

	MANUAL OF PERSONNEL POLICIES	
POLICY TITLE:	Code of Conduct	
CODE OF CONDUCT POLICY	DATE ISSUED:	January 1, 1998
	DATE REVISED:	July 25, 2025

## 1. COVERAGE

All employees of Ayala Land, Inc. (“ALI”) and its subsidiaries and affiliates (referred to as “ALI Group of Companies”, or simply the “ALI Group”).

## 2. STATEMENT OF POLICY

The ALI Group of Companies has secured its leadership position by consistently upholding its core values and maintaining an unwavering commitment to the highest ethical standards across all aspects of its operations.

This Code of Conduct (the “Code”), along with all related rules and policies issued under it, serves as a guide for the Group’s directors, officers, and employees in their interactions with one another, as well as with customers, shareholders, business partners, the government, and the public. It establishes general expectations and standards for ethical behavior and professional conduct. While it does not cover every possible scenario, employees are encouraged to refer to its guiding principles in their decision-making. This Code is not intended to address every situation or prescribe every rule but rather to reinforce each employee’s responsibility to exercise sound judgment.

## 3. OBJECTIVE

Employee discipline plays a critical role in fostering a respectful, productive, and collaborative work environment. It helps employees recognize how their behavior and conduct affect not only their own performance but also their colleagues’ effectiveness and the overall success of the organization.

This Code of Conduct serves to provide clear and consistent guidelines for all employees of the ALI Group. Its purpose is to instill and uphold positive discipline, eliminate uncertainty, and prevent inappropriate or offensive behavior. It also aims to discourage any actions that may harm the Company, fellow employees, stakeholders, or the general public.

A “Firm but Fair” approach in the implementation of all company rules and regulations will consistently be pursued and observed by all those accountable for its implementation.

## 4. POLICY PROVISIONS

### 4.1 Respecting Human Rights

We are fully committed to upholding internationally recognized human rights and ensuring that our business operations and value chains are free from any form of human rights abuse.

Our approach is guided by key frameworks, including the Philippine Labor Code, the United Nations Guiding Principles on Business and Human Rights, the Universal Declaration of Human Rights, the International Labour Organization (ILO) Core Labor Standards, the Convention on the Elimination of All Forms of Discrimination Against Women (CEDAW), and the United Nations Convention on the Rights of the Child. These standards reinforce our commitment to eliminating child labor and all forms of forced or compulsory labor, supporting freedom of association and the right to collective bargaining, and promoting respect, equality, and non-discrimination in the workplace.

We strictly prohibit the use of forced, bonded, indentured, or involuntary labor. We also reject all forms of slavery, servitude, human trafficking (including orphanage trafficking), forced marriage, child labor, debt bondage, and other practices associated with modern slavery across all areas of our operations and supply chains.

#### **4.2 Diversity, Equal Opportunity, and Non-Discrimination**

We are committed to fostering a diverse, inclusive, and respectful workplace. In compliance with applicable local laws, we ensure that our hiring and employment practices are free from discrimination.

We promote equal opportunity for all and do not tolerate discrimination on the basis of — but not limited to — race, color, age, gender, gender identity, sexual orientation, ethnicity, disability, religion, political affiliation, union membership, marital status, or social and economic background. This commitment applies to all aspects of employment, including recruitment, promotion, compensation, training, and career development.

#### **4.3 Freedom of Association and Collective Bargaining**

We encourage open communication and direct engagement between management and employees. We recognize and respect the rights of employees to freely associate, organize and bargain collectively in accordance with applicable laws. We shall respect the rights of employees to associate freely and communicate openly with management regarding working conditions without fear of harassment, intimidation, penalty, interference or reprisal.

#### **4.4 Decent Work Environment**

##### **4.4.1 Fair Wages and Benefits**

Employees are entitled to wages that meet or exceed minimum wage standards, are paid on time, and reflect the value of their work.

##### **4.4.2 Working Hours**

We adhere to reasonable working hours, ensuring that employees do not work excessive hours and are granted adequate rest and leave.

##### **4.4.3 Occupational Health and Safety**

We provide a safe and healthy work environment that meets or exceeds national regulations. Hazards are identified and mitigated to minimize risks.

## **5. ETHICAL CONDUCT**

### **5.1 Anti-Bribery and Anti-Corruption Policy**

All employees are expected to uphold the highest standards of integrity, accountability, transparency, and good corporate governance. The ALI Group adopts a strict zero-tolerance policy against bribery, corruption, extortion, and embezzlement. Employees—and their immediate family members—are strictly prohibited from soliciting or accepting bribes, employment opportunities, kickbacks, barter arrangements, or any form of incentive from business partners or external entities in exchange for, or as an inducement to secure, business within the ALI Group. This policy applies regardless of whether such offers or solicitations are made directly or through intermediaries.

“Bribes” include anything of value, which may be in the form of fees, commissions, sponsorships, solicitations, rewards, improper gifts or contributions, or other form of advantage, financial or otherwise.

We do not take unfair advantage through manipulation, coercion, concealment, misrepresentation of materials facts or any other unethical dealing. We do not engage in collusion, price fixing, or other unfair or illegal trade practices.

This Anti-bribery and Anti-Corruption policy must be strictly observed in all transactions and dealings of employees of Ayala Land and its subsidiaries with customers, suppliers and business partners of the Corporation as well as with the government.

### **5.2 Receiving Gifts from Suppliers, Merchants, and Other Business Partners**

To uphold integrity, transparency, and impartiality in all business dealings, this establishes clear guidelines on receiving gifts from suppliers, merchants, clients, contractors, or any other external stakeholders.

The company adopts a zero-tolerance policy on employees accepting personal gifts, favors, or any form of gratuity from suppliers, merchants, clients, contractors, or any other external stakeholders that may influence or appear to influence business decisions.

Employees are strictly prohibited from soliciting, accepting, or receiving any personal gifts, cash, items, or favors of any value from suppliers, merchants, clients, contractors, or any other external stakeholders in relation to their role in the company.

In exceptional situations where declining a gift may be inappropriate due to cultural norms or ceremonial contexts, the following shall apply:

- The gift must not exceed Php 5,000 in estimated value.
- The gift shall be received on behalf of the company, not for the personal benefit of the employee.
- The gift must be duly acknowledged with gratitude, reflecting the company's appreciation for the gesture.
- All such gifts must be immediately declared and turned over to the SBU Human Resources unit for proper documentation, safekeeping, or company use as deemed appropriate.

Employees are required to promptly disclose in writing any offers of gifts—regardless of

value—to their immediate supervisor and their SBU Human Resources representative. Non-compliance with this policy may result in disciplinary action, up to and including termination, in accordance with the Company's Code of Conduct.

