



DS PRIMA Code of Conduct

May 2015

Message from DS PRIMA's Founder and Director

Dear DS PRIMA's team member,

Our business's reputation is one of our most valuable assets. The relationships between our employees, contractors, clients, suppliers, and other stakeholders are based on this.

This, our Code of Conduct, is the foundation for acting responsibly and with integrity throughout all our activities. I do believe that in most cases we intuitively know what the right thing to do is and we personally know what it means to act with integrity, however in this Code of Conduct we describe what this means for DS PRIMA specifically.

Hereby I would like to call on all our team to live by this Code. Our duty should not be compromised by anything. All our stakeholders expect and deserve our commitment.

I have always stated that I have an open door policy so if you have any questions after reading this document, please bring them to my attention or use our Feedback and Concerns Channel explained in this document.

I look forward for your continued commitment to live our values each day.

Best regards,

Pedro Chan
Founder and Director



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Our philosophy

DS PRIMA is an experienced and innovative IT Company that for over the years has delivered prime software solutions for optimal business results. Our reputation and credibility result in large part from our collective actions that are the reflection of our mission and values. Our growth depends on each of us understanding those ultimate goals and principles.

Our mission

To provide the best technical solutions to our clients so they can achieve their business goals.

Our values

The services that our team of professionals deliver are a reflection of our corporate values, which are:

- Pride in what we do
- Continuous self-improvement to go beyond our clients' expectations
- Commitment to delivering the best solution in the most efficient manner
- Creativity to deliver the best out-of-the-box solutions
- Innovation to ensure we maintain cutting-edge capabilities
- Genuine interest in our internal and external clients and their goals
- Integrity and honesty across all of our actions
- Social responsibility towards our clients, colleagues, society, and the world around us

Applicability of this code

The Code of Conduct applies to all DS PRIMA's team members; directors, managers, employees and trainees wherever located, collectively referred to herein as "our team" Third parties collaborating with DS PRIMA, such as contractors, consultants and agents, will be provided the Code of Conduct and required to comply with applicable terms when performing work for DS PRIMA.

Compliance with law

DS PRIMA's team members must comply with the laws, rules and regulations in each country where we operate. This Code of Conduct provides only general guidance. If local laws are more restrictive than this Code, you must comply with the applicable local laws. Team members who violate the spirit or letter of the Code of Conduct are subject to disciplinary action up to and including termination of employment.

Our responsibilities

Every DS PRIMA team member has responsibility to personify behaviour that complies with these guidelines in addition to the following actions:

- Learn the details of all of the guidelines that affect your job. You should have a basic understanding of issues covered by each policy and those that apply to your specific functions
- Seek assistance from your manager or directly from the Director when you have questions about the application of the policies
- Understand the options you have for raising concerns. Your communication may be online or oral, and it may be anonymous
- Cooperate in investigations into concerns about this Code.
- Understand that business results are never more important than compliance
- Be aware that your actions and compliance with this Code of Conduct will be taken into account in your evaluation and rewarding
- Be vigilant for circumstances that may indicate illegal or unethical behaviour and to act appropriately in a timely manner to prevent improper conduct.

The obligations of managers at DS PRIMA go beyond those required from the rest of the team. Some of those additional obligations are:

- Lead by example, using their own behaviour as a model for the rest of the team
- Head compliance efforts through meetings or other communication strategies with direct reports and regular monitoring of relevant matters
- Ensure that compliance risk areas associated with their areas are well identified.
- Take prompt corrective action to fix any identified weaknesses in compliance measures

Working relationships

At DS PRIMA, we are committed to maintaining a work environment based on respect for the individual, and to being a socially responsible company in every country and community in which we operate. In our relationships with each other, we strive to be open, honest, and respectful in sharing our ideas and in receiving input. We believe that diversity and inclusion are key drivers to creativity and innovation.

