

GRI INDEX

Our self-declared application level is **B+**, and has been included within the scope of Ernst & Young's assurance.
Key: GBJ – 2013 Good Business Journey Report, IR – 2013 Integrated Report, AFS – 2013 Annual Financial Statements

STRATEGY AND ANALYSIS (GRI REFERENCES)		(COVERAGE) FULL PARTIAL NOT PUBLIC	ASSURANCE I = INTERNAL E = EXTERNAL	INFORMATION LINKS	PAGE NUMBER
1. STRATEGY					
1.1	Statement from the most senior decision-maker of the organisation	full	I	IR – Our Chairman's Report, Our CEO's Report GBJ – CEO/Chairman's statement	52 – 58 12 – 13
1.2	Description of key impacts, risks, and opportunities	full	I	IR – Our Industry Trends, Our Strategy, GBJ – About Us, Managing Sustainability	22 – 24, 31 – 43 10, 14 – 18
2. ORGANISATIONAL PROFILE					
2.1	Name of the organisation	full	I	GBJ – About Us	10
2.2	Primary brands, products and/or services	full	I	IR – Who We Are and How we add value	14 – 29
2.3	Operational structure of the organisation, including main divisions, operating companies, subsidiaries and joint ventures	partial	I	IR – Our Integrated Report, Who we are and how we add value	8 – 29
2.4	Location of organisation's headquarters	full	I	93 Longmarket Street Cape Town	
2.5	Number of countries where the organisation operates, and names of countries with either major operations or that are specifically relevant to the sustainability issues covered in the report	partial	I	IR – Who we are and How we add value GBJ – The Broader WHL Group	14 – 29 90 – 97
2.6	Nature of ownership and legal form	full	I	IR – Who We Are and How We Add Value	14 – 29
2.7	Markets served (including geographic breakdown, sectors served and types of customers/beneficiaries)	partial	I	IR – Who We Are and How we add value	14 – 29
2.8	Scale of the reporting organisation	full	I	IR – Who we are and How We Add value GBJ – Key Sustainability Indicators and Recognition	14 – 29 6 – 9
2.9	Significant changes during the reporting period regarding size, structure or ownership	full	I	IR – Scope of the Reports, Our Chairman's Report, Our CEO's Report GBJ – Integrated sustainability reporting	10, 52 – 58 10 – 11
2.10	Awards received in the reporting period	full	I	IR – Our Integrated Report GBJ – Key Sustainability Indicators and Recognition	8 – 13 6 – 9

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3. REPORT PARAMETERS					
3.1	Reporting period	full (restate- ments covered in section to which they relate)	E	1 July 2012 – 30 June 2013	–
3.2	Date of most recent previous report	full	E	2012	–
3.3	Reporting cycle	full	–	Annually	–
3.4	Contact point for questions regarding the report or its contents.	full	–	www.woolworthsholdings.co.za AFS GBJ – inside back cover – Head of Sustainability	IBC
3.5	Process for defining report content including determining materiality, prioritising topics within the report and identifying stakeholders	partial	I	IR – Our Integrated Report, Our Stakeholders GBJ – About us, Stakeholder Engagement	8 – 13, 25 – 27 10, 20 – 31
3.6	Boundary of the report	partial	I	GBJ – Integrated sustainability reporting	10 – 11
3.7	State any specific limitations on the scope or boundary of the report	full	I	The report covers Woolworths Holding Ltd with a primary focus on Woolworths South Africa. Some Country Road Group, Woolworths Financial Services, and African operations information is included, and we continue to develop our broader group reporting capability.	–
3.8	Basis for reporting on joint ventures, subsidiaries, leased facilities, outsourced operations and other entities	partial	E	IR – Our Integrated Report GBJ – Integrated Sustainability Reporting AFS – Accounting policies	8 – 13 10 – 11
3.9	Data measurement techniques and the bases of calculations, including assumptions and techniques underlying estimations applied to the compilation of the indicators and other information in the report	partial	E	We used the GHG Protocol Corporate Accounting and Reporting Standard to calculate our carbon footprint	–
3.10	Explanation of the effect of any re-statements of information provided in earlier reports and the reasons for such re-statement	full	–	No-restatements	–

