



# ANTI-BRIBERY POLICY

## GOVERNANCE & COMPLIANCE FRAMEWORK

**ROADRAK GROUP (PTY) LTD**

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# 1. DOCUMENT CONTROL

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Prepared By	Group Compliance Officer
Reviewed By	Managing Director / Board
Approved By	Board of Directors
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## 3. POLICY STATEMENT

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**ROADRAK GROUP (PTY) LTD** ("the Company") is committed to conducting its business with the highest level of integrity, ethics, and transparency. The Company maintains a **Zero-Tolerance** approach to bribery and corruption in all its forms.

We strictly prohibit the offering, promising, giving, requesting, or accepting of any bribe, whether direct or indirect, involving any person or entity. This commitment applies regardless of local custom, competitive intensity, or the perceived "necessity" of a payment to advance the Company's commercial interests. Integrity takes precedence over profit.

## 4. PURPOSE

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The purpose of this Policy is to:

- Establish the Company's position on bribery and its commitment to South African anti-corruption laws, including the **Prevention and Combating of Corrupt Activities Act (PRECCA)**.
- Provide clear guidelines to all employees and representatives regarding the identification and prevention of bribery.
- Protect the reputation and legal standing of ROADRAK GROUP in the South African infrastructure and private-sector tendering environment.
- Ensure compliance with King IV principles of ethical leadership and corporate citizenship.

## 5. SCOPE AND APPLICATION

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This Policy applies to all personnel associated with ROADRAK GROUP (PTY) LTD, including:

- Directors, Executives, and Management.
- All permanent, fixed-term, and temporary employees.
- Agents, Consultants, and Intermediaries.
- Subcontractors, Suppliers, and Joint Venture Partners acting on behalf of the Company.

## 6. DEFINITIONS

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**6.1. Bribery:** The offering, promising, giving, accepting, or soliciting of an advantage as an inducement for an action which is illegal, unethical, or a breach of trust.

**6.2. Improper Advantage:** Anything of value (cash, gifts, services, information) given to influence a decision-maker.

**6.3. Facilitation Payment:** Small, unofficial payments made to secure or expedite a routine or necessary action (e.g., permits, customs clearance).

**6.4. PRECCA:** The South African Prevention and Combating of Corrupt Activities Act 12 of 2004.

## 7. GUIDING PRINCIPLES

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The Company's anti-bribery framework is built upon **Integrity, Lawfulness, Transparency, and Accountability**. We do not tolerate retaliation against any individual who reports suspected bribery in good faith.

## 8. ZERO-TOLERANCE APPROACH

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ROADRAK GROUP will not:

- Offer, promise, or authorise any payment to influence a business outcome.
- Request or accept any benefit intended to influence our own professional judgement.
- Ignore "red flags" suggesting third parties are engaging in bribery on our behalf.
- Utilise intermediaries to channel improper payments.

## 9. PROHIBITED CONDUCT

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Specific prohibited actions include, but are not limited to:

- **Cash Inducements:** Direct cash payments to any official or client representative.
- **Kickbacks:** Receiving a percentage of a contract payment back for personal gain.
- **Disguised Fees:** Using "Consultancy Fees" or "Success Fees" to hide bribes.
- **Improper Employment:** Offering jobs to relatives of officials to gain tender favor.
- **Tender Influence:** Paying for insider information on competitor biddings or evaluation criteria.

## 10. PUBLIC OFFICIALS & GOVERNMENT DEALINGS

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Dealings with Public Officials (including Municipalities, SOEs, and Regulators) carry heightened risk. ROADRAK GROUP enforces an **absolute prohibition** on providing any benefit to a Public Official that could be construed as an attempt to influence their official duties. This includes inspectors, licensing officers, and tender board members.

## 11. PRIVATE-SECTOR BRIBERY

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This Policy applies equally to the private sector. Bribery of developers, project managers, or procurement officers of private clients is strictly forbidden. Commercial competition must be based solely on price, quality, and capability.

## 12. FACILITATION PAYMENTS

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ROADRAK GROUP prohibits facilitation payments. If an employee is faced with a demand for a facilitation payment, they must refuse and report the incident to the Compliance lead immediately.

## 13. GIFTS, HOSPITALITY & ENTERTAINMENT

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Gifts and hospitality must be reasonable, proportionate, and for legitimate business purposes.

- **Prohibited:** Any gift/hospitality during an active tender or negotiation period.
- **Thresholds:** All gifts above R1,000 must be approved and recorded in the **Group Gift Register**.
- **No Cash:** Under no circumstances may cash or cash-equivalents (vouchers) be given or received.

## 14. SPONSORSHIPS & DONATIONS

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Charitable donations and sponsorships must be transparent and vetted to ensure they are not used as a vehicle for bribery or to gain improper influence over a decision-maker.

## 15. TENDERING & PROCUREMENT INTEGRITY

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As a core business activity, tendering must remain untainted. We enforce:

- **Segregation of Duties:** No single individual controls the entire tender lifecycle.
- **No Collusion:** No improper contact with competitors or evaluation committees.
- **Subcontractor Transparency:** Subcontractors must be selected based on merit and must sign an Anti-Bribery Undertaking.

## 16. THIRD PARTY & AGENT CONTROLS

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The Company can be held legally liable for the actions of third parties. We require **Anti-Bribery Due Diligence** on all new agents and high-value subcontractors before engagement. Contracts must include a right to terminate for bribery breaches.

## 17. FINANCIAL CONTROLS & RECORDS

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All financial transactions must be supported by accurate invoices and receipts. No "off-book" accounts or vague descriptions (e.g., "Special Services") are permitted. Audit trails must be maintained for all project expenses.

## 18. REPORTING & WHISTLEBLOWING

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Every employee has a duty to report suspected bribery. Reports can be made to:

- Direct Line Manager (unless implicated).
- Group Compliance / HR Department.
- Email: [compliance@roadrak.co.za](mailto:compliance@roadrak.co.za)

The Company protects whistleblowers from retaliation under the **Protected Disclosures Act**.

## 19. RED FLAGS

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Warning indicators include: Requests for cash, offshore accounts, lack of transparency in services, refusal to sign anti-bribery clauses, and unusual commission structures.

## 20. CONSEQUENCES OF NON-COMPLIANCE

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Breach of this Policy is a **Material Offence**. Consequences include:

- **Employees:** Disciplinary action leading to summary dismissal.
- **Third Parties:** Immediate contract termination and blacklisting.
- **Legal:** Criminal reporting to SAPS under PRECCA and civil recovery actions.

## 21. APPROVAL AND REVIEW

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This policy is approved by the Board of Directors of ROADRAK GROUP (PTY) LTD.

<b>Approved By:</b>	_____
<b>Designation:</b>	Managing Director / Shareholder Representative
<b>Date:</b>	22 March 2026

### EMPLOYEE ACKNOWLEDGEMENT

I, the undersigned, hereby acknowledge that I have received, read, and understood the ROADRAK GROUP Anti-Bribery Policy. I agree to comply with all its provisions and understand that failure to do so may result in disciplinary action, including dismissal.

**Name:** \_\_\_\_\_

**Employee ID:** \_\_\_\_\_

**Signature:** \_\_\_\_\_

**Date:** \_\_\_\_\_

## POLICY NOTES

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