

**PIKITUP JOHANNESBURG
(PROPRIETARY) LIMITED**

CODE OF ETHICS

19 NOVEMBER 2009

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VISION

The vision of Pikitup Johannesburg (Proprietary) Limited is to be the leading integrated waste management company in Africa.

MISSION

Pikitup Johannesburg (Proprietary) Limited's mission is to provide sustainable and innovative waste management solutions that exceed stakeholder expectations.

STRATEGIC THRUSTS

- Clean City.
 - Smart Partnerships
 - Black Economic Empowerment
 - Responsible risk taking and risk management
 - Innovation and intrapreneurship
 - Performance recognition and reward
 - Alignment of strategy, structure, culture and processes.
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1. PURPOSE

- 1.1 The code is intended to provide general guidance on minimum standards to be followed by or expected of all PIKITUP (PTY) LTD employees and Board of Directors. Where conflict exists with any policy or regulations, the requirements containing the higher standard of ethical conduct shall apply.
 - 1.2 The code is designed to promote honest and ethical conduct and deter wrongdoing. PIKITUP (PTY) LTD's commitment to doing the right thing is based on the company's core values which are exceptional service ethic, environmental consciousness, respect for human dignity, good corporate citizenship, unity of purpose, innovativeness, and results driven.
 - 1.3 PREAMBLE
 - 1.3.1 PIKITUP (PTY) LTD is a waste management company, owned by the City of Johannesburg and has the mission to improve the quality of life of the people of Southern Africa.
 - 1.3.2 In conducting its business and in its interaction with stakeholders, PIKITUP (PTY) LTD is committed to upholding the highest principles of business ethics and corporate governance.
 - 1.3.3 Values of ubuntu, a passion for development, professionalism and knowledge sharing are integral to the day to day activities and business practices of anyone associated with PIKITUP (PTY) LTD. The corporate values are to ensure that PIKITUP (PTY) LTD:
 - 1.3.3.1 performs its functions efficiently, responsibly, accountably, transparently and with probity;
 - 1.3.3.2 recognizes the legitimacy of interests of defined stakeholders;
 - 1.3.3.3 engages in long-term relationships;
 - 1.3.3.4 adopts agreed policies to tackle corruption;
 - 1.3.3.5 gives due recognition to the respect for human rights;
 - 1.3.3.6 respects the wellbeing of employees and all those associated with or representing PIKITUP (PTY) LTD;
 - 1.3.3.7 practises and encourages sustainable management of the environment;
 - 1.3.3.8 promotes collaborative partnerships with communities;
 - 1.3.3.9 works to build capacity;
 - 1.3.3.10 engages in and shares best practices; and
 - 1.3.3.11 engenders work discipline to increase productivity.
 - 1.4 A code of business ethics for all those associated with or representing PIKITUP (PTY) LTD is therefore necessary for the achievement of the identified values.
 - 1.5 The Code should be read and applied in conjunction with all the documented PIKITUP (PTY) LTD policies, guidelines, procedures and business processes.
 - 1.6 The Code will be reviewed annually in line with changes in legislation and corporate policy.
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2. CONFLICT OF INTEREST

- 2.1 All persons associated with or representing PIKITUP (PTY) LTD will at all times conduct themselves in a manner that enhances the reputation of the organisation and will not put themselves in a position that could lead to possible or perceived conflict of interest between the individual and the organisation. Directors have a fiduciary duty to disclose at the beginning of every financial year the nature of their interests for recording in the register of Board declarations of interest. Directors also have the duty to declare at the start of every meeting and to recuse themselves when an item in which they have an interest is discussed.
- 2.2 Consequently, no member of staff nor the Board of Directors, is allowed to participate in PIKITUP decisions in a manner that may personally benefit such an individual, his or her spouse, partner or close family member.
- 2.3 Outside direct or indirect interests that may have an impact on the operations of PIKITUP must be declared in writing prior to entertaining such interests. Outside interests include, among others, the following categories: executive directorships, non-executive directorships, non-remunerated membership of Board and management committees, professional interests, business interests with PIKITUP clients and service providers, other business interests outside PIKITUP's realm, consultancy for remuneration, and community activism.

