



CENTURY PACIFIC FOOD, INC.

Centerpoint Building, Julia Vargas Ave.,
Ortigas Center, Pasig City, Philippines
TL: (632) 633-8555 Fax: (632) 687-2209
Website: www.centurypacific.com.ph

WHISTLEBLOWER POLICY

I. Statement of the Policy

- A. This policy addresses the commitment of Century Pacific Group (the "Company"), to integrity and ethical behavior by helping to foster and maintain an environment where employees can act appropriately, without fear of retaliation.
- B. Employees are expected to abide by the Company's Rules and Regulations. Employees are strongly encouraged to discuss with Supervisors, Managers or other appropriate personnel, when in doubt, about the best and ethical course of action in a particular situation. Furthermore, a CPG employee cannot be compelled by a supervisor or a company official to violate a law or the Company policies, rules and regulations. In the interest of the company, employees who have knowledge of specific acts which he or she reasonably believes violate the rules and regulations must disclose those acts to the Corporate HR Director.
- C. The procedures facilitate access for employees and related parties to reach the Corp HR Director. The Company shall devise procedures for handling a Good Faith Report of Wrongdoing and for responding to complaints of reprisal or retaliation against employees making such reports. Such procedures shall conform to the guidelines detailed below. These procedures should be published in the employee handbook, as well as on applicable websites.

- D. This policy protects reporting employees who make a good faith report from retaliatory employment action including discharge, reassignment, demotion, suspension, harassment, or other discrimination.
- E. All CPG employees have a duty to cooperate with investigations initiated under this policy.
- F. This policy does not fundamentally change the responsibility for conducting investigations but clarifies normal jurisdictional interests. Individual employee grievances and complaints regarding terms and conditions of employment will continue to be reviewed under the applicable policies. In all instances, the company retains the prerogative to determine when circumstances warrant an investigation and, in conformity with this policy and applicable laws and regulations, the appropriate investigative process to be employed. Reports of allegations of suspected wrongdoings are encouraged to be made in writing so as to assure a clear understanding of the issues raised, but may be made orally. Such reports should be factual rather than speculative or conclusory, and contain as much specific information as possible to allow for proper assessment of the nature, extent and urgency of preliminary investigative procedures.
- G. The Corporate Human Resources Division shall be tasked in monitoring the implementation of this policy and reviewing and amending this policy under close supervision of the President.
- H. Finally, the Company shall create a CPG Ethics Committee on Business Behavior. The members of the Ethics Committee are the AVP-Human Resources & Corporate Affairs, Corporate Internal Audit Manager and Corporate Controller. The CPG Ethics Committee shall receive, investigate and make necessary recommendations to the President.
- I. Corporate HR shall have overall responsibility for the implementation of this policy effective 01 April 2009.

II. Purpose

A Whistleblower Protection Policy establishes procedures to ensure that employees can "blow the whistle" by reporting good faith suspicions of illegal, unethical or other inappropriate activity without fear of retaliation. The purpose of this policy is to encourage all employees to disclose any wrongdoing that may adversely impact the Company, the Company's customers, shareholders, employees, investors, or the public at large.

III. Covered by the Policy

This policy shall cover all employees of the Century Pacific Group of Companies.

IV. Definitions (For Purposes of this Policy)

- A. Whistleblower - Employees who report suspicious allegations of legal, unethical or other inappropriate activities. The whistleblower's role is a reporting party. They are not investigators or finders of fact, nor do they determine the appropriate corrective or remedial action that may be warranted.
- B. Good Faith - Good faith is evident when the report is made without malice or consideration of personal benefit and the employee has a reasonable basis to believe that the report is true; provided, however, a report does not have to be proven to be true to be made in good faith. Good faith is lacking when the disclosure is known to be malicious or false.
- C. Wrongdoing - Examples of wrongdoing include, but are not limited to, fraud, including financial fraud and accounting fraud, violation of laws and regulations, violations of Company policies, unethical behavior or practices, endangerment to public health or safety and negligence of duty.
- D. Adverse Employment Action - Examples of adverse employment action include, but are not limited to, demotion, suspension, termination, transfer to a lesser position, reassignment, denial of promotions, denial of benefits, threats, harassment or denial of compensation as a result of the employee's report of wrongdoing, or any manner of discrimination against an employee in the terms and conditions of employment.
- E. Anonymity & Confidentiality - A way for people to express complaints anonymously. However, it is also encouraged that employees reveal their identity because anonymity can sometimes hinder an investigation of the complaint. Nonetheless, the policy guarantees confidentiality to the extent possible.
- F. No Retaliation - The policy assures employees that the organization has a zero-tolerance policy for retaliation, and that any employee who reports possible violations in good faith will not experience abuse, harassment, threats, discrimination or any adverse employment