### **5.3 Fair Dealing**

All directors, officers and employees are expected to:

- Engage fairly and honestly with the Company's customers, suppliers, business partners, government agencies, competitors and colleagues;
- Refrain from taking undue advantage through misrepresentation, concealment of material facts, manipulation or any other form of unfair dealing practice and;
- Demonstrate respect, integrity, professionalism, and good faith in all interactions, at all times.

## **6. PROTECTING COMPANY ASSETS AND RESOURCES**

All ALI Group employees are responsible for the proper use of all company assets and resources. These include, but are not limited to, information, facilities, equipment, software, vehicles and supplies owned or leased by the Company. In addition, employees shall use company assets and resources efficiently, responsibly and for legitimate business purposes only.

Physical assets include tangible things like cash, furniture, supplies, facilities and equipment. Other assets include electronic assets (i.e. systems and services and Ayala Land information.) Sanctions and possible legal action will be imposed upon any employee who improperly uses, steals or removes such property without authorization.

### **6.1 Use of Company Assets**

**Proper Use of Company Resources:** Employees are expected to use company resources, including hardware, software, and financial assets, for business purposes only. Personal use of company resources should be minimal and should not interfere with work responsibilities.

**Protection of Company Assets:** Employees are responsible for protecting company assets, both physical and intellectual, from theft, loss, or damage. Employees should report any incidents that could compromise company assets immediately to the appropriate authorities within the organization.

**Data Security and Confidentiality:** Company data, including customer information, proprietary business information, and financial records, should be kept secure and confidential at all times. Employees should follow company guidelines for protecting data both in electronic and physical formats.

### **6.2 Software Licensing and Compliance**

**Compliance with Software Licenses:** Employees must adhere to all software licenses, terms of use, and legal agreements for any software used by the company. Unauthorized copying, distribution, or use of software is prohibited.

**Use of Open-Source Software:** If employees use open-source software, they should

ensure compliance with the applicable open-source licenses and ensure that the software is used in a manner consistent with the license terms. The use of open-source software, including data, requires prior approval from the ALI CIO and ALI Legal and Compliance, particularly if there are concerns about compliance with any open-source software integrations.

**Installation of Software:** Employees should not install or use unlicensed software on company devices or networks. Only authorized IT personnel are allowed to install software on company-owned devices. Employees are issued licensed software for their use only and should not share the use of licensed material and/or software to others who are not licensed users of the software product and/or material.

**Reporting License Violations:** Employees who suspect that there has been a violation of software licensing or misuse of software should report it to their manager or the designated compliance officer immediately.

### **6.3 Cloud and Third-Party Services Usage**

**Use of Cloud Storage and Third-Party Applications:** Employees must only use company-approved cloud storage and third-party applications for storing and processing company data. The use of personal cloud accounts (e.g. personal Google Drive, Viber, WhatsApp, Dropbox, or OneDrive) for company-related files is strictly prohibited.

**Third-Party Integrations:** Employees should seek approval from Enterprise Technology Division before integrating any third-party application with company systems, especially those that handle sensitive data.

### **6.4 Data Privacy and Security**

**Confidentiality of Personal and Client Data:** Employees must safeguard and respect the confidentiality of personal data and any client information handled by the company. No personal data should be shared or exposed unless authorized by law or the company.

**Adherence to Data Protection Regulations:** Employees should follow all applicable data protection regulations (primarily the Data Privacy Act of 2012 and other applicable regulations) when handling personal data. This includes obtaining proper consent for data collection, ensuring data security, and maintaining the right to data access and deletion.

**Use of Company-Provided Devices:** Devices provided by the company, such as laptops, mobile phones, and tablets, should be used exclusively for work-related purposes unless otherwise approved. Employees should ensure that these devices conform to ALI's Information Security and Data Protection standards and are protected with strong passwords, encryption, and anti-virus software. Reasonable personal use of these devices is allowed provided that employees understand that any information, personal or otherwise, that are contained in the devices may be accessed and used by the company for legitimate purposes.

## **7. BRING YOUR OWN DEVICE (BYOD)**

**Usage Restrictions:** Employees using personal devices for work-related activities must ensure compliance with company security policies, including mandatory device encryption, strong passwords, and up-to-date security patches.

**Access to Company Systems:** Personal devices must not store or process sensitive company data unless explicitly authorized. Employees must use company-sanctioned VPNs and multi-factor authentication (MFA) when accessing company networks remotely.

BYOD is allowed provided that employees understand that any information, personal or otherwise, that are contained in the devices may be accessed and used by the company for legitimate purposes.

## 8. REMOTE WORK AND SECURE ACCESS

**Secure Connections:** Employees working remotely must use company-approved VPNs and secure connections to access internal systems. Public or unsecured Wi-Fi should be avoided unless a VPN is in use.

**Work Environment Security:** Employees should take precautions to prevent unauthorized access to company information when working remotely, such as locking their screens when away and ensuring confidential discussions are not overheard.

## 9. INCIDENT REPORTING AND CYBERSECURITY AWARENESS

**Reporting Security Incidents:** Employees must immediately report any suspected cybersecurity threats, such as phishing attempts, data breaches, lost/stolen devices, or unauthorized system access, to the ETD Security team ([security@ayalaland.com.ph](mailto:security@ayalaland.com.ph)).

**Regular Security Training and Awareness:** Employees are required to participate in cybersecurity awareness programs and actively pay attention to security-related communications, including advisories, alerts, and best practice guidelines issued by ETD. Employees must remain vigilant against evolving threats such as phishing, social engineering, and malware attacks.

## 10. SOCIAL MEDIA USE

**Professionalism in Public Communication:** Employees are expected to uphold the highest standards of professionalism and discretion when referencing the company on personal social media or other public platforms. All posts should reflect respect and integrity, and must not disclose confidential information or portray the company, its employees, officers, clients, or partners in a negative or misleading manner.

**Separation of Personal and Professional Accounts:** Employees should maintain a clear distinction between personal social media accounts and professional accounts. Company-related communication should be conducted through official company channels, not personal profiles. Company issued email accounts should not be used for subscription to personal social media accounts, personal software subscriptions and/or licenses, and other non-Ayala Land owned intellectual property, both on personal and company issued devices.

**Confidentiality and Privacy:** Employees must not disclose confidential or proprietary company information on social media. Sharing internal documents, plans, or discussions that could harm the company or its reputation is strictly prohibited.

**Respect and Non-Discrimination:** Employees must refrain from using social media to engage in any form of discriminatory, harassing, or offensive behavior. Whether in professional or personal online interactions, respectful and inclusive communication is



expected at all times. The ALI Group maintains an active presence on social media to support brand building, community engagement, and reputation management—and employees are encouraged to contribute positively and responsibly to this effort.

