

TOP FRONTIER INVESTMENT HOLDINGS, INC.
Anti-Sexual Harassment Policy

POLICY STATEMENT

Top Frontier Investment Holdings, Inc. (“TF”) and its subsidiaries (collectively, the “TF Group”) value the dignity of every individual, strive to enhance the development of its human resources, guarantee full respect for human rights and uphold the dignity of their employees and applicants for employment, as well as of their consultants and service providers (collectively, “Personnel”). Towards this end, all forms of sexual harassment against Personnel (hereinafter, the Personnel target of such sexual harassment referred to as the (“Recipient”) in the Workplace as hereinafter defined, are prohibited.

The TF Group is committed to upholding the rights and dignity of all its Personnel through the creation of a work environment characterized by professionalism, fairness, openness, trust and respect.

Pursuant to Republic Act 7877, the “*Anti-Sexual Harassment Act of 1995*”, and Republic Act No. 11313, the “*Safe Spaces Act*”, the TF Group adopts the following guidelines that would provide the procedures for the handling and investigation of sexual harassment cases and violation of the Safe Spaces Act, applicable to all Personnel of the TF Group. It is understood that the TF Group will operate a zero-tolerance policy for any form of sexual harassment in the Workplace, treat all incidents seriously and promptly investigate all allegations of sexual harassment. No one will be victimized for making a reasonable complaint.

COVERAGE

This Policy shall apply to all Personnel, whether regular, probationary or temporary employees (i.e., project employees and employees hired for a fixed period), executives on contract, consultants and other service providers of the TF Group, regardless of gender, sexual orientation, level, function, seniority, status or other protected characteristics.

I. DEFINITION

1. ***Sexual Harassment*** in a work-related or employment environment is committed when:
 - 1.1. A sexual favor is made a condition in the hiring/contracting or in the employment/engagement, re-employment/re-engagement or continued employment/engagement of the Recipient or in granting the Recipient favorable compensation, terms, conditions, promotions or privileges, or the refusal to grant the sexual favor results in limiting, segregating or classifying the Recipient, which

in any way would discriminate, deprive or diminish employment opportunities or otherwise adversely affect the Recipient.

- 1.2. Work-related sexual harassment is committed by an employer, manager, supervisor, agent of the employer or any other person who, having authority, influence or moral ascendancy over the Recipient in work-related or employment environment, demands, requests or otherwise requires any sexual favor from another, regardless of whether the demand, request or requirement for submission is accepted by the Recipient.
- 1.3. Sexual harassment also includes a series of incidents involving unwelcome sexual advances or other verbal or physical conduct of a sexual nature, despite warnings from the Recipient to cease, made directly, indirectly or implicitly when:
 - 1.3.1. Such conduct reasonably causes insecurity, discomfort, offense or humiliation to the Recipient.
 - 1.3.2. Submission to or rejection of such conduct is made either implicitly or explicitly a condition or basis for any employment decision (including but not limited to, matters of promotion, a raise in salary, job security and benefits affecting the Recipient); or any opportunity for training or grant of scholarship.
 - 1.3.3. Such conduct has the purpose or the effect of interfering with the Recipient's work performance, or creating an intimidating, hostile or offensive work environment.
- 1.4. Any Personnel who directs or includes another to commit any act of Sexual Harassment as herein defined, or who cooperates in the commission, thereof by another, without which it would not have been committed, shall also be liable, which liability shall merit the same penalty as that of the respondent.
- 1.5. Sexual harassment also includes gender-based sexual harassment in the Workplace which is committed through:
 - 1.5.1. An act or series of acts involving any unwelcome sexual advances, requests or demand for sexual favors or any act of sexual nature, whether done verbally, physically or through the use of technology such as text messaging or electronic mail or through any other forms of Information and Communication System, that has or could have a detrimental effect on the conditions of the Recipient's employment, job performance or opportunities;
 - 1.5.2. A conduct of sexual nature and other conduct based on sex affecting the dignity of a person, which is unwelcome, unreasonable and offensive to the Recipient, whether done verbally, physically or through the use of

technology such as text messaging or electronic mail or through any other forms of Information and Communication System; or

1.5.3. An act or conduct that is unwelcome and pervasive and creates an intimidating, hostile or humiliating environment for the Recipient.

