



Code of Professional Conduct and Practice

Avida International is an independent firm that provides professional businesses, corporations and institutions with (management) consulting services, which also relates to the selection of third-party service providers. The management consulting services of Avida International (www.avidaint.com) are expressly mandated in the statutes, articles of association of, and the employment and assignment agreements signed by the distinguished legal entities of Avida International. These mandates do not allow the employees and associates of Avida International any involvement in advising on and ordering of transactions in financial instruments, by and on behalf of Avida International or the clients of Avida International, unless expressly stated otherwise. Avida International regularly and frequently monitors if its external partners meet relevant regulatory requirements.

The Code of Professional Conduct of Avida International applies to the (management) consultants of Avida International. This Code is an integral part of Avida International's operational risk management, compliance monitoring and audit program. The Code of Professional Conduct of Avida International is regularly reviewed and possibly updated and thus very much 'living' documents, just like Avida International's active relationships with its clients, in real live.

The Code of Professional Conduct is made available to the (prospective) clients of Avida International, through its web site.

As a consultant of Avida International, I will behave with honesty and integrity in my own actions and in my interactions with colleagues, the organisations with which I come into contact, clients and the wider community.

In my personal management practice I will:

- Strive for excellence at all times
- Exemplify the highest standards of professional behaviour and performance
- Remain accountable for my actions
- Disclose any personal interest which may affect my managerial decisions
- Act only within my level of competence and advise otherwise when asked to act beyond it
- Continue to develop my management competences and keep up to date with best practice
- Safeguard confidential information and not seek personal advantage from it
- Act reasonably and justifiably in identifying and resolving conflicts of values, including those of an ethical nature

As a business consultant I will:

- Put client interests first, doing whatever it takes to serve them to the highest possible standards at all times
- Consider for each potential new engagement the possibility of it creating a conflict of interest, or the perception of such a conflict, and, if such a conflict is identified, take all reasonable steps to protect the interests and confidentiality of each client
- Act independently and objectively, and exercise professional care to establish the facts of a situation and bring to bear an informed and experienced judgement
- Allow any action or recommendation made, if necessary, to be reviewed by my professional peers to confirm that I have acted in a proper way
- Continue to develop my business consulting competences and keep up-to-date with best practice

In my management of others I will:

- Treat colleagues on an equitable basis, without inappropriate discrimination, recognising their specific needs, pressures and problems
- Support colleagues to understand fully their responsibilities, areas of authority and accountability
- Seek to develop the skills and qualities evident within my team and recognise their achievements
- Foster a culture of openness and transparency, where issues may be addressed in a frank and timely manner
- Act consistently and fairly when addressing any shortfall in performance or standards of behaviour
- Encourage and assist colleagues to develop their skills and progress their careers, valuing the contribution which each may make
- Have regard for their physical and mental health, safety and well being
- Respect matters of faith, conscience and diversity in their widest sense
- Communicate clearly, effectively and openly

For Avida International which employs me and/or with which I work in partnership, where it is within my power, authority or influence to do so, I will:

- Uphold its lawful policies and practices and seek to enhance them in the interests of good management practice
- Seek to reconcile personal and corporate values
- Identify, support and communicate relevant policies, practices and information
- Seek to identify and promote enhancements to organisation structure, procedures and controls
- Act in a manner which supports the organisation's overall objectives and contributes to the achievement of targets set
- Be accountable for achieving the objectives, projects and tasks that I undertake to deliver
- Safeguard the reputation and assets of the organisation
- Prevent that my management consulting report and third-party selection advice is biased or used (in an effort) to manipulate relations with clients and third-parties.
- Exhaust all available internal remedies for dealing with matters I perceive to be improper before resorting to public disclosure

In the interests of customers, suppliers, business partners and other stakeholders I will:

- Ensure that I properly understand their interests and respond to them in a balanced manner
- Establish, maintain and develop business relationships based on mutual confidence and trust
- Refrain from entering into any agreement or undertake any activity which is unlawful or anti-competitive
- Not put a third-party service provider on a selection-shortlist for a client within 3-months after the firm has provided consulting services to this third-party.
- Ensure that agreements entered into or activities undertaken are consistent with the interests of my organisation and demonstrate good management practice
- Neither offer nor accept gifts, hospitality or services which could create, or imply, an improper obligation
- Safeguard all confidential information which comes into my possession
- Respect and advocate a proper distinction between functions of governance and oversight, policy making and strategic planning, implementation and operational management, and control and reporting for the internal and external organization of our clients, including their other professional service providers, and report irregularities.
- Produce management consulting reports that have a reasonable and adequate basis, which is supported by thorough, diligent and appropriate research and investigation.

For the wider community I will:

- Ensure that I am aware of, and comply with, all relevant legislation and regulations
- Act to avert or mitigate any harmful outcomes, whether short or long term, of present and proposed managerial actions
- Be honest, open and truthful in all external communications
- Respect the natural environment and seek to conserve resources wherever possible
- Respect the customs, practices and reasonable ambitions of others, where these may differ from my own
- Actively support the UN Principles of Responsible Investing.