

(Whistleblowing)
Implementing Rules & Regulations





PM-CGO-2016-01

Rev. Code: 1

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Business Process: Corporate Governance Process

Date Prepared: 02/03/2016

Section: Table of Contents

Date Approved: 02/26/2016

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I. BACKGROUND

The Manila Electric Company or MERALCO (the "Company") aims to maintain the highest ethical, moral and legal standards in keeping with Good Corporate Governance principles of Fairness, Accountability, Integrity and Transparency.

With the creation of the Corporate Governance Office on March 16, 2010, the initiatives of the Company in developing a whistle-blowing policy was further strengthened. The then Chief Governance Officer, the Company's President and COO, Mr. Jose P. De Jesus, also opted to include bright ideas and suggestions to avoid the negative perception of the "whistle blowing" process. The policy was therefore named the "BE RIGHT" Communication Policy, which stands for the right behavior that should be manifested by any director, officer and employee of the Company in dealing with its stakeholders.

A formal policy statement on the BE RIGHT COMMUNICATION Policy was later released through a memo from the Company's President and CEO, Mr. Manuel V. Pangilinan on August 10, 2010. This policy covers employee behavior at work, service to the public and relations with stakeholders.

The whistleblowing aspect of the policy, to be named (e-Report Mo), was separated from the employee suggestion aspect named "e-Suggest mo" in the drafting of the IRR.

II. POLICY STATEMENT

The Be Right Communication Policy encourages suggestions, feedback and reports of violations of employees on corporate governance matters. To ensure the proper handling of all information received under this Policy, the Company has adopted rules and regulations on reporting corporate governance violations.

The purpose of this whistleblowing policy or "e-Report Mo" is to encourage employees to disclose any malpractice or misconduct which they become aware of and to provide protection for employees, and his witnesses, who report allegations of such malpractice or misconduct.

It is management's responsibility to protect the reporting person or witness from retaliation.

III. POLICIES

These implementing rules and regulations are aligned with the following relevant provisions of the Be Right Communication Policy and Company's Revised Code of Ethics:

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Approved by: MANCOM

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A. BE RIGHT COMMUNICATION POLICY (adopted on August 10, 2010)

The memorandum entitled "BEhave RIGHT COMMUNICATION POLICY" states that "The **B RIGHT COMM** aims to promote responsible and free interaction between Management and its employees. This will open the lines of communication not just for Management to relay directions, but also for employees to express their ideas and concerns to Management willingly and openly.... In the same manner, we also encourage disclosure of misdemeanours or misdeeds that could prove harmful to the Company, and its reputation. It is our duty as employees to uphold the interest of our Company, while protecting the rights of our employees..."

B. MERALCO REVISED CODE OF ETHICS (adopted on October 1, 2010)

1. "Fair Dealing" (Section II., Item 5)

"5. We avoid taking undue advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other form of deceptive practice."

2. "Communication and Disclosure" (Section V., Items 1-4)

- "1. We ensure that the contents of, and the disclosures in, reports and documents that our Company files with, or submits to the Securities and Exchange Commission (the "SEC"), Energy Regulatory Commission (ERC), other government agencies or regulators and all other Company's public communications shall be complete, fair, accurate, timely and understandable in accordance with applicable disclosure statutes, listing rules, and standards of materiality."
- "2. We shall: (a) ensure compliance with our Company's disclosure requirements and (b) not knowingly misrepresent, or cause others to misrepresent facts or information about our Company to others, whether inside or outside our Company, including our Company's independent auditors, government regulators and self-regulatory organizations."
- "3. We establish open communication links and make the appropriate disclosures regarding our corporate goals, objectives, rules, financial positions, material transactions with related parties, and prospects to all our stakeholders."

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¹ **Memorandum 2010-23727** entitled BEhave RIGHT COMMUNICATION POLICY or "B RIGHT COMM," released on August 10, 2010.

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[&]quot;4. We actively encourage employees to actively participate in discussions and raise any legitimate work-related concern or issue."

3. "Implementation and Monitoring" (Section X, Items 1 and 5)

"1. Our Company's directors, officers and employees have the duty to report any observed violations of this Code and to communicate the same to our supervisors and immediate Heads, or the Corporate Governance Office, when appropriate. Our Company shall take steps to ensure the protection of those who report violations in good faith. On the other hand, our Company shall impose sanctions on those who attempt to conceal or hamper the investigation of any violation of this Code.

