



**RICHARDS BAY COAL TERMINAL  
PROPRIETARY LIMITED**

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REV: 02  
DATE: 08/03/2022  
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**SUBJECT:**

**BUSINESS ETHICS PROCEDURE**

**PURPOSE**

To define the process in place, to reduce uncertainty, adopt an approach to uniform handling of problem-solving, inclusive of control strategies, for prevention and remedial action related to matters of ethics at RBCT.

**APPLICABILITY**

This procedure applies to all RBCT employees and relevant stakeholders. Where any procedure adopted by RBCT conflicts in any way with this Business Ethics Procedure (BEP), this procedure will take precedence.

02	08/03/2022	Phindi Mjadu <b>RISK SPECIALIST</b>	Zanele Mthiyane <b>GM - HSEC</b>		Revised: 7. Conflict of interest
01	19/02/2021	Phindi Mjadu <b>RISK SPECIALIST</b>	Zanele Mthiyane <b>GM - HSEC</b>		Revised: 6. Business gifts and entertainment
00	30/07/2019	Phindi Mjadu <b>RISK OFFICER</b>	Zanele Mthiyane <b>GM - HSEC</b>	Alan Waller <b>CEO</b>	Original
<b>Rev.no.</b>	<b>Rev. Date</b>	<b><u>Name / signature</u></b> Prepared by	<b><u>Name / signature</u></b> Reviewed by	<b><u>Name / signature</u></b> Approved by	Revision summary



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**1. ABBREVIATIONS**

- BEP – Business Ethics Procedure
- RBCT – Richards Bay Coal Terminal
- IT – Information Technology
- HSE – Health, Safety, Environment



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**2. DEFINITIONS**

<b>TERM</b>	<b>DESCRIPTION</b>
<b>Act of dishonesty</b>	Involves a lack of integrity and includes cheating, lying, stealing, fraud, theft and any criminal activity.
<b>Bribery</b>	For purposes of this Procedure, the term bribery has the same meaning as Corruption.
<b>Business ethics</b>	A set of moral rules that govern how businesses operate, how business decisions are made and how people are treated.
<b>Corruption</b>	<p>Giving or receiving of some advantage or benefit, where the benefit or advantage is used as an improper or unauthorized way of influencing a person to do or not to do something.</p> <p>Corruption in its wider meaning includes any conduct or behaviour where a person accepts, agrees or offers any benefit for him/her or for another person, where the purpose is to act dishonestly or illegally. Such behaviour also includes the misuse of material or information, abuse of a position of authority or a breach of trust or violation of duty.</p> <p><b>Example:</b> accepting benefits from a service provider in exchange for the improper extension of their service contract and or otherwise.</p>
<b>Economic crime</b>	For the purpose of this procedure, this includes <i>inter alia</i> fraud, theft, extortion, forgery, uttering a false document or information, embezzlement, money laundering, racketeering, bribery and corruption.
<b>Employee</b>	An employee is any person who works atRBCT, and who receives or is entitled to receive, any remuneration, excluding all independent contractors toRBCT, supplier or any person who in any manner assists in carrying on or conducting the business of an employer.
<b>Embezzlement</b>	<p>A type of theft in the form of appropriation of another's property that is already in the possession of the thief.</p> <p><b>Example:</b> an employee selling a laptop issued to him/her for work purposes, where the laptop still belongs to the employer.</p>



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<b>TERM</b>	<b>DESCRIPTION</b>
<b>Extortion</b>	<p>The crime of extortion is committed when a person unlawfully and intentionally obtains some advantage from another person, which may be of monetary or non-monetary nature, by subjecting that other person to pressure which induces him/her to hand over the advantage.</p> <p><i>Example:</i> threatening to discontinue using a supplier's services unless they pay over an amount of money.</p>
<b>Facilitation payments</b>	<p>Facilitation payments are small unofficial payments made to secure or expedite the performance of a routine or necessary administrative or other action to which the payer of the facilitation payment has a legal or other entitlement. These payments are also known as speed payments or grease payments.</p>
<b>Fraud</b>	<p>Consists of the unlawful and intentional making of a misrepresentation that causes actual prejudice or which is potentially prejudicial to another.</p> <p><i>Example:</i> taking signed cash cheques of the employer and cashing the proceeds for one's use, instead of using the money for its intended purpose.</p>
<b>Forgery</b>	<p>Forgery is the unlawful and intentional making of a false document that causes actual or potential prejudice to another.</p> <p><i>Example:</i> Signing a document purporting to be someone other than yourself.</p>
<b>Gift</b>	<p>Money, goods, services or loans are given ostensibly as a mark of friendship or appreciation. A gift is professedly given without expectation of consideration or value in return. A gift may be used to express a common purpose and the hope of future business success and prosperity. It may be given in appreciation of a favour done or a favour to be carried out in the future.</p>



