

Safedrive Africa  
Foundation (SDAF)  
**CODE OF  
ETHICS**

DRIVING THE CHANGE

**SDAF**  
SAFEDRIVE AFRICA FOUNDATION  
*the road safety concern*

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# INTRODUCTION FROM SDAF

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At its meeting on 8 October 2014, our Board of Directors approved the wording of the SDAF's Code of Ethics policy.

Not only does this Code supplement the laws and regulations that govern us and our operations, it should also encourage everyone connected with the SDAFs and the institution to conduct themselves in an exemplary fashion worthy of Safedrive Africa Foundation employees.

It summarises the fundamental values of our organisation, which we are all bound to protect and uphold, values that must all embody general principles

It pertains to all members of the organisation acting in the interest of all road users, drivers of motor vehicles (all classes), Boda Boda riders, cyclists, pedestrians, including the vulnerable and the children.

- Operating only within their field of expertise,
- Upholding the dignity of their professional role and not engaging in activities that could constitute a conflict of interest.

We are all responsible for compliance with laws, regulations and standards. We are all guardians of the moral and ethical principles that underpin our various professions.

We all contribute to enhancing the reputation and promoting the internal and external image of our organisation. The Code of Ethics exists to remind us of this, to guide us and to help us make the right decisions. It is provided as a reference to clear up any uncertainties.



Isaac Mutashi  
Chairman / Executive Director

## SDAF EXECUTIVE COMMITTEE

Salome Gatere  
National Secretary

James Nyamwea  
National Treasurer,

Zachare Ngare  
Associate Director,

Mary Oranga  
Board Member,

Thomas Riaga  
Co Funder,

# PREAMBLE

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The prosperity and development of an organisation depend to a great extent on the confidence it places in its social environment and inspires in its employees, community, shareholders, partners and suppliers.

The **Code of Ethics** reasserts the SDAF's collective commitment to instil and develop this confidence. Its goal is to allow each individual, in his or her daily activities, to embrace the fundamental values upheld by its board members and employees: promoting the protection of its employees, safeguarding its assets, promoting responsible citizenship, protecting its clients, partners, donors and promoting its products and services.

**Respecting these values will thus help enhance the SDAF's positive reputation and its performance.**

## How is this Code used?

The Code is a set of values and provisions which, though they cannot cover every possible circumstance, should help each person, according to his or her judgement and sense of responsibility, seek and take the correct decision in any given situation, in accordance with the laws and regulations applicable in the countries in which the Group operates and the social, societal and environmental commitments undertaken by SDAF.

*(1) Including the various commitments SDAF has entered into, such as the United Nations Global Compact and the SDAF Declaration of Employees' Fundamental Rights, or any subsequent text replacing it.*

# 1

## PROTECTION OF BOARD MEMBERS

**Respect for people is a fundamental value at Safedrive Africa foundation (SDAF):** each individual has a duty to contribute to the cohesion of the organisation by conducting professional relationships with both Officers and colleagues that are open, loyal and respectful to all.

As such, the SDAF Organisation undertakes:

Not to discriminate for any reason whatsoever in working relationships and in particular:

- Not to discriminate against persons on the grounds of gender or age, racial, social, cultural or national origin, union activity, sexual preference, disability, political opinion or religion;
- To recruit and promote its staff members according to their specific qualities and treat them with dignity, with-out favouritism and with due respect to their private life
- To take the necessary measures to ensure that working conditions protect the health and safety of the Board;
- To take the necessary measures to ensure the safety and protection of individuals;
- To comply with laws and regulations governing the protection of the Board member personal data.

# 2

## PROTECTIONS OF THE ORGANISATIONS ASSETS

### PROTECTION OF TANGIBLE AND INTANGIBLE ASSETS (2)

The safeguarding of the organisations assets is key to its prosperity, which is of benefit to all employees.

The SDAF's member staffs are duty-bound to help protect and preserve its assets against all forms of deterioration and damage, theft or misappropriation and, in particular, not to use them for personal reasons.

### RESPECT FOR CONFIDENTIALITY

One of the means by which intangible assets are protected is by implementing and respecting confidentiality. The SDAF's member employees may hold information belonging to the SDAF that must remain confidential insofar as its disclosure may be harmful to the SDAF's interests.

This information may relate to research, education, and technical projects, health and safety data, operations and financial plans, HR data and all elements that may involve intellectual property rights and know-how.

Each individual must ensure that this information is not circulated outside the organisation or even communicated to persons employed within the institutions who are not authorised to obtain it, such as apprentices. The same applies to temporary workers, trainees and board member of service organisation called upon to implement a service contract on one of the SDAF's clusters.

