

■ IBMH SUPPLIERS' CODE OF CONDUCT

1. Supplier's Code of Conduct: definition and objectives

The present Suppliers' Code of Conduct (hereafter, the "Code") defines the action criteria Suppliers in China must meet if they are willing to establish a long and prosperous collaboration with IBMH Corporation, Ltd. (hereafter "IBMH").

The objective of the present Code is to address the Suppliers' responsibilities to our company as representatives of IBMH' ethical corporate conduct. We require our suppliers act on a professional, ethical and responsible behaviour.

The Code defines the principles and values that must guide the Suppliers in their relationship with IBMH.

To that end, the Code:

- Provides knowledge on how to implement IBMH corporate conduct, based on the respect of the law as well as of human and social rights.
- Establishes the principle of due diligence for the detection, control and eradication of irregular conducts, whatever their nature. This implies, amongst other things, the understanding of the risks, the definition of responsibilities and implementation of formal procedures to notify and immediately erase such conducts.
- Prevents and prohibits any conduct that may determine the responsibility of IBMH, its legal representatives, administrators and/or staff.

2. Field of Application

The present Code will have to be ratified and signed by the Supplier. It will then have to be internally notified to all the Suppliers' managers and employees. In turn, any other person that might be representing the Supplier will have to undertake the commitment to enforce the Code.

The Supplier will notify the present Code to all its executives, employees and any other person that may represent it, all of whom will undertake the commitment to enforce it.

3. General principles

The Code of Conduct is defined as the commitment to the principles and standards values that guides IBMH in its relationship with its suppliers.

The Code is based on the following principles:

- Any operations between IBMH and its Suppliers will be carried out under an ethical and responsible perspective.
- One of the present Code fundamental principle is to always comply with the current legislation.
- All natural or legal person that will direct or indirectly entail a work, commercial, social or industrial relationship with the Supplier will be treated in a fair and decent manner.
- All the Suppliers' activities will be carried out respecting the environment and impelling the conservation of the biodiversity and the sustainable management of renewable natural resources.

4. Principles and standards of behaviour for responsible practices

4.1. Compliance with the current legislation

One of the present Code fundamental principle is to always comply with the current legislation. The Supplier and all its employees must comply with the law always.

The application of the Code cannot imply nor excuse non-compliance with any legal provision.

Any Company that's works with IBMH shall notify the competent authorities for non-compliance with the law on the part of its Suppliers.

4.2. Relationship between the Suppliers and their employees

For IBMH, people are the most important asset of a company. In consequence, it promotes and defends strict compliance with human and labour rights. At the workplace, in the areas of labour, health and safety, IBMH will ensure the application of both regulations and good practice. In consequence, the Supplier must undertake to comply with both the current laws and the conventions and recommendations of the International Labour Organization.

The Supplier's staff will collaborate on implementing strictly the current labour regulations in prevention, detection and correction of irregularities and infringements of the law.

In the work relationship with their employees, the Suppliers must act with respect, dignity and justice, taking each person's cultural sensitivity into account and not allowing any manner of violence, harassment or abuse. No discrimination on grounds of race, religion, age, nationality, gender or any other personal or social condition can take precedence over merit and ability, especially when it comes to a. the integration of people with disability or handicap and b. the ones belonging to ethnic, religious, linguistic or any other minorities.

All the Suppliers are responsible to comply strictly with current health and safety regulations at the workplace as well as ensuring the security of all people related to their activities.

4.3. Relationship between the Suppliers and IBMH

In their relationship with IBMH or any other parties, Suppliers must comply with national and international laws, with regards to internationally established ethical principles of corporate behaviour such as the ones of equal treatment and non-discrimination, as well as avoiding conducts that could constitute fraud or corruption.

IBMH selection of Suppliers will be guided by the criteria of objectivity and transparency, reconciling IBMH best interest in conditions, with the aim of establishing long-term relationships with ethical and responsible Suppliers.

Logistics in purchasing and supply will comply with IBMH strict norms and procedures.