## 11. GENERATIVE AI AND TECHNOLOGY USE

All employees shall ensure legal and ethical use of AI tools and solutions technology. Any use of AI tools and solutions, via platforms, tools, and software must be consistent with the code of conduct, company policy, and applicable law. Use of AI tools and solutions on company devices, tools and solutions must be for business purposes. To maintain the confidentiality of the company's sensitive information, including but not limited to employee and customer personal information, our intellectual property, and copyrighted material, employees and contractors must only share information with approved personnel and only input sensitive information into approved AI tools and solutions systems. The company-issued devices may be accessed and used by the company to monitor the use of AI tools and solutions applications to ensure compliant use of these systems.

**Responsible Use of AI:** Employees using generative AI or machine learning tools must do so responsibly, ensuring that such technologies are not used to generate harmful, biased, or discriminatory content. The output from AI systems should always be reviewed for accuracy, fairness, and ethical implications.

AI shall not result in unfair bias or discrimination. Algorithmic decisions shall not lead to discriminatory or unjust results that impact different demographics. The design and development of AI shall be done with consideration that the training datasets and the resulting models are reasonably representative of all groups involved.

AI systems shall respect human autonomy and human-centric values and pursue benefits for the community, including our customers' and employees' overall well-being, productivity, and efficiency, while being protected from potential harms.

**Respect for Intellectual Property:** Employees should respect intellectual property rights when using generative AI tools. AI-generated content should not infringe upon the copyrights, trademarks, or other intellectual property of third parties.

**Ethical Considerations:** Employees must ensure that generative AI is not used for unethical purposes, such as generating misleading or fraudulent information, creating harmful content, or violating privacy. AI shall be aligned with all relevant laws, rules, and regulations, as well as relevant responsible and ethical AI frameworks.

Any outsourced third parties for the development and use of AI are also bound by the requirement. However, primary liability lies with the proponent engaging said third parties.

**Transparency and Disclosure:** When using AI-generated content or outputs, employees should clearly disclose that AI technology was involved in its creation, especially in public or client-facing materials. Set up data protocols to govern who can access data, when it can be accessed, and for what purpose.

## 12. MARKETING & ADVERTISING

We recognize that our marketing, advertising, and sales practices significantly influence how our customers, partners, and communities experience our brand and developments.

We are committed to upholding the highest standards of integrity, accuracy, and transparency in how we represent our projects and services.

### **Responsible Marketing and Product Labeling**

We ensure that all marketing communications and product/service labels reflect accurate, substantiated, and up-to-date information. Our materials clearly communicate key features, sustainability commitments, and terms of offerings—aligned with applicable consumer protection laws and regulatory frameworks, including those set by the Department of Trade and Industry (DTI) and the Department of Human Settlements and Urban Development (DHSUD). Internal review protocols and compliance mechanisms are strictly observed to prevent false or misleading claims and to reinforce consumer trust.

### **Ethical Advertising and Sales Conduct**

Our marketing and sales activities are anchored in ethical business practices and are guided by a strong sense of accountability. We do not tolerate misrepresentation or omission of material facts. We uphold full disclosure, fair engagement, and compliance with all applicable laws, policies, and industry standards across all business units, subsidiaries, and authorized sales channels.

### **Training for Responsible Communication**

We invest in regular training and capability-building programs to equip our employees and salesforce with the knowledge and tools to market and sell responsibly. These initiatives reinforce our standards on truthful representation, customer-centric engagement, and compliance with evolving regulatory requirements.

## **13. INSIDER TRADING**

“Insider trading” occurs when a person buys or sells securities (for example, stocks, bonds or options) of a company while they are in possession of “inside information”—material, nonpublic information—relating to the company. Securities laws and the ALI Group’s policy prohibit employees, members of the board of directors and owners from using or disclosing any inside information that may benefit them in trading securities.

All employees shall not use information gained through employment or affiliation with AyalaLand before this information is known publicly through disclosure to the Securities and Exchange Commission and the Philippine Stock Exchange to buy or sell the securities of AyalaLand or any other company with which AyalaLand has or may be considering a relationship, such as a customer, supplier, alliance partner or potential acquisition or collaboration candidate. In addition, employees shall not give inside information to anyone else so that they can trade. These restrictions apply to employees, their respective spouses and children and anyone who lives in their household or is financially dependent on them. Securities law violations are taken very seriously, and they are aware that government agencies and stock exchanges are able to monitor trading activities through computerized records searches. Violations may result in significant civil and criminal penalties against companies and individuals.

## **14. OUTSIDE EMPLOYMENT**

The ALI Group recognizes that its employees are dynamic and have multiple interests. Although Ayala Land and its subsidiaries encourage its employees to involve themselves in initiatives that may enrich them professionally and personally, employees are prohibited from accepting outside employment that may deter them from performing their work



effectively in the company or those that may present conflicts of interest.

The ALI Group does not prevent its employees from taking on work outside of the company for as long as their work at Ayala Land is their primary employment and their outside work does not conflict directly or indirectly with their responsibilities and the interests of the company. The employee must secure approval in writing from the Immediate Manager and SBU HR Head, who, when appropriate, will inform the Group Head and the President regarding the proper action.

## **15. CONFLICT OF INTEREST**

All employees must avoid situations that may result in a conflict of interest. In the event of an actual or potential conflict, employees are required to promptly disclose all relevant information in writing to their immediate manager, with a copy furnished to the SBU HR Manager. When appropriate, the matter will be escalated to the Group Head and the President for proper resolution.

## **16. CONFIDENTIALITY OF INFORMATION**

All employees are strictly prohibited from disclosing classified or confidential information without prior authorization from Management. They are expected to preserve the integrity of all company documents and records, and to protect these assets from unauthorized access, alteration, forgery, concealment, or destruction.

Employees must comply with all company policies governing the restriction and controlled release of classified information to external parties—including other companies, government agencies, individuals, or the general public. These policies include, but are not limited to, the following:

- Corporate plans and objective
- Employee records
- Stockholder records
- Board of Directors and Management classified materials
- Business transactions
- Corporate reports
- Governmental reports
- Company resources
- Organizational structures
- Other similar records and data

## **17. PROFESSIONAL APPEARANCE AND DRESS GUIDELINES**

Our Dress Code Policy is designed to support a respectful, inclusive, and professional workplace while embracing the diversity of our employees. All team members are expected to present themselves in a manner that is neat, well-groomed, and aligned with the nature of their role.

While we value individuality and support personal expression, this must be balanced with standards appropriate to a business setting. Employees are expected to dress in a way that reflects positively on the organization and fosters a respectful environment for colleagues, clients, and visitors.

This policy outlines clear guidelines on attire, grooming, and personal expression—

including tattoos and body piercings—to ensure consistency, inclusivity, and professionalism across all work environments.

**General Guidelines** - All employees are expected to dress in a manner that is:

- Professional and appropriate for their role and work environment
- Respectful of colleagues, clients, and cultural sensitivities
- Aligned with safety, hygiene, and company brand standards

**Business Attire (Formal/Client-Facing/Leadership Roles)** - When representing the company at external meetings, conferences, or events, employees are expected to uphold these standards unless advised otherwise.