Our Company shall take all reports of potential violations of this Code seriously and are committed to confidentiality and exercise of due process for the investigation of allegations. Employees who are under investigation for potential violation of this Code will have an opportunity to be heard prior to any final decision of our Company."

"5. Any administrative investigation or penalty imposed under the provisions of this Code shall be independent of, and without prejudice to, any other legal action that may be instituted against the party concerned under existing laws and regulations."

IV. SCOPE AND APPLICABILITY

The Reporting Corporate Governance Violation (Whistleblowing) Implementing Rules & Regulations applies to and shall be implemented by, all members of the Board of Directors (each a "Director" and collectively, the "Directors"), Officers (each, an "Officer" and collectively, the "Officers"), Employees (each, an "Employee" and collectively, the "Employees") of the Company.

Currently, the Company has existing communication channels and procedures where employees can share their questions, concerns, suggestions or complaints for proper handling. Management encourages employees to confer with their immediate superior on any work-related concerns, who, in turn can give due course of action. However, in cases where an employee has exhausted this avenue, he is allowed to elevate the report to the next higher level head.

This document has no intention of replacing the already existing employee complaints or concerns procedures such as those prescribed under the Grievance Procedures, Administrative Case Handling Procedures, etc. Rather, this IRR serves to supplement these procedures and provide an alternative venue for employees to refer their reports.

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This document defines the rules, process and procedures in reporting any act or omission committed by a director, officer, and/or employee of the Company that may be considered as:

- 1. Violation of the Corporate Governance Rules;
- 2. Violation of the Code of Ethics or other similar codes; and
- 3. Financial malfeasance including those relating to financial fraud and questionable accounting and auditing matters.

This document also covers reports received from concerned Third Parties regarding the abovementioned violations.

The following are not covered in this policy:

- 1. Individual employee grievances and complaints regarding terms and conditions of employment which will continue to be reviewed under the applicable personnel policies or collective bargaining agreement
- 2. Violations of the Company's Code of Right Employee Conduct (COREC) initiated by a superior against a subordinate by way of a disciplinary action which shall be subject to existing processes on disciplinary action

V. DEFINITION OF TERMS

For purposes of this document:

- 1. Company when referred to in this policy, pertains to the Manila Electric Company (MERALCO)
- 2. Corporate Governance Rules (CG Rules) refer to the Company's Manual on Corporate Governance, Code of Business Conduct and Ethics, Conflict of Interest Policy, Supplier's Business Conduct, other Company policies, and applicable laws, rules, and regulations relating to corporate governance, as may be issued from time to time by the Company or any governmental or regulatory body
- 3. Questionable Accounting Matters any serious violation of generally accepted accounting principles and standards applicable to the Company. Examples include. but are not limited to, those found in Annex 2 of this document
- 4. Questionable Auditing Matters any serious violation or override of the Company's internal controls
- 5. Whistleblowing disclosure or filing of a report by any person who, in good faith, believes that the Company or any of its Directors, Officers and/or Employees is engaging or has engaged in an improper course of illegal or unethical conduct or conduct that violates the CG Rules, or constitutes a Questionable Accounting or Auditing Matter. Such person must be able to disclose such conduct free from fear of intimidation or reprisal

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- 6. Whistleblower referring to any person who files a Whistleblowing report defined in #5 above.
- 7. Report disclosure or filing made by a whistleblower in accordance with this IRR
- 8. Retaliation an act of reprisal, discrimination, harassment, intimidation, or adverse personnel action by Company directors, officers, or employees against a Whistleblower and/or their respective witnesses
- 9. Witness a person other than the Whistleblower who can attest to the veracity of the Whistleblowing report
- 10. Assisting Investigating Unit (AIU) organization or office, with specific specializations on cases reported, responsible for conducting investigation and providing initial recommendations on the appropriate sanctions and penalties
- 11. Officer- employees with the rank of Vice-President and up as stated in the Company's By-Laws

VI. RESPONSIBILITIES

Corporate Governance Office (CGO)

a. Conduct a preliminary review of reports filed in accordance with these Implementing Rules and Regulations. If the report does not pertain to violations of CG Rules, then endorse the same to the proper office of the Company (e.g. customer billing complaints to be endorsed to the appropriate business center). If the report constitutes Whistleblowing, then CGO must endorse the same to the Assisting Investigating Unit (AIU) as defined below.

