



SUPPLIER CODE OF CONDUCT

Safety | Integrity | Excellence | Innovation

A Message from Leadership

Fidus Systems ("Fidus"), prides itself on being a good corporate citizen and maintaining a high standard of business ethics. Fidus also benefits materially from its reputation. Fidus' relationships with suppliers and customers are stronger because they trust Fidus to conduct its business dealings honestly, fairly and in good faith. The Supplier Code of Conduct ("Supplier Code") sets out the standard of business behavior expected of Fidus' suppliers. We expect suppliers to act with honesty and integrity, be guided by our ethical values, and comply with the Supplier Code.



Alan Coady
PRESIDENT & CEO



Vicki Coughy
CFO & COO

Definitions:

1. "Board" – means the Fidus Board of Directors.
2. "Supplier Code" – means the supplier code of conduct.
3. "Company" - means Fidus Systems, Inc. and its successors and assigns.
4. "Code" – means Fidus Systems Business Code of Conduct.
5. "Supplier" – means an organization that declares its support for the Supplier Code of Conduct and actively pursues conformance and its standards.

To maintain safe, ethical, professional, and respectful workplaces, we must care enough to act if we see or suspect a violation of the Code and Supplier Code. By working together, we can build a sustainable future.

Overview

All organizations that may design, market, manufacture, or provide goods and services to Fidus for use in our business dealings and deliverables are expected to abide by Fidus' Supplier Code of Conduct. These organizations may voluntarily adopt and subsequently apply this Supplier Code to its supply chain and subcontractors, including providers of contract Labour.

An organization that declares its support for the Supplier Code and actively pursues conformance and its standards, shall be deemed to have adopted the Supplier Code and will be an approved supplier ("Supplier"). The Supplier Code shall be considered to be a total supply chain initiative by our suppliers and at minimum our suppliers are to require their next tier suppliers to acknowledge and implement the code.

The business activities of our suppliers must operate in full compliance with the laws, rules, and regulations of the countries in which they operate. The advancement of social and environmental responsibility and business ethics beyond what is legally required for compliance, while following internationally recognized standards, is encouraged with our suppliers. Compliance with the Supplier Code shall never violate local laws and if local laws differ, conformance is expected by meeting the strictest requirements.

Safety

Suppliers must comply with all applicable health and safety laws, statutes, and regulations of the jurisdiction in which they operate. Suppliers must foster a culture that embraces both physical and psychological safety and is encouraged to incorporate into day-to-day decision making to promote safe and healthy work environments.

Grievances

Any reported violation of the Supplier Code will be dealt with promptly, and in a fair and impartial manner. The global point-of-contact for support: ethics@fidus.com Retaliation against a person who, in good faith, reports a grievance or participates in the investigation of a grievance will not be tolerated.

Labour

Suppliers must comply with all applicable labour and employment laws, statutes, and regulations of the jurisdictions in which they operate.

Suppliers must NOT	Suppliers MUST
Use child labour	Promote and provide inclusivity
Discriminate or harass	Respect and treat all with dignity
Allow workplace violence	Respect rights of workers to associate and bargain collectively
Allow retaliation or any other disrespectful or inappropriate behavior	Allow employees to raise concerns without fear of reprisal
Permit forced, bonded, or indentured labour, involuntary, or exploitative prison labour, slavery, or trafficking of persons	Comply with legal obligations and prohibit discrimination or harassment
Exceed the maximum number of working hours set by the local laws of the employee's location of employment	Have written employment agreements with remuneration that complies with all applicable laws, including those related to wages and benefits
Use unethical recruiting practices	Strive to achieve equality in the workplace

Freedom of Association

Suppliers must respect the rights of all workers to form and join unions of their own choosing, to bargain collectively, and to engage in peaceful assembly as well as respect the right of workers to refrain from such activities, as permissible by local laws and regulations.

