

Prosus Foundation Policy Plan (FY'27-FY'30)

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Introduction

The Prosus Foundation (the **Foundation**) is an independent, non-profit organization founded in 2026 by Prosus with a mission to empower individuals and communities to actively participate in and benefit from the digital economy. The Foundation's purpose and objects are established by Prosus and are aligned with Prosus' vision to build sustainable societies where technology drives well-being, where no one is left behind in a digital future.

The Foundation aims to reach this mission by utilizing its resources towards:

- a. supporting projects and activities that enable access to foundational education and learning opportunities for individuals, particularly in underserved communities in Prosus Group's operating jurisdictions;
- b. supporting projects and activities that enable access to tools and trainings that empower people to take part in a digital and sustainable economy;
- c. testing, innovating and promoting technology-enabled solutions (including artificial intelligence (AI)) for social progress;
- d. supporting projects and activities that enable deployment of green technologies aimed at climate change mitigation and adaptation;
- e. cooperating with other organizations that pursue the same or similar objectives as the Foundation;
- f. promoting the engagement of employees of Prosus Group in the activities of the Foundation by encouraging and supporting their contributions, whether through financial assistance, charitable work, secondment as employees of Prosus Group, or other forms of involvement; and
- g. doing anything which, in the widest sense of the word is connected with and/or may be conducive to the attainment of the above.

In the choice of partners and projects that the Foundation supports, an additional gender lens is applied as well as the underlying principle of supporting individuals who are not equipped to participate in a digital economy. The Foundation will select initiatives and partners that support people with limited access to digitally enabled livelihoods, for instance those marginalized by financial, educational, or socio-economic barriers in geographies where our businesses operate.

Towards the implementation of the initiatives, the Foundation will seek to partner with other like-minded organizations such as NGOs, civil society organizations, social

entrepreneurs, other corporate foundations that aim to deliver on the Foundation's mission, to create a positive impact on communities by (a) supporting and promoting active participation in the digital economy such that no one is left behind, (b) fostering digital inclusion and (c) providing people with skills and opportunities that are needed to thrive in a sustainable society where technology drives opportunity and wellbeing.

The Foundation aims to qualify as a public benefit organisation (*algemeen nut beogende instelling*) (ANBI). Accordingly, this policy plan has been prepared to fulfil one of the key administrative requirements.

Organization and governance

Foundation governance

The Foundation prioritizes the efficient use of financial and in-kind donations, with a core focus on projects that foster self-reliance and increased opportunities for digitally enabled livelihoods. When considering a project, the key criterion is sustainability.

The board of the Foundation (the **Board**) is composed of a minimum of four (4) members and shall at all times consist of an equal number of Prosus group-affiliated members and independent members (those not associated with the Prosus group) to ensure the Board's independence. None of the Board members holds a voting majority or casting vote. Board members are appointed in accordance with the Foundation's articles of association and the Board's size and the requirements applying to Board members as set out in this paragraph cannot be amended without an amendment to the articles of association which requires the prior written consent of Prosus.

The Board acts with integrity and independence, and will ensure that any actual or potential conflicts of interest are identified in a timely manner and appropriately avoided or mitigated.

The Foundation delegates its daily operations to a director (the **Foundation Director**) who reports to and is accountable to the Board. The Foundation Director is employed by Prosus and supported by the operations team consisting of Prosus employees (**Operations Team**). Both the Foundation Director and the Operations Team will provide their professional expertise to the Foundation free of charge. In addition, other Prosus employees may support the Foundation on an ad-hoc or part-

time or voluntary basis. The Foundation may engage temporary FTEs and external experts for specific projects funded by agencies other than Prosus.

The Foundation Director and the Operations Team identify, evaluate and recommend projects; but the Board has the final responsibility for these projects and the strategy, policies, performance and other operations (including funds management) of the Foundation.

The [Prosus Code of business ethics & conduct](#) (the **Code of Conduct**) applies to the Foundation. The Board, the Foundation Director, Operations Team and any other temporary FTEs and contractors or external experts for specific projects will be bound by, and comply with, the Code of Conduct and its other compliance policies in their respective roles.

