



MOSAID Technologies Incorporated

Privacy Code

Scope and Application

The scope and application of the MOSAID Technologies Incorporated Privacy Code (this “Privacy Code”) are as follows:

This Privacy Code applies to Personal Information collected, used or disclosed by MOSAID about Employees and Non-employee Persons who interact with MOSAID.

This Privacy Code applies to the management of Personal Information in any form, whether oral, electronic or written. MOSAID reserves the right to amend this Privacy Code from time to time.

The application of this Privacy Code is subject to the requirements or provisions of any applicable legislation, regulations or agreements, or the order of any court or other lawful authority.

Exclusions from Privacy Protection

This Privacy Code does not impose any limits on the collection, use or disclosure of the following information by MOSAID:

- (a) information that is publicly available, such as a Person’s name, address, telephone number or electronic address when listed in a directory or made available through directory assistance;
- (b) business contact information, such as the name, title, business address or telephone number of an employee of an organization;
- (c) information collected, used or disclosed in the course of journalistic, literary or artistic activities; or
- (d) aggregate information that cannot be associated with a specific Person, such as demographic statistics about MOSAID customers, or number of visitors and average time spent on a web site.

Purposes for Collection of Personal Information

MOSAID has collected and collects Personal Information for the following purposes:

- (a) to establish and maintain responsible commercial relations with Individuals and to provide ongoing service;
- (b) to understand Individual needs;
- (c) to develop, enhance, market or provide products and services;
- (d) to manage and develop its business and operations, including personnel and

- employment matters; and
- (e) to meet legal or regulatory requirements, including to protect or defend a legal interest, and in connection with an actual or possible MOSAID corporate re-organization, merger or amalgamation with another entity, or an actual or possible sale of all or a substantial portion of the assets of MOSAID, provided that the Personal Information disclosed continues to be used by the entity acquiring the information either for evaluation of the possible transaction or, on completion of any such transaction, for the purposes permitted by this Privacy Code.

As examples of the above:

- (i) MOSAID may from time to time use a Person's Personal Information to contact the Person about changes, enhancements or similar notices related to MOSAID products and services; and
- (ii) if a Person indicated that he or she was interested in receiving offers or information from MOSAID, MOSAID may send the Person materials about products and services that MOSAID feels may be of interest to the Person.

Obtaining Consent

MOSAID will make a reasonable effort to make sure Persons understand how their Personal Information will be used by MOSAID. MOSAID will obtain consent from Persons before or when it collects or uses the Personal Information. MOSAID will not attempt to deceive Persons into giving consent.

A Person's consent can be express, implied or given through an authorized representative. A Person can withdraw consent at any time, with certain exceptions noted herein. MOSAID, however, may collect, use or disclose Personal Information without the Person's knowledge or consent in exceptional circumstances where such collection, use or disclosure is permitted or as required by law.

Note: If any Person at any time has any questions or concerns about MOSAID's privacy practices, the Person can: (i) write to MOSAID Technologies Incorporated, 11 Hines Road, Ottawa, Ontario K2K 2X1, Canada, Attention: General Counsel; or (ii) can contact the General Counsel by telephone at 613-599-9539.

Refusing or Withdrawing Consent

Subject to legal and contractual requirements, a Person can refuse to consent to MOSAID's collection, use or disclosure of Personal Information about the Person, or a Person may withdraw their consent to MOSAID's further collection, use or disclosure of their Personal Information at any time in the future by giving MOSAID reasonable notice, unless: (i) the consent relates to certain information required for credit approval which a Person applies for or accepts; (ii) the consent is otherwise required by law; or (iii) the use or disclosure is permitted by law or is related to the legal or regulatory requirements described herein. If a Person refuses or withdraws their consent, MOSAID may not be able to provide the Person or continue to provide the Person with some products, services or information which may

be of value to the Person.

Internet Aspects

Personal Information may be collected when a user conducts activities on or related to all web sites of MOSAID (“MOSAID Sites”) or related to services made available on MOSAID Sites (“MOSAID Services”). Although information collected, used or disclosed on the Internet as described below often does not constitute Personal Information (and to the extent that such is the case, then the obligations under this Privacy Code do not extend to such information), MOSAID’s web site Privacy Policy governs. To the extent of any conflict between the provisions of that Privacy Policy and the following provisions, the following provisions shall exclusively apply:

Internet Protocol Address (“IP Address”)

When the user’s web browser requests a web page from another computer on the Internet, it automatically gives that computer the address where it should send the information. This address is called the computer’s “IP Address.” For most users accessing the Internet from a dial-up Internet service provider (“ISP”), the IP Address will be different every time the user logs on.

