcement.

Stakeholder relationships

Stakeholder engagement

The Board has delegated to management the responsibility to deal with stakeholder relationships in a proactive and constructive manner. There is an approved stakeholder policy in place.

For details of the initiatives and activities for the year, which are more fully reported in the Report of the Social and Ethics Committee go to **www.vodacom.com.**

Shareholder relations

Vodacom proactively communicates its strategy and activities to shareholders through a planned investor relations programme which includes:

▸ Formal presentations of annual and interim results;

▸ Briefing meetings with major institutional shareholders after the release of results; and

▸ Hosting investor and analyst sessions.

Risk management

Management continuously develops and enhances its risk and control procedures to improve risk identification, assessment and monitoring. The Board considers business risks when setting strategies, approving budgets and monitoring progress against budgets.

A division reporting to the Chief Risk Officer assists in identifying, assessing and recording the risks facing the Group and, where appropriate, monitors mitigating actions.

Risks are managed at three distinct levels: Risk Management Committees (RMCs), the Risk Management Divisions and line management.

The Group Risk Management Committee (GRMC), which meets four times a year, is chaired by the Chief Risk Officer and also comprises the Group Executive Committee members and the Managing Directors of each of the local markets.

The two main functions of the GRMC are to:

▶ Filter and approve the list of the principal risks and to present these risks to the Board annually; and

▶ Oversee and monitor the various projects and structures designed to manage specific identified risks, for example Business Continuity Management.

The GRMC also acts as the RMC for Vodacom South Africa. The RMC in each subsidiary is chaired by its respective Managing Director and also comprises the other Executive Committee members of the local operation. The mandate of each committee is identical to that of the GRMC.

Key risks are identified and managed at three levels within the Group, namely: operational, tactical and principal level. Principal risks are categorised as key strategic risks to the company.

Principal risks are made up of the following:

▶ Internal tactical risks, those internal risks that will prevent the Group from achieving its strategic objectives in the short and medium term; and, if applicable

▶ External tactical or macro risks, those risks that are external in nature and normally affect the strategic objectives in the long term.

Risks are periodically reviewed and updated throughout the company. Principal risks are reported to the respective RMCs, ARC's and are reviewed by the relevant boards.

The key risks that are currently being managed by the Group are detailed in the Risk Management Report.

Details of the risks are fully reported in the Integrated report at **www.vodacom.com.**

The following projects were initiated in 2017/18:

▶ Roll out of a risk appetite framework;

▶ Roll out of the new principal risk framework to our subsidiaries; and

▶ Risk management training for all Executive Heads in South Africa.

The planned areas of future focus include:

▶ Conducting a risk culture survey for our subsidiaries;

▶ Increasing the risk awareness throughout the organisation;

▶ Rolling out risk management training to executives in our subsidiaries; and

▶ Identifying other areas of improvement within the risk management process.

Internal control

Management implements appropriate internal controls to provide reasonable assurance on safeguarding assets, preventing and detecting errors, the accuracy and completeness of accounting records, and the reliability of financial statements. Internal audit provides independent, objective assurance of the system of internal controls within the Group.

Internal audit

The internal audit function operates under a defined charter, as approved by the Audit, Risk and Compliance Committee. The charter conforms to the International Standards for the Professional Practice of Internal Auditing and Code of Ethics as set out by the Institute of Internal Auditors and Vodacom Group Limited.

The audit methodology is based on a risk-based audit approach. The internal audit plan is compiled annually (in conjunction with Vodafone) and is approved by the Group Audit, Risk and Compliance Committee during March of every year and communicated to executive management. Special assignments may also be conducted on request with appropriate arrangements made to ensure that these do not compromise the achievement of the overall audit plan for the year.

Internal audit conducts the following types of audit:

▶ Financial systems audits;

▶ Business process audits; and

▶ Information technology (including network elements) audits.

Compliance

The Group actively works to comply with relevant laws, regulations and company policies applicable across its various jurisdictions. The legal and regulatory compliance programme includes a compliance management framework which sets target dates for full compliance with legal obligations, guidelines for the implementation of internal controls, and manages the implementation and monitoring of the framework together with compliance owners. High risk compliance areas such as competition law, anti-corruption, anti-money laundering and terrorist financing and privacy law are emphasised. The policy compliance programme fulfils functions similar to the legal and regulatory compliance programme under the Vodafone high and medium risk policies and policy standards, a number of which complement and correlate directly with laws.