General information

Statutory name:	Stichting Prosus Foundation
Incorporation date:	1 October 2026
Correspondence:	Gustav Mahlerplein 5, 1082 MS Amsterdam, The Netherlands
Phone number:	+31 20 299 9777
Website:	www.prosus.com
E-mail:	prosusfoundation@prosus.com

Foundation resourcing

Prosus' support to the Foundation includes the following elements:

1. a contribution to the operational functions of the Foundation, by making available employees on an ongoing and structural basis, as well office space, technology and other facilities;
2. a commitment to being the Foundation's primary funder, with funding provided on a periodic basis;
3. the provision of in-kind contributions of products, systems and services to the Foundation on an ongoing basis.

Furthermore, the Foundation may raise external funds from other organisations and other entities in relation to specific programs that contribute to the achievement of its objectives and core activities.

Project assessment

Funding criteria

The Foundation will contribute solely to projects that have clearly defined objectives and are built around innovation for social progress; reference is made to the focus areas of the Foundation in the Introduction chapter.

It will not support activities that are aimed to generate a direct financial benefit for businesses of Prosus or its parent company Naspers.

Projects and funding proposals that will not be considered as eligible include:

- individuals (all funds from the Foundation are directly given to partners or recipient institutions);
- organisations that discriminate based on race, colour, gender, religion, sexual orientation, national origin, age, disability or that are in any other way discriminating against human rights;
- religious endeavours;
- political, legislative, lobbying or organisations;
- movie, film or television documentaries;
- concerts or other entertainment events;
- marketing sponsorships, cause marketing or advertising projects; and
- activities excluded by Prosus' responsible investment thesis (see Prosus [Annual Report](#)).

Partner Selection

Partners (NGO's, civil society organisations, social entrepreneurs, like-minded organisations and foundations) are assessed and selected based on criteria including, but not limited to:

- Affinity with vision and mission, alignment with the Foundation's strategy;
- Dedication, capacity and experience in local context;
- Focus on innovation & testing new strategies to meet objectives;
- Application of a gender inclusive approach to their project implementation;
- General reputation; and
- Sustainability and scalability in the operational model.

Project Monitoring and Evaluation

All partners will be responsible for reporting to the Foundation on the progress of the joint project bi-annually, unless agreed otherwise. The partner organisation will be

responsible for tracking KPIs, reporting impact on a regular basis and flagging any issues in the set up and implementation of the project to the Foundation. Where relevant, local contact persons at portfolio companies will also support with monitoring project implementation.

Funds management

General

The Foundation shall apply its income towards the purposes set out in its articles of association. The Board will oversee the use of the funds received by the Foundation and aims to pre-determine the percentage of funds available to spend on programs, projects and overhead costs in each financial year. The Foundation shall not retain more capital than is reasonably necessary for the continuity of its planned activities in line with the objects of the Foundation. Any temporary surplus liquidity shall be held in the Foundation's bank account(s). Any reserves that are formed shall be specifically substantiated, taking into account the applicable financial reporting requirements and the rules laid down in the ANBI Decree of 26 June 2025.

Budget

The Board will retain oversight over the planned use of funding and corresponding deliverables in line with the Foundation's objectives. The Board aims to commit or disburse received funds, to the greatest extent possible, within the fiscal year of receipt, and in any event within two years of receipt, to activities that serve the public benefit, except for amounts necessary to cover reasonable operating costs.

Payment of Board expenses

The members of the Board are not remunerated for their services other than a reimbursement for expenses reasonably incurred in the performance of their duties. Any expense reimbursements shall be individually claimed and duly specified, and shall at all times remain within the limits prescribed by the applicable tax regulations. The Board shall ensure that proper records are kept of all expense reimbursements.

The Foundation will follow the expense & travel policies of Prosus with regards to any related expenses.

Reporting processes

Annual financial reporting

The key element of the financial reporting process is the set up and publication of an annual report for the Foundation, which will be published on the website of the Foundation on an annual basis. This is a report of the activities and projects of the Foundation and showing a balance sheet of the accounts, contribution and expenses.

Transparency

The Foundation publishes this policy plan, its annual report, and other information each year on its own website or a joint website with Prosus, in accordance with the ANBI requirements.

Project management, funding of partners

The following principles apply to Foundation funded projects:

- For each funded project there is a signed agreement in place;
- Funds allocated to specific projects or partnerships are used exclusively for their intended purposes and will not be reallocated to other activities, unless with prior approval of the Board; and
- For product donations, a quality check is conducted by the Operations Team and the supplier should also be able to provide post delivery service on all products supplied, unless explicitly agreed between the Foundation, recipients and the supplier.

This policy plan was adopted by the Board on 1 October 2026.