MOSAID may use the user’s IP Address to:

- facilitate the diagnosis and remedy of a technical problem reported by the user’s or MOSAID’s technical team;
- display (or allow the display by Third Party advertising providers of) more appropriate and relevant content and advertising, such as content and advertising based on the user’s geographic area; and
- estimate user traffic from specific countries or organizations. Many IP Addresses are commonly associated with ISPs, universities or major corporations in specific regions or localities. Aggregate information derived from IP Addresses may also be reported to advertisers.

Cookies

A cookie is a small text file, which often includes an anonymous unique identifier, that is sent to the user’s web browser from a web site’s computer and is stored on the user’s computer’s hard drive. Cookies cannot be used to run programs or deliver viruses to a user’s computer.

MOSAID may use cookies to:

- improve the operation and performance of MOSAID Services and to make MOSAID Services easier and more convenient to use. For example, cookies help MOSAID provide more personalized services by recalling user preferences on subsequent visits (e.g. language preference). Cookies also allow MOSAID to save passwords and preferences for a user so that the user will not have to re-enter them

- on the next visit to a MOSAID Site; and
- measure aggregate user traffic and demographic statistics related to MOSAID Services and advertisements (e.g. number of users, average time spent, average age and similar statistics). This information helps MOSAID better understand when to update, change or offer new services and provides MOSAID with details as to the performance of Third Party advertisements and content.

Most browsers are initially set up to accept cookies. If a user prefers, the user can reset his or her browser either to notify the user when the user has received a cookie or to refuse to accept cookies. The user should understand that while MOSAID does not require a user to use cookies, certain MOSAID Services will not function properly if a user sets his or her browser to not accept cookies.

Web Beacons

Certain MOSAID Services may contain electronic images known as web beacons – sometimes called single-pixel gifs - that allow MOSAID to count users who have visited those pages and to deliver co-branded services. Web beacons are not used to access Personal Information; rather, they are a technique used to compile aggregated statistics about MOSAID service usage. Web beacons collect only a limited set of information including a cookie number, time and date of a page view and a description of the page on which the web beacon resides.

Links To Other Sites And Advertisements

A MOSAID Site may contain links to other web sites and services. While MOSAID tries to link only to web sites and services that share MOSAID's high standards and respect for privacy, a user should understand that MOSAID is not responsible for the content of, or the privacy practices employed by, other companies or web sites. This Privacy Code applies only to MOSAID, MOSAID Sites and MOSAID Services as detailed herein.

Additional Information

MOSAID may automatically collect certain information about the user's computer hardware and software. This information may include: browser type, operating system type, domain names, access times and referring web site addresses. This information is used by MOSAID to operate the service, to maintain the quality of the service and to provide general statistics regarding use of MOSAID Sites.

Certain MOSAID Services may be co-branded and offered in conjunction with another company. If a user registers for or uses such services, both MOSAID and the other company may receive information collected in conjunction with the co-branded services.

The Privacy Code in Detail

Definitions

“Collection” means the act of gathering, acquiring, recording or obtaining Personal Information from any source, including Third Parties, by any means.

“Consent” means voluntary agreement with the collection, use and disclosure of Personal Information for defined purposes. Consent can be either express or implied and can be provided directly by the Person or by an authorized representative. Express consent can be given orally, electronically or in writing, but is always unequivocal and does not require any inference on the part of MOSAID. Implied consent is consent that can reasonably be inferred from a Person’s action or inaction.

“Disclosure” means making Personal Information available to a Third Party.

“Employee” means a past or present employee or independent contractor of MOSAID. The inclusion of independent contractors within the definition of “Employee” is for convenience of reference only, and does in no manner imply that such individuals are employees of MOSAID within the meaning of employment legislation or are in an employee-employer relationship with MOSAID.

“Individual” means an individual other than an Employee who: (a) corresponds with MOSAID, including to lodge a complaint or apply for employment; or (b) uses, or applies to use, the products or services of MOSAID.

“MOSAID” means MOSAID Technologies Incorporated, all its subsidiaries, including MOSAID Systems Incorporated, and any successor company or companies thereof, as a result of corporate reorganization or restructuring.

