

Midis Group

CODE OF CONDUCT

Midis Group (or the “Group”) through its officers, directors, employees and affiliates constantly works towards improving the quality of its services, products and operations and will continue building and earning its reputation for honesty, fairness, respect, responsibility, integrity, trust and sound business judgment. Our reputation is our greatest asset and we will all conduct ourselves accordingly.

BUSINESS ETHICS

The ethical performance of the Group is the sum of the ethics of the men and women who work here. Thus, we are all expected to adhere to highest standards of personal integrity.

During our employment with the Group, all Midis Group employees undertake to adhere to the highest standards of honesty, integrity, business ethics, and to strictly apply the Group’s policy of not making any payment, monetary or otherwise, to any person for the purpose of influencing a decision in favor of the Group.

Midis Group will always conduct its business and services honestly and honorably. Our advice, strategic assistance, and training will take proper account of ethical considerations, together with the protection and enhancement of the moral position of our clients and suppliers.

Midis Group expects all employees to take all reasonable steps to prevent the occurrence of fraud and to identify and report instances of known or suspected fraud committed by or against Midis Group, whether by Midis Group employees or third parties

Irrespective of the nature or value of any expected advantage, Midis Group will not compromise its principles *“Good ethics is good business”*.

CONFIDENTIALITY

Employees of the Midis Group must not share confidential company documents and information with third parties, unless the information is shared within the scope of the professional duties and the receiving party is respectively authorized.

All Employees of the Midis Group must not pass any information identified as confidential to customers, vendors, or suppliers, nor should they accept confidential information from customers, vendors, or suppliers, unless a written nondisclosure agreement or other agreement with confidentiality provisions has first been entered into. Employees must clear any exceptions to this rule with the legal department. The legal department must always be consulted before dispensing with the requirement for a nondisclosure agreement.

Employees must not pass any customer’s, vendor’s, or supplier’s confidential information to another customer, vendor, supplier, or other person outside Midis Group. This applies to current and potential customers, vendors or suppliers.

Midis Group seeks to access and manage its records effectively, and will create, maintain, preserve and dispose of records to comply with legislation and codes protecting public records, privacy and evidence.

CONFLICT OF INTEREST

Due to the delicate nature of our business, Midis Group will not share with a direct competitor any sensitive information related to a client or vendor.

Officers, directors, and employees of the Group must never permit their personal interests to conflict, or appear to conflict, with the interests of the Group, its clients or affiliates. Officers, directors and employees should not represent Midis Group in any transaction with others with whom there is any outside business affiliation or relationship. Officers, directors, and employees should not use their Group contacts to advance their private business or personal interests at the expense of the Group, its clients or affiliates.

CONTRACTS

Midis Group contracts will usually be in the form of a detailed proposal, including aims, activities, costs, timescales and deliverables. The quality of our service and the value of our support are pillars of our ongoing vendor and customer relationships. We must not deviate from our contractual requirements and must not bypass any parameters and controls they might include.

BRANDS AND INTELLECTUAL PROPERTY

Midis Group employees will fully respect all brands and intellectual property, not just our own. We understand the value of these assets and the importance of their ongoing integrity. We will treat them according to all applicable terms and conditions, in a positive manner and only in appropriate contexts.

FINANCIAL REPORTING

Midis Group will spare no effort to ensure that its financial statements are in compliance with applicable financial reporting standards. We strive always to provide complete, accurate, reliable and timely financial information. Employees must not enter information in the books or records that intentionally misleads or hides the true nature of any financial or non-financial transaction, result or balance, and must not enter into any unauthorized agreements or allow any activity that could lead to that result.

QUALITY ASSURANCE

Midis Group maintains the quality of what we do through constant ongoing review with our clients, of all aims, activities, outcomes and the cost-effectiveness of every activity. We encourage regular review meetings and provide regular progress reports.

EXPORT COMPLIANCE

Midis Group will comply with all applicable export laws, including US export laws, concerning the import and export of goods, services, software and technologies in all countries of operation.

These laws provide that employees cannot:

- export products, services, technology or software, or engage in prohibited sales to embargoed countries
- provide products for prohibited end-uses (such as terrorist activities, missile technology and proliferation of nuclear, chemical or biological weapons);
- provide products to prohibited end-users (such as parties subject to comprehensive sanctions); or
- ship, transfer or release products, technology or software requiring an export license without obtaining the appropriate authorization.

PROFESSIONAL CONDUCT

Midis Group conducts all of its activities professionally and with integrity. We take great care to be completely objective in our judgments and any recommendations that we give, so that issues are never influenced by anything other than the best and proper interests of our clients and vendors. We will avoid any appearance of impropriety.

