



FAIS Conflict of Interest Management Policy – Bryte Life Insurance

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1. Introduction

1.1 BACKGROUND

The Financial Advisory & Intermediary Services Act, 37 of 2002 ("the FAIS Act") is a crucial instrument in assisting with the advancement of consumer protection.

In this regard, the Act prescribes that financial services providers are required to render financial services honestly, fairly, with due skill, care, diligence, in the interest of policyholders and the integrity of financial services industry.

1.2 PURPOSE

The Bryte code of conduct is the cornerstone of our culture. It defines our values, who we are, what we strive to be and how we behave. It inspires Bryte employees in a collective pledge of excellence and integrity in all we do. It guides us in protecting our reputation and living up to the Bryte Guiding Principles so that we can deliver on our promises to our customers, our people, our shareholders and the communities in which we live and work.

In line with our commitment, the FAIS Act imposes a duty on certain entities and individuals to avoid or where not possible, mitigate any situation in which a conflict of interest exists or may arise and to declare any such conflict of interest.

Further, an FSP and representatives may not avoid, limit, circumvent or attempt to circumvent compliance through an associate or an arrangement involving an associate.

1.3 APPLICABILITY AND SCOPE

This policy applies to all employees of Bryte Life Company Limited and its associates within the Republic of South Africa.

The policy specifically applies to conflicts of interest in relation to the interest of policyholders, as opposed to the interests of Bryte Life, or any FSP Bryte Life has dealings within a business relationship.

This policy does not apply to conflict-of-interest situations which may arise between the personal interests of Bryte Life employees and the interests of Bryte Life Company Limited

The latter situation is specifically dealt with in the relevant group Policy¹.

Non-compliance with this policy could result in disciplinary action being taken against employees and/or could result in the cancellation of business relationships with external parties.

¹ Related Company Policy: Conflict of Interests and External Engagements.

2. Key Definitions

Key Definitions as defined in the Financial Advisory and Intermediary Services Act, as amended from time to time:

"A financial service", as defined in the FAIS Act means any service contemplated in paragraph (a), (b) or (c) of the definition of "financial services provider", including any category of such services.

"Associate", in relation to a juristic person:

- (i) which is a company, means any subsidiary or holding company of that company, any other subsidiary of that holding company and any other company of which that holding company is a subsidiary;
- (ii) which is a close corporation registered under the Close Corporations Act, 1984 (Act No. 69 of 1984), means any member thereof as defined in section 1 of that Act;
- (iii) which is not a company, or a close corporation as referred to in subparagraphs (i) or (ii), means another juristic person which would have been a subsidiary or holding company of the first-mentioned juristic person:
 - (aa) had such first-mentioned juristic person been a company; or
 - (bb) in the case where that other juristic person, too, is not a company, had both the first-mentioned juristic person and that other juristic person been a company;
- (iv) means any person in accordance with whose directions or instructions the board of directors of or, in the case where such juristic person is not a company, the governing body of such juristic person is accustomed to act;
- (c) in relation to any person -
 - (i) means any juristic person of which the board of directors or, in the case where such juristic person is not a company, of which the governing body is accustomed to act in accordance with the directions or instructions of the person first-mentioned in this paragraph;
 - (ii) includes any trust controlled or administered by that person.

"An authorised financial services provider", as defined in the FAIS Act means any person, other than a representative, who as a regular feature of the business of such person:

- a. Furnishes advice;
- b. Furnishes advice and renders any intermediary service; or
- c. Renders an intermediary service.

"A representative", as defined means any person, including a person employed or mandated by such first mentioned person, who renders a financial service to a customer for or on behalf of a financial services provider, in terms of conditions of employment or any other mandate, but excludes a person rendering clerical, technical administrative, legal, accounting or other service in a subsidiary or subordinate capacity, which service:

- a. Does not require judgement on the part of the latter person; or
- b. Does not lead a customer to any specific transaction in respect of a financial product in response to general enquiries.

"Conflict of interest", means any situation in which a provider or a representative has an actual or potential interest that may, in rendering a financial service to a customer:

- a. Influence the objective performance of his, her or its obligations to that customer; or
- b. Prevent a provider or representative from rendering an unbiased and fair financial service to that customer, or from acting in the interests of that customer, including, but not limited to:
 - i. A financial interest;
 - ii. An ownership interest;
 - iii. Any relationship with a third party.

“Financial interest”, means any cash, cash equivalent voucher, gift, service, advantage, benefit, discount, domestic or foreign travel, hospitality, accommodation, sponsorship, other incentive or valuable consideration, other than:

- a. An ownership interest;
- b. Training, that is not exclusively available to a selected group of providers or representatives, on:
 - i. Products and legal matters relating to those products;
 - ii. General financial and industry information;
 - iii. Specialised technological systems of a third party necessary for the rendering of a financial service; but excluding travel and accommodation associated with that training.

“Immaterial financial interest”, means any financial interest with a determinable monetary value, the aggregate of which does not exceed R1,000 in any calendar year from the same third party in that calendar year received by:

- a. A provider who is a sole proprietor;
- b. A representative for that representative's direct benefit;
- c. A provider, who for its benefit or that of some or all of its representatives, aggregates the immaterial financial interest paid to its representatives.

“Product supplier”, means any person who issues a financial product by virtue of an authority, approval or right granted to such person under any law.

“Bryte Africa Group Limited”, owns 49% and Bryte Holdings South Africa owns 51 % of the shares in Bryte Life Company Limited.

“Third Party”, means:

- a. A product supplier;
- b. Another provider;
- c. An associate of a product supplier or provider;
- d. A distribution channel;
- e. Any person who in terms of an agreement or arrangement with a person referred to in paragraphs (a) to (d) above provides a financial interest to a provider or its representatives.

