

Pallidus

**PROMOTION OF ACCESS TO INFORMATION MANUAL**

**A MANUAL PREPARED IN ACCORDANCE WITH SECTION 51 OF THE PROMOTION OF ACCESS  
TO INFORMATION ACT, NO. 2 OF 2000**

**Pallidus Group  
2018/2019**

## 1. Introduction

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- 1.1. The Pallidus PAIA Manual, as defined below, has been prepared in accordance with section 51 of the Promotion of Access to Information Act No. 2 of 2000, as amended (“**PAIA**” or “**the Act**”).
- 1.2. PAIA was promulgated during March 2001 and was primarily put into place to actively promote a society in which the people of South Africa have effective access to information, which enables them to more fully exercise and protect their rights.
- 1.3. The South African Human Rights Commission is responsible for compiling a guide that provides details on how to use the Act.
- 1.4. The South African Human Rights Commission guide can be downloaded from the following link:

<https://www.sahrc.org.za/home/21/files/Section%2010%20guide%202014.pdf>

- 1.5. In terms of Section 51(1) of PAIA, private bodies are required to compile a manual that provides information regarding the subjects and categories of records held by such private bodies. This manual, being the Pallidus PAIA Manual, is intended to fulfil this requirement. Accordingly, this Manual provides a reference to the records Pallidus holds and the process that needs to be adopted by persons and/or entities to access such records. All requests for access to information should be addressed to the contact person as identified in section 5.3 of this Manual, as he/she is Pallidus’ Information Officer.
- 1.6. The Pallidus PAIA Manual may be amended from time to time and as soon as any amendments have been effected, the latest version of the Pallidus PAIA Manual will be published and distributed in accordance with the Act.
- 1.7. A Requester is invited to contact the Information Officer should he or she require any assistance in respect of the use or content of this Manual.
- 1.8. A copy of the Pallidus PAIA Manual will be available for inspection at:
  - 1.8.1. Pallidus’ registered head office (details of which are set out in paragraph 5 below); and
  - 1.8.2. the offices of the SAHRC.
- 1.9. Pallidus Group adopted this Policy on 3 December 2018.

## 2. Scope

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2.1 This Manual has been prepared in respect of the following South African entities listed below:

2.1.1 **Pallidus Holdings Proprietary Limited** – Registration Number: 2015/030781/07;

2.1.2 **Pallidus Capital Proprietary Limited** – Registration Number: 2015/030782/07;

- 2.1.3 **Pallidus Exchange Services Proprietary Limited** – In the process of obtaining a Registration Number;
- 2.1.4 **Pallidus Venture Capital Fund 1 (RF) Proprietary Limited** – Registration Number: 2015/093027/07;
- 2.1.5 **Pallidus VCC Holdings (RF) Proprietary Limited** – Registration Number: 2017/205992/07; and
- 2.1.6 **Pallidus VCC Solutions Proprietary Limited** – Registration Number: 2017/143171/07.

### 3. Definitions

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- 3.1 The following words or expressions will bear the following meanings in this Manual –
  - 3.1.1 **"the Act"** or **"PAIA"** means the Promotion of Access to Information Act No. 2 of 2000, together with any regulations published thereunder;
  - 3.1.2 **"Client"** means a natural or juristic person who or which receives professional services from Pallidus;
  - 3.1.3 **"Correspondence"** means any written and/or electronic communication exchanged between two or more parties;
  - 3.1.4 **"Employee"** means any person who works for, or provides services to, or on behalf of Pallidus, and receives or is entitled to receive remuneration;
  - 3.1.5 **"Information Officer"** means the head of the body or any of the designated information officers described in this Manual;
  - 3.1.6 **"Manual"** or **"Pallidus PAIA Manual"** means this manual, together with all annexures thereto, as amended from time to time;
  - 3.1.7 **"Pallidus"** means Pallidus Holdings Proprietary Limited (Registration Number 2015/030781/07), a private company duly incorporated in accordance with the laws of the Republic of South Africa, which renders corporate finance advisory and related services to Clients through the entities associated with it as listed in paragraph 3;
  - 3.1.8 **"Pallidus Group of Companies"** means, for purposes of this Manual, the holding company, Pallidus, and its subsidiaries, being Pallidus Capital Proprietary Limited, Pallidus Exchange Services Proprietary Limited and Pallidus VCC Solutions Proprietary Limited, and its associates, being Pallidus VCC Holdings (RF) Proprietary Limited; and Pallidus Venture Capital Fund 1 (RF) Proprietary Limited;

- 3.1.9 “**Private Bodies**” include a natural person or partnership that carries on trade, business or profession; and a former or existing juristic person;
- 3.1.10 “**Request**” means a request for access to information and/or records relating to the Pallidus Group of Companies, which Request complies with the requirements established pursuant to PAIA and this Manual;
- 3.1.11 “**Requester**” means any person or entity requesting access to a record that is under the control of Pallidus; and
- 3.1.12 “**SAHRC**” means the South African Human Rights Commission;
- 3.1.13 “**SAHRC Guide**” means the guide issued by the SAHRC providing detail to potential Requesters on how to use the Act; and
- 3.1.14 “**South Africa**” means the Republic of South Africa.