| Assisting Investigation Unit | Type of Violation |
|--|---|
| Employee Relations Office | Offenses covered under the Code of Ethics or COREC which do not constitute Financial Fraud or Questionable Accounting or Auditing practice. |
| Corporate Audits | Financial Fraud, Questionable Accounting Practice |
| Audit Committee/ Board | Questionable Practices of the Internal Auditor/Corporate Audits |
| President or CEO (or designated representative) | Any Violation committed by an Officer of the Company |
| Chairman of The Board (or designated representative) | Any Violation committed by a Director |

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- **b.** In the event that the report merits further investigation, coordinate with the Immediate Superior of Respondent to inform the respondent in writing of charges imputed to him and to require him to answer such charges.
- c. When deputized by the Board, investigate within the prescribed period reports involving a director or advisor of the Meralco Board of Directors, and submit its findings to the Board.
- d. Monitor and maintain records of the receipt, disposition and resolution of all reports and ensure the appropriate monthly reporting thereof to the Board through the Nomination and Governance Committee or the Audit Committee in the case of Questionable Practices by the Internal Auditor/Corporate Audits.
- e. Communicate with the Whistleblower from receipt of the report until the resolution of the same, by taking into consideration the processing time required for acknowledgement, feedback and resolution of reports.
- f. Recommends appropriate improvements to this IRR.

Assisting Investigation Unit (AIU)

- **g.** Facilitate and complete within the prescribed period the investigation of reports as endorsed by the CGO.
- **h.** Regularly inform the CGO of the actions taken on the reports and the basis thereof.
- i. Recommend the appropriate disciplinary action to be meted out to the respondent, without prejudice to other criminal and civil remedies that the Company may opt to pursue.
- Report to the CGO the final action/disposition/recommendation made on the reports.

Employees/Witnesses

- **k.** Report in good faith any suspected violation of the CG Rules, or conduct which constitutes a Questionable Accounting and/or Auditing Matter.
- I. Provide truthful information and cooperate fully with the AIU whenever the investigation involves employees or units within their area of responsibility.
- **m.** Cooperate in the investigation, including making available for examination all necessary records and information.

Immediate Superior of Respondent

- n. Inform the respondent in writing of the particular act constituting the offense or infraction imputed to him, require him to answer such charges and afford him the opportunity to be heard and to defend himself, in accordance with Company policy.
- **o.** Inform the respondent in writing of the results of the investigation and/or disposition of the report filed against him.
- **p.** Implement the appropriate disciplinary action.
- **q.** Report to the CGO his decision and/or the imposition of the disciplinary action on respondent in accordance with Company policy.

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r. Ensure that in case the respondent resigns pending the completion of the investigation or final resolution of the case against him, he shall inform the respondent that the resignation shall be without prejudice to the results of the investigation or the final resolution of the case, and that any benefits due him, if any, shall be withheld pending final resolution of the case.

VII. GENERAL GUIDELINES

1. Reporting

- 1.1. Every director, officer and employee of the Company is obliged to report any activity that appears to be fraudulent or illegal or otherwise in violation of applicable Company rules and regulations, as defined in Part IV hereof, to his/her immediate head.
- 1.2. Reports must be made in good faith. Any information or allegation must be substantially true and must not be intended primarily and solely for one's personal gain. When a report is done in good faith and later on is found unmeritorious, no adverse action that will be taken against the reporting person.
 - However, this assurance shall not apply to malicious reporting or when the reporting person is also found to have been involved in the violation. Similarly, an individual who has been proven to have maliciously or falsely reported shall be penalized accordingly.
- 1.3. It is encouraged that the identity of the reporting person and his contact information be disclosed to the appropriate authorities/concerned offices who will investigate and handle the report. This will aid in clarifying or securing additional information that may be required. This will also be used in providing updates to the reporting person on the development or status of the report.
- 1.4. For reports involving wrongdoing, fraudulent or illegal acts, it is advisable that the reporting person provide a Witness who is willing to cooperate and participate in the investigation or proceedings pertaining to the report.
- 1.5. All reports, even anonymous, shall be considered and evaluated and must be filed using any of the identified Communication Channels in Part VII, No.9 hereof. Reports will be further validated based on the following criteria:
 - The seriousness of the issues raised;
 - The extent to which the allegation can be confirmed or corroborated by attributable sources; and
 - The magnitude of the possible impact of the issues to the Company's interest.

