



MR PRICE GROUP LIMITED

IT STEERING COMMITTEE MANDATE

1. Purpose:

The IT Steering Committee (ITSC) oversees the information technology investment priorities for the Mr Price Group. Members of the ITSC are appointed by the CEO and are accountable to the senior executive. The committee will:

1. Provide strategic leadership for IT through the alignment of IT strategic objectives and activities with enterprise strategic objectives and processes.
2. Prioritize IT investment initiatives and deliver final approvals and recommendations on proceeding with proposed IT projects.
3. Ensure open communication between the IT department and the other functional units of the Mr Price Group so as to promote collaborative planning.

The ITSC is not responsible in any way for the IT departments' operating budget, IT department staff, or any other aspect of day-to-day IT operations.

2. Agenda:

The agenda of a typical ITSC meeting will include the following items:

1. Review major projects in progress and discuss concerns – status, issues and risks.
2. Review and approve, decline, or defer new project proposals.
3. Review any changes in IT/business capacity.
4. Review the project priority list to consider adjustments.

3. Membership:

Members of the ITSC include:

- Steve Ellis – Chair
- Pete van Wyk – Vice-Chair
- Stuart Bird
- Mark Blair

All permanent members of the ITSC should be very familiar with the IT department's policies, procedures and practices.



If any member is unable to attend the majority of ITSC meetings, then the committee chair will designate a replacement. If the ITSC chair is unable to attend the majority of ITSC meetings, then the committee itself will designate a replacement.

By invitation, all divisional managing directors and the internal audit executive will attend these meetings.

Ad hoc members, as required, who are experts in particular business processes or technologies, will be invited to attend the meetings.

4. Mandate:

- The ITSC will be chaired by the CIO.
- The ITSC shall meet on a regular basis, at least 6 times per annum. These meetings will be scheduled by the ITSC chair or designated proxy.
- Priorities are determined at annual strategy presentation and reviews, as well as at the ITSC meetings.
- Proposals for new projects must follow a specific business case methodology as mandated by the ITSC. This methodology includes clear definitions of business measures and a cost/benefit analysis.
- These proposals may be presented and discussed outside of the ITSC meetings, to the designated project user groups and designated project executives, but must be formally accepted and prioritized at the next ITSC meeting.
- If the proposed project has not been budgeted for in the annual, approved budget, then board approval must be sought and obtained before such project proceeds beyond the scope and objectives phase, which includes a description of the business solution, benefits and return on investment, as well as project costs.
- Electronic copies of all proposals will be made available to the members of the ITSC prior to the meeting, on a Share Point Site, under documentation edition and version control, by the designated project manager, at least 7 working days in advance of the ITSC meeting.
- All proposals must be reviewed and approved for technological merit and fit to the documented IT architectural strategy, by the IT department.
- ITSC has the authority to reject any proposal which it deems not to have made a sufficient business case or which does not significantly contribute to the strategic goals of the group.



- At each meeting, the committee will receive progress reports on all previously approved proposals and current projects. The ITSC can recommend the termination of any project which is not meeting its projected goals.
- Each year, the ITSC will provide the Board of Directors with a report that reviews project progress for the previous fiscal year and set a priority list of projects for the coming fiscal year.

5. Operation:

- Documentation formats for the business case methodology are contained in our Systems Development Life Cycle (SDLC) standards and complemented by our Change Request (CR) methodology.
- Technological acronyms, which we use as sparingly as possible, but which are unavoidable in the technology market place, are defined in a Share Point site, which can be extracted and distributed as required.
- Retail process acronyms, which we use in a specific manner within the group, are defined in a Share Point site, which can be extracted and distributed as required.
- All governance related documentation, such as the policies governing security and access control, technology standards, investment processes and others, have been audited and are kept in a Share Point site, which can be extracted and distributed as required.
- Operational documentation for all business applications is kept in specific application directories.
- Operational requirements for disaster recovery processes and business continuity processes are kept in a Share Point Site, which can be extracted and distributed as required.
- Risk registers are maintained in the group Risk Register.



6. Approval:

The Committee's Terms of Reference are approved as follows:

Approved this 25th day of August 2010.

SA Ellis
Chairman:
IT Steering Committee
Mr Price Group

P van Wyk
Vice-Chairman:
IT Steering Committee
Mr Price Group