2. **Information and Communication System** refers to a system for generating, sending, receiving, storing or otherwise processing electronic data messages or electronic documents and includes the computer system or other similar devices by or in which data are recorded or stored, and any procedure related to the recording or storage of electronic data messages or electronic documents.
3. **Workplace** includes all sites, locations and spaces, where work is being undertaken by Personnel within or outside the premises of the usual place of business of the TF Group. It may also extend to office-related social functions, in the course of work assignments outside the office, work-related conferences or training sessions and work-related travel.

II. PROHIBITED CONDUCT

This Policy prohibits all forms of Sexual Harassment in the Workplace. Sexual Harassment can involve one or more incidents and actions constituting harassment, which may be physical, verbal and non-verbal. Examples of conduct or behavior that constitute Sexual Harassment include, but are not limited to:

1. **Physical/Non-Verbal conduct:**

- 1.1 Unwelcome physical contact including pinching, stroking, kissing, hugging, fondling, or inappropriate touching
- 1.2 Physical violence, including sexual assault
- 1.3 The use of job-related threats or rewards to solicit sexual favors
- 1.4 Sexually-suggestive gestures
- 1.5 Whistling or catcalling
- 1.6 Leering, intrusive gazing and taunting
- 1.7 Stalking

2. **Verbal conduct:**

- 2.1 Persistent comments on Recipient's appearance, age, private life, sexual preference
- 2.2 Sexual comments, advances, stories and jokes
- 2.3 Repeated and unwanted social invitations for dates or physical intimacy
- 2.4 Insults based on the sex or sexual preference of the Recipient
- 2.5 Sending sexually explicit messages (by phone, email or other Information Communication System)

The foregoing prohibited acts shall also be considered as Indecent Acts subject to disciplinary action under the applicable company rules and regulations.

III. OFFENDERS

Sexual Harassment may be committed:

1. By an officer, manager, supervisor, or any Personnel who, having authority, influence or moral ascendancy over the Recipient in the Workplace, demands, requests, invites or otherwise requires any sexual favor from the latter, regardless of whether the demand, request, invitation or requirement for submission is accepted by the Recipient.
2. By a peer of the Recipient.
3. By a subordinate of the Recipient.
4. By any Personnel who directs or induces another to commit any act of Sexual Harassment, or who tolerates or cooperates in the commission thereof by another, without which it would not have been committed.

IV. COMMITTEE ON DECORUM AND INVESTIGATION

1. Each of the entities in the TF Group shall create and organize a Committee on Decorum and Investigation (the "Committee"), which shall serve as an independent internal grievance mechanism that will act as the main body in the investigation and resolution of cases involving Sexual Harassment.
2. The Committee shall be composed of the following:

For a Head Office:

- (a) a woman member of the EXECOM or with a rank of Vice President, who shall act as Chairperson;
- (b) a woman representative from the Corporate/Division Human Resources;
- (c) a representative from Labor Relations;
- (d) a woman representative from the supervisory rank; and
- (e) a woman representative from the rank and file.

The Committee may invite other relevant parties within the TF Group to assist the Committee in an advisory capacity, as may be applicable.

For Regional Offices and Plants:

- (a) highest ranking woman employee in the Regional Office, who shall act as Chairperson;
- (b) Human Resources Manager;
- (c) representative from the supervisory rank; and
- (d) representative from the rank and file.

Majority of the members should be women.

3. The Committee shall be composed of members who are impartial and not connected or related to the alleged offender or Recipient within the fourth degree of consanguinity or affinity, and have no prior record of involvement as a respondent, defendant or accused in any case of whatever nature on Sexual Harassment. In case of relation by consanguinity or affinity to either the Recipient or alleged offender, the Committee member shall be substituted by another in accordance with Section 7 of Article IV hereof.

4. The Recipient or the alleged offender may request for the inhibition of a member of the Committee or the Committee member may, on his or her own initiative, inhibit from the proceedings based on conflict of interest, manifest partiality, and other reasonable grounds. Upon such inhibition, the member shall immediately be replaced in accordance with Section 7 of Article IV, so as not to cause a delay in the proceedings.

5. The TF Group company concerned shall ensure that there will be a sufficient number of people who may immediately replace any member of the Committee in case such member inhibits from any case, or when needed, so as not to cause any delay in the process being undertaken.

6. Any member of the Committee who should become the subject of a complaint for sexual harassment shall automatically be replaced and shall not be allowed to take part in any deliberation/s of the Committee.

