CONVEYOR MANUFACTURERS ASSOCIATION OF SA LIMITED

CODE OF ETHICS

Purpose

The purpose of establishing a code of ethics is for the CMA and its member Companies to be recognised by clients as an Association whose members comply to a "Code of Ethics" in line with acceptable business practice and the combating of corruption between suppliers and parties influencing purchasing decisions.

Marketing the CMA Code of Ethics

The Code of Ethics will be actively marketed by the CMA and its member Companies to all clients and potential clients. As the code of ethics is designed, amongst other things, to protect the parties influencing purchasing decisions, it would be in their interest to deal with suppliers who subscribe to this Code of Ethics.

General Expectations of Compliance

- A sound working relationship is built between CMA members and their clients in such a manner that business is conducted with integrity.
- Dishonest and unethical behavior between member Companies and parties influencing purchasing decisions is to be eliminated.
- Activities including but not restricted to theft, fraud, bribery and misappropriation of assets shall be prosecuted by the CMA in terms of internal disciplinary procedures.

The CMA "Code of Ethics"

- A member of the CMA shall not offer:
  - payment of any private commissions to client employees,
  - payment of any client related accommodation, fares and other travel costs, unless agreed to prior to the event by senior management of both parties,
  - to pay for holiday or recreational accommodation of any client or client's employees,
  - to exchange irregular favours against threats from the employees of a client,
  - favours or gratuities in return for invitations to tender, award of contracts, orders or confidential client information,
  - goods or services which are outside the normal business of the member company to clients free of charge or at artificially low prices.
- Collusion between CMA members and CMA and non-CMA companies will not be permitted. Arrangements such as Joint Ventures, Consortiums or Alliance partners are however permitted.
- CMA members may not apply negative selling techniques against any other CMA member company, its products or services.
- All published editorials and articles are to be truthful, not misleading and dealing with matters of a current nature.

Protection of the "Code of Ethics"

In order for the "Code" to be effective, it will need to be protected by means of an acceptable enforcement procedure.

Enforcement Procedure

The procedure to be adopted to deal with a breach of the Code of Ethics is summarised as follows:

- Any complaint against a member company or its representative(s) or its employee(s) must first be lodged with the Secretariat of the CMA.
- A copy of the complaint will be submitted to the Respondent who will have the right to reply.
- The Respondent's reply will in turn be submitted to the Complainant.
- Should no resolution be obtained at this stage, an investigating committee will be appointed to hold a hearing on the complaint of a breach of the Code of Ethics.
- The investigating committee will forward its decision to both the Complainant and Respondent.
- If either the Complainant or Respondent is unhappy with the committee's decision, an appeal may be lodged with the CMA Secretariat.
- An appeal committee will then be appointed to consider the appeal.
- The costs of such an appeal will be borne by the party lodging the appeal.
- The decision of the appeal committee will be given to both the Complainant and the Respondent as well as the CMA management committee. The decision of the appeal committee will be final and binding.

Notwithstanding anything to the contrary, where a CMA member has a remedy at common law against another member, it shall not be obliged to first lodge a complaint with the secretariat of the CMA before pursuing such remedy.

Composition of Investigating Committee

The investigating committee shall comprise

- The current Chairman or Deputy Chairman of the CMA.
- Two selected members' representatives.
- A member of the Secretariat to provide a purely secretarial function.

An appointee may be recused from the proceedings if necessary.

Lodging a Complaint

A party wishing to make a complaint in terms of the Code must do so in writing addressed to the CMA Secretariat. The written statement must contain full particulars of the complaint, copies of all relevant correspondence, the names and addresses of any witnesses, if applicable, and any other evidence, including affidavits in support of the complaint.

A copy of the complainant's statement shall be submitted to the Respondent.

The Respondent may, within fourteen days of receipt of the complaint, submit a written statement to the CMA Secretariat, setting out fully his defence to the complaint, substantiated with supporting evidence where necessary, including the names and addresses of witnesses, if applicable. The CMA Secretariat shall submit a copy of the Respondent's statement and supporting documents to the complainant.