#### 4. How to access information

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- 4.1 The Act grants a Requester access to records of a private body if the record is required for the exercise or protection of any rights. If a public body lodges a request in terms of the Act, the public body must be acting in the public interest.
- 4.2 Requests in terms of the Act shall be made in accordance with the prescribed procedures, and against payment of the prescribed fees.
- 4.3 As set out in paragraph 1.4 above, the SAHRC Guide must be used by a Requester to the extent that a Requester wishes to use the Act to obtain information.
- 4.4 In the event that Requesters should have any queries for the SAHRC, Requesters may be direct such queries to the following address –

**THE SOUTH AFRICAN HUMAN RIGHTS COMMISSION**

PAIA Unit

Research and Documentation Department

**Postal Address:** Private Bag 2700 Houghton 2041 South Africa

**Tel:** +27 (0)11 877 3600

**Fax:** +27 (0)11 403 0625

**Email:** [paia@sahrc.org.za](mailto:paia@sahrc.org.za)

**Website:** [www.sahrc.org.za](http://www.sahrc.org.za)

## 5. Pallidus

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5.1 Pallidus is an independent corporate finance advisory, investment banking and investment management firm based in South Africa. We act as trusted corporate finance advisors to corporates, multi-nationals and high-net worth individuals, for listings, equity or debt capital raisings, empowerment (BEE) transactions, mergers or acquisitions.

5.2 The Pallidus Group of Companies operates primarily within South Africa.

### 5.3 PALLIDUS CONTACT DETAILS

|                                    |  |  |   |
|------------------------------------|--|--|---|
| <b>NAME OF COMPANY:</b>            | <b>PALLIDUS HOLDINGS (PROPRIETARY) LIMITED</b>             |  |   |
| <b>PHYSICAL ADDRESS:</b>           | <b>Centurion Offices:</b>                                  | Suite 3, Southdowns Ridge Office Park, 1240 John Vorster Drive, Irene, Centurion |   |
| <b>POSTAL ADDRESS:</b>             |  | Suite 19, Private Bag X32, Highveld Park, 0169                                   |   |
| <b>MANAGING DIRECTOR:</b>          | Stephan van der Walt                                       | <b>Tel:</b><br><b>Cell:</b><br><b>Fax:</b><br><b>Email:</b>                      | +27 (0) 87 357 9751<br>+27 (0) 82 828 6307<br>+27 (0) 86 461 5004<br><a href="mailto:stephan@pallidus.co.za">stephan@pallidus.co.za</a> |
| <b>INFORMATION OFFICER:</b>        | Charlé Viljoen   | <b>Tel:</b><br><b>Cell:</b><br><b>Fax:</b><br><b>Email:</b>                      | +27 (0) 87 357 9750<br>+27 (0) 84 583 3022<br>+27 (0) 86 461 6969<br><a href="mailto:charle@pallidus.co.za">charle@pallidus.co.za</a>   |
| <b>DEPUTY INFORMATION OFFICER:</b> | Corlouw Fourie   | <b>Tel:</b><br><b>Cell:</b><br><b>Fax:</b><br><b>Email:</b>                      | +27 (0) 87 357 9753<br>+27 (0) 79 517 0835<br>+27 (0) 86 495 1129<br><a href="mailto:corlouw@pallidus.co.za">corlouw@pallidus.co.za</a> |
| <b>WEBSITE:</b>                    | <a href="http://www.pallidus.co.za">www.pallidus.co.za</a> |  |   |