consequences as a result. The policy can also state the possible consequences for anyone who retaliates against an individual who reports a suspected violation.

- G. Subject - The person who is the focus of investigative fact finding either by virtue of an allegation made or evidence gathered during the course of an investigation.

V. Reporting Mechanism / Procedures

- A. In addition to any other avenue available to an employee, an employee may report to the Corporate HR Director, openly, confidentially or anonymously, any wrongdoing or allegation. Acts of wrongdoing may be disclosed in writing, through telephone and/or text message or in person. Employees who become aware of any wrongdoing or suspected wrongdoing are encouraged to make a report as soon as possible.

Contact information of the Head of Internal Audit/ CPG Ethics Hotline is as follows:
(632) 8672-7501 or 0917-7251391
or email at: cpgethics@centurypacific.com.ph.

Note: When reporting an alleged violation by telephone, it is not required to leave your name.

- B. When reporting a wrongdoing through the Corporate Director's answering machine (632-7065320), details of the report should include the following:
- 1) Nature of the wrongdoing
 - 2) If possible, specific date and time occurrence of the wrongdoing
 - 3) Specific incidents that would support the facts about the wrongdoing
 - 4) Names of involved Employees
- C. Each Wrongdoing forwarded to the HR Director, whether openly, confidentially or anonymously, shall be reviewed by the HR Director, who may, in his discretion, consult with any member of management or employee whom he believes would have appropriate expertise or information to assist the Corporate HR. The HR Director shall determine whether Corporate HR or management should investigate the

wrongdoing, taking into account the considerations below:

- 1) If the HR Director determines that management should investigate the wrongdoing, Corporate HR shall prepare a report and thereafter promptly investigate the wrongdoing and make a summary of the results of the investigation in writing. Management shall be free in its discretion to engage outside auditors, counsel or other experts to assist in the investigation and in the analysis of results.
- 2) If the HR Director determines that it should investigate the wrongdoing, the HR Director shall promptly determine what professional assistance, if any, it needs in order to conduct the investigation.

D. In determining whether the Corporate HR should investigate a wrongdoing, the HR Director shall consider, among any other factors that are appropriate under the circumstances, the following:

- 1) Who is the alleged wrongdoer? If an executive officer or other high management official is alleged to have engaged in wrongdoing, that factor alone may militate in favor of the Corporate HR conducting the investigation.
- 2) How serious is the alleged wrongdoing? The more serious the alleged wrongdoing, the more appropriate that the Corporate HR should undertake the investigation. If the alleged wrongdoing would constitute a crime involving the integrity of the Company, that factor alone may militate in favor of the Corporate HR conducting the investigation.
- 3) How credible is the allegation of wrongdoing? The more credible the allegation, the more appropriate that Corporate HR should undertake the investigation. In assessing credibility, the Corporate HR should consider all facts surrounding the allegation, including but not limited to whether similar allegations have been made in the past.

