



# CODE OF CONDUCT AND ETHICS

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## CEO MESSAGE

Dear Genomma Lab employees, suppliers, business partners and neighbors.

We are all part of this family, which is why we share the **same values** of honesty, trustworthiness, inclusion and respect allowing us to develop and maintain long-lasting and loyal relations. **Our commitment** is that we all have an **ethical and active listening culture** that promotes a **trustworthy** and a compliance-based work environment aligned to the best practices, norms and applicable laws to the countries where we operate, through the prevention of non-ethical behavior and the promotion of a **legal culture**.

As part of our commitment we are pleased to share with you **Our Code of Conduct and Ethics**. This document contains our main ethical principles and values, establishing a reference point for our daily actions with our various stakeholders. As part of Genomma it is our responsibility to consult, understand and promote Our Code of Conduct and Ethics. We take this opportunity to reinforce the importance of reporting any non-compliance of our Code, through the various communication mechanisms of our **Gen- Te Escucha** tool, which are available for you.

We count on you and your commitment to continue taking this business to the next level.



**Jorge Brake**  
**CEO Genomma Lab International**

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Appendix



# OUR GEN





## INTRODUCTION



Every day we touch millions of lives, which is why it is our responsibility to thank our employees, customers, suppliers, business partners and community neighbors, through the development of our business activity with high standards and proudly representing a Mexican company with **health and wellness** as its main purpose.

Our Code establishes the required business conduct that along with our procedures, policies and applicable legislation, provide us with the **expected values and behavior guidelines**. No matter where we are or which role we are playing, our results are not the only important thing, we must do what is right, when we act with **ethics and integrity** inside and outside of Genomma, we demonstrate a genuine commitment towards reaching our purpose of empower people to have amazing health and wellness.

It is of great importance to know, understand and live Our Code, as it is our day to day guide and we are all responsible of following it and acknowledging that our words and actions will reflect our behavior and values with all of our employees, customers, suppliers, business partners, community neighbors.

### REMEMBER...

**Remember that we are a public business**, which means we are listed in the Mexican Stock Exchange and have the duty to comply with the stock market law and other stock-market applicable articles.





## OUR PURPOSE

Empower people to have amazing  
**health and wellness.**

## OUR MISSION

To improve and preserve the **health and wellness** of people through innovative, safe and effective products, providing development opportunities for our employees, profitability for our shareholders and positively impacting our community and environment.

## OUR VISION

To be the leading company in the pharmaceutical and personal care product categories. To be recognized for our positive impact on the **health and wellness of people**, communities and the environment.



## OUR PRINCIPLES AND VALUES

### - WE ARE TRUSTWORTHY.

We always do the right thing, with honesty, respect and responsibility.

### - WE ARE TRANSPARENT.

We always tell the truth openly and honestly.

### - WE ARE INCLUSIVE.

We value diversity and accept our differences, as they make us stronger

### - WE BELIEVE IN MERITOCRACY.

We recognize people based on their proven abilities.

### - WE CARE.

We need you; we listen to you. you belong here, what you do is important.

### - WE ARE TRANSFORMATIONAL LEADERS.

Who develop and **inspire** by example; we help our team succeed.

### - WE ARE HUMBLE.

We recognize our vulnerabilities

### - WE HAVE FUN. WE WORK IN A JOYFUL ENVIRONMENT.

In which the most important thing is our supreme **wellbeing** and good cheer.





## WHAT IS THE CODE

## WHY IS IT IMPORTANT

## WHAT IS ITS PURPOSE

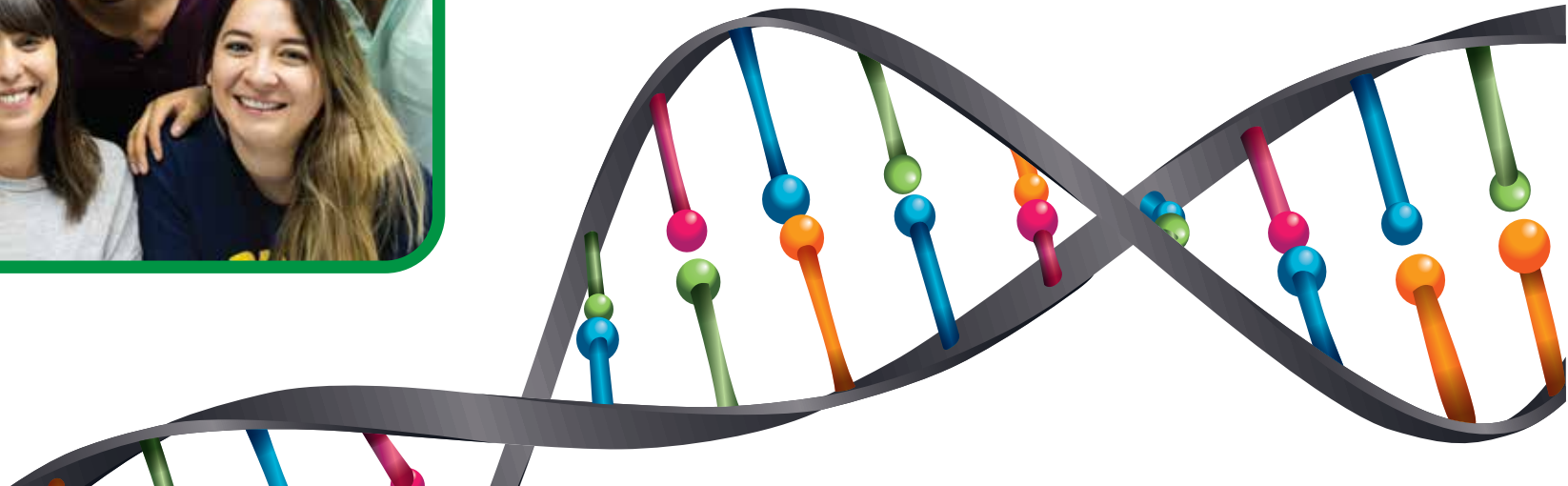


It is our day to day guide, that establishes the basic guidelines we should comply with through any of our activities, providing a reference point of the **ethical conducts**, policies and procedures we should demonstrate while inside and outside of Genomma.

It keeps us on track towards the same goal, conforming to the expected values and behavior, to take care of our interaction with various **stakeholders**, such as shareholders, customers, consumers, suppliers, authorities, civil society organizations, the environment and the community.

It allows us to protect and safeguard Genomma's image and **reputation**, understanding what is allowed and what is not; and which are the criteria and consequences for the application of corrective measures when there is a noncompliance.

It provides the different orientation, counselling, communication and complaint mechanisms to clarify any doubts and/or notify any noncompliance or practice that is not aligned to this Code.







## SCOPE

## ROLES

## RESPONSIBILITIES

This Code is mandatory applicable to everyone that is part of the Genomma team, through any action, negotiation, operation, and contract in **all the countries** where we operate, which is why Genomma expects its suppliers and business partners to act accordingly to this Code of Conduct and Ethics.