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<b>TERM</b>	<b>DESCRIPTION</b>
<b>Hospitality</b>	Hospitality includes entertaining, meals, receptions, tickets to entertainment, social or sports events, participation in sports events, such activities being given or received to initiate or develop relationships between business people.
<b>International Anti-Bribery Laws</b>	All anti-bribery, anti-corruption and anti-money laundering laws, regulations, and/or policies of South Africa, including the South African Prevention and Combating of Corrupt Activities Act, 2004 (as amended); other laws adopted by this procedure.
<b>Reportable Irregularity</b>	Section 1 of the Auditing Profession Act No 26 of 2005 defines a reportable irregularity as follows: <i>“reportable irregularity” means any unlawful act or omission committed by any person responsible for the management of an entity, which –</i> <i>(a) Has caused or is likely to cause material financial loss to the entity or to any partner, member, shareholder, creditor or investor of the entity in respect of his/her or its dealings with that entity;</i> <i>(b) Is fraudulent or amounts to theft; or</i> <i>c) Represents a material breach of any fiduciary duty owed by such person to the entity or any partner, member, shareholder, creditor or investor of the entity under any law applying to the entity or the conduct or management thereof.</i>
<b>Money laundering</b>	An activity which has or is likely to have the effect of concealing or disguising the nature, source, location, disposition or movement of the proceeds of unlawful activities or any interest which anyone has in such proceeds and includes any activity which constitutes an offence in terms of section 64 of the Financial Intelligence Centre Act 38 of 2001 (as amended) or section 4, 5 or 6 of the Prevention of Organized Crime Act No 121 of 1998 (as amended)  <b>Example:</b> proceeds of a crime in the form of cash being used to buy property of high value, to conceal the origin of the funds.



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<b>TERM</b>	<b>DESCRIPTION</b>
<b>Racketeering (Pattern of racketeering activity)</b>	<p>The planned, ongoing, continuous or repeated participation or involvement in any offence referred in Schedule 1 of the Prevention of Organized Crime Act 121 of 1998 (as amended) and includes at least 2 offences referred to in Schedule 1, of which one of the offences occurred after the commencement of the Act and the last offence occurred within 10 years (excluding any period of imprisonment) after the commission of such prior offence referred in Schedule 1.4 [Schedule 1 of POCA includes crimes such as theft, robbery, extortion, fraud, forgery and uttering.]</p> <p><b>Example:</b> repeated theft of an item. A person commits theft if s/he unlawfully and intentionally appropriates movable, corporeal property which:</p>
<b>Theft</b>	<p>(a) belongs to and is in the possession of, another; (b) belongs to another but is in the perpetrator's possession; or (c) belongs to the perpetrator but is in another's possession and such other person has a right to possess it which legally prevails against the perpetrator's own right of possession provided that the intention to appropriate the property includes an intention to permanently deprive the person entitled to the possession of the property, of such property".</p> <p><b>Example:</b> stealing equipment or supplies from work.</p>
<b>Uttering a forged document</b>	<p>Uttering a false document is the unlawful and intentional passing off of a false document that causes actual or potential prejudice to another.</p> <p><b>Example:</b> submitting a forged certificate to some other person, knowing it to be false.</p>
<b>Business gift</b>	<p>Valuable item offered without obligation to selected recipients by a firm's representative, as an expression of appreciation or goodwill.</p>
<b>Lavish</b>	<p>Spending, giving or using more than is necessary or reasonable; more than enough.</p>



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<b>TERM</b>	<b>DESCRIPTION</b>
<b>Electronic resources</b>	Activities or processes that are mediated or enabled through the use of the computer, frequently using telecommunication links.

**3. RESPONSIBILITIES**

<b>Role</b>	<b>Responsibility</b>	<b>Task Description</b>
Risk Specialist	Develop and amend this document for approval by the GM HSEC.	Evaluate procedure and update when necessary.
All RBCT Stakeholders	Adherence to the Procedure	Compliance with the Procedure.

**4. ETHICAL BUSINESS CONDUCT GUIDELINES**

**4.1 RBCT ethical standard**

Ethical business conduct requires more than strictly complying with the law. Moreover, there are no laws governing many business activities. Even when laws apply, sometimes they set a standard of behaviour that is unacceptably low. When RBCT is confronted with such situations, we need to make a good, ethical decision that will reflect well on RBCT and its stakeholders. This section provides guidelines to be followed.