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3.11	Significant changes from previous reporting periods in the scope, boundary, or measurement methods applied in the report	full		IR – Our Integrated Report GBJ – Integrated sustainability reporting	8 – 13 10 – 11
3.12	Table identifying the location of the GRI standard disclosures	full		GRI Index - http://www.woolworthsholdings.co.za/	–
3.13	Policy and current practice with regard to seeking external assurance for the report	full	E	IR – Our Integrated Report, Assurance GBJ – Integrated sustainability reporting, Managing Sustainability, Independent assurance report	8 – 13, 119 10 – 11, 14 – 18, 98
4. GOVERNANCE, COMMITMENTS, AND ENGAGEMENT					
4.1	Governance structure, including committees under the highest governance body responsible for setting strategy or organisational oversight	full	E	IR – Our Board and Key Executives, Our Corporate Governance GBJ – Managing Sustainability, Social section	45 – 49, 90 – 119 14 – 18, 46 – 60
4.2	Indicate whether the chair of the highest governance body is also an executive officer	full	I	IR – Our Board and Key Executives, Our Corporate Governance,	45 – 49, 90 – 119
4.3	State the number of members of the highest governance body that are independent and/or non-executive	full	I	IR – Our Board and Key Executives, Our Corporate Governance	45 – 49, 90 – 119
4.4	Mechanisms for shareholders and employees to provide recommendations or direction to the highest governance body	full	I	IR – Our Stakeholders GBJ – Stakeholder engagement, Social	25 – 27
4.5	Linkage between compensation for members of the highest governance body, senior managers and executives and the organisation's performance	full	I	20 – 31, 46 – 60	
4.6	Processes in place for the highest governance body to ensure conflicts of interest are avoided	full	I	IR – Our Corporate Governance	90 – 119

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4.7	Process for determining the composition, qualifications and expertise of the members of the highest governance body and its committees including any consideration of gender and other indicators of diversity	full	I	IR – Our Corporate Governance	90 – 119
4.8	Internally developed statements of mission or values, codes of conduct, and principles relevant to economic, environmental and social performance, and the status of their implementation	full	I	IR – Our Integrated Report, Who we are and How we add value, Our Strategy, The Good Business Journey GBJ – CEO's and Chairman's Report, Integrated sustainability reporting, Managing Sustainability, Stakeholder Engagement, Social, Environment	8 – 27, 31 – 43, 72 – 81 10 – 31, 46 – 60, 61 – 79
4.9	Procedures of the highest governance body for overseeing the organization's identification and management of economic, environmental, and social performance, including relevant risks and opportunities, and adherence or compliance with internationally agreed standards, codes of conduct, and principles.	full	I	IR - Our Corporate Governance GBJ - Integrated sustainability reporting, Managing Sustainability	90 – 119 10 – 11, 14 – 18
4.10	Process for evaluating the highest governance body's own performance, particularly with respect to economic, environmental and social performance	full	I	IR – Our Corporate Governance	90 – 119
4.11	Explanation of whether and how the precautionary approach or principle is addressed by the organisation	partial	I	GBJ – Environment	61 – 79
4.12	Externally developed economic, environmental, and social charters, principles, or other initiatives to which the organisation subscribes or endorses	full	I	IR – Our Integrated Report, Our Corporate Governance GBJ – Integrated sustainability reporting, Managing Sustainability, Stakeholder Engagement, Transformation and Corporate Social Investment, Social, Environment AFS	8– 13, 90 – 119 10 – 11, 14 – 31, 32 – 43, 46 – 60, 61 – 79

