
The Paradigm Shakers Business Ethics Policy

The Paradigm Shakers (the "Company") are committed to conducting our business activities with honesty, and in full compliance with the laws and regulations of the countries in which we do business. We also believe in treating our employees with the same principles.

As a Paradigm Shakers director, officer or employee (each, an "Associate"), you should know where we stand on basic ethical issues, so that you can act accordingly. The following Business Ethics Policy sets down the guidelines for business conduct at The Paradigm Shakers. It is our intention that these standards and rules guide the actions of all Associates. We ask everyone to pledge his or her support to this important policy.

Statement of Policy

The Paradigm Shakers Code of Business Conduct was prepared to provide Associates, as well as those with whom we do business and the general public, with a formal statement of our Company's commitment to the standards and rules of ethical business conduct. All Associates are expected to review this Code, and in so doing, agree to comply with its principles. This Code should be considered the basis on which each Associate conducts business on behalf of The Paradigm Shakers, and is the cornerstone of The Paradigm Shakers ethical business practices.

A code of conduct cannot cover all circumstances or anticipate every situation. Associates encountering situations not addressed specifically by this Code should apply the overall philosophy and ethical standards observed by honourable people everywhere. Situations that are not covered may be reviewed with your manager, or as appropriate, senior management of the Company.

Use of Company Funds and Assets

The assets of the Company are to be used solely for the benefit of the Company and only for valid business purposes. The assets of The Paradigm Shakers are much more than our equipment, inventory, company funds, or office supplies. They include technologies, concepts, business strategies and plans, financial data, and other information about our business. These assets may not be improperly used to provide personal gain for Associates or others. Associates may not transfer any of the assets to other people, except in the ordinary course of business. On occasion, some assets of the Company no longer needed in the business may be sold to Associates. Such sales must be supported by properly approved documentation signed by an appropriate authority other than the Associate.

Confidential Information

As part of your position, you may have access to confidential information about The Paradigm Shakers, its customers, suppliers and competitors. Until material information has been made public, this information is not to be disclosed to co-workers who do not have a business need-to-know, nor to non-Associates (including former Associates) for any reason except in accordance with established

corporate procedures, which may include confidentiality agreements when appropriate. Associates may not use confidential information obtained on the position for personal financial gain through the trading of securities or other personal financial transactions. "Confidential information" includes information or data on products, business strategies, company manuals, material, processes, systems, procedures, etc., as well as all financial data.

If there is any question as to whether information is confidential material or whether it has been publicly disseminated, Associates should take the initiative to consult with a Company officer or director prior to initiating any securities trade, or discussing any significant information with anyone outside the Company.

Conflicts of Interest (Personal Financial Interests & Outside Activities)

Associates should avoid any outside financial interest that might influence their work, company decisions or actions. They should also avoid outside employment or activities that materially decrease the performance, impartiality, judgment, effectiveness, or productivity expected from such Associate on his or her position. In other words, you should avoid situations in which your private interests conflict or interfere with your duty to be loyal to the Company. Conflicts can arise from situations that benefit you directly, or from situations that have a negative impact on the Company. Examples of conflicts include the following situations: **1)** using your position in the Company to hire family members or friends, including consultants; **2)** making significant use of Company time or resources for private personal interests such as surfing the net or doing private mailings for your club; **3)** making significant use of Company time, labs, phones or computers to benefit your private business interests such as doing private research to invent patents not related to Company interests, running an outside business, or day trading in stocks; **4)** using your position in the Company to influence purchasing decisions for businesses you own, or are owned by family members or friends, so that the Company pays more than from other sources; **5)** influencing purchasing decisions to get, services or goods for personal consumption; **6)** using Company resources to achieve promotions in professional or other organizations which are not work-related, **7)** a personal or family interest in an enterprise that has material business dealings (e.g., competitors, supplies, and customers) with The Paradigm Shakers (this restriction does not apply to minimal holdings of the stock or other securities of a corporation whose shares are publicly traded, and which may incidentally do business with The Paradigm Shakers). These situations are provided as illustrations, so this list is not complete.

If you are uncertain as to whether you may have a conflict of interest due to your investments or outside activities, you should consult with your manager, or senior management of the Company. If you have a conflict of interest, or are engaged in a transaction or relationship that could reasonably be expected to give rise to such a conflict, you must promptly report the conflict of interest to senior management of the Company.

Compliance with Laws

The business of the Company must be conducted in compliance with all UK laws, rules and regulations. In some cases, the interpretation of laws, rules and regulations may be difficult, but we have access to legal advice and will furnish such advice as necessary to enable you to comply with this policy.

Dealing With Suppliers and Customers

We obtain and keep our business because of the quality and value of our products and services, and the respect and confidence we instill in our customers. Conducting business with suppliers and customers can pose ethical or even legal problems.

The following guidelines are intended to help all Associates to make the "right" decision in potentially difficult situations:

Payments to Agents, Representatives or Consultants

Agreements with agents, sales representatives, or consultants must be in writing in corporate standard format, and must clearly and accurately set forth the services to be performed, the basis for earning the commission or fee involved, and the applicable rate or fee. Any such payments must be reasonable in amount, not excessive in light of the practice in the trade, and commensurate with the value of the services rendered. The agent, sales representative or consultant must be advised that the agreement may be publicly disclosed and must agree to such public disclosure. In some countries, local laws may prohibit the use of agents or limit the rate of commissions or fees.