RBCT Business Ethics Procedure guides many situations, but this manual cannot cover every possible issue that may arise in the course of RBCT business. In these cases, the reactions should be guided by RBCT's fundamental values of respect, dignity, promotion of wellbeing, being innovative, proactive and being caring.

Ethical decision-making requires evaluating and giving due consideration to alternative courses of conduct in light of these corporate standards:

- Show uncompromising honesty and integrity in all of your RBCT activities and relationships. Avoid all conflicts of interest between work and personal life.
- Respect the dignity and worth of all individuals.





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- Encourage individual initiative and innovation in an atmosphere of flexibility, cooperation and trust.
- Promote a culture of trust, personal accountability, growth, reliability and efficiency.
- Create a safe workplace.
- Protect the environment.

### **4.2 Making ethical decisions**

You should be able to answer "yes" to the following questions before taking any action on behalf of RBCT:

- Is this action consistent with corporate values of respect, dignity, promotion of wellbeing, being innovative, proactive and being caring?
- Can this action withstand public scrutiny?
- Will this action protect RBCT's reputation as an ethical company?

If you can't answer "yes" to all these questions, but still believe the proposed action is lawful and ethical, you should review the proposed action with your Supervisor, Management or Risk Management Department because it may not be in the best interest of RBCT or you to proceed.

## **5. ANTI-CORRUPTION AND ECONOMIC CRIME**

### **5.1 Section Outline**

RBCT prohibits corruption and other economic crimes in any form whether direct or indirect and is committed to the prevention of corruption and economic crime through the implementation of the BEP ("this Procedure").

RBCT has developed this Procedure to facilitate the observance of all anti-bribery, anti-corruption and anti-money laundering laws, regulations, and/or policies of South Africa, including:

- the South African Prevention and Combating of Corrupt Activities Act, 2004 (as amended);
- the South African Prevention of Organized Crime Act, 1998 (as amended);
- the South African Financial Intelligence Centre Act, 2001 (as amended);
- the South African Electronic Communications and Transactions Act, 2002 (as amended);



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- the United Kingdom of Great Britain and Northern Ireland (“UK”), including the UK Bribery Act, 2010 (as amended);
- the United States of America, including the Foreign Corrupt Practices Act, 1977, (as amended);
- the United Nations, including the United Nations Global Compact; as well as,
- all other jurisdictions where RBCT conducts business.

### **5.2 Bribery and corruption**

The terms bribery and corruption for purpose of this Procedure have the same meaning.

RBCT prohibits all forms of corruption, and will not tolerate the persons to whom this Procedure is applicable being involved in corrupt activities, whether by offering, promising, soliciting, demanding, giving or accepting bribes or behaving corruptly in the expectation of a bribe or an advantage.

Persons to whom this Procedure is applicable are prohibited from soliciting, arranging or accepting bribes intended for the benefit of any RBCT business or for that person’s benefit or that of the person’s family, friends, associates or acquaintances.

Persons to whom this Procedure is applicable are expected to observe all national and international anti-bribery laws.

### **5.3 Fraud, theft, cyber-crime, and other forms of economic crime**

Economic crime for the purposes of this Procedure includes, *inter alia*, fraud, theft, extortion, forgery, uttering a false document, embezzlement, money laundering, racketeering, bribery and corruption. Cybercrime is offences that are committed against individuals or groups of individuals with a criminal motive to intentionally harm the reputation of the victim or cause physical or mental harm, or loss, to the victim directly or indirectly, using modern telecommunication networks such as the Internet (networks including but not limited to Chat rooms, emails, notice boards and groups) and mobile phones (Bluetooth/SMS/MMS). Cybercrime may threaten a person or a nation's security and financial health. Issues surrounding these types of crimes have become high-profile, particularly those surrounding hacking, copyright infringement, unwarranted mass surveillance, sextortion, child pornography, and child grooming. There are also problems of privacy when confidential information is intercepted or disclosed, lawfully or otherwise. RBCT prohibits all forms of



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economic and cyber-crime and will deal with its stakeholders applicable to, involved in such activities.

**5.4 Procurement practices**

RBCT endeavours to conduct its procurement practices fairly and transparently, and avoid dealing with contractors and suppliers or other business partners known or reasonably suspected to be paying bribes.

RBCT strives to comply with laws of the land such as, but not limited to Antitrust and The Competition Act of 1998.

(Refer to Procurement Procedure – MM003 on SAP DMS.)

**5.5 Due diligence exercises and vetting**

Business partners to RBCT may be subject to various forms of vetting, including the verification of information provided to RBCT. This will serve to limit the exposure of RBCT to inappropriate business associations.