Integrity

Information Security, Confidential Information, and Intellectual Property

Suppliers must protect Fidus' sensitive information against theft, loss, destruction, unauthorized access/release, or misuse. Except as required by law, suppliers must not disclose sensitive information to anyone outside, without prior written approval from Fidus. Suppliers must not use sensitive information for any improper purpose. This applies even after the supplier's contract is complete. Sensitive information includes information that is proprietary, technical, business, financial, personal, or otherwise requires confidentiality. Sensitive information is owned by or has been entrusted to Fidus and must be kept confidential to preserve the interest of Fidus and its customers.

Suppliers must protect all Fidus intellectual property such as copyrighted information, trademarks and logos, patents, and trade secrets against loss or infringement, and use them only for Fidus business as intended.

Ethical Business

All Suppliers must strive to the following:

- Reject bribery in all its forms and any other means of undue or improper advantage, including promising, offering, authorizing, giving, or accepting any material gift, either directly or indirectly through a third party, that might be considered to influence business relationships.
- Not engage in corruption, money laundering, extortion, or embezzlement, and comply with all applicable laws and regulations.
- Respect intellectual property rights by ensuring the transfer of technology and know-how is conducted in a manner that protects intellectual property rights, and safeguards customer information.
- Uphold the standards of fair business, advertising, and competition.
- Treat fairly and respectfully all persons regardless of such factors as citizenship, race, place of origin, ethnic origin, colour, ancestry, disability, age, creed, gender, gender identity, gender expression, pregnancy, family status, marital status, sexual orientation, and religion
- Maintain your commitment to the Fidus non-disclosure and confidentiality agreements, maintain the legitimate proprietary rights of others, and follow necessary cyber-security protocols.
- Avoid injuring others, their property, reputation, or employment by false or malicious action.
- Provide quality goods and services, including the removal of any counterfeit parts when discovered.
- Abide by applicable export controls and economic sanctions.
- Avoid real or perceived conflicts of interest.
- Ensure all business dealings are transparently performed and accurately reflected in business books and records, and ensuring there is no falsification of records or misrepresentations. In accordance with applicable regulations and prevailing industry practices, disclosing information regarding labour, health and safety, environmental practices, business activities, structure, financial situation, and performance while maintaining confidentiality and security of the information.
- Suppliers will monitor adherence to this Code, including the reporting of any illegal or unethical behavior, and to suggest changes as appropriate. Reporting can be done with confidence, anonymously, and whistleblowers must be protected without retaliation, unless prohibited by law.
- Suppliers must implement similar standards defined in the Supplier Code towards own tier-1 suppliers.

Responsible Sourcing of Minerals

In providing materials or services to Fidus, suppliers must not use any minerals (or metals derived from such minerals) that have been illegally mined, transported, or traded in a manner that directly or indirectly finances or benefits non-state armed groups or private security forces.

Suppliers are expected to adopt a policy and exercise due diligence on the source and chain of custody of the tantalum, tin, tungsten, and gold in the products they manufacture to reasonably assure that they are sourced in a way consistent with the Organization for Economic Co-operation and Development (OECD) Guidance for Responsible Supply Chains of Minerals from Conflict- Affected and High-Risk Areas or an equivalent and recognized due diligence framework.

Dodd-Frank Act (Section 1502)

Fidus' Suppliers are required to audit their Tier-1 supply chain and to disclose whether they use "conflict minerals" (tin, tungsten, tantalum, and gold) and whether these minerals originate in the Democratic Republic of the Congo (DRC) or an adjoining country.



Environment

Fidus recognizes that environmental protection and energy conservation are an important aspect of any sustainable business and ask that Suppliers are committed to minimizing any adverse impact on the community, environment, and resources, while maintaining the health and safety of the public.

To do this, Suppliers must:

- Comply with all applicable environmental laws, statutes, and regulations of the jurisdiction in which they operate and strive to prevent or mitigate adverse effects on the environment with a long-term objective of constant improvement.
- Continuously improve upon plans and processes for responsible chemical management and sustainable resources management.
- Go above and beyond to reuse, recycle and make waste reduction a priority.



Thank you for taking the time to read and understand the Supplier Code.