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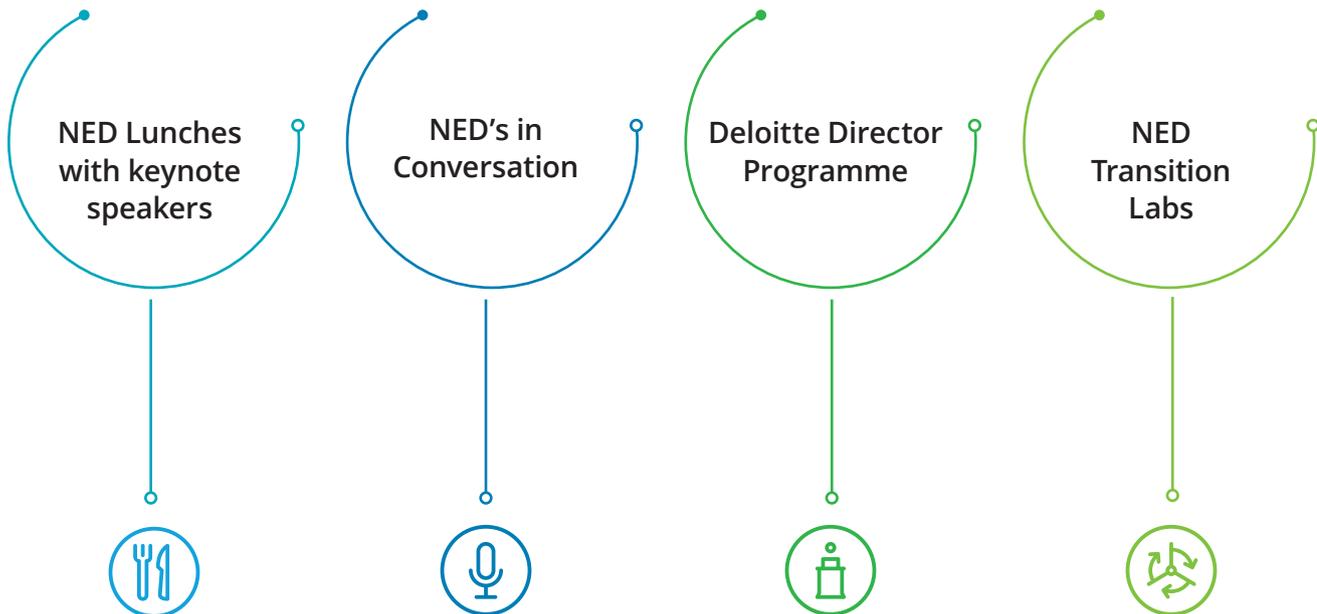


**Non-Executive Director (NED)
programme and offerings**

Excellence. Distinction. Empowerment.

Through our NED programme, we provide support and guidance to Non-executive directors in this complex business environment. Our objective is to provide a stimulating and comprehensive programme of development, topical discussions and networking opportunities. Our programme helps NED's meet their regulatory and statutory requirements, and keeps them up-to-date with topical issues.

The programme consists of:

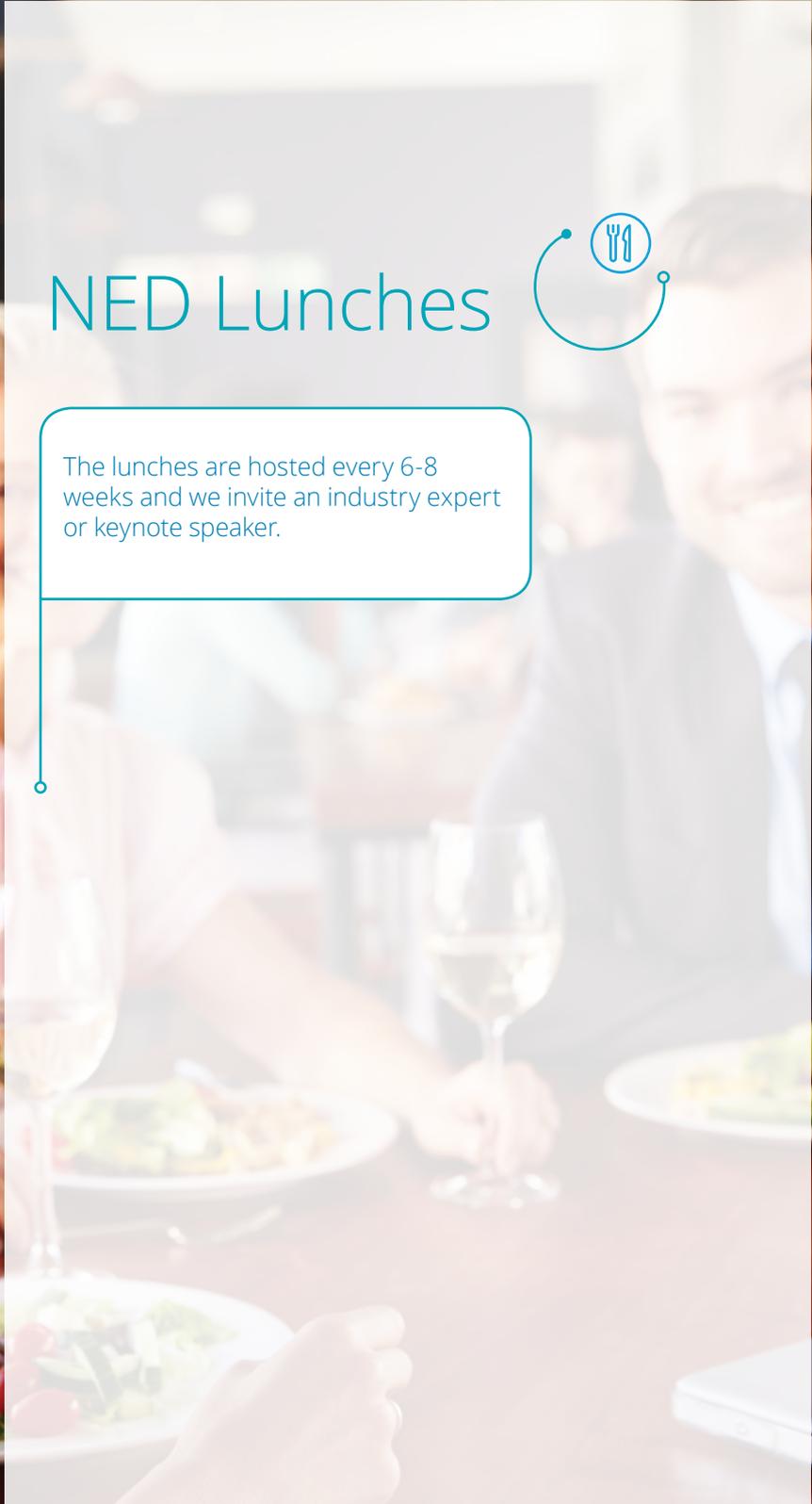




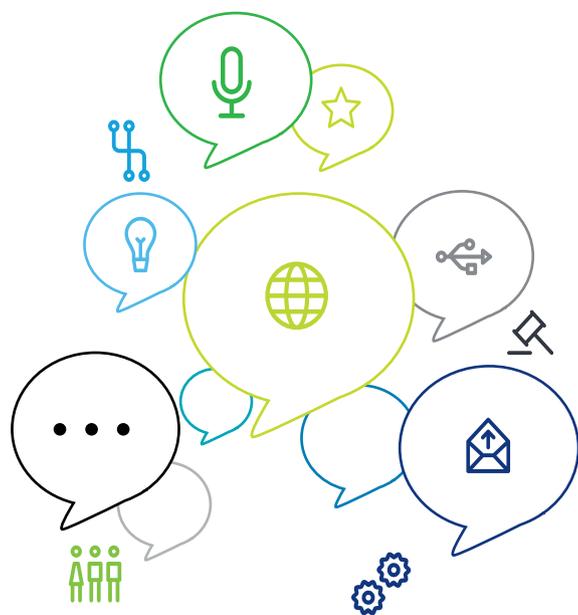
NED Lunches



The lunches are hosted every 6-8 weeks and we invite an industry expert or keynote speaker.



