

## SUPPLIER CODE OF CONDUCT

The Tongaat Hulett Ltd Group of Companies (collectively “THL”) has developed this Supplier Code of Conduct (the “Code”) to publicly declare what THL regards as morally or ethically acceptable behaviours from current and future vendors, suppliers, contractors, consultants, agents and other providers of goods and services (our “Suppliers”) and sets out the ethical values, standards, principles, and guidelines which bind Suppliers in their dealings with THL.

1. Unless otherwise required or prohibited by applicable laws, the Supplier warrants, to the best of its knowledge, that in relation to the performance of its obligations for THL:
  - 1.1 it does not use, engage in or support child labour practices in its own operation, or its supply chain, consistent with the International Labour Organization core labour standards and the United Nations Global Compact principles;
  - 1.2 it does not engage in or support slavery, human trafficking or any other form of forced labour (prison, indentured, bonded or otherwise) in its own operation, or its supply chain;
  - 1.3 it provides a safe and healthy workplace, presenting no hazards to its employees. Any housing provided by the Supplier to its employees is safe for habitation. The Supplier provides access to proper sanitation and clean water. Emergency healthcare is provided to its employees in the event of workplace accidents or incidents;
  - 1.4 it does not discriminate against any employees on any ground (including race, sexual orientation, religion, disability or gender);
  - 1.5 it does not engage in or support the use of corporal punishment, mental, physical, sexual or verbal abuse and does not use cruel or abusive disciplinary practices in the workplace;
  - 1.6 it pays each employee at least the minimum wage, or a fair representation of the prevailing industry wage, (whichever is the higher) and provides each employee with all legally mandated benefits;
  - 1.7 it complies with the laws on working hours and employment rights in the countries in which it operates; and
  - 1.8 it is respectful of its employees right to join and form independent trade unions and freedom of association.
2. The Supplier
  - 2.1 agrees that it is responsible for conducting its business in compliance with applicable environmental laws and regulations when performing its obligations for THL; and
  - 2.2 shall ensure that:
    - 2.2.1 it conducts its business in an environmentally conscious manner, and insofar as is feasible, utilises renewable energy resources; and
    - 2.2.2 it minimises the resources used and waste generated by it.
3. The Supplier shall ensure that it has ethical and human rights policies and an appropriate complaints procedure to deal with any breaches of such policies. In the case of any material complaints or breaches, the Supplier shall report the alleged complaint and proposed remedy to THL.
4. The Supplier shall comply with all applicable anti-corruption laws and the THL Anti-Bribery & Corruption Policy available on [www.tongaat.com](http://www.tongaat.com), in connection with the performance of its obligations for THL. The Supplier will not, directly or indirectly, make any payment, offer or promise to make any payment or transfer of anything of value to:

- 4.1 any government official, or to any political party or any candidate for political office, with the purpose of influencing decisions favourable to the Supplier and/or its business in contravention of applicable laws; and/or
- 4.2 any employee of THL, other than bona fide gifts or entertainment in accordance with the conditions laid down in the THL Conflict of Interests Policy and Gifts and Hospitality Policy.
- 5 The Supplier will not, directly or indirectly, undertake any act or omission, whether alone or together with any other person or entity, which may contravene any applicable competition/anti-trust legislation, regulations and/or rules.
- 6 To the extent to which the Supplier undertakes its business activities in the Republic of South Africa, it shall comply with Broad-Based Black Economic Empowerment (“BBBEE”) legislation and policies and on or before 1 May of each year it shall provide THL with a BBBEE Rating Certificate issued by an accredited agency.
- 7 The Supplier shall –
  - 7.1 establish and maintain adequate personal data and information security protection for the information that is processed by the Supplier or any third parties acting on its behalf; and
  - 7.2 operate in a manner that is consistent with applicable data protection/privacy laws and aligned with industry standards for the protection and security of all information, including personal information.
- 8 THL expects all subcontractors engaged by its Suppliers to share the principles expressed in this Code of Conduct for Suppliers & Service Providers. Accordingly, the Supplier undertakes to reinforce the standards recorded herein further down its supply chain.
- 9 THL may, in its discretion, acting reasonably, verify a Supplier’s compliance with this Supplier Code of Conduct by performing audits or other assessments of the Supplier’s facilities, records and business processes, or undertake such through a mutually agreed third party.
- 10 Material breaches of this Supplier Code of Conduct may result in disqualification as a THL supplier and the termination of any business relationship with THL.

Whistle-Blowing Facility:

All Suppliers and employees of THL must report any conduct that is inconsistent with the letter and spirit of this Code. THL will ensure that safe and effectively managed processes are in place for employees and suppliers to report unethical and or unlawful conduct. Suppliers may elect to contact the THL Forensics Unit or provide such information on an anonymous and confidential basis via the THL whistle-blowing facility (Deloitte Tip-offs Anonymous) as listed below:

Email : [Tonga@tip-offs.com](mailto:Tonga@tip-offs.com)

website: [www.tip-offs.com](http://www.tip-offs.com)

South Africa	Botswana	Zimbabwe	Mozambique
FreeCall: 0800 212 187 FreeFax: 0800 00 77 88 SMS: 32840 FreePost: KZN 138, Umhlanga Rocks, 4320	FreeCall: 0800 600 644 - BTC only 1144 - Orange only 7111 9761- Mascom only	FreeCall: 0808 4461 - Econet 0808 5500 - Econet 0716 800 189 - Net One 0716 800 190 - Net One 0732 220 220 - Telecel 0732 330 330 – Telecel Email : reportszw@tip-offs.com	FreeCall: 82 3 450 - Mcell only 800 333 312