



THE BIONEXX ETHICS CHARTER

The Ethical Charter defines the principles and values between which the BIONEXX company as well as the whole of its affiliated branches, they must guide each collaborator of the Group in the day-to-day practice of its trade.

Integrity, ethics, social responsibility, loyalty, respect for people, transparency, the fight against corruption and the unfair competition constitute fundamental values of the Group in the conduct of business.

The present Charter of Ethics applies to all Collaborators of the Group (social workers, directors, manager, employees ...) hereinafter referred to as "the Collaborators" as well as to all the people the Group is associated with, its clients, suppliers, councils, accountants, consultants, subcontractors, agents and other intermediaries representing BIONEXX.

The principles defined in this BIONEXX incentive to conduct business and to carry out the work of maintaining and strengthening the confidence of clients and parties taking over.

The Collaborators not respecting the applicable laws or regulations, or the principles of this Charter, are subject to disciplinary measures in accordance with internal regulations and / or legal provisions.

1. CONFORM TO LEGISLATION:

The Group is committed to respecting the laws and regulations in each country where it exercises its activity.

All Collaborators are required to inform themselves of the provisions in force in the Company regarding their area of responsibility, observation and consultation, in case of doubt and need, the ethics committee for obtaining supplementary information and advice.

2. RESPECT OF PEOPLE:

The Group intends to apply a fair human resources policy that complies with the law. It prohibits in particular all discrimination, all pressure, persecution or harassment of moral or sexual character. BIONEXX respects the private life of its Collaborators and protects their

personal data. Ensure and strengthen the security of Collaborators in the exercise of their activities is a Permanent occupation.

3. LOYAL COMPETITION:

BIONEXX respects the rules of the competition so that it is loyal and fair. No action of the Group has to prevent, restrict or restrict competition. BIONEXX rejects all competing and unfair commercial practices, in particular any agreement with competitors or any concerted practices concerning in particular the financial conditions, the distribution of services, markets or customers.

Are prohibited not only any formal agreement but also any concerted practice and any informal discussion having the effect or aiming at a restriction of free competition or fair competition.

Thus, financial conditions are set completely independently, our competitors and customers must take their decisions in full freedom.

4. RELATIONSHIPS WITH CUSTOMERS, SUPPLIERS AND OTHER COMMERCIAL PARTNERS:

BIONEXX maintains with all its pre-emptive and, in particular, its customers, suppliers and other commercial partners, relationships placed under the sign of honesty and equity, in accordance with its preamble ethical principles. BIONEXX employs it to select its suppliers and service providers on the basis of quality, performance, cost and adequacy criteria for their needs. The Group attends to its partners an equivalent commitment in terms of respect for human rights, loyalty to sales and marketing practices, protection of confidential information and intellectual property, fighting against corruption and, more importantly, business ethics. The services provided by BIONEXX respect the established standards in terms of quality, health, safety and the environment on its own sites and those of its customers.

5. AGAINST CORRUPTION:

We are committed to the fight against corruption, influence a traffic, ... In fact, all acts that could tempt or induce this practice are to be avoided, such as the refusal of gifts, ... These provisions are further defined in the Anti-corruption Code of Conduct where it is necessary to refer.

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6. CONFLICTS OF INTEREST:

All decisions must be taken in an objective manner, without any personal consideration to avoid conflicts of interest. All decisions or actions initiating conflict risks must be disclosed to the ethics and treatment committee.

7. DELIT OF INITIATION:

Any non-public information of financial, strategic, technical, legal, organizational or relevant order that could influence the benefits of BIONEXX (privileged information) should remain confidential until it is published by the qualified people in compliance with applicable regulations. Every Collaborator having access to this type of information (initiated permanently or occasionally) must preserve confidentiality and refrain from carrying out any operation whether for his own account, whether for the account of others as this information does not has not been made public.

The targeted people are the members of the Board of Directors, the Directorate General, the members of the Strategic Committee on the establishment of their status (permanent initiates) and, where applicable, on a case-by-case basis of operations, certain employees of the Group, lawyers or partners (casual insiders).

8. CONFIDENTIALITY (already related to the employment contract so the whole world is already aware of its location)

We are aware of the sensitivity of certain information and we respect its confidentiality.

9. FAIRNESS OF ACCOUNTING AND FINANCIAL INFORMATION:

BIONEXX is committed to providing accurate, transparent and regular information. The security of accounts allows the Group to base its decisions on exhaustive, accurate and reliable.

BIONEXX and its Collaborators undertake to produce regular and sincere accounts giving a faithful image of the financial situation, the results of operations, transactions, assets and liabilities of the Group.

10. USE OF COMPANY COMPUTER RESOURCES:

E-mails must be edited with the same care as any other written communication. In particular, it is forbidden for Collaborators to use BIONEXX's IT systems to consult, save or send Internet pages or messages to illicit or defamatory content.