STRATEGY AND ANALYSIS (GRI REFERENCES)		(COVERAGE) FULL PARTIAL NOT PUBLIC	ASSURANCE I = INTERNAL E = EXTERNAL	INFORMATION LINKS	PAGE NUMBER
4.13	Memberships in associations and/or national /international advocacy organisations	full	I	IR -Our Stakeholders GBJ - Stakeholder Engagement	25 – 27 20 – 31
4.14	List of stakeholder groups engaged	full	I	IR – Our Stakeholders GBJ – Stakeholder Engagement	25 – 27 20 – 31
4.15	Basis for identification and selection of stakeholders with whom to engage	full	I	IR – Our Stakeholders GBJ – Stakeholder Engagement	25 – 27 20 – 31
4.16	Approaches to stakeholder’s engagement, including frequency of engagement by type and by stakeholder group	partial		IR – Our Stakeholders GBJ – Stakeholder Engagement	25 – 27 20 – 31
4.17	Key topics and concerns that have been raised through stakeholder engagement and how the organisation has responded to those key topics and concerns, including through its reporting	full		IR – Our Stakeholders GBJ – Stakeholder Engagement	25 – 27 20 – 31
5. MANAGEMENT APPROACH AND PERFORMANCE INDICATORS					
DMA EC	Disclosure on management approach EC	partial	E	IR Remuneration Philosophy and Policy AFS GBJ – Managing Sustainability, Transformation and Corporate Social Investment, Social, Climate change and energy	102 – 118 14 – 18, 32 – 43, 46 – 60, 80 – 89
DMA EN	Disclosure on management approach EN	partial	E	GBJ – Environment, Climate change and energy	61 – 89
DMA LA	Disclosure on management approach LA	partial	I	GBJ – Transformation and Corporate Social Investment, Social	32 – 43, 46 – 60
DMA HR	Disclosure on management approach HR	partial	I/E	GBJ – Social	46 – 60
DMA SO	Disclosure on management approach SO	partial	I	IR – Our Stakeholders GBJ – Managing Sustainability, Stakeholder Engagement, Transformation and Corporate Social Investment	25 – 27 14 – 31, 32 – 43
DMA PR	Disclosure on management approach PR	partial	I	GBJ – Managing Sustainability, Stakeholder Engagement, Social, Environment	14 – 31, 46 – 60, 61 – 79

STRATEGY AND ANALYSIS (GRI REFERENCES)		(COVERAGE) FULL PARTIAL NOT PUBLIC	ASSURANCE I = INTERNAL E = EXTERNAL	INFORMATION LINKS	PAGE NUMBER
ECONOMIC PERFORMANCE					
EC1	Direct economic value generated and distributed, including revenues, operating costs, employee compensation, donations and other community investments, retained earnings, and payments to capital providers and governments	full	E	IR – Who We Are and How We Add Value AFS GBJ – Value created	14 – 29 19
EC2	Financial implications and other risks and opportunities for the organisation's activities due to climate change	partial	I	GBJ – Key Sustainability Indicators and Recognition, Managing Sustainability, Climate change and energy	6 – 9, 14 – 18, 80 – 89
EC3	Coverage of the organisation's defined benefit plan obligations	partial	I	IR – Our Corporate Governance AFS	90 – 119
EC4	Significant financial assistance received from government	full	–	None received	–
MARKET PRESENCE					
EC5	Range of ratios of standard entry level wage compared to local minimum wage at significant locations of operation	Not publicly reported	–	Comply at least with minimum wage requirements in all countries of operation.	–
EC6	Policy, practices, and proportion of spending on locally-based suppliers at significant locations of operation	partial	I	IR – The Good Business Journey GBJ – Transformation and Corporate Social Investment	72 – 81 32 – 43
EC7	Procedures for local hiring and proportion of senior management hired from the local community at significant locations of operation	partial	I	IR – The Good Business Journey GBJ – Transformation and Corporate Social Investment, Social	72 – 81 32 – 43
INDIRECT ECONOMIC IMPACTS					
EC8	Development and impact of infrastructure investments and services provided primarily for public benefit through commercial, in-kind, or pro bono engagement	full	E	GBJ – Transformation and Corporate Social Investment	32 – 43
EC9	Understanding and describing significant indirect economic impacts, including the extent of impacts	partial	I	GBJ – CEO/Chairman's Statement, Managing Sustainability, Transformation and Corporate Social Investment	12 – 19, 32 – 43