NED's in Conversation



Our NED's in conversation series offers an exciting range of key topics on the local and global economic landscape and how this affects your role. These topics include effective board and ethical leadership, cyber security, corporate governance, strategy and risk, discussions on innovation and talent and succession. The event is designed to create an intimate environment for open discussion.

Deloitte Director Programme



We in conjunction with the Institute of Directors in Southern Africa (IoDSA), are launching the Deloitte Director Programme – an exclusive programme for a select group of directors who have recently been appointed, or are soon to be appointed, to the board of a top JSE listed company. Each group participating in the programme will comprise of 10 directors with a distinct focus on ethnic and gender diversity. Participation in the programme is strictly by invitation only and is sponsored by us and the IoDSA.

The programme will provide an intimate learning environment where participants will interact with fellow participants, their mentors and a range of subject matter experts to hone their skills in areas of strategy, governance and ethical leadership. The content of the programme has been aligned to the IoDSA's Director Competency Framework™. It therefore forms part of the CD(SA)® Career Path by contributing to the knowledge and skills required during the CD(SA)® assessment.

The programme leverages your existing experience and prepares you for your important role as directors of some of the most influential companies in South Africa. The programme is uniquely designed to accelerate both technical skills development as well as to equip you with a range of other skills and resources to ensure your effective and valued contribution as directors of Top 100 JSE Listed companies. A unique characteristic and key success factor of this programme entails your nomination by a seasoned director, who will also act as your mentor over the course of the programme.



NED Transition Lab™



The expectations on non-executive directors (NED's) are higher than ever. Your organisation and its shareholders and regulators are relying on you to oversee increasingly complex financial reporting, compliance, and risk issues, provide ethical leadership and ensure integrated thinking.