3. GIFTS, HOSPITALITY AND FAVOURS

- 3.1 Conflicts of interest can arise where employees are offered gifts, hospitality or other favours which might, or could be perceived to influence their judgement in relation to the exercise of their decision in business transactions such as the placing of orders and awarding contracts. Employees must not place themselves under any financial, material or other obligation to outside individuals or organizations that may influence them in the performance of their official duties or exercise of their decision or execution of authority delegated to them.

All gifts must be declared and recorded in the register of corporate gifts in the office of the Company Secretary. The register will be reviewed annually by the Chief Executive Officer and the Chairpersons of the Board and the Audit Committee. **No employee will be allowed to accept a gift of over R500 in value. All suppliers will be alerted to this directive.**

4. EMPLOYMENT EQUITY

- 4.1 All employees have the right to work in an environment which is free from any form of discrimination, directly or indirectly, on any arbitrary ground, including, but not limited to race, gender, sex, ethnic or social origin, sexual orientation, age, disability, religion, conscience, belief, political opinion, culture, language, marital status or family responsibility. Employees should report any cases of actual or suspected discrimination to their line manager or the Human Resources Manager.
 - 4.2 PIKITUP will not tolerate sexual harassment. Without limitation, sexual harassment may involve solicitation of sexual favours or the initiation of unwelcome sexual advance by one employee towards another. It may also involve sexually related physical or verbal conduct as well as e-mails that have a sexual content. The creation of a work environment that is
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hostile, intimidating or offensive to an individual or group because of gender or sexual orientation may also constitute sexual harassment.

5. DECISION MAKING BY PIKITUP (PTY) LTD

- 5.1 Decisions will be made independently by the decision-making authority of PIKITUP on the basis of sufficient and adequate information presented.
- 5.2 Contributions by anyone affected by a decision or by anyone who can contribute to a better understanding of the issues at hand will be welcomed.
- 5.3 In order to ensure that the optimum impact of the business of PIKITUP is achieved emphasis will be placed on matter and substance rather than form. Therefore the result of any decision will not be dictated by procedure.
- 5.4 The affected party will, within a reasonable period of time, be provided with the results of and reasons for any decision that may affect them.

6. COST CONTAINMENT

- 6.1 Any costs incurred by PIKITUP must adhere to business strategies that promote efficiency, competitiveness, ethical business practices and commercial viability while endeavouring to keep PIKITUP costs as low as possible.

7. CLIENT CARE AND CONFIDENTIALITY

- 7.1 PIKITUP is committed to:
 - 7.1.1 Providing to all of its customers a range of services and products in accordance with agreed service levels and delivery times, in line with sound business principles.
 - 7.1.2 Providing to all of its clients high standards of client care and support.
 - 7.1.3 Maintaining, in respect of its services and products, world-class systems and programmes.
- 7.2 All of PIKITUP dealings with suppliers, potential suppliers and financial institutions will be conducted with transparent sourcing policies and ethical procurement practices.
- 7.3 Client information, which is not public information, will be treated as confidential and may only be made available to a requester in terms of the Promotion of Access to Information Act, 2000, subject to the provisions of that Act and PIKITUP framework for compliance with the Act.

8. COMPLIANCE WITH LAWS AND REGULATIONS

- 8.1 At all times those that serve PIKITUP will comply fully with the letter and spirit of the laws of any country in which PIKITUP operates.
 - 8.2 PIKITUP will adhere strictly to best business practice in every area of its activity.
 - 8.3 All professionals employed by PIKITUP will comply with the professional codes of the respective institutions that govern their conduct.
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9. MONEY LAUNDERING

- 9.1 PIKITUP supports the objectives of the South African government and global efforts to combat money laundering activities. Accordingly, PIKITUP (PTY) LTD shall at all times adhere to anti-money laundering legislation and all applicable regulations.
- 9.2 PIKITUP will not be associated with any or suspected money laundering or unlawful activities.
- 9.3 PIKITUP may decline or terminate any business relationships or transactions where there appears to be a risk of its services or infrastructure being used for the purposes of money laundering or promotion and furtherance of unlawful activity.
- 9.4 Employees will report any and suspected money laundering activities in accordance with laid down procedures.