This Code also considers aspects that concern our relations to shareholders, customers, suppliers, authorities, civil society organizations, communities, the environment and any other that **interacts with Genomma**.

If there are specific situations that are not explicitly considered, the essence of the Code and the Code policies should be considered as a common sense and good judgement practice, always complying with the **applicable laws**.





## EMPLOYEES

All employees, considering full-time, part-time, temporary, occasional or interns. We are committed to a work environment that promotes diversity and equality of opportunities; where there is mutual trust, and Human Rights are respected with no discrimination.



## ALL EMPLOYEES SHOULD:

- Make sure they know and **understand** the Code, the policies and procedures.
- Take all relevant training, required by the business or their direct leader.
- Complete the corresponding **Annual Code and Policies Statement**.
- Comply and follow the Code, Policies and Procedures; if you are unsure of how to interpret these or have any doubts, you should look for your direct leader, Human Resources, the Ethics Committee and grievance mechanism **“GEN- Te Escucha”**.
- Immediately report real or potential noncompliance of the Code, Policies, procedures and applicable laws, that are associated with them, your colleagues and people acting on behalf of Genomma, whether that be accidental or deliberately. This includes cases where the behavior of business partners may not meet the same standards.

## ALWAYS REMEMBER...

- Think before you act.
- Make use of good criteria, be honest and ethic in all your actions.
- Comply with the law. Understand the laws that apply to your job and to our business. If you have **concerns** about a law or regulation, inform the **legal department**.
- Be observant, pay close attention to any activity that does not align to our Code, our policies and procedures or the law.
- Avoid any **reputation** damage towards our business by reporting your concerns immediately.





## LEADERS

**In addition to the employee's obligations and responsibilities, those who carry out a leading role must:**

- Lead by example, by demonstrating the commitment of leading positions, showing their familiarity with the Code, the Policies and Procedures.
- Promote an **integrity and ethical** culture, through decision making that involves an integrity culture through all the operations.
- Make sure every member of their team, including new members:

- Have read the Code, the Policies and Procedures.
- Have completed any related mandatory training.
- Understand how to raise and/or report any real or potential noncompliance.
- Offer guidance and support the Code, the Policies and Procedures when their team requires it, and raise questions that are not solved by the Ethics Committee.
- Make sure anyone who raises a concern or displays a potential or real noncompliance, is respected and receives support with no reprisal.
- Make sure all concerns raised are considered seriously and addressed promptly, treating information discretely and discuss with the Ethics Committee as soon as possible, to define the appropriate course of action including who is being informed.
- Cooperate as much as possible to complete any required documentation.
- If a noncompliance occurs within the operations, consider additional communication, trainings or business control changes and procedures that are needed to reduce the probability of another noncompliance.



## ALL OUR EMPLOYEES SHOULD NOT



- Ignore reports where they consider there are or may be a noncompliance to the Code, policies, procedures and/or applicable laws;
- Avoid or try to prevent a colleague from reporting a noncompliance
- Take reprisal against a colleague that has reported a noncompliance
- Discuss any type of real or potential noncompliance with other colleagues, unless they have been allowed to do so by the investigation team.
- Not do anything that the legal department has warned as illegal. Including where an activity is not legal, but the legal counsel emphasizes on meaningful risks for Genomma.



## How do I know if my actions or conduct may violate our Code?

- Is my conduct coherent with our Code?
- Is my conduct legal?
- Does my conduct benefit Genomma in general and not only one person or group?
- Would I feel comfortable if my actions were made public?

If you can answer “**Yes**” to all these questions, the action is probably acceptable. If the answer to any of these questions is “**No**” or “**Maybe**”, this is a sign that you should stop and get guidance or ask more questions. After all, it is better to ask before you act.







## TO OUR STAKEHOLDERS:

### **Shareholders, Customers, Suppliers, Consumers, Authorities, Civil Society Organizations, the Environment and Community**

We are **committed** to providing products and services that consistently offer value in price and quality, and that they are secure for the use they are destined for. The products and services are labeled, published and communicated in an exact and adequate manner.

We will conduct our operations according to internationally accepted **corporate governance** principles. We will provide continuous timely and trustworthy information regarding our activities, structure, financial state and development to all our shareholders. We set mutually beneficial relations, in our business transactions, hoping our business partners adopt corporate principles that align to ours.

We strive to be a **trustworthy** corporate citizen, and as an integral part of society, fulfill the responsibilities with the societies and communities where we operate. The subsidiaries that are part of the business are encouraged to promote and protect their legitimate business interest.





## GUIDANCE AND ADVICE

The employees or members of our stakeholders may seek for **guidance** and/or advice, if they suspect or discover a noncompliance to this Code, the policies, procedures and/or laws, illegal activity related to Genomma's operations or activities associated to third parties.



**YOUR DIRECT BOSS IS USUALLY THE MOST SUITABLE,  
IF THIS IS NOT APPROPRIATE, GO TO:**

- HR Business Partner or a Human Resources member.
- Legal department.
- Ethics Committee.
- Grievance mechanism "GEN-Te Escucha".

**Doubts** that may come up regarding the contents in this Code, policies, procedures and/or applicable laws will be subject to the Ethics Committee's consideration, and the Audit and Corporate Practices Committee, if applicable.



## NONCOMPLIANCE

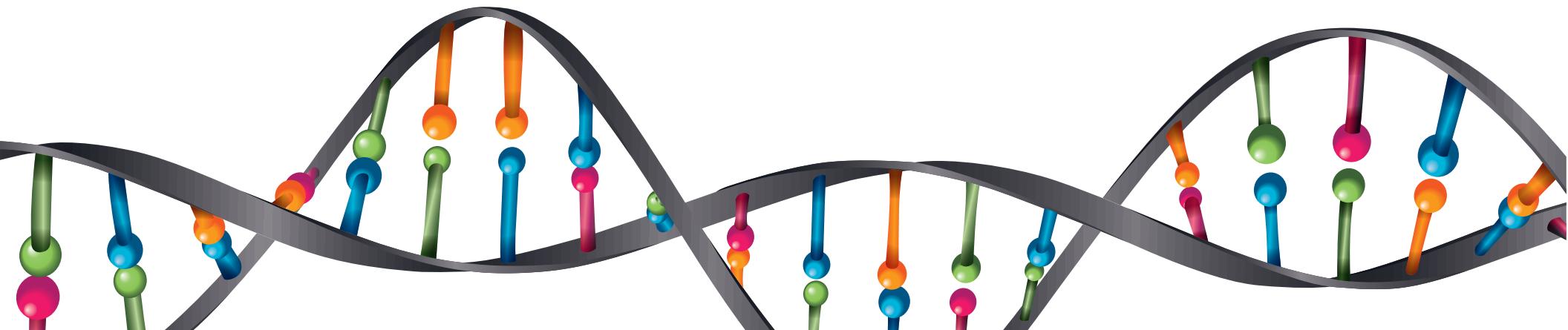
## CONSEQUENCES

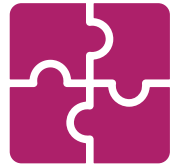
## PENALTIES

It is everybody's **responsibility** to speak up and report any potential or real noncompliance. The employees or stakeholders are required to immediately notify any potential or real **noncompliance** to this Code, the policies, procedures and/or laws.