## 6. Subjects and corresponding categories of records

- 6.1. The Pallidus Group of Companies' records can be found in various formats, including electronic and paper. In terms of PAIA, access must be granted irrespective of the form or medium.
- 6.2. To facilitate the easy identification of the records the Pallidus Group of Companies hold, the records have been categorised per subject area.
- 6.3. The tables below provide an indication of the subjects of information and the corresponding categories:

| <b>SUBJECT:<br/>FINANCE</b> | <b>ITEM DESCRIPTION</b>  |
|-----------------------------|--|
|                             | • Audited financial statements                                 |
|                             | • Tax records (relating to companies and individual employees) |
|                             | • Asset register   |
|                             | • General correspondence                                       |
|                             | • Management accounts and records                              |
|                             | • Budgets  |
|                             | • Financial transactions                                       |
|                             | • Banking records  |
|                             | • Contracts  |
|                             | • Financial policies and procedures                            |
|                             | • Risk management records                                      |
|                             | • Statutory returns records                                    |
|                             | • Cash flow forecasts  |
| • Shareholder registers     |  |

| <b>SUBJECT:<br/>HUMAN RESOURCES<br/>("HR")</b> | <b>ITEM DESCRIPTION</b>                         |
|--|---|
|  | • Employee records                              |
|  | • Employment contracts                          |
|  | • Personnel guidelines, policies and procedures |
|  | • General correspondence                        |
|  | • Employment equity records                     |
|  | • Provident fund records                        |
|  | • Employee benefit records                      |
|  | • Labour relations records                      |
|  | • Statutory labour related records              |
|  | • Employee training records                     |

| <b>SUBJECT:<br/>INFORMATION<br/>TECHNOLOGY<br/>("IT")</b> | <b>ITEM DESCRIPTION</b>   |
|---|---|
|   | <ul style="list-style-type: none"> <li>• IT policies and procedures</li> </ul>            |
|   | <ul style="list-style-type: none"> <li>• Network diagrams</li> </ul>                      |
|   | <ul style="list-style-type: none"> <li>• Configuration setups</li> </ul>                  |
|   | <ul style="list-style-type: none"> <li>• User manuals</li> </ul>                          |
|   | <ul style="list-style-type: none"> <li>• Asset register – IT-related equipment</li> </ul> |
|   | <ul style="list-style-type: none"> <li>• General correspondence</li> </ul>                |

| <b>SUBJECT:<br/>INVESTMENTS</b> | <b>ITEM DESCRIPTION</b>   |
|---------------------------------|---|
|                                 | <ul style="list-style-type: none"> <li>• Basic introductory information on the respective investments made</li> </ul> |
|                                 | <ul style="list-style-type: none"> <li>• Management accounts</li> </ul>   |
|                                 | <ul style="list-style-type: none"> <li>• Contact information</li> </ul>   |
|                                 | <ul style="list-style-type: none"> <li>• Non-disclosure agreements</li> </ul>   |
|                                 | <ul style="list-style-type: none"> <li>• Investment analysis</li> </ul>   |
|                                 | <ul style="list-style-type: none"> <li>• Shareholder information</li> </ul>   |

| <b>SUBJECT: MOVABLE<br/>AND IMMOVABLE<br/>PROPERTY</b> | <b>ITEM DESCRIPTION</b>  |
|--|--|
|  | <ul style="list-style-type: none"> <li>• Agreements of lease of immovable property</li> </ul>                    |
|  | <ul style="list-style-type: none"> <li>• Records regarding insurance in respect of movable property</li> </ul>   |
|  | <ul style="list-style-type: none"> <li>• Records regarding insurance in respect of immovable property</li> </ul> |

| <b>SUBJECT:<br/>COMPANIES'<br/>RECORDS</b> | <b>ITEM DESCRIPTION</b>  |
|--|--|
|  | <ul style="list-style-type: none"> <li>• Copies of all memoranda of incorporation</li> </ul>     |
|  | <ul style="list-style-type: none"> <li>• All relevant company secretarial information</li> </ul> |

**7. Records that can be accessed without a formal request (i.e a formal request as defined in PAIA)**

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7.1 The Pallidus Group of Companies does not hold any information that is available for general public access.

7.2 However, in terms of the following Acts, we are required to ensure that certain categories of records are available for access as prescribed by each Act:

