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| **NAME AND SURNAME : {individual.name}** | | | | |
| **NAME OF COMPANY / COMPANIES : {company.name}** | | | | |
| **SIGN-OFF PAGE** | | | **Indicate**  **with X** | **Initial** |
| 1. **I hereby certify that I am not disqualified in terms of Section 69 of the Companies Act 71 of 2008 from being a director.** | | |  |  |
| 1. **In the case of an appointment in a foreign jurisdiction, I confirm that I am aware of the local regulatory requirements for my appointment as a director. (to be struck through if not applicable)** | | |  |  |
| 1. **I agree to the terms and conditions and that the personal data I provided is accurate and complete to the best of my knowledge and provide my consent to the Absa Group for processing my personal data for this purpose.** | | |  |  |
| 1. **I confirm that allthe information furnished herewith is true and correct.** | | |  |  |
| **Nominated individual**  Signature and Date  **………………………….………………………………………………..**  **PRINT NAME** | | **ExCo Sponsor**  Signature and Date  **\*Electronic consent can also be provided\***  **………………………….………………………………………………..**  **PRINT NAME** | | |
| **Line Manager**  Signature and Date **\*Electronic consent can also be provided\***  **………………………………**  **PRINT NAME** | **Company Secretary**  Signature and Date  **………………………………**  **PRINT NAME** | **Group Legal**  Signature and Date  **………………………………**  **PRINT NAME** | **Group Company Secretary**  Signature and Date  **………………………………**  **PRINT NAME** | |

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| **GENERAL DECLARATION - For the purposes of director disclosures, I hereby declare** | | | | | | | | | | |
| **1.**  1.1  1.2 | **My direct / personal disclosures:**  All my Directorships of Companies, Memberships of Close Corporations, Trusteeships of Trusts; and  All my Shareholdings of 1% or more | | | | | | | | | |
|  | | | | | | | **Directorship / Membership / Trusteeships** | | | **Shareholding** |  | |
| **No** | **Name of**  **Company/Trust** | | **Registration number** | **Public or Private Company /**  **Foundation / Trust** | **Registered address** | **Nature of business**  **(Note A)** | **Role / Position**  **(Note B)** | | **Date / Year of Appointment** | **Holding if 1% or more**  **(Note C)** |  |
| **Internal Appointments** | | | | | | | | | | |  | |
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| **External Appointments (Refer to Legal Entities and Directors Policy**  **Para 2.2.1 (i) and Employee Benefits Standards Para 2.2.3.4) – Declaration of Private Work/Interest** | | | | | | | | | | |  | |
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| **Note A** | The nature of business together with the names and shareholdings of material subsidiary enterprises and / or investments in associate entities are to be provided. | | | | | | | | | |  | |
| **Note B** | I understand that I will be regarded as being interested in any contract, transaction or arrangement which may be entered into or made with such enterprise listed above, and in order to avoid any potential conflict of interest I will be precluded from voting on any decision relating to a transaction with such enterprise and I will not execute any documents in relation thereto unless specifically authorised by the Board to do so. | | | | | | | | | |  | |
| **Note C** | I understand that an interest of 1% or more will be regarded as material, and in order to avoid any potential conflict of interest I will be precluded from voting on any decision relating to a transaction with such enterprise and I will not execute any documents in relation thereto unless specifically authorised by the Board to do so. | | | | | | | | | |  | |
| **PLEASE SELECT YES / NO** | | | | | | | | | | |  | |
| **YES** | **NO** | Are you potentially conflicted with the entity in any way, specifically with regard to contracts or in respect of shareholding or other form of ownership? If so, please attach a statement hereto stating your perceived conflicts of interest.  *Note: For External Appointments (Refer to Legal Entities and Directors Policy Para 2.2.1 (i) and Employee Benefits Standards Para 2.2.3.4) – Declaration of Private Work/Interest.* | | | | | | | | |  | |
| **YES** | **NO** | Are you aware of any related-party transactions to be declared to the entity? If “yes” please declare these and attach the statement hereto. | | | | | | | | |  | |
| **Signature**  **………………………….………………………………………………..**  **PRINT NAME** | | | | | | | | **Date** | | |  | |

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| **CONSENT TO ACT AS DIRECTOR (SECTION 66 (7) (b) COMPANIES REGULATIONS 2011 SECTION 38 (1))** |
| **Section 69: Ineligibility and disqualification of persons to BE director or prescribed officer as amended by section**  **46 of the Companies Amendment Act No. 3 of 2011** |

(1) In this section, ''director'' includes an alternate director, and—

(a) a prescribed officer; or

(b) a person who is a member of a committee of a board of a company, or of the audit committee of a company, irrespective of whether or not the person is also a member of the company's

board.

