
GENOMMA LAB
CODE OF
CONDUCT AND ETHICS



Genomma Lab[®]
Internacional

TABLE OF CONTENTS

Message from the Chief Executive Officer

The Company Values

Introduction and Application of the Conduct and Ethics Code

General Ethics Policies

1	Trade Practices	8
2	Anti-corruption	9
3	Extemporaneous Payments, Gifts and Entertainment Activities	10
4	Confidentiality	11
5	Intellectual Property	13
6	Conflict of Interests	14
7	Privileged Information	17
8	Report and Research	18
9	Doubts and Comments	19
10	Letter of Commitment	20



MESSAGE FROM THE CHIEF EXECUTIVE OFFICER

To all our partners:

As part of the commitment made with our corporate philosophy, I am pleased to share our Code of Conduct and Ethics document, which establishes the regulatory framework that allows us to develop and maintain relations of honesty, trust, non-discrimination and respect among ourselves and in dealings with all parties we hold some type of professional or trade relationship with.

Our Company's ethics molded through the present Code of Code of Conduct and Ethics is a living document and we are all called to conduct ourselves according to its guidelines.

I trust you will find tools in this document that will let you direct your professional goals in line with the goals we pursue as a Company.

I invite you to read, practice and enrich our Code of Conduct and Ethics and, through this, to put into practice the highest ethical standards of our Company.

Sincerely,

Max Juda

THE COMPANY VALUES

Integrity: In all areas of our business, we conduct ourselves with honesty, we act in an ethical manner, we are responsible and professional in our work, we are direct and honest in the way we communicate, and we report good and bad news appropriately.

Innovation and Creativity: Develop new ideas, challenge the established, take risks, support change, stimulate innovation and solve problems creatively.

Teamwork: Collaborate with our colleagues in a coordinated and balanced way. Help the team leader to meet goals. Build on our strengths and cooperate for a good successful work.

Sustainability: Guide all our actions toward the long-term success of the Company through ethical and transparent management that integrates social and environmental criteria and takes into consideration the expectations of the interested parties.

Efficiency/Efficacy: Aim to the achievement of our goals by using the best means possible for the most adequate performance.

INTRODUCTION AND APPLICATION OF THE CONDUCT AND ETHICS CODE

Genomma Lab Internacional, S.A.B. de C.V., its affiliate companies, subsidiaries and any other part of the same business group (“Genomma Lab”) are committed to carry out all business operations in strict compliance with the applicable laws, under the principle of equality, non-discrimination and transparency, and in accordance with high ethical standards,¹ publishes this Code of Conduct and Ethics, establishing guidelines and setting a framework to help set up good judgment and personal integrity for everyone. This Code applies to and is a requisite without exceptions for all coworkers, regardless of their hierarchy and geographical location, as well as any third party with any business or commercial relationship with Genomma Lab.

It is necessary for all coworkers to get to know and apply this Conduct and Ethics Code, which will help us behave in strict adherence with Genomma Lab’s standards, considering that every person within the Company is important and must be responsible to enforce its compliance, as it makes this a better enterprise with a healthy work environment.

¹ According to the Federal Law in México for Prevention and Elimination of Discrimination, article 1, section III.

GENERAL ETHICS POLICIES

- A) Show a loyal, respectful, diligent and honest conduct.
- B) Respect other people's dignity, their freedoms and privacy. We do not allow forced labor or employ underage people within the terms of each country's and international applicable labor legislation.
- C) We carry out our business with strict adherence to the principles of equality and no discrimination. We do not discriminate against any individual based on their origin, race, marital status, age, opinions, gender, faith, association to a group or affiliation to a union, social or economic status, familiar situation, pregnancy, sexual orientation, disability, illness, nationality or immigration status, in accordance with each country's legislation.
- D) We promote people's Human Rights. We condemn, forbid and denounce all harassment within and outside our workplace, as well as remain committed to creating healthy and safe workplaces, thus prohibiting consumption of alcoholic beverages or illegal drugs at the workplace and during working hours. Also, we facilitate detection of illegal practices and/or inappropriate conducts through open communication and formally implemented mechanisms.
- E) No reprimands will happen towards people who provide factual information or who collaborate in any way with an investigation where there is a presumption of wrongdoing affecting the workplace or the company's assets. We avoid denouncing without proof and with malice towards an innocent person.

- F) We adhere to the laws, regulations and ordinances of the countries in which we operate, as well as this Code and other policies, norms and procedures established by the Company, as we strive to become a thought leader in the business culture of legality.
- G) We do not take part in any activity with the intention of restricting business or denying business to clients, members or suppliers who share our ethical values and possess a solid reputation in any country in which these practices can be an infraction of applicable laws.
- H) We comply with all money laundering laws worldwide and adhere strictly to applicable law in the countries where we operate.
- I) We protect and preserve tangible and intangible Company assets, as well as we are committed to the proper use of Company assets and information for personal reasons.
- J) We all share the obligation to keep any information and documentation confidential, thus keeping it from third parties. If for business reasons a third party must be involved, a confidentiality agreement will be put in place.
- K) We must avoid any contact with dishonest or potentially harmful people.