Selective due diligence exercises will be performed, depending on the significance of the business partner to the continuity of the RBCT business. The process will check on the capabilities of the business partner, the adequacy of its anti-corruption and economic crime policies and programmes, and whether there are any known concerns or “red flags” or a history of past unethical behaviour. The due diligence may be carried out by RBCT or by consultants or a combination of both. It will also include an assessment of financial and non-financial data.

**5.6 Right to terminate contractual arrangements**

RBCT endeavours to include in any contractual arrangement with a business partner, the right to terminate a contract, if the business partner pays bribes or acts in a manner inconsistent with this Procedure and to co-operate in any forensic investigations being conducted by RBCT against alleged perpetrators of fraud and corruption.



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**5.7 Remedial action**

**5.7.1 Disciplinary action**

All disciplinary proceedings will take place in accordance with the RBCT Disciplinary Code and Procedures.

RBCT endeavours to perform exit interviews and complete exit checklist procedures in the event of dismissal of an employee from RBCT for economic crime or acts of dishonesty, etc.

**5.7.2 Criminal Prosecution**

Should investigations uncover evidence of economic crime including theft, fraud and corruption, RBCT will review the facts at hand to determine whether the matter ought to be reported to the applicable law enforcement agency.

RBCT will actively pursue the recovery of any money, information or property lost through economic and cyber-crime including but not limited to theft, fraud, extortion and corruption. In respect of civil recoveries, RBCT will ensure litigation costs recovery from the alleged perpetrator.

**6. BUSINESS GIFTS AND ENTERTAINMENT**

RBCT subscribes and is committed to the principles of good corporate governance which requires conducting business fairly and transparently. It is for this reason that RBCT adopted a no business gifts and entertainment policy. The term "business gifts" in this procedure includes business entertainment, as well as gift items.

**6.1 What it means**

- No business gift and/or entertainment of any kind, that are offered by suppliers, vendors, customers, potential employees, potential suppliers or any other individual or organization, irrespective of the values, shall be accepted by any RBCT employee, at any time, on or off the work premises.



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- RBCT employees shall not offer any business gifts and/or entertainment to suppliers, vendors, potential employees, potential suppliers, or any other individual or organization, irrespective of the value, time on or off the work premises.
- Donations made to outside parties must be approved by the CSI Committee.

**7. CONFLICT OF INTEREST**

It is RBCT's procedure that employees and others acting on behalf of RBCT must be free from conflicts of interest that could adversely influence their judgment, objectivity or loyalty to the company in conducting RBCT business activities and assignments. The company recognizes that employees may take part in legitimate financial, business, charitable and other activities outside their RBCT's jobs, but any potential conflict of interest raised by those activities must be disclosed promptly to Management for proper review.

**7.1 What it means**

Request Management approval of all outside activities, financial interests, relationships that may pose a real or potential conflict of interest. Remember that Management approval is subject to ongoing review, so you need to periodically update your Management on your involvement.

Avoid personal relationships with other RBCT employees where parties in the relationship may receive or give an unfair advantage or preferential treatment because of the relationship. Avoid actions or relationships that might conflict or appear to conflict with your job responsibilities or the interests of RBCT. Even the appearance of a conflict of interest can damage an important company's interest. Obtain necessary approvals before accepting any position as an officer or director of an outside business concern.

Before serving on the Board of Directors of a bona fide charitable, educational or other non-profit organization, you must obtain approval, by submitting a conflict of interest declaration form on Workflow.

New employees are required to submit their declarations after the company induction, and all employees are required to update their Conflict of Interest Declaration yearly on the workflow system, or each time when their situation changes, depending on what arrives first.



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**7.2 What to avoid**

- Working with/for a business outside your RBCT responsibilities that competes with any RBCT business.
- Accepting a gift that does not meet the standards specified in Section 6 of the BEP.
- Having a direct or indirect financial interest in, or a financial relationship with, an RBCT competitor, supplier or customer.
- Taking part in any RBCT business decision involving a company that employs your spouse or family member.
- Having a second job where your other employer is a direct or indirect competitor, distributor, supplier or customer of RBCT.
- Having a second job or consulting relationship that affects your ability to satisfactorily and safely perform your RBCT assignments.
- Offering services of your own business to RBCT, RBCT employees or contractors.
- Using non-public RBCT information for your personal gain/advantage or for the gain/advantage of another.
- Investing in an outside business opportunity in which RBCT has an interest, except for having an insignificant stock interest in publicly-held companies.
- Receiving personal discounts, or other benefits, from suppliers, service providers or customers that are not available to RBCT employees.
- Receiving personal honoraria for services you perform that are closely related to your work at RBCT. Your supervisor should approve occasional honoraria, such as for a university presentation or symposium.
- Having romantic relationships amongst employees where:
  - There is an immediate reporting relationship between the employees.
  - There is no direct reporting relationship between the employees, but where a romantic relationship could cause others to lose confidence in the judgment or objectivity of either employee or the relationship could cause embarrassment to the company.

