

MIDIS Group - Partner Code of Conduct

Introduction

At MIDIS Group, we work collaboratively with our Partners to conduct business with integrity and transparency. The following guidelines set forth the framework of acceptable conduct MIDIS Group expects from its Partners.

These guidelines are based on MIDIS Group's commitment to integrity and sustainability as expressed in our internal Code of Conduct mandatory for all our employees. All business transactions through a member of MIDIS Group environment must not only be in full compliance with this Partner Code of Conduct, and all applicable laws, rules, regulations and policies but also go beyond pure legal requirements; MIDIS Group is depending on Partners with a reputation as serious business professionals who act fairly, ethically, and correctly in all business activities.

Furthermore, MIDIS Group requires that Partners (1) implement effective business controls that prevent and detect unlawful conduct; (2) comply with and agree to contractual provisions that require strict adherence to all applicable anti-corruption laws and other laws that are relevant to their business; (3) grant MIDIS Group audit rights to review the Partners' compliance with the Partner Code of conduct in case of doubt of breach or actual breach of the terms under this Partner's Code of Conduct; and (4) to the extent they become aware, proactively report in good faith to MIDIS Group actual or potential violations of this Partner Code of Conduct.

Definition

The term Partner as used in this policy comprises all Technology, Solution, Service (Consulting, Implementation, System Integration, Hosting), Channel (Value Added Reseller, Distributor, and other Reseller) and all other Partners collaborating with MIDIS Group and being part of any Partner program of MIDIS Group.

The term Partner includes the Partner's employees, temporary employees, and any party acting on behalf of the Partner.

I. Compliance with Laws

1- Anti-Corruption Laws

Partners must comply with all relevant anti-bribery, anti-kickback, and anti-corruption laws, including but not limited to the U.S. Foreign Corrupt Practices Act, the UK Bribery Act, and those in effect in jurisdictions where Partners act or purchase, market, sell, distribute, or deliver products or services procured from MIDIS Group.

Partners shall not make, authorize or offer any bribes, kickbacks, or payments of money or anything with a value which is construed as a bribe or improper inducement, either directly or indirectly through a third party to anyone, including officials, employees or representatives of any government or public or international organization, or to any other third party (public or private sector) in order to improperly obtain or retain business or otherwise gain an advantage

Partners should use discretion and care to ensure that any expenditure (i.e., gifts or meals) offered to or received by MIDIS Group's employee or third party is in the ordinary course of business, is given openly and transparently and is not unlawful or contrary to ethical business principles.

I. Compliance with Laws (continued)

2- Anti-trust and Competition Laws

Partners must comply with all applicable anti-trust and competition laws. Generally, such laws prohibit agreements or actions that unreasonably restrain trade, are deceptive or misleading, or unreasonably reduce competition.

Partners must not share with market participants MIDIS Group's internal matters, such as pricing and conditions of sale, costs, and overviews of the market, organizational processes, or other confidential information, from which other market participants could draw competitive advantage over MIDIS Group.

Partners may only use legal means to gather information about products and plans of market participants which is identified or identifiable as confidential information.

3- Intellectual Property Laws

Partners must not infringe MIDIS Group and Suppliers' trademarks and other intellectual property rights. Intellectual property rights are to be respected; transfer of technology and know-how is to be done in a manner that protects intellectual property rights; and MIDIS Group and Partner information is to be safeguarded.

Partners may not be engaged in the production, distribution, storage or sale of counterfeit products sold by MIDIS Group.

4- Human Rights, labor laws and labor practices

Partners should respect internationally recognized human rights of individuals within their company and their supply chain. This means they must comply with the Health and Safety Regulations, laws upholding the rights of persons with disabilities, Domestic and International Labor Laws, Fair Labor Practices and Human Trafficking Laws.

Notably, all partners must, without limitation, prohibit discrimination, the use of child labor, and the use of forced labor.

5- Trade Compliance Laws and Regulations

Partners must comply with all applicable economic, financial, and trade sanctions and import and export control laws and regulations in the countries of operation when selling MIDIS Group and Suppliers' products, software, technology and services.

Partner will conduct screening of transactions to ensure customers, end users, service providers, intermediaries and others involved in any sales of any goods or services are not designated on any restricted or denied party lists, such as the European Union Designated Party Lists and the United States consolidated screening lists.

II. Business Conduct

1- Financial and Business records integrity

Accurate and reliable financial and business records are of critical importance in meeting MIDIS Group' financial, legal, and business obligations. Partners should not have any false or inaccurate entries in the accounting books related to transactions with MIDIS Group for any reason.

Partners' business records must be retained in accordance with the agreed terms of the contract in place and all applicable laws and regulations.

2- Conflicts of interest

Any circumstance in which the Partner's ability to act objectively is compromised is considered a conflict of interest. While engaged in work related to MIDIS Group, the Partner must exercise reasonable care and diligence to avoid any actions or situations that could result in a conflict of interest.

III. Safeguarding of MIDIS Group's resources

1- Confidential information

MIDIS Group's confidential information must be protected and shall be used by Partners to perform work activities only. Partners should not use this information for gain or advantage, and never share this information without appropriate approval from MIDIS Group.

Partners are expected to safeguard confidential information by not reproducing copyrighted software, documentation, or other materials without permission, and not transferring, publishing, using or disclosing it other than as necessary in the ordinary course of business or as directed or authorized.

2- Data privacy

Partners must comply with all applicable privacy and data protection laws and regulations. Materials that contain confidential information or which are protected by privacy standards should be stored securely and should be shared only internally with those employees on a need-to-know basis.

IV. Health and Safety

Partners must ensure compliance with all applicable occupational health and safety laws and regulations. Partners recognize that providing a safe and healthy work environment will enhance the quality of services, consistency of production and workers' morale and shall prevent Partner's exposure to potential safety hazards.

V. Environment

Partner will comply with all applicable environmental regulations and laws and will strive to run the business operations in a manner that minimizes any adverse impact on the environment.

VI. Compliance Management System

Partners shall adopt or establish a Compliance management system whose scope is related to the content of this Partner Code of Conduct. Partners agree to provide information and evidence tied to the content of the Compliance Management System to MIDIS Group, in case of doubt of breach or actual breach of the terms under this Partner Code of Conduct.

The Compliance management system shall be designed to ensure: (1) Compliance with applicable laws, and regulations (2) Documentation of the conformance with this Partner Code of Conduct's requirements.

VII. Reporting concerns and raising questions

Partners should contact MIDIS Group if they have any questions about this Partner Code of Conduct.

Partners are also expected to report to MIDIS Group any suspected or actual violations of applicable laws or regulations or this Partner Code of Conduct.

Communications should be sent to the following email: compliance@midisgroup.com .