- 7.2.1 Basic Conditions of Employment Act, No. 75 of 1997;
- 7.2.2 Companies Act, No. 61 of 1973, as amended (repealed);
- 7.2.3 Companies Act, No 71 of 2008, as amended;
- 7.2.4 Compensation for Occupational Injuries and Diseases Act, No. 130 of 1993;
- 7.2.5 Competition Act, No. 89 of 1998;
- 7.2.6 Consumer Protection Act, No. 68 of 2008;
- 7.2.7 Currency and Exchanges Act, No. 9 of 1933;
- 7.2.8 Electronic Communications and Transactions Act, No. 25 of 2002;
- 7.2.9 Employment Equity Act, No. 55 of 1998;
- 7.2.10 Financial Intelligence Centre Act, No. 38 of 2001;
- 7.2.11 Income Tax Act, No. 58 of 1962 (Section 75) (repealed);
- 7.2.12 Labour Relations Act, No. 66 of 1995;
- 7.2.13 Medical Schemes Act, No. 131 of 1998;
- 7.2.14 National Credit Act, No. 34 of 2005;
- 7.2.15 Occupational Health and Safety Act, No. 85 of 1993;
- 7.2.16 Regulation of Interception of Communications Act, No. 70 of 2002;
- 7.2.17 Skills Development Act, No. 97 of 1998;
- 7.2.18 Skills Development Levies Act, No. 9 of 1999;
- 7.2.19 Trade Marks Act, No. 194 of 1993;
- 7.2.20 Unemployment Insurance Act, No. 63 of 2001;
- 7.2.21 Unemployment Insurance Contributions Act, No. 4 of 2002; and
- 7.2.22 Value Added Tax Act, No. 89 of 1991.

7.3 Records kept in terms of the above legislation may, in certain instances (and insofar as the information contained therein is of a public nature) be available for inspection without a person having to request access thereto in terms of the Act.

7.4 Notification of the availability of these records in terms of these Acts has not yet been given to the Cabinet Minister of Justice.

7.5 Please note that while the Pallidus Group of Companies has made every effort to identify all pertinent legislation, we cannot guarantee that all legislation has been included. Should you be aware of any specific legislation that should be included, and which has been omitted, please contact our Information Officer. Your assistance in this regard will be most appreciated.



## 8. Procedure to be followed when submitting a formal request to access information

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- 8.1 Records, whether specifically listed in this Manual or not, will only be made available subject to the provisions of the Act. A request for access to a Record that does not fall within the categories identified in Section **Error! Reference source not found.** of this manual must be done formally either via conventional mail, e-mail or fax.
- 8.2 The Requester must use the prescribed format (Government Notice Number 187, Regulation 6) to make the request for access to a Record. This must be made to the Information Officer at the address, fax number or electronic mail address of the body concerned. The Request must be accompanied by the prescribed request fee (refer to Section 10 of the Manual in this regard).
- 8.3 The Information Officer will respond to a request within 30 days of receiving same, which response shall indicate whether the Request for access to information has been granted or not.
- 8.4 Please note that a Request for access to information can be refused in the event that the Request does not comply with the procedural requirements of the Act. In addition, the successful completion and submission of an access Request form does not automatically allow the Requestor access to the requested record.
- 8.5 The Requester must provide sufficient detail on the Request form to enable the Information Officer to identify the record and the Requester. The Requester should also indicate which form of access is required and specify a postal address, fax number in South Africa or email address. The Requester should also indicate if, in addition to a written reply, any other manner is to be used to inform the Requester and state the necessary particulars to be so informed.
- 8.6 If a Request is made on behalf of another person, the Requester must submit proof of the capacity in which the Requester is making the request to the satisfaction of the Information Officer.
- 8.7 If a Request for access to information has been granted, the Pallidus Group of Companies' response will include:
- 8.7.1 an indication of the access fee that should be paid upon gaining access (if any);
  - 8.7.2 an indication of the form in which the access will be granted; and
  - 8.7.3 a notice that you may lodge an application with the court against the access fee to be paid or the form of the access, including guidance on the procedure for lodging the application.
- 8.8 If a Request for access to information has not been granted, the Pallidus Group of Companies' response will include:

- 8.8.1 adequate reasons for the refusal; and
- 8.8.2 notice that you may lodge an application with the court against the extension and the procedure including the period, for lodging the application. For details on the procedure, please refer to Chapter 2 of Part 4 PAIA.
- 8.9 Assuming your Request of access is granted, you will be able to gain access to the requested Records as soon as is reasonably possible and once the access fee has been paid.
- 8.10 Access will be granted to a record if the following criteria are fulfilled:
  - 8.10.1 the record is required for the exercise or protection of any right;
  - 8.10.2 the Requestor complies with the procedural requirements in the Act relating to a Request; and
  - 8.10.3 access to the record is not refused in terms of any ground for refusal as contemplated in Chapter 4 of Part 3 of the Act.