“Non-employee Persons” means Individuals who are viewers, readers, subscribers, advertisers, contest participants, job applicants or Internet users who are exposed to the media content of MOSAID and about whom MOSAID collects Personal Information.

“Person” means an Employee or an Individual.

“Personal Information” means information about an identifiable Person, but not: (a) information that is publicly available, such as a Person’s name, address, telephone number or electronic address when listed in a directory or made available through directory assistance; (b) business contact information, such as the name, title, business address or telephone number of an employee of an organization; (c) information collected, used or disclosed in the course of journalistic, literary or artistic activities; or (d) aggregate information that cannot be associated with a specific Person, such as demographic statistics about MOSAID customers, or number of visitors and average time spent on a web site.

“Third Party” means a person other than the Person or his or her agent, or an organization other than MOSAID.

“Use” means the treatment, handling and management of Personal Information by MOSAID.

Principle 1 – Accountability

MOSAID is responsible for Personal Information under its control and shall designate one or more persons who are accountable for MOSAID’s compliance with the following principles.

1.1 Responsibility for ensuring compliance with the provisions of the Privacy Code rests with the senior management of MOSAID, which shall designate one or more persons to be accountable for compliance with the Privacy Code. Other people within MOSAID may be delegated to act on behalf of the designated person(s) or to take responsibility for the day-to-day collection and processing of Personal Information.

1.2 MOSAID has designated its General Counsel, who can be contacted by writing to MOSAID Technologies Incorporated, 11 Hines Road, Ottawa, Ontario K2K 2X1, Canada or by telephone at 613-599-9539, to oversee compliance with the Privacy Code.

1.3 MOSAID is responsible for Personal Information in its possession or control, including information that has been transferred to a Third Party for processing. MOSAID shall use appropriate means to provide a comparable level of protection while information is being processed by a Third Party (see Principle 7 below).

1.4 MOSAID has implemented policies and procedures to give effect to the Privacy Code, including: (a) implementing procedures to protect Personal Information and to oversee MOSAID’s compliance with the Privacy Code; (b) establishing procedures to receive and respond to inquiries or complaints; (c) training and communicating to staff about MOSAID’s policies and practices; and (d) developing public information to explain MOSAID’s policies and practices.

Principle 2 - Identifying Purposes for Collection of Personal Information

MOSAID has collected and collects Personal Information for the purposes set out below, and shall identify the purposes for which Personal Information is collected at or before the time the information is collected.

2.1 MOSAID has collected and collects Personal Information for the following purposes: (a) to establish and maintain responsible commercial relations with Individuals and to provide ongoing service; (b) to understand Individual needs; (c) to develop, enhance, market or provide products and services; (d) to manage and develop its business and operations, including personnel and employment matters; and (e) to meet legal or regulatory requirements, including to protect or defend a legal interest, and in connection with an actual or possible MOSAID corporate re-organization, merger or amalgamation with another entity, or an actual or possible sale of all or a substantial portion of the assets of

MOSAID, provided that the Personal Information disclosed continues to be used by the entity acquiring the information either for evaluation of the possible transaction, or, on completion of any such transaction, for the purposes permitted by the Privacy Code.

As examples of the above:

- (i) MOSAID may from time to time use a Person's Personal Information to contact the Person about changes, enhancements or similar notices related to MOSAID products and services; or
- (ii) if a Person indicated that he or she was interested in receiving offers or information from MOSAID or certain of our selected partners, MOSAID may send the Person materials about products and services that MOSAID feels may be of interest to the Person.

Further references to "identified purposes" mean the purposes identified in this Principle 2.

2.2 MOSAID shall specify orally, electronically or in writing the identified purposes to the Person at or before the time Personal Information is collected. Upon request, persons collecting Personal Information shall explain these identified purposes or refer the Person to a designated person within MOSAID who shall explain the purposes.

2.3 Unless required by law, MOSAID shall not use or disclose, for any new purpose, Personal Information that has been collected without first identifying the new purpose and obtaining the consent of the Person.

Principle 3 - Obtaining Consent for Collection, Use or Disclosure of Personal Information

The knowledge and consent of a Person are required for the collection, use or disclosure of Personal Information, except where inappropriate.

3.1 Generally, MOSAID shall seek consent to use and disclose Personal Information at the same time it collects the information. However, MOSAID may seek consent to use and disclose Personal Information after it has been collected, but before it is used or disclosed for a new purpose.