(2) A person who is ineligible or disqualified, as set out in this section, must not—

(a) be appointed or elected as a director of a company, or consent to being appointed or elected as a director; or

(b) act as a director of a company.

(3) A company must not knowingly permit an ineligible or disqualified person to serve or act as a director.

(4) A person who becomes ineligible or disqualified while serving as a director of a company ceases to be entitled to continue to act as a director immediately, subject to section 70 (2).

(5) A person who has been placed under probation by a court in terms of [**section 162**](http://www.business-rescue.co.za/legislation/Section-162-Application-to-declare-director-delinquent-or-under-probation.php), or in terms of section 47 of the Close Corporations Act, 1984 (Act No. 69 of 1984), must not serve as a director except to the extent permitted by the order of probation.

(6) In addition to the provisions of this section, the Memorandum of Incorporation of a company may impose—

(a) additional grounds of ineligibility or disqualification of directors; or

(b) minimum qualifications to be met by directors of that company.

(7) A person is ineligible to be a director of a company if the person—

(a) is a juristic person;

(b) is an unemancipated minor, or is under a similar legal disability; or

(c) does not satisfy any qualification set out in the company's Memorandum of Incorporation.

(8) A person is disqualified to be a director of a company if—

(a) a court has prohibited that person to be a director, or declared the person to be delinquent in terms of [**section 162**](http://www.business-rescue.co.za/legislation/Section-162-Application-to-declare-director-delinquent-or-under-probation.php), or in terms of section 47 of the Close Corporations Act, 1984 (Act No. 69

of 1984); or

(b) subject to [**subsections (9)**](http://www.business-rescue.co.za/legislation/Section-69-Ineligibility-and-disqualification-of-persons-to-be-director-or-prescribed-officer.php#s699) to [**(12)**](http://www.business-rescue.co.za/legislation/Section-69-Ineligibility-and-disqualification-of-persons-to-be-director-or-prescribed-officer.php#s6912), the person—

(i) is an unrehabilitated insolvent;

(ii) is prohibited in terms of any public regulation to be a director of the company;

(iii) has been removed from an office of trust, on the grounds of misconduct involving dishonesty; or

(iv) has been convicted, in the Republic or elsewhere, and imprisoned without the option of a fine, or fined more than the prescribed amount, for theft, fraud, forgery, perjury or an offence—

(aa) involving fraud, misrepresentation or dishonesty;

(bb) in connection with the promotion, formation or management of a company, or in connection with any act contemplated in [**subsection (2**](http://www.business-rescue.co.za/legislation/Section-69-Ineligibility-and-disqualification-of-persons-to-be-director-or-prescribed-officer.php#s692)) or [**(5)**](http://www.business-rescue.co.za/legislation/Section-69-Ineligibility-and-disqualification-of-persons-to-be-director-or-prescribed-officer.php#s695); or

(cc) under this Act, the Insolvency Act, 1936 (Act No. 24 of 1936), the Close Corporations Act, 1984, the Competition Act, the Financial Intelligence Centre Act, 2001 (Act No. 38 of 2001),

the Securities Services Act, 2004 (Act No. 36 of 2004), or Chapter 2 of the Prevention and Combating of Corruption Activities Act, 2004 (Act No. 12 of 2004).

(9) A disqualification in terms of [**subsection (8)(b)(iii)**](http://www.business-rescue.co.za/legislation/Section-69-Ineligibility-and-disqualification-of-persons-to-be-director-or-prescribed-officer.php#s698biii) or [**(iv)**](http://www.business-rescue.co.za/legislation/Section-69-Ineligibility-and-disqualification-of-persons-to-be-director-or-prescribed-officer.php#s698biv) ends at the later of—

(a) five years after the date of removal from office, or the completion of the sentence imposed for the relevant offence, as the case may be; or

(b) at the end of one or more extensions, as determined by a court from time to time, on application by the Commission in terms of subsection (10).

(10) At any time before the expiry of a person's disqualification in terms of [**subsection 8)(b)(iii**](http://www.business-rescue.co.za/legislation/Section-69-Ineligibility-and-disqualification-of-persons-to-be-director-or-prescribed-officer.php#s698biii)) or [**(iv)**](http://www.business-rescue.co.za/legislation/Section-69-Ineligibility-and-disqualification-of-persons-to-be-director-or-prescribed-officer.php#s698biv)—

(a) the Commission may apply to a court for an extension contemplated in [**subsection (9)(b)**](http://www.business-rescue.co.za/legislation/Section-69-Ineligibility-and-disqualification-of-persons-to-be-director-or-prescribed-officer.php#s699b); and

(b) the court may extend the disqualification for no more than five years at a time, if the court is satisfied that an extension is necessary to protect the public, having regard to the conduct of the disqualified person up to the time of the application.