**Note:** In some circumstances, romantic relationships between employees may raise compliance issues under the BEP in the harassment section.



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**8. LIFE STYLE AUDIT**

RBCT is the signatory of the United Nations Global Compact, subscribed to all its ten principles. As part of the plan to combat fraud and corruption (principle 10), RBCT reserves the right to conduct lifestyle audits on its employees from time to time.

**9. HEALTH, SAFETY, ENVIRONMENT, RISK AND COMPLIANCE**

RBCT is committed to meeting our Health, Safety, Environment, and Risk Management goals for its operations and processes, and to maintaining a safe and healthy workplace. It is RBCT's procedure to provide a safe and healthy workplace for all and to minimize the impact on the environment.

Employees and others acting on behalf of RBCT are responsible for knowing and complying with all applicable HSEC laws and regulations, as well as with RBCT's related policies, standards and guidelines (refer SAP DMS). RBCT management is also responsible for ensuring that employees and others acting on behalf of RBCT are properly trained in these laws and policies. HSEC Department is available to assist in operational and workplace safety matters.

**10. HARASSMENT**

RBCT employees and others acting on behalf of RBCT are entitled to respectful treatment in the RBCT workplace. Being respected means being treated honestly and professionally, with your unique talents and perspectives valued. A respectful workplace is about more than compliance with the law. It is a working environment that is free of inappropriate behaviour of all kinds and harassment because of age, disability, marital status, race or colour, national origin, religion, sex, sexual orientation or gender identity.

**10.1 What it means**

RBCT is committed to providing a workplace in which the dignity of every individual is respected. Each of us should understand that incidents of harassment and inappropriate behaviour will not be tolerated at RBCT.



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**10.1.1 Harassment**

Harassment is unwelcome conduct towards an individual because of his or her age, disability, marital status, national origin, race or colour, religion, sex, sexual orientation or gender identity, when the conduct creates an intimidating, hostile or offensive work environment that:

- Causes work performance to suffer; or
- Negatively affects job opportunities.

Harassment is against the laws in South Africa and many other countries. Examples of harassment that may violate the law and will violate this procedure include, but are not limited to:

- Oral or written communications that contain offensive or inappropriate name-calling, jokes, slurs, negative stereotyping or threats. This includes comments or jokes that are distasteful and targeted at individuals/groups based on age, disability, marital status, national origin, race, colour, religion, sex, sexual orientation or gender identity.
- Non-verbal conduct, such as staring, leering, giving inappropriate gifts, physical conduct, such as assault and unwanted touching.
- Visual images, such as derogatory or offensive pictures, cartoons, drawings or gestures. Such prohibited images include those in hard copy or electronic form.

**10.1.2 Sexual harassment**

Sexual harassment is unwelcome and unsolicited conduct of a sexual nature be it oral, verbal, visual or physical, that violates the rights of an employee and constitutes a barrier to equity in the workplace. Sexual attention becomes sexual harassment if the behaviour is persisted, although one single incident could constitute sexual harassment and/or the recipient has made it clear that the behaviour is considered offensive and/or the perpetrator should have known that the behaviour is regarded as unacceptable. The type of conduct that constitutes sexual harassment includes, but is not limited to, the following:

- threats, demands or suggestions that an employee's work status or any employment decision or condition affecting an employee is contingent upon the employee's tolerance of, or agreement to, sexual advances or requests for sexual favours;





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- abusing the dignity of an employee through unwelcome, insulting, degrading, exploitative or offensive sexual remarks or conduct;
- unreasonably interfering with an employee's work performance or creating an intimidating, hostile or offensive work environment; and
- sexual favouritism in the workplace that results in the granting or offering of employment or advancement opportunities or benefits based on submission to sexual advances, or request for sexual favours

Although having a consensual romantic relationship with another RBCT employee is not harassment, harassment may occur as a result of the relationship if either person in the relationship engages in conduct in the workplace that is inappropriate or unwelcome. Employees in consensual romantic relationships also must comply with section 7 of the BEP (Conflict of Interest).

### **10.1.3 Inappropriate behaviour**

Our goal is to have a work environment where we all treat each other respectfully and professionally. Any unprofessional or disrespectful behaviour, even if not illegal, interferes with that goal will not be tolerated. RBCT reserves the right to respond to inappropriate behaviour even where no one has complained or indicated they have been offended.

### **10.2 Performance feedback is not harassment or inappropriate behaviour**

Effective leadership requires that Managers talk with their employees about their job performance. Managers should be clear about how each employee is performing and how an employee's overall behaviour contributes to the workgroup's ability to deliver results consistent with RBCT's values.

