

	POLICY	WHISTLEBLOWING POLICY		
	DOCUMENT CODE	LEG-POL-2026-02		
	VERSION	01	EFFECTIVITY DATE	MARCH 4, 2026
	OWNER	LEGAL DEPARTMENT		

**FRANKLIN BAKER GROUP OF COMPANIES
WHISTLEBLOWING POLICY**

I. POLICY STATEMENT

Franklin Baker Group of Companies (the "Company") adheres to its core values of conducting all business and operations fairly, honorably, and professionally. The company strives to create a working environment where integrity, honesty, transparency, accountability, and compliance are highly given utmost importance.

The Company, therefore, shall provide feedback channels and mechanisms for individuals to report and testify on matters involving the commission or omission of an act of all covered personnel that are (a) illegal, unethical, unjust and against Company standards, policies, and morals; and/or (b) promote unsound and unhealthy business practices that are disadvantageous to the company.

II. PURPOSE

The Purpose of this Policy is to enable any concerned individual to report and provide information anonymously and/or in strict confidentiality if he/she wishes, and even to testify on matters involving actions or omissions of any of the directors, officers, employees of the Company that are illegal, unethical, violate good governance principles, are against public policy and morals, promote unsound and unhealthy business practices or grossly disadvantageous to the Company without fear of retaliatory action by observing due process and extending all assistance to the whistleblower as the situation may warrant, subject to applicable laws, Company policies, rules and regulations.

III. COVERAGE

This Policy shall be applicable to all officials and employees, directors of the Company, regardless of employment status, whether probationary, regular or project-based, and Third Parties in their dealings with the Company.

IV. DEFINITION OF TERMS

1. **Committee** - means the Ethics Committee of the Company

	POLICY	WHISTLEBLOWING POLICY		
	DOCUMENT CODE	LEG-POL-2026-02		
	VERSION	01	EFFECTIVITY DATE	MARCH 4, 2026
	OWNER	LEGAL DEPARTMENT		

2. **Reportable Matter** – any question, concern, information, about a potential, suspected or known matter, condition, incident or, transaction involving any covered individuals whose act(s) or omission(s), whether attempted, failed, on-going or consummated, that is in violation of any applicable law, regulation, the Company’s Code of Ethics and Business Conduct or any other Company policy but may be considered as illegal, unethical, violative of good governance and principles, against the law, public morals or public policy, promote unsound and unhealthy business practices, or grossly disadvantageous to the Company, such as but not limited to:
 - a. Financial malpractice, impropriety, bribery and/or corruption.
 - b. Engaging in criminal activity or any act(s) detrimental to health and safety of the Company and its employees.
 - c. Workplace bullying, discrimination or any form of harassment (e.g., sexual, physical, emotional)
 - d. Conflict of Interest or abuse of authority
 - e. Misuse, destruction or manipulation of confidential, intellectual or other Company’s proprietary information.
 - f. Any fraudulent acts
 - g. Making false or defamatory statements against the Company
 - h. Inappropriate dealings with government agencies, stakeholders, vendors, customers, service providers, any third parties, to the disadvantage of the Company,
 - i. Serious misconduct
 - j. Receiving favor or benefits to the disadvantage of the Company
 - k. Taking advantage of Company opportunities
 - l. Health and safety risks, including risks to the public and to the employees
 - m. Damage to the environment
 - n. Other analogous matters

3. **Reporter** – is an individual who discloses or gives information that he/she reasonably believes constitutes a Reportable Matter.

4. **Respondent** – is an official, employee, individual or department who is the subject of the Reporter’s report.

	POLICY	WHISTLEBLOWING POLICY		
	DOCUMENT CODE	LEG-POL-2026-02		
	VERSION	01	EFFECTIVITY DATE	MARCH 4, 2026
	OWNER	LEGAL DEPARTMENT		

5. **Third Party** - means any outside party, including, but not limited to agents and intermediaries, consultants, representatives, distributors, teaming partners, contractors, suppliers, consortium members, and joint venture partners.

V. GUIDELINES AND PROCEDURE

A. Whistleblowing Report

Who may File?

