

## **LIFE & HEALTH HMP, INC.**

# **WHISTLEBLOWING POLICY MANUAL**

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## **I. POLICY STATEMENT**

It is the duty of the Board of Directors (BOD) to establish a suitable framework for whistleblowing that allows directors, officers, employees, business partners, and any person to freely communicate their concerns about illegal or unethical practices, without fear of retaliation, harassment, or any adverse employment consequence, and to have direct access to an independent member of the BOD or to the Corporate Governance Committee which is tasked to handle whistleblowing concerns.

## **II. PURPOSE AND MISSION**

This Whistleblowing Policy (Policy) encourages directors, officers, employees, business partners, and other person who makes a protected disclosure to report suspected or actual occurrences of illegal, unethical, or inappropriate events (behaviors or practices) without retribution.

This Policy provides the formal mechanism and an avenue to raise such concerns and an assurance that any person (Whistleblower) who will raise a concern under this Policy will be protected for his actions. It also intends to encourage and enable whistleblowers to raise serious concerns which can be addressed within the Company prior to seeking redress outside the Company.

The Corporate Governance Committee (CG Committee or Committee) shall be responsible to supervise and ensure the enforcement of this Policy.

## **III. WHISTLEBLOWING POLICIES**

1. A whistleblower may be a director, officer, employee, or any person who makes a protected disclosure (report) to his immediate supervisor, other superior officers, the IAD, or the CG Committee. If the report is made to any other company personnel or group, it must then be referred to the CG Committee.
2. The following shall not be deemed protected disclosures:
  - a. A disclosure made by an officer or employee in connection with a matter that is the subject of an ongoing Company investigation against him.
  - b. A disclosure which later appears to be groundless or without basis. An investigation may be declined or discontinued if it is shown that the disclosure was made without reasonable grounds.
  - c. A disclosure concerning merits of Company policy.
  - d. a false and misleading disclosure; and
  - e. A disclosure that is later retracted by the whistleblower for any reason. Such person shall lose the right to claim any benefit or protection under this policy for the same disclosure and his retraction shall be considered in determining whether he will be admitted as a whistleblower with respect to any future disclosure.
3. A whistleblower may complain, or report acts that are:
  - a. Contrary to laws, rules, regulations, or policies;
  - b. Unreasonable, unjust, unfair, oppressive, or discriminative; or
  - c. Undue or improper exercise of powers and prerogatives.
4. The whistleblower should promptly report the suspected or actual illegal, unethical, or inappropriate event to his immediate superior / supervisor using the Whistleblower Report Form (Annex A). The Whistleblower can choose to identify himself in his report or can submit the report anonymously on the contact details provided on the next section.

5. If the whistleblower would be uncomfortable or otherwise reluctant to make a report to his immediate superior / supervisor, then the whistleblower can make a report to the next highest level of management, to the IAD, or directly to the CG Committee.
6. Any officer or employee under obligation to report, or who fails to act on a report or cause an investigation thereof, shall be subject to disciplinary action.
7. A whistleblower who knowingly submitted a report containing false allegations or presented fabricated evidence shall be subject to disciplinary or legal action, which may include termination of employment pursuant to the policies and procedures of the Company, termination of benefits of a whistleblower including his immunity from administrative, criminal, and / or civil suits, and any applicable laws, and may be subject to all legal means necessary to protect the reputation of the Company and its directors, officers, and employees.

#### IV. CONTACT DETAILS

Any report covered by this policy may be made to any of the following channels:

- Email: \_\_\_\_\_
- Phone / Mobile Number: \_\_\_\_\_
- Via Mail:  
[Name of the Chairman of the CG Committee]  
Life & Health HMP, Inc.  
The Coco Mall Osmena Blvd., Cebu City

Mark the envelope or include in the email subject “Private and Confidential”.

#### V. PROTECTION FOR THE WHISTLEBLOWER

1. A whistleblower who has made or is believed or suspected to have made a report under this Policy shall not be liable to disciplinary action for making such disclosure.
2. No retaliatory action shall be taken against a whistleblower such as, but not limited to, discriminatory action, including those made under the guise of policy and procedural determinations designed to avoid claims of victimization; reprimand; punitive transfer; referral to a psychiatrist or counselor; undue poor performance reviews; obstruction of the investigation; withdrawal of essential resources; adverse reports; attachment of adverse notes in the personnel file; ostracism; questions and attacks on motives; accusations of disloyalty and dysfunction; public humiliation and the denial of work necessary for promotion.
3. No director, officer, employee, or any person, who in good faith reports a violation of the Manual of Corporate Governance, Code of Business Conduct and Ethics, Employee Handbook, and any other Company policies, shall suffer harassment, retaliation, or any adverse employment consequence.
4. Any officer or employee who does, causes, or encourages any retaliatory action against a whistleblower, or any person believed or suspected to be one, and / or any officer and employee supporting him, or any of his relatives within the fourth civil degree by consanguinity or affinity, shall immediately be subject to administrative proceedings, and in appropriate cases, immediately placed under preventive suspension.
5. An employee who retaliates against someone who has reported a violation in good faith is subject to disciplinary action up to and including termination of employment; if a business partner, contract may be terminated where appropriate.
6. A whistleblower shall be assured against any unfair removal from office and / or unwarranted disciplinary action, in cases where the

information given yielded negative results due to lack of supporting evidence beyond the control of the whistleblower.

