

Shareholding and dividend

The SARB's shareholders

As at 31 March 2024, the SARB had 830 shareholders. The shareholders have no rights or involvement in determining monetary policy, financial stability policy or the regulation and supervision of the financial sector. Their rights are limited to the following activities conducted at the SARB's AGM:

- considering the SARB's annual financial statements;
- electing seven of the non-executive directors of the Board, as and when vacancies arise; and
- appointing the external auditors and approving their remuneration.

SARB shares are traded on an over-the-counter (OTC) share-trading facility managed by the organisation. While some foreigners still hold shares, only the shareholders residing in South Africa are entitled to vote at the AGM.

Shareholders are allowed one vote for every 200 shares held. The SARB Act restricts shareholders to owning no more than 10 000 shares, including shares held by associates, as defined in the SARB Act.

In 2023, the SARB held its first hybrid AGM, enabling shareholders to participate either in person, or remotely via a live webcast.

Dividend

The SARB Act permits the SARB to declare dividends at the rate of 10% per annum on the paid-up share capital of the SARB. An interim dividend of five cents per share was approved by the Board on 28 July 2023 and paid to shareholders on 27 October 2023. A final dividend of five cents per share was approved by the Board on 22 February 2024 and paid to shareholders on 31 May 2024. The total dividend paid for the financial year was R0.2 million (2022/23: R0.2 million).

Governance

The SARB supports the overarching goals of *King IV™* and has implemented the principles of responsibility, accountability, fairness and appropriate transparency, in line with legislation governing the SARB.

Ethical culture

The SARB functions in the public interest. It proactively maintains the highest ethical standards as an institution. The Board and executive management are responsible for ensuring that the SARB carries out its mandate and executes its strategy alongside its values of accountability, excellence, integrity, open communication and respect and trust. Challenges to the SARB's independence and constitutional mandate are vigorously defended to ensure that the SARB serves South Africa's citizens without fear, favour or prejudice.

The SARB promotes a culture of ethical conduct and compliance. The Ethics Policy, framework and procedures guard against unethical behaviour or unlawful conduct and guide management in the event of such instances occurring. The Board Risk and Ethics Committee (BREC) oversees ethics management, while the Risk Management and Compliance Department (RMCD) manages the day-to-day aspects, including ethics and commercial crime risk assessments as well as employee declarations on outside interests and personal account trading. The Internal Audit function assists in identifying possible incidents of commercial crime and other irregularities.

The SARB conducted formal ethics management maturity and ethics risk assessments during the 2023/24 financial year. These were instrumental in formulating an updated ethics management strategy and policies.

Employees and the public can use an independent external hotline to anonymously report dishonest or questionable practices and sensitive matters related to the SARB's business. All allegations are treated seriously and investigated. The hotline is available 24/7 and callers can communicate with trained operators in English, Afrikaans, isiZulu and Sesotho.