### PROTECTION AND ENHANCEMENT OF THE SDAF'S IMAGE

The quality of the organisation's corporate image and the reputation of its products and services are necessary conditions for its long-term sustainability. The SDAF's member employees, aware of their importance, must help maintain its positive reputation and abstain from any disparaging act and from initiating or supporting any boycott action, negative communication, institutional campaign or any action unfavourable to the Group, of any kind, including when using public social media.

No external communication may be circulated by unauthorised persons. All communication must first be approved by the management, who must inform the competent authorities.

*(2)'Assets' in this instance refers not only to tangible property such as facilities, vehicles, equipment, computers, IT systems and supplies, but intangible assets such as intellectual property, know-how and the sensitive data we handle.*

# 3 PROTECTIONS OF PARTNERS

The confidence placed by the SDAF's partners in its initiative and service products are one of the organization's primary concerns.

The confidence of customers is acquired and maintained, in particular, through stringent respect for their rights, preservation of their interests and a constant concern to undertake only those commitments that can be upheld and respected.

To this end, the SDAF and its staffs undertake to:

- Comply with all rules, processes and technical and environmental requirements that govern the safety and quality of the SDAF's products;
- only deliver to community and partner verified and honest information about the products and services delivered and their characteristics;
- Comply with laws and regulations governing the protection of Partners, donor or clients and prospective communities' personal data.

# 4 PROTECTIONS OF SHAREHOLDERS

## INFORMATION SHARING

As with all forms of communication, whether pertaining to accounts, finance or management, within and outside the organisation, the integrity and sincerity of the information published are key to building the trust of its partners and the sponsors upon whom the SDAF calls to finance its growth.

Each employee concerned must take responsibility for the integrity and sincerity of the information. Similarly, on an annual basis, the Board of Directors, assisted by the Audit, Risks and Ethics Committee (CARE), ensures compliance with the principles and rules laid down by the Group in this area.

## PREVENTION OF INSIDER TRADING

All Officers, corporate officers and employees of the Group in possession of insider information, on an occasional or permanent basis and regardless of their level of responsibility, must abstain from all trading activity conducted directly or through an intermediary, pertaining to the shares of Renault or Nissan or any organisation within the Group to which the information relates, before said information is made public.

The use, for personal ends, of insider information concerning the SDAF or third parties, which a member of staff may have learned in the context of or while undertaking his or her activities, is not only contrary to professional ethics but may also constitute insider trading.

# 5.

## PROMOTION OF RESPONSIBLE CITIZENSHIP IN A GLOBAL ENVIRONMENT

### **POLITICAL AND RELIGIOUS ACTIVITIES**

Staff member who undertake political and/or religious activities shall do so outside the group, in a strictly private capacity, outside working hours and abstaining from any attempts at proselytizing. They shall under no circumstances invoke their employment by the SDAF. Moreover, our organisation does not finance political parties or religious institutions.

### **RELATIONSHIPS WITH THIRD PARTIES**

#### **ECONOMIC PARTNERS**

The Group wishes to foster loyal and equitable relationships with its economic partners (members of the sales network, financial partners, suppliers, etc.).

#### **SUPPLIERS**

All services must be subject to competitive tendering and an order or contract, as well as a regular inspection of their appropriateness and compliance with changes in competition, according to the rules of the organization's purchasing policy. Suppliers must only be selected according to their performance, assessed on the basis of objective criteria. This selection should also take into account ethical criteria applied internally by suppliers; in particular, the organisation shall ensure that its suppliers adhere to the fundamental rights of employees and the occupational hazard prevention policy in accordance with the principles laid down by Renault, and that they undertake to ensure that they are adhered to by their own suppliers.

#### **NON-COMMERCIAL PARTNERS**

Public relations, sponsorship and all other forms of non-commercial relationships must not be subject to favouritism.

#### **RECOURSE TO INTERMEDIARIES**

Having recourse to representatives, negotiators, advisers and consultant forms part of those acts which are necessary for the proper management of the SDAF, thanks to the skills and assistance which such parties provide.

The intervention of these intermediaries is only justified in this context after a rigorous selection procedure and provided that it gives rise to real services; it must be incorporated naturally into the legal framework.

Their remuneration must be transparent and proportional to the services stipulated in the contract.

#### **CONFLICTS OF INTEREST - PARTNERS IN EXTERNAL INSTITUTIONS**

Our staff may be confronted with situations in which their personal interest, or the interests of natural persons or legal entities that they are associated with or in the management of which they are involved, may enter into conflict with the interests of the SDAF. It shall be their responsibility in such cases to declare the conflict of interest to their department manager.