10. ASSETS

- 10.1 The assets of PIKITUP have been provided for the support of its mandate and will only be used for this purpose.
- 10.2 Pikitup's information and intellectual property are important corporate assets which must be protected and not disclosed to unauthorized persons. Pikitup's Intellectual Property policy provides guidance on the preservation of the integrity of intellectual property.
- 10.3 No employee is allowed to use Pikitup's premises or assets to promote his/her own private business.

11. BRIBERY AND CORRUPTION

- 11.1 All forms of bribery or corruption by anyone associated with PIKITUP are prohibited.
- 11.2 By the same token, any third party, such as a client or a supplier, that influences or attempts to influence PIKITUP's decisions by offering bribes or any other inducement to any person who is in a position of authority, will be blacklisted.
- 11.3 PIKITUP will dissociate itself from any company, institution or person who perpetrates any form of bribery and corruption and will not enter into any further business relationship with such persons.
- 11.4 All employees must report any suspected bribery and unethical conduct. The Company undertakes to protect whistleblowers in accordance with the Protected Disclosure Act No. 26 of 2000.

12. TEAMWORK

- 12.1 PIKITUP operates, mainly, through multidisciplinary teams. Any interaction with clients and stakeholders will be by team members operating in a coordinated manner.
 - 12.2 Team members will be accorded respect and independent inputs encouraged at all times.
 - 12.3 Professionalism and a good work ethic should be maintained by all.
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13. RECORDS, REPORTS AND DISCLOSURE

- 13.1 Any person associated with PIKITUP should ensure that reporting is complete and accurate.
- 13.2 Supporting documentation of all transactions must be kept for future reference.
- 13.3 Accurate disclosure of information is required to underpin any internal or external reporting and communication.
- 13.4 Anyone associated with PIKITUP should undertake to operate transparently and in good faith with clients and stakeholders.

14. ENVIRONMENTAL RESPONSIBILITY

14.1 Health and Safety

PIKITUP is committed to taking every reasonable precaution to ensure a safe work environment for all employees.

Employees who become aware of circumstances relating to PIKITUP's operations or activities which pose a real or potential health or safety risk should report the matter to their line manager or the Human Resources Manager.

14.2 Environmental Management

PIKITUP is committed to policies that address the environmental impact of its business activities by integrating pollution control and waste management activities into operating procedures. Employees should give appropriate and timely attention to environmental issues.

15. POLITICAL ACTIVITY

PIKITUP accepts the personal participation of its employees in the political process and respects their right to absolute privacy with regard to personal political activity. PIKITUP will not attempt to influence any such activity provided there is no disruption to workplace activities and it does not contribute to industrial unrest.

PIKITUP's funds, goods or services, however, may not be used as contribution to political parties or their candidates and PIKITUP's facilities must not be made available to candidates or campaigns.

16. PUBLIC STATEMENTS

Employees are discouraged from making public statements regarding issues about which they are not authorised spokespersons. If approached by the media, employees should immediately contact the executive or the business unit manager responsible for corporate communications.

17. ADMINISTRATION

- 17.1 Any person associated with PIKITUP, including persons and institutions involved with the delivery of business services such as the members of staff, PIKITUP Board of Directors,
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consultants, contractors and suppliers appointed by PIKITUP, should be fully aware of the contents and implications of this code and should therefore act in accordance with the principles outlined under the code.

- 17.2 These principles, and others that may improve the business conduct of any person associated with PIKITUP and which may become relevant, will be regularly considered to ensure continual improvement.
- 17.3 The code of ethics will be reviewed from time to time taking into account best practice and changes in legislation.
- 17.4 The document will form part of the documentation that is prepared for new employees.
- 17.5 Any breach of this code will be reported to the Audit and Finance Committee from time to time.

18. OBLIGATIONS OF EMPLOYEES

- 18.1 On the premise that every person associated with PIKITUP desires to be part of an organisation where only the highest standards of integrity and honesty apply, anyone who has:
 - 18.1.1 Doubts about the propriety of an action should consult the official procedures/ guidelines and act accordingly.
 - 18.1.2 Reason to believe that the letter and spirit of this code are transgressed, is encouraged to use a secure and independent channel of communication to provide information on such transgressions. Such communication will be treated in strict confidence.
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