- Suits, blazers, collared shirts, blouses
- Tailored pants, dresses, or skirts
- Closed-toe professional footwear

**Smart Casual / Business Casual (Office-Based Roles)** - Business casual attire is acceptable for most internal office settings:

**Acceptable:**

- Polo shirts, button-down shirts, sweaters, blouses
- Dress jeans or slacks (no rips or frays)
- Dresses or skirts that are professional in appearance
- Casual dress shoes or clean sneakers

**Not Acceptable:**

- Ripped or distressed jeans
- Shorts, flip-flops, beachwear
- Revealing clothing, visible undergarments
- Clothing with offensive or inappropriate graphics or slogans

**Field, Site, and Technical Roles-** Employees in field-based or technical environments must wear:

- Appropriate functional uniforms or workwear
- Personal protective equipment (PPE), as required
- Footwear and clothing that meet safety regulations

**Remote Work & Virtual Engagements** - Employees working remotely must:

- Maintain a neat and presentable appearance for video calls
- Dress appropriately for meetings involving clients, partners, or senior leadership

**Cultural & Religious Expression** - We respect and support attire that reflects:

- Cultural or religious traditions
- Gender identity and expression

Reasonable accommodations may be provided, as long as attire does not pose safety risks or significantly deviate from professional standards. Employees may contact HR for specific requests.

**Tattoos and Piercings**

- Tattoos are permitted unless they display offensive, discriminatory, or inappropriate content. In client-facing or formal settings, employees may be

- asked to cover visible tattoos.
- Piercings should be modest and non-disruptive; facial piercings will be restricted.

### **Theme Days and Special Events**

- On approved dress-down or themed days, employees may wear casual clothing, provided it is clean, modest, and appropriate for a professional environment.

### **Leadership Responsibility** - Managers are expected to:

- Model appropriate dress standards
- Guide their teams on dress expectations for specific occasions or roles
- Address any non-compliance professionally and constructively

### **Non-Compliance**

Failure to adhere to this policy may result in corrective action, particularly if it impacts workplace safety, professionalism, or company reputation. If you are unsure whether certain attire is appropriate, please consult your immediate supervisor or Human Resources.

## **18. GENERAL PROVISIONS AND ADMINISTRATION**

Every employee of the ALI Group is expected to uphold both the letter and the spirit of all applicable laws and regulations, as well as the provisions of this Code and the company's policies and procedures. Each employee is ultimately responsible for their own actions and conduct. No one—regardless of position—has the authority to instruct or pressure another to engage in dishonest, harmful, or illegal behavior. Likewise, no employee should carry out such acts, even if directed to do so by a manager or colleague. Integrity and accountability must guide all decisions and actions.

In the event of any difference between the provisions of this Code of Conduct and those of a Subsidiary or Strategic Business Unit (SBU), the policy of Ayala Land Inc. shall prevail. Ayala Land SBUs shall align their respective Codes and related policies with the standards set by ALI to ensure consistency, integrity, and shared accountability across the Group.

## **19. ENFORCEMENT**

Violations of this Code may lead to disciplinary action, up to and including termination of employment or business relationships, depending on the severity of the offense.

### **19.1 Responsibility of Immediate Managers & Employees**

All leaders are responsible for maintaining discipline and ensuring job performance within their areas of accountability. Immediate Managers are held fully accountable for the conduct and performance of their team members and may be subject to appropriate consequences, as outlined in this Code, for failing to enforce company standards. To carry out these responsibilities effectively, Immediate Managers shall be provided with the necessary authority and support.

Every employee is responsible for familiarizing themselves with the provisions of this Code. A lack of knowledge or awareness will not be accepted as a valid excuse for any violation. Similarly, Immediate Managers are expected to take prompt and appropriate action on all reported violations. Failure to do so may be considered a dereliction of duty.

## **19.2 Obligation to Report Wrongdoing**

All employees have a responsibility to report any conduct or situation that may pose a risk to Ayala Land, its subsidiaries, employees, or customers. Timely identification and resolution of issues are essential to preserving the trust of our clients, colleagues, employees, and stakeholders. If you have reason to believe that any employee of the ALI Group—or any individual acting on behalf of Ayala Land or its subsidiaries—has engaged in misconduct, you are required to report the matter without delay. Misconduct includes actual or potential violations of laws, regulations, rules, company policies, standards, procedures, or this Code, as well as threats or acts of physical violence. Reports may be escalated to any of the following:

- Your immediate manager or another member of management
- Your SBU Human Resources Head (HR)
- Internal Audit or Legal Counsel
- The Whistleblowing platform

You are not only accountable for your own actions, but also for failing to report the misconduct of others if you were aware of violations of any law, regulation, rule, or breaches of company policies, standards, procedures, or this Code. Knowing of such misconduct and choosing not to escalate it may be treated as a serious lapse in responsibility.

## **19.3 Application and Uniformity of Penalties and Sanctions**

All penalties or sanctions provided in this Code shall be imposed after the subject employee has been properly given and accorded with due process. In recommending the appropriate disciplinary sanction, the following factors shall be considered by the Ayala Land Discipline and Ethics Committee:

- Gravity of the offense
- Extent of guilt/negligence
- Previous record of personnel (201 File)
- Other factors which would tend to aggravate or mitigate the offense according to the nature and effects and other conditions attending its commission.

## **19.4 Reservation Clause**

Other rules and regulations may be issued through general or special memoranda as circumstances require. Employees are expected to regularly refer to the relevant policies to ensure full compliance and alignment with company standards.

Any actions not explicitly covered by this Code but deemed worthy of disciplinary action shall be addressed by the Company through the Ayala Land Discipline and Ethics Committee, in accordance with applicable laws such as—but not limited to—the Labor Code, Civil Code, and Revised Penal Code.

In exercising its management prerogative, the Company may impose penalties that differ from those specifically stated in this Code, depending on the nature and severity of the offense. This may include lesser or more severe sanctions, based on a fair evaluation of the circumstances.

The ALI Group's Management reserves the right to amend, modify, or update this Code, and to issue additional rules and corresponding penalties as necessary in response to changing conditions. Any such changes shall be communicated to all employees prior to implementation.

The imposition of administrative sanctions does not preclude the Company from pursuing the recovery of losses or damages caused by an employee's actions. This may include, but is not limited to, the initiation of appropriate civil and/or criminal proceedings.

## 20. IMPLEMENTING GUIDELINES AND PROCEDURES

**20.1** Upon discovering or receiving a written incident report regarding an employee's violation, the Immediate Manager and/or Group Head must formally acknowledge receipt by signing and dating the document. This acknowledgment confirms official receipt and signifies that the matter will be reviewed and addressed in accordance with established procedures.

**20.2** The Immediate Manager or Group Head must promptly forward the written incident report to the SBU HR Head. Acting as Chairperson of the Investigation Committee, the SBU HR Head shall convene the committee to define the scope of the case and lead a preliminary investigation to gather relevant information and supporting evidence. The investigation shall follow the procedures outlined in the Employee Investigation Policy.