1

TRADE PRACTICES

Genomma Lab seeks its development based on carrying out ethical trade practices in dealings with all of those third parties with whom it has trade relationships.

Genomma Lab is committed to deal with third parties with respect, honesty and equality of opportunities, seeking that said third parties have ethical behaviors and are in strict compliance with the law.

We are committed to our consumers, offering them products of the highest quality that will comply with the promise of value and creating a long-term relationship.

2

ANTI-CORRUPTION

Genomma Lab rejects any corruption practices inside and outside the company, which is why it is our obligation to avoid any acts of corruption and influence trafficking.

Due to the above, any Co-worker or any third party with a relationship with Genomma Lab, is forbidden (by themselves or through an intermediary) to carry out any of the following conducts, with the purpose that this person perform or abstain from performing any act with the purpose of obtaining or preserving any benefit or any disloyal advantage:

- a) Promise, offer or deliver any incentive to a third party,
- b) Make use of personal, trade and/or institutional relationships,
- c) Exercise any type of financial or political power.

It will be considered as a fault in this section, whether or not any third party receives or not an incentive or obtains or not the expected result.

It is our obligation to avoid asking for or accepting any incentive from a third party for behavior in our workplace, as well as to report any offers, act of corruption or traffic of influence that could be related to Genomma Lab, its employees or any related third parties through the following channels:

Email: reportes@resguarda.com

Website: www.resguarda.com

Free telephone call, please consult <http://www.resguarda.com>, reports section, for a number in your country.

Carrying out any of the activities mentioned in this section could constitute a felony and could result in local and federal sanctions, in accordance with the case, including sanctions for discrimination, if they should occur.

Genomma Lab has no political preference or affiliation, which is why coworkers are committed to act within the framework of legality, conducting themselves with the highest values and ethical standards in our relationships with government authorities.

3

EXTEMPORANEOUS PAYMENTS, GIFTS AND ENTERTAINMENT ACTIVITIES

At Genomma Lab, we know that, deriving from our work relationship with third parties, we could be subject to offers of special payments, gifts and/or entertainment activities.

Any payment offered by a third party should be rejected and reported at:

Email: reportes@resguarda.com

Website: www.resguarda.com

Free telephone call, please consult <http://www.resguarda.com>, reports section, for a number in your country.

It is absolutely forbidden to receive any type of gift, independently of their cost.

On invitations to entertainment activities (meals, events, etc.), they should be reported to the corresponding Vice Presidency for their authorization prior to accepting them.

Even though it is possible that invitations to events are received even if the corresponding Vice Presidency authorizes it, they should be rejected when it can be interpreted that said invitation is being used to compromise our decision process.

4

CONFIDENTIALITY

All Genomma Lab Co-workers have the obligation of keeping all company information and documentation confidential, which is why they should not divulge any information that is not public to any third party.

Genomma Lab's confidential information can only be divulged when a business relationship with a third party has a reasonable motive to know it, in which case there must be a written obligation to keep said information confidential, according to the regulations of Genomma Lab's Legal Department.

We should take the necessary steps to classify and keep information safe, our own and that of third parties, in accordance to its importance or confidentiality in order to avoid being divulged or used improperly.

We must remember that it is the obligation, of both Co-workers and all third parties who might have a relationship with Genomma Lab, to keep confidential any information and documentation created by our activities in and with Genomma Lab, and also to keep it confidential even after our work or trade relationship has ended.

All the information that we generate and develop as a result of our activities is property of Genomma Lab, which is why we must not make personal use of it.

We must take care of confidential information as its release could affect the Company. That is why we must not discuss any confidential topic in public spaces or with unauthorized people.

We also have the obligation as Genomma Lab associates to protect any confidential information from third parties, as its release could generate conflict and affect the Company's public image.

Any kind of interviews, presentations and public appearance related to Genomma Lab's activities must be previously authorized by the Office of the CEO, or by the Office of the Corporate Vice president of Finance and Administration.

5

INTELLECTUAL PROPERTY

Genomma Lab is committed to protecting its intellectual property, that is, its brands, formulas, health registers, patents, industrial secrets, designs, slogans, hardware, software, packaging, trade strategies, research studies, processes, information relative to the clients' portfolio, sales, prices, margins, costs, publicity material, presentations, information on registries, stability tests, posology, manners of use, names of researchers and personnel involved and/or in general all of what might be considered as know-how of the firm.

Due to the above, we the Company associates have the obligation of not infringing the intellectual property rights, our own or those of third parties, and whenever we have a doubt about this, to go to the Genomma Lab legal affairs department so as not to make wrong use of it.

As to the intellectual property of Genomma Lab, we should understand that it is a great asset of the firm, which is why we should protect it and only make use of it for the interests of the same, so as to create more value for the intellectual property and for the Company itself.