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2. Disposition of Received Reports

- 2.1. All reports must be referred to CGO for preliminary validation.
- 2.2. CGO will refer reports to the Assisting Investigation Unit whenever necessary.
- 2.3. Concerned Line Heads shall be provided a copy of the report for appropriate action.
- 2.4. The Company shall provide appropriate protection to the Whistleblower and the Witnesses.
- 2.5. The Corporate Governance Office (CGO) shall serve as the default office in the event that reporting to a line head is not feasible.
- 2.6. The Whistleblower may file a report to the CGO through the different media as described in Item 9 of this Section (Communication Channels).
- 2.7. All organizations are required to act immediately on the reports referred to them, in accordance with the existing relevant procedures. The Whistleblower should be provided with feedback within thirty (30) working days. The Company shall act expeditiously and conduct immediate investigation of the report, impose appropriate penalties/sanctions once proven, and provide feedback to the Whistleblower, if known. Resolution of the report shall be within a 60-day period from receipt thereof.
- 2.8. In the event however that a longer period is needed to resolve a case due to its complexity, the concerned AIU shall notify CGO in writing citing the justification for the extension not later than three days before the expiration of the 60 day period within which to resolve the report.

3. Report Monitoring

- 3.1. CGO will act as administrator of e-Report Mo. It shall ensure that receipt and processing procedures are available to properly guide their personnel. These should include how reports are received, processed, and resolved until its closure or turn-over to another office. It should also include the assignment of unique number for each report received to facilitate tracking and monitoring.
- 3.2. CGO will report quarterly to the Board through the Nomination and Governance Committee or the Audit Committee (in case the Whistleblower alleged violations by the Internal Auditor/Corporate Audits) any progress in compliance with the handling of reports, following the prescribed form.

4. Confidentiality of Identities and Information

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- 4.1. The concerned offices shall ensure the confidentiality of the identities of the Whistleblower, the witnesses and the information disclosed, except under any of the following: a) the Whistleblower waives his right to confidentiality, or b) identification is required by law or when essential to an investigation. In either case, the Company shall inform the Whistleblower or the witnesses of the need to reveal their identities and/or information.
- 4.2. Unauthorized disclosure of data/information by any officer or employee will be penalized based on the disciplinary rules prescribed by the Company.

5. Investigation

- 5.1. The immediate Head of the respondent shall initiate the necessary investigation on the report and gather the appropriate supporting documents/pieces of evidence. Said immediate Head may however seek the assistance of the appropriate Assisting Investigation Unit (AIU) to facilitate the investigation. The immediate Head shall exercise judgment in determining the appropriate office to seek assistance aside from those listed above.
- 5.2. If the violation is related to a breach in financial internal controls after a preliminary investigation has been conducted, Corporate Audits should immediately inform the President or Chief Financial Officer. The said officer, in turn, should carefully discern, considering materiality and/or severity, if the matter has to be elevated or merely transmitted as information to the relevant Board Committee or its Chairman.
- 5.3. The President shall determine if there is a need for convening the Management Disciplinary Committee or designate a Company official to conduct a full investigation. The President, in addition to the internal investigation, may allow such designated body or official to engage the services of external auditors or lawyers, or some other external investigating body. This Investigating Committee shall also handle reports where the respondents are directors and officers.

6. Protection of the Reporting Person and/or Witness from Retaliation

- 6.1. The Company shall provide appropriate protection from retaliation. Retaliation is prohibited and will be dealt with in accordance with the pertinent Company policies, rules and applicable laws. It shall be considered a serious misconduct if perpetrated by an employee.
- 6.2. In the event of retaliation, the Whistleblower or witness shall report to CGO by filling out the Retaliation Protection Report Form.

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- 6.3. The report for protection from retaliation must be supported by an accomplished Retaliation Protection Report Form (Annex 2) to be submitted to the Corporate Governance Office.
- 6.4. Protection from retaliation will be granted, upon endorsement of CGO, reviewed by the Management Disciplinary Committee or the relevant Board Committee for approval of the CEO, his designated representative or the Chairman of the Board. These requests shall be processed expeditiously.
- 6.5. In case of an unauthorized disclosure of the identity of the Whistleblower or witness, appropriate disciplinary action shall be enforced on the responsible employee.

7. Recommending/Approving Authorities for Penalties

- 7.1. The CGO with the assistance of AIU shall recommend the appropriate penalty as a result of a violation of this IRR, if applicable.
- 7.2. The recommended penalty shall be reviewed and approved by the following approving authority:

| Respondent | Approving Authority |
|------------|---|
| Employee | G1 Head of Employee/MDC |
| Officer | MANCOM/Nomination and Governance Committee |
| Director | Nomination and Governance Committee |

8. Appeals / Request for Reconsideration

- 8.1. Any party desiring to appeal from a decision rendered herein may file a motion for reconsideration within ten (10) calendar days from receipt thereof. Should the motion be denied, an appeal may be filed with the Office of the President/CEO within ten (10) calendar days from receipt of the order denying the motion. Appellants must be ready to present additional evidence that would validate the merits of such an appeal
- 8.2. Appeals from decisions concerning a member of the Board, the President/CEO, the CFO, or the Compliance Officer must be filed directly with the Board of Directors through its Chairman.
- 8.3. The appeal must be resolved within thirty (30) working days from receipt thereof.