**20.3** If an administrative investigation is deemed necessary, the Immediate Manager, or SBU HR Head may issue a Notice to Explain to the subject employee. This notice shall outline the alleged actions or omissions that may constitute infractions under this Code of Conduct or grounds for dismissal under the Labor Code. The employee shall be given five (5) working days to submit a written explanation stating why disciplinary action should not be imposed.

**20.4** The employee shall acknowledge receipt of the notice by signing the receiving copy and indicating the date and time of receipt. If the employee refuses to **accept Notice to Explain**, a witness shall be present to attest to the service of the document. In such cases, the Immediate Manager or SBU HR Head shall note on the **Notice to Explain** the phrase "**Employee refuses to acknowledge receipt**", along with the place, date, and time of service. This notation shall be signed by the Immediate Manager or SBU HR Head and the witness as proof of service.

**20.5** The **SBU HR Head** shall send the **Notice to Explain** to the employee's registered address(es) on file via **registered mail, private courier**, and/or electronically to the latest known **email address** as indicated in the employee's **201 file**. If applicable, the notice may also be sent through other verified electronic messaging platforms.

**20.6** If an employee wishes to request an extension to submit their explanation, they must file a formal request with their Immediate Manager and/or SBU HR Head. The request must include the reason for the extension and the duration being sought. The Immediate Manager and/or SBU HR Head shall document the request and assess its merit. Approval is at their discretion, based on the justification provided. A written response must be issued, indicating whether the extension is approved, denied, or granted, for proper documentation and recordkeeping.

**20.7** If the employee fails or refuses to submit a written explanation within the prescribed period or the approved extension, it shall be deemed a waiver of their right to be heard or to present evidence in their defense.

**20.8** An employee may be placed under preventive suspension if their continued presence in the workplace poses a serious and imminent threat to life, property, or the safety of the company, its employees, or stakeholders. Preventive suspension may also be imposed if the employee's presence could obstruct or unduly influence the conduct or outcome of an investigation. The suspension shall not exceed thirty (30) calendar days and will be without pay. Upon receipt of the Preventive Suspension Notice, the employee must immediately turn over all current and pending assignments, records, tools, and company-issued equipment (e.g., laptop, mobile phone) to their immediate manager. An inventory of the items must be prepared by the employee and duly acknowledged by the manager. During the suspension period, the employee is prohibited from entering company premises—including offices, hotels, resorts, or residences—and from contacting clients, guests, co-employees, or accessing any company systems or property.

**20.9** In the event of an important or emergency matter requiring the employee's presence within company premises, prior clearance must be obtained from the SBU HR Head. Management reserves the right to assign a security escort, if deemed necessary.

**20.10** The preventive suspension period may be extended under exceptional circumstances, such as the complexity of the case or the need for additional time to complete the investigation. In such instances, the Immediate Manager and/or SBU HR Head shall formally notify the employee through a Notice of Extension of Preventive Suspension.

**20.11** An **administrative hearing** may be conducted if deemed necessary based on the circumstances or upon the employee's request. During the hearing, the employee shall have an opportunity to respond to the allegations and present any additional evidence in their defense. To maintain the orderly conduct of proceedings, **cross-examination of witnesses will not be permitted**. The employee may be assisted by legal counsel; however, the counsel's role shall be strictly **advisory** and shall not include speaking or arguing on the employee's behalf.

**20.12** Upon reviewing all available evidence, including the employee's written explanation and any statements made during the administrative hearing, the Immediate Manager or SBU HR Head shall issue a **Disciplinary Action Memo** to formally communicate the decision on the administrative case, along with the corresponding disciplinary action. In cases of termination, the **SBU/Group HR Head** and **SBU/Group Head** shall be consulted before finalizing the penalty to ensure **accuracy, fairness, and consistency** in the interpretation and implementation of company policies.

**20.13** The employee shall acknowledge receipt of the **Disciplinary Action Memo** by signing the receiving copy and indicating the date and time of receipt. If the employee refuses to accept or acknowledge receipt of the document, the procedures outlined in **Sections 20.4 and 20.5** shall be followed.

**20.14** All documents and records related to the case shall be forwarded to **SBU HR Head** for proper filing in the employee's **201 file**. Employee disciplinary records shall be handled with **strict confidentiality** and accessed only by authorized personnel.



## **Annex A**

### **Definitions & References**

#### **Attendance and Timekeeping**

- A. Late and/or Non-Filing of Leaves and/or absences – Any employee who fails to notify his/her immediate supervisor about his/her leave and/or absence and fails to file the same in the applicable system.
- B. Malingering – Any employee who feigns illness or disability for purposes of avoiding work, duty or service, or for other personal reason. The penalty of DISMISSAL shall be imposed if the employee submits a falsified medical certificate to justify his/her feigned illness or disability.
- C. Tardiness – Any employee who reports for work late for six (6) times, or accumulates one hundred eighty (180) minutes, within a one calendar month attendance monitoring cycle
- D. Unauthorized Undertime – Every employee shall complete the eight (8) hours of work within the day. Any employees who leaves his/her workplace without valid justification for more than one (1) hour.
- E. Failure to Use of Biometrics or any Official Time Keeping System - Failure to time-in and time-out without justifiable reasons for 3 times or more within a calendar month.
- F. Abuse of Breaktime - Any employee who goes beyond the one (1) hour break for lunch and two (2) fifteen (15) minutes break for morning and afternoon.
- G. Loitering – Any employee who idles away his/her time or performing work not related to his/her job within or outside of the company premises during working hours.
- H. Sleeping While on Duty - Any instance where an employee is found asleep or in a state of inattentiveness that prevents them from performing their assigned tasks during working hours.
- I. Absence Without Official Leave (AWOL) - The unauthorized absence of an employee from his/her designated post, workplace, or duty without prior approval or notification to his/her immediate supervisor.

#### **Negligence and Disobedience**

- A. Non-Observance of Standard Operating Procedures and Established Practices - Any employee who failed to observe the standard operating procedures and established practices.
- B. Failure To Properly Turn-Over – Any employee who failed to properly turn-over duties and responsibilities, reports and documents before taking a Leave of Absence for vacation purposes and/or transfer of assignment.
- C. Abandonment of Post - An employee who abandons his/her work assignment or Company Premises (all property, facilities, buildings, structures, installations, locations, areas, or vehicles owned, operated, leased, or under the control of the Company to which such premises or property pertains) during working hours without permission or approval of immediate superior.
- D. Limiting Work Output – Any employee who deliberately or willfully spends more time than reasonably necessary to perform his/her job or task, encouraging others to do the same, and or failing to perform duties or assignments on time.
- E. Willful Disobedience – Willful or refusal without justified reason to comply with or obey official, lawful order to carry out assigned duties or works, as made known to the employee.