3.2 In obtaining consent, MOSAID shall use reasonable efforts to ensure that a Person is advised of the identified purposes for which his or her Personal Information will be used or disclosed. Purposes shall be stated in a manner that can be reasonably understood by the Person.

3.3 MOSAID will require Individuals to consent to the collection, use or disclosure of Personal Information as a condition of the supply of a product or service only if such collection, use or disclosure is required to fulfill the identified purposes.

3.4 In determining the appropriate form of consent, MOSAID shall take into account the

sensitivity of the Personal Information and the reasonable expectations of the Persons.

3.5 In general, the use of products and services by an Individual, or the acceptance of employment or benefits by an Employee, constitutes implied consent for MOSAID to collect, use and disclose Personal Information for all identified purposes.

3.6 An Individual may withdraw consent at any time, subject to legal or contractual restrictions and reasonable notice. Individuals may contact MOSAID for more information regarding the implications of withdrawing consent.

3.7 In certain circumstances Personal Information can be collected, used or disclosed without the knowledge and consent of the Person.

For example:

MOSAID may collect or use Personal Information without knowledge or consent if it is clearly in the interests of the Person and consent cannot be obtained in a timely way, such as when the Person is a minor, seriously ill or mentally incapacitated.

MOSAID may also collect, use or disclose Personal Information without knowledge or consent if seeking the consent of the Person might defeat the purpose of collecting the information such as in the investigation of a breach of an agreement or a contravention of a federal or provincial law.

MOSAID may also use or disclose Personal Information without knowledge or consent in the case of an emergency where the life, health or security of an individual or property is threatened.

MOSAID may disclose Personal Information without knowledge or consent to collect a debt, to comply with a subpoena, warrant or other court order, or as may be otherwise related to the legal or regulatory requirements described herein.

Principle 4 - Limiting Collection of Personal Information

MOSAID shall limit the collection of Personal Information to that which is necessary for the purposes identified by MOSAID.

MOSAID shall collect Personal Information by fair and lawful means.

4.1 MOSAID collects Personal Information primarily from Individuals or its Employees.

4.2 MOSAID may also collect Personal Information from other sources including credit bureaus, employers, personal references or other Third Parties that represent that they have the right to disclose the information.

Principle 5 - Limiting Use, Disclosure and Retention of Personal Information

MOSAID shall not use or disclose Personal Information for purposes other than those for which it was collected, except with the consent of the Person or as required by law.

MOSAID shall retain Personal Information only as long as necessary for the fulfillment of the purposes for which it was collected.

5.1 In certain circumstances Personal Information can be collected, used or disclosed without the knowledge and consent of the Person. (see Principle 3.7 above)

5.2 In addition, MOSAID may disclose a Person's Personal Information to: (a) another person for the development, enhancement, marketing or provision of any of the products or services of MOSAID; (b) a person who, in the reasonable judgment of MOSAID, is seeking the information as an agent of the Person; (c) between MOSAID Technologies Incorporated and its subsidiaries to permit the provision of services requested by the Person; and (d) a Third Party or Third Parties, where the Person consents to such disclosure or disclosure is required by law.

5.3 MOSAID may disclose Personal Information about Employees: (a) for normal personnel and benefits administration; (b) in the context of providing references regarding Employees in response to requests from prospective employers; or (c) where disclosure is required by law.

5.4 Only those Employees of MOSAID who require access for business reasons, or whose duties reasonably so require, or properly designated representatives of MOSAID, are granted access to Personal Information about Individuals and Employees.

5.5 MOSAID shall keep Personal Information only as long as it remains necessary or relevant for the identified purposes or as required by law. Depending on the circumstances, where Personal Information has been used to make a decision about a Person, MOSAID shall retain, for a period of time that is reasonably sufficient to allow for access by the Person, either the actual information or the rationale for making the decision.

5.6 MOSAID shall maintain reasonable and systematic controls, schedules and practices for information and records retention and destruction which apply to Personal Information that is no longer necessary or relevant for the identified purposes or required by law to be retained. Such information shall be destroyed, erased or made anonymous.

Principle 6 - Accuracy of Personal Information

Personal Information shall be as accurate, complete and up-to-date as is necessary for the purposes for which it is to be used.

6.1 Personal Information used by MOSAID shall be sufficiently accurate, complete and up-to-date to minimize the possibility that inappropriate information may be used to make a

decision about a Person.

6.2 MOSAID shall update Personal Information about Persons as and when necessary to fulfill the identified purposes or upon notification by the Person.

