

ESG AFRICA CORPORATE GOVERNANCE RAPID ASSESSMENT

Company Name: The Pronet Business Solutions (Pty) Ltd

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Thank you for your interest in taking the ESG Africa Corporate Governance Rapid Assessment.

This Rapid Assessment is targeted at early-stage companies and SMEs. It is designed to give you a snapshot view of the strength of your company's corporate governance practices and policies. The questions in the Rapid Assessment draw from the methodology of the Corporate Governance Progression Matrix for SMEs developed by the International Finance Corporation (IFC). You can find a wealth of free publicly available corporate governance resources (including details of IFC's Corporate Governance Methodology and its related tools) on IFC's Corporate Governance website.

The findings in the Rapid Assessment should be interpreted as a quick reference check, rather than as a definitive observation informed, for example, by document review. For an in-depth thorough assessment and review, we suggest that you should contact ESG Africa directly or engage another corporate governance specialist.



CORPORATE GOVERNANCE PROGRESSION

5 Pillars

COMMITMENT

Leadership and Corporate Culture

YOUR BOARD

Leadership and Corporate Culture

THE "CONTROL" ENVIRONMENT

How the management views and executes the internal control system (audit, risk and compliance)

TRANSPARENCY AND DISCLOSURE

The key to monitoring performance

OWNERSHIP

The rights, roles and responsibilities of shareholders, founders and family members



5 Stages

Stage Ground level/Beginning of 0 Corporate Governance adoption. Stage Basic Corporate Governance practices Stage Developing towards good Corporate Governance practices Stage Developed Corporate Governance 3 practices Stage Ground level/Beginning of Corporate Governance adoption.

Pillar 1	ESG Africa Observation
COMMITMENT Leadership and Corporate Culture	Moving to an advanced stage of commitment to corporate governance practices is worth the time and investment since you have navigated through the more difficult actions. Still, you can do a cost – benefit analysis to determine how and when you want to move to Stage 4 which will put you at the top of your game and most likely make position you as a sector leader.
Current Stage	
STAGE 3 Developed CG Practices	
Pillar 2	ESG Africa Observation
YOUR BOARD Oversight and how decisions are made	From an oversight perspective, you appear to have the basic foundational corporate governance practices in place.



Current Stage

STAGE 1

Basic CG Practices

Attracting investors is often an excellent motivation to pursue better corporate governance. In your corporate governance journey, you will want to start expanding the group that formally contributes to the strategy and decision making.

Pillar 3

THE "CONTROL" ENVIRONMENT

How the management views and executes the internal control system (audit, risk and compliance)

Current Stage

STAGE 3

Developed CG Practices

ESG Africa Observation

The control environment reflects more than just enterprise risk management, internal audit, financial audit and other tools to control the flow of resources — it is the reflection of actual commitment to corporate governance by company leadership. As it has to do with how resources flow to and from the company, it is the ultimate form of commitment. Many also view this as the company leadership's attitude to corporate governance. You appear to be at a developed stage of your control environment and process. As a next step, you can choose to refine your control system further whereby the Board will take a more active role in oversight.

Pillar 4

TRANSPARENCY AND DISCLOSURE

The key to monitoring performance

Current Stage

STAGE 4

Advanced CG Practices

ESG Africa Observation

Along with commitment, transparency and its close cousin disclosure are a cornerstone of corporate governance. Most importantly, they signal credibility and can give stakeholders a sense of comfort or discomfort depending on the level of accessibility and clarity of your information. You appear to demonstrate practices at the highest level of competency with respect to your transparency and disclosure. Boards can get complacent even at this level and miss important information. If you want them to serve the company's interests well, think of ways to keep them proactively engaged.

Pillar 5

OWNERSHIP

The rights, roles and responsibilities of shareholders, founders and family members

Current Stage

STAGE 3

ESG Africa Observation

Ultimately, ownership is about control. The ownership pillar of corporate governance contemplates the key question of "who does what?". The 3 Rs – rights, roles and responsibilities – of the people involved in the business become more important as the business matures. At this stage, based on your responses, you are demonstrating that you are putting a significant amount of effort into your shareholders meetings. Investors will take a lot of comfort from what you are doing in this stage. The next step in your evolution will take you to the top of your game. There are a number of important policies that indicate that a company has reached 'best in class.' These include a formal dividend policy, policies to regulate the role of family members and a



Developed CG Practices

disclosure policy so shareholders are kept informed.

Treatment of minority shareholders is key and therefore so is a policy to govern this.



LET'S TALK ABOUT YOUR PROJECT

In today's complex world, companies cannot be business-resilient without embedding environmental, social and governance (ESG) impacts and opportunities into their core risk management and business strategies. Furthermore, investors globally are taking a harder stance on companies' abilities to manage ESG risks and measure outcomes. However, it is equally apparent that most companies find understanding and implementing international ESG standards.

That's where ESG Africa comes in.

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