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Personal use of Company computing resources, such as emailing third parties, should be kept to a minimum and should never involve the installation of substandard hardware or software. BIONEXX's computers or infringing the copyrights of third parties.

11. PROTECTION OF COMPANY ACTIVITIES:

BIONEXX attends to its Collaborators that they manage, in a responsible manner, the company's heritage.

The assets include in particular the letters, brands, know-how, customer lists, subcontractors or suppliers, market information, technical or commercial practices, commercial offers and technical studies, tools and equipment of production, transport, furniture and real estate and more generally all the data or information that the Collaborators have access to in the exercise of their functions.

The Collaborators are not authorized to use the Group's assets for personal, illegal or illicit purposes. Even the name of the Company can be used by a Collaborator for personal staff, especially on social networks or on the Internet. It can in no case be mentioned by name and for the account of the Company if it has not been expressly authorized by the Direction.

12. HEALTH AND SAFETY IN THE WORKPLACE - FIGHT AGAINST DISCRIMINATION AND HARASSMENT – DISABILITY:

BIONEXX guarantees adequate working conditions for its Collaborators, especially in matters of health and safety, which have the power to contribute by respecting the company's rules on the matter.

BIONEXX intends to treat all its Collaborators with respect and equity and to promote equal opportunities in all aspects of employment.

Each Collaborator must therefore respect the security, rights and opinions of his colleagues as well as their cultural or specific peculiarities.

By the way, BIONEXX is waiting for its executives to respect gender equality at work.

BIONEXX has no recourse to any form of forced labor. In accordance with the international conventions, it prohibits the work of children. BIONEXX offers its Collaborators specialized education opportunities adapted to their field of activity and their requirements.



13. PROTECTION OF THE ENVIRONMENT - SOCIAL RESPONSIBILITY:

The Group's is committed to preserving natural and energy resources, reducing waste and reject production in the air or water and fighting climate change. It also commits to respecting the environmental charge in force as well as its environmental policy.

14. COMMUNICATION WITH THIRD PARTIES: MEDIA, NETWORKS

EMPLOYEES, INVESTORS, ANALYSTS & AUTHORITIES:

All communication with these external intermediaries must be exact and comply with regulatory and legal obligations. In order to ensure the coherence, versatility of communications and compliance with legal requirements, only Collaborators specifically authorized by the General Directorate can make declarations and respond to requests information from media, investors, analysts, regulators and other authorities.

15. IMPLEMENTATION:

All BIONEXX Collaborators need to be compliant with the present Ethical charter.

Leaders are given a special role in this regard, that of setting an example.

It returns to each Collaborator to communicate without delay, to its hierarchical authority any legal infringement or even non-compliance with the BIONEXX rules subject to its knowledge. These communications must be good faith and properly documented. Our commercial partners will be informed of this Ethical Charter. They must behave, they too, offair, integral and loyal manner.

16. PROCEDURE FOR COLLECTING STATEMENTS:

BIONEXX encourages its Collaborators to express their views, defend their opinions and signal unacceptable behaviors or requests. The normal way to evacuate such preoccupations is solely the ethics committee.

The informing committee, within the deadline of 5 days open, the author of the reception report of his request and the information of the foreseeable time required for his examination as well as the modalities following which he will be informed of the consequences of his notification. During verification operations, confidentiality and presumption of innocence principles will be respected. It guarantees the strict confidentiality of the author's identity, facts and people are seen by the signal.



The possible person will in any case be informed of the nature of the allegations concerning but will not be informed of the identity of the author of the report. The information can not be immediate if it is necessary, for example, to verify the facts, to preserve the evidence or seize the competent authorities.

All communicated information will be shared with only those persons who have the knowledge to ensure the processing of the report and / or the taking of appropriate measures. These persons will be subject to a confidentiality obligation.

Next, the author of the report, as well as the people targeted by them, will be informed by writing the closing of the verification operations and the receivability of the signaling.

This procedure must be used on good faith and for the sole purpose of which it is framed. Any non-compliant use may be sanctioned by the Company and given place to judicial prosecutions.

17. SANCTIONS:

The different principles of this Ethical Charter are binding upon the extent to which their non-compliance is punishable by disciplinary sanctions, such as those provided for in the internal rules of the Group that may go beyond the termination of employment contracts, regardless of possible and penalties which may be committed in respect of established infringements. Directives containing detailed instructions may be developed in this case if the need.

18. ENTRY INTO FORCE AND MODIFICATION OF THE ETHICS CHARTER:

The present Charter of Ethics constitutes an addition to the internal regulations of the Group's branches and is therefore open to the Group's Collaborators. It is susceptible to being modified to adapt to regulatory developments in particular.

Done at Fianarantsoa,

October 14, 2021

The Director General

A handwritten signature in black ink, appearing to be a stylized 'J' or a similar character, is placed over a diagonal line.