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9. Communication Channels

Reports can be directed to the CGO through the following means:

A. Letter correspondence addressed to:

Corporate Governance Office (CGO) Lopez Building, MERALCO Ortigas Center

Ortigas Avenue, Pasig City

B. Telephone/Fax:

CGO Hotlines

Local calls – BRYT (2798) Outside call – 1622-BRYT (1622-2798) Fax No. 632-8943

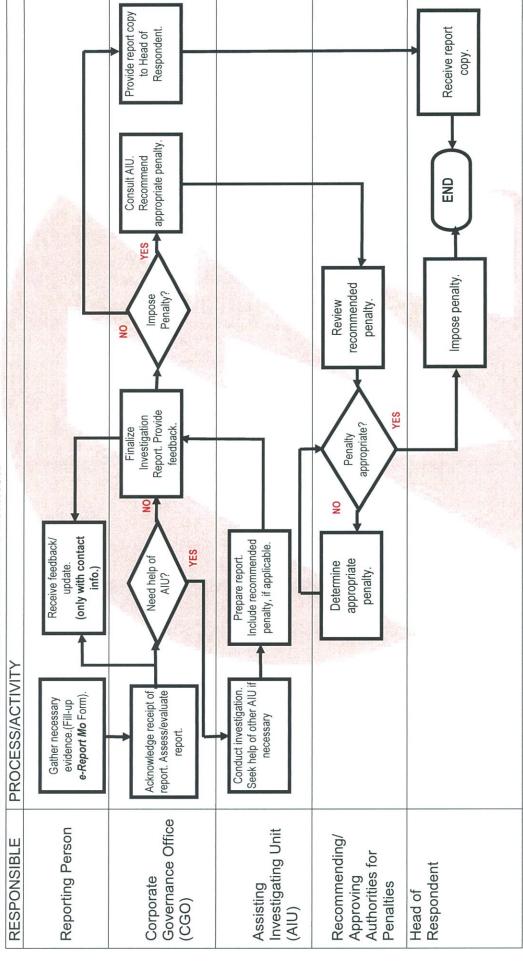
C. SMS Cellphone Number: (63) 918 948 3662

D. Email - cgo.staff@meralco.com.ph



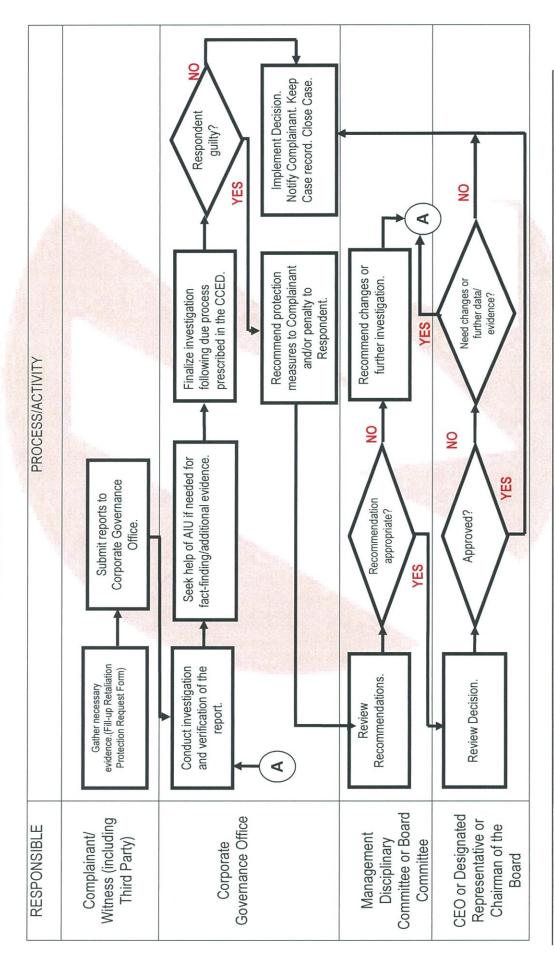
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A. PROCESS FLOW - REPORT PROCESSING AND INVESTIGATION



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B. PROCESS FLOW - PROCESSING OF RETALIATION COMPLAINTS/ PROTECTION



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C. IRR DISSEMINATION

A copy of this IRR shall be disseminated to all directors, officers and employees of the Company. Upon initial deployment, a dissemination plan should be drawn to ensure that all concerned personnel are aware and familiar with this IRR.