- F. Failure to Work Overtime – An employee who failed to render overtime without valid justification after signing/filing an overtime authorization form or agreeing to render overtime.
- G. Acts of Negligence or Carelessness – Any employee who commits acts of negligence or carelessness committed during work time or on company premises resulting to company losses, shortages, rework/back job, personal injury, damaged to property belonging to the Company or to third parties, complaints from customers, clients, and/or suppliers, and the like causing prejudice to the Company.
- H. Insubordination - All Company rules and regulations are intended to be complied with by all employees, and any direct and lawful order given by a superior relating to work assignment, as made known to the employee, must be promptly obeyed.
- I. Failure on the Job – Any employee who demonstrates his/her refusal or inability without justifiable reason to accomplish or comply with work/official orders, responsibilities, productivity standards, and/or perform regularly assigned duties or specific instructions related to one's duty.

### **Employee and Management Responsibility**

- A. Sowing Intrigues - Intriguing, gossiping or rumor mongering against another employee leading to dishonor, discredit or contempt to the latter.
- B. Injuring Company Reputation – Any employee who causes damage or injury to the reputation, image, and brand of the company in the eyes of other people by spreading false rumor about the company, embarrassing, ridiculing, or mocking the company by word and/or action in the presence of other people, whether employees or not, or criticizing the company in public.
- C. Giving False Information – Any employee who has the responsibility to give correct information who deliberately or through culpable negligence, gives false, inaccurate, misleading, incomplete, or delayed information to other employees that results to damages to company products or services, customer dissatisfaction, errors, delays, inefficiencies, higher costs, disruptions, losses, low productivity or morale, wrong decisions, or any disruptions to the effectiveness and efficiency of the company in any area of its operations.
- D. Failure to Report Incidents – An employee who fails to report any incident or violation of this Code within five (5) calendar days upon discovery thereof, without justifiable reason.
- E. Withholding of Cooperation or Information – Any employee who refuses or fails to cooperate with, who deliberately withholds cooperation from, who refuses or fails to help, assist and provide team support, or fails to communicate or provide information when such information or communication is authorized to fellow employees or when needed to ensure the performance or completion of any company operation or to protect company interest.
- F. Failure of Management – Failure of an employee holding people manager/line manager positions to maintain and uphold proper discipline by way of tolerating and consenting to any inappropriate or illegal activities is a clear neglect of his/her duties and can result to ALI Management's loss of trust and confidence in his/her ability as a leader.
- G. Failure to Provide Guidance – Failure of a superior to provide orientation, training or guidance to subordinates in the discharge of their duties and responsibilities, leading to violation of standard operating procedures and established practices or existing laws.
- H. Abuse of Authority – Taking undue advantage of authority to gain undue favors or advantage for oneself or to oppress, harass, and otherwise prejudice another.

- I. Accessory, Delay or Obstruction in Disposing Disciplinary Proceedings – Any employee who acts as an accessory to an offense/obstruction and/or unreasonably delays the resolution to any administrative/civil/criminal investigation or hearing.
- J. Improper use of Social Media – including but not limited to the unauthorized disclosure of confidential information, posting defamatory or offensive content, or engaging in behavior that harms the company's reputation.
- K. Inappropriate, unethical, unauthorized Use of AI and Digital Tools- Any employee found to be misusing AI or other technology—whether through unauthorized access, unethical application, or non-compliance with company policies—may be subject to disciplinary action.
- L. Violation of the Trading Blackout and Swing-Trade Rules – covered employees as defined in the company's Insider Trading Policy are prohibited from trading the Corporation's securities on the day of disclosure and during the blackout periods, whether or not in possession of material non-public information. Such covered employees are also prohibited from profiting from the purchase-and-sale or the sale-and-purchase of the Corporation's securities within a period of less than six (6) months regardless of the intent, pursuant to Section 23.2 of the SRC in respect of the Short-Swing Rule.

## **Confidentiality**

- A. Unauthorized bringing out of Company Documents – Any employee who brings out or distributes any company documents such as manuals, procedures, supporting documents, reports, references, plans, records, and the like causing prejudice to the Company.
- B. Revelation and/or Sharing of Confidential Information – Any employee who reveals, shares, or releases confidential information pertaining to the Company, such as but not limited to salaries, compensation and benefits, trade secrets, marketing or financial data, or assisting any person to access such confidential information.
- C. Unauthorized Release of Information Using Social Media – Any employee who releases company information using any social media such as but not limited to:
  - i. Naming of co-workers, clients, partners or suppliers in various social media evading their personal space and privacy;
  - ii. Failure to use standard disclaimer in sharing individual, personal or professional expertise in social media. Thus, construing it as the expression of the Company's position and statement;
  - iii. Unregulated use of various social media platforms and other online activities interfering with the employee's job and official commitments;
  - iv. Releasing of unauthorized, unverified and unprofessional statements using various social media platforms which are detrimental to the interest of the Company;
  - v. Use of discriminatory, demeaning and defamatory language against the Company, ALI Management, Immediate Superior or colleagues which affects the brand, image and reputation of the Company.
  - vi. Use of implicit and explicit information including photos or videos in social that will cause embarrassment to the Company and/or put any of its employees in a bad light which affects the brand, image and reputation of the Company; or
  - vii. Sharing nor releasing of proprietary information in social media without explicit approval of ALI HR Department and the Management. This includes and is not

limited to information such as plans, strategies, policies, organizational charts, company memos, training modules and brand logos.

### **Safeguarding of Company Property**

- A. Unauthorized Use of Company Property - Unauthorized use of Company Property (Company Property: all assets, real or personal, owned, leased or operated by the Company, including but not limited to supplies, money, materials, tools, machinery, equipment, vehicles, documents, records, reports and products of the Company, whether found within or outside the Company Premises) for personal profit, gain or use, having in one's possession any Company property not duly assigned to him, or any employee caught with Company property in his/her locker/cabinet or in his/her possession, unless such possession is sufficiently explained, duly authorized and with proper documentation
- B. Improper Use of Company Property - Improper or incorrect use or handling of Company Property resulting to damages and losses to the Company.
- C. Destruction of Company Property - Deliberate, willful or attempting to destroy company property, facilities, equipment, vehicles, records, reports, documents and others, unless such destruction has been duly authorized with proper documentation.
- D. Vandalism - Vandalism, carving, etching, posting writings or drawings or other similar acts leading to the defacement of company properties; analogous instances where the company's cleanliness is jeopardized (e.g. littering and spitting anywhere).
- E. Damaging Co-Workers Property – Any employee who deliberately damages or attempts to damage property of Company officer or co-employees within Company premises.
- F. Failure to Report and/or Act on an Accident, Damage, Defect, or Loss of any Company property - Failure by an employee or user to monitor and maintain the condition of equipment, machines and vehicles thus, leading to downtime or breakage.
- G. Unauthorized use and/or infringement of software and intellectual property - Definition of unlicensed or cracked software include “pirated software”, “counterfeit software”, and “soft lifted software”, along with tools like “key generators”, “patches”, “loaders”, and other mechanisms used in the cracking process.