## 9. Denial for a request to access information

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- 9.1 A Request for access to information may be refused and/denied under limited circumstances, including:
  - 9.1.1 protecting personal information that the Pallidus Group of Companies hold about a third person from unreasonable disclosure;
  - 9.1.2 protecting commercial information that the Pallidus Group of Companies hold about a third party (for example trade secrets: financial, commercial, scientific or technical information that may harm the commercial or financial interests of a third party);
  - 9.1.3 if disclosure would result in a breach of a duty of confidence owed to a third party;
  - 9.1.4 if disclosure would jeopardise the safety or life of an individual;
  - 9.1.5 if disclosure would prejudice or impair the security of property or means of transport;
  - 9.1.6 if disclosure would prejudice or impair the protection of a person in accordance with a witness protection scheme;
  - 9.1.7 if disclosure would prejudice or impair the protection of the safety of the public;
  - 9.1.8 the record is privileged from production in legal proceedings unless the privilege has been waived;
  - 9.1.9 if the record is a computer programme;
  - 9.1.10 disclosure of the record will put the Pallidus Group of Companies at a disadvantage in contractual or other negotiations or prejudice it in commercial competition;
  - 9.1.11 disclosure of the record (containing trade secrets, financial, commercial, scientific, or technical information) would harm the commercial or financial interests of the Pallidus Group of Companies;

- 9.1.12 records containing information about research being carried out or about to be carried out on behalf of a third party or a company within the Pallidus Group of Companies; and
- 9.1.13 which have not been made public by the Company.

## 10. Fees

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- 10.1. There are two basic types of fees applicable in terms of PAIA, being:
  - 10.1.1. “request fees”; and
  - 10.1.2. “access fees”.
- 10.2. The non-refundable request fee (amounting to R35.00 as at the date of this Manual) is payable on submission of the Request for access to a record (unless the Request is personal in which event there is no applicable fee).
- 10.3. The access fee is payable prior to the actual gaining of access to the records in the required form (unless the requester is exempted in terms of PAIA per paragraph 11 below). The applicable access fees (as at the date of this Manual) is as follows:
  - 10.3.1. for every photocopy of an A4-size page or part thereof: R0.60;
  - 10.3.2. or every printed copy of an A4-size page or part thereof: R0.40;
  - 10.3.3. held on a computer or in electronic or machine readable form for a copy in a computer-readable form on –
    - 10.3.3.1. a stiffy disc: R5.00; and
    - 10.3.3.2. n compact disc: R40.00.
  - 10.3.4. for transcription of visual images, for an A4-size or part thereof: R22.00;
  - 10.3.5. for a copy of visual images: R60.00;
  - 10.3.6. for a transcription of an audio record, for an A4-size page or part thereof: R12.00;
  - 10.3.7. for a copy of an audio record: R17.00;
  - 10.3.8. The actual postal fee is payable when a copy of a record must be posted to a Requester.

## 11. Exemptions from paying fees

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- 11.1 The following persons are exempted from paying access fees in terms of PAIA:
- 11.1.1 a single person whose annual income does not exceed **R14,712.00**; or
- 11.1.2 married persons or a person and his/her life partner whose annual income does not exceed **R27,192.00**.
- 11.2 Please take note of the following differences when making an application for access to information to a Public Body and a Private Body:

|  | <b>PUBLIC BODY</b>  | <b>PRIVATE BODY</b>   |
|--|---|---|
| Application form to use  | “Form A”  | “Form C”  |
| Request fee payable  | <b>R35.00</b>   | <b>R50.00</b>   |
| Remedy available<br>(when not satisfied with the decision (including “deemed refusal”) of the Information Officer or Deputy Information Officer) | Internal appeal to the relevant authority (e.g. minister, MEC or Mayor)<br><br>- use “Form B”<br>- no fee payable | Application to Magistrates’ Court (there is no internal appeal) |
| Remedy available<br>(only when not satisfied with the outcome of the internal appeal)  | Application to the Magistrates’ Court   |   |

## 12. Request for access to information about third parties

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- 12.1. If you request access to a record that contains information about a third party, the Pallidus Group of Companies is obliged to attempt to contact this third party to inform them of the request and to give them an opportunity to respond by either consenting to the access or by providing reasons why the access should be denied.
- 12.2. In the event that the third party furnishes reasons for the support or denial of access, the Information Officer will consider these reasons in determining whether access should be granted.

12.3. You may appeal against a refusal of access by the Information Officer. Please refer to paragraph 11.2 above and Part 4 of PAIA for further details on the appeal process

### 13. **Availability of the Manual**

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13.1 This Manual is available for inspection by the general public upon request, during office hours and free of charge, at the offices of Pallidus. Copies of the Manual may be made, subject to the prescribed fees. Copies may also be requested from the SAHRC.

13.2 The Manual is also posted on the Pallidus website referred to above.