VI. Roles, Rights and Responsibilities of Whistleblowers, Investigation Participants, Subjects and Investigators

Whistleblowers

- A. Whistleblowers provide initial information related to a reasonable belief that an improper activity has occurred. The motivation of a whistleblower is irrelevant to the consideration of the validity of the allegations. However, the intentional filing of a false report, whether orally or in writing is itself considered an improper activity which the company has the right to act upon.
- B. Whistleblowers shall refrain from obtaining evidence for which they do not have a right of access. Such improper access may itself be considered an improper activity.
- C. Whistleblowers have a responsibility to be candid with the Corporate HR Director, investigators or others to whom they make a report of alleged wrongdoing activities and shall set forth all known information regarding any reported allegations. Persons making a report of alleged improper activities should be prepared to be interviewed by Corporate HR Director.
- D. Anonymous whistleblowers must provide sufficient corroborating evidence to justify the commencement of an investigation. An investigation of unspecified wrongdoing or broad allegations will not be undertaken without verifiable evidentiary support. Because investigators are unable to interview anonymous whistleblowers, it may be more difficult to evaluate the credibility of the allegations and therefore, less likely to cause an investigation to be initiated.
- E. Whistleblowers are "reporting parties," not investigators. They are not to act on their own in conducting any investigative activities, nor do they have a right to participate in any investigative activities other than as requested by investigators.
- F. Protection of a whistleblower's identity will be maintained to the extent possible within the legitimate needs of the investigation. Should the whistleblower self-disclose his or her identity, the Company will no longer be obligated to maintain such confidence.
- G. A whistleblower's right to protection from retaliation does not extend immunity for any complicity in the matters that are the subject of the allegations or an ensuing investigation.

- H. Whistleblowers have a right to be informed of the disposition of their disclosure absent overriding legal or public interest reasons.

Investigation Participants

- A. Employees who are interviewed, asked to provide information or otherwise participate in an investigation have a duty to fully cooperate with company-authorized investigators.
- B. Participants should refrain from discussing or disclosing the investigation or their testimony with anyone not connected to the investigation. In no case should the participant discuss with the investigation subject the nature of evidence requested or provided or testimony given to investigators unless agreed to by the investigator.
- C. Requests for confidentiality by participants will be honored to the extent possible within the legitimate needs of law and the investigation.
- D. Participants are entitled to protection from retaliation for having participated in an investigation.

Subjects

- A. The decision to conduct an investigation is not an accusation; it is to be treated as a neutral fact finding process. The outcome of the investigation may or may not support a conclusion that an improper act was committed and, if so, by whom.
- B. The identity of a subject should be maintained in confidence to the extent possible given the legitimate needs of the investigation.
- C. Subjects should normally be informed of the allegations at the outset of a formal investigation and have opportunities for input during the investigation.
- D. Subjects have a duty to cooperate with investigators to the extent that their cooperation will not compromise self-incrimination protections under law.
- E. Subjects have a right to consult with a person or persons of their choice. This may involve representation, including legal representation.

- F. Subjects have a responsibility not to interfere with the investigation and to adhere to admonitions from investigators in this regard. Evidence shall not be withheld, destroyed or tampered with, and witnesses shall not be influenced, coached or intimidated.
- G. Unless there are compelling reasons to the contrary, subjects should be given the opportunity to respond to material points of evidence contained in an investigation report.
- H. No allegation of wrongdoing against a subject shall be considered sustained unless at a minimum, a preponderance of the evidence supports the allegation.
- I. Subjects have a right to be informed of the outcome of the investigation. If allegations are not sustained, the subject should be consulted as to whether public disclosure of the investigation results would be in the best interest of the company and the subject.

VII. Records

The Corporate HR shall retain for a period of ten (10) years all records relating to any wrongdoing allegation and to the investigation of any such improper activities. Any disciplinary or corrective action initiated against the subject as a result of an investigation pursuant to this policy shall adhere to the applicable code of conduct disciplinary procedures.

EXTERNAL CONTACTS FOR LABOR CONCERNS	
OFFICE	CONTACT NUMBER
Department of Labor and Employment	
24/7 Hotline	1349
Central Office	8527-3000
Region NCR (Manila)	8400-6242
Region IV-A (Laguna)	(049) 545-7360
Region IX (Zamboanga)	(062) 993-1754
Region XII (Koronadal)	(083) 228-2190
National Labor Relations Commission	
Central Office	8711-1554 / 8740-7732
RAB NCR (QC)	8781-7859
RAB IV (Calamba)	(049) 545-9718
RAB IX (Zamboanga)	(062) 991-4698 / 991-3771
RAB XII (Koronadal)	(083) 228-6232