

1. Objective

- 1.1. The objective of this Anticorruption Policy and (henceforth, this “Anticorruption Policy” or the “Policy”) of Genomma Lab Internacional, S.A.B. de C.V. and its direct and indirect subsidiaries (“Genomma”), is to make sure Genomma complies with:
- 1.1.1. The Mexican General Law of Administrative Responsibility (“LGRA” for its initials);
 - 1.1.2. The United States, Foreign Corrupt Practices Act (“FCPA”)
 - 1.1.3. The Argentinian Legal Responsibility Regime for Private Legal Persons
 - 1.1.4. Other local legislations regarding anticorruption and anti-bribery matters in the countries where Genomma operates.

Unless it is specified, all references to the “Anticorruption Laws”, refer to the LGRA, the FCPA as well as anticorruption laws of the countries where Genomma operates.

1.2. This Anticorruption Policy strictly prohibits:

- 1.2.1. In accordance to the Anticorruption Laws, any direct and/or indirect form of corruption, bribery and/or similar actions considered in the Anticorruption Laws, in the public sector and/or the interactions Genomma has with public workers;
- 1.2.2. Corruption and other similar actions, such as, but not limited to private sector (commercial) influence peddling, where Genomma operates and carries out businesses; and
- 1.2.3. Requests, asks or accepts a bribe, payment to influence or incentive, illegal or unfair advantage.

All previously mentioned prohibitions must be interpreted in a broad and generic form.

- 1.3. Genomma holds zero tolerance towards any corruption practice or action, in any of its forms, which is why it is our obligation to comply with the Anticorruption Laws, as well as to avoid and report corruption actions, influence peddling and any other similar actions.

2. Scope

2.1. This policy applies to all Genomma counselors and employees, independent of the place they reside or where they operate the business, as well as Genomma’s direct and indirect subsidiaries, and all third parties Genomma has control through the IFRS 10 rule (which includes any other rule that substitutes it), including joint ventures, as well as all the agents, consultants, business partners and other third party representatives that act in representation and/or in name, interest and benefit of Genomma.

2.2. This Anticorruption policy is global and voids any other local policy or practice that is inconsistent with its guidelines or with the Anticorruption laws.

3. Definitions

3.1. Regardless of and as a compliment to the definitions that are used in the Anticorruption laws, the following terms, used with an initial capital letter in this Anticorruption Policy, have the following meanings (all terms that are used in a singular form in this Policy will have the same meaning when they are used in plural form and vice versa).

3.1.1. **Code of Ethics and Conduct:** The current Code of Ethics and Conduct of Genomma Lab Internacional, S.A.B. de C.V.

3.1.2. **Ethics Committee:** Body in charge of guaranteeing and monitoring the compliance of the Anticorruption Policy.

3.1.3. **Public Worker:** (a) any governmental worker or employee, whether it be appointed or elected, representing any governmental, federal, local or municipal level and any of the powers of such government, whether it be the executive, legislative or judicial; (b) any political party, political party worker or candidates for any position of popular choice position; (c) any worker or employee of public international bodies, such as, but not limited to the United Nations and the World Trade Organization; (d) the spouses, consanguineous relatives and/or in-law relatives of any of the people listed from bullets (a) through (c) of this section 3.3 as well as third parties of people who have professional, labor, or business relations with such people, including societies of the persons or entities previously referred that are part of such.

3.1.4. **Genomma:** Genomma Lab Internacional, S.A.B. de C.V. and its direct and indirect subsidiaries.

3.1.5. **IFRS:** International Financial Reporting Standards, are accounting guidelines and report financial information applicable to Genomma, which include its modifications, updates as well as any other financial and accounting rules that may be substituted.

3.1.6. **Third party related to Genomma:** Any natural or legal person that may have a legal commercial, service and/or any other type of relation with Genomma.

3.1.7. **Influence peddling:** Any action derived by the use of personal, commercial and/or institutional relations, economic and/or political power, payment and/or commission with the purpose of having a public worker and/or a third party carrying out or abstaining from a specific action with the objective of obtaining or conserving for himself or a third party, a benefit or unfair advantage; independent of the agreement of the worker or the obtained result.

