



Code of Conduct and Ethics

2022

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The Code

About

We at Prae Venire are committed to honest and ethical conduct in all our business activities and relationships with each client, service and product providers and business partners.

Our Code of Conduct and Ethics ("The Code") is a framework to guide us in making ethical decisions; it helps address many situations.

We at Prae Venire strive to protect, restore and maximize value for our clients.

We at Prae Venire conduct our business ethically and in compliance with applicable laws and regulations.

All who work for, on behalf or with Prae Venire, have a duty to demonstrate the highest standards of business conduct.

Any violation of applicable law or regulations will also be considered a violation of the Code.

The Code does not act as an employment contract and cannot change any individual's personal employment status.

Ethical Decisions

At Prae Venire our decisions are made based on our core values.

We at Prae Venire conduct our business with:

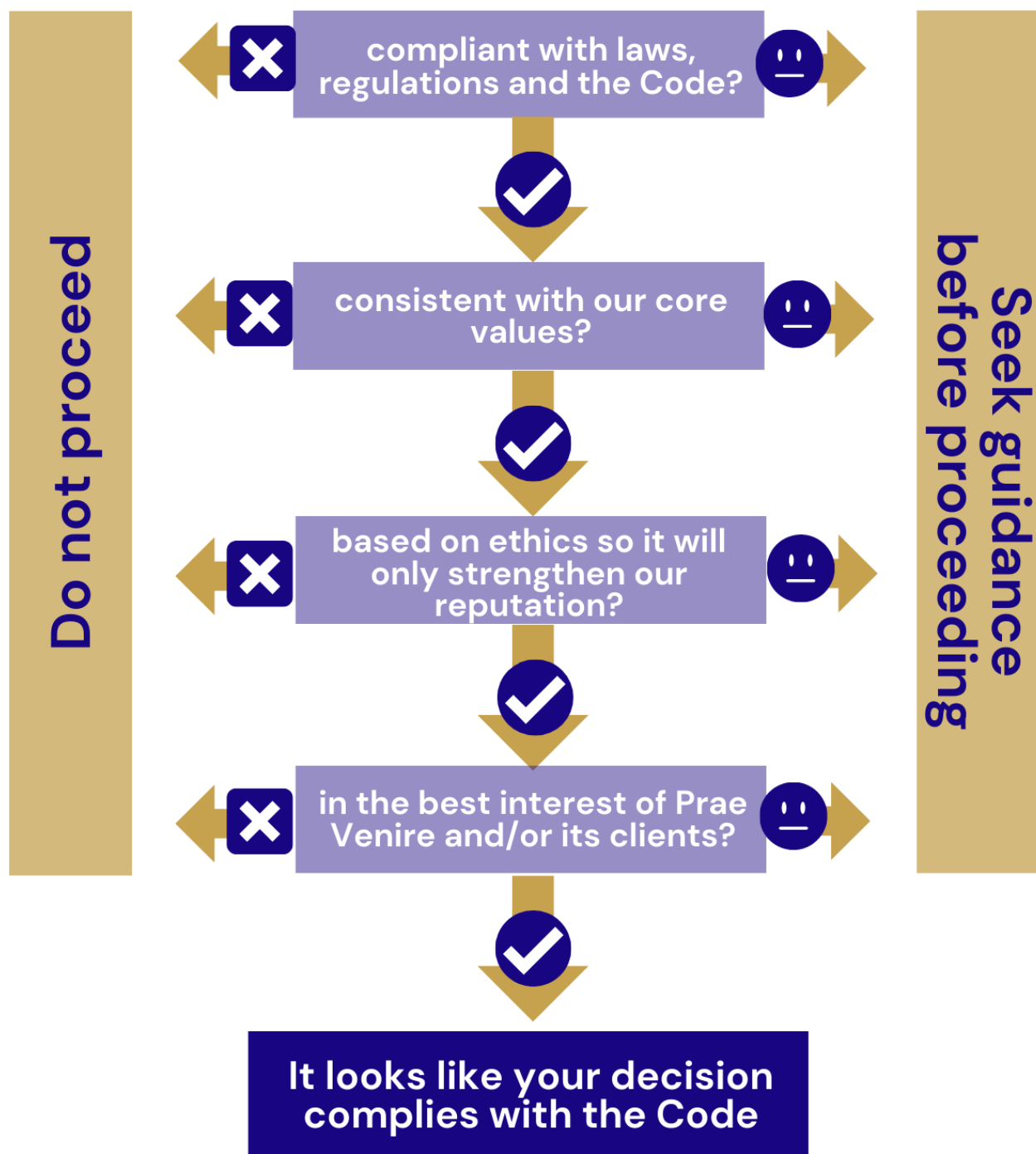
- Transparency
- Integrity
- Professionalism
- Collaboration
- Inclusivity

In case you are not sure of the proper course of an action, this Code may be able to assist you.