6

CONFLICTS OF INTERESTS

There is a conflict of interests when we seek to obtain a personal benefit, or for a third party, with which we have a relationship (family, friends, acquaintances, etc.) derived from our activity within the Company and at the cost of Genomma Lab.

It is also considered as a conflict when our judgment as Genomma Lab associates could be compromised by personal interests.

In conclusion, this situation presents itself when our personal interests enter into conflict with the interests of Genomma Lab. The above is made with the understanding that all our decisions as Genomma Lab associates must be directed to achieving a benefit for the Company.

It is our obligation to immediately notify the Company of any conflict of interests through:

Email: reportes@resguarda.com

Website: www.resguarda.com

Free telephone call, please consult <http://www.resguarda.com>, reports section, for a number in your country.

Also, if we know of any conflict of interests in the Company by any other co-worker, it is our duty to report it.

Some examples of conflicts of interests that we should report immediately are as follows:

- a) To participate in another firm or organization that requires time that is incompatible with our work schedule.
- b) To establish any type of trade or business relationship with vendors or competitors companies.
- c) To contract a vendor that is family or a friend.
- d) Co-workers that are family within the same reporting line.
- e) Failing to declare the existence of family links in companies who are Genomma Lab competitors.

It is important to point out that conflicts of interests can damage the Company seriously, which is why it is our responsibility to avoid them and report them.

The Ethics Committee will be aware of all conflicts of interests and will be able to determine the actions and steps to be taken to avoid them.

DECLARATION FORM ON CONFLICTS OF INTERESTS

I _____ declare that I am aware of the Code of Conduct and after reading and understanding its content, I state the following:

(The situation should be specified and, in case it corresponds, name of the persons, the relationship, name of the related firm, clients, vendors, society, activity and type of relationship).

a) Contact,

Company: _____

First and Last Name: _____

Position: _____

Type of Relationship: _____

b) I accept that this Declaration is the product of an individual reflection and commitment to Genomma Lab.

c) I commit myself to opportunely inform in writing of any conflicts of interests (real or potential) of a professional or contractual type derived from this Declaration, as well as to present complementary declarations when so required.

7

PRIVILEGED INFORMATION

Genomma Lab is a public firm listed on the Mexican Stock Exchange, which is why, due to our role, we can have access to confidential information that, due to its nature, can have an impact on the share price, be they of Genomma Lab or of another firm. This is called privileged information.

It is due to this, that our obligation as Genomma Lab associates is to not divulge this information to any third party, be family members, friends, acquaintances or any other, with the exceptions established by the applicable rules and regulations.

It is also our obligation as Company associates not to make use of this information for carrying out share purchase or sales transactions, individually or through any third party, without complying with what is stipulated in the corresponding legislation.

If we are going to carry out a share transaction and we believe that it could be related to privileged information, it is our obligation to go to the Corporate Finance area of the Company, so they may help us to determine if said transaction can or cannot be carried out and under what circumstances.

To make undue use of privileged information is a crime.

8

REPORT AND RESEARCH

Any report or accusation related to the Code of Conduct and Ethics and/or internal policies of Genomma Lab may be carried out through:

Email: reportes@resguarda.com

Website: www.resguarda.com

Free telephone call, please consult <http://www.resguarda.com>, reports section, for a number in your country.

Should you so decide, you will be able to make such reports or accusations anonymously or requesting the keeping of confidentiality regarding your information.

It is our obligation as Co-workers to make reports or accusations of non-compliance with the Code of Conduct and Ethics or with internal policies, being that it is also non-compliance to abstain from doing so.

All the research carried out through the Ethics Committee, which could require the cooperation of the Company associates to carry out said research always protects research confidentiality and is under the principle of impartiality.

Any breach of the present Code of Conduct and Ethics, warrant the corresponding sanctions indicated in the matrix of infringements and sanctions previously established.

9

DOUBTS AND COMMENTS

Any doubt or comment regarding the present Code of Conduct and

Ethics can be directed to:

- The Ethics Committee: comitedeetica@genommalab.com
- The Human Capital area
- The Rules and Regulations and Compliance area (Legal area)

We are committed to making this Code of Conduct and Ethics a useful tool for all the Co-workers, which is why we are grateful for any comment or suggestions to enrich it, as well as to resolve any existing doubt.

10 LETTER OF COMMITMENT

The letter of commitment must be signed and duly filled out by the Co-workers and third parties that have a relationship with Genomma Lab, which should be delivered to the Human Capital area.

I _____, declare that I have read and understood the Code of Conduct and Ethics, and I am aware how to apply each one of the internal policies of the Company and report any possible non-compliance.

I commit myself to comply with and to enforce the Code of Conduct and Ethics, as well as to be aware of and apply each one of the internal policies of the firm and report any possible non-compliance.

I accept that in case of non-compliance with the Code of Conduct and Ethics, the internal policies and/or the applicable rules and regulations, the Genomma Lab Ethics Committee may sanction me.

Date: _____

Name: _____

Place: _____

Signature: _____



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