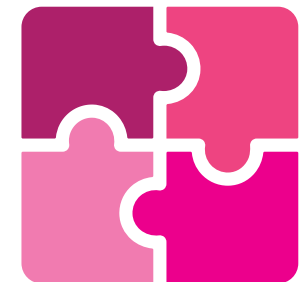
A violation occurs when one of the persons to whom this code applies to, does not follow it as well as the applicable law, ignores if others non-comply with the Code or pressures others to violate the Code. This may damage Genomma's reputation and our results.

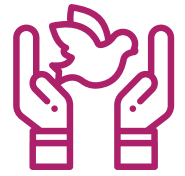
We carefully manage every possible violation of the Code, which may lead to **disciplinary measures** depending on the circumstances and nature of the violation, which include unpaid suspension, loss of merit increase or other annual incentives and the end of the work relationship. If an action violates a law, this may lead to fines or even a criminal procedure. Violations to this code are registered in the record of the person.





# OUR CODE OF CONDUCT AND ETHICS





## HUMAN RIGHTS



At Genomma Lab, we consider fundamental our **commitment to promote, defend and monitor** the Human Rights of our employees and stakeholders. We follow Human Rights international norms, including: Universal Declaration of Human Rights, International Labour Organization for the Principles and Rights at Work, as well as the United Nations Global Compact which we are aligned to and expect our business partners to do their part regarding Human Rights.

We hire employees based on their experience, talent and work abilities, providing equal job opportunities to all employees and candidates without distinction of any kind such as race, color, sex, sexual orientation, gender, religion, ethnical background, marital status, etc.





## HOW WE APPLY IT

- Recognize and respect everyone's **dignity**, liberty and equality without distinction.
- Comply with all applicable laws that regulate **nondiscrimination** and labor inclusion, applying all these terms and conditions in the employment decisions, that include, among others, recruitment, hiring, promotion, dismissal, personal transfer, permits, compensation and training.
- **Respect and promote the freedom of speech.**
- Respect the freedom of association.
- Respect the right to **health** and a good quality environment.
- Manage activities with zero tolerance regarding; violence, child labor, forced labor, human trafficking and discrimination.
- Respect and create a **safe and healthy** work environment.
- Build and maintain solid and long-lasting relations with all the stakeholders that make up our business, committing to **act ethically and with integrity** in all that we do.
- Make sure all contracted suppliers are respect and enforce the protection of **Human Rights**.



## HOW DO I KNOW IF I HAVE WITNESSED A VIOLATION TO A HUMAN RIGHT?

**We recommend a reflection exercise, where we will evaluate if the situation could be considered a violation through a set of questions:**

- The situation is causing you or another colleague to work in unhealthy or unsafe conditions?
- Have you been asked to carry out an uncomfortable, illegal or immoral conduct?
- Have you been a victim of reprisal or seen other people affected by it?
- Have you received a punishment, or witnessed someone who has been punished for completely ethical and legal actions?
- The actions may have a negative repercussion on the environment, the communities where we operate or affect our reputation?
- For our clients and suppliers, have you noticed actions or behavior that does not comply with our Code of Conduct and Ethics, the Human Rights or the law?

**Always examine your actions to make sure they do not violate or contradict any previously mentioned Human Rights basic principles. If you suspect there has been abuse to the Human Rights in our operations, please report it.**

For more information regarding this matter, we encourage you to review the [Global Human Rights Policy](#).

**DIVERSITY****INCLUSION****NON-DISCRIMINATION**

We are committed to encourage, nurture and preserve a culture of diversity and **inclusion**.

Our people are our most valuable asset. The sum of the individual differences, life experiences, knowledge, creativity, innovation, self-expression, unique capacities and talent that our employees invest in their job represents an important part of not only our culture, but also of our reputation and achievements as a business. We accept and **embrace differences** in age, color, disability, ethnical background, marital status, identity and gender expression, language, nationality, physical and mental capacity, political views, race, religion, sexual orientation, socioeconomic status, among others.

Our **diversity** initiatives at Genomma are applicable but not limited to our practices and policies regarding recruitment and selection, benefits, development and training, promotions, personal transfers, social and recreation programs and layoffs; along with the continuous development of a work environment that is based on the gender diversity and equality premise that encourages to meet the following:

- Uses respectful and cooperative communication among all.
- Works in a team and actively participates, allowing representation of all groups and perspectives.
- Balances work / life through flexible working hours provided by the company to adapt to the different business necessities.
- Contributes with communities in which we serve to encourage a greater understanding and respect for diversity.

We always have the responsibility of treating others with dignity and respect. It is expected that we all behave in a way that inclusion is reflected in our job functions inside and out of the workplace, as well as in the events sponsored by the business.





## HOW CAN YOU IDENTIFY A DISCRIMINATION ACT?

**Reflect** about the following situations where it is clear that we are carrying out a discrimination act.



**IF YOU ARE A WITNESS OF A PERSON WITHIN THE  
BUSINESS THAT IS CONDUCTING A DISCRIMINATION ACT,  
WE ENCOURAGE YOU TO REPORT THE SITUATION.**

- Recruitment processes where a group of people is being excluded.
- Material evidence that confirms prejudice to a person or a type of persons.
- Generic comments or indirect actions that deteriorate the conditions in which work is done.
- Verbal aggressions, physical aggressions, deterioration of work conditions (wage reduction, changes in schedule, etc.), threats, work overload through punishments and even layoffs.

For more information regarding this matter, we encourage you to check the **Global Human Resources Policy, Global Human Rights Policy and the Global Diversity Policy, as well as the GenBook.**



## HARASSMENT

## VIOLENCE

We strive to create and maintain a good work environment where people are treated with **dignity, decency** and **respect**. The business environment should be characterized as one with mutual **trust** and lack of intimidation, oppression and exploitation. Genomma does not tolerate any type of discrimination or harassment.

We are committed to promote and conserve a work environment where our employees are respected and treated with dignity; rejecting, prohibiting and reporting all types of violence and harassment, as well as any other activity that threatens the **integrity** of our employees and/or other third parties that have a relation with Genomma.

For more information regarding this matter, we encourage you to check the **Global Human Rights Policy and the Work Harassment Prevention and Attention Policy**.

### Do you know what harassment is?

It is every non desired conduct related to the racial or ethnic origin, the religion or convictions, disabilities, age, sex, sexual orientation or gender identity that a person has, with the purpose of threatening their integrity and creating an intimidating, hostile, humiliating and offensive environment. Harassment can be shown in different ways, such as:

- Sexual innuendo.
- Request of sexual favors or the request of non-desired meetings.
- Jokes, images, texts or e-mail messages with sexual orientation.
- Inappropriate comments regarding race, ethnicity, gender or religion.
- Explicit or humiliating comments about appearance.
- Intimidating or threatening behavior.
- Display of pornography or sexually provocative images.