The legal, regulatory and compliance team headed by the Chief Officer: Legal and Regulatory has a dedicated function for overseeing, executing and monitoring the Group's various compliance policies and programmes. The team is responsible for:

▶ Providing commercial-level legal support, including drafting commercial agreements and providing legal advice and guidance from time to time;

▶ Managing litigation and utilising alternative dispute resolution mechanisms – such as mediation and arbitration – to find solutions to disputes involving the company;

▶ Engaging with various government and regulatory authorities across all our markets;

▶ Advising and assisting the organisation with acquisitions of new licences and overseeing compliance with licence conditions and obligations;

▶ Commenting on any proposed legislation, both original and subordinate, and other laws relevant to our industry and impacting the company; and

▶ Monitoring, developing and raising awareness on policies and procedures to ensure compliance with laws, regulations, codes and various prescripts applicable to the Group's operating companies.

Regulatory and compliance developments during 2018 included:

▶ Enforcement of subscriber registration regulations in Tanzania, the DRC and Mozambique;

▶ Amendments to communications sector specific legislations in South Africa, Tanzania, the DRC, Mozambique and Lesotho;

▶ Regulations on licence fees and taxes;

▶ Radio frequency fees regulations;

▶ Spectrum policies and regulations;

▶ Tanzania Listing Regulations;

▶ Definition and regulation of priority markets in South Africa;

▶ Renewal of 2G service licence in Mozambique;

▶ Applications for mobile money licences in Tanzania and Lesotho;

▶ Interconnection regulations in South Africa, Tanzania, the DRC, Mozambique and Lesotho;

▶ Market reviews and price regulations in South Africa, Tanzania, the DRC, Mozambique and Lesotho;

▶ SADC and EAC international roaming regulations;

▶ Numbering regulations;

▶ Universal Service Obligations;

▶ Annual finance budget legislation and taxation matters in DRC and Tanzania;

▶ Quality of Service Regulations;

▶ Competition law compliance;

▶ Cybercrimes and Cybersecurity consultations in South Africa, Tanzania, the DRC and Lesotho;

▶ National security regulatory requirements;

▶ Overseeing the Group's anti-corruption, anti-money laundering and anti-terrorist financing programme; and

▶ Maintaining legal and policy standards; and compliance programmes and frameworks.

The planned areas of future focus relating to compliance include:

▶ Compliance with all laws affecting our operations in all markets where the company has a presence;

▶ Customer registration, as set out in relevant National Security laws, generally applicable in most markets where the Group has a presence; and

▶ Competition law and policy compliance.

Ethics programme

Vodacom adheres to the highest ethical standards wherever we operate to ensure our business activities do not have a material negative impact on economies, societies and the environment. The Group's ethics programme includes: conducting periodic company risk assessments; formulating appropriate risk management strategies; publishing and championing our values and ethical codes of conduct; providing awareness training and advice to employees; maintaining registers for gifts and entertainment and declarations of interests; and ultimately enforcing these policies and processes.
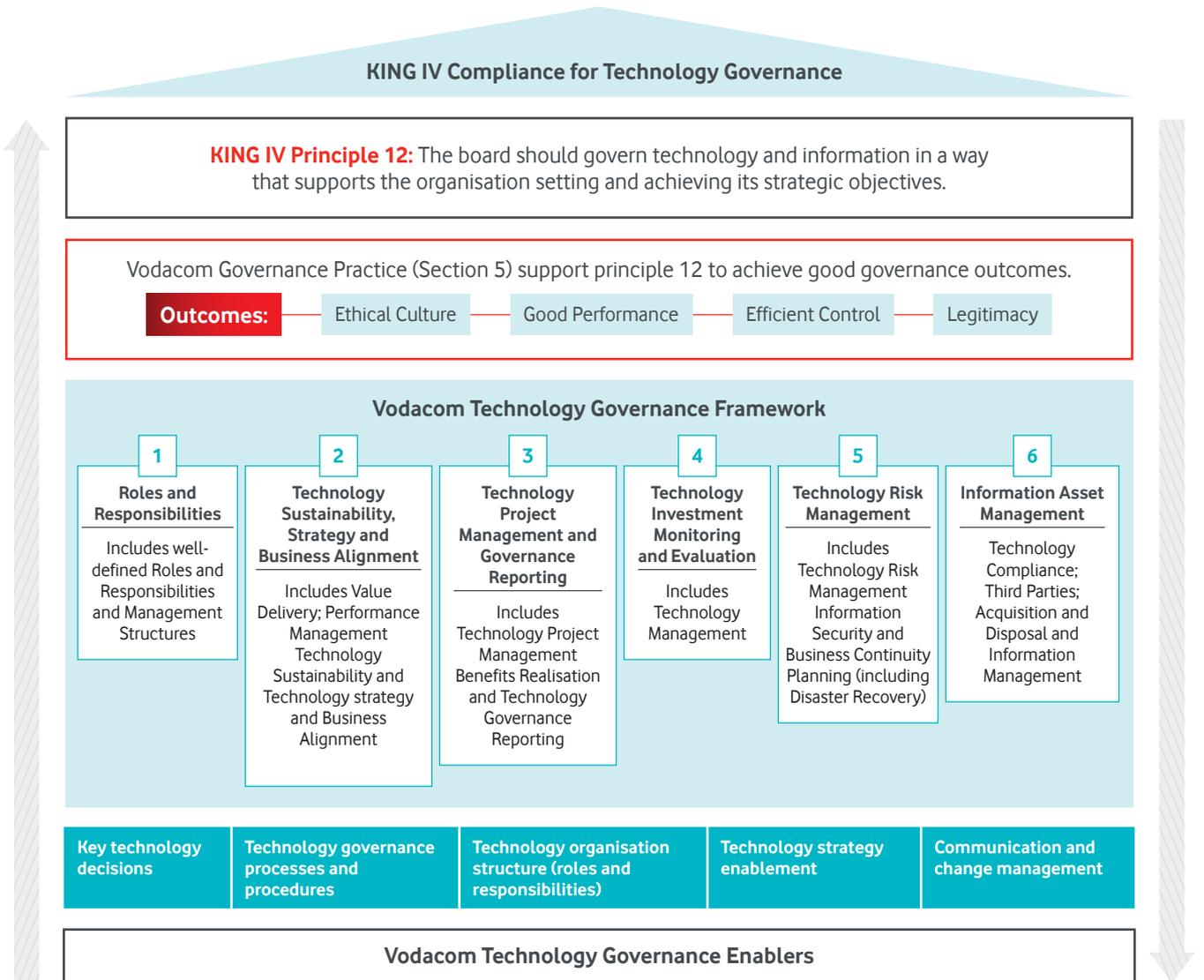
While the general programme is supported by a specialist function at Group level, managing directors and senior executives are responsible for establishing and chairing local ethics committees that tailor and guide the implementation of the programme in their respective companies. The respective audit and social and ethics committees in the Group companies monitor implementation.

