



Social and ethics committee



Chairman
Koosum Kalyan

“In 2018, one of the committee’s key focus areas was ensuring that the company builds and maintains sound relationships with all its stakeholders. Also important was reviewing the issues our stakeholders consider most important and addressing them appropriately. A blueprint for stakeholder engagement was approved by the board. In 2019, the key focus will be to cascade it to all our operating countries for adoption and implementation.”

Members	Attendance
Koosum Kalyan (chairman)	4/4
Peter Mageza	3/4
Dawn Marole	4/4
Jeff van Rooyen	4/4

By invitation: Group president and CEO, group chief human resources officer, group business risk officer

Mandate

The committee performs an oversight and monitoring role to ensure that MTN’s business is conducted in an ethical and properly governed manner. It also monitors the development or review of policies, governance structures and existing practices. The committee’s responsibilities include:

- Holding the group president and CEO accountable for MTN’s ethics performance, business integrity and governance of sustainability
- Holding all opco CEOs accountable for stakeholder management and ethics management
- Monitoring activities regarding legislation and codes of good practice
- Ensuring good corporate citizenship including promoting equality; preventing unfair discrimination and fraud, bribery and corruption; deferring human rights violations; and contributing to community development
- Ensuring sound consumer relations by monitoring the impact of MTN’s activities and that of its products and services
- Overseeing meaningful broad-based black economic empowerment (BBBEE) in MTN South Africa.

Key activities in 2018

- Continued to monitor the implementation of the ethics management programme, ensuring that each opco is accountable for embedding an ethics management framework including the key ethics policies
- Oversaw the repositioning of ethics into the second line assurance model
- Considered a revised King IV-aligned stakeholder, issues and reputation management strategy that was approved by the board in 2018 and is being rolled out across the group
- Oversaw the establishment of the global diversity and inclusion committee which will develop strategies and policies on diversity and inclusion

- Focused on identifying gaps in the sustainability framework and ensuring improvements in sustainability reporting
- Oversaw MTN’s work to bring households solar energy boxes with connectivity functionality
- Reviewed the activities of the MTN foundations and other CSI initiatives as we prepare to introduce a more integrated approach
- Oversaw progress by MTN South Africa under the amended BEE ICT sector code. SR

Key focus areas for 2019

- Review the 2019 group-wide ethics risk assessment and ensure corrective measure are implemented
- Continue to evolve MTN’s CSI approach in pursuit of shared value by making better use of MTN’s institutional capabilities, and ensure that this work is integrated into initiatives to deliver on BRIGHT
- Introduce a foundations’ workshop where all the foundations align themselves with the group’s CSI initiatives, share best practice and key challenges
- Ensure the integration of CSI initiatives with marketing campaigns to create more synergy
- Oversee the implementation of the approved stakeholder management programme, which is in line with the principles of King IV
- Continue to review and assess stakeholder relations
- Continue to provide oversight on the activities of the global diversity and inclusion committee
- Continuing to oversee MTN South Africa’s efforts to develop an enterprise and supplier development policy to transform the supply chain by introducing 51% black-owned entities, 30% black-women-owned entities as well as exempt micro enterprises and qualifying small enterprises
- Ensure the embedding of ethics at MTN: business must be done in an ethical, safe and responsible way
- Monitor and evaluate the implementation of ethics management.