7. The replacement of any member of the Committee who resigns, retires, is removed or otherwise unable to dispense with his duties, as member of the Committee shall be in accordance with the procedures that would be agreed upon by all of the incumbent member of the Committee.

8. All members of the Committee shall undergo continuing training organized by the Corporate/Division Human Resources on gender sensitivity, gender-based violence, sexual orientation, gender identity and expression, and other gender and development topics as needed.

9. Failure of the Committee to act on reports shall be considered a neglect of duty, which shall be dealt with in accordance with Company Rules and Regulations.

10. The Committee may formulate and adopt its own internal rules of procedure and policies for the conduct of its duties, if it deems appropriate.

V. COMPLAINT PROCEDURE AND RESOLUTION

A. ANONYMOUS INQUIRIES AND COMPLAINTS

1. Any Personnel, whether or not the Recipient, may contact any Human Resources Manager (“HR Manager”) at any time to ask questions about Sexual Harassment, retaliation or complaint procedures without disclosing their names and without filing a complaint. Personnel are not required to reveal their identity or the identity of Recipient in seeking advice. However, the identity of Recipient may need to be revealed for the purpose of investigation.

2. Complaints on Sexual Harassment and any retaliatory acts in relation thereto, whether or not anonymous, may be reported to any HR Manager by Recipient or any witness or co-worker of Recipient. Due to the inherent difficulty in investigating and resolving allegations from unidentified Personnel, it is encouraged that they provide their identity when filing complaints. However, if a Personnel desires to make a complaint anonymously, there may be significant limits on the Committee’s ability to act on or investigate such complaint. Thus, the HR Manager shall refer the matter to the Committee to consider an investigation only if the complaint is submitted in writing and under oath by Recipient.

3. The Committee will weigh factors to determine the appropriate response to the allegation, such as the source, specificity and nature of the information provided; the seriousness of the alleged conduct; the objectivity and credibility of the source of the report; whether other individuals can be potentially identified who were privy to the alleged Policy violation; and whether those individuals are willing to pursue the matter.

5. The Committee shall decide on the complaint within ten (10) working days upon receipt thereof. If the Committee decides that there is merit to the complaint, the procedure in Sections 5 to 11 of Article V (B) below on Formal Complaint shall be observed.

B. FORMAL COMPLAINT

1. The complainant, whether or not the Recipient or Affected Personnel as defined in Article VII, may report the Sexual Harassment and any retaliatory act relating thereto, in writing, and under oath, with a specification of the acts constitutive thereof, including the circumstances of time, place and date, to his or her Immediate Superior or any HR Manager, except if the Immediate Superior or HR Manager is the alleged offender, in which case, the incident shall be reported to the Next Level Superior or the superior of the HR Manager, as the case may be. The Immediate Superior, the HR Manager, the Next Level Superior or the superior of the HR Manager, as the case may be, shall provide counseling to, or refer the Recipient or Affected Personnel for counseling. If the Recipient or Affected Personnel is not an employee (e.g., applicants and/or employees of third party service providers), the complainant shall report to any HR Manager, except if the

HR Manager is the offender, in which case, the report shall be made to the Head of CHR, the Division HR Head or the latter's superior in case the Division HR Head is the offender.

2. When the complaint is not under oath, or if the complaint was not filed by the Recipient or the Affected Personnel, the Recipient and/or Affected Personnel shall be summoned by the Immediate Superior, HR Manager/Officer, Next Level Superior or superior of the HR Manager/Officer, as the case may be, to swear to the truth of the allegations in the complaint.

3. Upon receipt of the complaint signed under oath by the Recipient and/or the Affected Personnel, as the case may be, the Immediate Superior, the HR Manager/Officer, the Next Level Superior or the superior of the HR Officer, as the case may be, shall immediately send the alleged offender/s a Notice to Explain, specifying the allegations of Sexual Harassment and/or retaliation committed against the Recipient and/or the Affected Personnel in violation of this Policy, and directing the alleged offender/s to explain in writing why he/she should not be found to have committed Sexual Harassment, within five (5) days from receipt of the said notice. If the alleged offender fails or refuses to file an answer within the prescribed period, he or she shall be considered to have waived the right to answer.

4. After the prescribed period to file an answer as stated in the preceding Section, whether an answer is filed or not, the Immediate Superior, the HR Manager/Officer, the Next Level Superior or the superior of the HR Manager/Officer, as the case may be, shall refer the matter to the Committee to initiate the investigation.