(11) A court may exempt a person from the application of any provision of [**subsection 8)(b)**](http://www.business-rescue.co.za/legislation/Section-69-Ineligibility-and-disqualification-of-persons-to-be-director-or-prescribed-officer.php#s698b).

(11a) The Registrar of the Court must, upon-

(a) the issue of a sequestration order;

(b) the issue of an order for the removal of a person from any office of trust on the grounds of misconduct involving dishonesty; or

(c) a conviction for an offence referred in [**subsection (8)(b)(iv)**](http://www.business-rescue.co.za/legislation/Section-69-Ineligibility-and-disqualification-of-persons-to-be-director-or-prescribed-officer.php#s698biv), send a copy of the relevant order or particulars of the conviction, as the case may be, to the Commission.

(11b) The Commission must notify each company which has as a director to whom the order or conviction relates, of the order or conviction.

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| **data privacy consent** |

**Introduction and Background**

Privacy is fundamental to our relationships with our customers, directors, suppliers and employees. Personal data is valuable, and we must always act fairly, ethically and carefully when dealing with it. The proper handling and protection of personal information is critical to developing trust and sustaining long-term partnerships with those we serve. We need to handle it in the right way and for the right reasons.

The Absa Group Data Privacy Policy sets out requirements relating to the manner in which we process personal data, including special personal data, so that we mitigate the risk of non-compliance with privacy laws and regulations.

Personal data includes any information that enables Absa to identify you as a unique individual, such as your name and surname combined with your physical address, contact details and/or passport/identity number.

Personal data (in South Africa) also refers to the personal information that uniquely identifies a legal entity, such as the trading name of a company combined with the company registration number.

Personal data includes special personal data, being details about your race or ethnic origin, religious and philosophical beliefs, political persuasion, trade union membership, health or sex life, biometric information, or any criminal behaviour, which relates to alleged criminal offences or proceedings.

Processing is defined as obtaining, recording or holding personal data or carrying out any operation or set of operations on personal information, including retrieval, use, alteration, organisation, dissemination, porting, blocking erasure or destruction of personal data.

One of the Data Privacy minimum control requirements is that data subjects must be informed of the purpose for collecting their personal data, as well as how their personal data will be used. This should be done by giving the data subject appropriate notification by means of a privacy notice before collecting personal data and, where applicable to the circumstance, as soon as possible thereafter. A director/trustee is also defined as a data subject and we are therefore required to notify you that we (as Absa Group Secretariat) are processing your personal data.

**Privacy Notice - Terms and Conditions**

Absa’s detailed Privacy Statement refers to data privacy requirements relating to customers, employees, suppliers, directors and job applicants. To read Absa’s detailed Privacy Statement, please visit <https://www.absa.co.za>

**In terms of your directorship/trusteeship, please note the following:**

* The provision of all personal data requested on this form is mandatory in order to onboard you as a director or trustee, unless otherwise specified.
* Absa will only collect and process your personal data in line with the purpose for which you provided it to us, or to enable us to comply with the requirements of specific laws that we are governed by.
* Absa may process your personal data in order to protect your or our legitimate interests. Absa will not collect and process personal data about you that we do not need for this purpose. In general, the purpose for which Absa collects and processes your personal data includes, but is not limited to:
* Creating a record of you on our system in order to verify your identity;
* Prevention of financial crime, including sanctions screening, monitoring of anti-money laundering and any financing of terrorist activities which may include provision of the personal information to a correspondent bank; and
* Providing support to an application for a public sector tender; and
* Further processing:
  + for historical, statistical or research purposes where the outcomes will not be published in an identifiable format;
  + which may include the sharing of your personal data within the Absa Group; and
  + such as sharing your personal data with third parties that act in conjunction with or on behalf of Absa, as well as with regulators, when required.
* You have rights in terms of applicable data privacy requirements and, if you would like to exercise those rights, or raise a concern regarding the processing of this data, please email the Group Privacy office ([privacy@absa.co.za](mailto:privacy@absa.co.za)) with a copy to Absa Group Secretariat (GroupSecretariat@absa.co.za).
* By agreeing to the terms and conditions, you agree that the personal data you provided is accurate and complete to the best of your knowledge and you consent to the Absa Group processing your personal data for this purpose.

**Having regard to the above terms and conditions, we draw your attention to the privacy notice below:**

**Privacy Notice**

We are collecting your personal information as a result of your nomination to act as a director/trustee on the board/s of a legal entity/entities within the Absa Group of legal entities. The processing of directors’/trustees’ personal information is a regulatory requirement