Officers, directors and employees will remain personally balanced so that their personal life will not interfere with their ability to deliver quality products or services to the Group and its clients.

HUMAN RIGHTS AND LABOR

Midis Group supports and respects the protection of internationally proclaimed human rights. We do not involve in human rights violations that could arise through our business actions. We require that child labor, forced labor, and physical penalty are never permitted in any of our operation.

We ensure non-discrimination in personnel practices by never being influenced in our decisions, actions or recommendations by issues of gender, race, creed, age or personal disability.

We are committed to provide the employees a healthy and safe working environment

ENVIRONMENT

Midis Group aims to comply with environmental regulations and laws. We strive to run the business operations in a manner that minimizes any adverse impact on the environment.

GROUP ASSETS

It is the responsibility of the employee to care for the Group's assets (such as cash, documents, IT equipment) as though they were his/her own.

Employees should not misappropriate such assets and should maintain the equipment in good working condition. Employees will have to indemnify the Group for any loss of or damage to any Group asset caused by such employees. In the event of grave damage or loss of such assets, the employee could be exposed to dismissal without notice.

GIFTS, ENTERTAINMENT AND BUSINESS COURTESIES

Officers, directors, employees and affiliates are prohibited from receiving or offering gifts, gratuities, fees, bonuses or excessive entertainment, in order to attract or influence business activity.

Personal gifts made by Group employees will not be tolerated unless within the business ethics standards and internal policy guidelines set by the Group.

Below are the guidelines that we would suggest to follow regarding gifts:

- The gift should be provided as a token of esteem, courtesy or in return for hospitality.
- No gifts in cash.
- The gift shall be permitted under local laws.
- The gift should be a value which is customary for country involved and appropriate for the occasion.
- The gift should be for official use rather than personal use.
- It is recommended that the gift should showcase the company's products or contain the company logo.
- The gift should be presented openly with complete transparency.

- The expense for the gift should be correctly recorded on the company's books and records.

ANTI-BRIBERY LAWS

Midis Group will always abide by all applicable anti-bribery laws, including the US Foreign Corrupt Practice Act (FCPA), the UK Bribery Act (UKBA) and the local anti-bribery laws in every country in which Midis Group has operations.

The abovementioned laws and regulations prohibit all bribes and/or offering anything of value including, but not limited to, government officials, and they mandate that the Group shall establish and maintain accurate books and records and sufficient internal controls.

Government officials are defined as:

- Any officer or employee of any government entity, department or agency
- Any employee of a state or government-owned business, school, hospital, or other entity
- Any political party or official thereof
- Any candidate for political office
- A public international organization or any department or agency thereof
- Any person acting in an official capacity on behalf of a government entity

Midis Group has a zero tolerance policy for all forms of bribery and corruption. This means that nothing of value may be offered, promised, or given to an individual decision maker for the purpose of influencing that individual to make a decision in favor of Midis Group

POLITICAL CONTRIBUTIONS

No political contribution by the Group will be provided to a candidate, political party organization, political committee or political organization.

Employees' personal political contributions are permitted subject to the following conditions:

- Contributions are not made from Midis Group or its subsidiaries funds;
- Expenses for personal political activities are not and will not be submitted to the Group for reimbursement;
- Group resources are not used for personal political activities;
- The employee will not in any way whatsoever suggest to represent the Group in any individual political activity

PRIVACY

Midis Group considers compliance with all applicable privacy laws (including the EU 2016/679 General Data Protection Regulation) to be of the utmost importance and has adopted a privacy policy covering the collection, use, disclosure, transfer, retention and disposal of personal data.

Any questions regarding our privacy policy should be addressed to our privacy team at privacy@midisgroup.com.

REPORTING OF VIOLATIONS

Officers, directors, employees and affiliates agree to disclose, directly to Head Office, all unethical, dishonest, fraudulent and illegal behaviors, or the violation of Group policies and procedures.

They shall also report in the same way any unusual transactions that could hide a money laundering operation.

The Group firmly commits to its employees that there will be no retaliation for reports made in good faith.

If you wish to report suspected violations please refer to Midis Group website (www.midisgroup.com) or send an e-mail to: compliance@midisgroup.com.

DISCIPLINARY MEASURES

Violation of the contents of this Code of conduct will result into a disciplinary action commensurate with the level of breach.

Employees should fully cooperate with any authorized internal or external investigation, in connection with the violation of the contents of this Code of Conduct. Employees should never withhold, tamper with or fail to communicate relevant information in connection with the authorized investigation.

DUTY OF CARE

Midis Group actions and advice will always conform to applicable laws. We believe that all businesses and organizations, including ours, should avoid any adverse effect on the human rights of people in the organizations we deal with, on the local and wider environments, and on the well-being of society at large.