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ENVIRONMENTAL					
ENVIRONMENTAL PERFORMANCE INDICATORS: MATERIALS					
EN1	Materials used by weight or volume.	partial	I	GBJ – Environment	61 – 79
EN2	Percentage of materials used that are recycled input materials	partial	I	GBJ – Key Sustainability Indicators, Environment	6 – 7, 61 – 79
ENVIRONMENTAL PERFORMANCE INDICATORS: ENERGY					
EN3	Direct energy consumption by primary energy source	partial	E	GBJ – Climate change and energy section	80 – 89
EN4	Indirect energy consumption by primary source	partial	E	GBJ – Climate change and energy section	80 – 89
EN5	Energy saved due to conservation and efficiency improvements	full	E	GBJ – Key Sustainability Indicators and Recognition, Climate change and energy section	6 – 7, 80 – 89
EN6	Initiatives to provide energy-efficient or renewable energy- based products and services, and reductions in energy requirements as a result of these initiatives	full	I	GBJ – Climate change and energy section	80 – 89
EN7	Initiatives to reduce indirect energy consumption and reductions achieved	full	E	GBJ – Climate change and energy section	80 – 89
ENVIRONMENTAL PERFORMANCE INDICATORS: WATER					
EN8	Total water withdrawal by source	partial	E	GBJ – Environment	61 – 79
EN9	Water sources significantly affected by withdrawal of water	full	I	None	–
EN10	Percentage and total volume of water recycled and reused	partial	I	GBJ – Environment	61 – 79
ENVIRONMENTAL PERFORMANCE INDICATORS: WATER					
EN11	Location and size of land owned, leased, managed in, or adjacent to, protected areas and areas of high biodiversity value outside protected areas	-	-	N/A GBJ – Farming for the Future in relation to suppliers	65
EN12	Description of significant impacts of activities, products, and services on biodiversity in protected areas and areas of high biodiversity value outside protected areas	partial	E	GBJ – Environment	61 – 79

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EN13	Habitats protected or restored	partial	I	GBJ - Environment	61 – 79
EN14	Strategies, current actions, and future plans for managing impacts on biodiversity	partial	I	GBJ - Managing Sustainability, Environment	14 – 18, 61 – 79
EN15	Number of IUCN Red List species and national conservation list species with habitats in areas affected by operations, by level of extinction risk	full	–	GBJ – Managing Sustainability, Environment	14 – 18, 61 – 79
ENVIRONMENTAL PERFORMANCE INDICATORS: EMISSIONS, EFFLUENTS, AND WASTE					
EN16	Total direct and indirect greenhouse gas emissions by weight.	full	E	GBJ – Climate Change and Energy	80 – 89
EN17	Other relevant indirect greenhouse gas emissions by weight	full	E	GBJ – Climate Change and Energy	80 – 89
EN18	Initiatives to reduce greenhouse gas emissions and reductions achieved	full	E	GBJ – Climate Change and Energy	80 – 89
EN19 and EN20	Emissions of ozone-depleting substances by weight and NO _x , SO _x , and other significant air emissions by type and weight	partial	E	GBJ – Climate Change and Energy	80 – 89
EN21	Total water discharge by quality and destination	not material for our operations	–	–	–
EN22	Total weight of waste by type and disposal method.	partial	E	GBJ – Environment	61 – 79
EN23	Total number and volume of significant spills	full	–	(None)	–
EN24	Weight of transported, imported, exported, or treated waste deemed hazardous under the terms of the Basel Convention Annex I, II, III, and VIII, and percentage of transported waste shipped internationally	full	–	(None)	–
EN25	Identity, size, protected status, and biodiversity value of water bodies and related habitats significantly affected by the reporting organisation's discharges of water and runoff	full	–	(None)	–

