

## **KAROOOOO LIMITED**

*including its subsidiaries and affiliates*

### **(“KRO” / the “Company” or the “Group”)**

#### **Media and Public Relations Policy**

As an open, accountable and transparent organisation, KRO values the role that media plays in communicating news and information to the public, to help inform the public and to report on the public’s views and opinions about KRO.

KRO has a responsibility to provide accurate information and respond to media requests with promptness, courtesy, honesty and respect and is committed to developing and maintaining professional working relationships with the media.

Furthermore, KRO has a corporate social responsibility to its customers, the communities it operates in and to the environment in general. KRO’s brands, that include the Karooooo, Cartrack and Carzuka brands, are of paramount importance to the continuing success of the Group and every staff member carries a responsibility to uphold and promote the reputation of the Group in the public domain. KRO is therefore committed to deal openly, honestly and responsibly with all complaints or concerns that may be lodged against the Group, either directly or through the public media.

#### **Purpose**

- To establish guidelines for communications by the Group, including the release of information about the Group to the general public, media, customers, investors and other stakeholders.
- To promote KRO’s reputation and ensure consistency and professionalism in how the Group and its designated employees communicate with the media.
- To ensure that an appropriate balance is struck between providing consistent and equitable access to information and the effective and efficient management of such proceedings.
- To ensure any public complaints or concerns aimed at the Group are responded to sensitively and responsibly to minimise brand damage and are resolved in a manner that will protect and, if possible, enhance the Group’s reputation and image.
- To provide a framework for appropriate online publishing and discussion by employees, including blogs, user-generated video and audio, virtual worlds and social networks.

#### **Application**

Encompasses all forms of direct and public media, including:

- Local, provincial or national newspapers and magazines in printed and digital format
- Radio and television
- Internet sites
- Social media

## **Media Relations, Public Comments and Designated Spokespeople**

### **Media Relations**

All media enquiries must immediately be referred to the Group CEO and/or Group CFO or the Marketing department.

Unless otherwise authorised, media-relations activities and media interviews are restricted to the Group CEO and the Group CFO. In addition, the Chairman of the Board of Directors is the primary spokesperson for the Company on matters of corporate governance. In specific circumstances, the following exceptions are made:

- the Group CEO and Group CFO may, where appropriate, designate the Group Sales Director, the CEO (South Africa) or any other designated Officer of the Company, to act as respondents to certain media enquiries and interviews in relation to financial reporting and securities; and
- from time-to-time, senior managers and/or other subject-matter experts may be called upon to speak to the media regarding specific areas of responsibility or subject matter. These opportunities will be pre-arranged in consultation with the Group CEO and/or Group CFO.

Any such specifically appointed person will be a Designated Spokesperson for purposes of this policy.

Unless in conflict with the business requirements of the Company, media deadlines are to be respected wherever possible.

Employees who are not specifically authorised to serve as spokespersons may not respond, under any circumstances, on behalf of the Company to any enquiry from, or initiate communication with, the media.

### **Designated Spokesperson**

Any Designated Spokesperson has a duty to communicate in a responsible manner, refraining from conjecture or speculation and subject to any disclosure restrictions imposed by legislation or relevant regulatory authorities. No response may be made in writing unless reviewed and authorised by the Group CEO and/or Group CFO or the Board.

### **Investor Relations Meetings**

The Company will conduct four investor relations meetings a year to coincide with financial reporting and will simultaneously webcast the meeting over the Internet. The purpose of the meeting is to share the Group's results. From time to time investors or prospective investors (i.e., those who buy or sell our securities) may visit the Company, but these meetings will not be a forum for sharing non-public information.

## **Monitoring Corporate Advertising and Marketing Materials**

The Company monitors advertising and marketing materials to ensure that:

- claims are truthful;
- no material, non-public information is included;
- forward-looking statements are identified as such and monitored to make certain they are publicly updated should circumstances change materially; and
- material put in the public domain is appropriate and tasteful and in no way disparaging or contrary to the public interest.

## **Responsibility for Monitoring the Company's Website**

Investor Relation is responsible for placing investor-related information on the Company's website and monitoring the information for accuracy and completeness. Any material changes in information will be updated promptly.

The Marketing Manager is responsible for monitoring and maintaining the brand and product/service content of the website and ensuring it is accurate and conforms to the Corporate ID requirements.

## **Public statements of personal opinion**

Employees may not make any public statements of personal opinion regarding the Group. This includes comments on social media platforms that may be linked to the Group by association, even if the intention was not to involve the Company, and irrespective of whether the comments may be considered positive.

## **Social Media**

*Social media and privacy cannot coexist (Jon Hyman)*

There is no clear line between an employee's work life and personal life. Given the public nature of social media sites, employees' posts can be viewed instantly and globally. Be aware that the Internet is not anonymous, and acts as a permanent record. Everything written on the web may be traced back to its author even after it has been deleted. This creates an avenue for outside parties to link personal writings/photographs/behaviours to the individual. Information is backed up often and repeatedly, and posts in one forum are usually replicated in others through trackbacks and reposts or references.

The general common law rules of **defamation** are applicable globally to all social network sites and the electronic communication media (including email). Irresponsible use and posting of damaging statements and information on social media can have far-reaching and unacceptable consequences for the Group and may have serious consequences for offending employees.

## **General Conduct Rules**

- Never write or disseminate anything that you would not put in a public forum. If you are identified as a Company employee or are known to be one, you are now connected to your co-workers, managers and even the Group's

customers. You should ensure that content associated with you is consistent with Group policies and brand objectives.