### CORRUPTION AND DISGUISED REBATES

No staff member of the SDAF may, directly or indirectly, accept or require any bribe or advantage of any kind (gift, invitation, etc.).

SDAF must not offer or give any bribes or other advantages, nor agree to any requests for the same.

Safedrive Africa foundation must not grant any rebate concerning part of the payment for performance of a contract to the employees of their contracting party, nor have recourse to any other practices (subcontracting, orders, etc.) in order to make payments to officials, employees, relatives or associates of their contracting parties.

### PAID ASSIGNMENT

No assignment for an entity outside the organisation can be accepted if it is in conflict with the interests of the SDAF. To avoid any difficulties, any full time member employee who wishes to conduct a professional activity outside the organisation must seek the prior approval of his or Executive Management.

### CORPORATE SOCIAL AND ENVIRONMENTAL RESPONSIBILITY

#### CORPORATE SOCIAL RESPONSIBILITY

Corporate Social Responsibility is the framework based upon which the organisation implements the concepts of sustainable development. The Group's employees undertake to incorporate social, environmental and economic concerns into their actions, taking the interests of all stakeholders into account (employees, customers, shareholders, suppliers, etc.).

SDAF places four priority focus areas at the forefront of this voluntary undertaking: **Education, Diversity, Road Safety and Sustainable Mobility.**

#### CORPORATE ENVIRONMENTAL RESPONSIBILITY

The commitment of all of the SDAF's, Member employees to take into consideration and seek to reduce the negative impact of their activities on the environment as a whole is key to ensuring the organisation's sustainable development.

The protection of the environment is thus a fundamental principle for the organisation, it is one that applies at all stages of its activities and is implemented by each SDAF member employee.

## Useful Contacts

Board members should address any questions regarding the application of the principles defined in this Code to their executive management, if they deem the information received to be incomplete and unsatisfactory, they may contact the Ethics Department.

In addition to the standard routes (department manager, human resources department, statutory auditors, etc.) and for the financial, accounting, banking, anti-corruption and anti-competition fields, if an employee has good grounds for doubt or suspicion concerning practices that may have a seriously adverse effect on the organization's business or incur its liability in these fields, a whistle blowing system is available on website of the Ethics Department.



## Shared Ethics



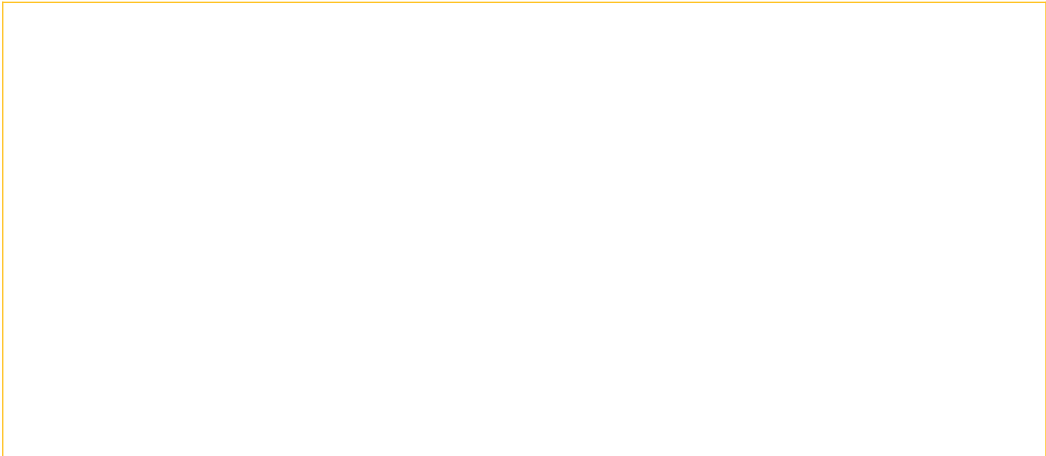
## Implementation of Shared Ethics

The Code is aimed at all employees of SDAF and its subsidiaries and at corporate partner executives.

The Code and the SDAF system (ethics in practice), as well as the codes of ethics specific to each operations activity area, constitute a process intended to help resolve the dilemmas employees may face in their work. This process may change and be supplemented by specific awareness-raising sessions.

The Code is available in the languages of the countries in which the SDAF operates. The reference document in Kenya is the English version.

If there is anything in this policy that you do not understand, please contact the Compliance Department. Please note that this code of ethic policy, and any related documents, may be reviewed or changed at any time.



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