Principle 7 - Security Safeguards

MOSAID shall protect Personal Information by security safeguards appropriate to the sensitivity of the information.

7.1 MOSAID shall protect Personal Information against such risks as loss or theft, unauthorized access, disclosure, copying, use, modification or destruction, through appropriate security measures. MOSAID shall protect the information regardless of the format in which it is held.

7.2 MOSAID shall protect Personal Information disclosed to Third Parties by contractual agreements stipulating the confidentiality of the information and the purposes for which it is to be used.

7.3 All Employees of MOSAID with access to Personal Information shall be required as a condition of employment to respect the confidentiality of Personal Information.

Principle 8 - Openness Concerning Policies and Practices

MOSAID shall make readily available to Persons specific information about its policies and practices relating to the management of Personal Information.

8.1 MOSAID shall make information about its policies and practices easy to understand, including: (a) the title and address of the person or persons accountable for MOSAID's compliance with the Privacy Code and to whom inquiries or complaints can be forwarded; (b) the means of gaining access to Personal Information held by MOSAID; and (c) a description of the type of Personal Information held by MOSAID, including a general account of its use.

8.2 MOSAID shall make available information to help Persons exercise choices regarding the use of their Personal Information.

Principle 9 - Access to Personal Information

MOSAID shall inform a Person of the existence, use and disclosure of his or her Personal Information upon request and shall give the Person access to that information.

A Person shall be able to challenge the accuracy and completeness of the Personal Information and have it amended as appropriate.

9.1 Upon request, MOSAID shall afford to a Person a reasonable opportunity to review the Personal Information in that Person's file. Personal Information shall be provided in understandable form within a reasonable time and at minimal or no cost to the Person.

9.2 In certain situations, MOSAID may not be able to provide access to all of the Personal Information that they hold about a Person. For example, MOSAID may not provide access to information if doing so would likely reveal Personal Information about a Third Party or could reasonably be expected to threaten the life or security of another person. Also, MOSAID may not provide access to information if disclosure would reveal confidential commercial information, if the information is protected by solicitor-client privilege, if the information was generated in the course of a formal dispute resolution process, if the information was collected in relation to the investigation of a breach of an agreement or a contravention of a federal or provincial law or if the information was collected as part of journalistic, literary or artistic activities. If access to Personal Information cannot be provided, MOSAID shall provide the reasons for denying access upon request.

9.3 Upon request, MOSAID shall provide an account of the use and disclosure of Personal Information and, where reasonably possible, shall state the source of the information. In providing an account of disclosure, MOSAID shall provide a list of organizations to which it may have disclosed Personal Information about the Person when it is not possible to provide an actual list.

9.4 In order to safeguard Personal Information, a Person may be required to provide sufficient identification information to permit MOSAID to account for the existence, use and disclosure of Personal Information and to authorize access to the Person's file. Any such information shall be used only for this purpose.

9.5 MOSAID shall promptly correct or complete any Personal Information found to be inaccurate or incomplete. Any unresolved differences as to accuracy or completeness shall be noted in the Person's file. Where appropriate, MOSAID shall transmit to Third Parties having access to the Personal Information in question any amended information or the existence of any unresolved differences.

9.6 A Person can obtain information or seek access to his or her Personal Information by contacting a designated representative at MOSAID's principal office.

9.7 An Employee can obtain information or seek access to his or her Personal Information by contacting his or her immediate supervisor within MOSAID.

Principle 10 – Challenging Compliance

A Person shall be able to address a challenge concerning compliance with the above principles to the designated person or persons accountable for the compliance of MOSAID with the Privacy Code.

10.1 MOSAID shall maintain procedures for addressing and responding to all inquiries or complaints from Persons about MOSAID's handling of their Personal Information. If any Person at any time has any questions or concerns about MOSAID's privacy practices, the Person can contact the General Counsel at 11 Hines Road, Ottawa, Ontario K2K 2X1, Canada or at 613-599-9539.

10.2 MOSAID shall inform Persons about the existence of these procedures as well as the availability of complaint procedures.

10.3 The person or persons accountable for compliance with the Privacy Code may seek external advice where appropriate before providing a final response to individual complaints.

10.4 MOSAID shall investigate all complaints concerning compliance with the Privacy Code. If a complaint is found to be justified, MOSAID shall take appropriate measures to resolve the complaint including, if necessary, amending its policies and procedures. A Person shall be informed of the outcome of the investigation regarding his or her complaint.

Dated this 23rd day of January, 2006.