The Code

Is Your Decision...?



Raising Concern and Seeking Guidance

Reporting Channel

We all have a responsibility to speak if we have questions or concerns.

If you need guidance or if you become aware of an actual or potential violation of applicable laws or regulations, or the Code, you should promptly report that information.

Please, for reporting violations, asking questions, or raising concerns, contact us at info@praevenireus.com.

Non-Retaliation

Prae Venire strictly prohibits retaliation against any person for making a good faith report of suspected misconduct, raising concerns or asking questions about the Code, or cooperating in any investigation.

If you report a potential violation and it is not confirmed, you will not be punished for reporting it in good faith, if you brought it to our attention with information you believed to be true.

Retaliation is a violation of the Code.



How we do business

Conflicts of Interest

We all have to ensure that our personal interests and activities do not interfere with our ability to make business decisions and act in the best interest of Prae Venire, our clients and business partners.

A conflict of interest occurs when our personal interests interfere, or appear to interfere, with the interest of the businesses we do.

Personal interests also include situations that benefit a family or friend. It is not possible to describe every potential conflict of interest so we rely on one's common sense and judgement and to seek guidance when necessary.

If you find yourself in a situation that might exist a conflict of interest, you must disclose it to Prae Venire at our reporting channel.

Gift and Entertainment

Gifts and entertainment include anything of value and can take many forms, including but not limited to, meals, goods or services, tickets to events, discounts, cash, prizes, transportation, travel expenses, or gift cards.

Offering or accepting gifts or entertainment may be appropriate and permissible as long as it does not influence or give the impression to influence business decisions, if meets certain criteria like low price promotional goods with the company's logo, and if it is not provided to government officials or representatives.



How we do business

Insider Trading

Inside information is nonpublic information.

Information is nonpublic unless it has been adequately disclosed to the public.

The Code prohibits clients or any public company related to the business of Prae Venire, including service providers or business partners, to pass inside information along to a third party (insider trading) who may use it to trade in a security.

Record Retention

Prae Venire is committed to maintaining records needed to meet our legal, regulatory, accounting, and business requirements, in compliance with all applicable laws.

Fraud

Engaging in fraud is a huge violation of the Code.

According to the ACFE (Association of Certified Fraud Examiners): "Fraud includes any intentional or deliberate act to deprive another of property or money by guile, deception, or other unfair means."

Examples of fraud, include although not limited to:

- Falsification or misrepresentation (for personal gain) of information.
- Falsification or misrepresentation (for personal gain) of financial statements.
- Falsification or misrepresentation (for personal gain) of expense reports.

The Code requires any potential or actual occurrence of fraud to be disclosed by anyone working for, with or on behalf of Prae Venire. Reporting channels: info@praevenireus.com or company's managing director.



How we do business

Confidential Information

Confidential information is any kind of information that, if disclosed, might be valuable to competitors, or harmful to Prae Venire or our clients or our business partners.

Examples of confidential information include but are not limited to:

- Proprietary information
- Trade secrets
- Information about Prae Venire
- Current and prospective clients/third parties

At Prae Venire we are committed to protecting confidential information entrusted to us and we expect the same from clients, service providers and business partners.

Our and your obligation to treat information as confidential starts from the beginning of our business relationship and does not end when it is terminated.

Intellectual Property

Intellectual property can be ideas, copyright material, inventions, trademarks, and other creations that are valuable corporate assets and must be protected by everyone that works with, for and on behalf of Prae Venire.

- Trademarks: are logos and names, and must be properly used.
- Copyright: may be presentations, training content, books, articles, drawings, and other material covered by U.S. and foreign applicable laws. The absence of a copyright notice does not mean that the material is not copyrighted.

When using name, trademark, logo or any material of Prae Venire or another company we expect you do it properly and in accordance with applicable law.