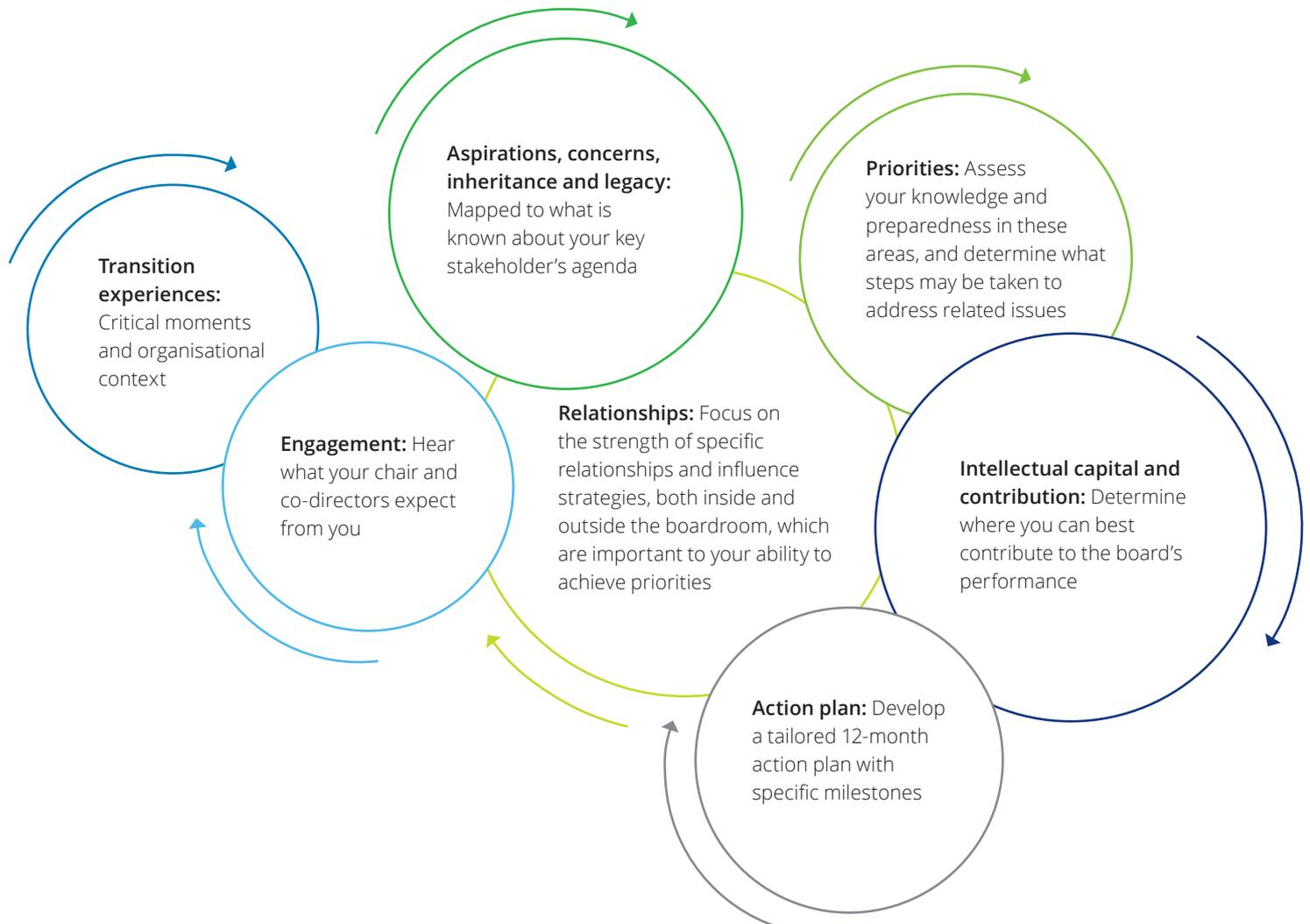
Whether it's understanding the business and industry or becoming familiar with governance practices and regulatory requirements, effective onboarding is essential to success. To help you meet these challenges, we've created the Non-Executive Director Transition Lab™ (NED Transition Lab™), a custom-designed, facilitated session focused on identifying your unique contribution to the board following a new appointment, clarifying priorities and establishing an actionable plan. This full-day programme incorporates following a new appointment, clarifying priorities and establishing an actionable plan.

A single day to shape your contribution to this appointment

The NED Transition Lab™ is a one-day experience based on our extensive research on the role of the NED. It is designed to move the conversation beyond the Board charter exploring not only your responsibilities, but also assisting you to frame your contribution and shape your customised plan to ensure an impactful legacy in the organisation. The agenda focuses on the three most important resources NEDs should consider managing during their tenure: personal and organisational time, intellectual capital, and critical stakeholder relations.



What NED's can explore in the Lab:



The Board Effectiveness Lab

Governance and oversight are critical to corporate success.
Do you know how effective your Board is?



NED Transition Lab

A sample day in the Lab Review Director Insights and Marketplace Expectations

What are the Board members' priorities?
 We will discuss insights gleaned from individual interviews and market observations.

Define the Board Vision

What characteristics should the Board possess in 3 to 5 years?
 We will explore needs and goals, plus vision.

Assess Board Effectiveness

Using our proprietary governance framework, we will identify focus areas and strategic activities that enhance Board effectiveness.

Evaluate Relationships & Business Chemistry

Using a personality science called Business Chemistry, we will identify methods to engage Board members more effectively.

Identify Owners and Actions

What activities must your Board commit to completing? We will define actions, owners and timing to create a path forward.

Publications available to Directors



The King IV overview presentation is on the www.corpgov.deloitte.co.za website



Duties of Directors



Audit Committee Resource Guide



Risk Committee Resource Guide



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