4. Policy

4.1. Improper payments

A. According to the Anticorruption Laws regulation, and regardless of the general prohibitions established in section 1.2 of this Anticorruption Policy, this Policy prohibits paying, offering payments or authorizing payments, direct or indirectly, of any valuable good to any Public Worker as a way to obtain or assure a business, provide businesses to a person or to obtain unfair business advantage. It is not necessary for a valuable good to effectively change ownership to violate the Anticorruption Laws. An offer, a scheme or a payment promise or giving a valuable good may constitute a violation.

Specifically, the elements of improper payments established in this Policy are the following:

- a. Offer, promise or authorize a payment;
- b. give money or any other valuable (including in-kind payments);
- c. direct or indirectly;
- d. to any Public Worker;
- e. with the purpose of:
 - i. obtaining or retaining a business,
 - ii. providing a business to someone, or
 - iii. obtaining an unfair business advantage.

The term “valuable good” is very broad and includes (as an example but is not limited): money, personal gifts or favors, food and entertainment; actions; product or service discounts that are not easily available for the public; job offers for Public Workers; political contributions; payments to third parties; payment of travel expenses; and debt cancelling.

4.2. Books and Accounting Records

A. According to the FCPA regulations, regardless of the general prohibitions established in section 1.2 of this Anticorruption Policy, this Policy prohibits forgery of books and accounting records and require the compliance of certain accounting regulations, in accordance to the Anticorruption Laws.

The purpose of the regulations of books and accounting records in the Anticorruption Law is to avoid that companies hide bribes or improper payments or commit fraudulent accounting practices.

B. The regulations about the books and accounting records oblige, among other things, to the following:

- 4.2.B.1. Have books, accounts and records that reflect the operation and cash flow of the company;
- 4.2.B.2. Have an internal control accounting system that may detect and avoid illicit payments to Public Workers; and
- 4.2.B.3. That the operations adjust to the generally accepted accounting principles or to IFRS, as applicable.

4.3. Influence Peddling

A. According to the Anticorruption Laws regulations, regardless of the general prohibitions established in section 1.2 of this Anticorruption Policy, influence peddling is prohibited.

4.4. Travel Expenses and Promotional Visits

A. The payment or reimbursement of travel expenses of Public Workers on behalf of Genomma, is strictly prohibited.

4.5. Meals

A. It is forbidden to accept special meals from clients, suppliers or third parties related to the company, for personal benefit or with the objective of influencing a business decision.

B. It is prohibited to offer meals of any type or amount to Public Workers, suppliers or private individuals, with the purpose of influencing the receptor to act in a way that helps Genomma to assure or maintain an inappropriate benefit or advantage;

C. It is prohibited to ask for meals from Public Workers or private individuals, knowing or supposing that, the Public Worker or private individual expects to receive any benefit or an unfair advantage, in return.

4.6. Payments for "Facilitation", "Procedures" or "Kickback"

A. Payments for "Facilitation", "Procedures" or "Kickback" (of any nature, whether it be in cash or in kind), for Public Workers are strictly prohibited, with the purpose of accelerating, facilitating and/or assuring:

- B. Any of the governmental functions, even when they are non-discretionary or routine; and
- C. Any procedure and/or management among any authority.

D. A favorable behavior on behalf of the Public Worker, in exchange of an improper payment using Genomma funds. This is known as “Kickback”.

4.7. Incentives and Presents

A. It is forbidden to accept cash and/or any type of valuable good by a third party related to Genomma in personal or familiar benefit. By accepting such an item, it may give an appearance of, losing objectivity, independency, liberty and the capacity to execute activities and/or decision making, related to Genomma's operations. In case of incurring in the previously mentioned, such situation should be reported to the Ethics Committee.

B. It is forbidden to provide or offer an economic stimulus that is not explicitly established and/or considered in the respective contract and/or commercial conditions and/or agreed services, to third parties related to Genomma.

