

LEGAL AND OTHER COMPLIANCE POLICY

	NAME	DESIGNATION	DATE
Compiled	Cathie Lewis	Group Company Secretary	2013
Reviewed	Executive Committee	Executive Committee	2018
Approved	Executive Committee	Executive Committee	2018

1. INTRODUCTION

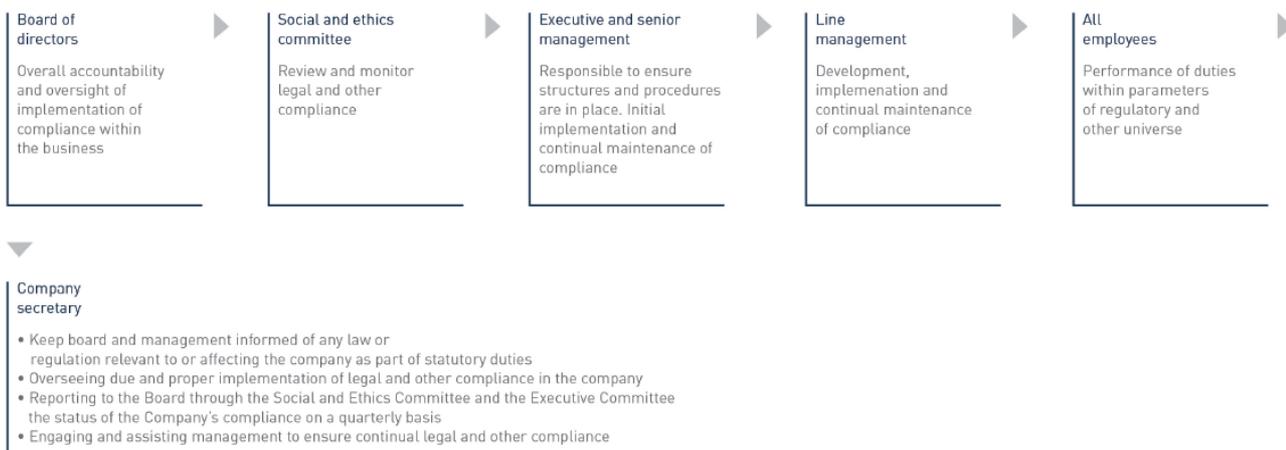
Legal and other compliance is imperative as an important principle of good corporate governance, as set out more fully in Principle 13 (Compliance Governance) and identified as a fundamental concept in the King IV Code of Corporate Governance for South Africa, 2016, and included in the JSE's Listings Requirements.

The King IV Code recommends that compliance is understood and implemented not only as an obligation, but also as it creates protection and rights. Of importance is that compliance is understood in a holistic way in terms whereof the laws, regulations, non-binding rules, codes and standards applicable to the company can be interrelated, and in some instances, interdependent.

The purpose of compliance is to enable the company to achieve its strategic objectives and create value, whilst effectively managing the risks, including reputational and financial risks, associated with non-compliance with the applicable regulatory universe.

The organisational structure sets out the accountable and responsible persons with corresponding responsibilities.

2. ORGANISATIONAL STRUCTURE AND RESPONSIBILITIES



3. COMPLIANCE STRUCTURE

A compliance structure has been developed, which comprise the following:

1. Group regulatory universe.
2. Regulatory universe for Freight Services and Financial Services divisions.
3. Regulatory universe for business units within the two divisions mentioned above.
4. Compliance Risk Management Plan (CRMP) for business units.
5. This Legal and Other Compliance Policy.

4. COMPLIANCE PROCEDURE

The compliance procedure is as follows:

1. The group regulatory universe has been developed and approved by the board of directors as overall group framework, comprising the pieces of legislation, regulations, codes, standards and other voluntary regulations applicable to the group using the Pareto Principle (80/20 rule, whereby 80% of the regulatory universe is covered by 20% of the applicable pieces of legislation).
2. The regulatory universes of the respective divisions have been developed and approved by the divisional executive on the same principle as the group regulatory universe.
3. From the divisional regulatory universe, business unit specific regulatory universes are developed by the relevant divisional senior management.
4. CRMP, or checklists of each piece of legislation included in the regulatory universe, are developed, implemented and maintained by divisional line management as tools to ensure compliance, or identify instances of non-compliance, and provide for the development of management plans to address such non-compliances.
5. The Company Secretary, together with senior operational management identifies new legislation, regulations and other codes and standards applicable to the company and where appropriate, the legal universes are amended accordingly.
6. Training and awareness of legal and other compliance is identified and provided as and when required.
7. Compliance assessments are conducted, as required in terms of the company's combined assurance model.
8. The Company Secretary, in consultation with operational senior management reports the status of legal and other compliance of the company quarterly to the executive committee and board of directors, through its social and ethics committee.