

Code of Conduct

Contents

A Message from the Chief Executive Officer	3
Purpose and Core Values	4
Our Commitment to Diversity.....	4
Integrity in Everything We Do.....	4
One ZIMILE, One Code	5
What Laws Should I Know and Follow?	5
Our Commitment to Non-Retaliation	5
Our Commitment to Diversity.....	5

A Message from the Chief Executive Officer

Welcome to Zimile Consulting Engineers' Company's website. Zimile is an exciting, fast growing engineering company with a family-friendly atmosphere, a strong dedication to customer satisfaction, and a drive to provide positive technical contributions to the nation's most difficult technological problems. We love to work on exciting and complex programs that span the depths of the ocean to the furthest corners of the South Africa. Here at Zimile our business operations and culture are anchored in our core values and characteristics. It is our firm belief that by embracing these values, we will achieve success:

Leadership

Leaders set objectives and define the direction for the group. Leaders create and embrace change and set the example. Leaders are committed to professional development starting at the lowest levels of the company. Leaders demonstrate initiative, and follow through.

Integrity

Those with integrity possess strong moral character, exhibit consistency between words and deeds, and do what's right. They establish trust by demonstrating honesty, ethical behavior, and accountability.

Customer Relationship/Loyalty

Customer focus is demonstrated by responsive, dependable, empathetic advocacy of customer's needs, goals, and objectives thereby creating positive word of mouth advertising about Zimile .

Communication

Effective communicators set clear objectives with explicit, measurable, goals and a realistic timeframe for achievement. They are available and approachable, and demand performance while providing constructive evaluation and feedback.

Vision

Having vision is possessing a keen sense of what to do to maximize the potential of the company. It's demonstrated by proactive, forward thinking and planning that anticipates and delivers performance beyond the company's and customer's current needs.

Sound and Timely Decision Making

Good decision-making requires good decision analysis. It requires identification of options, clarity of judgment, completeness, thoroughness, decisiveness, and effective implementation. In short, it means getting it correct.

Continuous, Measurable, Improvement

Always look for a better way of doing things. Seek new, innovative opportunities to excel, overcome adversity, and provide alternative, constructive views. Continually improve processes and systems to improve productivity.

We hope you will consider joining us as we guide our company towards a bigger and brighter future.

Yours Sincerely,

The CEO

Purpose and Core Values

Our Commitment to Diversity

ZIMILE is committed to fostering a workplace where we are all treated with dignity and respect. We believe our differing backgrounds, experiences and perspectives give our company the strength we need to lead in our marketplace and reflect our commitment to diversity. For these reasons, ZIMILE will not tolerate discrimination or harassment in the workplace. We all have the responsibility to treat our colleagues — as well as applicants for employment — with respect and in a fair, non-discriminatory manner

People

The expertise, passion and thought leadership of our talented people around the world make our success possible. We respect and encourage our people's ideas, diversity and cultures.

Clients

We are committed to our clients and to setting industry standards for service and delivery. We take ownership for solving our clients' problems and anticipating new opportunities.

Excellence

We believe in delivering unequivocal excellence in everything that we do.

Integrity

We must always maintain our commitment to acting ethically and with integrity — in all that we do, every day of the year.

Safety

We are a company that puts safety first. We are all accountable for keeping ourselves and our colleague's safe, and for delivering work safely to our clients.

Innovation

We differentiate our company by challenging ourselves to look for new and better ways to deliver our expertise through innovative solutions that enable each client to realize its vision.

Integrity in Everything We Do

At ZIMILE we are committed to doing the right thing in all that we do. We believe this commitment to integrity has made our company an industry leader, and will continue to serve our growth in the years ahead. This Code of Conduct ("Code") addresses our company's professional, ethical, financial and social values. It sets forth what is expected of all ZIMILE employees, wherever we conduct business. Our Code also represents our commitment to our clients, shareholders, partners and the communities in which we live and work. Our Core Values are the foundation for this Code.

The following principles set forth the guidelines of behaviour that we must follow:

- Ethical behaviour is the basis for everything we do.
- ZIMILE is committed to treating its employees fairly, and
- Providing each of us with opportunity for advancement and growth.
- Teamwork, mutual respect and trust, and open communication are the foundations of ZIMILE's culture.
- ZIMILE strives to be a responsible corporate citizen in the communities in which we operate.
- Meeting clients' needs is of utmost importance.
- We are committed to compliance with the laws, rules and regulations applicable everywhere we conduct business.