## WORK HEALTH AND SAFETY

We are committed to provide safe and secure work environments, while maintaining a culture of **security and wellbeing** among our team, their families and the communities where we operate, establishing actions and agreements that contribute to this objective.

Aligned to this, it is prohibited to drink alcoholic beverages or narcotics within the workplace and in working hours, along with behaving in a way where health and safety is at risk.



## HOW TO PUT IT INTO PRACTICE

- Participate in the health and safety training plans.
- Correctly use the personal protective equipment, considering internal security procedures.
- Report any personal or third-party potential risk.
- Protect employees, suppliers and other stakeholders' security.
- Comply with the applicable norm of the country where you operate.

For more information regarding this matter, we encourage you to check the **Health, Safety and Environment Policy**.





## COMMUNITY

We recognize our commitment to contribute to the development of our surroundings, such as the communities neighboring our operation facilities, through our sustainability model.

Establish strategic intersectoral relations with various organizations that strengthen the impact of our community actions aiming to promote health and wellbeing.

We give in-kind donations with the purpose of providing wellbeing to vulnerable communities, through agreements with authorized organizations in terms of the applicable law, with the purpose of promoting and/or strengthening activities. We verify each of the donations, contributions and sponsorships before they are awarded, with the purpose of having transparent actions.







## HOW TO PUT IT INTO PRACTICE

- Establish friendly, harmonious, **respectful** and trustworthy relations with the members of neighboring communities, while respecting the Human Rights and protecting the environment always.
- Participate in institutional initiatives that **benefit** the communities that have been previously approved by the Social Responsibility Committee and the leader of the country where you operate. It is important to have previous authorization from your direct boss to confirm your participation does not interfere with your other functions. Your participation must reflect the values and principles that govern this business.



For more information regarding this matter, we encourage you to check the **Integrated Management Policy, Stakeholder Relations Policy and our GenBook.**



## ENVIRONMENT

We recognize the importance of **preserving and protecting** the environment through a responsible management of our operations with a focus on sustainability.

We respect and comply with the environmental applicable norms. We manage our operations responsibly to protect **ecosystems and biodiversity**.



## HOW TO PUT IT INTO PRACTICE

- Contribute by using resources in a **responsible** way, helping **reduce** the negative environmental impact from your operation area, complying with environmental laws and regulations and participating in internal sustainability, reduction and recycling initiatives.

For more information regarding this matter, we encourage you to check the **Integrated Management Policy, Health Safety and Environment Policy and our GenBook**.





## LEGAL CULTURE

**We comply** with the laws and applicable norms of the countries where we operate, knowing that these may change broadly from country to country which is why it is our obligation to respect and understand the laws and regulations of the country where we operate as well as those of other countries where we operate, along with this Code and the other Genomma policies, norms and procedures.

### REMEMBER...

Sometimes local practices and beliefs may come into conflict with this Code and the law. In these cases, you should comply with the law and the Code.

#### Example

Even if receiving gifts from suppliers at the end of a negotiation is a custom in the country where you live, you should be aware that this Code establishes certain limits regarding the acceptance of these gifts.





## CONFLICT OF INTEREST

At Genomma we believe each of us has the values to not allow personal interests affect the actions that we take while representing the business and we consider fundamental that the decisions are made in an objective way and are based on the interests of the company.

## WHEN DOES A CONFLICT OF INTEREST OCCUR?

There are times where we immediately realize there is a situation that may become a conflict of interest. These conflicts adopt many different forms, but often involve:

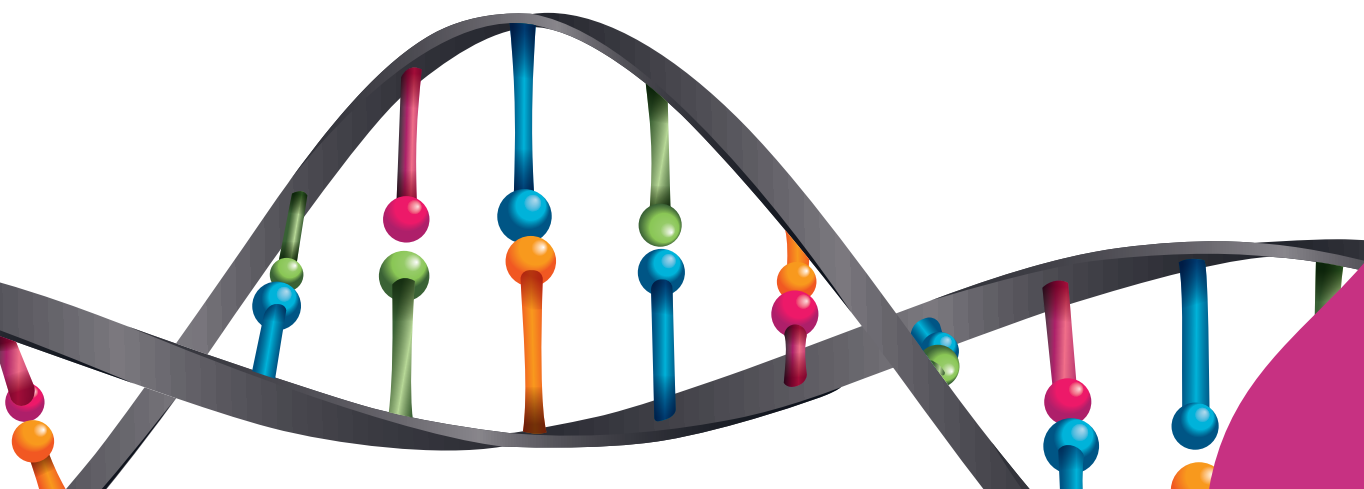
- Opportunities and **personal investments** with suppliers, customers and other Genomma business partners.
- You are allowed to have a second job or another consultancy position outside of the business, as long as it does **not interfere** with your capacity to do your job at Genomma and that second job does not have any relation to any Genomma supplier, customer or business partner.
- When we are carrying out our functions at Genomma we are seeking for a **personal benefit** or any other that benefits any third-party (family, friends, acquaintances, etc.) in a direct or indirect way, as a result of our activities within or at the expense of Genomma.
- When any personal relationship may **influence** in our ability to act in the best interest for Genomma;
- When our **evaluation** or analysis of a given situation or circumstance may be affected by the possibility of obtaining a personal benefit or a benefit for any third party with whom we have a relation.
- Many of our employees may have **relatives** that work for or have investments with our customers, suppliers, other business partners or our competitors. Having a personal relationship with a third party with whom you work with may lead to other people thinking there is special treatment for your friends and family.



## WHAT SHOULD I DO?

- Not participate or influence in the decision making of the **hiring** processes on behalf of Genomma in the services and/or offer products by companies that are property of other employees, their families and or friends.
- Not participate or influence in decision processes such as **recruitment** on behalf of Genomma for relatives and friends.
- Not interact with employees who are **relatives** in the same report line.
- Declare if there are any links within the company's **competition**, suppliers and/or customers.
- **Report** though the corporate mechanisms the specific cases where we are unable to meet our responsibilities due to any conflict of interest or any other similar situation.