C. In case a Genomma employee receives a present from a third party related to Genomma, and as long as the present has not been provided with the purposes established in section 4.7.1 of this Policy, for its acceptance, the person should notify and receive a written approval from the Vice-president of the corresponding area and, in case the provided present has a value that exceeds \$1,000.00 (one thousand pesos 00/100 M.N.) it should be notified and obtain approval from the Ethics Committee.

D. In case a present is to be provided to a Genomma third party the person should notify and receive a written approval from the Vice-president of the corresponding area and, in case the provided present has a value that exceeds \$1,000.00 (one thousand pesos 00/100 M.N.) it should be notified and obtain approval from the Ethics Committee. Any present for a third party related to Genomma must be properly identified with the Genomma image and/or logo and the present may not exceed the \$10,000.00 (ten thousand pesos 00/100 M.N.).

4.8. Donations

A. Direct or indirect donations for represented political parties, and/or in behalf of Genomma, are prohibited. However, employees may participate in political activities, as long as they do it at a personal basis, using their own economic resources and personal time. In these cases, it is forbidden to reference Genomma, and under no circumstance will Genomma reimburse expenses related to political activities or any other personally made contribution.

4.9. Charitable Donations

A. When considering donations that have the purpose of providing economic and in-kind support through agreements with legal entities authorized to receive deductible donations in the applicable laws, with the purpose of promoting and/or strengthening its activities, the contributions, donations and sponsorships must be verified previous to being awarded, with the objective of carrying them out in a transparent way, with an uninterested approach and without implying an advantage for Genomma.

4.10. Notifications and other guidelines

A. Genomma strives to maintain business relations with third parties that encourage the guidelines established in this Policy.

B. Employees and third parties are obliged to report any known act of corruption, in the understanding that an omission of this notification will be considered as a noncompliance to this Policy.

C. In case an employee or a third party were to make use of the Group's resources to commit a corruption action, the person must completely restore all resources to the Group, this being independent of the penalties or procedures that the Group may define against the employee or third party.

D. All notifications related to this policy shall be done through the grievance mechanism "GEN- Te Escucha", corresponding to each country.

E. In case an employee is a victim or knows about a corruption action, he or she must abstain from doing such and report so to the Ethics Committee, so they determine the Group's further steps.

F. The Group will strive to maintain business relations with third parties that encourage the values described in this policy among their employees, having to abstain to take part in any corruption action. Any company of the Group that maintains business relations with a third party, will ensure they know and accept this policy's guidelines, through written form.

4.11. Punishments

A. In case there is a noncompliance on behalf of an employee, the business relation may be ended, and the legal, civil, commercial and/or penal actions will be determined by the Ethics Committee.

B. In case there is a noncompliance on behalf of a third party, the business relation may be ended, and legal, civil, commercial and/or penal actions will be applied.

4.12. Knowledge and Acceptance of this Policy

A. All employees must sign the acknowledgment of receipt and commit to the anticorruption Policy, which states that the knowledge and scopes of this policy are known and understood, (Annex 1).

B. The Global Human Resources Management will be responsible of communicating this policy, as well as collecting and protecting the "Anticorruption Policy Acknowledgment of Receipt".

C. All employees that are a link between the Group and a third party must inform them about this policy and document their understanding of these terms.

D. To promote knowledge and the application of this policy, the Group will provide training sessions and information campaigns.

D. To promote knowledge and the application of this policy, the Group will provide training sessions and information campaigns. Everything that is not foreseen in this policy and/or any controversy regarding it, may be solved through the Ethics Committee, and by the Board of Directors, in such case.

Additional anticorruption policies may be implemented in the countries where Genomma operates, but only if they coincide and agree with the guidelines of this policy.



Jorge Luis Brake Valderrama
CEO
June, 2020

ANTICORRUPTION POLICY ACKNOWLEDGMENT OF RECEIPT

Through this I confirm of having plenty of knowledge about the Anticorruption Policy emitted by Genomma Lab Internacional, S.A.B. de C.V., understanding all its content and scope.

I commit to comply with all that is established in this Policy and in case more information is required regarding this, I will contact the Human Resources Department.

Name: _____

Department and position: _____

Company: _____

Date: _____

Place: _____

Signature: _____

Print and turn in to Human Resources, when filled out.