Improper Payments

Payments or offer of benefit of any kind other than those included in standard marketing policies of the Company may not be made to customers or prospective customers as an inducement for them to buy our products. Only inducements specified in The Paradigm Shakers 's marketing policies and available to all customers in similar circumstances on an equal basis may be offered by The Paradigm Shakers 's Associates. The use of The Paradigm Shakers 's funds or assets for any unlawful or unethical purpose is strictly prohibited. Any payment which is improper when made by a The Paradigm Shakers Associate is likewise improper if made by a commissioned agent, consultant, or other third party on behalf of The Paradigm Shakers , where The Paradigm Shakers knows or has reason to know that the payment to a third party is for any purpose other than that disclosed on the payment documentation.

Retention of Records

Disposal or destruction of the Company's records and files is not discretionary with any Associate, including the originator of such records. Legal and regulatory practice requires the retention of certain records for various periods of time, particularly in the tax, personnel, health and safety, environment, contract, and corporate structure areas. In addition, when litigation or a government investigation or audit is pending or imminent, relevant records must not be destroyed until the matter is closed. Destruction of records to avoid disclosure in a legal proceeding may constitute a criminal offense.

Communications with Competitors

It is not illegal and may be appropriate for representatives of The Paradigm Shakers and its competitors to meet and talk from time to time. In such conversations, you should scrupulously avoid comment on such topics as pricing, production levels, marketing methods, inventories, product development, sales territories and goals, non-public market studies, and any proprietary or confidential information. Discussions regarding customers must be limited to the exchange of credit information. If your position at The Paradigm Shakers brings you into contact with customers, competitors, or suppliers on a regular basis, you should be familiar with any antitrust issues that affect The Paradigm Shakers and consult with The Paradigm Shakers legal counsel whenever questions arise that may involve antitrust implications.

Information About Competitors

As a business that competes in the marketplace, we seek economic knowledge about our competitors. However, we will not engage in illegal or improper acts to acquire a competitor's trade secrets, customer lists, and information about company facilities, technical developments or operations. In addition, we will not hire a competitor's employees for the purpose of obtaining confidential information, or urge competitors' personnel, customers, or suppliers to disclose confidential information, nor shall we seek such information from competitors' employees subsequently hired by The Paradigm Shakers .

Safety, Health and Environment

The Paradigm Shakers is committed to providing a safe and healthy work place for our Associates and customers. We are equally committed to preventing deterioration of the environment and minimizing the impact of our operations on the land, air and water. These commitments can only be met through the awareness and cooperation of all The Paradigm Shakers Associates. We each have a responsibility to abide by safe operating procedures, to guard our own and our fellow Associate's health, to maintain and utilize pollution control systems, and to follow safe and sanitary procedures for the disposition of industrial and hazardous waste materials. Specific rules and instructions in each of these areas are published and posted in various places throughout the Company's facilities, and it is the responsibility of each Associate to become familiar with them and to observe them.

Dealing With Each Other

The Paradigm Shakers is committed to maintaining a positive constructive working environment where all Associates may pursue personal career satisfaction. We will not tolerate harassment based on race, colour, religion, sex, national origin, age, physical or mental disability, status as a special disabled veteran or veteran of the Vietnam era, or any other protected characteristic afforded protection under United States, state, municipal or local law. These forms of harassment not only violate Company policy but also are illegal. Regardless of the existence of such laws in any country, discrimination or harassment against any person by another will not be tolerated.

Implementation

This Business Ethics Policy outlines the way we want to treat others, as well as the way we want to be treated. All Associates receive a copy of this policy and are expected to adhere to it. You are encouraged to consult with your manager, or as appropriate, senior management of the Company prior to taking any action whenever the proper course of conduct is in doubt. Any failure to adhere to this policy may result in disciplinary action, up to and including termination of employment.

The Paradigm Shakers Associates

All Associates are expected to report violations of this policy. Such violations of this policy or any other inappropriate activity in the workplace may be reported to any member of management, or via the anonymous and confidential reporting system maintained by the Company. The specific procedures for making such an anonymous and confidential report will be periodically communicated to all employees, and will be continually posted for employee access. The Company's Vice-President and General Counsel or the Corporate Secretary shall be responsible for receiving and investigating the anonymous reports. They, along with the Audit Committee as it deems appropriate, will timely investigate the allegations, and document their findings and conclusions. The executive officers of the Company will take action as directed by the Audit Committee.

Failure to report any violations of this policy, failure to cooperate with any investigation of any alleged violation of this policy or the submission of information that is known to be false in response to an investigation of any alleged violation of this policy is, in itself, a violation of this policy.

Reprisal action against any Associate or other person who in good faith reports suspected violation of this policy is not permitted, and any such reprisal actions will be deemed a violation of this policy.

Officers and Managers

All officers and managers are responsible for ensuring this policy is used to guide the actions of Associates. They are also responsible for investigating any alleged violations of the policy.

Board of Directors

The Board of Directors of The Paradigm Shakers believes management is conducting business in accordance to this policy. The Board upon notification of wilful violations of the policy shall assure that violations will be addressed, that the legal rights of individuals are protected, the Company's legal obligations are fulfilled, and that proper corrective action is taken. The Board will further see that measures are put into place to prevent recurrence of violations.