Human rights

DS PRIMA strives to follow the United Nations Global Compact and the protection of internationally proclaimed human rights and labour standards. We expect you to respect the dignity of others

Equal employment and anti-discrimination

At DS PRIMA we are proud to have the most talented team of varied cultural backgrounds. We all have something in common a strong commitment to our clients and our philosophy. We are constantly looking for top, passionate professionals. We are an equal opportunity employer and we base our employment decisions on merit, experience, and potential, without regard to race, gender identity, sexual orientation, national origin, religion, disability, age, or other characteristics.

We follow these principles in all areas of employment, including recruitment, hiring, training, promotion, benefits and other programs.

Anti-harassment

At DS PRIMA we are committed to providing a work environment that is free of all forms of discrimination including sexual harassment. Sexual harassment, as well as jokes, words, or comments based on an individual's gender, race, age, sexual orientation, ethnicity, or religion will not be tolerated. DS PRIMA expects all our team members to treat each other with respect and to accept responsibility for complying with this policy. We should all treat others as we would wish to be treated. Abusive, harassing or offensive conduct is unacceptable, whether verbal, physical or visual.

Health, Safety, and Security

Each DS PRIMA team member is required to comply with all applicable law to promote an injury-free, safe, and secure workplace. We are all responsible for maintaining a safe workplace by following safety and health rules and practices. We are also responsible for immediately reporting accidents, injuries and unsafe equipment, practices or conditions to managers or the Director.

Environmental Responsibility

DS PRIMA is committed to responsible environmental practices throughout our business. Our environmental policies and practices include programs designed to increase the energy efficiency of our operations, reduce waste, and protect the environment.

Our assets

Protecting and safeguarding DS PRIMA's assets is critical. This includes tangible and intangible property, business, and technical information. We all have a duty to use those for legitimate business purposes only, to protect them from loss or unauthorized use and to keep them confidential as appropriate

Finance and Accounting Practices

DS PRIMA adheres to strict accounting principles and standards of reporting. Financial information must be accurate and complete, and there must be internal controls and processes to comply with accounting and financial reporting laws. It is strictly forbidden to assist others engaging in improper accounting practices or make false or misleading financial reports.

Intellectual Property

DS PRIMA's intellectual property is vital to its business success. Intellectual property includes patents, trademarks, copyrights, trade secrets, source and object code, marketing plans, customer and employee contact lists, or other confidential or proprietary information. DS PRIMA invests in the development of software, services, and business processes, and in the protection of related intellectual property. The intellectual property that you generate while doing your job contributes to our strength and you have a duty to protect these valuable assets from misuse and unauthorized disclosure.

Just as we expect others to respect our intellectual property rights, we must respect the intellectual property and privacy rights of others. All DS PRIMA's team members have a duty to protect any confidential information they receive from others from misuse and unauthorized disclosure. When you joined DS PRIMA, you were required to sign an agreement under which you assumed specific obligations relating to intellectual property as well as the treatment of confidential information. Any questions about this agreement should be directed to your manager or directly to the Director.

Use of Company Resources

DS PRIMA provides a variety of assets for its team including computers, communications systems, and other equipment and materials. You may use DS PRIMA's resources for incidental personal activities; however, it is your duty to keep this usage to a minimum and to comply with all DS PRIMA's policies and guidelines on tools usage.

Information protection

All our team members have a duty to protect DS PRIMA's information. Our confidential information includes a wide range of non-public information including but not limited to financial and cost data, business plans and strategies, operating reports, pricing information, marketing and sales data, business partner information, research and development (R&D), trade secrets, proprietary information, technical information and source code, personnel records, and organisation charts. Appropriate security measures to protect our information from improper disclosure should be taken in accordance with our policies

Disclosure of DS PRIMA's information may be made only by those authorised to do so and in compliance with our policies. Acceptance of confidential information from others must also be handled with care and in compliance with our policies.