All decisions in this area will have to be approved in the sense that they will need to be justified, reportable and verifiable in the case of a revision from third parties or from IBMH own inspection bodies.

These very same principles will have to be applied by the Suppliers in their relationship with their own suppliers, sub-contractors and service providers.

4.4. Relationship between the Suppliers and IBMH staff

The Supplier's staff shall maintain a lawful, ethical and respectful relationship with IBMH staff, with due regard to the criteria of consideration, respect and dignity, taking each person's cultural sensitivity into account and not allowing discrimination on grounds of race, religion, age, nationality, gender or any other personal or social condition, especially when it comes to people with disability or handicap.

None of the Suppliers' staff may, either directly or indirectly, offer, suggest or give any gifts, handouts or compensations, whether in cash or in kind, regardless of its nature, to any employee, director, administrator or partner of any Company, that may influence the decision-making process of this person in its functions.

Any present received in contravention of the present Code will be immediately given back and the Supplier's Chief executer will be notified. In the case that the gift cannot be given back, the Human Resources Department will process a report and give due course to the matter.

4.5. Relationship between the Suppliers, the Authorities and the Civil Servants

None of the Suppliers may, either directly or indirectly, offer, suggest or give any gifts, handouts or compensations, whether in cash or in kind, regardless of its nature, or influence any authority or civil servant in operations related to IBMH. Furthermore, the Suppliers' employees will not give on behalf of IBMH a bribe, facilitation payment, kickback or other improper payment for any reason, regardless of its nature, to any judicial body, public administration or any other official body.

This does not apply to inexpensive tokens of appreciation commensurate with the circumstances or to typical, local, promotional gifts, given every so often, with legitimate interest and socially acceptable. In any case, IBMH or the Supplier's good faith cannot be put into question by any independent third-party.

Gifts in cash are expressly prohibited.

It is every Supplier's responsibility to know and value adequately local practices, considering IBMH interest and good reputation. If in doubt, consult with IBMH.

4.6. Environmental Commitment

Within IBMH's social responsibility, commitment with environment has been given priority. Therefore, its Suppliers will have to be aligned with this commitment.

Suppliers undertake the commitment of scrupulous observance of international, national, regional and local environmental laws. This includes practices related to the protection and care of the environment as well as prevention of contamination. This also accounts for the Suppliers' own suppliers, sub-contractors and service providers.

The environmental norm IBMH Suppliers will have to comply with strictly establishes the following principles:

- Commitment to protect and preserve the environment.
- Commitment to prevent contamination.
- Commitment to comply with the current law in all activities.
- Application of the 3R concept:
 - 1. Reduce.**
 - 2. Reuse.**
 - 3. Recycle.**
- The rational utilisation of natural resources, reducing the production of waste, making sure the elimination and/or recycling of such wastes respects the environment and reduction of the consumption of primary material and energy.
- Full cooperation with the authorities and qualified organisms in the development of laws that aim to protect the community, the employees and the environment.

- Promote to all level of employees the sense of responsibility towards the environment.
- Evaluate the environmental risks in all activities.
- Develop internal programs for environmental improvement.

4.7. Commitment with Competitiveness and Competition

IBMH defends free competition and free trade in all its operations worldwide.

In consequence, IBMH will never promote any practice that may lead to anticompetitive behaviour, unfair competition or sales at a loss. The same attitude is expected from IBMH Suppliers.

In practice, no Supplier will tell IBMH nor any of its employees about any relevant information that might be secured by the means of a statutory or contractual obligation of confidentiality and might influence the decision-making in awarding a contract or a project or in placing an order. At the same time, if any IBMH employee, worker or subcontracted third party would provide relevant information on another competitor, the Supplier will have the obligation to report it immediately.

5. The Code's Accessibility

The Code will be given to all the Suppliers in both English and Chinese. It will also be available on IBMH's web. The Supplier is responsible to take the adequate actions to communicate, train and raise the needed awareness to implement it in its organization.