Any conflict of interest, whether it be real or potential, should be reported to the **Genomma Ethics Committee through the grievance mechanism Gen- Te Escucha.**





## ARE WE IN A POTENTIAL CONFLICT OF INTEREST OR NOT?

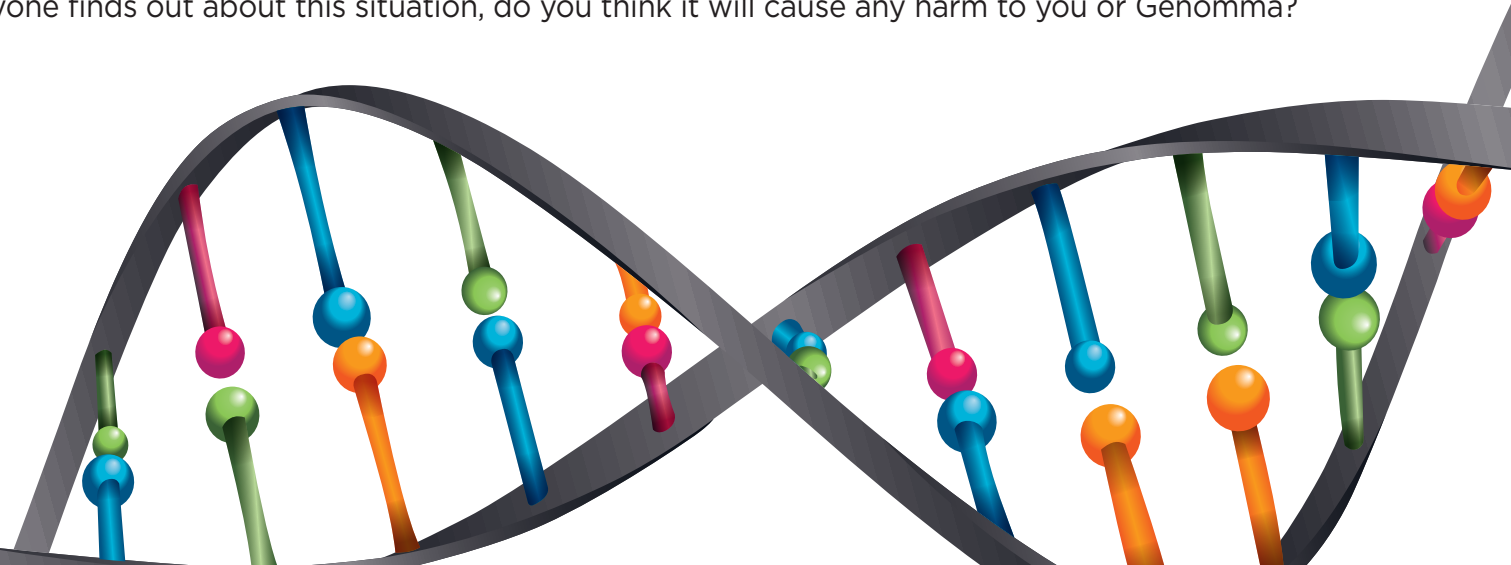
### IN DOUBT? ASK THE FOLLOWING:

Does the situation (including personal or familiar relationships) block you from executing your job in a fair, independent and free of personal prejudice manner?

Are you tempted to use Genomma's information or assets, make decisions or influence in decision making for personal interests that interfere with the best interest for Genomma?

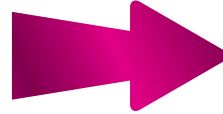
The situation or possible options complicate and/or make it impossible to act according to the principles established in this code and other internal policies?

If anyone finds out about this situation, do you think it will cause any harm to you or Genomma?





**IS IT A CONFLICT?  
ASK YOURSELF**



**MY RELATIONSHIPS OR PERSONAL  
INTERESTS COULD INFLUENCE  
IN THE DECISIONS, YOU MAKE?**



**COULD ANOTHER PERSON  
SEE IT THAT WAY?**



**IF THE ANSWER IS “YES”  
PROBABLY IS A CONFLICT.  
IF YOU DON’T SURE SEEK  
ADVISORY**

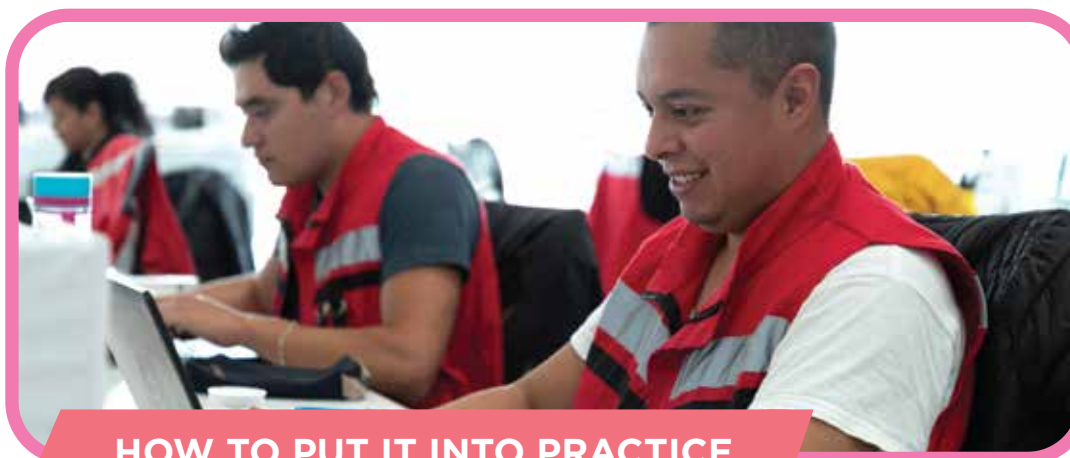




## INFORMATION MANAGEMENT

### What is considered as Confidential Information?

It is any type of information that is **not made officially** public regarding the company, its subsidiaries, managers and employees, stakeholders, operations, activities, plans, investments and strategies.



### HOW TO PUT IT INTO PRACTICE

- Obtain and treat **personal information** with ethics, responsibility and in accordance to the applicable privacy laws of each country where we operate. This matter is addressed at a greater depth in our notice of privacy, which can be consulted at <https://genommalab.com/mx/politicas/>.
- In addition, remember you have the obligation as a Genomma Lab employee to protect the company's confidential information and our third party's information as well as keeping confidentiality of any information that has been provided to you.
- You may only disclose confidential information when Genomma has previously authorized you to do so.
- Be aware of everyone's shared responsibility in the protection and security of the information managed through the company's technological resources.

For more information regarding this matter, we encourage you to check the **Information Management Policy**.



## PRIVILEGED INFORMATION

We are a public company that has stocks in the **The Mexican Stock Exchange**, which is why as part of our functions, we have access to confidential information that may have an impact in the stock quotes. Privileged information considers information that refers to Genomma, its managers, stakeholders, operations, activities, plans, investments and/or strategies.