A detailed code of conduct **www.vodacom.com/company-structure.php** forms part of the overall employee policies within Vodacom. All executives and employees are required to maintain the highest ethical standards to ensure that Vodacom's business practices are conducted in a manner that is above reproach. The Vodacom code of conduct sets out 10 business principles that provide a reference for ethical behaviour in the Group.

Technology and information governance

In line with King IV, technology and information governance forms part of our governance structures, policies and procedures. It forms part of the Group's strategic and business processes and is managed by the Chief Technology Officer.

The Vodacom Technology Governance Framework and Charter, which are mapped to the IT governance principles of King IV, have continued to be reinforced in the organisation. Each framework element is substantiated through demonstrable processes to align technology strategy and business needs, deliver value and manage performance, and to strengthen information security management, information management, risk management, business continuity management and compliance.

KING IV Compliance for Technology Governance

KING IV Principle 12: The board should govern technology and information in a way that supports the organisation setting and achieving its strategic objectives.

Vodacom Governance Practice (Section 5) support principle 12 to achieve good governance outcomes.

Outcomes: — Ethical Culture — Good Performance — Efficient Control — Legitimacy

Vodacom Technology Governance Framework

1	2	3	4	5	6
Roles and Responsibilities	**Technology Sustainability, Strategy and Business Alignment**	**Technology Project Management and Governance Reporting**	**Technology Investment Monitoring and Evaluation**	**Technology Risk Management**	**Information Asset Management**
Includes well-defined Roles and Responsibilities and Management Structures	Includes Value Delivery; Performance Management Technology Sustainability and Technology strategy and Business Alignment	Includes Technology Project Management Benefits Realisation and Technology Governance Reporting	Includes Technology Management	Includes Technology Risk Management Information Security and Business Continuity Planning (including Disaster Recovery)	Technology Compliance; Third Parties; Acquisition and Disposal and Information Management

Key technology decisions	Technology governance processes and procedures	Technology organisation structure (roles and responsibilities)	Technology strategy enablement	Communication and change management

Vodacom Technology Governance Enablers

Vodacom Technology Governance Framework

Our attention in the past year has focused on putting mechanisms in place to ensure independent assurance of services provided by outsourced providers, and moving towards compliance of the Protection of Personal Information Act (PoPIA). King IV acknowledges the rapid advances in technology and its potential to result in significant disruption, opportunity and risks. King IV recommends practices to assist the governing body with technology and information governance. The Board will consider the need to receive periodic independent assurance on the effectiveness of the organisations technology and information arrangements including outsourced services.

The key areas of focus during the period included:

▶ Independent assurance of outsourced services;

▶ Protection of Personal Information Act; and

▶ Technology security, more specifically cyber security.

The planned areas of future focus relating to information and technology governance include:

▶ Mature King IV alignment and application;

▶ Continued focus on independent assurance of wider outsourced services; and

▶ Cybersecurity.