Privacy and Personal Data Protection

DS PRIMA is committed to protecting the personally identifiable information of its team members, clients, suppliers, and other business partners. In order to create an environment of trust and to comply with applicable laws, all our team is required to follow our privacy policies and data protection practices in using online and offline systems, processes, products, and services that involve the use, storage, or transmission of any personally identifiable information.

We are also committed to protecting legitimate privacy interests of our team members and the workplace. While seeking to maintain this privacy, however, DS PRIMA reserves the right to monitor use of company property, premises, and resources in accordance with applicable laws and as necessary to protect the interests of the company.

Conflict of interests

Any of our team members must make business decisions based on the best interests of DS PRIMA and must not be motivated by personal considerations or relationships. Relationships with prospective or existing suppliers, other team member, contractors, clients, competitors or regulators must not affect our independent and sound judgment on behalf of DS PRIMA. Conflicts arise when a team member uses his or her position at DS PRIMA for personal gain. Our team members are required to disclose any situation that may be, or appear to be, a conflict of interest.

General guidelines for you to understand common situations that may give rise to a conflict of interest are listed below.

Outside Employment

DS PRIMA's team members may not engage in outside employment that conflicts with the company's interest. Skills learned and used at DS PRIMA must not be used in a way that could hurt the business of DS PRIMA. Some of the more common actions that might create a conflict of interest are: working or providing any advice, assistance or services to or for a competitor, client, or business partner except in their role as a team member; engaging in self-employment in competition with DS PRIMA; using proprietary or confidential company information for personal gain or to the detriment of the company or any of its clients; and/or involvement in organizations that are doing or seek to do business with the company, including actual or potential vendors or clients.

Board Memberships

Serving on a board of directors or board of trustees or similar body for an outside business or organisation requires approval in advance.

Family Members and close relationships

No team member may use personal influence to get DS PRIMA to do business with a company in which their family members or friends have an interest. You should disclose any close relationship that might make it appear you could favour another company to the detriment of DS PRIMA's interests. Also, no team member will reasonably endeavour to make, participate in making, or attempt to influence decisions relating to job assignment, performance evaluations, promotions, compensation decisions and hiring practices concerning those with whom they have a family, household or a close, personal relationship.

Improper payments or gifts

No gift may be offered or accepted by DS PRIMA's team member if it will create a feeling of obligation, compromise judgment or appear to improperly influence the recipient. This rule does not apply to promotional gifts of low value of a customary kind.

Donations and sponsoring

All charitable donations and sponsorships must be transparent, documented in a written contract, intended for a serious business purpose.

Entertainment

Entertainment involves a representative of both parties at an event. It is generally accepted business practice to accept meals and entertainment that occur in conjunction with business meetings and conferences. Such occasions should further the business interests of DS PRIMA and should not be in excess of generally accepted business practices.

Business practices

At DS PRIMA, we conduct business fairly, legally, and with integrity. We all have a duty to be ethical and lawful in our dealings with all our team members as well as with our customers, contractors, suppliers, other business partners, and competitors.

Agreements and contracts

When we engage in an agreement we embody the rights and obligations of each party in appropriate written contracts every possible time. Properly written contracts document the use of assets, define the rights and obligations of the parties, establish protections against liability, and provide tools for handling disputes.

You may not commit DS PRIMA to undertake any performance, payment, or other obligation unless you are authorized under the appropriate delegation of authority. You may not enter into any agreement or engage in any activity that may violate applicable law. You may not enter into any transaction that facilitates improper revenue recognition, expense treatment, or other accounting improprieties on the part of either DS PRIMA or the business partner.

Responsibility to competitors

At DS PRIMA we conduct our business in compliance with laws and regulations designed to promote fair competition and encourage ethical and legal behaviour among competitors.

Antitrust laws and fair competition laws generally prohibit any activity that restrains free trade and limits competition. None of our team members must use any illegal or unethical methods to gather competitive information.

Stealing proprietary information, possessing trade secret information that was obtained without the owner's consent or inducing such disclosures by past or present employees of other companies is prohibited. If you obtain confidential information by accident that may constitute a trade secret or confidential information of another business, you should consult your manager or the Director.