Any Third Party, official or employee of the Company who witnesses, becomes aware, or has personal knowledge of any information that constitutes a Reportable Matter involving any covered persons may file a report.

However, all officials and employees of the Company have a duty to uphold the Company's policies against unethical business conduct or practices and are required to promptly report a Reportable Matter if they believe or suspect that there has been or may be a violation of, or have any questions relating to any applicable law, regulation, the Company's Code of Ethics and Business Conduct, or any other Company policy.

Any person who files anonymously or in strict confidence, may choose to provide a manner by which he/she can be contacted without jeopardizing his or her safety and anonymity. If reporting anonymously, sufficiently detailed information should be provided to enable the Reportable Matter to be properly investigated (including, for example, details relating to the facts underlying the Reportable Matter and the person(s) involved).


Where to File?

The Whistleblowing Report shall be filed with the Head of Legal (franklinbakerlegal@franklinbaker.ph) or to any of the reporting channels:

Whistleblowing Hotline : **+63917-831-9259**
 Whistleblowing E-mail : fbintegrityline@franklinbaker.com
 Whistleblowing Website : [Placeholder]

What to File?

The Whistleblowing Report which will contain the information provided in Annex A.

	POLICY	WHISTLEBLOWING POLICY		
	DOCUMENT CODE	LEG-POL-2026-02		
	VERSION	01	EFFECTIVITY DATE	MARCH 4, 2026
	OWNER	LEGAL DEPARTMENT		

B. Investigation Procedure

Whistleblowing Reports that have been reported through any of the reporting channels will be promptly reviewed by the Chairman of the Committee (or his or her designee) and communicated to the appropriate persons for review and Investigation, if needed, in accordance with the Company's escalation procedure. Concerns relating to the Chairman of the Committee will be reviewed by the Head of Internal Audit.

The Committee will respond to the Reporter within five (5) days from the receipt of the Whistleblowing Report, acknowledging that the concern has been received and giving an estimate of how long the investigation will take or an explanation on why no further investigation will or can be made.

The Committee shall determine the format and length of an investigation will vary depending upon the nature and the facts in the Whistleblowing Report and assign an investigator in accordance with the Company's escalation procedure.

Based on the results of the investigation, the Committee shall make the determination whether to proceed with the conduct a full Investigation or create a resolution based on the given facts, proof or evidence.

If the Whistleblowing Report is against any member of the Committee, such member must abstain from participating in the procedure against him to avoid any conflict.

C. Full Investigation

If the Committee finds the Whistleblowing Report sufficient to merit a full-blown investigation, it shall constitute itself as an investigating body or appoint a special investigating body to assist in the fact-finding which may be sourced internally or externally at the discretion of the Committee.

The Committee reserves the discretion as to the manner of conducting the investigation taking into consideration the anonymity and confidentiality of the Reporter and/or Respondent.

D. Resolution

If the Committee is satisfied that all the information and evidence necessary to come up with a resolution are present, it must convene itself to vote and decide based on the

	POLICY	WHISTLEBLOWING POLICY		
	DOCUMENT CODE	LEG-POL-2026-02		
	VERSION	01	EFFECTIVITY DATE	MARCH 4, 2026
	OWNER	LEGAL DEPARTMENT		

merits of the Whistleblowing Report, its supporting evidence or proof, and the result of the investigation.

The Committee shall, as far as practicable, resolve a Whistleblowing Report within a period of thirty (30) days from the receipt of the Whistleblowing Report with a window to extend depending on the gravity of the Whistleblowing Report.

The Committee shall maintain records of all its proceedings for a period not to exceed six (6) years (or whatever longer period that may be required by any relevant legislation).

VI. TIME-OFF

To prevent potential conflict of interest or undue influence, the Respondent may be subjected to an administrative leave or time-off pending the investigation or within a reasonable period as recommended by the Committee.

VII. RESIGNATION OR TERMINATION OF EMPLOYMENT OF RESPONDENT

If anytime prior to the resolution of the Whistleblowing Report, the Respondent resigns or his/her employment is terminated, the investigation shall proceed pursuant to this Policy however, any backpay, retirement pay, separation pay, or other benefits shall be withheld until its resolution.

