**BLLACKBEARD GROUP OF COMPANIES**

CODE OF CONDUCT POLICY

**Policy Name: Code of Conduct**
**Policy Number: HR-POL-046/01**
**Owner: Group HR Executive**
**Version: 0**
**Original Date of Issue: 08 June 2025**

**Approved By: Managing Director**

1. OBJECTIVE

The Blackbeard Group (Pty) Ltd Code of Conduct sets out the standards of ethical behaviour and professional conduct expected of all employees and representatives of the Company.

As a multidisciplinary construction, engineering and infrastructure services company operating in civil works, transportation, water and wastewater infrastructure, energy, surveying, plant services and technology-enabled solutions, our reputation is one of our most valuable assets.
This Code establishes clear expectations for how employees must conduct themselves when interacting with colleagues, clients, suppliers, regulators, communities and competitors.

It promotes a respectful, safe, lawful and high-performance work environment where integrity underpins all decisions.

2. SCOPE

This policy applies to:

- The Managing Director
- Executive and senior management
- Permanent and temporary employees
- Contractors and consultants
- Any person acting on behalf of Blackbeard Group (Pty) Ltd
- All employees are required to read, understand and comply with this Code. Every individual has a responsibility to “do the right thing,” even when not supervised.

3. WHY WE HAVE A CODE OF CONDUCT

Blackbeard Group operates in highly regulated and competitive sectors including public infrastructure, energy projects, road construction, water systems and specialised surveying services. Our work often involves public funds, critical infrastructure and community development.

This Code exists to:

- Define the ethical standards we uphold;
- Protect the Company's reputation and credibility;
- Promote integrity and accountability;
- Guide decision-making in complex business situations;
- Ensure sustainable growth built on trust and compliance.

We commit to conducting business fairly, impartially and ethically, in full compliance with all applicable laws and regulations. Integrity must guide all our relationships — with customers, suppliers, subcontractors, communities, regulators and fellow employees.

Employees must avoid any conduct that could damage the Company's reputation, create conflicts of interest or raise questions regarding honesty and impartiality.

## 4. COMPLIANCE WITH LAWS

- Every employee must comply with:
- All applicable national, provincial and local legislation;
- Health, safety and environmental regulations;
- Competition and anti-corruption laws;
- Internal policies and procedures.
- We expect employees to act ethically and responsibly in all aspects of operations, including:
- Tender submissions and procurement processes;
- Financial management and reporting;
- Environmental compliance;
- Workplace safety;
- Client and subcontractor engagement.
- Non-compliance with legal or regulatory requirements may expose both the individual and the Company to serious legal and financial consequences.

## 5. BRIBERY AND CORRUPTION

Blackbeard Group maintains a zero-tolerance approach to bribery, corruption and improper business practices.

Employees may not:

- Offer, give, request or accept bribes;
- Provide improper payments or inducements to secure contracts;
- Engage in facilitation payments;
- Participate in cartel behaviour or collusive tendering;
- Use gifts, hospitality or entertainment to improperly influence decisions.
- Business courtesies may only be accepted or offered if they:
- Are reasonable and customary;
- Are lawful;
- Do not influence or appear to influence business decisions;
- Are transparent and properly recorded where required.
- We would rather lose a contract than secure it unlawfully. Any breach of anti-corruption laws may result in severe disciplinary and legal consequences.

## 6. ACTING RESPONSIBLY

6.1 Avoidance of Conflicts of Interest

- Employees must avoid situations where personal interests conflict — or appear to conflict — with the interests of Blackbeard Group.
- Conflicts may arise through:
- Outside employment or business interests;
- Financial interests in suppliers or competitors;
- Family relationships influencing procurement or hiring decisions;
- Personal gain from Company opportunities.
- All potential conflicts must be disclosed promptly to management.

6.2 Customer and Client Relationships

- We build long-term partnerships by delivering quality infrastructure and engineering services safely, ethically and professionally.

We will:

- Treat all clients fairly and respectfully;
- Deliver services honestly and transparently;
- Avoid misrepresentation of capabilities or qualifications;
- Ensure accurate reporting on progress, costs and compliance.

6.3 Fair Market Conduct

We compete on performance, innovation, technical excellence and value — not on unfair or dishonest practices.

We will not:

- Share confidential pricing or tender information;
- Misrepresent competitor capabilities;
- Distort facts to gain advantage;
- Engage in anti-competitive agreements.

6.4 Respect in the Workplace

Blackbeard Group is committed to a professional and inclusive workplace.

**We do not tolerate:**

- Discrimination;
- Harassment;
- Bullying;
- Victimisation;
- Unsafe behaviour.

All employees must treat colleagues, subcontractors and stakeholders with dignity and respect.

6.5 Health, Safety and Environmental Responsibility

Given the nature of our operations — including civil works, electrical installations, plant operations, surveying and infrastructure development — employees must:

Follow all HSE procedures;

- Use personal protective equipment (PPE);
- Report hazards, incidents and near misses;
- Protect the environment during all operations.
- Safety is a non-negotiable value at Blackbeard Group.

6.6 Protection of Company Property and Information

- Employees must safeguard Company assets, including:
- Equipment and plant;
- Vehicles and tools;
- Surveying and drone technology;
- IT systems and data;
- Intellectual property and confidential information.
- **Company property may not be misused for personal purposes. Confidential information must not be disclosed without proper authorisation.**

6.7 Responsible Use of Benefits

Employees must not abuse Company benefits, including:

- Leave and time-off provisions;
- Travel allowances;
- Insurance benefits;
- Fuel cards or vehicle privileges;

Company facilities.

7. DISCIPLINARY ACTIONS

All employees are expected to understand and comply with this Code and related policies. Failure to comply may result in disciplinary action in accordance with the Disciplinary Policy and

Code, which may include:

- Verbal or written warnings;
- Suspension;
- Dismissal;
- Legal action where appropriate.
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This Code does not provide an exhaustive list of misconduct. Blackbeard Group reserves the right to take appropriate action for behaviour that compromises integrity, legality, safety or reputation. Employees may report suspected violations confidentially through management channels or in accordance with the Whistleblowing Policy. Retaliation against individuals who report concerns in good faith will not be tolerated.

**Blackbeard Group (Pty) Ltd is committed to maintaining the highest standards of integrity, professionalism and ethical conduct in all areas of our operations.**