Unlicensed or cracked software is an infringement of intellectual property and should not be used on any machine in conducting work activities, whether for the purpose of learning, personal use, and/or professional use.

Further, company issued email accounts are to be used only to register with company assigned software.

Individually assigned licenses and/or subscriptions should not be shared. Sharing of log-in credentials to another person, employee or otherwise is strictly prohibited.

Intellectual property in the form of software products is bound by its End-User-License-Agreement (EULA). The EULA should be read and understood by the users of the software and always complied to.

Penalties incurred by the company due to infringement of software and/or intellectual property may be recovered by the company from errant employees.

### **Preservation of Company Security**

- A. Improper Handling of Visitors – Employees allowing or accepting visitors or unauthorized persons in restricted areas of the Company without the approval of the Management.

- B. Refusal to Cooperate with Security – Any employee who refuses to submit to reasonable inspection conducted within the company premises by authorized company security personnel or any authorized personnel.
- C. Unauthorized Entry – Any employee who enters any restricted area designated by the Company without any authorization.
- D. Improper Use of Access and/or Identification Card – Any employee who assists any non-employee or an unauthorized employee to enter the Company premises without due permission from his/her supervisor, immediate manager, and/or unit head or allowing/lending another person to use his/her access and/or identification for another's use or benefit.
- E. Unauthorized and Improper Use of Security Systems – Any employee who directs to install or install, tampers, or uses security systems such as biometrics, facial recognition, closed circuit televisions, video cameras, and other similar systems without proper authorization and/or approval from the Security Unit.
- F. Carrying Deadly Weapons – An employee who attempts to bring or the possession of explosives, firearms, bladed or other deadly weapons during working time and/or during any company-initiated events or activities within or outside the company premises without due authority and without the appropriate license or permit.

## **Health & Safety**

- A. Poor Housekeeping and Sanitation – All employees are obliged to be safety conscious and concerned with the preservation of health and good housekeeping. Failure to maintain cleanliness and good housekeeping practices may result in a minimum sanction of a written warning.
- B. Unsafe Acts – Any employee who commits unsafe acts, violation of safety rules, regulations and general safety practices of the Company.
- C. Tampering of Safety Systems – Any employee who tampers life safety systems and fire protections equipment such as fire alarms, fire extinguishers, smoke detectors, and others.
- D. Violation Against Health and Safety Protocols (Minor Violations) - Where necessary, failure to secure official approval prior to entering the office premises, failure to submit daily health declaration upon entry to the workplace, loitering in other office areas needlessly, or going to office areas where physical presence is not necessary, failure to prepare and submit a daily Contact Tracing Form/ Daily Interaction Tracker when in the workplace at the end of each business day shall be classified as Minor Violation.
- E. Violation Against Health and Safety Protocols (Major Violations) - Non-disclosure of the actual health condition (including symptoms) before reporting to the workplace and during the workday, non-disclosure of known exposure to a disease or infection, reporting to the workplace without proper clearance from HR or company clinic, refusal to secure and failure to submit doctor's clearance prior to reporting back to work, failure to observe health and safety protocols while onboard a company-provided vehicle/ shuttle and while in the workplace, promoting unnecessary congregation such as eating meals together without proper distancing or PPEs, unprotected sharing of food, etc., assisting non-employees/outside to enter office premises without prior approval, discussing/ disclosing information about Covid positive or other health related cases and/or rumor-mongering, and falsification health related test results.

- F. Smoking/Vaping in Prohibited Places – Employees seen smoking and or vaping in designated smoke-free zones in the company premises.

### **Proper Conduct and Behavior**

- A. Non-compliance with Dress Code - Failure to adhere to the established dress code particularly if it impacts workplace safety, professionalism, or company reputation.
- B. Fighting - Engaging any members of ALI Management, co-employees, clients, suppliers, agency personnel or immediate manager in a fight; or instigating, prodding or goading to engage in a fight outside or within the company premises.
- C. Inflicting Harm – Any employee Inflicting or attempting to inflict harm or injury to fellow employees for any reason during working time and/or during any company-initiated events or activities within or outside the company premises or intentionally causing personal injury to another person during working time and/or during any company-initiated events or activities within or outside the company premises.
- D. Disorderly Conduct – Engaging or playing any games of skill and/or engaging in disorderly conduct (i.e. horseplaying, scuffling, shouting, throwing things, or similar behavior) and making insulting jokes or pranks to co-employees, supervisors, or customers.
- E. Discourtesy or Disrespect - Insulting or willful disrespect or improper behavior directed against the honor of an immediate superior, co-employees, customers, clients, merchants, and visitors/guests during working time and/or during any company-initiated events or activities within or outside the company premises.
- F. Drunkenness - Any employee who reports for work or loiters inside the company premises under the influence of liquor, or who brings and/or drinks alcoholic beverages during working hours (except on official functions).
- G. Gambling, Solicitation, Peddling - Gambling, betting, conducting lotteries, solicitations, peddling, or other similar acts within the company premises, during working time and/or during any company-initiated events.
- H. Threats or Coercion – Any employee threatening, intimidating, coercing or harassing fellow employees during working time and/or during any company-initiated events or activities within or outside the company premises or any acts of threat, intimidation and coercion against any person which interferes or obstruct with other employees and the normal operations of the Company.
- I. Immoral or indecent conduct - Immoral conduct or other acts of indecency within the company regardless of whether or not it is committed during work time including solicitation of sexual favors, exhibition, watching, showing or distribution of pornographic literature or materials during working time and/or during any company-initiated events or activities within or outside the company premises.
- J. Use or possession of Prohibited drugs - Possessing, using, causing, or being instrumental to the use of narcotics drugs (except when prescribed by a physician) or prohibited drugs during working time and/or during any company-initiated events or activities within or outside the company premises.
- K. Gender Based Violence and Sexual Harassment – ALI is committed to providing a safe and respectful workplace for all employees. We recognize that gender-based violence and harassment are serious issues that affect individuals and the overall work environment. This policy covers incidents that occur during work hours, at work-related events, or in any situation where employees are representing the company. ALI stands firm in its commitment to a workplace free from gender-based violence and harassment.