“Bryte Life”, means Bryte Life Company Limited.

3. Allowable and Prohibited Financial Interests

Bryte is committed to fair and responsible business and prohibits all forms of bribery, or corruption and any business conduct that could create the appearance of improper influence.

3.1 ALLOWABLE FINANCIAL INTEREST

Financial Interests that are allowed to be given or received in respect of financial services providers, their representatives, associates or other third parties who are employed by different legal entities:

- Any commission and fees payable in terms of the Short Term Insurance or Long Term Insurance Acts.
- Commission or fees other than the fees mentioned above, if the commission and fees:
 - Are specifically agreed to by a customer in writing;
 - May be stopped at the discretion of that customer.

- For which a fair market value is paid.
- Any other fees or remuneration which is reasonably commensurate to the services being rendered.
- Any immaterial financial interest, unless prohibited by any other law

3.2 RECEIVING OR OFFERING FINANCIAL

The following expenditure is not included in the immaterial financial interest R1 000:

- **Road shows, Industry conferences, Training and Sponsored Conferences:**

The above events, that is not exclusively available to a select group of FSPs or representatives, on:

- products and legal matters relating to those products;
 - general financial and industry information; and
 - specialised technological systems of a third party necessary for the rendering of a financial service.
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- **Drinks and meals:**
Drinks and meals provided during the training session(s) are also excluded provided that same are not excessive in nature. *(Note that travel, accommodation, gifts and entertainment associated with the aforementioned training does not form part of the training exclusion and is subject to the R1 000 immaterial financial interest limit.)*
 - **Breakfasts, business lunches:**
 - Breakfasts and lunches that have been arranged in order to build relationships or discuss business matters like insurance products, regulatory changes or the financial market may be excluded from the R1 000 immaterial financial interest. *(However, employees should use sound judgement and integrity, taking into account the spirit of the legislation, when accepting or offering a breakfast/lunch to another FSP, client, third party or any other person.)* Expenditure should not be excessive and should not, for example, include expensive bottles of wine or be held at an expensive venue.

The above expenses are excluded for the purposes of the R1000 immaterial financial interest limits, however, all expenses are still required to be disclosed and recorded in the Gifts and Entertainment register:

3.3 PROHIBITED FINANCIAL INTERESTS

Financial Interests that are prohibited, in respect of financial services providers, their representatives, or other third parties who are employed by different legal entities:

- Any financial interest that exceeds a value of R1,000 (one thousand rand) per annum. This includes the aggregated value of any number of financial interests received during the course of 1 (one) calendar year.
- A financial interest for giving preference to the quantity of business secured for the provider to the exclusion of the quality of the service rendered to customers.
- A financial interest for giving preference to Bryte Life, where a representative may recommend more than one product supplier to a customer.
- A financial interest for giving preference to a specific product of Bryte Life, where a representative may recommend more than one product of Bryte Life to a customer.
- Those which constitute any business conduct that could create the appearance of unfair or improper influence.
- Any cash or cash equivalents

4. Conflict of Interest Management

4.1 MEASURES FOR IDENTIFYING CONFLICTS OF INTEREST

Ethical conduct is a key component when analysing and identifying whether a conflict of interest exists. In this regard we follow an ethical decision model:

- Is it legal?
- Who else could be affected by this e.g. policyholders, business partners?
- Is it the right thing to do?
- Is this within my authority limits and acceptable for my company?
- Would I be embarrassed if others knew I took this course of action?
- Is it in our customers' and our company's overall long-term interest?

Other factors to consider when identifying a conflict of interest include, but are not limited to:

- An analysis of relationships and distribution models used by Bryte Life.
- Remuneration models used for business partners.
- The reasons for awarding a financial interest to any party.

4.2 AVOIDANCE AND MITIGATION

Conflicts of interest must be avoided and, where this is not possible, must be mitigated.

Mitigation can take place in the following manner:

- Control measures put in place to ensure that customers are not adversely affected.
- Examples of control measures include: obtaining senior management approval, appropriate documentation of decisions, increased disclosure to customer and using Bryte Life's reporting channels to report any improper conduct.

4.3 REPORTING AND DISCLOSURES

Ownership and financial interests (other than immaterial financial interests) have to be disclosed to customers.

4.3.1 External

Confidential reporting of any improper conduct should be made using the appropriate reporting channels provided on the website www.brytesa.com.

4.3.2 Internal

The recording of and request for approval of any immaterial financial interests received by, or offered to, any representatives of Bryte Life from, or to other FSPs, or representatives of other FSPs should be made using the appropriate guidelines stipulated in the Group Policies: Anti-Bribery and Corruption and Gifts and Entertainment.

5. Policy Owner

Ownership of this policy is vested in the Head of Compliance, who will be responsible for liaising with responsible parties, for documenting, reviewing, updating, communicating, interpreting and maintaining this Policy.

6. Availability of Policy

This Policy can be found on the Bryte intranet, alternatively it can be obtained from the Head of Compliance following written request.

7. Consequences of non-adherence

Breaches of this policy or any other policy are serious. Employees who do not conform to this Policy and associated policies may be subject to disciplinary action in terms of the applicable disciplinary processes and procedures. Known breaches should be reported in line with the Reporting Concerns Policy or via the:

Bryte Ethics Line – Deloitte Tip- Offs Anonymous:

- 0800 167 464 (Free Call)
- 0800 00 77 88 (Free Fax)
- Bryte@tip-offs.com (Email)
- www.tip-offs.com (web form)

8. Policy Revision

This Policy will be reviewed every three (3) years from the effective date, or more frequent if required.

9. Policy Control

Title:	Bryte Life FAIS Conflict of Interest Management Policy
Policy Reference Number:	MC.002
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Policy Owner:	Head of Compliance
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