

CODE OF CONDUCT

| GOVERNANCE & ETHICS FRAMEWORK



1. DOCUMENT CONTROL

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| Document Title | Corporate Code of Conduct |
| Organization | ROADRAK GROUP (PTY) LTD |
| Version No. | 1.0 |
| Prepared By | Compliance & Governance Directorate |
| Reviewed By | Executive Committee / Legal Counsel |
| Approved By | Board of Directors |
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3. MESSAGE FROM LEADERSHIP

"At ROADRAK GROUP, our reputation is built on more than just the infrastructure we deliver; it is built on the trust we earn from our clients, partners, and the communities in which we operate. Integrity is the bedrock of our business. We do not just strive for growth; we strive for ethical growth. This Code of Conduct is our commitment to transparency, accountability, and excellence. Every action taken on behalf of ROADRAK must reflect these standards. We expect unwavering commitment to these principles from every director, employee, and partner."

— Management, ROADRAK GROUP (PTY) LTD

4. PURPOSE, SCOPE AND APPLICATION

4.1 Purpose: To establish a uniform framework of ethical behavior and professional standards mandated for all representatives of ROADRAK GROUP.

4.2 Scope: This Code applies globally to all directors, executives, management, permanent and temporary employees, interns, consultants, contractors, subcontractors, agents, and service providers (collectively referred to as "Covered Persons").

5. CORE VALUES

The ROADRAK Way is driven by:

- **Integrity:** Honesty in every transaction and bid.
- **Accountability:** Ownership of results and safety.
- **Professionalism:** Excellence in project delivery and procurement.
- **Statutory Compliance:** Adherence to the laws of the Republic of South Africa.
- **Respect:** Valuing the dignity of all stakeholders.

6. STANDARDS OF PROFESSIONAL CONDUCT

6.1 Duty of Care: Covered Persons must act with the degree of care and skill reasonably expected of a professional in the construction and procurement sector.

6.2 Punctuality and Responsibility: Adherence to project timelines and professional availability is mandatory.

6.3 Reputational Management: No person shall engage in conduct, either inside or outside the workplace, that brings the ROADRAK brand into disrepute or impairs its ability to win tenders.

7. LEGAL COMPLIANCE AND POPIA

7.1 Strict Adherence: Compliance with the Companies Act, Basic Conditions of Employment Act, and Occupational Health and Safety Act is non-negotiable.

7.2 POPIA Compliance: In accordance with the Protection of Personal Information Act, all Covered Persons must handle personal data (employee, client, or supplier) lawfully, ensuring confidentiality and secure storage. Unauthorized disclosure of IDs, tax data, or tender pricing is a material breach.

8. ANTI-BRIBERY, CORRUPTION AND GIFTS

8.1 Zero Tolerance: Consistent with the Prevention and Combating of Corrupt Activities Act (PRECCA), ROADRAK prohibits all forms of bribery, kickbacks, and facilitation payments.

8.2 Gifts and Hospitality:

- No cash or cash-equivalent gifts may be accepted.
- Gifts exceeding R1,000 (One Thousand Rand) must be declared and approved by Management.
- No gifts or hospitality may be accepted during active tender windows or procurement negotiations.

9. CONFLICTS OF INTEREST

All Covered Persons must avoid any interest or association that interferes with their independent exercise of judgment in ROADRAK's best interest. This includes:

- Personal relationships with government officials or client evaluators.
- Direct or indirect interests in competing construction firms or suppliers.
- Outside business activities that consume company time or resources.

Mandatory Disclosure: All potential conflicts must be disclosed in writing to the Compliance Officer immediately upon discovery.

10. TENDERING AND PROCUREMENT INTEGRITY

10.1 Fair Competition: Collusive tendering, bid-rigging, and price-fixing are strictly prohibited. All tender submissions must represent true capacity and market-related pricing.

10.2 Truthful Representation: We do not falsify experience, plant and equipment lists, or financial standing to secure contracts.

10.3 Supplier Conduct: Subcontractors must be selected based on merit, B-BBEE status, and safety records. Favoritism is prohibited.

11. PROTECTION OF ASSETS AND INFORMATION

11.1 Company Assets: Vehicles, IT equipment, tools, and fuel cards are for professional use only. Misuse or theft of company property will result in criminal charges.

11.2 Confidentiality: Proprietary designs, tender strategies, and financial models must remain confidential during and after employment.

12. WORKPLACE ENVIRONMENT AND HSE

12.1 Safety First: Compliance with the OHS Act and site-specific safety plans is mandatory. Every employee has the right and duty to stop unsafe work.

12.2 Respect and Dignity: ROADRAK is an equal-opportunity employer. We prohibit discrimination, bullying, and harassment based on race, gender, or rank.

13. ALCOHOL, DRUGS AND SUBSTANCE ABUSE

ROADRAK maintains a **Zero-Tolerance** policy regarding intoxication. Working under the influence of alcohol or illegal drugs, particularly on construction sites or while operating vehicles, is a dismissible offence.

14. WHISTLEBLOWING AND REPORTING

Covered Persons have a duty to report unethical conduct. Reports can be made to the CEO or via the confidential reporting line.

Non-Retaliation: In accordance with the Protected Disclosures Act, ROADRAK guarantees that no person will suffer victimisation or retaliation for reporting a concern in good faith.

15. ENFORCEMENT AND DISCIPLINARY ACTION

Breaches of this Code will be investigated via the ROADRAK Disciplinary Code. Sanctions include:

- Written Warnings
- Summarily Dismissal for gross misconduct
- Termination of vendor contracts
- Criminal prosecution for fraud or corruption

16. APPROVAL PAGE

This document has been reviewed and approved for implementation across ROADRAK GROUP (PTY) LTD.

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| Approved By | Board of Directors / CEO |
| Designation | Managing Director |
| Signature |  _____ |
| Date | 22 March 2026 |

17. ACKNOWLEDGEMENT OF THE CODE

I, _____, ID No. _____, in my capacity as _____, hereby acknowledge that I have received, read, and understood the ROADRAK GROUP Code of Conduct. I agree to abide by the principles and rules set out herein. I understand that any violation of this Code may lead to disciplinary action or termination of my engagement with the Company.

Signature: _____ Date: _____

NOTES

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ROADRAK GROUP (PTY) LTD | Reg: 2025/515748/07
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