

PHUMULA RETIREMENT FUND

12/8/390/1

Rule Amendment no. 1

Extract of the minutes of the meeting of the Board of Trustees of the Phumula Retirement Fund ("the Fund") held virtually at Johannesburg on 25 November 2020.

The Board of Trustees of the Fund unanimously resolved in terms of Rule 40.2 (a) that the Rules be amended, with effect from 1 December 2020, as follows:

1. Add Rule 3.7 (j) as follows:

"(j) from such date as the COMMITTEE may determine, after having followed the procedure set out in RULE 3.8, if a REPRESENTATIVE or alternate has breached the FUND's code of conduct."

2. Deletion of the current Rule 3.8 and replacement with the following:

"3.8 The COMMITTEE shall follow the process set out below in order to determine whether a REPRESENTATIVE or alternate has breached the FUND's code of conduct in terms of RULE 3.7 (j):

- (a) The REPRESENTATIVE must be given proper written notice of a hearing to be convened.
- (b) The notice must include the date, time, and place of the hearing as well as details of the allegations.
- (c) The REPRESENTATIVE must be given sufficient time to prepare a response.
- (d) The hearing must be properly conducted and chaired by an independent person appointed by the PRINCIPAL OFFICER. Such person may not be employed by the FUND or an appointed service provider to the FUND or any other entity with an interest in the matter.
- (e) The chairperson of the hearing must ensure that all allegations are thoroughly aired and responded to.
- (f) The chairperson of the hearing must prepare a written recommendation for the REPRESENTATIVES.
- (g) The remainder of the REPRESENTATIVES will be required to decide on the position of the REPRESENTATIVE.
- (h) The remainder of the REPRESENTATIVES must attempt to reach consensus but if this is not possible RULE 13.3 will apply.
- (i) The decision must be communicated to the REPRESENTATIVE."

3. Replace Rule 3.13 (e) with the following:

“(e) If the question remains unresolved at the next meeting, the chairman shall have a casting vote.”

4. Add Rule 3.13 (f) as follows and according renumber the current Rule 3.13 (f), Rule 3.13 (g), Rule 3.13 (h), Rule 3.13 (i) and Rule 3.13 (j) to Rule 3.13 (g), Rule 3.13 (h), Rule 3.13 (i), Rule 3.13 (j) and Rule 3.13 (k):

“(f) If the chairman chooses not to use his casting vote, the matter shall be referred to a person with relevant expert knowledge and experience, for a recommendation to the COMMITTEE.”

5. Replace Rule 3.13 (k) with the following:

“(k) A resolution in writing circulated to all the TRUSTEES, approved by a majority of the TRUSTEES and signed by the chairman of the TRUSTEES, one other TRUSTEE and the PRINCIPAL OFFICER, shall be of the same force and effect as a resolution passed at a meeting of TRUSTEES and must be recorded in the FUND'S minute book.”

6. Replace Rule 3.16 (c) with the following:

“(c) The chairman and the vice-chairman of the COMMITTEE shall be the chairman and the vice-chairman of the EXECUTIVE COMMITTEE. The chairman shall preside at every meeting of the EXECUTIVE COMMITTEE at which he is present provided that, if the chairman is absent from any meeting, the vice-chairman shall preside. If both the chairman and vice-chairman are absent from any meeting, the TRUSTEES on the EXECUTIVE COMMITTEE present shall from their own number elect a chairman for that meeting.”

7. Addition of Rule 33.3 as follows:

“The PRINCIPAL OFFICER and one other officer of the FUND, duly recognised as such by the COMMITTEE, shall be authorised to sign documentation necessary for the transfer of assets into and out of the FUND's bank accounts in order to meet the cashflow requirements of the FUND's administrator and/or investment consultants.”


The purpose of this Rule Amendment is:

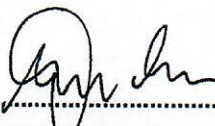
1. To allow for a simplified dispute resolution process where possible.
2. To allow a resolution circulated in writing to be approved practically.
3. Ensure consistency of the chairman and vice-chairman across the COMMITTEE and EXECUTIVE COMMITTEE.
4. To specify that the PRINCIPAL OFFICER together with other officers of the FUND can sign documentation necessary for the day-to-day management of the FUND's cashflows.


It is hereby confirmed that no amendments other than those above have been made to the Rules.

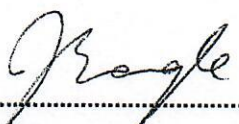
Certified that the above resolution has been adopted in accordance with the provisions of the Rules of the FUND.



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CHAIRMAN OF THE BOARD


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Date

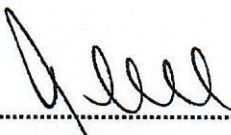

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PRINCIPAL OFFICER

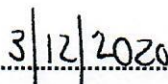

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Date


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TRUSTEE


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Date

Certified that these amendments are financially sound


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JEANINE ASTRUP
VALUATOR TO THE FUND


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Date