Such discussions may be difficult and they always should be done professionally and respectfully. However, constructive criticism and supervisory actions regarding performance deficiencies or other workplace issues are not harassment or retaliation.

Every RBCT stakeholder has a role to play in achieving a respectful workplace:



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- RBCT expects respectful and professional behaviour at all times, no matter the situation. Remember that your actions reflect upon you, and potentially reflect upon RBCT. Be sensitive to how others may perceive your actions. Just because someone does not complain to you does not mean that they don't object to your behaviour.
- There is no reason to ever engage in unwelcome behaviour that has the purpose or effect of harassing others. Report any unwelcome behaviour you think might be harassment under this procedure.
- Be open to constructive feedback regarding performance deficiencies. Recognize that respectful supervisory actions regarding workplace issues are a necessary and appropriate step in performance feedback.
- If someone offends you, let that person know so that it won't happen again. If you have offended someone, understand his or her perspective, apologize and don't let it happen again.
- If you are aware of any behaviour that might violate this procedure, report it to your Line Manager or Supervisor or the Risk Management Department.

### **10.2.1 What to avoid**

- Any behaviour that is unprofessional or disrespectful, or that has the purpose or effect of harassing anyone.
- Any retaliation against someone who raises a concern or potential violation under this procedure.
- Missed opportunities to respectfully communicate to someone that you found his or her behaviour offensive.
- Unreported concerns or violations of this policy.

### **10.3 How to report a violation**

Most reports of suspected violations of this Procedure are made to RBCT Human Resources through the grievance process. You can contact the Human Resources department (Industrial Relations Manager). You can also use any of the additional reporting options such as Tip off Facility or the Whistle Blower Hotline 0800 20 50 94.



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**10.4 How will RBCT respond**

If you report a complaint of harassment or inappropriate behaviour, RBCT will investigate your concerns. Where there has been a violation of procedure, RBCT will take appropriate action to try to avoid future violations. In appropriate cases, RBCT may take disciplinary action (up to and including immediate termination) against those violating the Protection Against Harassment Procedure HI010

RBCT will inform parties about the status of reviewing their complaints. To respect the privacy and confidentiality of all people involved, RBCT might not share specific details of the discipline or other action taken.

**10.5 RBCT Management responsibility**

Every RBCT Supervisor and Manager is responsible for ensuring that RBCT provides a workplace free of harassment and inappropriate behaviour and that complaints are handled promptly and effectively. With the assistance of the Human Resources Department, RBCT Management must inform employees about the procedure, promptly investigate allegations of harassment, take appropriate disciplinary action, and take steps to assure retaliation is prohibited. Supervisors or Managers have a responsibility to report any harassment or inappropriate behaviour, or any claims of harassment or inappropriate behaviour, to the Human Resources Department.

**10.6 Retaliation and victimization is prohibited**

This Procedure strictly prohibits any retaliation and/or victimization against an employee or other person who reports a concern about harassment or other inappropriate behaviour.

**11. ELECTRONIC RESOURCES**

RBCT's electronic resources provide many tools through which information can be shared around the globe. The efficient use of electronic resources contributes to RBCT's success. It is RBCT's procedure that the company's electronic resources be used only in ways that do not violate the law. IT Procedure I005 explicitly states that RBCT employees must also protect RBCT's electronic resources from unauthorized uses and security threats.



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The term “RBCT electronic resources” means all electronic devices, software, systems and networks, directly or through a third party, used to transmit, receive, process and store RBCT information or data. RBCT electronic resources include, but are not limited to, computers, servers, databases, PDAs, telephones, wireless devices, e-mail systems, voice messaging systems, internet connectivity, I pads, memory sticks, etc. It also includes the use of non-RBCT-owned electronic resources storing or connecting to RBCT data. This procedure applies whenever these items are used.

RBCT allows reasonable and limited personal use of RBCT electronic resources by employees except for personal business purposes other than RBCT business. Employee personal use must be occasional and brief, must not unduly burden RBCT’s resources and systems, must comply with all laws and RBCT policies, and must not interfere with normal business activities or the employee’s ability to meet job expectations. In addition, for employee personal use for outside commercial ventures, personal financial gain is prohibited.

RBCT reserves the right to monitor and access employee communications or other materials created, received, stored, transmitted or processed using RBCT’s electronic resources at any time and without notice, where there is a business reason to do so and as permitted by law. For this reason, users of RBCT’s electronic resources should not have an expectation of privacy in e-mails, documents, files, voice files, other communications, materials created, received, stored, transmitted or processed using RBCT electronic resources, unless required by law.

