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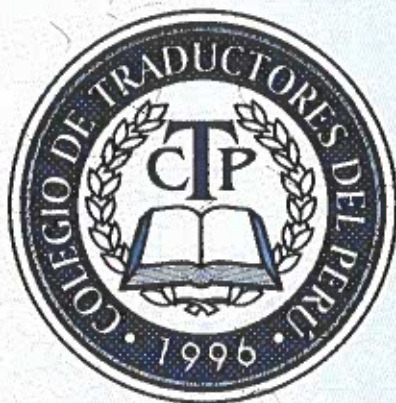
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CERTIFIED TRANSLATION

TC N° 0768-2019

POLICY ON CONFLICTS OF INTEREST



Liz Arteaga Ulfe
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Valor 3.50 Soles

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1. OBJECTIVE

Regulating those situations where an official or an employee from **DIAGNÓSTICO UAL S.A.C.**, on account of his/her post, functions or position, may participate in, decide or have an influence on matters pertaining to the company in which he/she may have a vested personal interest.

2. REACH

This policy applies to all officials (Shareholders, Managers), employees and personnel who perform activities on behalf of **DIAGNÓSTICO UAL S.A.C.**

3. SCOPE OF APPLICATION

It comprises all the activities conducted by **DIAGNÓSTICO UAL S.A.C.** within the framework of its corporate purpose.

4. RESPONSIBILITY

General Management: They are responsible for establishing the guidelines on this Policy and are responsible for approving this document.

Compliance Officer: He/she is responsible for overseeing the application of this Policy by the members of the organization and interested third parties.

Human Resources: They are responsible for enhancing the awareness among the company's personnel regarding the provisions contained in this Policy.

5. DEFINITIONS

Conflict of interest: It occurs when the personal interests or circumstances of a member of **DIAGNÓSTICO UAL S.A.C.** may interfere or conflict with the interests of the company, that is to say, we are faced with "incompatible or opposing interests". The latter allows us to presume a lack of independence or impartiality in making the decisions to be adopted. In the face of a conflict of interest, personal interest is not circumscribed only and exclusively to an interest of an economic nature, but, rather, generally speaking, it is associated to any benefit that may be received by a member of **DIAGNÓSTICO UAL S.A.C.**, whether directly or indirectly, said benefit being understood as the benefit received by any person connected by a relationship of kinship, affection or business with a member of **DIAGNÓSTICO UAL S.A.C.**

Current conflict of interest: It occurs when the private interests of the Personnel conflict or interfere in any way with the interest of the organization at the time when the person is required to act without interferences. It manifests itself during the provision of the service required from the Personnel.



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Potential conflict of interest: A situation that does not constitute a current conflict of interest, but that is likely to turn into, or to originate, a conflict of interest.

6. SITUATIONS THAT MAY GENERATE A CONFLICT OF INTEREST

a. Relationship of kinship

i. With another member of **DIAGNÓSTICO UAL S.A.C.** A member of **DIAGNÓSTICO UAL S.A.C.** who has a relationship of kinship up to the third degree of consanguinity or affinity with another member of **DIAGNÓSTICO UAL S.A.C.** (brothers, parents and children, nephews and uncles, grandchildren, great-grandchildren, grandparents and great-grandparents) is in a situation of conflict of interest. This also extends to the spouse or common-law partner. The mere existence of a relationship of kinship between two members of **DIAGNÓSTICO UAL S.A.C.** is not prohibited, but it does require the obligation to declare said relationship in order for the company to take the timely and adequate measures.

ii. With persons outside of **DIAGNÓSTICO UAL S.A.C.** A member of **DIAGNÓSTICO UAL S.A.C.** who has a relationship of kinship up to the third degree of consanguinity or affinity with a person outside of **DIAGNÓSTICO UAL S.A.C.** (brothers, parents and children, nephews and uncles, grandchildren, great-grandchildren, grandparents and great-grandparents) who has a relationship of ownership or management with any supplier, contractor, customer or competitor of **DIAGNÓSTICO UAL S.A.C.**, is in a situation of conflict of interest. This also extends to the spouse or common-law partner. Likewise, these situations are not prohibited, but they must be duly declared in order for the company to take the timely and adequate measures.