How we do business

Data Privacy

Personal data is any information that identify a person and must be collected, processed and treated by us at Prae Venire, and by anyone who works with, for or on behalf of Prae Venire, in compliance with applicable U.S. and foreign data privacy laws

Everyone who has access to such personal data is expected to apply the privacy principles of lawful, fair and transparent data processing, respecting any purpose limitations, as well as the principles of data minimization, accuracy, storage limitation, integrity and confidentiality.

Use of Social Media

Use of social media platforms in accordance with the Code can be a very effective and great communication tool.

We at Prae Venire have in mind – and expect the same from clients, service providers and business partners – and act in a way that information posted on the internet can remain in the public domain indefinitely and reach global audiences instantaneously

On social platforms, the boundaries of professional and personal information are not always clear. Please use good judgment and be attentive to others.

We at Prae Venire do not engage in any conduct online that would not be ethically acceptable or that is unlawful, and expect the same from clients, service providers and business partners.



Our Commitment to Society

Anti-Money Laundering

Money laundering is the act of "cleaning" money that is considered "dirty" due to the fact it is gained through illicit activities.

Criminals (people or organizations) covert cash and assets originated from illegal transactions into a form that can be used legitimately and openly without drawing the attention of the authorities.

We at Prae Venire have a duty to act diligently to prevent our services from being used to further money laundering and terrorist financing.

We at Prae Venire conduct business only with clients, service providers and business partners willing to provide us with information regarding their true identity and ownership structure.

We at Prae Venire are dedicated to complying with all applicable Anti-Money Laundering (AML) laws, rules and regulations, and U.S. OFAC regulations,

Anti-Corruption

We at Prae Venire do not tolerate corrupt payments of all kinds, including facilitating payments. We expect our clients, service providers and business partners to share our commitment to integrity, and if we see signs that a client, service provider or business partner is unethical or could be engaging in corrupt conduct, we will not do or will immediately terminate any sort of business with them.

Examples of corrupt acts but not limited to:

- Offering or paying bribes, kickbacks, or other improper benefits to anyone.
- Improperly giving, promising, offering, or authorizing payment of anything of value in order to obtain or keep business or to secure some other advantage.

The consequences of bribery can be serious not only for a company but also individuals involved, and can include civil and criminal fines and penalties.



Our Commitment to Society

Export Controls

We at Prae Venire comply with all export control laws and regulations which relate to exporting goods, technology, software, services or financial transactions.

We are committed to not engage in trade in any country that is currently subject to trade restrictions imposed by government authorities.

Anti-Boycott

We at Prae Venire do not and will not cooperate with any request concerning unsanctioned foreign boycotts or enter into an agreement, provide any information or take any action that may cause us to support an illegal foreign economic boycott.

Competition Laws

Prae Venire conducts its business activities in accordance with all applicable competition laws.

At Prae Venire we do not engage in agreements that present or appear to present:

- Discrimination in pricing, terms and services among clients.
- Tying arrangements.
- Predatory pricing.



Our Commitment to People

Harassment

At Prae Venire we do not tolerate any kind of harassment:

- Spoken or written, actions or behavior.
- Intimidation, offense, jokes, pictures, videos, physical actions.
- On the basis of sexual or moral natures .

Diversity, Inclusion and Respect

Everyone deserves a business environment where they are respected and appreciated.

At Prae Venire we value an inclusive environment which embraces our different backgrounds, position, or individual differences.

Non- discrimination

At Prae Venire we do not tolerate any form of discrimination and expect the same from our clients, service providers and business partners; and, we are committed to fair and equal treatment of all people.

Comments or behaviors that discriminate against individual's characteristics or harm people are not tolerated by us under any circumstances.



Our Commitment to Community

Human Rights

At Prae Venire we do not tolerate the use of modern slavery and trafficking-related activities in all forms.

Prae Venire does not and will not do business with any client, service provider or business partner who does not operate in compliance with human rights laws.

Earth

At Prae Venire we strongly believe that the conservation of Earth's natural resources protects current and future generations.

Earth's natural resources include air, minerals, plants, soil, water, and wildlife. Conservation is the care and protection of these resources and seeks the sustainable use of nature by humans.

We are committed to protecting the Earth, avoiding or reducing any footprint of our business operations.

Volunteering and Charitable Contribution

At Prae Venire we believe that acts of service in local communities make positive contribution to society.

We encouraged any type of charitable giving and volunteerism as long as they are not in a effort to improperly gain or retain a business or personal advantage.





Thank you
for your commitment
to our

Code of Conduct and Ethics