**11.1 What it means**

- Use of RBCT electronic resources in accordance with RBCT policies and applicable laws, including RBCT policies and laws regarding information security, confidential information, regulated information, privacy, harassment, political activities, software implementation and record retention.
- Take appropriate measures to protect the security, confidentiality and integrity of RBCT electronic data and information, as per RBCT policies and applicable laws. For example:
  - Protect User IDs and passwords for RBCT electronic resources and ensure their proper use. Passwords are confidential information.



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- Ensure that your workstation and mobile devices connecting to RBCT networks meet corporate standards. Do not uninstall or disable RBCT-provided security solutions, such as anti-virus tools, firewalls or password-protected screensavers.
- Lock workstations when unattended.
- If using RBCT electronic resources in public places, take appropriate measures to protect RBCT confidential information. For example, when using your laptop on aeroplanes or in hotel lobbies.
- Use only properly licensed copies of computer software. Do not copy or use software licensed to RBCT unless RBCT's license from the software publisher permits the copying or use.
- Limit your personal use of RBCT electronic resources. Make sure your use is occasional and brief, does not unduly burden RBCT's resources and systems, complies with all RBCT policies, and does not interfere with normal business activities or your ability to meet job expectations.
- Be aware that RBCT reserves the right to access and monitor RBCT electronic resources and employee use of those resources, as permitted by law.

**11.2 What to avoid**

- Using electronic resources in a manner that violates any law or RBCT BEP, IT policies, etc.
- Using electronic resources in a manner inconsistent with a respectful business environment or which violates RBCT's Protection Against Harassment Procedure, for example, by sending offensive or harassing messages or downloading or viewing sexually explicit or other offensive material.
- Frequent personal use of RBCT electronic resources.
- Using RBCT electronic resources for outside commercial ventures or personal financial gain.
- Downloading, copying or using software or other materials in violation of copyright laws or license restrictions.
- Posting a list of passwords next to your workstation.
- Disabling any RBCT-required software.
- Using the RBCT e-mail system to send large personal photos or other large non-business files, this can negatively impact RBCT network operations or reputation.



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**12. SECURITY AND CONFIDENTIAL INFORMATION**

Employees and other stakeholders acting on behalf of RBCT are responsible for protecting RBCT's confidential information from unauthorized disclosure whether internal or external, deliberate or accidental. Employees and others acting on behalf of RBCT must know:

- The security precautions that apply to RBCT information, and
- How long to retain RBCT information, and how to properly dispose of it.

Just as we expect others to respect our company's confidential information, RBCT respects the confidential information of other parties. It is RBCT's policy to use only legal and ethical means to collect and use business information to better understand our business nature, customers and competitors. RBCT will not collect or use another party's confidential information without that party's permission.

**12.1 What it means**

- Protect RBCT confidential information regardless of the media in which the information is conveyed (i.e. printed, electronic files, e-mail, verbal conversation).
- Protect RBCT confidential information for the entire life cycle of the information from creation, storage, use, transmittal, retention through disposal.
- Contact your Line Manager/ Risk Management if you need help determining whether certain information is confidential.
- Share confidential information inside RBCT only with those who have a business need to know the information.
- Have a written, signed confidential disclosure agreement before disclosing confidential information to a party outside RBCT. Confidential disclosure agreements must be signed by a General Manager or the CEO.
- All employees to understand and acknowledge the electronic RBCT Confidentiality and Non-Disclosure Agreement on the workflow system. This agreement will be routed to the respective Line Manager for approval.
- Carrying your RBCT identification access card while at RBCT facilities ensures that others are authorized to be in your area and are authorized to have access to RBCT business information.
- Promptly report any actual or suspected unauthorized access or use of RBCT systems or RBCT information to:
  - Your Line Manager,
  - Whistleblower (HOTLINE) **0800 20 50 94** (available 24 hours),



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- Tip-Off Facility,
- The Risk Specialist and
- The Senior Internal Auditor

**Note:** As we do not disclose RBCT confidential information without a proper confidential disclosure agreement, do not accept another party's confidential information without a written, signed confidential disclosure agreement. These confidential disclosure agreements must be signed by a General Manager or the CEO. Unless you have another party's permission to use their information, make sure you can answer "no" to each of these questions before using the information:

- Is the information actually confidential information?
- Was the information obtained illegally or unethically?
- Would using the information violate any other business conduct policy?