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ENVIRONMENTAL PERFORMANCE INDICATORS: PRODUCTS AND SERVICES					
EN26	Initiatives to mitigate environmental impacts of products and services, and extent of impact mitigation	full	I	GBJ – Environment, Climate change and energy section	61 – 79, 80 – 89
EN27	Percentage of products sold and their packaging materials that are reclaimed by category	partial	I	GBJ – Environment	76
ENVIRONMENTAL PERFORMANCE INDICATORS: PRODUCTS AND SERVICES					
EN28	Monetary value of significant fines and total number of non-monetary sanctions for non-compliance with environmental laws and regulations	full	–	None	–
ENVIRONMENTAL PERFORMANCE INDICATORS: TRANSPORT					
EN29	Significant environmental impacts of transporting products and other goods and materials used for the organisation's operations, and transporting members of the workforce	full	E	GBJ – Climate change and energy	80 – 89
ENVIRONMENTAL PERFORMANCE INDICATORS: OVERALL					
EN30	Total environmental protection expenditures and investments by type	partial	I	GBJ – Environment	61 – 79
LABOR PRACTICES AND DECENT WORK PERFORMANCE INDICATORS					
EMPLOYMENT					
LA1	Total workforce by employment type, employment contract, and region, broken down by gender	partial	I	GBJ – Key Sustainability Indicators and Recognition, Social	6, 46 – 60
LA2	Total number and rate of employee turnover by age group, gender, and region	partial	I	GBJ – Social	46 – 60
LA3	Benefits provided to full – time employees that are not provided to temporary or part – time employees, by major operations	partial	I	IR – Our Corporate Governance	102 – 119
LA15	Return to work and retention rates after parental leave, by gender.	–	–	Not disclosed	–

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LABOR/MANAGEMENT RELATIONS					
LA4	Percentage of employees covered by collective bargaining agreements	full	I	GBJ – Social	46 – 60
LA5	Minimum notice period(s) regarding significant operational changes, including whether it is specified in collective agreements	Not publicly reported, part of standard terms of employment	I	–	–
OCCUPATIONAL HEALTH AND SAFETY					
LA6	Percentage of total workforce represented in formal joint management–worker health and safety committees that help monitor and advise on occupational health and safety programmes	partial	I	GBJ – Social	46 – 60
LA7	Rates of injury, occupational diseases, lost days, and absenteeism, and number of work – related fatalities by region	partial	I	GBJ – Social	46 – 60
LA8	Education, training, counselling, prevention, and risk – control programmes in place to assist workforce members, their families, or community members regarding serious diseases	full	I	GBJ – Social	46 – 60
LA9	Health and safety topics covered in formal agreements with trade unions	not publicly disclosed	I	–	–
TRAINING AND EDUCATION					
LA10	Average hours of training per year per employee by employee category	partial	I	GBJ – Social	46 – 60
LA11	Programmes for skills management and lifelong learning that support the continued employability of employees and assist them in managing career endings	partial	I	GBJ – Social, Transformation and Corporate Social Investment	46 – 60, 37
LA12	Percentage of employees receiving regular performance and career development reviews, by gender	full	I	GBJ – Social	46 – 60

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DIVERSITY AND EQUAL OPPORTUNITY					
LA13	Composition of governance bodies and breakdown of employees per category according to gender, age group, minority group membership, and other indicators of diversity	partial	E	IR – Our Board and Key Executives GBJ – Social	45 – 49 46 – 60
LA14	Ratio of basic salary of men to women by employee category, by significant locations of operation	Not publicly reported	–	N/A	–
HUMAN RIGHTS PERFORMANCE INDICATORS					
INVESTMENT AND PROCUREMENT PRACTICES					
HR1	Percentage and total number of significant investment agreements that include human rights clauses or that have undergone human rights screening	full	I	All	–
HR2	Percentage of significant suppliers and contractors that have undergone screening on human rights and actions taken	partial	E	GBJ – Social	58
HR3	Total hours of employee training on policies and procedures concerning aspects of human rights that are relevant to operations, including the percentage of employees trained	full	I	None	–
NON-DISCRIMINATION					
HR4	Total number of incidents of discrimination and actions taken	Internally measured, not publicly reported	I	N/A	–
CHILD LABOR					
HR6	Operations and significant suppliers identified as having significant risk for incidents of child labor, and measures taken to contribute to the effective abolition of child labor.	full	E	No operations are identified with these risks	–

