

# WHISTLEBLOWING POLICY

In 2017, the Board approved the Whistle Blowing Policy under Board Resolution No. 2429, and the company subsequently constituted a standing PNOC Whistleblowing Committee (PWBC). PNOC made the policy to provide a safe and trustworthy environment so that the company's employees feel comfortable and protected when they have information to share. Cultivating a thriving whistleblowing culture can be implemented by being open and honest, following through on procedures, treating employees with respect, and thoroughly investigating the issues with the highest confidentiality level.

Details of the PNOC Whistleblowing Policy can be accessed through this link:

<https://www.pnoc.com.ph/wp-content/uploads/2021/07/Whistle-Blowing-Policy.pdf>

Whistleblowers may report directly to the GCG through their web portal:

[www.whistleblowing.gcg.gov.ph](http://www.whistleblowing.gcg.gov.ph)

A quick link to this portal is also provided on PNOC's website. Whistleblowers may also submit whistleblowing reports through email: [feedback@gcg.gov.ph](mailto:feedback@gcg.gov.ph); through mail: 3F Citibank Center, 8741 Paseo De Roxas, Makati City; and through contact numbers: 5328-2030 to 33.

# RISK OVERSIGHT POLICY

In its Terms of Reference (TOR) and Audit Committee Charter, the PNOC Audit Committee is responsible for overseeing, monitoring, and evaluating the adequacy and effectiveness of PNOC and its subsidiaries' internal control system and the Company's process for assessing significant risks or exposures. The Audit Committee, performing its mandate, held eight (8) committee meetings on 14 and 23 March, 26 April, 15 and 27 June, 15 September, 27 October, and 28 November 2022.

Meanwhile, the PNOC Risk Management Committee performs oversight risk management functions specifically in operations, legal, reputational, and other risks of PNOC. It ensures that the risk management process and compliance are embedded throughout the operations of PNOC, especially at the Board and Management levels.

In 2022, the Risk Management Committee held eight (8) committee meetings on 21 February, 23 March, 21 April, 30 May, 22 June, 30 August, 3 October, and 29 November 2022, two (2) joint meetings with the Audit Committee on 21 February and 23 March 2022, and one (1) joint meeting with the Nomination and Remuneration Committee on 3 October 2022.

The matters discussed in these Committee meetings may be found in:

<https://www.pnoc.com.ph/wp-content/uploads/2023/02/2022-INFORMATION-ON-BOD-COMMITTEES.pdf>