## WHAT SHOULD I DO?

- **Not disseminate** privileged information to any third party, whether that be relatives, friends, acquaintances or any other.
- Not use privileged information to buy or sell stocks in a personal capacity or through any third party and/or recommend buying or selling stocks.
- Know that the use of privileged information is **illegal**.



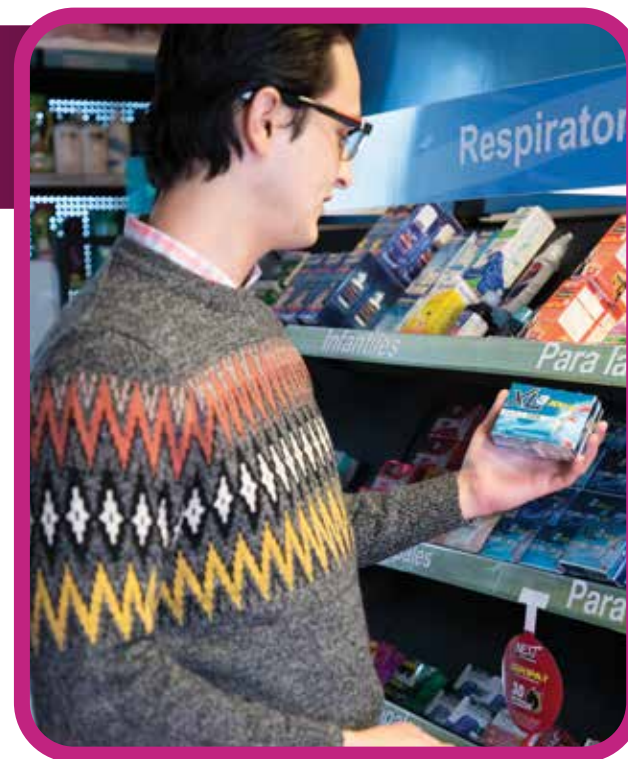




## USE OF ASSETS

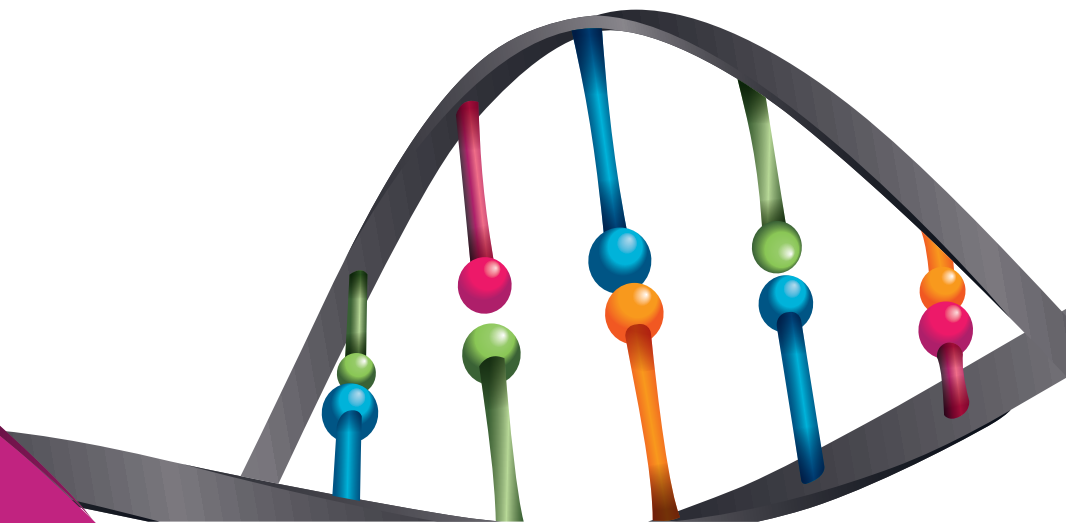
### WHAT IS AN ASSET?

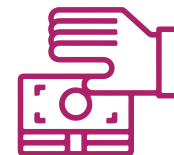
- All tangible and intangible goods that are **property of an organization** such as buildings, machinery and equipment, inventories, cash flow, accounts receivable and stocks. The assets also include information, inventions, business plans, patents and brands, commercial names, corporate identity, information technologies, among others.



### HOW TO PUT IT INTO PRACTICE

- **Protect** and preserve Genomma's tangible and intangible assets. Also make an efficient use of these to meet the business goals.
- All Genomma's assets should be used for **legal purposes** of the business and its operations.





## MONEY LAUNDERING AND FUNDS OF ILLICIT ORIGIN

### WHAT IS MONEY LAUNDERING?

It is any transaction or set of transactions that involve funds or sources of illicit origin or that may be done to disguise the origin of the illicit funds or to make them seem as if they were obtained through legitimate activities.

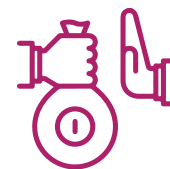
### HOW TO PUT IT INTO PRACTICE

- Comply with everything that is stipulated in the money laundering and identification of funds of illicit origin **norms** that may be applicable to our operations in all the countries where we operate.
- Commit yourself to not get involved in arrangements and operations that may be related to funds of illicit origin.

### ALWAYS CAUTIOUS...

Some alert signs regarding the operations or transactions of funds of illicit origin, may include payments:

- Done or requested in foreign currency to the ones specified in the contract or pending invoices. Done to countries where there is no business relation.
- Done in cash with a significant amount of money.
- That involve third parties that have an apparent role or interest in the operation.



## HOW WE APPLY IT

We have a **zero-tolerance** policy for any corruption action, it is our obligation to avoid and report corruption and influence peddling.

Authority relations are those that interact with Genomma as an authority, supplier and/or promoter.

## ANTICORRUPTION

We comply with the anticorruption laws of the countries where we operate.

### HOW TO PUT IT INTO PRACTICE

- Do not promise, offer, or deliver any illegal incentive to a **public worker**.
- Do not make use of **personal**, business nor corporate **relations**.
- Do not use politic or economic power to obtain a specific **benefit** or unfair advantage for Genomma in its operations.



## AUTHORITY RELATIONS

### WHAT WE DO

- Cooperate at all moment with authorities in the various countries where we operate. These interactions must align to the applicable laws and this code, as well as Genomma's principles and values.
- Respect the authorities, through a polite behavior and try to ensure a cooperative relation.
- When representing Genomma, the agreements, processes and relations with government dependencies or workers are done by complying with the applicable law.

### ALARM SIGNS WHEN DEALING WITH PUBLIC WORKERS

**There are many laws and norms that we must comply with through our engagement with public workers. Here you will find a series of scenarios that exemplify inappropriate situations that could lead to a violation of anticorruption laws:**

- A political party candidate asking Genomma for an illegal contribution, whether that be for a political campaign or to support a program or cause that is promoted by that candidate or his/her political party.
- A public worker is requesting a cash or in-kind payment to guarantee a favorable decision of a project or for the authorities to make it happen.
- A government agent asking for a reimbursement of personal expenses made to visit Genomma's facilities.
- A third party acting on behalf of Genomma, bribing an authority official.
- A foreign government agent asking for payment in exchange of allowing a project or authorization in the country.