Anti-Corruption

No one acting on DS PRIMA's behalf may directly or indirectly use bribes or other corrupt practices in conducting business to influence any federal, state, or local government employee in any country. At DS PRIMA It is strictly prohibited giving or offering to give anything of value, any payment, gift, entertainment, or service to government representatives for the corrupt purpose of obtaining or retaining business or to secure an improper advantage.

Crossing national borders

At DS PRIMA we comply with applicable local laws, regulations and restrictions when importing or exporting products, services, information or technology. When any of our team members travels internationally on company business, they are subject to laws governing what they import and export.

Advertising, Marketing, and Sales Practices

Statements in all DS PRIMA's advertising, promotional materials, and manuals must be fair, factual, complete, capable of being substantiated, and may not deceive or mislead current or potential clients. You may not make false or misleading statements our services, or those of competitors, in marketing or sales activities.

Responsible Procurement

Suppliers, for DS PRIMA, include component and material vendors, indirect goods and service providers, consultants, contract manufacturers, and anyone else who provides a product or service to us. We select suppliers based on the merits of their products, services, prices, and business practices such as social responsibility. You are required to follow DS PRIMA's policies in choosing suppliers on a basis that serves DS PRIMA's interests and protects our reputation.

You may not establish a business relationship with a supplier if its business practices violate local laws or basic international principles relating to labour standards or environmental protection.

We are all required to deal with suppliers in a professional and fair manner, to document properly all transactions, and to manage supplier relationships in accordance with the best interests of DS PRIMA. You may not enter into or request Procurement to enter into any false transactions or arrangements that assist a supplier in manipulating revenue or expense recognition.

Resolving ethical questions

Resolving ethical questions helps us strengthen our connections with our business partners and each other. Sometimes we all may encounter ethical questions that do not have easy answers and may require difficult judgment calls. Often, the following steps can help us resolve these questions:

Are you concerned about a possible violation of this Code, a law, regulation or other DS PRIMA policy? Do you need guidance or clarification regarding DS PRIMA's policy? If so, use some of the resources listed below to help you resolve the issue

- DS PRIMA's Code of Conduct
- DS PRIMA's specific policies
- Consult with your manager
- Consult with DS PRIMA's Director

If you are still unsure what is right, then try to answer the following questions:

- Is the action legal in my understanding of law?
- Is it right in my personal opinion?
- How will I feel afterwards if I am proceeding?
- Will it reflect poorly on DS PRIMA?

Compliance and disciplinary procedures

This Code of Conduct has been posted on our website. Please be aware that this Code may be changed from time to time in response to feedback, changes in industry practices, changes in applicable laws, or past violations of these standards. Those changes will be made to this online versions, and you will be advised of any material changes.

We ask our team members to acknowledge their commitment to this Code at joining DS PRIMA and then each year.

DS PRIMA follows compliance and disciplinary procedures headed by DS PRIMA's Director. Your compliance with this Code of Conduct is very important. Your failure to comply with these standards or with applicable laws is subject to disciplinary action by DS PRIMA ranging from a reprimand to immediate termination of contract or agreement.

How to raise a concern

We encourage all our team members and external stakeholders to give us their feedback and report their concerns in the way they feel more comfortable. DS PRIMA's Director has an open-door policy to attend all this personally, however we understand if people want to do it anonymously. That is why we also provide to you all the [Feedback & Concerns Channel](#), a service provided by a third party called Branded Trust Assurance. If you want to submit a concern, please go to this [website](#) and provide (copy/paste) the following code: **MC10-C12345** <http://solution.btassurance.com/feedback.aspx>

Alternatively, you can send an email to SocialResponsibility@ds-prima.com.au

DS PRIMA will not allow any retaliation against anyone who acts in good faith in reporting any concern. DS PRIMA will take appropriate steps to investigate all such reports and will take appropriate action.

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