Our Code is meant to provide guidance regarding these principles. However, one document cannot possibly address every law, rule, policy or scenario we may encounter in our daily work. Nor is our Code a substitute for

exercising common sense and good judgment, or seeking guidance when we need it. To help you determine whether a particular action is appropriate, ask yourself the following questions:

- Would my action comply with the spirit and purpose of ZIMILE's policies?
- Would I feel comfortable about doing this, or would it violate my personal standard of conduct?
- Is this action honest in all respects?
- How might this action affect others?
- Would this action embarrass me or ZIMILE if it became known to my clients, co-workers, professional colleagues, family or friends?

If you have any questions about this Code or any doubts about a particular course of action, you should consult with Management, Human Resources or a ZIMILE In-House Counsel.

One ZIMILE, One Code

We all have an obligation to read, understand and follow this Code of Conduct. It applies to all ZIMILE employees, officers and directors, including those of our subsidiaries and joint ventures, where ZIMILE has the majority interest. Further, we expect that our suppliers, agents, business partners, consultants and licensees will follow similar principles. Using our Code to guide our actions allows us to preserve our reputation for doing business the right way. To this end, each of us must:

- Personally abide by the Code.
- Not assist others in violating the Code.
- Report any perceived violation or request that might constitute a violation, by following the procedures outlined in the "How Do I Raise Concerns?" section of this Code.
- Take action as requested to remediate any potential violations or violations of the Code.
- Complete training on the Code and other assigned learning in a timely manner.

You are responsible for reading and understanding the Code and expected to abide by it. Violations of the Code will result in disciplinary measures, including termination of employment. ZIMILE also expects its consultants, subcontractors and other third parties to be aware of and adhere to these ethical standards as described in this Code. If you become aware of any activity involving the conduct of these individuals that violates the principles of this Code, you must disclose it to Management, Ethics and Compliance Office, or In-House Counsel.

What Laws Should I Know and Follow?

ZIMILE is a national company with operations in more than 5 Provinces countries. Laws differ among the various locations where we conduct business. Wherever we are located, we must know and follow the laws and regulations that apply to our business and the countries where we operate. Many of our clients also have Codes of Conduct and may ask us to comply with them as part of our work. If you are ever unsure about whether a law, Regulation or other obligation applies — or if there is a conflict between local law or another company's code and this Code-contact Management or In-House Counsel for additional guidance.

In addition, you must abide by ZIMILE's internal policies, particularly the Delegations of Authority, as it is the basis for our authority to act on behalf of the company. The Delegations of Authority are available on my ZIMILE

Our Commitment to Non-Retaliation

ZIMILE does not tolerate acts of retaliation against anyone who makes a good faith report of a possible violation, or who participates in an investigation of possible wrongdoing. Acting in "good faith" means that you come forward with all of the information you have and believe you are giving a sincere and complete report. Simply stated, it does not matter whether your report actually uncovers unethical behaviour, but you must have honest intentions in making it. At any time, you may in good faith report a suspected violation of our Code, company policy or the law without fear of retaliation or any adverse impact on your employment. Individuals who take action against a person for making a report or participating in an investigation will face disciplinary action, up to and including termination. Likewise, anyone who makes a report not in good faith will be subject to disciplinary action.

Our Commitment to Diversity

ZIMILE is committed to fostering a workplace where we are all treated with dignity and respect. We believe our differing backgrounds, experiences and perspectives give our company the strength we need to lead in our marketplace and reflect our commitment to diversity. For these reasons, ZIMILE will not tolerate discrimination or harassment in the workplace. We all have the responsibility to treat

our colleagues — as well as applicants for employment — with respect and in a fair, non-discriminatory manner.

ZIMILE offers equal employment opportunities for all applicants. This gives each of us equal consideration for employment, regardless of background. ZIMILE makes all decisions regarding recruitment, hiring, training, promotions, transfers and layoffs based on merit, and never on any trait protected by law. Such traits include, but are not limited to age, ancestry, colour, sex, HIV status, marital status, medical condition, national origin, physical or mental disability, race, religion, sexual orientation, gender identity and veteran and citizenship status.

Maintaining a respectful workplace also means that we never engage in or tolerate any form of harassment. To be clear, “harassment” is any action that creates or seeks to create a hostile, intimidating or offensive work environment. Harassing behaviour can be sexual or nonsexual in nature. In either case, it has no place at ZIMILE. Harassing conduct can include, but is not limited to:

- Verbal remarks (comments, suggestions, jokes or requests for sexual favours).
- Pictures (drawings, photographs or videos).
- Physical behaviour (suggestive looks, leering or unwelcomed touching).

In any form, harassment is a violation of our Code and company policy. If you feel you or someone else is being harassed or discriminated against, report your concerns to Management, Human Resources or In-House Counsel right away.