We encourage all employees to be proactive in creating a respectful and inclusive environment

Gender-based violence and sexual harassment (GBVSH) is defined as making offensive statements or actions during working time and/or during any company-initiated events or activities within or outside the company premises. Gender-based violence and sexual harassment include, but are not limited to:

- Unwanted sexual advances or conduct (verbal or physical)
  - Threats, intimidation, or coercion based on gender
  - Inappropriate comments or jokes
  - Stalking or cyber harassment
  - Domestic violence affecting the workplace
  - Sexual favors solicited as a condition for hiring, re-employment, continued employment of an employee, granting favorable terms, promotion, compensation, and privileges or other considerations.
  - GBVSH is also committed when the refusal to grant the sexual favor results in limiting, segregating, or classifying the employee which in any way would discriminate, deprive, or diminish employment opportunities, when sexual advances impair the employee's rights or privileges under existing labor laws, or when the sexual advances result in an intimidating, hostile, or offensive environment for the employee.
  - Any employee found to have committed gender-based violence or sexual harassment regardless of whether the demand, request or requirement is accepted, will face disciplinary action and shall have a penalty of Dismissal.
- L. Retaliation Against Whistleblower – A whistleblower, an employee, third-party business partner, or other stakeholders who report alleged reportable conditions (corruption, asset misappropriation, financial reporting fraud, misconduct or policy violation, and retaliation complaints) will be protected by the Company. Other concerns related whistleblowing; you may refer to ALI Ethics Committee's Whistleblowing Policy.
- M. Commission or Involvement in a Crime - An employee who commits or is involved in a crime or offense, whether as a principal, accomplice or accessory, against the Company or its duly authorized representative (including crimes committed against Company Property). An employee who has been convicted of any criminal offense involving moral turpitude, regardless if directed against the company or not, under Philippine, foreign or international law.

## **Honesty and Integrity**

- A. Gift Disclosure – In connection with an employee's affiliation or position with ALI, he or she may receive gifts or invitations to luncheons or dinners from clients or suppliers. In general, ALI employees may accept a gift or invitation if and only if:
- a. It is unsolicited
  - b. It is not given to influence judgment
  - c. It does not violate any laws
  - d. It does not discredit ALI
  - e. It is a promotional item or token of nominal value. Any employee who fails to inform and/or surrender gift baskets, promotional items, services rendered, and other commodities that he/she receives from merchants, suppliers, service providers, vendors and other third parties exceeding the acceptable limit of PhP 5,000.00 to

their immediate supervisor and SBU Human Resources for proper disposition may face sanctions as listed above.

- B. Corruption, Extortion, or Bribery – Any employee who directly or indirectly demands, requests, solicits, receives, or accepts any commission, share, or consideration, monetary or otherwise, for himself or for another person, in connection with any contract or transaction entered into by the Company, or in connection with the performance of his/her duties, or by reason of his/her position.
- C. False Testimony – Any employee who knowingly gives untruthful statements or conceals material facts in an investigation conducted by authorized representative/s of the Company, encourages, coerces and incites another person to give false testimonies in the investigations conducted by the Company, or intentionally gives false or misleading information to seek or to qualify for any preference or benefit to the Company.
- D. Falsification – Any employee who falsifies any company document or record (such as timekeeping records, voucher, receipts or the like), enters false information on any company documents or record, makes untruthful statements in a narration of facts, or uses a falsified document or certificate.
- E. Fraud Against the Company – Any employee who makes false representation of facts, employs any kind of deception, makes a false or fraudulent claim against the Company, fabricates company records or documents, initiates or participates in any action to defraud the Company, obtains payment, benefit, or gain from the Company to which he is not entitled, knowingly honors a forged signature for his/her own benefit or that of another person, gives due course or approval to a document knowing it to be false or erroneous, or aiding a subordinate, co-employee or superior in the commencement of a fraudulent act.
- F. Theft, Pilferage or Misappropriation – Any employee who steals, misappropriate or attempts to steal or misappropriate funds or property belonging to the company or other persons.
- G. Embezzlement - An employee who dishonestly or illegally takes money or property belonging to the company or other persons.
- H. Conflict of Interest - It is the obligation of every employee to declare and divulge in writing to the Company his/her own involvement in any conflict of interest with the Company. Failure on the part of the employee to disclose any conflict of interest may result in dismissal, as it undermines trust and compromises the integrity of the workplace. Conflict of interest will exist where an employee has or may possibly have a financial or personal interest divergent with or in conflict with his/her professional obligations, or where financial or other personal considerations may compromise, or have the appearance of compromising the employee's judgment in the administration, management, decision-making and discharge of his/her official functions. Personal interest is not confined to the personal involvement of the employee himself -- it may also arise from the employee's family or close personal relationship with a contractor, sub- contractor, customer, competitor, creditor or any other entity that does business with the Company. While the following list of conflict of interest situations is not exhaustive, it illustrates the types of situations that fall within the purview of this Code:
  - i. Having any participation or involvement whether direct or indirect in any transaction with any person, firm, corporation or any business enterprise in which the company, directly or indirectly, has commercial relationship. Where such participation or involvement is improper or undesirable in the interest of the company.

- ii. Soliciting or accepting money, gift, share benefits or favor from any person personally or through the mediation of another as a condition for the performance of one's duty.
- iii. Favoring suppliers, clients and other employees for personal and/or monetary gain.
- iv. Offering any items, gifts and other materials with value in exchange for a job, work assignment and/or other favorable conditions.
- v. Failure to disclose relatives, personal relationships working within Ayala Land Group or any business, work and other source of income that may be construed as directly or indirectly in conflict with the business of the Company and/or may affect an employee's decision at work leading to personal gain or favor.
- vi. Outside employment, directorship, officership, partnership, consultancy, distributorship, or agency in any company or enterprise that adversely affects the employee's working efficiency and productivity.
- vii. Access to sensitive information which may be of value to a person or entity where the controlling interest is held by the spouse of the employee or his/her relatives within fourth degree of consanguinity or affinity, or the former employer of the employee within two (2) years prior to the date of the transaction in question.
- viii. Having a spouse or relative within the fourth degree of consanguinity or affinity with individuals in the employ of a competitor or business partner.
- ix. Investments or other pecuniary or material interest, directorship, officership, partnership, consultancy, distributorship, agency, sub-contractor, customer, competitor, creditor, or any other entity that does business with the company or which is in competition with the business of the company.
- x. Borrowing money or property from, or otherwise incurring any debt to, any of the individuals, companies or enterprises mentioned above.
- xi. Solicitation or acceptance, whether directly or indirectly, of payments, commissions, rebates, services or gifts of more than nominal value, excessive entertainment, or improper or excessive favors from contractor, sub-contractor, customer, competitor, creditor, or any other entity that does business with the company or which is in competition with the business of the company.
- xii. Pre-empting the company in the purchase of any asset that the company is interested in acquiring.
- xiii. Taking for oneself, or passing on to a relative or associate a business opportunity which became known to the employee because of his/her position in the company.
- xiv. Using of one's position and authority to gain pecuniary and/or personal advantage.

Click [HERE](#) or scan the QR Code below to acknowledge that you have read and understood the ALI Code of Conduct **on or before August 15, 2025**. This is **mandatory** for all ALI Group employees.



For any questions or clarifications, you may contact your SBU HR.