5. The Committee shall summon the Recipient/Affected Personnel, alleged offender/s and relevant third parties separately, and conduct the administrative investigation to determine whether the act/s of Sexual Harassment and/or retaliation took place. During the administrative investigation, the alleged offender/s may be assisted by counsel or adviser of his or her choice, who does not necessarily have to be a lawyer.

6. The Committee shall produce a report detailing the investigation, findings and any recommendations. A majority vote of the Committee is required for it to issue any decision, except in cases of dismissal where the unanimous vote of the Committee shall be required. If it is determined by the Committee that the Sexual Harassment and/or retaliatory act took place, the Committee shall decide the sanction for the offender/s and the appropriate relief for the Recipient/Affected Personnel. If the Committee cannot determine that the Sexual Harassment and/or retaliatory act took place, the Committee may still make recommendations to ensure proper functioning of the Workplace.

7. The Committee shall, at all times, observe due process and investigate and decide on written complaints within ten (10) working days from its receipt of the complaint or the answer thereto, whichever is later.

8. The Committee may *motu proprio*, at any time after the service of the Notice to Explain referred to in Section 3 of this Article V (B), order the preventive suspension of the alleged offender/s without pay during the formal investigation, if there are reasons to believe that the alleged offender's continued employment or engagement poses a serious and imminent threat to the Recipient/Affected Personnel or his/her co-workers.

9. No preventive suspension shall last longer than thirty (30) calendar days. Thereafter, the alleged offender shall be reinstated to his or her last position or in a substantially equivalent position, or the Committee may extend the period of suspension, provided that, during the extension of the suspension, the alleged offender would be paid his or her compensation and other benefits, if any.

10. A decision to terminate the offender shall be cleared with (a) the Office of the General Counsel and (b) the President, both of the TF Group company concerned, prior to implementation.

11. Withdrawal of the complaint at any stage of the proceedings shall not preclude the Committee from proceeding with the investigation where there is obvious truth or merit to the allegations in the complaint or where there is documentary or direct evidence that can prove the guilt of the alleged offender.

Note: Nothing in Article V of this Policy precludes any Personnel to file a complaint for Sexual Harassment directly with the Committee. If the Committee decides that there is merit to the complaint, the procedure in Sections 3 to 11 of Article V (B) shall be observed.

VI. CONFIDENTIALITY

All complaints and investigations are treated confidentially to the extent possible and information is disclosed strictly on a need-to-know basis. The identity of the complainant, Recipient and/or Affected Personnel shall only be revealed to the parties involved during the investigation and the Corporate or Division HR shall take adequate steps to ensure that the complainant, Recipient and/or Affected Personnel is protected from retaliation during and after the investigation. All information pertaining to a Sexual Harassment complaint or investigation is maintained in secure files within the Corporate or Division HR.

VII. RETALIATION

Retaliation against Recipient or any Personnel who complains of Sexual Harassment, or who participates in an investigation of a complaint for Sexual Harassment (the "Affected Personnel"), is prohibited and will lead to an investigation.

The following are deemed retaliatory acts, which shall be subject to disciplinary action when committed by any Personnel, whether or not the principal offender in the Sexual Harassment allegation:

1. Disciplining without cause, or unjustifiably changing work assignment of, providing erroneous or inaccurate work information to, or refusing to cooperate or discuss work-related matters with Affected Personnel;
2. Intentionally pressuring, covering up or attempting to cover up acts of Sexual Harassment;
3. Threatening the promotion opportunities, job securities and other service-related benefits and privileges of Affected Personnel; or
4. Other acts similar to the foregoing.

Any retaliatory measure against Affected Personnel shall not be condoned and such retaliatory conduct shall be subject to investigation together or as an incident to the principal offense of Sexual Harassment and, if established, shall merit the imposition of the ultimate penalty of dismissal for the principal offense, under any circumstances.

VIII. PENALTIES

An offender who violates this Policy shall be subject to appropriate disciplinary sanctions. If an investigation results in a finding that this Policy has been violated, the mandatory minimum discipline is a written reprimand. The discipline for very serious or repeat violations is termination of employment or engagement. An offender who violates this Policy may also be subject to civil damages or criminal penalties.

The nature of the sanctions will depend on the gravity and extent of the Sexual Harassment committed or any mitigating or aggravating circumstances present. The penalties indicated hereunder are the maximum imposable penalties for the identified prohibited acts.