D. EFFECTIVITY

This e-Report Mo Revised IRR was approved by the Board on February 26, 2016.

All existing policies, systems, practices, and related implementing guidelines concerning the same matters covered by this IRR are deemed superseded by this IRR. In the event of any inconsistency between the IRR and guidelines contained in this document and the terms of other existing systems, practices, and related implementing guidelines, this IRR shall prevail.

Signed:

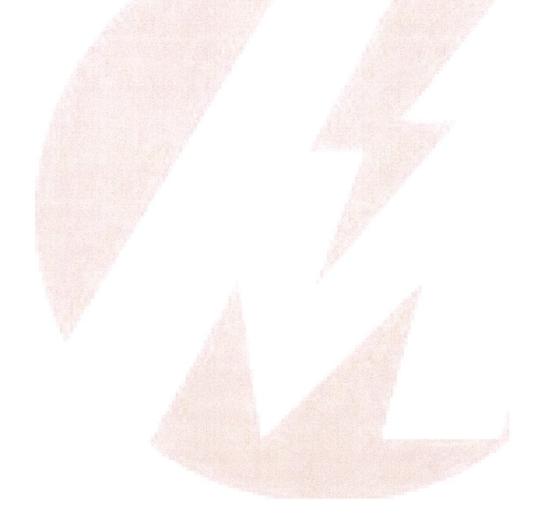
Manuel V. Pangilinan

Chairman

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ANNEX A VIOLATION OF CG RULES – EXAMPLES

- Granting a supplier undue favors
- Collusion with a supplier to ensure award of a contract
- Unauthorized disclosure of confidential information
- Knowingly destroying company files which are the subject of government investigation
- Failure to disclose related party transactions
- Solicitations of money or gifts from contractors of the Company
- Violation of Conflict of Interest Policy



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ANNEX B

QUESTIONABLE ACCOUNTING MATTERS - EXAMPLES

- Significant overstatement or understatement of account balances
- · Non-recording of transactions in a complete or timely manner
- Gross violation of generally accepted accounting principle(s)
- · Misclassification of accounts
- Inaccurate or non-disclosure of significant information relevant to proper interpretation of the financial statements
- Lack of underlying transactions to support accounting entries
- Lack of proper documents to support accounting entries

QUESTIONABLE AUDITING MATTERS

- Misappropriation of funds
- Misuse or abuse of Company assets and facilities
- Circumvention of or disregard of audit policies







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Annex 1 - REPORT ON CORPORATE GOVERNANCE VIOLATION FORM

Strictly Confidential



REPORT ON CORPORATE GOVERNANCE VIOLATION FORM

FOR VIOLATIONS OF CORPORATE GOVERNANCE RULES, VIOLATIONS OF THE COMPANY'S CODE OF ETHICS AND COMPANY CODE ON EMPLOYEE DISCIPLINE, FINANCIAL AND PROCEDURAL MALPRACTICE, ILLEGAL ACTIVITIES AND OTHER RULES AND REGULATIONS THAT MAY BE ADOPTED BY THE COMPANY

(Items with an * are required data fields)

| | PERSONAL I | NFORMATION ON REPO | RTING PERSON | |
|-------------------------------|---|---|---|--|
| NAME (LAST N | AME, FIRST NAME, MI) | HOME ADDRESS | | |
| | | | | |
| SIGNATURE / [| DATE MAN NO. | E-MAIL ADDRESS | | |
| | | | | |
| COMPANY/BRU | J POSITION | PHONE NO(S). | | FAX NO(S). |
| | | FACTS OF THE REPOR | 17.1700 | A CONTRACTOR OF THE STATE OF TH |
| | jor issue involved?* (check as ma ATION OF CORPORATE GOVERNA | BOATSEATANG MONTH TATABLE THE ALCOHOL. | | |
| | ATION OF CODE OF ETHICS AND/ | | IDLOVEE DISCIDIUM | (|
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| ☐ Some | | # NO-MARKET | s attached | |
| | nal or First-hand knowledge | □ No documents | s attached nts attached | No. of Pages |
| □ White | onal or First-hand knowledge one told me about it | □ No document | s attached nts attached | No. of Pages |
| ☐ White | onal or First-hand knowledge one told me about it paper | □ No document □ With document DOCUMENTS attached | s attached nts attached | |
| ☐ White | onal or First-hand knowledge cone told me about it paper rs (Please specify) | □ No document □ With document DOCUMENTS attached | s attached nts attached | |
| ☐ White☐ Othe☐ Who is/are the | onal or First-hand knowledge cone told me about it paper rs (Please specify) person(s) involved? (Respondent | □ No document □ With document DOCUMENTS attached /s)* (Please attach additional | s attached nts attached sheets if necessary |) |
| ☐ White☐ Othe☐ Who is/are the | onal or First-hand knowledge cone told me about it paper rs (Please specify) person(s) involved? (Respondent | □ No document □ With document DOCUMENTS attached /s)* (Please attach additional | s attached nts attached sheets if necessary |) |
| ☐ White☐ Othe☐ Who is/are the | onal or First-hand knowledge cone told me about it paper rs (Please specify) person(s) involved? (Respondent | □ No document □ With document DOCUMENTS attached /s)* (Please attach additional | s attached nts attached sheets if necessary |) |

