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**FOR ATTENTION:**

Lionel Murray Schwormstedt & Louw  
C/O: Jacques Louw

Our Reference:  
WD Gous/KL/M96188

**BY EMAIL:**

[jflou@iafrica.com](mailto:jflou@iafrica.com)

Date:  
20/01/2026

**WITHOUT PREJUDICE**

Dear Sir/Madam,

**RE: PROETHICS (PTY) LTD v GROUNDUP AND RAYMOND JOSEPH**  
**CASE NUMBER 2025-247443**

Please find herewith our client's response to the questions posed by Mr Joseph to our client under email dated 15 December 2025. We will repeat each question separately with our client's reply thereto directly thereafter.

Please note that, our client is unable to answer questions 6 – 12 currently, as our client does not want to pre-empt any SIU investigations of the NLC.

1. Were you aware that the NLC had briefed lawyers and was about to launch civil legal action to recover funds paid to ProEthics?

*No, we are not aware of any such planned action. Our contract with the NLC came to an end in November 2022 and we have subsequently not heard from them.*

If so, did ProEthics receive any communications from the NLC lawyers about this?

*No.*

2. Has the SIU yet contacted ProEthics in connection with their investigation into NLC procurement issues?

**B-BBEE LEVEL 1: PROOF AVAILABLE ON REQUEST**

**Associates:** K Tsopo, M Nosilela, M Jansen van Vuuren. **Finance:** W Nel. **Human Resources:** JS Nel. **IT:** JH Phillips.

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*No, we have never been contacted by them.*

3. What comment does ProEthics have on their inclusion in the amended proclamation and the SIU's investigation?

*The Proclamation refers to the procurement of ProEthics and we are confident that a competitive process was followed in our appointment.*

4. Will ProEthics cooperate with the SIU's investigation?

*Yes, we are prepared to fully cooperate with investigators.*

5. In its report, TSU recommended that the NLC recover some fees paid to ProEthics. They are:

A R207,377 management fee for the "International Fraud Awareness Week", which TSU said ProEthics was not entitled to receive in terms of its Service Level Agreement (SLA) with the NLC. Will ProEthics repay this money if the NLC requests it to do so? If not, what are the reasons for refusing to repay these funds?

*As mentioned, we have not been contacted by the SIU. This question is unrelated to the Proclamation as far as ProEthics is concerned. We are unable to answer these questions at this time, as we do not want to pre-empt any SIU investigations of the NLC. This answer also applies to questions 6-12.*

6. A difference of R96,348 between the payment ProEthics received from the NLC for third party payments and the actual amount paid to these service providers. (These third-party payments to ProEthics from the NLC amounted to R2,073,774, including VAT. Of this, ProEthics paid out R1,977 426 (giving the R96,348 difference). It included a payment of over R193,000 for "T-shirts/conference gifts"?)

Will ProEthics repay this money if the NLC requests it to do so? If not, what are the reasons for refusing to repay the funds?

*We are unable to answer these questions at this time, as we do not want to pre-empt any SIU investigations of the NLC. This answer also applies to questions 6-12.*

7. A management fee totalling R340,017 for “4th Quarter Ethics Intervention”, which TSU said ProEthics was not entitled to receive in terms of its SLA.

Will ProEthics repay this money if the NLC requests it to do so? If not, what are the reasons for refusing to repay the funds?

*We are unable to answer these questions at this time, as we do not want to pre-empt any SIU investigations of the NLC. This answer also applies to questions 6-12.*

8. TSU also highlighted a R42,410.50 a project management fee related to a “Stakeholder Perception Survey” because ProEthics was not appointed as an event coordinator and was not entitled to this payment in terms of its SLA, but did not specifically recommend that it should be recovered by the NLC.

Do you have any comment on and, considering the fact that TSU highlights the payment as being contrary to your SLA with the NLC, will ProEthics consider refunding this money.

*We are unable to answer these questions at this time, as we do not want to pre-empt any SIU investigations of the NLC. This answer also applies to questions 6-12.*

9. TSU also said ProEthics should provide proof that it credited the NLC for R64 000,00 paid in advance for corporate gifts. It recommended that this amount should be recovered from ProEthics. if proof cannot be provided. The report says that ProEthics director Dr Janette Minnaar informed the NLC that it had “already paid them R64 000 for corporate gifts and that they will give them a credit when they invoice”

Why did ProEthics invoice the NLC for money it had already received, and has ProEthics credited the NLC for this payment?

*We are unable to answer these questions at this time, as we do not want to pre-empt any SIU investigations of the NLC. This answer also applies to questions 6-12.*

10. TSU also highlighted a payment of R594,000 by ProEthics to Ethics Monitor for "Ethics Risk Assessment". It is recommended that any management fee for the assessment should be recovered from ProEthics, while stating that the precise fee was not stated.

Was a management fee paid to ProEthics for Ethics Monitor's assessment and, if so, how much was it and will Pro Ethics repay this fee to the NLC?

*We are unable to answer these questions at this time, as we do not want to pre-empt any SIU investigations of the NLC. This answer also applies to questions 6-12.*

11. TSU also recommended that other "events and campaigns" paid for via ProEthics should be investigated to calculate any other administration fees that were not allowed that could be recovered. These included: Conflict of Interest Vetting," "Second quarter organisational wide intervention 2020," "Stakeholder vetting," "Hosting of virtual conference in Sandton," "Media monitoring," "Mental Health Day Conference," and "Ethics communication campaign and training communication tools".

Was ProEthics paid administration fees for any of the above and, if so, how much and will it repay these funds to the NLC?

*We are unable to answer these questions at this time, as we do not want to pre-empt any SIU investigations of the NLC. This answer also applies to questions 6-12.*

12. TSU was critical of the NLC using ProEthics to make third-party payments on its behalf and recommended that the practice be stopped.

Why did ProEthics make these payments and does it, in hindsight, believe that the NLC might have used you to circumvent its own procurement processes.

*We are unable to answer these questions at this time, as we do not want to pre-empt any SIU investigations of the NLC. This answer also applies to questions 6-12.*

13. How much of the R28.5-million the NLC paid to ProEthics was retained for work it delivered and how much was paid to third-party suppliers of the NLC?

*ProEthics retained less than 10% of the total amount invoiced for the work delivered. This covered the services of two professional practitioners, together with administrative support, over a period of three years. In practical terms, this equates to less than R35,000 per month per professional. This fee is market-related and commensurate with the time, expertise, and effort required to deliver the services.*

Our clients' rights are strictly reserved.

Yours faithfully  
**DYASON**

Per: WD Gous