Suitable deterrent sanctions will be applied to ensure that incidents of Sexual Harassment are not treated as trivial. Certain serious cases, including physical violence, will result in the immediate dismissal of the offender.

The penalties for the offense of Sexual Harassment and retaliatory acts committed in connection therewith, shall be based on the following:

Sexual Harassment in a work-related or employment environment pertaining to a sexual favor made as a condition in the hiring/contracting or in the employment/engagement, re-employment/re-	DISMISSAL
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<p>engagement or continued employment/engagement of the Recipient or in granting Recipient favorable compensation terms, conditions, promotions or privileges, or the refusal to grant the sexual favor resulting in limiting, segregating or classifying the Recipient which in any way would discriminate, deprive or diminish employment or engagement opportunities or otherwise adversely affect the Recipient</p>	
<p>Work-related Sexual Harassment or commission of any prohibited acts by a manager, supervisor, agent of the employer or any other person who, having authority, influence or moral ascendancy over the Recipient in a work environment, demands, requests or otherwise requires any sexual favor from the latter, regardless of whether the demand, request or requirement for submission is accepted by the Recipient</p>	<p>DISMISSAL</p>
<p>Sexual Harassment pertaining to an incident or series of incidents involving the commission of any of the prohibited acts or conduct (including gender-based sexual harassment in the Workplace) by any Personnel against his peers or superior.</p>	<p>1st Offense: 15 DAYS SUSPENSION 2nd Offense: 30 DAYS SUSPENSION 3rd Offense: DISMISSAL</p>
<p>Any Personnel who directs or induces another to commit any act of Sexual Harassment, or who tolerates or cooperates in the commission thereof by another, without which it would not have been committed, shall also be held liable.</p>	<p>The same penalty shall be imposed as that of the offender.</p>
<p>Commission of any of the retaliatory acts set forth in Article VII.</p>	<p>DISMISSAL</p>

IX. APPEAL ON THE DECISION OF THE COMMITTEE

1. The complainant/s and the alleged offender/s will be advised of the outcome of the investigation in writing. Any party may appeal the findings of the investigation by filing an appeal to the Office of the President of the TF Group company concerned. Upon appeal of the alleged offender, the penalty should be stayed until resolved by the President.
2. The appeal shall be entertained only on any of the following grounds: (a) an error of law or irregularity prejudicial to the substantial rights of the alleged offender/s or the complainant/s during the investigation or a procedural error that could affect the outcome of the investigation; or (b) new witnesses or newly discovered evidence that could not have been discovered and produced with reasonable diligence at the time of the investigation, and that if presented, would probably alter the outcome of the investigation.
3. The appeal to the President must be filed within five (5) working days from the date of receipt of the written outcome of the investigation and must clearly state the grounds for the appeal. The non-appealing party shall receive a copy of the appeal and has the option of submitting a written response within five (5) working days from receipt of a copy of the appeal. Failure of either party to file an appeal within the prescribed period shall render the decision of the Committee final.
4. The President will determine if the appeal has merit upon receipt thereof. The appeal will be determined to have merit if it states the ground/s relied upon, the arguments in support thereof and the relief prayed for. If the appeal is determined to have no merit, the Committee's finding shall be upheld. If the appeal has merit, the President will review the appeal and supporting evidence and act on the appeal.
5. The President shall make a determination on the appeal within fifteen (15) working days from the receipt of the written appeal or written response thereto, whichever is later. The determination of the President is the final decision on the appeal.

X. SUPPORTIVE MEASURES

The TF Group may provide support for victims of Sexual Harassment committed in the Workplace. Interim and supportive measures may include among others, psychological or psychosocial counseling services, or referral to such services, and assistance in the filing of administrative, civil, and/or criminal case/s.

XI. PRESCRIPTIVE PERIOD

Any complaint arising from the violation of the provisions of this Policy shall prescribe in five (5) years from the time the act or conduct allegedly constituting Sexual Harassment and any retaliatory act relating thereto took place.

XII. INDEPENDENT ACTION FOR DAMAGES

The Recipient and/or the Affected Personnel shall not be barred from instituting a separate and independent action for damages and other affirmative relief under applicable laws.

XIII. INTEGRATION

This Policy shall be posted in the website of TF and shall be disseminated through email blast. Copies of this Policy and the Safe Spaces Act shall be posted in at least two (2) conspicuous places in its plants and offices for information of all Personnel. Further, this Policy shall form an integral part of the Code of Business Conduct and Ethics of TF.