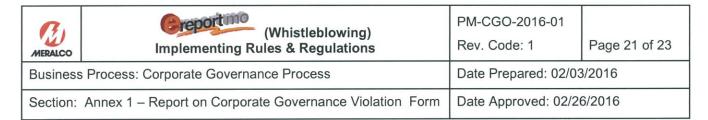
| MERALCO | (Whistleblowing) Implementing Rules & Regulations | PM-CGO-2016-01 Rev. Code: 1 | Page 20 of 23 |
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Strictly Confidential

| Who is/are the pos | sible witness(es?) (Please a | ttach additional sheets if necess | sary) | |
|---|------------------------------|-----------------------------------|---------------|------------------------|
| NAME* | POSITION | COMPANY | BRU | NATURE OF INVOLVEMENT* |
| | | | | |
| | | | | |
| | | | / (mga 12 kg) | |
| | | | | |
| | | | | |
| When did the incid happen?*(Date/Tim | | Since when has this bee | n happening? | |
| Where did the incid | lent happen?* | Location of evidence: | | |
| How much is invol | ved? Please provide an appl | roximate figure. | | |
| Why are you makin | g this report? | | | |

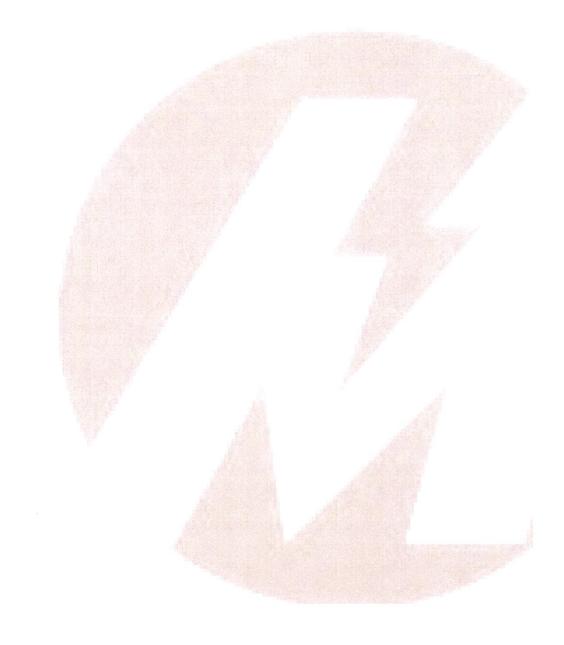
| REPORT HISTORY | HOW MAY WE UPDATE YOU ON THIS REPORT'S PROGRESS? | | |
|--|---|------------------|--|
| Was your report previously filed with any office? If yes, to whom was it reported? When? | REPORTING PERSON WILL: REPORTING PERSON IS REQUESTING A FEEDBACK BY | | |
| | □ E-MAIL | ☐ BY PHONE | |
| | CALL | THROUGH E-MAIL | |
| In your point of view, what was the reason for lack of immediate response/action? | UNISIT CGO | OTHERS (SPECIFY) | |
| | OTHERS (SPECIFY) | | |

| I acknowledge that I have been advised of my rights and obligations and adhere to the same under the Be Right CommunicationPolicy. I hold MERALCO, its officers, employees and representatives |
|---|
| free from any liability arising from my filing this report. |
| Signature of Reporting Person |



All information received throughout of, or in connection with this report shall be strictly confidential and shall not be disclosed to any person without prior consent of Corporate Governance Office.