**12.2 What to avoid**

- Sharing RBCT confidential information with friends or family.
- Talking about RBCT confidential information in public places, such as elevators, aeroplanes or restaurants, where you can be overheard.
- Leaving RBCT confidential information unattended on your desk, within RBCT facilities, in public areas, etc.
- Copying RBCT confidential information onto non-RBCT computers or systems, or accessing RBCT confidential information through non-RBCT computers or systems.
- Disclosing RBCT confidential information to anyone outside RBCT who does not have a confidential disclosure agreement protecting that information or to anyone inside RBCT who does not need to know the information.
- Receiving confidential information from an employee about his or her former employer.
- Using third party confidential information that has been obtained illegally or unethically.

**13. INTERNAL CONTROLS, FINANCIAL REPORTING, AND AUDITING**

RBCT management is responsible for the preparation of complete and accurate annual and consolidated financial statements in accordance with the International Financial Reporting standards for maintaining appropriate accounting and financial reporting principles and policies and internal controls designed to assure compliance with accounting standards, laws and regulations.



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It is RBCT's policy that employees and others acting on behalf of RBCT have a responsibility for the accuracy, thoroughness, timeliness of actual and forecasted financial information and compliance with RBCT's internal controls over financial reporting, disclosure controls and procedures, document retention and auditing policies. We ensure compliance with these policies through our internal and external auditors, and by monitoring the integrity of our financial management and reporting systems.

**13.1 Internal controls**

- Maintain and enter complete, accurate, and timely records and accounts for all business transactions, corporate assets and funds, and corporate liabilities.
- If you seek approval for expenditures from your supervisor, only do so for legitimate purposes and be sure to supply all pertinent and accurate documentation.
- If you have the authority to approve expenditures, be sure to exercise your authority only after considering whether the expenditure satisfies corporate policies. Take your approval authority seriously. You may be allowed to delegate it in some circumstances, but you retain ultimate responsibility for the use of your delegated authority. The delegation must be accompanied by clear instructions and ongoing oversight.
- Follow disclosure controls and procedures to ensure that important information is recorded, processed, summarized and communicated to the relevant stakeholders.
- Use corporate resources effectively and efficiently.
- Safeguard all physical, financial, informational and other company assets.
- Seek reimbursement only for expenses incurred during RBCT Official business.

**13.2 Financial reporting**

- Provide complete, accurate, timely and understandable financial and other information in internal reports and in any communication that you know may be relied upon by relevant stakeholders.
- Book expenses in the appropriate accounting period, using accruals only on services provided to RBCT but not yet paid for.





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**13.3 Document Retention**

- Retain records, e-mails and other documents and electronic files in accordance with the department's requirement or applicable law no longer than required or as per requirements of Protection of Personal Information Act 4 of 2013 and Protection of Personal Information Procedure SR002.
- If you become aware of any actual or potential legal proceeding or investigation involving the company or anything related to your job, immediately take steps to preserve all potentially pertinent records and files and promptly notify Risk Management Department.

**13.4 Cooperation with internal and outside auditors**

Cooperate fully and provide complete information to RBCT's Internal and External Auditors.

**13.5 Finance Committee process for handling complaints about accounting or auditing matters**

The Finance Committee has established a process for the receipt, retention and treatment of complaints regarding accounting, internal accounting controls, financial reporting and auditing matters, including the confidential, anonymous submission of such complaints.

You may report such complaints, anonymously if you wish, by calling the **Whistle Blower Hotline 0800 20 50 94** or RBCT Tip-off Facility. You may remain anonymous if you choose. All complaints reported will be investigated, and appropriate corrective action will be taken when warranted.

RBCT prohibits retaliation and/or victimization of anyone who raises a business conduct concern or cooperates in a company investigation.

**13.5.1 What to avoid**

- Using RBCT's funds or property for any unlawful, improper or unethical purpose.
- Financial reporting that is inconsistent with actual performance.
- Inaccurate financial records, such as overstated travel and living expense reports, or erroneous timesheets or invoices.
- Circumventing review and approval procedures.



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- Describing an expenditure for one purpose when, in fact, it is being made for something else thereof.

**14. COMPLIANCE**

RBCT and its employees are bound by the law. Compliance with all applicable laws and regulations will not be compromised; therefore, employees shall adhere to internal rules and regulations as they apply in a given situation. Internal rules are specific to the Company and may go beyond what is required by the law.

Employees also are expected to assist management in addressing suspected violations by bringing the concerns to their attention promptly, or by using the reporting options available i.e. Whistle Blower Hotline or Tipp Off Facility. Supervisors and managers are expected to escalate any suspected violation that has been brought to their attention by reporting them in accordance with company policy.

Employees and others acting on behalf of RBCT who violate this Business Ethics Policy may be breaking a law that could expose themselves and RBCT to substantial criminal fines, prison terms and civil damages under national and local laws around the world.

**15. COMMUNICATION**

There will be no reward of any nature for reporting information through the Whistle Blower hotline or Tip-off Facility.