7. An external whistleblower (e.g., business partner) shall be assured of protection against unfair treatment and / or unwarranted termination of their contractual relations with the Company.
8. The Company shall ensure the security and well-being of the whistleblower by providing physical security in instances where there is a serious threat to his / her life or that of his / her family. If necessary, the whistleblower may be subject to temporary relocation or re-assignment.
9. A whistleblower shall be entitled to a commendation, and/or any other form of incentive as may be deemed appropriate.

## **VI. CONFIDENTIALITY**

The identity of the whistleblower and the report shall be treated in confidence and will not be disclosed to anyone not of concern, unless the whistleblower is required to appear as a witness in formal legal proceedings.

However, the Company is not required to keep confidential the identity of the whistleblower and the report where the whistleblower has told others of the disclosure.

## **VII. INVESTIGATION AND RESOLUTION**

1. A report which is made anonymously will be investigated subject to the gravity and credibility of the subject matter thereof and the probability of validating the allegations from reliable sources.
2. The CG Committee must promptly act to investigate and / or resolve the report:
  - a. Upon receipt of the report, the CG Committee shall conduct a preliminary investigation to determine whether there is evidence in support of the matters raised, or alternatively, refute the whistleblower's disclosure.
  - b. The CG Committee shall then submit an initial written report on the results of their investigation to the Chairman of the BOD. If the report warrants further investigation, the CG Committee shall then handle the investigation or appoint an investigating body.
  - c. Thereafter, the investigating body shall submit its written report and recommendation to the CG Committee for review prior to submission to the respective authorities:
    - i. If an employee or officer is the subject of a report, and after investigation it is determined that there is a reasonable ground to believe that the employee or officer is committing or has committed the subject of the report, the findings shall be endorsed by the CG Committee to the President and Head of Human Resources for formal administrative investigation and further proceedings.
    - ii. If a member of the BOD is subject of a report, and after investigation it is determined that there is reasonable ground to believe that said director is committing or has committed the subject of the report, the findings shall be endorsed by the CG Committee to the Chairman of the BOD for

formal administrative investigation and further proceedings.

- iii. If a supplier or business partner is the subject of a report, and after investigation it is determined that there is reasonable ground to believe that said person is committing or has committed the subject of the report, the findings shall be endorsed by the CG Committee to the Chairman of the BOD and the President for formal administrative investigation and further proceedings.
3. The members of the CG Committee or investigating body are not be exempted from this policy and any whistleblower report against them shall be submitted to the BOD. An ad hoc investigating body may be constituted by the BOD or CEO / President and the report on the results of its investigation will be submitted to him / her for evaluation and approval. The ad hoc members will decide on who amongst them will act as the ad hoc Chairman to generally perform all the functions as a chairman for the meetings for the complaint / recommendation.
4. If necessary, the investigation may be referred to an external auditor or legal counsel.
5. For all concerns relating to accounting, internal controls, auditing, or financial reporting matters, copy of the results of investigation and recommendations shall be provided and reported to the Audit Committee.
6. The whistleblower shall receive an update within five business days, subject to an extension depending on the subject matter of the report and the need to validate the allegations therein, of receipt of his disclosure regarding the status of the investigation and any disposition or resolution thereof. Update on the general status of the investigation shall also be communicated with the whistleblower and kept strictly confidential.

## **VIII. ANNUAL REVIEW OF THE MANUAL**

The CG Committee shall annually review and propose amendments (if any) to this Manual and endorse such for BOD approval.

## Annex A – Whistleblowing Report Form

### Reporter's Contact Information

Name:		Status:
		<input type="checkbox"/> Employee <input type="checkbox"/> Business Partner <input type="checkbox"/> Others
Employer / Unit:	Work Location / Address:	Work Phone:
Home Address:		Cellphone:
Email Address:		
Best Time / Place to Reach You		

### Person/s of Interest Information

Name:	Position:
Employer / Unit:	Phone:
Home Address (If non-employee)	

### Witness (es). Please provide witness (es) that confirm your allegation.

Name:	Address:	Phone:
Employer / Unit:	Position:	
Name:	Address:	Phone:
Employer / Unit:	Position:	
Name:	Address:	Phone:
Employer / Unit:	Position:	

**COMPLAINT:** Briefly describe the improper activity and how you know about it. Specify what, who, when, where, and how. If there is more than one allegation, number each allegation, use as many pages as necessary.

What wrongdoing occurred?

Who did the wrongdoing?

When did this occur?

Where did this happen?

What enabled this to happen (How)?

Please attach any document/s that will support your report.