- Employees may not post, distribute, disseminate or link to any material or information that is defamatory, threatening, harassing, indecent, discriminatory, racist, obscene, offensive, hostile, infringes copyright, constitutes a contempt of court, or is otherwise unlawful. This includes the spreading of rumours and misinformation.
- Employees may not post, distribute or disseminate material or comments that may infringe on the rights and privacy of the Group or any individual. This includes personal attacks or comments disparaging of an individual or group.
- Employees may not post any Company confidential or proprietary information.
- Employees should respect the privacy of customers. Employees may not use or discuss any information regarding customers for any non-business purpose. This includes contacting customers for social reasons or soliciting outside business.
- Employees may not post any material or information that may reflect poorly upon the Group or bring the name or reputation of the Group into disrepute. Even if acting with the best intentions, anything put out there may be linked to Group and may potentially harm the Company and its subsidiaries.
- Only those individuals officially designated by the Company have the authority to speak on behalf of the Company. By identifying yourself as a Group employee or if you are linked to the Group in any way, people may confuse your opinions with those of the Company and its subsidiaries.

#### Misconduct

Any misconduct by an employee under this policy will be addressed in accordance with the appropriate Company disciplinary procedures.

#### **Appointment and Management of Outsourced Media Services**

The Group CEO or Group CFO may appoint outsourced media services from time to time at their discretion and on such terms and conditions as may befit the appointment, documented in a detailed service level agreement that will stipulate the scope and nature of such services. Any service provider engaged to perform media services to the Company shall be subject to the policies and procedures of the Company, more specifically this Media and Public Relations Policy. The service provider shall report directly to the Group CEO, Group CFO or any person they may designate for this purpose.

#### **Crisis or Emergency Plan**

***Tell it all, tell it fast and tell the truth.***

A crisis or emergency is any situation that threatens the integrity or reputation of the Company, brought on by or likely to evoke adverse or negative media attention, like any material legal dispute, theft, fraud, serious accident, fire or manmade disaster that could be attributed to the Company. It can also be a situation where in the eyes of the media or general public the Company did not react to one of the above situations in the appropriate manner. Adverse comments published or made on social media, on radio or television that constitute a material complaint or severe criticism of the Company may also qualify as an emergency/ crisis. This Plan is designed to minimise/contain the resultant damage.

In the event of a crisis or emergency, ***immediately*** contact the members of the Crisis Communication Team.

**Crisis Communication Team**

| <b>Designation</b>      | <b>Name</b>                    |
|-------------------------|--------------------------------|
| Group CEO/ Chairman     | Zak Calisto                    |
| Group CFO               | Morne Grundlingh/ Hoe Shin Goy |
| Group Company Secretary | Anname de Villiers             |
| Investor Relations      | Phillipe Welthagen             |
| Media Relations         | Lauren Human                   |

**Objectives**

The main objective is to protect the integrity and reputation of the Company without misleading the public.

**Positioning**

Holding statement

The Crisis Communication Team must prepare a brief statement to inform the Media that the matter is being investigated as a priority and that a comprehensive response would follow. Failing to communicate as soon as possible may be a lost opportunity to control/contain events.

*Sample News Release*

A (what happened) at (location) involving (who) occurred today at (time). The incident is under investigation and more information will be forthcoming.

Approach

The Company will not lie, deny or hide involvement. It will investigate, accept appropriate accountability and act responsibly to re-establish credibility and confidence.

The cause of almost all crises falls into two broad categories:

- Overt acts and acts of omission

- Issues of competence or lack thereof in matters of public perception

Consider the wide range of consequences, such as legal, financial, public relations, market perception and others.

### Fact finding

Gather all facts and verify the nature and scope of the incident as well as the accuracy of information. Do not accept anything at face value – question everything.

### Spokesperson

Appoint a primary spokesperson and experts or advisors as may be required. The primary spokesperson should be:

- skilled in handling media;
- skilled in directing responses to another topic;
- skilled in identifying key points, able to speak without using jargon;
- respectful of the role of the reporter;
- knowledgeable about the organisation and the crisis at hand;
- able to establish credibility with the media;
- able to project confidence to the audience;
- suitable in regard to diction, appearance and charisma - sincere, straightforward and believable;
- able to remain calm in stressful situations.

In the event of the involvement of other parties in the crisis, such as police, fire department, health officials, etc., they will also have a spokesperson. It is important to obtain the identity of that individual as early as possible so all statements and contacts with the media can be coordinated between the two individuals and their organisations/interests whenever possible.

### Key Messages Worksheet

Agree and document 3 or 4 key messages and supporting background information. Resist the temptation to elaborate too much.

### Rehearsals

It is important that the spokesperson, expert and advisors spend some time rehearsing prepared statements and answers to possible "tough" questions that may be asked by reporters. If possible, similar rehearsals should be conducted prior to each media interview, briefing or news conference. Anticipate and practice new questions as the story evolves. These questions and answers should be for internal use only and not for distribution outside the organisation.

Do not volunteer information unless it is a point the Company wants to make and the question hasn't been asked.

Do not talk off the record.

Prepare a generic fact sheet about the Company and try to make a complicated issue as simple as possible for the audience.

### Contact log

Establish a log to record all telephone calls from the media or other parties inquiring about the crisis to assist in the post-crisis analysis.

The contact log should contain the following information:

| Date | Caller name | Questions/ issues | Contact no 1 | Contact no 2 | Referred to | Comments |
|------|-------------|-------------------|--------------|--------------|-------------|----------|
|      |             |                   |              |              |             |          |

#### Media Follow-up & ongoing Media Relations

Monitor media coverage and assess and correct factual errors. Advise media of any significant new developments.  
Log all media contact.

#### Evaluation

Evaluate the effectiveness of the Plan and revise if necessary: -

What was successful?

What process should be improved?

What could be done to avoid this in future?