



Corporate Compliance Program

December 2019

Direct policy questions to the Silvestre Law Group, P.C.; phone number (818) 597-7552; or by email rsilvestre@silvestrelaw.com

Purpose

To define important legal and ethical issues that affect our business and reinforce the importance of transparency and acting with integrity at all times.

Scope

This policy relates to all SENECA BIOPHARMA personnel, consultants and contractors.

Our Codes

The Seneca Biopharma Board of Directors has adopted a Code of Ethics and a Finance Code of Professional Conduct which are the framework for Seneca Biopharma's expectations of business conduct. It is your responsibility to familiarize yourself with these codes, as well as this Corporate Compliance Program and ensure that you remain in compliance with all policies and procedures that apply to your work. It is also your responsibility to raise any genuine concerns you may have about unethical business conduct of others in our workplace.

Open Door Policy

The foundation of our compliance program is openness, accessibility and discussion throughout the Company. Most issues can be resolved locally before they become problems for colleagues, the Company or the public. The Open Door Policy encourages you to present ideas, ask questions and raise concerns— especially those of a legal or ethical nature, but also those relating to quality of work and the working environment. All supervisors are responsible for supporting this policy by maintaining an "open door" for colleagues who may reach out to them. While we hope you feel comfortable discussing any matter with your supervisor, there may be times when you prefer to use another avenue for addressing issues. You should feel comfortable speaking with others, including:

- Your supervisor,
- any other manager in the Company,
- The Chief Financial Officer
- The Company's independent, anonymous Compliance Helpline

The Company's goal is to respond promptly to all questions and reported concerns. If your concern requires

investigation, the CFO or relevant Board of Director's member, whichever is most appropriate, will conduct the investigation and, where possible and appropriate, provide an update. However, because of confidentiality concerns, detailed information about matters will be shared only with those who "need to know."

It is essential that you feel secure when interacting with any element of the compliance program. Confidentiality will be maintained to the fullest extent possible. In some instances, however, it may not be possible to keep your identity confidential because of the nature of the investigation, the demands of conducting a thorough investigation or certain legal requirements. In the United States, colleagues concerned about confidentiality may consider making an anonymous report through the Seneca Biopharma Compliance Helpline. If you are involved in a compliance investigation in any capacity (for example, as a witness or complaining party), you are expected to keep the details of the investigation confidential. Maintaining confidentiality helps to preserve the integrity of the process and protects the individuals participating in the investigation. Unless prohibited by local law, any exceptions to confidentiality must first be discussed with the CFO.

Anti-Retaliation

If you report misconduct honestly and in good faith, the Company will take action to protect you from retaliation. The specific steps taken will vary from case to case; they may include disciplinary action for anyone who engages in retaliatory actions, ongoing monitoring of the situation or other measures to protect you. It is important to raise any concerns about retaliation so that the Company can take appropriate steps.

Retaliation against any colleague who in good faith seeks advice, raises a concern, reports misconduct or provides information in an investigation is strictly prohibited. Some examples of retaliation include: denial of benefits, termination, demotion, suspension, threats, harassment or discrimination. If any individual, regardless of his or her role, retaliates against a colleague who has truthfully and in good faith reported a potential violation, Seneca Biopharma will take appropriate action—even where no violation is revealed after investigation. However, if an individual has intentionally made a false report, the Company will respond accordingly.

Your Responsibilities

You are also responsible for raising concerns about risks to the Company as soon as you are aware of potential issues—ideally, before these risks become actual problems. By raising concerns, you give management the opportunity to address potential problems and protect the Company, colleagues and the public. If you reasonably believe that a colleague or anyone else doing work on behalf of Seneca Biopharma has violated or may violate a law or Seneca Biopharma policy, you have a responsibility to report that information immediately to your manager, another manager, the Chief Financial Officer, or the Company's independently operated, anonymous Compliance Helpline. We encourage an Open Door, anti-retaliation and confidentiality environment to help protect you. Retaliation against any colleague who in good faith seeks advice, raises a concern, reports misconduct or provides information in an investigation is strictly prohibited. Whenever you are in doubt, it is best to raise your concern.

Unethical, illegal or irresponsible acts can cause serious loss or harm to an organization, its employees and its customers. That is why it's everyone's responsibility to help prevent these activities. You make a difference! If you see or suspect misconduct, report it immediately. While speaking directly to a manager or supervisor represents the most effective way to report your concerns, we also offer an anonymous option for

maintaining a safe, ethical and secure workplace.

Compliance Hotline

Seneca Biopharma, Inc. is committed to an environment where open, honest communications are the expectation, not the exception. We want you to feel comfortable in approaching your supervisor or management with any questions about specific standards, and in instances where you believe violations of policies or standards have occurred.

In situations where you prefer to place an anonymous report in confidence, we provide an independent reporting service that allows you to communicate anonymously and confidentially via Internet or telephone, 24 hours a day, 7 days a week. You are encouraged to use this Ethics Hotline, hosted by a third party hotline provider, EthicsPoint, to submit reports relating to violations stated in our written standards and policies, as well as asking for guidance related to policies and procedure and providing positive suggestions and stories.

You can access the Company's Compliance Hotline by dialing 1-855-228-2634, or through the company's anonymous Compliance Internet Reporting System at www.SenecaBio.ethicspoint.com.

EthicsPoint will communicate your concern to the appropriate Committee Chairman or other neutral individual for investigation and follow-up. Feel safe in the knowledge that Seneca Biopharma prohibits retaliation of any kind as a result of a concern raised in good faith. The information you provide will be sent to us by EthicsPoint on a totally confidential and anonymous basis if you should choose. You have our guarantee that your comments will be heard.

See the EthicsPoint FAQs for more information.