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FORCED AND COMPULSORY LABOR					
HR7	Operations and significant suppliers identified as having significant risk for incidents of forced or compulsory labor, and measures to contribute to the elimination of all forms of forced or compulsory labor.	full	E	No operations are identified with these risks	–
SECURITY PRACTICES					
HR8	Percentage of security personnel trained in the organization's policies or procedures concerning aspects of human rights that are relevant to operations.	full	E	None	–
INDIGENOUS RIGHTS					
HR9	Total number of incidents of violations involving rights of indigenous people and actions taken.	full	E	None	–
ASSESSMENT					
HR10	Percentage and total number of operations that have been subject to human rights reviews and/or impact assessments.	full	E	Application of supplier code of conduct to all trade suppliers	–
REMEDATION					
HR11	Number of grievances related to human rights filed, addressed, and resolved through formal grievance mechanisms.	full	–	None raised	–
SOCIAL: SOCIETY – DISCLOSURE ON MANAGEMENT APPROACH					
COMMUNITY					
S01	Percentage of operations with implemented local community engagement, impact assessment and development programmes	partial	I	GBJ – Transformation and Corporate Social Investment	39 – 42
S09	Operations with significant potential or actual negative impacts on local communities.	not material for our operations	–	–	–

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SO10	Prevention and mitigation measures implemented in operations with significant potential or actual negative impacts on local communities.	not material for our operations	–	–	–
CORRUPTION					
SO2	Percentage and total number of business units analysed for risks related to corruption	full	I	All	–
SO3	Percentage of employees trained in organisation's anti-corruption policies and procedures	partial	I	GBJ – Managing sustainability	14 – 18
SO4	Actions taken in response to incidents of corruption	partial	I	IR – Our Corporate Governance GBJ – Managing sustainability	90 – 101 14 – 18
PUBLIC POLICY					
SO5	Public policy positions and participation in public policy development and lobbying	partial	I	IR – Our Chairman's Report GBJ – Managing Sustainability, Stakeholder Engagement, Environment	52 – 54 14 – 18, 20 – 31, 61 – 79
SO6	Total value of financial and in-kind contributions to political parties, politicians, and related institutions by country	full	I	Not applicable – no donations made as per company policy. GBJ – Transformation and Corporate Social Investment	43
ANTI-COMPETITIVE BEHAVIOR					
SO7	Total number of legal actions for anti-competitive behaviour, anti-trust, and monopoly practices and their outcomes	full	–	None	–
COMPLIANCE					
SO8	Monetary value of significant fines and total number of non-monetary sanctions for non-compliance with laws and regulations	full	–	None	–

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SOCIAL: PRODUCT RESPONSIBILITY - DISCLOSURE ON MANAGEMENT APPROACH					
CUSTOMER HEALTH AND SAFETY					
PR1	Life cycle stages in which health and safety impacts of products and services are assessed for improvement, and percentage of significant products and services categories subject to such procedures	partial	I	GBJ – Managing Sustainability, Social, Environment	14 – 18, 46 – 79
PR2	Total number of incidents of non-compliance with regulations and voluntary codes concerning health and safety impacts of products and services during their life cycle, by type of outcomes	full	I	None	–
PRODUCT AND SERVICE LABELING					
PR3	Type of product and service information required by procedures, and percentage of significant products and services subject to such information requirements	full	I	GBJ – Social, Environment	46 – 79
PR4	Total number of incidents of non-compliance with regulations and voluntary codes concerning product and service information and labelling, by type of outcomes	full	I	None	–
PR5	Practices related to customer satisfaction, including results of surveys measuring customer satisfaction	partial	I	IR- Our Stakeholders GBJ - Key Sustainability Indicators and Recognition, Stakeholder Engagement	25 – 27 6 – 7, 20 – 31
MARKETING COMMUNICATIONS					
PR6	Programs for adherence to laws, standards, and voluntary codes related to marketing communications, including advertising, promotion, and sponsorship and total number of incidents of non-compliance	partial	I	GBJ – Transformation and Corporate Social Investment	32 – 43

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PR7	Total number of incidents of non-compliance with regulations and voluntary codes concerning marketing communications, including advertising, promotion, and sponsorship, by type of outcomes.	partial	–	No queries upheld against Woolworths by the Advertising Standards Authority	–
CUSTOMER PRIVACY					
PR8	Total number of substantiated complaints regarding breaches of customer privacy and losses of customer data	full	–	None	–
COMPLIANCE					
PR9	Monetary value of significant fines for non-compliance with laws and regulations concerning the provision and use of products and services	full	–	None	–