Thank you for your cooperation with the Be Right Communication Policy. Rest assured that we will get in touch with you at the soonest possible time.



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| Business | Process: Corporate Governance Process | Date Prepared: 02/03/2016 | | |
| Section: | Annex 2 – Retaliation Protection Report Form | Date Approved: 02/26/2016 | | |

ANNEX 2 – RETALIATION PROTECTION REPORT FORM

Strictly Confidential

| | RETALIATION | PROTECTION REP | ORT FO | RM | | | | |
|--|---|----------------|--|----------------|--|--|--|--|
| This form is intended for use by an individual who believes he/she has been retaliated against in his/her support to the Whistle blowing policy of MERALCO either as a Complainant or as a Witness. | | | | | | | | |
| In order to facilitate immediate action, the completed form and any supporting documentation should be submitted to the Corporate Governance Office either through postal mail in an envelope marked "Confidential", email to cgo.staff@meralco.com.ph or fax to (632)632-8943). | | | | | | | | |
| PERSONAL INFORMATION OF THE COMPLAINANT | | | | | | | | |
| NAME (LAST NAME, FIRST | HOME ADDRESS | OME ADDRESS | | | | | | |
| IF COMPLAINANT IS A MEI OFFICER: | MAILING ADDRESS: | | | | | | | |
| MAN NO. | OFFICE: | | | | | | | |
| JOB TITLE: | OFFICE LOCATION: | PHONE NO(S). | | EMAIL ADDRESS: | | | | |
| REFERENCE NUMBER OF | RELATED REPORT: | | | | | | | |
| YOU ARE A: □□REPOR | TING PERSON DEWIT | TNESS | | | | | | |
| PERSON(S) ALLEGED TO I | HAVE RETALIATED AGAINST Y | OU: | | | | | | |
| NAME | POSITION | COMPANY | | OFFICE | | | | |
| | | | 186.70.02 | | | | | |
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| | | | A STATE OF THE STA | | | | | |
| | 100000000000000000000000000000000000000 | 1 | | | | | | |
| | | 基 | | 18/18 | | | | |
| | | 88.18% | | 46.21 | | | | |
| DETAILS OF RETALIATION | | | | | | | | |
| DATE: | TIME: | | FREQUE | ENCY: | | | | |
| State your complaint: (a | ttach additional sheets if nece | ssary) | | | | | | |
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Prepared By: Corporate Governance Office Approved by: MANCOM

| 0 | reportino | PM-CGO-2016-01 | | | |
|---|--|---|---|--|--|
| MERALCO | (Whistleblowing) Implementing Rules & Regulations | Rev. Code: 1 | Page 23 of 23 | | |
| Business | Process: Corporate Governance Process | Date Prepared: 02/03 | Date Prepared: 02/03/2016 | | |
| Section: | Annex 2 – Retaliation Protection Report Form | Date Approved: 02/2 | 6/2016 | | |
| | | Stri | ctly Confidential | | |
| FORM OF | PROTECTION/CORRECTIVE ACTION BEING REQUESTED: | | | | |
| | | | | | |
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| | | | | | |
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| | | | | | |
| | | | | | |
| Confiden | tiality Statement | | | | |
| | pany considers the above information as a confidential matter. ion of this report will only be disclosed to authorize personnel helpfu | | | | |
| available investigati | mation and other supporting documentation provided by the persor to those accused of retaliation. Other relevant information that ion may, at the discretion of the investigating office/committee, be aliation report, in order to establish the truth of matters alleged or to be a support of the investigation of the investigation report. | t may be gathered on t disclosed to other persons | he course of the including a party | | |
| persons w respect th | cision has been achieved in the matter, or if the retaliation report is tho are parties to the report are expected to observe confidentiality ne rights of all parties. All Company directors, officers and ention of retaliation reports. Findings may prove to be unfavorable to ion. | of the matter to protect the ployees are required to | e investigation and cooperate in the | | |
| Complain | nant Declaration | | | | |
| • | | | | | |
| of the com knowledge and will co this matter | nder penalty of perjury under the laws of the Republic of the Philippin plaint, and in any supporting information submitted with the complate and belief. I agree to cooperate in any investigation of this matter at comply with the confidentiality requirements stated above. If I have deep, I understand that all notices to and communications with the name and communications had been made to me. | int, are true and correct to and declare that I have rea esignated a person above | the best of my ad, understand, to represent me in | | |
| | | | | | |
| | | | | | |
| | Complainant's Signature | Date | | | |
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