Should no resolution be obtained at this point, an investigating committee shall be appointed to hold a hearing on the breach of ethics complaint. The chairman of the investigating committee shall determine a date, time and venue for the hearing and notify all parties.

The Complainant and the Respondent shall both appear personally at the hearing and shall be permitted to give oral evidence and call witnesses.

The Complainant and the Respondent shall not be entitled to legal representation at the hearing.

Any party who gives oral evidence may be cross-examined and questioned by members of the hearing committee and re-examined in accordance with such procedures, as it may deem

appropriate to an investigative tribunal.

Any party giving evidence shall take an oath or make affirmation.

All oral evidence shall be recorded by the CMA Secretariat.

After all the evidence has been given, both parties shall be entitled to address the committee in the order as determined by the Chairman of the hearing committee.

At the conclusion of the hearing, the investigating committee shall make known both its conclusions and its recommendations in a written report, which shall be sent to both the Complainant and the Respondent.

Appeal

An appeal against the findings of the investigating committee may be lodged in writing by either the Complainant or the Respondent within fourteen days of receipt of the report of the findings of the investigating committee. This appeal shall be lodged with the CMA Secretariat.

Before an appeal can proceed, the party lodging the appeal shall agree in writing to pay the costs of the appeal. As soon as possible after receipt of an appeal, an Appeal Committee shall be appointed. The CMA Secretariat shall furnish the Appeal Committee with a copy of the entire record of the complaint proceedings, including written statements, correspondence, recorded oral evidence, written evidence and final report.

The Appeal Committee shall consist of an arbitrator (who will be a senior member of the legal profession) and two co-opted advisors. The advisors should firstly be drawn from unaffected members of the CMA management committee, or failing that, from unaffected member's representatives. The advisors shall not have a vote and shall simply advise the arbitrator. The Respondent will be consulted with, in order to agree on an appropriate arbitrator.

The arbitrator shall review the evidence and make a decision. If he requires oral evidence, he may call on the parties and/or their witnesses to appear before him. If he does, the parties shall not be entitled to legal representation and evidence shall be given on oath or affirmation. The arbitrator's finding and recommendation shall be communicated to all parties involved in the dispute and to the CMA management. There shall be no further right of appeal.

The CMA shall indemnify the members of the Appeal Committee against any claims that may be brought against them as a result of a decision handed down by the Appeal Committee.

Adoption of Recommendation

The CMA management committee shall have the sole right to decide, after considering the reports and/or the Appeal Committee reports, whether or not to implement the recommendation, including a recommendation to withdraw the membership of any member company without recompense. There shall be no right of appeal against such a decision.

Waiver

No CMA member shall have any claim of whatsoever nature against the CMA, its management, investigative or appeal committees (or any individual member thereof) howsoever arising including, without limiting the generality of the aforesaid, from any negligent act, omission or statement, the making of any finding or recommendation (even if negligent), or the implementation or non-implementation of any recommendation (even if negligent). The waiver referred to herein shall operate as a *stipulatio alteri* for the benefit of the individual members of the CMA, its management, investigative and appeal committees.

Notes
The interpretation of the Code of Ethics vests in the CMA Investigating Committee and the Appeal arbitrator.

ACCEPTANCE

I, …… , in my capacity as a Director, duly authorised in terms of a

Resolution of the Board of Directors of …….. , (the COMPANY), do hereby accept the contents of the document Rev 02 dated 28th February 2000, entitled Conveyor Manufacturers Association Code of Ethics, and by my signature below, bind the COMPANY to adhere to, and abide by the Code of Ethics, and to any amendments thereto.

Signed at ……..……..……. on the …….. day of

…….…… ….…….. in the presence of the undersigned witnesses:

……	(1) ……...	(2) ….……...
Director of the COMPANY	Witness	Witness