



## **Code of Business Conduct and Ethics**

MOSAID Technologies Incorporated (“MOSAID”) prides itself on being a good corporate citizen and maintaining a high standard of business ethics. MOSAID also benefits materially from its reputation. MOSAID’s relationships with suppliers, customers and investors are stronger because they trust MOSAID to conduct its business dealings honestly, fairly and in good faith.

MOSAID’s reputation, and the code of business conduct and ethics that guides its business practices, can thus be seen as a significant business asset - an asset MOSAID has created through investing the time, effort and money it takes to operate ethically. It is a highly fragile asset, easily damaged and hard to repair once diminished.

To comply with MOSAID’s code of business conduct and ethics (the “Code”), all MOSAID employees, officers and directors must strive:

1. to avoid real or perceived conflicts of interest whenever possible and to disclose them to MOSAID’s management or the Board of Directors (the “Board”) when they do exist, including transactions and agreements in respect of which a director or executive officer has a material interest;
2. to be honest and realistic in making public claims or estimates concerning MOSAID based on available data;
3. to have respect for and make proper use of MOSAID’s corporate assets and opportunities, which assets include proprietary information, technologies, customer information and employee information, as well as real and personal property, including maintaining, where applicable, the confidentiality of corporate information;
4. to reject bribery in all its forms, including receiving or giving any gift that might be considered to influence business relationships;
5. to maintain and improve competence, both technical and non-technical, and to undertake tasks for others only if qualified by training or experience or after full disclosure of pertinent limitations;
6. to fairly deal with MOSAID’s shareholders, customers, suppliers, competitors and employees and only use fair practices to win or conduct business; for instance, acquiring a competitor’s confidential information through improper means is not permitted;

7. to treat fairly all persons regardless of such factors as race, religion, gender, disability, age or national origin;
8. to avoid injuring others, their property, reputation or employment by false or malicious action;
9. to assist colleagues and co-workers in their professional development and to support them in following this Code;
10. to comply with all applicable laws, rules and regulations; and
11. to monitor adherence to this Code, including the reporting of any illegal or unethical behaviour, and to suggest changes as appropriate.

Only the Board may grant a waiver of this Code.