VII. CONFIDENTIALITY

Except when the Reporter or Witness does not invoke anonymity or confidentiality when submitting the report, the Committee shall, at all times, ensure confidentiality of all information from the Whistleblowing Report. The identity of all individuals involved shall be treated with strict confidentiality and sensitivity.

IX. PROTECTION OF REPORTER OR WITNESS AGAINST RETALIATION

Retaliatory acts against the Reporter who submits Whistleblowing Report in good faith shall not be tolerated by the Committee which shall extend all possible assistance to the Reporter given the circumstances. Such retaliatory acts may include discrimination, harassment, demotion, reduction in benefits, termination of employment, evident bias in performance evaluation, acts or threats that could adversely affect the disposition, rights and interest of the Reporter.

The Reporter, if he/she desires, may be assisted by a lawyer or representative of his own choice. The expenses incurred incidental to the filing of the Whistleblowing Report should

	POLICY	WHISTLEBLOWING POLICY		
	DOCUMENT CODE	LEG-POL-2026-02		
	VERSION	01	EFFECTIVITY DATE	MARCH 4, 2026
	OWNER	LEGAL DEPARTMENT		

be for his account and may only be reimbursed if the need to avail the services of a lawyer is substantially warranted.

X. MALISCIIOUS REPORTS

If the Whistleblowing Report or complaint are determined to be fabricated or constitute malicious falsehood, and the Reporter is found to be in bad faith in filing the Whistleblowing Report or complaint, the Committee may likewise recommend an appropriate action against the Reporter. However, good faith in the submission of a Whistleblowing Report shall always be presumed.

XI. DISCLOSURE MADE BY A PARTY TO AN REPORTABLE MATTER

A disclosure made by a person who is himself/herself a party to the Reportable Matter, whether are principal, accomplice or accessory, must be deemed a protected disclosure and such person shall be entitled to the benefits of a Reporter, provided that he/she:

- a. Complies with the conditions required by the Committee
- b. Should not appear as the most guilty.
- c. Not been previously involved (as accessory, accomplice or principal) in any Reportable Matter.
- d. Testifies accordingly.

XII. REPEALING CLAUSE

All provisions of existing policies written or not written, rules, procedures, and memoranda inconsistent with any part of this policy shall be deemed repealed or modified upon effectivity of this policy.

XIII. SEPARABILITY CLAUSE

If any rule or provision of this policy is declared to be contrary to law, morals or public, only such provisions shall be affected, and the rest shall still be effective unless the same become impractical if implemented without the provision declaring to be contrary.

XIV. REVIEW CLAUSE

This policy may be reviewed for the purpose of updating and amending its provision to adapt to present conditions.

	POLICY	WHISTLEBLOWING POLICY		
	DOCUMENT CODE	LEG-POL-2026-02		
	VERSION	01	EFFECTIVITY DATE	MARCH 4, 2026
	OWNER	LEGAL DEPARTMENT		

XV. EFFECTIVITY CLAUSE

This policy shall take effect upon the approval and adoption of the Board.


KARINA PULIDO
 Vice President - Legal


JUAN VICTOR I. HERNANDEZ
 Chairman

	POLICY	WHISTLEBLOWING POLICY		
	DOCUMENT CODE	LEG-POL-2026-02		
	VERSION	01	EFFECTIVITY DATE	MARCH 4, 2026
	OWNER	LEGAL DEPARTMENT		

ANNEX A : WHISTLEBLOWER REPORT

The Whistleblowing Report should contain the following information:

1. Describe relationship to the Company.
2. Do you wish to remain anonymous? If no, provide
 - Name
 - Phone Number
 - Email Address
3. Type of Report:
 - Anti-Bribery
 - Conflict of Interest
 - Environments, or safety Issues
 - Discrimination/Harassment
 - Violation of Policy
 - Illegal activities
 - Theft/Fraud or misappropriation
 - Other
4. Identify the person/s engaged in the behavior
 - Name
 - Position

If applicable, please also indicate if there are any persons, contractors, or other parties outside the Company who are involved.

5. Do you suspect or know that a supervisor or management is involved or aware of the problem?
6. Where and when did this incident or violation occur?
7. Provide all details regarding the alleged violation.
8. Attach relevant documents or files that support your report