**These are some of the situations in which you or Genomma could be at risk of violating. In case you face a situation like the ones previously mentioned, you must look for immediate guidance through the legal department.**



## POLITICAL CONTRIBUTIONS



## OUR POSITION

- Except for **previous authorization** from the corresponding Genomma corporate governance authorities (in case this authorization is given, all applicable laws must be complied at all times), Genomma does not make use of its own funds, properties and other resources to contribute or offer valuables, such as the direct or indirect support to candidates, members of political parties, with the purpose of obtaining or maintaining businesses, benefits, assuring an unfair advantage, concessions or other inappropriate permits.
- Our **employee's** participation through political and/or electoral processes, as well as any political contributions should be done on a personal basis, it is expected that those activities are done in a legal form and do not interfere with the responsibilities the employees have with Genomma, and do not involve it in any way.

### WHAT IS A POLITICAL CONTRIBUTION?

It considers handing over money, goods, services, rights and other resources to political parties, associations and organizations, as well as candidates that are running for a specific popular vote position.





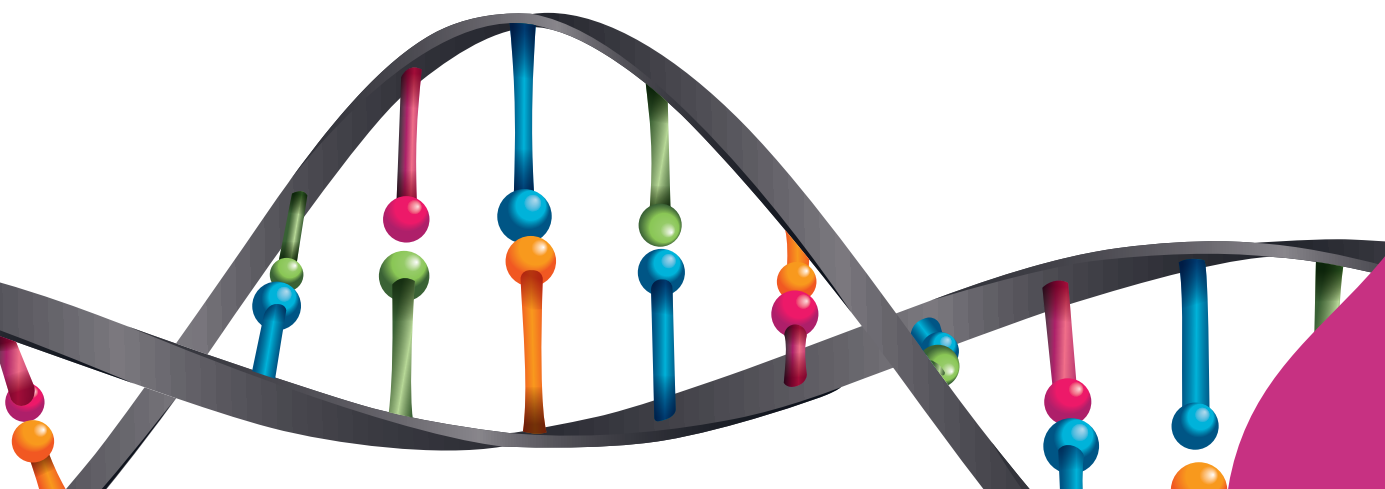


## COMPETITION

- We comply with all economic competition laws and regulations that are applicable to where we operate.
- We do not participate in any agreement that aims to limit the free market where we operate and restrict its competition.
- We should not take illegal advantage of our market position with none of our products or in any geographical area where we operate.
- In those countries where Genomma has a relevant market participation, all business practices should be previously consulted with the legal department to ensure they comply with the applicable competition laws.

Even when there are certain circumstances where it is inevitable to have

- contact with our competitors, such relation should have legitimate interests, we must be especially cautious with these interactions and make sure that these are according to the competition law. In case there is a doubt, check with the legal department at Genomma BEFORE acting.







## CUSTOMERS

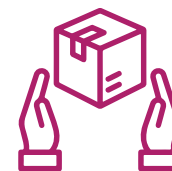
We are committed to our customer's **satisfaction** through continuous improvement.



## HOW TO PUT IT INTO PRACTICE

- We look after our customers by treating them in a professional and trustworthy manner through every transaction, providing high quality products and services to meet their needs, aligning to the applicable regulation and internal norms always.

For more information regarding this matter, we encourage you to check the **Integrated Management Policy and our GenBook.**



## SUPPLIERS AND BUSINESS PARTNERS



## HOW WE PUT IT INTO PRACTICE

- Those of us who negotiate the acquisition of goods and services that Genomma requires, must offer and demand an honest and equal behavior in every transaction.
- We strive for an equitable supplier participation and a selection based on the criteria established by Genomma, which may include compliance of the applicable law, quality, feasibility and service, among others.
- Receiving a **personal incentive** provided by suppliers is considered an illicit behavior.
- We encourage our suppliers to follow best practices regarding Human Rights, labor conditions, the environment, community, legality, ethics and values. Therefore, Genomma encourages the **compliance** of the principles outlined in this Code of Conduct and Ethics, and expects they develop these activities through a framework of applicable laws in a way that is consistent with this code. A consequence of a supplier incurring in illegal actions or that violate this Code of Conduct and Ethics in any way, would be the end of the business relation with the supplier.

For more information regarding this matter, we encourage you to check the **Integrated Management Policy and our GenBook**.





## WHAT SHOULD I DO?

### GIFTS

### PRESENTS

It is **prohibited** to accept cash and/or any valuable object from any Genomma customer, supplier and/or business partner as a **familiar or personal benefit**, if by accepting any valuable object it seems as if the objectiveness, independency, liberty and capacity to execute activities and/or decision making related to Genomma's operations is lost. In case this happens, this situation must be reported immediately to the Ethics Committee.

In case a Genomma employee receives a **gift** from a client, supplier and/or business partner, and as long as the gift is not given with the purposes previously mentioned, for its acceptance, the employee should notify and have a written approval from the department leader and in case the value of this gift exceeds \$1,000.00 (one thousand MXN) the Ethics Committee should also be notified for its approval.





## CAN I RECEIVE A GIFT?

### ACCEPT A GIFT ONLY IF:

- The value is moderate
- It is a little present such as a pen, a shirt or an article with a logo
- The gift has a symbolic value such as trophies or statuettes that have a legend and which price is moderate
- Has been approved to be offered by a large group of employees

### DO NOT ACCEPT A GIFT IF:

- It is given in an exchange for something
- It is cash or equivalent to cash, such as a gift card or gift certificate
- It regards a security title
- It has a value higher than moderate
- It is not available for other people, for example, a special discount



## MARKETING

### Our posture:

- **Legal** Legal and true.
- Respects **moral values**, avoiding non-ethical circumstances that vulnerate human dignity and integrity, or use culturally offensive symbols for a gender, race, religion, social class or political view.

For more information regarding this matter, we encourage you to check the **GenBook**.



