

ANTI-CORRUPTION AND BRIBERY POLICY

1. Policy

It is VYNMSA's policy to live the values and behaviors as part of our culture, therefore we are fully convinced that ethical practices forge the best business and reduce the risks in its process, thus, we exercise zero tolerance to any corruption and bribery practices in any of its forms.

We strive to maintain high ethical standards and require our employees and third parties with whom we do business to comply with all applicable anti-corruption laws, regulations and practices that prohibit bribery, bribe solicitation and the payment of any type of kickbacks.

2. Objective

Through our Anti-Corruption and Bribery policy we intend to make fully aware of our position in relation to the unethical practices defined, but not limited to, in this document.

3. Outreach

This document is institutional and mandatory for our employees, suppliers and any other third party directly or indirectly related to the operations of VYNMSA and its subsidiaries.

4. Definition

“Bribery” is defined as: an offer of payment, a payment, a promise of payment or authorization of payment of something the value of which either directly or indirectly, has an improper purpose. Such improper purposes include influencing any act or decision of a government official in his or her official capacity or to secure any other improper advantage to obtain or retain business with any other third party. Such improper purposes also include inducements or rewards to obtain favorable treatment, and thereby obtaining commercial, contractual, regulatory or personal advantages.

A bribe is also the act of receiving something of value to influence decision making. In addition to money, bribery can occur in a variety of contexts, including a variety of contexts, including loans, gifts, travel and entertainment, the employment of family or friends, and political and charitable contributions.

5. Compromise

VYNMSA is committed to eliminating any risk of bribery and corruption in its supply chain. It is mandatory that the company operates with integrity and ethics in all business activities.

6. Surveillance

We are committed to combating bribery and corruption, including monitoring the processes, policies and procedures necessary to prevent bribery being committed on our part.

8. Annexes.

- I. Letter to our collaborators.
- II. Letter to suppliers.

Annex I. Letter to Collaborators.

The collaborator of VYNMSA, guarantees and agrees with VYNMSA that:

- A. You will not engage in any activity, practice or conduct that (I) would constitute an offense under any Law, (II) would involve VYNMSA in an offense under any Law or (III) is contrary to applicable laws.
- B. None of VYNMSA's employees is or will be an officer or employee of any government, agency or instrumentality of any government or party, and no officer or employee of any government. No official or employee of any government or political party owns or will own, directly or indirectly, any stock or other beneficial interest in VYNMSA.
- C. In the performance of its responsibilities under this Agreement, neither VYNMSA's employee, nor any director, officer, employee, agent or stockholder thereof, shall pay or give, directly or indirectly, anything of value, whether tangible or intangible, such as gifts, entertainment, travel expenses, charitable donations, political contributions, or the employment of a person or relative with corrupt intent, including bribes to any private party - or to any "official" within the meaning of VYNMSA's Anti-Corruption Policy, political party or official thereof, or candidate for political office for the purpose of influencing any act or decision, obtaining an improper benefit, or otherwise promoting

VYNMSA's business interests in any respect, nor may they offer, promise, authorize, accept or solicit any such donation or payment.

- D. VYNMSA's employee also represents and warrants that no payment, gift, offer, promise, promise, authorization, acceptance or solicitation of the kind described in this paragraph.
- E. VYNMSA Contributor warrants that no attempt has been made to obtain funds illegally.
- F. VYNMSA's books and records are accurate, complete and correctly reflect the transactions related to VYNMSA.
- G. VYNMSA's contributor represents and warrants that it will continue to maintain accurate, complete and correct books and records, and maintains policies and procedures designed to ensure, and would reasonably be expected to continue to ensure, the accuracy, completeness and correctness of the books and records.
- H. The VYNMSA employee has received, read and agrees to comply with the terms of the Anti-Corruption and Bribery Policy.

Annex II. Letter to Suppliers.

You warrant and undertake that:

- Shall not engage in any activity, practice or conduct that (I) would constitute an offense under any Law, (II) would involve VYNMSA in an offense under any Law or (III) is contrary to applicable laws.
- You have, and must maintain in place, procedures properly designed to prevent any person from engaging in conduct that would give rise to an offense under any Law.
- You and each of your employees, directors, agents, subcontractors, representatives doing anything on your behalf in connection with:
 - (a) Your selection as a supplier; or
 - (b) The performance of your obligations to us, you have not taken and will not take in the name of, on behalf of, or on our behalf, any action

in pursuance of (and have not failed and will not refrain from taking any action preventing):

(i) An offer, payment, gift, promise to pay or give, or the authorization of payment or delivery of money or any other thing of value to any public official or to any other person or entity.

(ii) The solicitation of, agreement to, or acceptance of any payment, gift, money or any other thing of value, in each case, that constitutes a violation of any applicable Law.

- You will keep accurate and detailed books of account, accounts and records of all business activity conducted by virtue of your relationship with VYNMSA.
- At any time, you will be asked for evidence of compliance, one way may be to confirm in writing that you have complied with these commitments, and you will provide access to persons and/or information requested by VYNMSA in support of such compliance.

Elaborated:

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Validated:

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Juan Carlos Gonzalez
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Roberto Martínez
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Authorizes:

Mario Chapa
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