BLLACKBEARD GROUP OF COMPANIES

ANTI-COMPETITIVE BEHAVIOUR POLICY

Policy Name: Anti-Competitive Behaviour Policy
Policy Number: HR-POL-047/01
Owner: Group HR Executive
Version: 0
Original Date of Issue: 14 January 2025
Revision Date:
Revised By:
Approved By: Managing Director

1. PURPOSE AND SCOPE

Blackbeard Group (Pty) Ltd ("BBG") is committed to conducting business ethically, transparently, and in full compliance with all applicable competition and anti-trust legislation within the Republic of South Africa and in any jurisdiction where we operate.

As a multidisciplinary construction and engineering company operating across civil and structural engineering, transportation infrastructure, water and wastewater systems, power and renewable energy, surveying, plant services, and technology-enabled services, BBG participates in competitive tendering and commercial markets.

We recognise that fair competition is fundamental to economic growth, infrastructure development, innovation, and public trust.

The purpose of this policy is to:

- Define unacceptable anti-competitive conduct;
- Provide clear guidance to employees and representatives;
- Ensure BBG competes fairly and independently in all markets;
- Protect the company from legal, financial and reputational risk.
- This policy applies to all directors, executives, managers, permanent employees, temporary staff, contractors, consultants, agents and any person acting on behalf of Blackbeard Group (Pty) Ltd.

2. REFERENCE TO OTHER DOCUMENTS

- Code of Conduct Policy
- Disciplinary Policy
- Ethics and Whistleblowing Policy
- Procurement and Tendering Procedures

3. RELATED FORMS AND DOCUMENTATION

- Disciplinary Code
- Conflict of Interest Declaration Form
- Tender Compliance Declaration

4. PRINCIPLES

Blackbeard Group (Pty) Ltd strictly prohibits any conduct that restricts, distorts, or undermines fair competition.

We support a competitive market environment that promotes:

Transparent procurement and tender processes;

- Fair pricing and innovation in infrastructure delivery;
- Equal opportunity participation in construction, engineering, energy and technology sectors;
- Sustainable economic development and ethical industry practices.
- BBG maintains a zero-tolerance approach toward anti-competitive conduct, including but not limited to:

4.1 Cartel Conduct and Collusion

No employee or representative of BBG may engage in any form of collusion with competitors.

This includes:

- Price fixing
- Market allocation
- Output or capacity restrictions
- Bid-rigging or collusive tendering
- All tenders must be prepared independently, without consultation or coordination with competitors.

4.2 Loser's Fees and Compensation Arrangements

- BBG strictly prohibits any arrangement whereby:
- A competitor is compensated for losing a tender;
- Prices are artificially inflated to compensate another bidder;
- Any payment or benefit is offered to influence competitive outcomes.

4.3 Exchange of Sensitive Information

- Employees may not exchange commercially sensitive information with competitors, including:
- Pricing strategies
- Cost structures
- Tender margins
- Strategic planning information
- Market entry plans
- This prohibition applies to formal meetings, informal discussions, digital communication and industry events.

4.4 Abuse of Market Power

- Where BBG holds a strong market position in a service area, we will not:
- Exclude competitors unfairly;
- Engage in predatory pricing;
- Impose unjustifiable restrictive supply conditions;
- Prevent fair market participation.

4.5 Restrictive Agreements

Agreements with suppliers, subcontractors or clients must not unreasonably restrict competition or create barriers to market entry.

4.6 Misleading Conduct

BBG prohibits misleading or deceptive statements about competitors, suppliers, clients or market conditions.

5. RAISING CONCERNS

Any employee or stakeholder who becomes aware of conduct that may constitute anti-competitive behaviour must report the concern immediately.

Concerns may be raised with:

- Line Management
- Group HR Executive
- Any Member of Executive Management
- The Managing Director
- Reports made in good faith will be protected from retaliation. Victimisation of whistleblowers will not be tolerated.

6. POLICY COMPLIANCE

Non-compliance with this policy may expose Blackbeard Group (Pty) Ltd and/or individuals to: Regulatory fines and penalties;

- Civil claims;
- Criminal liability;
- Disqualification from tenders;
- Reputational damage.

Employees found to have breached this policy will be subject to disciplinary action in accordance with the Disciplinary Code, which may include dismissal.

Management is responsible for ensuring awareness of this policy, particularly among employees involved in tendering, procurement, commercial negotiations and supplier engagement.

Blackbeard Group (Pty) Ltd is committed to lawful, ethical and independent competition in every sector in which we operate.

Approved By:

Managing Director
B. Mapela



Date: 17/01/2025