b. **Relationship of Ownership:** A member of **DIAGNÓSTICO UAL S.A.C.** who has ownership participation, whether directly or indirectly, in a company or corporation related to **DIAGNÓSTICO UAL S.A.C.** in the capacity of supplier, contractor, customer or competitor, or who provides services to said supplier, contractor, customer or competitor of **DIAGNÓSTICO UAL S.A.C.** is in a situation of conflict of interest. In the case of open corporations, it is presumed that there isn't a situation of conflict of interest if the member of **DIAGNÓSTICO UAL S.A.C.** has a share in the ownership of the corporation below 10% of the capital stock and is not entitled to elect a director on his/her own, or has not elected any director by virtue of a joint action agreement.

c. **Relationship of Management:** A member of **DIAGNÓSTICO UAL S.A.C.** who has a participation in the management of a company or corporation that is related to **DIAGNÓSTICO UAL S.A.C.** in the capacity of supplier, contractor, customer or competitor, or who otherwise provides services to said company or corporation in order that it may provide services to **DIAGNÓSTICO UAL S.A.C.**, is in a situation of conflict of interest. It shall be understood that he/she has a participation in the management if the member of **DIAGNÓSTICO UAL S.A.C.** is a director, representative, administrator, manager or executive with decision-making power in the corporation or company.

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d. **Other causes:** Without prejudice to the situations described above, any time when there is a situation in which a member of **DIAGNÓSTICO UAL S.A.C.** considers that it diminishes his/her impartiality in deciding on a matter or whose decision might be contrary to the duty of propriety governing his/her actions, he/she is obligated to adopt the measures for managing conflicts of interest.

7. POLICY

The members (Officials and employees) of **DIAGNÓSTICO UAL S.A.C.** must avoid:

- Owning businesses which are conducted in competition with the activities of **DIAGNÓSTICO UAL S.A.C.**
- Getting involved in situations, activities or interests incompatible with their functions.
- Any conduct that might affect the independence of judgment in their performance.
- Situations in whose context their personal, economic or financial interests might be in conflict with the fulfillment of the duties and functions of their post, thus preserving the independence of judgment and the principle of equity.
- Using the post they hold within the organization –whichever this post may be–, in order to obtain personal favors or for the benefit of family members and/or third parties, and/or in order to have an influence on decisions that may benefit them personally, or that may benefit their family members or third parties.
- Acting in representation of the organization in situations in which they or their spouse, common-law partner or family member up to the second degree of consanguinity or first degree of affinity may have any type of personal interest, be it economic or of any other sort.
- Having direct or indirect interests with companies, entities or persons who conduct consultancies, advice or business with the organization, when the decisions or actions of the employee may be influenced by said interests.
- Accepting favors from any person or entity with which **DIAGNÓSTICO UAL S.A.C.** has or will have in the future a commercial relationship.
- Obtaining personal benefits with commercial opportunities in which **DIAGNÓSTICO UAL S.A.C.** may be involved.

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The objective of the abovementioned preventive actions is to avoid generating conflicts of interest (potential conflict of interest) within the organization. In the event that a conflict of interest should materialize (actual conflict of interest), the official or employee must disclose the conflict(s) of interest in which they may be implicated, in order to generate the corresponding corrective action. The official or employee of **DIAGNÓSTICO UAL S.A.C.** must abstain from participating, intervening and voting when the matter over which he/she is in conflict is dealt with.

Noncompliance with this Policy shall be subject not only to disciplinary actions on the part of the company, possibly including termination, but also legal actions before the pertinent authorities.

(Signature) Lily Gladys Otiniano Erroch - General Manager - Diagnostico UAL S.A.C.

(Signature and seal) GENERAL MANAGEMENT - Approved - DIAGNÓSTICO UAL S.A.C.

I, the undersigned Certified Translator, Member of the Peruvian Association of Professional Licensed Translators (CTP), do hereby certify that this Certified Translation, consisting of 04 pages, is a true and correct translation into English of the original document in Spanish enclosed herewith, which has been produced before me.
this certification shall be considered an acknowledgment of the accuracy of the translation but not of the authenticity or contents of the document in source language attached hereto.
Signed in Lima, this 23rd day of August, 2019




Liz Arteaga Ulfe
CTP N° 0353