# OUR ETHICS COMMITTEE AND GRIEVANCE MECHANISMS







## GRIEVANCE MECHANISM “GEN-TE ESCUCHA”

At Genomma we are conscious of acting in a transparent and ethical way, following a legal culture through our values which is why we consider every notice, notification or report regarding illegal practices or inappropriate conducts detected in our organization, a serious matter.





## HOW TO PUT IT INTO PRACTICE

We encourage the identification and reporting of illegal acts, as well as real or potential noncompliance to our Code, policies, procedures and/or inappropriate conducts, through an open communication and the formal implemented mechanisms such as the Ethics Committee and the Grievance Mechanism.

- The grievance mechanism **“Gen-Te Escucha”**, is a formal mechanism that is used by all the people who work at Genomma, as well as third parties with which Genomma holds a relation in the development of its operations.
- The grievance mechanism is available from Monday to Saturday, from 8:00 a 20:00, Mexico City local time.
- It is **confidentially** managed by a specialized and impartial company, completely unaffiliated to Genomma. In case you wish to contact the grievance mechanism outside working hours, the call will be redirected to a receiver where you may leave your information so Gen-Te Escucha can call you back or to register your report.
- Reports received through the Gen-Te Escucha mechanism and any other means, will be **confidentially** managed.
- Having knowledge about a violation to this Code and not reporting it, implies you are co-responsible.
- The grievance mechanism is monitored by the **Ethics Committee**.



## NO REPRISALS

We do not take any reprisal (threat, harassment, suspension, humiliation, discrimination or dismissal) against any of the persons that cooperate in **the investigations** where there may be a noncompliance to any of the guidelines established in this Code and/or in the corporate policies.



## PROHIBITION OF FALSE ACCUSATIONS

We do not tolerate **false information** in a deliberate way. False accusations may divert the resources used for the investigation of credible, good intended concerns. A concern should be presented when you are reasonably convinced that it is true, but never report if you are sure it is a false accusation, do not lie to the investigators or deny to cooperate in an investigation, as these actions may also violate this code.





## CORRECTIVE MEASURES



The Ethics Committee will determine, along with the case resolution, the **corrective measures** and/or applicable disciplinary penalties, according to the **nature and circumstances** of the violation, which include, among others, training sessions, verbal and/or written warnings, administrative records, unpaid suspensions, loss of merit increase or other annual incentives and the end of the work relationship. If an action violates a law, this may lead to fines or even a criminal procedure. Violations to this code are registered in the record of the person.





## QUESTIONS AND COMMENTS

When facing any questions or comments regarding this Code of Conduct and Ethics you may address:

- **Human Resources Department**
- **Compliance Department**

We commit to take this Code of Conduct and Ethics as a useful tool for all the people that work here, which is why we appreciate any comment or suggestion to improve it, as well as solve any concerns.

## ETHICS COMMITTEE

### WHAT IS IT?

Internal body that monitors the Code of Conduct and Ethics guideline **compliance** and application of all the members of the company.

### WHAT IS ITS FUNCTION?

- Proposes programs and **actions** within Genomma to create a work environment that fosters personal and organizational development.
- Handles the **reports** presented by the employees through the Report Management Protocol regarding any noncompliance to the Code of Conduct and Ethics.

### WHO IS PART OF IT?

Conformed by the following roles:

- General Management
- Global Legal Leader
- Global Human Resources Leader



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Grievance Mechanisms](#)[Appendix](#)

# APPENDIX



## LETTER OF COMMITMENT (Appendix 1)

This letter of commitment should be properly filled and signed by the employees that have a work relation with Genomma Lab Internacional, S.A.B. de C.V. and any of its affiliated entities (along with “Genomma”), which should be turned in to the Human Resources department, when entering the company and should be updated annually.

## CONFLICT OF INTEREST STATEMENT (Appendix 2)

A conflict of interest should be properly filled and signed by the employees that have a work relation with Genomma Lab Internacional, S.A.B. de C.V. and any of its affiliated entities (along with “Genomma”), which should be turned in to the Human Resources department, when entering the company and should be updated annually. (Appendix2)

Any conflict of interest, whether it be real or potential, should be reported immediately through the institutional mechanisms such as: Genomma’s grievance mechanism- Gen Te Escucha, the Human Resources department and/or the Ethics Committee. (Appendix 2)

## LETTER OF COMMITMENT APPENDIX 1

The letter of commitment should be properly filled and signed by the employees that have a work relation with Genomma Lab Internacional, S.A.B. de C.V and any of its affiliated entities (along with “Genomma”), which should be turned in to the Human Resources department, when entering the company and should be updated annually.

I, \_\_\_\_\_ state that I have read and understood the Genomma Code of Conduct and Ethics, I clearly understand its scope, rights and obligations.

Through this letter I commit to comply and enforce the Code of Conduct and Ethics as well as understand and apply each of Genomma’s internal policies and report any possible noncompliance.

**DATE:** \_\_\_\_\_

**PLACE:** \_\_\_\_\_

**SIGNATURE:** \_\_\_\_\_

**If you are a Genomma employee, complete, print and deliver this to Human Resources.  
Remember this commitment must be updated annually.**



## CONFLICT OF INTEREST STATEMENT APPENDIX 2

**NAME :** \_\_\_\_\_

**POSITION:** \_\_\_\_\_

**DEPARTMENT:** \_\_\_\_\_

**REPORT DATE:** \_\_\_\_\_

Do you have any relatives that work in Genomma Lab or any of its subsidiaries?

**YES (\_\_\_\_) NO (\_\_\_\_)**

**Position:** \_\_\_\_\_

**Department:** \_\_\_\_\_

If a relative works for any customer or supplier, please specify the type of relation and the level of power the relative has on this relation:

Genomma department that has a relation with the customer or supplier: \_\_\_\_\_

Do you have a relative that provides a service to any government dependency such as municipal, state or federal or has a public worker position at a municipal, state or federal level? **YES (\_\_\_\_) NO (\_\_\_\_)**

**Government Dependency:** \_\_\_\_\_

**Political Position:** \_\_\_\_\_

**Start Date:** \_\_\_\_\_

**End Date:** \_\_\_\_\_

Any other situation, circumstance or event that could appear or turn into a conflict of interest.

**Description:** \_\_\_\_\_

**I HEARBY EXPRESS UNDER MY STRICT RESPONSIBILITY THAT THE DATA PROVIDED IS TRUE AND I AM AWARE THAT THE PROVIDED INFORMATION HAS THE PURPOSE OF TRYING TO SOLVE ANY CONFLICT OF INTEREST.**

**SIGNATURE:** \_\_\_\_\_

**FULL NAME:** \_\_\_\_\_

**DATE:** \_\_\_\_\_

**Turn this form to Human Resources and the Ethics Committee will determine the upcoming steps.  
Remember this should be updated annually or in case there is a real or potential conflict of interest, at any point in time.**

CEO Message

Our Gen

Our Code

Committee and  
Grievance Mechanisms

Appendix



# CODE OF CONDUCT AND ETHICS



**Genomma Lab.®**  
Internacional